

The Astronaut's Wife

By Rand Ravich

OVER DARK SCREEN -

FRED ASTAIRE
There may be trouble ahead...

INT. BEDROOM - NIGHT

The only light is from the TV, 1936 black and white movie FOLLOW THE FLEET. Fred and Ginger hoofing it up.

FRED ASTAIRE
*But while there's moonlight and music
and love and romance...*

On the floor, an empty wine bottle, bowls half filled with pasta... a man's pair of pants... a woman's panties.

FRED ASTAIRE
Let's face the music and dance.

In the bed, in each other's arms, SPENCER AND JILLIAN ARMACOST. Their faces lit by the flickering TV.

FRED ASTAIRE
*Before the fiddlers have fled. Before
they ask us to pay the bill...*

JILLIAN
I hate this part.

SPENCER
This part? This is the best part.
(singing)
Soon, we'll be without a moon...

FRED ASTAIRE
...humming a different tune and then.

She puts her hand on his face, turns him to face her.

JILLIAN
No, this part. The part right before
you leave. You're still here but I
know you're leaving. I hate this...

They kiss, then...

SPENCER
I'll call you.

She play slaps his face.

JILLIAN
Don't you tease me, Spencer Armacost.

SPENCER

No, Jill, I swear it. They're working out a new communication link. I was going to surprise you.

FRED ASTAIRE

There may be tear drops to shed...

JILLIAN

I miss you so much when you're gone. I never get a full nights sleep.

SPENCER

I miss you too, Jill. Last time, Streck said if I belly ached about you one more minute, he was going to toss my ass off the ship.

JILLIAN

You tell Streck your ass is mine and he can keep his hands off it, thank you very much.

(snuggles closer)

My class wants you to come in when you get back. I think they only tolerate me to get to you.

SPENCER

I might be able to arrange a visit... If you're nice to me.

JILLIAN

How nice?

SPENCER

Oh, you know. I'm an old married man, a little kindness goes a long way.

They kiss, she reaches down under the covers...

JILLIAN

Why, Mr. Armacost, whatever do you have there?

SPENCER

Mrs. Armacost, whatever do you mean?

CAMERA MOVES over them onto the TV, the image of Astaire.

FRED ASTAIRE

So while there's moonlight and music and love and romance... let's face the music and dance, dance.

BLACK OUT:

OVER DARK SCREEN - A heavy dose of STATIC and...

MAN'S VOICE

Victory, we are at T minus 31 seconds,
your on-board computers are on and
functioning. Start auto-sequence.

DISSOLVE TO:

INT. BEDROOM - DAY

That same bedroom, but now the bed is crisply made. The room is clean. Sunlight streams in the window.

MAN'S VOICE

T minus 14, 13, 12, 11...

CAMERA TRACKS THROUGH THE BEDROOM INTO...

INT. LIVING ROOM - CONT.

Jillian stands at the French doors, arms around herself.

MAN'S VOICE

10. Ignition on. T minus 9, 8, 7

CAMERA TRACKS CLOSER in on Jillian, looking straight out the window. From somewhere not far, a FULL LOW RUMBLING.

MAN'S VOICE

6. Engine start...
(RUMBLING STRONGER)
4, 3, 2, 1, 0 and lift off.

The RUMBLING INCREASES. And now... the window in front of Jillian VIBRATES SLIGHTLY. She reaches out a hand and... softly touches the TREMBLING GLASS.

SPENCER (V.O.)

Mission Control, this is Victory, we
have left the pad...

MAN'S VOICE

Roger that, Victory... You are go for
throttle up...

SPENCER (V.O.)

Mission Control, we have throttle up.
It's a fine day for flying, Houston.

CLOSE ON - Jillian's fingertips touching the trembling glass. WE SEE her reflection in the window.

CUT TO:

A RING OF FIRE - The AFTER BURNER of a HUGE ENGINE. The fire burns brighter, hotter. The power enormous.

SPENCER (V.O.)
Mission Control, we are standing by
for SRB separation.

WE HEAR... an explosive BOOM.

SPENCER (V.O.)
Separation confirmed... Houston, we
are at 18,000 knots and accelerating.

The FIRE blinding. The ROARING engines deafening and...

MAN'S VOICE
You are go for main engine shut off.

The SOUND enormous but then there is... suddenly silence...

SPENCER (V.O.)
We have main engine shut off. Mission
Control... we are in orbit.

DISSOLVE TO:

EXT. NORTHERN HEMISPHERE FROM ABOVE

Looking down as if from space, a slightly blurry image but we can SEE... the continental U.S.

JILLIAN (V.O.)
What do they have in Kansas?

CHILDREN'S GLEEFUL VOICES
CORN!

The image becomes less blurry. WE are not looking down from outer space, WE are looking at a MAP of the USA

JILLIAN (V.O.)
What do they have in Georgia?

CUT TO:

INT. SECOND GRADE CLASS ROOM - DAY

Jillian stands at the front of the class, the map on the wall behind her. She is pointing at Georgia.

CLASS
Peaches!

JILLIAN
 (points to Florida)
 What do we have here in Florida?

CLASS
 Oranges!

SECOND GRADE BOY
 ...and rocket ships.

JILLIAN
 (smiles at boy)
 Yes, Calvin, and rocket ships.

Look at Jillian, standing in front of her class and...

DISSOLVE TO:

INT. ARMACOST LIVING ROOM - DAY

Jillian waits by the phone, keeps checking the clock.

THE PHONE RINGS - Jillian snatches up the receiver.

JILLIAN
 Hello.

MALE VOICE ON PHONE
 Mrs. Armacost?

JILLIAN
 Yes. This is Jillian Armacost.

MALE VOICE ON PHONE
 This is NASA communications. We have
 your husband for you.
 (BEAT, STATIC)
 Go ahead, Commander.

SPENCER (ON PHONE)
 (static, then...)
 Jillian? Can you hear me?

JILLIAN (INTO PHONE)
 Yes, I can hear you, Spencer.

SPENCER (ON PHONE)
 It's amazing, isn't it?

A BEAT as they listen to each other breathing.

SPENCER (ON PHONE)
 Hey, Jill?

JILLIAN (INTO PHONE)
Yes...

SPENCER (ON PHONE)
What're you wearing?

JILLIAN (INTO PHONE)
Spencer.

SPENCER (ON PHONE)
Come on, no one else is listening.

MALE VOICE ON PHONE
Uh, not exactly, Commander. Including
Houston and JPL, there are about three
hundred folks on the line today.

SPENCER (ON PHONE)
Are you wearing that black skirt?

JILLIAN (INTO PHONE)
Settle down, Cowboy.

SPENCER (ON PHONE)
(laughs, then...)
Nice day down there, huh? Not a cloud
in the sky?

JILLIAN (INTO PHONE)
Beautiful... Spencer? Where are you?

MALE VOICE ON PHONE
Thirty seconds, Commander.

JILLIAN (INTO PHONE)
Spencer, where exactly are you?

SPENCER (ON PHONE)
Go out on the porch, Jill.

Taking the cordless with her, Jillian goes out onto...

EXT. ARMACOST PORCH - DAY

The sun bright, the sky blue and clear.

JILLIAN (INTO PHONE)
Spencer.

MALE VOICE ON PHONE
15 seconds, Commander.

SPENCER (ON PHONE)
Jillian... I'm right above you.

She looks up.

SPENCER (ON PHONE)
You looking up?

MALE VOICE ON PHONE
10 seconds...

SPENCER (ON PHONE)
Smile for me, huh?

JILLIAN (INTO PHONE)
I already am.

MALE VOICE ON PHONE
5 seconds...

SPENCER (ON PHONE)
Jillian, I--

But the rest of his sentence is lost in a sea of STATIC.

MALE VOICE ON PHONE
I'm sorry, Mrs. Armacost, we lost the link. He's talking to Mission Control right now, everything is fine. We'll take good care of him.

JILLIAN (INTO PHONE)
Thank you, I know you will.

Jillian looks again into the CLEAR BLUE SKY above her head.

DISSOLVE TO:

INT. ARMACOST KITCHEN - NIGHT

Jillian and her sister, NAN, cook dinner.

Nan, 23, in classic sneakers, bright pants, a rib knit shirt. If she were any more current, she'd be tomorrow.

Jillian chops vegetables. Nan opens a bottle of wine. Up on a shelf, a SMALL TV is on with the SOUND OFF.

NAN
He called you from outer space? From outer space?

JILLIAN
Technically from Earth's orbit. But yes, he called me from the orbiter.

NAN

Stanley won't call me from the Beef
And Brew and you got a call from outer
space.

(hands Jillian wine)

Earth's orbit. Whatever. Jill,
technically speaking? You scored.

(gulps wine, then...)

How is it, we grow up in the same
house, we even have that same freaky
deaky blood type...

JILLIAN

O negative.

NAN

O negative... you land Johnny Rocket
Boy, and I keep getting different
models of "throws-up-on-himself-Elmo"?

Jillian sips some wine, smiles.

NAN

I'll bet he's good at the little
things too, isn't he?

JILLIAN

What little things?

NAN

Those little things that mean so much.

Jillian blushes a bit, smiles some more.

NAN

It's true. Men are like parking
spaces. The good ones are taken. The
available ones are all handicapped.

The two LAUGH. Jillian goes back to cutting vegetables.

NAN

(sipping wine)

And what about that O Negative? Could
there be a more depressing blood type?
"O" which means nothing. But worse
than nothing? "Negative" negative
nothing. That's our blood. I always
wanted to have B Positive blood like
all the other girls. B Positive. Be
Positive. Be Positive. Yes! Alright!

Jillian smiles at her sister, then glances up at the TV and
her face goes PALE, her eyes SUDDENLY OPEN IN HORROR, her
hand SLIPS on the knife, she SLICES her finger.

NAN

What? Jill, what?

Nan turns to SEE what Jillian is looking at.

THE LITTLE TV - SOUND OFF but, the image on it. The words SPECIAL NEWS REPORT at the bottom of the screen and the pictures of two men, SPENCER ARMACOST and ALEX STRECK.

JILLIAN

Oh my God...

She pushes past Nan to turn the sound on but, as she does.

VOICE FROM TV

...a special report. We now return to you the program already in progress.

And on the TV, the pictures of the two astronauts replaced by a sitcom of THREE MEN THROWING PIES.

Jillian turns the channel more regular programming. She turns it again and again, just stupid TV, nothing about her husband. She turns the channels faster and faster then...

THE DOORBELL RINGS, the women look as... the bell RINGS AGAIN. Jillian runs to the door. Flings it open, SEES...

An UNCOMFORTABLE MAN in a NICELY CUT SUIT, SHERMAN REESE.

REESE

Mrs. Armacost? I'm Sherman Reese, from NASA... It's about your husband.

JILLIAN

What's happened?

REESE

We'd like you to come--

NAN

JILL, THERE'S SOMETHING ON ABOUT SPENCER.

REESE

We have a car downstairs.

NAN

JILL...

Jillian starts backing toward the kitchen.

REESE

Please, Mrs. Armacost. Captain Streck's wife is already over there.

Jillian moving back fast toward the kitchen. Reese follows.

REESE

The Director wants...

Jillian back in front of the small kitchen TV. Nan wraps Jillian's bleeding finger in a kitchen towel.

ON THE TV - a REPORTER stands before a chain link fence.

REPORTER (ON TV)

All we know for sure is that both men were outside the orbiter, performing repairs on a weather satellite. The condition of Armacost and Streck, as well as the rest of the shuttle crew, is at this time unknown.

JILLIAN

Is my husband dead?

REESE

Mam, I'm afraid I don't know anything about the condition of your husband. The Director sent me to--

JILLIAN

Is my husband dead?

REESE

Mam, I just don't know.

Jillian looks at Reese, SEES his well STARCHED SHIRT, his MANICURED NAILS, his SMOOTH SHAVE, the SHINE on his shoes.

JILLIAN

Then take me to someone who does.

REESE

That's what I want to do. Captain Streck's wife is already there.

NAN

Come on, Jilly, let's go.

REESE

I'm sorry, I only have clearance for Mrs. Armacost.

(to Jillian)

Please...

Jillian and Nan look at each other.

DISSOLVE TO:

INT. NASA SEDAN - NIGHT

Jillian and Sherman Reese sit in the rear seat.

RADIO NEWSCASTER (V.O.)

NASA is now officially confirming that Commander Spencer Armacost and Captain Alex Streck were outside the space shuttle Victory when there was an explosion on the satellite on which they were doing repairs...

JILLIAN'S POV - out the window of the moving car. A fine summer evening. People hang out on their lawns. Kids ride bikes, laugh in groups, toss water balloons at each other.

DISSOLVE TO:

INT. NASA HALLWAY - NIGHT

A GLEAMING WHITE HALLWAY... FLUORESCENT LIGHTS buzz overhead. Sherman Reese escorts Jillian down the hall.

They pass SEVERAL STAFFERS. The STAFFERS turn away as Jillian passes, afraid to meet her eye.

Sherman Reese escorts Jillian to a door. He opens it and ushers Jillian into...

INT. CONFERENCE ROOM - CONT.

GLEAMING WHITENESS, BUZZING FLUORESCENCE. An oval conference table, a TV monitor on it. The monitor is OFF.

Sitting in a stiff backed chair... a WOMAN, stricken with grief. Late 40's, NATALIE STRECK.

Jillian rushes to her, Natalie rises. They embrace.

Sherman stands nervously off to the side.

NATALIE

They're so far away, Jillian. Alex... and Spencer. They're so far away.

JILLIAN

Shh, Natalie, shh.

NATALIE

Oh, Jillian. He's dead. I know it. I know he's dead.

JILLIAN

What have they told you?

NATALIE

Nothing. They won't tell me anything.

Both women turn to face Sherman who stands there, useless. A BEAT and... the door opens. A GRAY HAired MAN, early 60's, enters, he is the...

DIRECTOR

Mrs. Streck, Mrs. Armacost... first, your husbands are alive.

NATALIE

...thank God...

DIRECTOR

They're back on the orbiter right now and we're going to bring it down just as soon as we get a window.

NATALIE

Can we talk to them?

The Director pauses, looks to Reese, then...

DIRECTOR

I'm afraid both Captain Streck and Commander Armacost are unconscious. We have an MD on this mission and we are monitoring all their vital signs from down here. They are both stable.. but, at this time, unconscious.

JILLIAN

What happened out there?

DIRECTOR

All the information at this time is sketchy... to say the least. I wouldn't want to venture any...

JILLIAN

(cutting him off)

What happened out there?

DIRECTOR

Your husbands were outside the orbiter, performing repairs on a satellite. There was an explosion and... we lost contact with both astronauts for about two minutes.

JILLIAN

Lost contact?

The Director is uncomfortable. He doesn't answer.

JILLIAN

What do you mean, lost contact?

DIRECTOR

They were off radio and out of visual contact. After the explosion they drifted behind the shuttle. We had to bring the craft around 180 degrees to get them.

NATALIE

...they were all alone...

DIRECTOR

But now they're back on the shuttle and they'll be back down here just as soon as we can manage it. Mr. Reese here will stay with you until we can take you to them.

(BEAT, then...)

I've worked closely with both your husbands, they are both strong and courageous men.

The Director leaves the room.

NATALIE

They were all alone out there, Jill.

Jillian puts her arms around the older woman.

REESE

(re: TV monitor)

We've hooked this up for you. It'll show the view from the shuttle as they land. Would you like me to turn it on?

Natalie too into her own grief, Jillian stares at Reese.

REESE

I'll turn it on...

He turns it on. WE do not see the image on the monitor, just the flickering from the screen on Jillian's face.

GO CLOSER... the flickering reflection in her eye.

GL CLOSER... to SEE, the flickering image reflected in her eye is... the PLANET EARTH.

MATCH CUT TO:

EXT. THE EARTH FROM LOW ORBIT

Not a map this time, but the real thing. And now WE begin to descend. Moving fast...

The northern hemisphere coming into view. Narrow that view down to the continental United States.

Moving faster... the South East U.S.A.... our target is Florida, moving ever faster toward it.

Into the atmosphere now, racing THROUGH THE CLOUDS. The lush landscape and blue water of Southern Florida emerge.

The SOUND of the wind is incredibly loud as POV races through the clouds toward the ground and the huge runway.

Closer, faster. POV flying almost parallel to the swampy ground just below... gliding over wetlands.

MAN'S VOICE ON RADIO

30 feet at 235 knots. 20 feet at 225.

(the ground closer)

10 feet at 220. 8 at 215. 5 at 210.

(almost down now)

2 at 200. 1 foot. Zero. Ground control, this is Victory, we are down.

POV speeding along the ground now. The runway whipping by.

MAN'S VOICE ON RADIO

150 knots.... 100 knots...

(POV moves slower)

80 knots... 65 knots...

(POV moves slower)

30 knots... 15 knots... 10 knots...

POV stops. Ahead just silent swamps, glowing in the dawn.

MAN'S VOICE ON RADIO

We are stopped. Ground control, this is Victory. Come and get us.

Looking ahead at the flat runway. Now WE SEE, a FLASHING RED AND BLUE LIGHT... the light grows brighter and...

Cutting through a heat shimmer... EMERGENCY VEHICLES.

NEWS REPORTER'S VOICE

Cutting its three million mile mission in half, the space shuttle Victory made a rare dawn landing...

CUT TO:

INT. NASA SEDAN - NIGHT

In the back seat, Jillian, Natalie and Sherman Reese.

NEWS REPORTERS VOICE

Astronauts Armacost and Streck, still
unconscious, were immediately
Medivaced to...

The sedan stops. Reese opens the door, steps out. Jillian follows him, then Natalie. They are at...

EXT. HOSPITAL - NIGHT

A HORDE of reporters lay in wait. As they see the astronauts wives... their cameras begin to FLASH.

JILLIAN'S POV - Reese cutting a path through the reporters. The RAPID FIRE FLASHES of the cameras almost blinding.

Almost through the reporters, almost to the hospital door.

ON JILLIAN as she gets to the hospital door. She stops at the THRESHOLD of the hospital. Almost as if she is unable to go into the door. Reese has his hand on her arm and...

ONE LAST PHOTOGRAPHER... right in Jillian's face. The FLASH GOES OFF... it is blinding. Reese tugs Jillian inside.

DISSOLVE TO:

INT. HOSPITAL CORRIDOR - NIGHT

At one end of the corridor, Jillian stands with a DOCTOR.

At the other end of the corridor, Natalie Streck stands with another DOCTOR.

Sherman Reese stands in the middle, uncomfortable.

JILLIAN'S DOCTOR

He's breathing on his own, his vital functions are good. As far as we can tell, there has been no brain damage. It should only be a matter of time before your husband regains consciousness.

Jillian looks down the hall to Natalie. The DOCTOR with her has his hand on her shoulder. Her news is not so good.

JILLIAN

What about Alex?

JILLIAN'S DOCTOR

Captain Streck is an older man than your husband. There was a tremendous strain on his heart...

Jillian looks down the hall. Natalie looks at her.

DISSOLVE TO:

INT. HOSPITAL ROOM - DAY

Spencer Armacost in the bed. An IV runs to his arm, monitors keep track of his vital signs.

The only other person in the room is his wife. Jillian sits in a chair, watching her husband.

WE LOOK at Jillian, tired, her eyes begin to close, then...

SPENCER

(whisper)

Jillian...

Her eyes bolt open. She looks at Spencer. His eyes open. She gets to her feet, moves quickly to him.

JILLIAN

Spencer...?

SPENCER

I told you...

She leans down to him.

SPENCER

I told you I'd call...

She laughs/cries. Puts her arms around him.

JILLIAN

Never leave me again.

SPENCER

I promise...

JILLIAN

Never, Spencer. You hear me?

SPENCER

I promise, Jillian. I'll never leave you again.

Their faces very close, he kisses her neck.

SPENCER

Thanks for coming. I know how you hate hospitals.

Now she laughs for real, luxuriating in his return. Then...

SPENCER

How's Alex?

JILLIAN

Not good...

Spencer closes his eyes...

SPENCER

Is Natalie with him?

JILLIAN

Yes...

DISSOLVE TO:

INT. ALEX STRECK'S HOSPITAL ROOM - DAY

Identical to Spencer's. Alex Streck unconscious in the bed. Natalie Streck sleeps in the bedside chair.

IN THE BED - beneath the eyelids, Alex Streck begins to exhibit massive REM. Now his lips begin to move and...

ALEX STRECK

(croaked whisper)

...Spencer?... Jesus, Spencer...

ALEX'S MONITORS begin to ACCELERATE, his heart rate, his respiration, rising. Still, his eyes are closed.

ALEX STRECK

(croaked whisper)

...what is that? Do you hear that?

The monitors racing faster, faster...

ALEX STRECK

(croaked whisper)

What is that? What is that sound?

Suddenly, Alex's eyes SNAP OPEN. But he is SOMEWHERE ELSE.

ALEX STRECK

Jesus, what the hell is that?

Alex's monitors GO INTO THE RED ZONE. ALARMS WAIL. Natalie wakes up, rushes to her husband...

Alex? NATALIE

It hurts... ALEX STRECK

ALEX? NATALIE

JESUS, IT HURTS... ALEX STRECK

Alex's monitors SCREAMING. His EYES roll back in his head. DOCTORS and NURSES rush the room. A NURSE ushers Natalie from the bedside.

...Alex... NATALIE

In the bed, Streck begins to THRASH. A DOCTOR and TWO NURSES hold Streck down as...

Streck, eyes roll back, thrashes ever harder.

Jesus, hold him. DOCTOR

A NURSE hands the DOCTOR an ENORMOUS NEEDLE. He immediately jams it into Alex's chest and depresses the plunger.

The monitors ever worse, now the heart rate... FLATLINES. Alex stops thrashing, his body goes flat and rigid.

He's going... NURSE

PADDLES. DOCTOR

The Nurse hands the Doctor the paddles.

Charging... Go. NURSE

Clear. DOCTOR

He places the paddles on Alex's chest, gives the dying astronaut a blast of electricity. Alex's body arches but the heart rate still at flatline.

Still at zero. NURSE

Watching now from the door to the hospital room, Jillian and... leaning on her arm for support... Spencer.

DOCTOR

Again.

He zaps Alex again. Alex's body arches and... he opens his eyes and LOOKS DIRECTLY AT SPENCER.

CLOSE ON JILLIAN - she SEES, the two men staring at each other. All the other action in the room SEEMS TO HAVE STOPPED, all the SOUND FADES AWAY.

JILLIAN SEES - Spencer, looking into Alex's eyes and then... Spencer nods, slightly, as if saying "OK".

MOTION and SOUND return to the room. Alex closes his eyes. The HEART MONITOR begins to climb, up from the flatline.

NURSE

He's back. We got him. We got him.

DISSOLVE TO:

INT. JILLIAN AND SPENCER'S BEDROOM - NIGHT

Jillian, alone in her bed, but there is no sleep for her.

Rising, she throws on a robe and crosses to the French doors. She steps out onto...

EXT. ARMACOST PORCH - NIGHT

A CLEAR NIGHT, Jillian looks up into a sky full of stars.

DISSOLVE TO:

INT. HOSPITAL CORRIDOR - DAY

Jillian walks down the hall toward Spencer's room.

INT. SPENCER'S HOSPITAL ROOM - DAY

Spencer, in street clothes, sits on the edge of the bed as Jillian enters. A WHEELCHAIR waits by the bed.

JILLIAN

You ready?

SPENCER

Ready and a half.

She helps him into the chair.

SPENCER

You missed it, Jillian. The President called.

JILLIAN

The President?

SPENCER

Of the United States. He said me and Alex were true American heroes. He wants us to go to DC so we can shake his hand in the Rose Garden.

JILLIAN

What did you say?

SPENCER

Said we'd never have gotten the chance to be heroes if he hadn't cut our budget, forced us to put a piece of shit exploding satellite into orbit.

JILLIAN

You did not say that.

She wheels him from the room.

INT. HOSPITAL HALLWAY - CONT.

Jillian wheels Spencer down the hall.

SPENCER

Then he said, as a way of showing his appreciation, he was going to send me a car that blows up when I put the key in the ignition.

She spins him around to face her.

JILLIAN

Spencer Armacost, did the President call you?

SPENCER

Yes.

JILLIAN

And what did you say to him?

He opens his mouth to speak but she...

JILLIAN

Ah, don't you lie to me.

SPENCER

I said "thank you very much, Sir"

She kisses him lightly on the lips, spins him back around and pushes him down the hall, toward the door.

SPENCER

Then I asked him what he was wearing and he hung up on me. Why do you think he did that?

DISSOLVE TO:

A TABLEAUX OF SEVEN PEOPLE - Spencer Armacost, sitting next to him, Alex Streck. Standing behind the two men, the other five crew members of the Space Shuttle Victory.

TWO WOMEN - SHELLY CARTER and ROBIN LEWIS.

THREE MEN - PAT ELLIOT, TOM SULLIVAN and DUNCAN BRYCE.

PULL BACK TO REVEAL -

INT. AIRPLANE HANGAR - DAY

It is a PHOTO SHOOT for the Victory crew.

A PHOTOGRAPHER snaps pictures.

The ASTRONAUT'S SPOUSES, Jillian, Natalie and the others stand around and watch. Sherman Reese and some other NASA people are there as well.

DISSOLVE TO:

INT. AIRPLANE HANGAR - DAY

The photo shoot over, the Astronauts and others mill about.

TWO LITTLE KIDS run up to Jillian, JANE and SUSAN.

JANE AND SUSAN

Aunt Jillian! Aunt Jillian!

Jillian bends to embrace the children.

JILLIAN

Oh, how's my girls? Give me a big hug.

She looks up, their father, Duncan Bryce stands over her.

JILLIAN

God, Duncan, they got so big.

(stands...)

You hear my clock? It's ticking like crazy.

Duncan smiles, then looks over Jillian's shoulder, SEES... Spencer and Alex, talking in whispers. Alex leans on a cane for support but otherwise looks fully recovered.

DUNCAN

How you doing, Jillian? Everything OK?

JILLIAN

Yeah, everything's OK, Duncan.

DUNCAN

Jillian, does he ever talk about it?

JILLIAN

...everything's good, Duncan.

DUNCAN

Spencer and Alex... they never mention it. After the explosion it was out of control up there. Those two minutes when we lost contact, I thought, that's it... they're dead.

JILLIAN

But they weren't.

DUNCAN

Jillian, I've flown eight missions with the two of them, we tell each other everything. To go through that, and then just not mention it...

JILLIAN

I think you worry too much, Duncan.

She kisses him on the forehead as Spencer walks up to them.

SPENCER

Hey, hey, hey. What's this all about?

JILLIAN

Duncan and I are running away together. Didn't I mention that?

SPENCER

Was that today? I thought it wasn't until next week.

Spencer puts his arm around her waist. Pulls her close.

JILLIAN

You know what? You're right. It is next week.

ANGLE ON - across the room from Jillian, Spencer and Duncan. Sherman Reese watches the three of them. Watches them as Jillian and Spencer head for the door and leave.

ACROSS THE ROOM FROM REESE - Alex Streck watches Reese.

DISSOLVE TO:

EXT. SWIMMING POOL - UNDERWATER - NIGHT

CAMERA LOOKS UP from the bottom of the pool. Spencer, in a bathing suit, floats on the surface, face down. Eyes open.

His body set aglow by the underwater pool light.

From far away, muffled by the water, WE HEAR...

JILLIAN (O.S.)

Spencer.

Spencer doesn't move, just keeps floating, eyes open.

JILLIAN (O.S.)

Spencer.

Spencer's EYES shift a bit. Now, coming through the water, the SOUND of a DIVING BOARD reverberating.

Above Spencer a SHAPE APPEARS, a dark form at first, it draws closer. GLITTERS above him as if draws near and...

AN EXPLOSION OF BUBBLES, Jillian cuts into the water right next to Spencer, a perfect dive. Her body glitters as the underwater light hits the reflective material of her suit.

She swims under him, rises, tickles his stomach, kisses his lips. He puts his arms around her. They FLOAT TOGETHER.

CUT TO:

EXT. SWIMMING POOL - CONT.

FROM ABOVE, look down into the pool at Jillian and Spencer.

There are LITTLE WHITE LIGHTS along the balcony and in the trees. The little lights REFLECT IN POINTS on the water. It looks like Jillian and Spencer are floating in space.

JILLIAN

Duncan's worried about you.

SPENCER

This is exactly why they should never let psychiatrists in space.

JILLIAN

He's an MD.

SPENCER

He's a space shrink.

JILLIAN

He's your friend, Spencer.

SPENCER

Well, he can stop worrying about me. I'm resigning from the service.

Spencer dives under. Jillian waits until he surfaces.

JILLIAN

Because of what happened?

SPENCER

I'm done up there, Jillian.

(he swims close)

I got an offer, from an aerospace firm, an executive position. Lots of money, Jillian, bucket loads.

JILLIAN

What do you know about being an executive? You're a flyer, Spence.

SPENCER

I'm a true American hero, Jill. The President said so. They just want me for the letterhead. It's good business to have a true American hero on the letterhead. The company headquarters, it's in New York City.

JILLIAN

You're kidding, you hate New York. What do you say? Too many people, living like that, it just isn't human.

SPENCER

I want people, I want a lot of people. I want to be surrounded by people. Millions and millions of people.

JILLIAN

We've made a life here, Spencer. Our friends, my job... everything.

He looks from her up to the night sky. She looks at him.

JILLIAN

Tell me what it was like, Spencer.

SPENCER

The two minutes?

She nods "yes". Spencer tries to speak but... the words don't come out. It is too painful to say.

JILLIAN

(holds him closer)

It's OK...

SPENCER

Let's go to New York.

JILLIAN

And be surrounded by people?

SPENCER

And be surrounded by people.

Jillian looks up. The night sky clear over head.

JILLIAN

OK, Spencer, let's go to New York.

DISSOLVE TO:

INT. ARMACOST LIVING ROOM - DAY

Everything in a boxes or wrapped in moving blankets.

LITTLE GIRL (V.O.)

Are you going to live in space?

CUT TO:

INT. JILLIAN'S CLASSROOM - DAY

Jillian stands in front of her class. CUPCAKES on the tables, BALLOONS tied to the chairs. The words GOOD-BYE MRS. ARMACOST written in chalk on the blackboard.

A LITTLE GIRL STUDENT gives Jillian a good-bye card.

JILLIAN

No, I'm not going to live in space.

LITTLE GIRL

But your husband lives in space and he's taking you back with him so aren't you going to live in space?

JILLIAN

My husband used to work in space. He and I are going to live in New York.

LITTLE GIRL

Oh... Mrs. Armacost?

JILLIAN

Yes, Paula?

LITTLE GIRL

When your husband is in space, does he ever see God?

Before Jillian can answer... A LITTLE BOY, Calvin, runs up.

CALVIN

What about aliens? Does he see aliens? Does your husband bring a laser gun in case there are aliens? If I were going I'd bring two laser guns. A little one for my pocket and then a laser rifle. Does your husband have a laser rifle? Does he get to bring it home with him? Does it work here on Earth or just in space? Mrs. Armacost, does it?

JILLIAN

You know what, Calvin?

CALVIN

What, Mrs. Armacost?

JILLIAN

I'm going to miss you.

ON JILLIAN as she looks at Calvin and then she looks at the rest of her class. WE HEAR the sounds of childhood as the children enjoy their party. But now... mixing in with it...

THE SOUNDS of an ADULT PARTY. Loud voices, laughter, ice in glasses, rock and roll music, shouting...

DISSOLVE TO:

EXT. JACK'S TAVERN - NIGHT

The sign reads CLOSED FOR PRIVATE PARTY. The parking lot full of classic and late model American muscle cars.

MAN'S VOICE

They asked me to write a speech. A farewell for you Commander...

SOUNDS of people saying "NO" "DON'T GO" "SPEECH"

MAN'S VOICE

But I'm a Mission Specialist and that specialty is not speech giving.

INT. JACK'S TAVERN - NIGHT

The place is PACKED. Men with short hair, healthy women, NASA geeks in short sleeves and glasses. EVERYONE DRINKS.

The entire crew of the space shuttle Victory is there. As is the director of NASA and his assistant Sherman Reese.

Nan hangs out by the bar. Makes moo eyes at the Bartender.

A sheet cake in the shape of the shuttle. Empty beer bottles everywhere. The bartender works overtime.

Jillian sits next to Spencer. Across the room, Alex Streck sits next to his wife, Natalie. Alex looks troubled.

Standing on the stage, Tom Sullivan (shuttle crew member). He is giving the speech. He is more than a bit pie-eyed.

TOM SULLIVAN

However, you've been our Commander lo these many years.

MEMBERS OF THE CROWD

LO THESE MANY YEARS...

TOM SULLIVAN

We figured there must be some way to tell you how we truly feel.

JILLIAN looks across the room, to Alex and Natalie Streck. Too loud to hear them but they are OBVIOUSLY ARGUING.

Jillian SEES Alex reach for a drink, a glass of CLEAR ALCOHOL. Natalie tries to stop him but Alex takes it.

BACK ON STAGE -

TOM SULLIVAN

So... if you please.

Tom is joined by two more members of the Victory crew... Shelly Carter and Pat Elliot. All three hold microphones.

TOM SULLIVAN

Commander, this one's for you. Maestro... if you please.

The Bartender hits the play button on the karaoke machine, MY WAY pours at top volume from the speakers.

JILLIAN SEES -- Alex Streck, down his glass of vodka. He reaches for another as Natalie looks away in pain.

FROM THE SPEAKERS - it's not Sinatra's MY WAY. It's Sid Vicious' version. The astronauts on stage sing along.

ASTRONAUTS

*And now, the end is near and so I
face, the final curtain...*

JILLIAN SEES - the crowd respond in smiles and laughter. All but Alex and Natalie. Jillian turns to her husband, but Spencer smiles at the antics of the singers on the stage.

ASTRONAUTS

*... and each and every highway. And
more, much more than this...*

MEMBERS OF THE AUDIENCE

*(pointing at Spencer)
He did it his way...*

Hoots, hollers and laughter from the assembled. Spencer takes a bow. The guitar cranks, the crowd begins to dance.

HARD DRIVING MUSIC NOW... Everyone lit up with rock and roll, booze and good cheer. The under 25 crowd slam dances. Older people drinking hard at the bar. The MUSIC so LOUD.

SINGERS

...I find it all so amusing.

JILLIAN SEES - Spencer, laughing, dragged into the frenzy. A kid stage dives from the bar and now Jillian SEES... though the antics of the crowd...

Alex Streck, he takes the clear glass of liquor from his mouth and... a bloom of RED appears in the liquid. His nose is BLEEDING, dripping into the glass of vodka.

Jillian rises. The guitar screams. The faces grin sweaty.

SINGERS

No, oh no not him. He did it his way.

JILLIAN moves through the crowd toward Alex and Natalie. Alex, standing, is taking his hand from his face, it is COVERED IN BLOOD. No one else SEES this, they are all dancing and singing. Just Jillian... she moves closer as...

Natalie tries to put her husband's arm around her for support. But, Alex SPASMS AND PITCHES straight forward onto the table in front of him, upsetting it, glasses fly.

Natalie SCREAMS, Jillian runs for her. Still, the music and the frenzy overpowering. No one but Jillian notices.

Natalie SCREAMS again. Now, everyone looks at her. SEES her screaming and looking down at... Alex... who writhes on the floor in a horrible spasm, blood flowing from his nose.

Everyone stops singing and dancing. But no one turns off the karaoke machine and the music keeps blasting as...

Alex, his fists and feet smash the floor, breaking glasses and bottles. His head bashing down, Natalie tries to control him as...

Spencer and Duncan break through the crowd.

LOOK DOWN ON DUNCAN as he tries to administer first aid to Alex but the SPASMS KEEP COMING, the BLOOD KEEPS FLOWING and... the MUSIC KEEPS BLASTING.

Spencer tries to hold Alex down but his contortions are titanic. Tom Sullivan holds Alex's legs as... Natalie cradles Alex's head as...

The MUSIC keeps pumping as.. Duncan keeps up the CPR. Blood keeps flowing from Alex's nose, now from his mouth.

Alex's body throws one more wrenching SPASM, his mouth opens and he SCREAMS as... Nan finally TURNS OFF THE MUSIC.

All that is heard is Alex's SCREAM... a scream full of HORROR and then Alex... DIES.

ANGLE - LOOKING DOWN FROM ABOVE AS...

Natalie cradles Alex's head. His blood surrounds them.

Duncan takes his hands from the body. Just Natalie touching her dead husband, cradling his head. Everything so quiet. Just the soft sound of...

NATALIE

...No, no, no... No, no, no...

Jillian looks from Natalie to Spencer as WE HEAR...

MAN'S VOICE

I have a brief prepared statement and then there will be time for questions.

CUT TO:

INT. CONFERENCE ROOM - DAY

A press conference in progress. The Director stands behind the podium. Near him are Spencer and Jillian. Sherman Reese stands nearby as do some of the Victory astronauts.

They face a cadre of REPORTERS.

DIRECTOR

Captain Alex Streck died last night at 8:55. The cause of death has been determined to have been a massive stroke. What the surgeons are calling a severe insult to the brain. Alex was an asset to this program in ways beyond his professional expertise. He will be missed terribly, by all of us. There will be a private ceremony...

The Director, emotional, pauses as...

REPORTER

Was Captain Streck's stroke brought on by the injury he sustained in space?

DIRECTOR

I'll let Dr. Conlin answer that.

A MAN in his late 50's, DR. CONLIN steps to the podium.

DR. CONLIN

The post mortem has determined that Captain Streck had a congenital predisposition for stroke. The micro arteries in his brain were weak to begin with. The injury he sustained outside the space shuttle caused an onset of undetectable bleeding which led to his death.

ANOTHER REPORTER

Is Commander Armacost in any danger?

CLOSE ON JILLIAN'S FACE as she hears the answer.

DR. CONLIN

Commander Armacost has been through an intensive array of examinations and tests. It is the opinion of myself and my colleagues that he is in no more danger than any one of us.

CLOSE ON Spencer reaching over and taking his wife's hand.

DISSOLVE TO:

INT. STRECK HOUSE - DAY

Jewish mourning, *shiva*, is in progress. The mirrors are covered, the drapes are drawn. Everything is in shadow.

Men and women in black speak in hushed tones.

The door opens, admitting a HARSH SHAFT of afternoon sunlight. Spencer and Jillian enter into the blade of light. The door shuts, the room is once more crepuscular.

DUNCAN BRYCE'S WIFE comes up to them. She embraces Jillian.

DUNCAN'S WIFE

...You OK?

Jillian nods "yes".

SPENCER

(to Jillian)

I'll be over there.

He points to a small clutch of NASA people. Jillian nods "OK" and watches Spencer walk over to them.

JILLIAN

Where's Natalie?

DUNCAN'S WIFE

Upstairs... she's been asking for you.

Jillian walks toward the stairs.

JILLIAN'S POV - climbing the stairs, looking down on the mourners as she goes. SHE SEES... her husband. She also SEES... Sherman Reese. Reese looks up at her.

CUT TO:

INT. STRECK UPSTAIRS HALL - CONT.

Jillian walks down the hall, toward the half closed bedroom door. She opens the door and steps into...

INT. STRECK BEDROOM - CONT.

The curtains drawn, the room in near darkness. On the bed, Natalie Streck in black dress and shoes.

JILLIAN

...Natalie...?

NATALIE
 (a bit slurred)
 Jillian?

Jillian steps closer to the bed. SEES, on the bedside table, open bottles of PRESCRIPTION PILLS.

Jillian sits on the edge of the bed, reaches out and brushes a loose strand of hair out of Natalie's eyes.

NATALIE
 They talked to him, Jillian. All the time. Every night.

Jillian softly touches Natalie's cheek, wipes away a tear.

NATALIE
 I couldn't understand them, Jill. I couldn't... But now I do.

JILLIAN
 Who talked to him, Natalie?

NATALIE
 I couldn't understand them. Now I do.

JILLIAN
 Who talked to him, Natalie?

Natalie's eyes begin to close in narcotic exhaustion.

NATALIE
 They did, Jillian, they did.

And, as Natalie slips into drugged sleep, she POINTS. Jillian looks to where Natalie is pointing.

On a nearby table, a simple AM/FM RADIO. Jillian looks from the radio back to the slumbering Natalie.

JILLIAN
 Natalie...?

But the woman is out. Jillian looks back to the radio.

DISSOLVE TO:

INT. STRECK LIVING ROOM - SOON AFTER

The mourners still sitting on the chairs and couches.

Jillian pours herself a glass of water from a pitcher.

ACROSS THE ROOM - Sherman Reese talks to Spencer.

SPENCER

I appreciate your concern Mr. Reese, but I have been poked with enough needles. Your superiors have given me a clean bill of health.

REESE

I know they have, Commander. It's probably nothing but...

SPENCER

Your bosses know you want to do this?

REESE

...no, no sir.

ON JILLIAN as she sips the clear water, looking across the room at her husband and Reese.

SUDDENLY... all the lights in the house blink ON AND OFF. There is a FAST LOUD ZAPPING NOISE.

A BEAT of SILENCE as everyone looks around and then, from upstairs... the SOUND OF A SMALL GIRL SCREAMING.

Jillian DROPS THE GLASS OF WATER and runs for the stairs.

JILLIAN'S POV - running up the stairs. At the top now, turning to look down the hall and SEEING...

A GIRL OF ABOUT EIGHT, frozen in place by fear, staring into the open bathroom door and... SCREAMING.

JILLIAN'S POV runs toward the girl, slows as she approaches and turns to look into the open bathroom door.

POV SEES - in the bathroom, standing in front of the sink, Natalie Streck. Both sink faucets are on full blast. The sink overflows, splashing water onto the tile floor.

Both of Natalie's hands are in the sink.

A POWER CORD leads from an electrical outlet into the sink. POV steps closer, SEES Natalie's hands holding that RADIO under the water. AS IF TRYING TO DROWN IT.

Natalie is trembling, her hair on end because... Natalie is DEAD, electrocuted by the radio.

CLOSE ON JILLIAN as she takes in the horrible sight at the sink. Almost in a trance, Jillian steps closer.

The little girl still SCREAMS, Jillian steps closer and...

SPENCER (O.S.)

JILLIAN!

Spencer GRABS JILLIAN, pulls her back. Spencer looks down, Jillian does too. The electrified water has spread out from beneath the sink, Jillian was about to step into it.

ANGLE ON - Natalie, dead, standing straight up at the sink, both her hands wrapped around the submerged radio. Water still pouring from the faucets. Natalie's dead eyes stare at her own reflection in the mirror over the sink.

The little Girl still SCREAMS.

DISSOLVE TO:

INT. ARMACOST HOUSE - DAY

The place is COMPLETELY EMPTY, every single thing is gone.

The CAMERA FLOATS through the house, winding through the rooms but every scrap has been moved out. WE...

DISSOLVE TO:

INT. APARTMENT - NIGHT

We've never been here before but... The CAMERA FLOATS through the apartment. Winding through the rooms.

The furniture and objects are familiar. They belong to Spencer and Jillian Armacost.

CAMERA PANS BY an array of framed photos, Spencer and Jillian. A photo of Spencer shaking hands with the President in the Rose Garden.

CAMERA continues to snake through the apartment. It is a NICE PLACE, hardwood floors, high ceilings, ornate molding.

CAMERA APPROACHES A WINDOW... outside the night sky can be seen. CAMERA is right up against the window and WE SEE...

A HUGE VIEW OF NEW YORK CITY... we must be 50 floors up. CAMERA LOOKS DOWN, the view... as if through a microscope.

AS WE LOOK AT NYC below WE HEAR the SOUNDS of a COCKTAIL PARTY, tinkling glasses, polite laughter, discreet talk.

DISSOLVE TO:

INT. POSH UPPER EAST SIDE BROWNSTONE - NIGHT

A cocktail party is in full swing. POV takes it all in.

You'd like to think no one really lives like this, these people do. Everything restored, clean and sparkling.

POV SEES- Men in \$1,500 dollar suits, wearing \$7,000 dollar wrist watches drinking \$25 glasses of 18 year old Scotch.

POV SEES- Women, so thin they disappear when they stand sideways, hold plates of delicacies with boney fingers.

POV SETTLES ON- Spencer, engrossed in conversation with THREE ENTRANCED YUPPIE SHARKS.

SPENCER

You're sitting on top of what amounts to a 15 story building packed with high explosives. After they strap you in, every one with any sense backs off about three miles. You feel your first kick after the main engines spark. But then, the solid rocket boosters come on and that's when you know you are going somewhere fast.

YUPPIE SHARK

Zoom, zoom, zoom, huh?

SPENCER

Yes. Zoom, zoom, zoom.

YUPPIE SHARK

Man, I'd give my 401K to go for a ride in a space ship.

SPENCER

But you are... right now.

YUPPIE SHARK

I am what right now?

SPENCER

On a space ship. We all are. That's what the Earth is. A space ship.

STUFFED SHIRT

I mean a real space ship in outer space.

SPENCER

But this is a real space ship. And we are in outer space.

Spencer looks at POV, gives a sly smile.

ANGLE ON - JILLIAN, looking beautiful but uncomfortable in her uptown party clothes. It has been her POV.

WOMAN'S VOICE

I used to be into AIDS...

Jillian stands talking with a DRIED UP SOCIALITE.

DRIED UP SOCIALITE

But now I'm into hunger.

The Socialite scans the room, Jillian nervously sips her drink. Then sips it again.

JILLIAN

I teach.

DRIED UP SOCIALITE

At the University?

JILLIAN

Second grade.

DRIED UP SOCIALITE

I'm sorry, I thought you said you taught second grade.

JILLIAN

...I did... over at...

But the Socialite is looking at someone over Jillian's shoulder. The Socialite smiles, gives a little wave.

DRIED UP SOCIALITE

Ambrose, you look great.

(to Jillian)

Will you excuse me?

Before Jillian can answer, the Socialite bustles off.

Jillian catches Spencer's eye, mouths "help me" to him. He moves for her but... a MAN WITH A CIGAR catches Spencer's arm and leads him away. Spencer throws Jillian a "what can I do?" look over his shoulder.

Jillian's POV lands back on the Dried Up Socialite. She doesn't SEE, a SOFTER SOCIALITE come up to her.

SOFTER SOCIALITE

Don't worry about her. The total lack of body fat has made her something less than human. I don't think she's had her period for over three years. Which, I guess, is a blessing for the gene pool. Wouldn't you say?

Jillian smiles a bit at this woman.

SOFTER SOCIALITE
 (introducing)
 Shelly McLaren.

JILLIAN
 Jillian Armacost.

SHELLY
 I know.

JILLIAN
 Your husband must be--

SHELLY
 Jackson McLaren.

Shelly looks to the Man With The Cigar who stole away Spencer. They are still together but have been joined by two more men with cigars. Everyone but Spencer has one.

SHELLY
 (mock wistful)
 They all had cigars... but Jackson had the biggest cigar of all.

Shelly stops a passing WAITER, grabs two drinks. Gives one to Jillian.

JILLIAN
 You have beautiful house.

SHELLY
 Don't let it fool you. It's made entirely of processed cheese.
 (drinks then)
 I can't tell you how excited Jackson was to get your husband on the board. Apparently there was a real little bidding war. But Jackson gets what Jackson wants, always.

A Waiter whispers something into Shelly's ear.

SHELLY
 (to Waiter)
 I'll be right there.
 (to Jillian)
 There's been some minor disaster in the kitchen. Something concerning burning rum balls apparently. Call me, we can go out and do something.

Shelly walks off with the waiter, leaving Jillian alone.

DISSOLVE TO:

INT. COCKTAIL PARTY - LATER

Jillian sits alone on the small velvet loveseat. Spencer, holding two glasses of champagne, sits next to her.

SPENCER
Is this seat taken?

JILLIAN
I was saving it for my husband.

SPENCER
He's a lucky man.

JILLIAN
Though lately a bit negligent.

Spencer hands her a glass of champagne.

SPENCER
My apologies.

JILLIAN
(re: champagne)
I'm afraid I've hit my limit.

SPENCER
Have one more with me.

JILLIAN
I thought your fly boy buddies at the base could drink. But these people got a real love for the joy juice.

Spencer is looking deeply into her eyes. So deeply it makes his wife blush. He raises his glass in a quiet toast.

SPENCER
(soft)
To us, Jillian.

JILLIAN
(softer)
To us.

They both drink. Jillian lowers her glass, a bit woozy.

JILLIAN
(re: her drink)
That's the one that does it.

Spencer stares into her eyes, as if looking for something.

JILLIAN
...what...?

Spencer leans in, kisses her forehead softly. Like a parent... taking a child's temperature.

JILLIAN

Mmm, that's nice.

SPENCER

Yes, it is.

Still looking into her eyes, he lets his finger tips lightly touch her neck... FEELING THE PULSE THERE.

She swallows and closes her eyes for a beat. Spencer leans in close and whispers.

SPENCER

Maybe we should get you some air.

DISSOLVE TO:

EXT. BROWNSTONE BACKYARD - NIGHT

Quite a formal little garden for the middle of the big city. Trellises and hedges. Lit by the house.

Spencer leads Jillian around a hedge. They are secluded, facing each other, very close now.

Spencer puts his hands lightly upon her bare shoulders.

SPENCER

Better?

JILLIAN

(deep breath)

...a little...

Still looking into her eyes, Spencer's hands slide down her arms until his fingertips touch her wrists.

CLOSE ON - Spencer's fingertips on her wrist. FEELING THE PULSE THERE.

Laughter from the party, but it is very far away.

JILLIAN

...Spencer...

Spencer puts his lips to hers, they kiss lightly. Then Spencer moves his lips very near her ear, whispers.

SPENCER

There's something I need to tell you, Jill, about what happened. About those two minutes.

JILLIAN

...you never talk about it...

SPENCER

I've had a little too much myself.

His hands slip from her wrists to her palms. Her back is against the stone wall. Their bodies so close, but not touching.

SPENCER

(whisper)

After the explosion, our suits began to shut down. The lights went off. The radio went out. It was black. Silent. All there was... was the cold, Jill.

His hands move from her palms to the front of her hips.

SPENCER

(whisper)

I knew what that cold was, Jill. It was death. And then, it must have been after the first minute, the cold faded and I felt... warmth.

His hands slide down to the hem of her dress, his fingers stroke the inside of her thighs...

She puts her hands on his wrists, stopping him. Then...

SPENCER

(whisper)

It was the warmth of you, Jillian.

And he slides one hand higher, she lets him. His other hand holds hers.

SPENCER

I felt the warmth of your body. The warmth of your hands...

He slides his hand higher.

SPENCER

The inside of your mouth.

They kiss as... he slides his hand higher under her dress.

SPENCER

...the warmth from inside you.

He moves his arm and...it is obvious that he has pushed his fingers inside her. Her mouth opens, her head tilts back.

JILLIAN
 (breathless)
 ...Spencer...

Beneath her dress, his hand moves slowly in and out of her.

SPENCER
 Your warmth, Jill, I felt it all
 around me.

Now they kiss. Her back against the wall, she spreads her legs a bit wider and begins to push back against his hand.

Jillian's hands on the wall for support. Her hips moving in rhythm with his hand. She leans her head back against the wall, her eyes half closed.

JILLIAN'S POV - everything dim and woozy from sex and booze. She SEES her husbands face, beyond that, the lights from the buildings. Higher up, the thin sliver of sky.

Now everything TILTS, begins to SPIN SLOWLY.

SPENCER
 ...Jillian...

CUT TO:

INT. ARMACOST APARTMENT - BEDROOM - NIGHT

On the bed, Jillian on her back, Spencer between her legs.

CLOSE ON JILLIAN - Spencer grinds into her. Her eyes, as if drugged. Her lips, dry. She tries to raise her head, but it drops back onto the pillow. Spencer increases his thrusts.

JILLIAN
 (weak...)
 ...what?...

Spencer leans down, puts his lips to her ear. Thrusting into her ever harder.

SPENCER
 Jillian... Jillian... Jillian...

JILLIAN
 (weaker...)
 ...I can't... no...

WHAT JILLIAN HEARS... Spencer repeating her name in her ear but now, the word becomes GARBLED, ALMOST GIBBERISH.

Spencer, pushing into her, his lips to her ear. Jillian manages to put a hand to the side of his face.

JILLIAN

(weak)

...Spencer...

And, without halting his thrusts, Spencer lays a hand over Jillian's' eyes. As he covers her eyes, WE...

BLACK OUT:

IN THE DARKNESS -

The SOUND of the fucking from the bed. The SOUND of Spencer's garbled speech. And... The SOUND of the fucking fades away.

JILLIAN (V.O.)

Spencer?

And now... Spencer's garbled speech changes. It now SOUNDS like... DISTORTED INSECTS SCREAMING... very far away.

JILLIAN (V.O.)

Spencer?

The distorted insect SCREAMING CLOSER.

JILLIAN (V.O.)

SPENCER?

The distorted SCREAMING CLOSER.

JILLIAN (V.O.)

(SCREAM)

SPENCER?

DISSOLVE TO:

CLOSE ON - JILLIAN IN THE BED -

She is naked, on top of the sheets but... THE BED IS NOT IN THE BEDROOM.

All around, above her, to the side, behind her... STARS. Like she is inside a dome of stars. LIKE SHE IS IN SPACE.

Jillian's eyes are open. She tries to raise her head, but she can't. And now, coming from faraway... THAT SOUND.

Like INSECTS SCREAMING, distorted but... coming closer, closer, closer...

CUT TO:

INT. ARMACOST APARTMENT - BEDROOM - NIGHT

Jillian awakens on the bed. Naked, on top of the sheets. Startled, she pulls the covers over her for protection.

She reaches down between her legs, winces slightly in pain.

She looks around the room. Spencer is not there.

The house is quiet, still. But now she hears... a very small sound. Coming from the other room. Very small, very soft... BUT VERY CLEAR.

It is... the SOUND OF INSECTS. Pulling the covers around her, Jillian steps from the bed, onto the floor.

INT. ARMACOST HALLWAY - CONT.

Jillian, wrapped in the blanket, moves down the hall, following that SOUND. It is so soft, but still present.

INT. ARMACOST DINING ROOM - CONT.

Jillian moves through the darkened dining room. The SOUND still quiet, but there.

JILLIAN'S POV - moving through the dining room, toward the large door that leads to the living room.

POV steps to the living room door and SEES... sitting on the other side of the room, in a chair by the window...

Spencer. On the table, next to the chair, an AM/FM RADIO. The radio is on, softly, Spencer leans forward to listen.

Spencer SEES POV and, fast but not rushed, turns off the radio. That soft, far away insect sound? It stops.

BACK TO SCENE - Jillian, wrapped in the blanket, leaning against the door frame. Spencer, rising from the chair.

JILLIAN

(groggy)

Spencer? What are you doing?

SPENCER

(moves toward her)

I couldn't sleep. Just listening to some music.

He is right in front of her. He puts his arms around her.

SPENCER

Jill, I... I might have had too much to drink and... it had been so long... if I got out of hand, I'm sorry. It won't happen again.

(kisses her softly)

Come on, let's get you an aspirin.

He puts an arm around her and leads her back toward the bedroom. As they go, she looks over her shoulder at...

That RADIO, sitting silently on the table, bathed in the moonlight coming in through the window.

CLOSE ON JILLIAN'S FACE AND THEN...

FLASHBACK: POV SEES Natalie Streck, standing upright, electrocuted. Natalie's hands in the sink, holding that radio down. POV steps closer, toward the radio. Closer...

SPENCER (V.O.)

Jillian...

CUT TO:

INT. ARMACOST BEDROOM - NIGHT

Jillian back in bed, under the covers. Spencer stands, in one hand, TWO ASPIRIN. In the other, a glass of water.

SPENCER

Here you go. Help with the hangover in the morning.

She takes the aspirin and the water. Washes the pills down as Spencer climbs into bed beside her.

He takes the glass back, sets it on the bedside table. Spencer turns off the light and cuddles up next to her.

SPENCER

(closing his eyes)

Goodnight, Jillian.

He kisses her softly and dozes off, his arms around her.

ON JILLIAN - no sleep for her. Eyes wide open.

DISSOLVE TO:

INT. ARMACOST APARTMENT - NEXT DAY

Bright sun floods in through the windows. Jillian, in a skirt and sweater, stands in the hall.

She begins to walk, down the hall, into the dining room.

JILLIAN'S POV - moving through the dining room. SEEING the framed photos of her and Spencer. But now her POV looks through the dining room door, into the living room.

POV SEES... across the room, sitting on the table, bathed in sunlight... the AM/FM RADIO.

POV moves toward the radio, crossing the floor toward it.

BACK ON JILLIAN - She stops in front of it, reaches out a hand, touches it. She takes a breath and... turns it on.

From the radio... pop music. Just pop music.

DISSOLVE TO:

INT. JILLIAN'S NYC CLASSROOM - DAY

The room decorated for HALLOWEEN, pumpkins and witches...

The second graders sit at their desks. Jillian sits in a chair at the front of the room. She reads to them.

JILLIAN (READING)

"Then she began to guess the little man's name. Is it Conrad Pepper Mill? She said. And the little man said..."

CLASS

NO!

JILLIAN (READING)

"I know, I know... Is it Sir William Doorknob? And the little man said..."

CLASS

NO!

JILLIAN (READING)

"I have it. It must be Little Ribs of Beef. And the little man said..."

CLASS

NO!

JILLIAN

"It couldn't be Rumpelstilskin could it?" "What did you say?" cried the little man." "I said, it couldn't be"

CLASS

RUMPLESTILSKIN!

JILLIAN

And the little man screamed...

The entire class SCREAMS with glee.

JILLIAN

...and stamped his foot.

CLOSE ON Jillian as she sits quietly in the chair while her second grade class SCREAMS as loud as they can and STAMPS their feet on the floor.

DISSOLVE TO:

EXT. MANHATTAN MALL - DUSK

UNKNOWN POV - SLIGHTLY WIDE ANGLE, the color SLIGHTLY HEIGHTENED, the sound SLIGHTLY DISTORTED.

THE POV - from across the street, looks at the steel and glass structure. It looks like a SPACE STATION.

DISSOLVE TO:

INT. MANHATTAN MALL - CONT.

UNKNOWN POV - moves around the shoppers, looks into stores, at the items for sale. POV settles on and follows...

A YOUNG MOTHER... pushing an INFANT in a STROLLER. The INFANT clutches a RATTLE. Just in front of them, the Young Mother's other child. AMANDA, a girl of 3, bouncing a ball.

Much to the Young Mother's consternation, Amanda keeps moving too far ahead, skipping in and out of view.

YOUNG MOTHER

Amanda. Amanda! Stay close. AMANDA!

But Amanda, bouncing the ball, doesn't heed her Mom and...

UNKNOWN POV now follows Amanda as... the happy little girl bounces her ball, her mother's voice behind her. STAY ON AMANDA as she weaves in and out of the shoppers and now...

LOOK AT HER MOTHER AS... the concerned woman pushing the stroller becomes scared. She can no longer see Amanda.

YOUNG MOTHER

Amanda? AMANDA...

Now the Young Mother SEES... rolling across the floor, Amanda's ball but... no Amanda... anywhere.

YOUNG MOTHER

Oh god... AMANDA.

She looks frantically and NOW SHE SEES... Amanda, standing with her nose pressed to the Pet Store window.

The Young Mother runs to the girl, grabs her with both hands, puts her face right in Amanda's face.

YOUNG MOTHER

Don't ever do that again. You hear me?

The scared little girl nods "yes" and her mother turns back around and that's when she SEES... the baby stroller is empty. Her baby is GONE.

DISSOLVE TO:

INT. ARMACOST APARTMENT - NIGHT

Jillian sits in the living room. Lights real low. The TV is on, but the SOUND is off.

ON THE TV - a News Story about the kidnapping at the mall.

ON JILLIAN - a look of such sadness on her face as she looks at the TV. The grieving mother.

Jillian is on the phone. Her sister Nan on the other end. As Jillian talks to Nan, looks at the TV, her free hand absentmindedly touches the AM/FM radio on the table.

NAN (ON PHONE)

You sound so sad...

JILLIAN (INTO PHONE)

It's just this city, Nan, horrible things happen here.

NAN (ON PHONE)

Horrible things happen everywhere.

JILLIAN (INTO PHONE)

It... it just gets inside you.

NAN (ON PHONE)

Don't let it get inside you. That's how you got into trouble before, Jilly. There are things that have nothing to do with you.

Jillian staring at the image of the grieving mother on TV.

NAN (ON PHONE)

Everything OK with Spencer?

JILLIAN (INTO PHONE)
Yeah... yes.

NAN (ON PHONE)
He taking good care of you?

JILLIAN (INTO PHONE)
The best...

NAN (ON PHONE)
Oh Jillie, you do sound so sad.

JILLIAN (INTO PHONE)
(false brightness)
No, no. I'm OK.

And now, the SOUND of KEYS IN THE LOCK.

JILLIAN (INTO PHONE)
(fast)
I have to go. Can I call you tomorrow?

NAN (ON PHONE)
No, Jillian. Don't go.

CLOSE ON JILLIAN - She looks at the AM/FM RADIO on the table. From the other room, the SOUND of the door opening.

JILLIAN (INTO PHONE)
I really have to go now, Nan.

SPENCER (FROM OTHER ROOM)
Jillian?

Jillian hangs up as Spencer enters the room, goes to her.

JILLIAN
You're so late.

SPENCER
Didn't you get my message? I had a dinner meeting tonight.

JILLIAN
I didn't check the machine.

SPENCER
I'm sorry. I still haven't gotten this corporate thing down yet.
(kisses her, then...)
I'm going to take a shower. Wait up?

He kisses her again, turns and heads toward the bathroom.

DISSOLVE TO:

INT. ARMACOST BEDROOM - NIGHT

Jillian in the bed. The BEDROOM LIGHT is off but the door to the bathroom is open. The light is on in there and steam rolls out from Spencer's shower.

The SOUND of the water turning off. Jillian SEES through the steam, the spectral form of Spencer moving around in the bathroom. Ghostly in the steam.

As she looks into the bathroom, the shadow of Spencer, cast from the steam, falls across the bed, across the blanket, falls across Jillian.

JACKSON MCLAREN (V.O.)

Let me tell you something, the boys at Lockheed and at Boeing and at McDonnell Douglas are boohooing in their beers at this very moment.

CUT TO:

INT. SWANKY RESTAURANT - NIGHT

The Armacosts and the McLarens at dinner.

JACKSON

It's the mother of all weapons contracts, the fighter of the future. 3,000 Joint Strike Aircraft at 35 million a pop and we are building them thanks to your husband, so drink up.

They drink. Jackson is fit to bust.

JACKSON

By 2008, the Navy, the Air Force and the Marines will all be flying our fighter. And you Spencer, you were The Man. After sales to foreign countries it comes to 750 billion dollars. 750 billion. I might have to kiss you.

SHELLY

Please, Jackson, don't.

Jackson ignores his wife, drinks, then speaks to Jillian.

JACKSON

Your husband had those wonks from the Pentagon jumping through hoops. He told the Navy they were getting a radar evader that can withstand carrier landings. He told the Air

(cont)

JACKSON (CONT)

Force they were getting the perfect replacement for those piece of crap F-16s. He told the Marines they were getting the vertical lift fighter of their dreams. He was all things to all people and by the time it was over... They begged us to take their money.

SHELLY

(to Jillian)

It sounds so naughty when he talks about money, doesn't it?

(to Jackson)

I've forgotten, Jackson, who's the enemy now that we need your super plane to defend us from?

JACKSON

The enemy? At this moment? You are, my dear, you are.

Shelly and Jackson blow each other a kiss as the waiter comes to clear their plates. Everyone has eaten well but Jillian who... has not touched her food.

WAITER

Did you find your dish unsatisfactory?

JILLIAN

I'm just not very hungry, thank you.

JACKSON

Are you sure? They usually make quite a cunning langustino.

The Waiter clears her plate. The uneaten crustaceans stare up at Jillian like big bugs.

JACKSON

Brandy, anyone? Oh hell... let's all have one.

Spencer looks at his wife as Shelly takes Jillian's hand.

SHELLY

Tell me, darling, how are your little students treating you?

Jillian turns to answer Shelly as Spencer looks at her.

DISSOLVE TO:

INT. SCHOOL GIRL'S ROOM - DAY

CAMERA TRAVELS over the stalls. The first one empty. Moves on to the next stall, empty. In a third stall, Jillian.

WE LOOK DOWN ON HER. She is standing up, she has something in her hand. CAMERA DESCENDS TO SEE... Jillian holds a HOME PREGNANCY TEST KIT.

CAMERA KEEPS DESCENDING so the little plastic gizmo in Jillian's hand takes up the ENTIRE FRAME.

In the little window on the test kit, an image emerging. It is a POSITIVE sign. A BIG BLACK [+]. She is pregnant.

CUT TO:

INT. SCHOOL HALLWAY - JUST OUTSIDE GIRL'S ROOM - DAY

Jillian steps out of the bathroom, stands in the middle of the EMPTY HALL. The WALLS are covered with THANKSGIVING DECORATIONS. Look at her as she stands there...

The linoleum SHINES. The fluorescent lights beat down on the rows of lockers and closed classroom doors. SILENCE.

The BELL RINGS, LOUDLY, it stops, echoes and then...

ALL THE DOORS FLY OPEN and the hallway is flooded with children. Full of LIFE and NOISE, zigging and zagging, SINGING and LAUGHING as they move to their next classes.

JILLIAN, an unmoving island in a raging river of riotous children. STAY ON JILLIAN as the students find their classes, one after the other... the doors close.

The BELL RINGS again. The last stragglers run to their rooms and... once again the HALLWAY is empty and silent.

Just Jillian, standing there... alone.

DISSOLVE TO:

INT. ARMACOST LIVING ROOM - NIGHT

Jillian and Spencer stand facing each other and... slowly, Spencer drops to his knees... puts his arms around Jillian and lays his head upon her belly.

Jillian looks down at her husband.

CUT TO:

CLOSE UP - JILLIAN'S BELLY. Laying flat, exposed.

WOMAN'S VOICE

This is going to be a little cold.

A THICK CLEAR STRAND of GEL enters frame, snakes closer to Jillian's exposed flesh. The GEL touches her skin, forms a little COIL on her stomach.

PULL BACK TO REVEAL WE ARE IN...

INT. GYNECOLOGIST'S EXAMINING ROOM - DAY

Jillian, on the table as the Gynecologist, DOCTOR, begins to rub the gel onto her belly. Hers was the voice WE heard.

Spencer stands off to the side, watches as the Doctor...

...picks up the SOUND WAND from the ULTRASOUND MACHINE.

DOCTOR

Let's have a look in there, shall we?

The Doctor looks at the MONITOR on the ultrasound machine as her hand moves the WAND over Jillian's stomach.

DOCTOR

There it is. Let's take a measurement.

Her free hand works the keyboard on the ultrasound machine. A GRAPH appears on the monitor image of Jillian's inside.

DOCTOR

Six weeks, give or take a few days.

(moving wand around)

Everything looks fine. Embryo is a good size... well positioned. Plenty of amniotic fluid. It has everything it's entitled to at this point. See this here? This flickering?

Spencer leans in. Points at the monitor.

SPENCER

This here?

DOCTOR

That's the heartbeat.

SPENCER

Is it supposed to be that fast?

DOCTOR

I'd be worried if it weren't.

The Doctor moves the sound wand around again.

DOCTOR
Everything looks fine, Jillian.

She reaches out, about to switch off the ultrasound machine, but she SEES something on the monitor.

DOCTOR
Oh... that's interesting.

One hand still on the wand on Jillian's belly. Her other hand begins to work the keyboard.

DOCTOR
Wait... I'm not sure. Yes. Look here.
(points at screen)
See this? Here? Next to the heartbeat?

Jillian and Spencer look at the monitor screen.

DOCTOR
Here. A second heartbeat. See? Two heartbeats.

CLOSE ON JILLIAN'S FACE - lit by the pale glow of the ultrasound monitor.

GYNECOLOGIST
Two heartbeats. It's twins, Mrs. Armacost. Twins.
(now 1/2 kidding)
Of course, you know this means I will be doubling my fee.

The Doctor laughs a little and then looks down at Jillian's face. Jillian isn't laughing.

GO CLOSE ON THE MONITOR until the twin images of the flickering heartbeats fill the entire FRAME.

DOCTOR (O.S.)
As I remember. Your blood type is O-?

JILLIAN (O.S.)
My sister and I... is that a problem?

DOCTOR (O.S.)
None at all. But with twins, there is an increased risk of hemorrhaging down the road. Since your type is so rare, we may want to start stockpiling over the next few months...

DISSOLVE TO:

INT. DOCTOR'S OFFICE - SOON AFTER

The Doctor behind her desk. Jillian in a chair. The door open a crack, Spencer can be seen in the outer office, at the counter, dealing with the insurance.

DOCTOR

Mixed feelings are perfectly normal,
Jillian. Especially with twins.

The Doctor slides Jillian a piece of paper.

DOCTOR

That's the number of a support group,
for women who are expecting twins.

Jillian looks at the paper in her hand, the number on it.

JILLIAN

I've felt so odd lately... bad dreams,
terrible thoughts... loneliness.

DOCTOR

Your body is undergoing a tremendous
change, it has been for nearly six
weeks. Massive amounts of hormones
have flooded your blood stream.

JILLIAN

And that could cause...

DOCTOR

Nightmares, depression, anxiety, food
aversions, giddiness, hearing
disturbances. Basically? You're
mutating. But don't worry, women have
been doing it for millions of years,
your body will know what to do.

The Doctor rises, Jillian stands but, something more.

JILLIAN

There's something I didn't tell you,
for my chart. I know I should have...
A few years ago, I had a... a bad
time. Dark thoughts. All the time, I
couldn't get them out of my head. Even
in my sleep. They were always there...

DOCTOR

Did you seek treatment?

Jillian nods "yes". This is hard for her.

DOCTOR
Were you hospitalized?

Again, Jillian nods "yes". Looks down.

DOCTOR
(re: Spencer)
Does he know?

JILLIAN
(smiles, then...)
He's the one who got me through it. He
made me believe...
(stops, then...)
He saved me.

DOCTOR
And you're afraid your pregnancy is
going to bring all that back?

Jillian nods "yes".

DOCTOR
Go to the support group, Jillian.
Spend time with Spencer. Go through
this together. Now that you know these
feelings you've been having are caused
by the life growing in you, by your
body adapting to it... cherish it.
(hugs Jillian)
And if you need... call me, Jillian,
anytime, day or night. OK?

JILLIAN
OK.

DOCTOR
Otherwise, I'll see you in a month.
Eat well, rest, exercise and...
(re: Spencer)
Let him spoil you, they all want to
with the first one.

DISSOLVE TO:

INT. INDOOR SWIMMING POOL - DAY

An old style tile lined New York apartment building pool.
Vaulted ceiling, a second story observation deck.

Jillian stands alone at the edge of the pool. LOOK AT HER
in her swim suit as... she DIVES in the water.

CUT TO:

INT. UNDERWATER - CONT.

LOOK UP AT JILLIAN as she swims down the lane. TRACK WITH her as she cuts through the water.

SEE, through the water, the vaulted ceiling above Jillian but now... it's not the vaulted ceiling anymore it is...

THE NIGHT SKY, full of STARS. As if... OUTER SPACE is directly above Jillian but... she doesn't SEE IT, because she looks down, to the bottom of the pool, as she swims.

CUT TO:

INT. EDGE OF POOL - WATER LEVEL - CONT.

Jillian comes to the end of the lap, touches the lip of the pool... looks up and SEES... the BLACKNESS of SPACE and the STARS all around her.

GO CLOSE ON JILLIAN'S FACE because now she isn't in the pool anymore, she is...

ALONE ON TOP OF HER BED, naked on top of the covers.

THE BED IS HER OWN BUT THE ROOM... the room is not there. Just STARS and the BLACKNESS OF SPACE... all around. Like she is inside a dome of stars. Like she is in SPACE.

Her eyes are open. She tries to raise her head, but she can't. As if she is paralyzed. As if she is drugged.

Now she HEARS IT, that horrible SOUND. INSECTS SCREAMING.

She manages to turn her head and now see SEES... Spencer, standing by the side of the bed. He smiles at her.

Her lips are so dry... she tries to speak but cannot.

Slowly, gracefully, Spencer sits down on the edge of the bed. He reaches out a hand and strokes her hair.

CUT TO:

INT. ARMACOST BEDROOM - NIGHT

Jillian awakens with a start. No more space, no more stars, just the familiarity of her bedroom. She turns to SEE...

Spencer, laying next to her. His eyes open, looking at her.

SPENCER

Just a nightmare, shh, shh...

(holds her close)

You were talking in your sleep.

JILLIAN

What was I saying?

SPENCER

I couldn't tell, didn't sound like words. Just sounds, really.

JILLIAN

I'm scared, Spencer...

SPENCER

It'd be strange if a first time mother weren't scared, Jillian.

(kisses her, then...)

Come with me...

INT. ARMACOST BATHROOM - NIGHT

Jillian in the bath. Spencer, fully clothed, kneels beside the tub, a wash cloth in his hand. He is bathing Jillian.

SPENCER

Better?

JILLIAN

Yesss. It's going to be OK, isn't it?

SPENCER

Everything.

JILLIAN

And we'll be together?

SPENCER

Forever.

JILLIAN

And they'll be healthy?

SPENCER

And beautiful. Just like their mother.

He kisses her then looks into her eyes.

SPENCER

You're more beautiful to me than ever.

(BEAT, then...)

Now lean back so I can get your hair.

JILLIAN

It's like you're my slave...

SPENCER

Yes, Mistress. I am here to serve.

ON JILLIAN as she leans back in the tub.

JILLIAN

Am I dreaming, Spencer?

Spencer smiles as he bathes her.

SPENCER

I thought I was... maybe we both are.

JILLIAN'S POV - looking up at Spencer above her. Jillian's ears below water now... all SOUND MUFFLED, she can hear her HEARTBEAT pounding in her ear.

CUT TO:

CLOSE ON - A WOMAN'S FACE. We don't know her but she looks directly INTO CAMERA.

WOMAN

For the first three months, every time he touched me, I threw up.

CLOSE ON - a SECOND WOMAN'S FACE.

SECOND WOMAN

I'm OK during the day... but at night I have the worst thoughts. Are they still alive? When did they last move?

CLOSE ON - a THIRD WOMAN'S FACE.

THIRD WOMAN

Yeah, I know, like real sick thoughts, like what happens if one dies, and the other is in there, you know, with it.

PULL OUT TO REVEAL WE ARE IN:

INT. LARGE COMFORTABLE ROOM - DAY

A dozen woman, in various stages of pregnancy, sit around on chairs, couches, the floor. Jillian is one of them.

FOURTH WOMAN

And then he gives you that look. That "I understand, honey" look. HAH. I don't care how long he rubs my feet for, he doesn't understand a thing.

THIRD WOMAN

He rubs your feet?

FIFTH WOMAN

I know what you mean. We're supposed to be going through this together, but I've never felt further away from him. There's this thing going on inside my body that he knows nothing about.

THIRD WOMAN

He rubs your feet?

All the women laugh, including Jillian. Look at her face, lit up, glowing in the soft sun coming in the window.

CUT TO:

INT. OB/GYN'S EXAMINING ROOM - DAY

Jillian stands on the scale as the Doctor weighs her.

CUT TO:

INT. OB/GYN'S EXAMINING ROOM - DAY

Jillian has her blood pressure taken.

CUT TO:

INT. LARGE COMFORTABLE ROOM - DAY

The group once again in session.

SIXTH WOMAN

Forgetfulness? This morning I was looking for my glasses...

SEVENTH AND EIGHTH WOMAN

And they were on your face.

SIXTH WOMAN

I got into the bath with my socks on.

Everyone laughs. Jillian looks better and better.

CUT TO:

CLOSE ON - A HYPODERMIC NEEDLE as it SLOWLY FILLS UP with BLOOD. Pull back to REVEAL...

INT. OB/GYN'S EXAMINING ROOM - DAY

The Doctor takes a blood sample from Jillian.

CUT TO:

INT. OB/GYN'S EXAMINING ROOM - DAY

The Doctor palpates Jillian's belly.

DOCTOR

You want to hear their heartbeats?

Jillian nods "yes" as the Doctor as the Doctor picks up the Doppler Stethoscope (an electric stethoscope with a small external speaker)

The Doctor places the Doppler on Jillian's belly, turns it on and... from the speaker comes THAT HORRIBLE NOISE.

Jillian turns pale with fright as...

DOCTOR

(adjusting Doppler)

Wrong setting. That was just feedback,

(looks at Jillian)

It's OK, Jillian, that wasn't coming from you. Here, listen to your babies.

The Doctor moves the box over Jillian's belly and she HEARS, coming from the speaker... TWO HEART BEATS.

JILLIAN

Do they sound healthy?

DOCTOR

Perfectly healthy.

DISSOLVE TO:

INT. ARMACOST APARTMENT - DAY

Jillian sits in the living room, at the table, she is on the phone with Nan. Jillian is HAPPY and EXCITED.

JILLIAN (INTO PHONE)

When?

NAN (ON PHONE)

Next week. Tuesday. You sure it's OK?

JILLIAN (INTO PHONE)

Oh God yes, Nanny, I wish it were sooner. Wait to you see how fat I am.

NAN (ON PHONE)

Yeah, right. I'll bet you're that kind of woman that you can't even tell is pregnant when you look at her from the back. Hey, is it true what they say about your boobs getting bigger?

JILLIAN (INTO PHONE)
You'll have to ask Spencer.

NAN (ON PHONE)
Oooo. Really?
(laughs, then...)
You sound great, Jillian.

JILLIAN (INTO PHONE)
Yeah... I do, don't I?

NAN (ON PHONE)
OK, sis, I'll see you on Tuesday. You
have Spacemen kiss your belly for me.

JILLIAN (INTO PHONE)
I love you, Nan.

NAN (ON PHONE)
Right back at ya', Jilly.

Jillian puts the phone down. Sits for a moment at the table. Smiling until... her gaze settles on... the AM/FM radio. She looks at it, reaches out her hand, touches it. Then... she turns it on. SALSA music comes out of it.

Jillian smiles, gets up and, holding her belly, begins to Mambo. Around and around and around until she SEES...

Spencer, standing at the door. Looking at her. She YELPS in surprise. He smiles at her as she... Mambos over to him, puts her arms around him. She rubs against him.

JILLIAN
You ready to serve me, Slave?

She moves him back, toward the bedroom.

SPENCER
As my Mistress desires.

JILLIAN
Oh, I have desires.

She takes his hand, puts it on her belly.

JILLIAN
Can you handle all three of us?

SPENCER
As my Mistress desires...

They KISS and mambo out of FRAME, toward the bedroom.

JILLIAN (O.S.)
Love me...?

SPENCER (O.S.)
Yes...

JILLIAN (O.S.)
You love the belly?

SPENCER (O.S.)
Yes...

JILLIAN (O.S.)
Good. I love the belly too.

WE stay in here with the AM/FM RADIO and the Salsa music.
GO CLOSER now, moving toward the radio and then WE

CUT TO:

CLOSE UP - SPECULUM, the shiny metal instrument that
Doctors use to spread women open. WE ARE IN...

INT. OB/GYN'S EXAMINATION ROOM - DAY

Shades drawn, lights low, the Doctor between Jillian's
legs. A small high watt exam light focused down there.

The Doctor moves the speculum in. Jillian winces.

DOCTOR
OK?

Jillian nods "yes". The Doctor peers in closer.

JILLIAN
They still where they should be?

DOCTOR
Everything is where it should be. No
more morning sickness?

JILLIAN
Nope.

DOCTOR
The expectant mothers group working
out?

JILLIAN
Yup.

DOCTOR
And your worries, what we talked about
before. Everything OK there?

JILLIAN

If I were a bell, I'd be ringing.

The Doctor laughs, removes the speculum.

DOCTOR

I'm going to send you to a colleague of mine for an ultrasound.

JILLIAN

Why can't you do it here?

DOCTOR

Jillian, at 20 weeks I send everyone to him. Everything's fine. You're perfectly normal. It's specialized equipment, I don't have it here. With this ultrasound, we'll be able to get a good look at their spines, count their fingers and toes... their first check-up. You'll even get a picture.

DISSOLVE TO:

INT. HIGH POWERED ULTRASOUND EXAM ROOM

No windows. Lights dim. Jillian on the table. Spencer stands next to her as... The TECHNICIAN moves the HIGH POWERED ultrasound wand over her belly.

TECHNICIAN

And there they are.

LOOK TO - the ultrasound MONITOR SCREEN and on it... the dark shadowy image of Jillian's womb and WE CAN clearly SEE.. the TWIN FETUSES... floating in the fluid.

JILLIAN

Oh God, Spencer, there they are. Oh, I feel them moving... look.

ON THE MONITOR - the twin fetuses, floating, now turn their bodies, slowly, turning until... they are both facing straight ahead, looking straight out.

GO CLOSER until the image on the ultrasound monitor fills the entire FRAME. The twins, staring out.

TECHNICIAN (O.S.)

How's that for a photo-op?

AND SNAP... a picture is taken and WE...

MATCH CUT TO:

That SAME IMAGE, of the twins in utero, but now it is a POLAROID. PULL BACK TO SEE...

INT. LARGE COMFORTABLE ROOM - DAY

Jillian holds the Polaroid of the ultrasound for the other women to see. She beams, the proud mother.

DISSOLVE TO:

INT. LARGE COMFORTABLE ROOM - SOON AFTER

The session is over, the woman stand around and chat, sip coffee, slowly get ready to go. The door opens and a YOUNG WOMAN peeks her head in.

YOUNG WOMAN

Mrs. Armacost? There was a message from your husband. He wants you to meet him on the main concourse at Grand Central Station.

JILLIAN

When?

YOUNG WOMAN

He said as soon as possible.

JILLIAN

Did he say why?

YOUNG WOMAN

That's all he said. For you to meet him there as soon as possible.

ON JILLIAN'S FACE and then WE...

CUT TO:

INT. SUBWAY -

UNKNOWN POV - SLIGHTLY WIDE ANGLE, the color SLIGHTLY HEIGHTENED, the sound SLIGHTLY DISTORTED.

POV looks around the subway car at the other riders. POV looks out the window as the flashing lights whiz by.

The subway car slows, comes into a STATION. POV looks out the window and SEES the sign... GRAND CENTRAL.

POV rises, goes through the door, out onto the platform, moves through the people waiting for the train, toward the stairs that lead up to the main concourse.

DISSOLVE TO:

INT. GRAND CENTRAL STATION - MAIN CONCOURSE - DAY

Jillian stands as all around her, BUSINESS PEOPLE and TOURISTS move past. A STREET STRING QUARTET plays BACH.

CAMERA CIRCLES around her and WE SEE, Spencer has come up behind her, he stands there, so close, saying nothing.

JILLIAN

I know you're there...

SPENCER

How do you know that?

JILLIAN

I can feel you.

SPENCER

Because we're connected?

He reaches around her, puts his hand in hers. She puts their hands on her belly.

JILLIAN

Connected.

He turns her to face him and SHE SEES... he has a cold expression on his face. STONE COLD.

JILLIAN

Spencer? Spencer what is it?

SPENCER

You don't know, do you?

JILLIAN

Spencer, what... what is it?

He says nothing... just stares at her.

JILLIAN

Spencer, you're scaring me.

SPENCER

Listen, Jilly. You hear it?

She HEARS... the travelers... the track announcements and ... the Street String Quartet just behind her. They no longer play Bach, they play *Lets Face The Music And Dance*.

JILLIAN

Oh God... What's today?

SPENCER
 (smiling)
 Happy anniversary, Jillian.

She smiles with him.

SPENCER
 Look up, Jillian.

JILLIAN'S POV - as she looks up and SEES... the
 CONSTELLATION MURALS at the top of the station.

SPENCER (O.S.)
 See, there. That's Castor and Pollux.

JILLIAN (O.S.)
 The twins.

SPENCER (O.S.)
 How do you feel?

JILLIAN (O.S.)
 Like there's a part of you always
 inside me... It's nice. I always know
 where you are.

SPENCER (O.S.)
 ...inside you...

JILLIAN (O.S.)
 ...yes...

LOOK AT the two of them, standing there on the great floor.

DISSOLVE TO:

INT. BABY SUPER EMPORIUM - DAY

Aisles and aisles and aisles of BABY NEEDS. From SOFT WHITE
 cotton fabrics to BRIGHTLY COLORED extruded plastic. Toys,
 sheets, bumpers, outfits, little spoons, high chairs,
 cribs, bouncy seats, bottles, warmers...

Jillian, smiling, moves down the aisle. Soft music
 surrounds her. A smile on her face, she stops, picks up a
 FLUFFY WHITE STUFFED ANIMAL, a rabbit....

MAN'S VOICE
 Mrs. Armacost...?

Jillian turns and SEES... Sherman Reese, the nervous guy
 from NASA. He clutches an over-stuffed TATTERED BRIEFCASE.

REESE
 Mrs. Armacost, do you remember me?

JILLIAN

Mr. Reese...?

REESE

Yes, from NASA.

JILLIAN SEES... Reese clutching the briefcase, his once manicured nails are FILTHY and BITTEN down to the quick.

REESE

I need to speak with you.

JILLIAN SEES... Reese's face, he is NEED OF A SHAVE.

JILLIAN

You should call my husband at--

REESE

(cutting her off)

I need to speak with you, Mrs. Armacost. About those two minutes. The two minutes, Mrs. Armacost.

JILLIAN SEES... a BUTTON MISSING from Reese's shirt. He steps closer to her, speaks in a low nervous whisper.

JILLIAN

What is it, Mr. Reese?

REESE

Mrs. Armacost, have you noticed any change in your husband's behavior since the shuttle mission?

Jillian takes a step back, Reese steps closer to her.

REESE

Because I've been going through these files, there are some peculiarities.

Reese fishes a piece of paper out of the over stuffed case.

REESE

Like right here. This is your husband's signature from before he went on the shuttle that last time. And here is a form he signed on his return. They're similar but, not the same... not the same signature.

Reese rummages through the case, pulls out another paper.

JILLIAN

Mr. Reese, are you in New York on official NASA business?

REESE

These are the results from the medical tests we ran when he got back.

JILLIAN

Mr. Reese, are you here on official NASA business?

REESE

Everything is fine, everything shows normal but... everything is just a little bit different. Temperature, blood levels. EKG, EEG. Everything, just a little off from what it was.

(re: another paper)

And this, here--

JILLIAN

(cutting him off)

MR. REESE.

He looks at her.

JILLIAN

Does NASA know you are here?

REESE

Oh, they wouldn't listen. They terminated my employment.

JILLIAN

I have to go now, Mr. Reese, if you have something to say to my husband--

REESE

(cutting her off)

All I did was show them the facts and they terminated my employment. Referred me to a psychiatrist.

Jillian backs away, down the aisle.

JILLIAN

Please, don't follow me.

Reese looks around at the aisle they are in, baby things.

REESE

(soft)

My God, you're pregnant...

(follows her)

I've seen Captain Streck's autopsy report, Mrs. Armacost. It was a massive stroke. His system overloaded. His body couldn't take the strain.

She turns the corner, he follows.

REESE
I've seen Natalie Streck's autopsy
report as well...

Now Jillian stops, faces him, angry.

JILLIAN
That was a suicide, Mr. Reese. Natalie
killed herself. I saw it.

REESE
Yes, she did. But... according to the
report... when she killed herself she
was three weeks pregnant.
(BEAT, then...)
She must have conceived just after her
husband got out of the hospital.
(grabs her arm)
What happened during those two
minutes? When they were alone?

JILLIAN SEES a flask of alcohol in Reese's jacket pocket

JILLIAN
You're drunk...

REESE
Swear to me that he's still your
husband. Can you? Can you swear it?

Holding her arm with one hand, Reese fishes around in his
briefcase with the other. Looking for something.

As Reese pulls out a MICRO TAPE RECORDER... Jillian breaks
away from him. She turns, runs and SEES... A SECURITY
GUARD approaching.

SECURITY GUARD
Mam, is that man bothering you?

JILLIAN
Yes. Yes he is.

Jillian runs past the Guard as Reese, holding the tape
recorder runs after her but... the Guard grabs him.

SECURITY GUARD
OK, pal, time to leave the lady alone.

REESE
(calling out)
You have to hear this. You have to.

ON JILLIAN as she runs for the exit, she turns around once to SEE... the Guard restraining Reese.

REESE

You know, don't you? You already know.

Jillian turns and heads for the door.

REESE (O.S.)

I'm at the Nesbit Arms, please Mrs.--

CUT TO:

INT. TAXI CAB - DAY

Jillian in the back seat as the cab drives away from the store. She SEES Reese being thrown out by the Guard. Reese, clutches his briefcase and... LOOKS DIRECTLY AT JILLIAN.

CUT TO:

INT. ARMACOST APARTMENT - DAY

The DOOR BUZZER sounds. Jillian crosses the living room, opens the door and there stands Nan, wearing bright clothes, a big smile. She looks like a flower.

NAN

I'm looking for the pregnant lady in apartment 45F?

Nan's smiles DIES as she gets a good look at her sister.

NAN

Jillian? Jillian, what's wrong?

The sisters stand there, on either side of the threshold.

DISSOLVE TO:

INT. ARMACOST LIVING ROOM - DAY

Jillian and Nan sit on the couch. As they talk, Jillian occasionally looks to the AM/FM radio on the table.

NAN

Reese? That creepy guy from NASA, followed you into the baby store?

JILLIAN

He looked horrible, Nan.

NAN

I'll bet he did. You know what happened to him?

JILLIAN

He said he was fired.

NAN

Fired! The guy totally wigged out.
Started living down at Jack's Tavern.
Saying all these creepy things...

JILLIAN

Like what?

NAN

Like conspiracies... weird stuff. I
can't believe he followed you to New
York. What did he say to you?

JILLIAN

He said Natalie was pregnant when she
died.

NAN

How would he know that?

JILLIAN

He said he saw the autopsy.

NAN

What else did he say?

But Jillian can't say anymore. She just looks down.

NAN

Oh, Jilly. A freak like that is the
last thing you need to worry about.
Just have Spencer call some of his--

JILLIAN

(cutting her off)

NO. No, don't tell Spencer I saw him.

NAN

But, Jillian, he's crazy...

JILLIAN

Promise me you won't tell Spencer.

NAN

You can't keep things inside you.

JILLIAN

You're right. That freak is the last
thing I need. If Spencer knows, it'll
be a whole big thing. You know how men
are. If Reese bothers me again, then
I'll tell Spencer. OK? Deal?

NAN

Sure, Jilly.
 (hugs her sister)
 I missed you, Jillian.

JILLIAN

I missed you too, Nan.

NAN

Well, I'm here now. Anything you want,
 just ask. You want me to get you some
 pickles and ice cream? Say the word.

JILLIAN

I'm OK. Just, um, just turn on the
 radio, huh, Nan. I wouldn't mind
 hearing some music.

NAN

You want me to put in a CD, I got a
 bunch in my pack. German heavy metal?

JILLIAN

No, please, Nan. Just the radio.

Nan rises, goes to the AM/FM radio, turns it on and... soft
 music comes out of the speaker.

NAN

Is this OK?

Jillian nods "yes".

DISSOLVE TO:

INT. GROOVY RESTAURANT - NIGHT

Jillian, Nan, Spencer wait for a table. Spencer returns
 from the bar with three drinks in his hand.

SPENCER

(giving drink to Nan)
 Champagne...
 (to Jillian)
 Apple juice for you, my dear.
 (re: himself)
 And champagne for me.
 (raises his glass)
 Welcome to New York, Nan.

NAN

Thank you, Spaceman.

They drink. Spencer WATCHES Jillian drink her juice.

MAITRE D'
Mr. Armacost, your table is ready.

DISSOLVE TO:

INT. RESTAURANT - SOON AFTER

The three at the table. Spencer pours Jillian some more juice. Nan is having a good time. So is Spencer.

NAN
Stan? You mean the Grand Marshall at this years Parade of Losers? Gone. We can't all be as lucky as Jill here.

SPENCER
You're making me blush, Nan. But, you know... it's me who is the lucky one.

ON JILLIAN -- in between Spencer and Nan. Spencer reaches out and lays his hand on Jillian's belly.

A BEAD of sweat rolls down Jillian's temple. She looks down and SEES Spencer's hand on her belly and... FLASH TO:

THE HIGH RESOLUTION ULTRA SOUND IMAGE - the in utero twins in Jillian's belly. Slowly, they turn in their cocoon of fluid until they are FACING STRAIGHT AT CAMERA. BACK TO:

RESTAURANT TABLE -

SPENCER
Jillian, you OK?

JILLIAN
Just hot.

SPENCER
Here, drink some of your juice.

But Jillian pushes it away.

JILLIAN
I think I want to go home.

ON JILLIAN as Spencer and Nan look at her, full of concern.

DISSOLVE TO:

INT. ARMACOST BEDROOM - NIGHT

Jillian lays in the bed. Eyes open. From the other room, the SOFT SOUND of LAUGHING, Spencer and Nan.

Now JILLIAN hears... a DOOR OPEN AND CLOSE. Jillian rolls over and looks at the clock 12:15.

CUT TO:

INT. LIVING ROOM - CONT.

Spencer is alone as Jillian comes out of the bedroom.

SPENCER

Hey there, you feeling better?

JILLIAN

Where's Nan?

SPENCER

She went out.

JILLIAN

Out. It's after midnight.

SPENCER

She's young, Jilly. She's meeting some friends to go clubbing.

(takes her hand)

Remember when we were young?

JILLIAN

Were we?

SPENCER

Oh yes, I remember. Up all night, dancing on tables... I remember everything and if you're not nice to me... I'll tell the twins what a wild woman their mother used to be.

CUT TO:

INT. ARMACOST LIVING ROOM - NEXT DAY

Nan, under a blanket, passed out on the couch.

Jillian, dressed, stands looking down at her, then turns and goes back to the bedroom. Closes the door,

CUT TO:

INT. BEDROOM - CONT.

Bed made. Spencer gone for the day. There is an open PHONE BOOK on the bed. Jillian is on the phone.

VOICE ON PHONE

Nesbit Arms.

JILLIAN (INTO PHONE)
Sherman Reese's room, please.

A ringing on the phone and then... Reese picks up.

REESE (ON PHONE)
...yes?

JILLIAN (INTO PHONE)
Mr. Reese, it's Jillian Armacost.
(BEAT)
The autopsy on Natalie Streck, what
did it say about the baby?

He doesn't answer.

JILLIAN (INTO PHONE)
Mr. Reese?

REESE (ON PHONE)
Not on the phone, Mrs. Armacost.

JILLIAN (INTO PHONE)
Please, you have to tell me. What did
Natalie's autopsy say about the baby?

REESE (ON PHONE)
Mrs. Armacost... It's not safe to--

JILLIAN (INTO PHONE)
(cutting him off)
MR. REESE! What did it say about the
baby?

REESE (ON PHONE)
(BEAT, then softly)
...Babies.

JILLIAN (INTO PHONE)
...What?

REESE (ON PHONE)
Natalie Streck was pregnant with
twins, Mrs. Armacost.

JILLIAN (INTO PHONE)
(BEAT, then softly)
...What's happening to me?

REESE (ON PHONE)
You are too, aren't you, Mrs.
Armacost? Pregnant with his twins.

She places her hand on her belly. Swallows, then...

JILLIAN (INTO PHONE)
 (nearly broken)
 Natalie's babies, Mr. Reese, please...
 what did the autopsy say about them?

REESE (ON PHONE)
 There's something I need to show you,
 Mrs. Armacost. Something you need to
 see. Do you understand?

GO CLOSE ON JILLIAN'S FACE as she begins to speak. Her
 tone... like that of a SECOND GRADE TEACHER.

JILLIAN (INTO PHONE)
 Do you know the story of the Princess,
 whose beloved Prince dies in battle?

REESE (ON PHONE)
 Mrs. Armacost, I have something you
 need to see. Do you understand me?

JILLIAN (INTO PHONE)
 The enemy Prince, after overrunning
 the castle, finds the Princess and
 forces himself upon her. Months later
 the Princess is with child. But whose?
 It's either the child of her enemy,
 the man who killed her husband, the
 man who raped her. In which case, she
 will kill herself and the child. Or it
 is the child of her Prince, the only
 thing she has left of him, a part of
 him still alive within her, kept safe
 inside her. In which case... But how
 will she know until it is too late?
 How will she know until the child is
 born and she can see its eyes?

JUST ON HER EYES NOW...

REESE (ON PHONE)
 Meet me right now. Somewhere public.
 Leave your apartment and meet me now.

CUT TO:

INT. ARMACOST DINING ROOM - MOMENT'S LATER

Jillian comes out of the bedroom and SEES... Nan, sitting
 at the table, nursing a HANGOVER and a cup of coffee.

JILLIAN
 I've got some errands to run. Why
 don't you take it easy? We'll do
 something later.

Jillian moves too quickly for the hungover Nan. By the time Nan realizes what's up, Jillian is out the door.

NAN

I'll just take it easy, we'll do something later.

INT. SUBWAY PLATFORM - DAY

Jillian walks away from the platform, down the dirty tiled tunnel that leads to the stairs to the street.

JILLIAN'S POV - walking down the tunnel. Just ahead... THE CONCRETE STEPS LEADING UP TO THE STREET. Jillian begins to climb the steps, toward the fresh air of the street.

POV LOOKS UP as street level comes into view. About fifteen steps from the top now and POV can SEE, Sherman Reese, waiting on the street, clutching his BRIEFCASE.

POV keeps rising, ten steps away now and Sherman Reese looks down at POV, half smiles at Jillian.

POV keeps rising, looking at Sherman Reese, waiting, the half smile on his face and then... a LOOK OF SHOCK in Reese's eyes. He's seen something. And...

Still looking at Jillian, Sherman Reese gives a slight but definite shake of his head "NO".

Jillian takes another step toward the top and Sherman shakes his head "NO" again, slight but definite and...

Jillian stops where she is, her head just below street level, looking up at Sherman Reese as...

SPENCER COMES INTO VIEW ON THE STREET ABOVE HER. Jillian steps down, backs up against the wall, hidden from him.

SPENCER

Sherman Reese?

REESE

Commander Armacost...

SPENCER

This is a surprise. I saw you from across the street and I said to myself "Is that Sherman Reese?" So I trotted on over here and yes, here you are.

Jillian still hugs the wall, not going down, not going up. She can HEAR and SEE Spencer, but he has not looked down.

SPENCER

Are you in town on business?

REESE

I'm not with NASA anymore.

Jillian SEES... Reese, leaning against the concrete railing of the subway entrance. She SEES... REESE PLACE HIS BRIEFCASE ON THE RAILING, casually as he talks to Spencer.

SPENCER

I'd heard that. I just thought it was one of those nasty space agency rumors. Sad to see it's true. You need a recommendation, I'm the man to ask.

REESE

I appreciate that.

Spencer puts a hand on Reese's shoulder.

SPENCER

It's funny, running into you. The thing of it is, I was just thinking about you. About those tests you wanted to do on me after Alex died. Look, you got some time right now?

REESE

Actually, I was just--

SPENCER

(cutting him off)

Come on now, Sherman. You're a man of leisure. You got nothing but time.

ON JILLIAN - below her, A SUBWAY TRAIN has entered the station. The SOUND of it LOUD. Above her, Spencer leans closer to Reese... she cannot hear what Spencer says.

Jillian hugs the wall below. She has eye contact with Reese but Spencer is looking away from her, nodding. Then....

Spencer takes Reese by the arm, leads him from the subway.

Jillian SEES... Reese look back over his shoulder, he looks her in the eye and then Reese looks at...

HIS BRIEFCASE, still resting on the concrete railing. Reese has left it for her.

Spencer leading Reese away and... Jillian takes a tentative step, up... toward the briefcase. Then another as...

SPENCER suddenly stops. Jillian ducks down, out of sight just in time as Spencer turns back toward the subway.

SPENCER

Forgot your satchel there, Mr. Reese.

Spencer jogs back, puts his hand on Reese's briefcase. Spencer STOPS WHERE HE IS. Directly below him, not two feet down, ducking out of sight... Jillian.

Spencer picks up the briefcase, turns, heads back to Reese.

ON JILLIAN as... Spencer and Reese move further and further away from her. Another few steps and they are out of sight.

Jillian waits a moment, then slowly comes up the stairs.

EXT. STREET LEVEL - CONT.

There are a lot of people around, going about their day but... Spencer and Reese are nowhere in sight.

It is as if the two men have vanished.

LOOK AT JILLIAN -- all alone on the busy sidewalk.

DISSOLVE TO:

INT. PHONE BOOTH - DAY

Jillian in the booth, the phone to her ear.

WE HEAR, the phone RINGING and RINGING but no one picks up.

DISSOLVE TO:

EXT. NESBIT ARMS - DAY

The Nesbit Arms is an SRO. What they use to call a flop house. What they still call a flea bag.

INT. NESBIT ARMS LOBBY - DAY

Very little daylight filters into the musty lobby. Jillian stands at the counter. The CLERK is behind SAFETY GLASS.

CLERK

If he's not there, he's not there. You can leave a message, you can wait or you can come back later.

JILLIAN

I need to get something from his room,
it's very important.

CLERK

Oh, well if it's very important that
gives you just about three options.
You can leave a message, you can wait
or you can come back later.

Jillian digs into her pocket book, pulls out a couple of
twenty dollar bills. She slides them through the slot to
the clerk who... just looks at them.

CLERK

I thought you said "very" important.

Jillian slides a few more twenties through the slot.

INT. NESBIT ARMS HALLWAY - DAY

The Clerk and Jillian stand outside the door to room 534.
The Clerk raps on the door a few times with his knuckles.

CLERK

He must not be in.

The Clerk takes a fat loop of keys from his pocket, opens
the door. Jillian pushes past him into...

INT. ROOM 534 - CONT.

Jillian steps in. The Clerk steps in behind her. They
SEE... the room is spotless. Or as spotless as...

...a flea bag can be. The bed made, the dresser bare. The
closet door is open... the closet is completely empty.

Not a scrap of paper or an article of clothing.

Jillian looks in the bathroom. Clean and empty.

JILLIAN

You're sure this is his room?

CLERK

This is what I do, Mam. This is all I
do. All day long. Keep track of these
rooms. Who checks in. Who checks out.

STILL IN THE BATHROOM - Jillian looks at the tile floor and there, by the toilet, something glistens. A small SPOT.

JILLIAN

Did Mr. Reese pay in advance?

CLERK

"Mr." Reese still has two weeks left on his advance, Mam.

Jillian steps closer to the SPOT on the floor. The size of a dime, but wet. It can only be one thing. BLOOD.

Jillian steps closer to it and... the Clerk steps ON THE SPOT, rubs it with his shoe as he lights a smoke.

Jillian turns to leave. The Clerk calls out after her.

CLERK

You find your Mr. Reese, you tell him he's welcome back anytime. Pays in advance and leaves the damn room cleaner than he found it.

Jillian moves quickly away from the Clerk.

CUT TO:

INT. ARMACOST APARTMENT - DAY

Nan, fully clothed, stands there as... Jillian hurls accusations at her.

JILLIAN

You're the only one who knew, Nan. And I asked you not to, not to tell him.

NAN

I didn't, I swear it, Jilly.

JILLIAN

What were you talking about last night, when I was in bed?

NAN

We were just talking.

JILLIAN

About what?

NAN

Just talking, Jillian. Please, don't do this. It's not good for you.

JILLIAN

Where did you go, last night?

NAN

Please, Jillian, listen to yourself.

JILLIAN

Where did you go?

NAN

I love you, Jillian. Spencer loves you.

JILLIAN

Spencer was there... with Reese and you were the only one who knew, Nan.

Nan, on the verge of tears, looks at her sister, bites her lip then... picks up her backpack and heads for the door.

NAN

I love you, Jillian. But I'm not going to do this with you... I love you...

Nan SLAMS the door. Jillian is alone with the AM/FM RADIO.

DISSOLVE TO:

INT. TRENDY COFFEE SHOP - DAY

UNKNOWN POV - SLIGHTLY WIDE ANGLE, the color SLIGHTLY HEIGHTENED, the sound SLIGHTLY DISTORTED.

POV moves through the door into the crowded coffee shop. Artist and poet types packed in here, drinking coffee and discussing books. POV moves toward the back of the shop and SEES... sitting at a table by herself, Nan.

Nan's eyes are red from crying. She looks up, right at POV.

CHILDREN'S VOICES

(singing)

The itsy bitsy spider went up the water spout. Down came the rain...

CUT TO:

INT. JILLIAN'S NYC CLASSROOM - DAY

Jillian sits at the head of the class. She looks as if her mind is a thousand miles away.

CLASS

(singing)

...to wash the spider out.

CAMERA TRACKS in on her face... fear, loneliness.

CLASS

(singing)

Out came the sun and dried up all the
rain and the itsy bitsy spider went up
the spout again.

The class stops singing. Jillian doesn't notice. Everyone
sits in silence for a long moment and then...

LITTLE GIRL

...Mrs. Armacost?

Slowly Jillian turns to look at the Little Girl.

DISSOLVE TO:

INT. SCHOOL OFFICE - DAY

Crowded. Teachers laugh... grumble about their work load.

At the row of mail boxes... Jillian SEES there is an
envelope in the box with her name on it.

Jillian takes the envelope, opens it and, as everyone
around her partakes in their typical day...

Jillian unfolds a single sheet of paper. Taped to the
paper... A SMALL KEY.

Scrawled on the paper... "New York Storage... unit 345" And
under that six more words "MRS. ARMACOST, BE CAREFUL,
SHERMAN REESE".

DISSOLVE TO:

INT. NEW YORK STORAGE ELEVATOR - DAY

The elevator is hugely oversized, shiny stainless steel.
LOOK AT JILLIAN as she stands all alone in the elevator
that slowly rises toward the third floor.

The elevator stops, the door opens and Jillian steps out.

CUT TO:

INT. NEW YORK STORAGE - THIRD FLOOR

Quiet. Over head, rows of fluorescent lights. No windows,
just long aisles of white walls, a door every 8 feet. Each
door has a NUMBER and a LOCK on it.

Jillian moves down the aisle. She passes a sign that reads
To Conserve Energy, Lights Shut Off Every 30 Minutes.

There is a BIG BUTTON under the sign, Jillian doesn't hit it. She hasn't seen the sign. She is staring down that long white hall, looking for door 345.

It is like a maze in here, a labyrinth. The ONLY SOUNDS, the BUZZ of the lights, the HUM of the vents, Jillian's FOOTSTEPS... her BREATHING.

She walks past the row of white doors with the black numbers. Everything so clinical looking, like a lab.

She finds... DOOR 345. She puts the key in the padlock, opens it, then opens the door and steps into...

INT. STORAGE SPACE 345 - CONT.

A cube. 8 feet by 8 feet by 8 feet. Jillian closes the door, feels for the light, turns it on and SEES...

There is a filthy MATTRESS on the ground. Paper bags from fast food joints crumpled next to the mattress. Jillian taps a bag with her toe and roaches scurry out.

On the ground next to the mattress... empty liquor bottles... a small stack of extreme porn magazines.

Stacked everywhere, boxes and paper bags, full to bursting.

The walls are covered with NEWSPAPER CLIPPINGS about Spencer's last shuttle mission. MAGAZINE PICTURES of Spencer, ALONE, WITH JILLIAN, WITH JACKSON MCLAREN.

There is a poster for the MCLAREN FIGHTER JET over which someone has scrawled HELP US ALL in fat red letters.

There is a photo of Spencer, staring out. Scrawled on it, in those same red letters HE WATCHES...

Jillian recoils from the photo of Spencer, backs into a box, it tips over, spills on the ground... hundreds of SNAPSHOTS... all of Spencer. All taken on New York streets. Each LABELED with a DATE and ADDRESS in fat red ink.

JILLIAN'S POV - looks down at the hundreds of snapshots of Spencer. Her gaze moves over them, Spencer on the sidewalk, getting off a bus, into a cab, in front of their building, talking with Nan. Each labeled with an address and date.

JILLIAN'S POV scans the photos and... as if drawn, her gaze FOCUSES on one particular photo.

CLOSE ON - that photo. Spencer walks past a ruined GAS STATION, an abandoned EL-TRACK over head. The address 534 WEST 20th.

JILLIAN reaches down, touches the photo and WE... FLASH TO:

AN IMAGE OF SPENCER, walking past that gas station, beneath that El-track. Spencer turns to look at POV and then...

WE ARE BACK IN: THE STORAGE LOCKER 345.

Jillian drops the photo as if it were on fire, a wave of nausea sweeps over, she backs against the wall, slumps down to the ground and that's when she SEES on top of a box... a VIDEO TAPE. Jillian picks up the tape, there is a POST IT stuck to it. Two words on the post it... FOR JILLIAN.

Jillian sits there, holding the video tape as... THE LIGHTS GO OUT. Utter DARKNESS and now... the dim YELLOW SECURITY LIGHTS COME on.

Now Jillian hears... somewhere nearby... WHISPERS.

CUT TO:

EXT. HALLWAY OUTSIDE STORAGE SPACE 345 - CONT.

Clutching the video tape, Jillian charges out of the space into the narrow hall lined with doors.

No longer CLINICAL WHITE, the hallway, lit but by the security lights, is a SICKLY YELLOW.

Jillian runs down it, past door after door, rounding a corner but.. no elevator... just more doors and... the WHISPERING... somewhere nearby. She rounds another corner and SEES... another hallway. She is LOST IN THE MAZE.

Her breathing so loud, the BUZZ of the security lights, the HUM of the vents. She rounds a corner and...

The ELEVATOR, she reaches out for the down button as... the doors slide open and Jillian is FACE TO FACE with a YOUNG COUPLE pushing a cart load of storage boxes.

The Husband walks past Jillian to that sign on the wall. To Conserve Energy, Lights Shut Off Every 30 Minutes. He hits the button, the white fluorescents come back on.

The Husband and Wife push the cart off the elevator, Jillian steps into it and... the doors close.

CUT TO:

INT. ELEVATOR - CONT.

Jillian, alone the huge steel elevator, rides it down. She looks in her hand and SEES she holds... the VIDEOTAPE.

DISSOLVE TO:

INT. CITY BUS - DAY

Spencer, dressed in COVERALLS and a BASEBALL CAP rides the crowded bus. Unlike the other tried and true New Yorkers, Spencer makes eye contact. Observing everything.

SPENCER'S POV - SLIGHTLY WIDE ANGLE, the color SLIGHTLY HEIGHTENED, the sound slightly DISTORTED. The people moving on and off the bus leave slight TRAILS in their wake.

SPENCER'S POV - across the crowded bus, through the standing riders and SEES a YOUNG NURSE in a WHITE UNIFORM, sitting opposite. The Nurse listens to a WALKMAN RADIO.

BACK TO SCENE - Spencer looking at the Nurse. She SEES him looking... half smiles at him.

ON THE NURSE - SEEING Spencer across the way. The bus hits a pothole, the standing riders shift their positions, shift back and now... the Nurse SEES... Spencer's seat is empty.

A BEAT. The Nurse turns her head and SEES Spencer is now sitting DIRECTLY next to her. SO CLOSE... WE CAN HEAR the CLASSICAL MUSIC coming from her RADIO HEADPHONES.

Now she DOESN'T SMILE. She STARES STRAIGHT AHEAD but... Spencer reaches out a hand and... gently touches the Walkman radio and WE HEAR... from her HEADPHONES...

No longer Mozart it is that SOUND. INSECTS SCREAMING far away. The Nurse, fearful, turns to look at Spencer...

The bus comes to a STOP. The door opens and the Nurse jumps to her feet, moves off the crowded bus as quick as she can.

The doors begin to close. Swiftly, gracefully, Spencer is out of his seat and through the closing doors.

CAMERA STAYS in the bus, LOOKS out the window as the bus pulls away from the curb. WE SEE... Spencer walking away... further down the sidewalk... the Nurse.

CUT TO:

INT. ARMACOST APARTMENT LIVING ROOM - DAY

Jillian pushes the videotape into the VCR, takes the remote control, sits on the couch and HITS THE PLAY BUTTON.

ON THE TV - first static and then.. an image... Sherman Reese's hotel room. No one is there but now... Sherman steps in front of the camera. He looks NERVOUS.

REESE (ON TAPE)

I'm not crazy. I wish I were. I prayed I was, but I'm not. I know I'm not.

(BEAT, then...)

I've been thinking, you might think you're crazy. How could you not?

ON THE TAPE... Reese pauses and then, from his pocket, he takes out that SMALL CASSETTE RECORDER.

REESE (ON TAPE)

Did you know the space suits your husband and Captain Streck wore had built in recorders? They tape everything they say, everything they hear. This is a tape of those two minutes... those two minutes that they were out of contact.

Reese puts his finger on the cassette recorder play button.

REESE (ON TAPE)

You're not crazy, Mrs. Armacost.

Reese holds the recorder up to the video camera, hits the play button. Jillian SEES the little wheels begin to turn.

And Jillian HEARS... coming from that little recorder...

SPENCER'S VOICE (ON TAPE)

I'm going to rotate the main panel 48 degrees. You got me, Alex?

JILLIAN (IN ROOM)

(as she hears him)

...Spencer....

ALEX STRECK'S VOICE (ON TAPE)

Good to go. I'll need the 9C spanner as soon as you... Spencer? You hear that? Spencer?

SPENCER'S VOICE (ON TAPE)

Alex? Jesus, ALEX? What the--

From the tape, the men's voices are wiped out and all Jillian can hear is that SOUND... that HORRIBLE SOUND... like INSECTS SCREAMING.

Loud and clear, it hits Jillian like a hot bullet.

Now, on the video tape, Reese talks over THAT SOUND.

REESE (ON TAPE)
NASA said it was static, caused by the
exploding satellite.

JILLIAN (IN ROOM)
(softly)
It's not static.

REESE (ON TAPE)
A static build up in their suits. But
it's not static. I tracked it. It's
not static.

(more nervous)
It didn't come from the satellite. It
didn't come from their suits. It
didn't come from the shuttle.

(more nervous)
It didn't come from Earth either...

On the tape, the SOUND stops. Reese picks up the recorder.

REESE (ON TAPE)
Two minutes. That's all there is.
That's all it took. It's a
transmission, Mrs. Armacost. If you
wanted to come here, from very far
away... maybe you wouldn't have to
travel in a ship... maybe you could
travel in a transmission. Travel at
the speed of light. Like a thought.
Wait for two of us to be up there...

ON JILLIAN'S FACE now as she HEARS Reese's WORDS.

REESE (ON TAPE)
... two of us in orbit, near a target.
Something to aim at, like a satellite.

CLOSER ON JILLIAN'S FACE as she hears Reese on the tape.

REESE (ON TAPE)
Two of us who are beyond suspicion.
Heroes. All Americans. Wait for them
then... erase them like a tape and
record your own message.

BACK ON - the image of Reese on the video.

REESE (ON TAPE)
Natalie Streck knew it. You know it
too, don't you. He's not your husband
anymore. He's not. You know he's not.

And suddenly, on the tape, Reese stops talking. Listens to something then... runs from the frame.

STATIC on the tape now, as if the CAMERA has been shut off. Jillian stares at the screen and... the IMAGE returns. Reese's hotel room. Reese re-enters frame.

He looks much worse. He holds a newspaper in his hand.

REESE (ON TAPE)

3,000 fighter planes. Why is he building 3,000 fighter planes? What is he going to do with them?

Jillian listens to Reese on the tape but now she HEARS something else... KEYS IN THE LOCK. Spencer is home.

Jillian panics, fumbles with the remote control, finally hitting the OFF button as... she hears the door open and...

SPENCER (FROM OTHER ROOM)

Jillian?

Spencer comes into the living room.

JILLIAN

You're home early.

He sits next to her on the couch. Jillian watches as Spencer absentmindedly picks up the VCR REMOTE CONTROL.

SPENCER

I felt bad for you, getting into that fight with Nan. You sure you don't want to tell me what it was about?

JILLIAN

Just sister stuff...

JILLIAN SEES... Spencer run his finger over the buttons on the remote control. His thumb touching the PLAY BUTTON.

SPENCER

You hear from her?

Jillian shakes her head "no". Watches Spencer's fingers.

SPENCER

I'm sure she'll call soon.

Spencer, still fiddling with the remote, looks at Jillian.

SPENCER

I have a surprise for you. To cheer you up.

Spencer reaches into his briefcase and takes out a VIDEO CASSETTE. The cover art shows it to be FOLLOW THE FLEET.

SPENCER

Fred, Ginger, me, you? How about it?

Spencer goes to the VCR, about to load in the tape but...

SPENCER

You watching something?

He POPS out the tape of Sherman. Holds it in his hand, no label. Jillian takes it from him.

JILLIAN

Just something for school.

Spencer loads in Follow The Fleet.

SPENCER

You work too hard, Jilly.

He hits the play button, then takes Jillian's hand and leads her back to the couch.

JILLIAN

Spencer, why are you building those planes?

SPENCER

(laughs, then...)

What?

JILLIAN

The planes, the fighter planes. Why are you building so many of them?

SPENCER

It's a contract, Jilly.

ON THE TV -- Follow The Fleet begins.

SPENCER

I know what you're thinking, Jilly. You're worried about what kind of world we'll be bringing the twins into. I think about it too.

He puts his arm around her, settles in to watch the movie.

SPENCER

Don't worry, we won't let anything happen to them.

Jillian looks to the video cassette in her hand, then she looks... across the room, to the AM/FM RADIO.

SHELLY MCLAREN (V.O.)

My caterer gets them in the French Caribbean. The French are so advanced this way, don't you think?

CUT TO:

INT. SWANKY NYC LUNCH PLACE - DAY

Jillian shares a table with Shelly McLaren. On the table between them, amidst the two glasses of white wine and the two untouched salads... a PRESCRIPTION PILL BOTTLE.

A WAITER refills their water glasses and Jillian picks up the pill bottle, covers it in her hands.

SHELLY

Take both pills when you get home. Then go lie down. There'll be quite a bit of vile cramping, then once you start spotting it goes pretty fast... If I can get through it, anyone can.

JILLIAN

You...?

SHELLY

Jillian, we all have. It's like a secret club. There's "the pill" then, just in case, there's... "The Pills."

JILLIAN

And Spencer won't know?

SHELLY

If he's anything like the rest of them... he'll think it was a miscarriage and buy you a bracelet.

Shelly extends her wrist. A diamond bracelet upon it.

SHELLY

Unless he's looking for it there's no way to tell. And why would he be looking for it?

Shelly signals for a check. Then Shelly looks to Jillian who seems about to cry. Shelly puts her hand on Jillian's.

SHELLY

Don't beat yourself up about this, sweet heart...

With her free hand, Shelly motions to the surrounding restaurant, the patrons and the staff.

SHELLY

It's not as if any of this means anything.

Jillian opens her hand and looks at the pill bottle there.

WE HEAR, softly, ... the SOUND of Jillian's beating HEART.

CUT TO:

INT. ARMACOST BATHROOM - DAY

Jillian holds the bottle of RU482. She unscrews the cap and shakes out the contents into her hand. TWO FAT PILLS.

Jillian HEARS her heart beating louder until all other SOUND drops away. But now, rising above it, much faster...

TWO MORE HEARTBEATS, much faster than Jillian's, FETUS HEARTBEATS. They keep getting louder and faster.

JILLIAN

...please...

She looks at the pills in her palm, her hand trembles.

JILLIAN

Please, be quiet. Please...

The twin heart beats LOUDER and FASTER. And now she HEARS... the WHOOSH of fluid, AMNIOTIC FLUID.

JILLIAN

...please, I have to... It's OK, it's OK... it'll be over soon... please...

And... PAIN rips across Jillian's belly, doubling her over, driving her to her knees. She clutches the pills...

JILLIAN

...I'm sorry, I have to...

JILLIAN LOOKS at the two pills in her palm, the tablets tremble with her shaking hand. And WE...

MATCH CUT:

THE TWO TABLETS are now...THE TWIN FETUSES... floating in utero... more advanced than last time, their features more defined. The SOUND of their fast heartbeats VERY LOUD as the twins lift their heads and LOOK AT CAMERA...

The fetuses' EYES are OPEN and now they OPEN THEIR MOUTHS.

SPENCER (V.O.)

Jillian, JILLIAN!

CUT TO:

INT. ARMACOST BATHROOM - CONT.

Jillian holds the pills. But now, Spencer is behind her.

SPENCER

For God's sake, Jillian.

He grabs her wrist, forces her to drop the pills.

SPENCER

What were you going to do?

Jillian on her feet, backing away from Spencer.

JILLIAN

You heard them, didn't you?

SPENCER

Jillian...

JILLIAN

Oh God, you heard them...

She runs from the bathroom, through the bedroom.

SPENCER

Jillian, it's OK, Jillian, please...

STAY ON JILLIAN as she runs through the living room, charging out the apartment door... into...

INT. HALLWAY OUTSIDE ARMACOST APARTMENT - CONT.

Jillian, wild eyed, runs for the elevator, hits the button as, behind her, Spencer comes out of their apartment.

He moves slow, hands in front of him, calming.

SPENCER

Jilly, please, it's going to be all right, you have to try to calm down.

Jillian looks at Spencer walking toward her. The elevator isn't coming and... Jillian runs toward the STAIRWELL.

ON JILLIAN as she throws open the FIRE DOOR, runs into...

CUT TO:

INT. STAIRWELL - CONT.

Jillian, running hard, charges toward the stairs...

SPENCER (O.S.)

JILLIAN...

As Jillian gets to the top stair, A HORRIBLE PAIN rips through her, she doubles over and... falls...

Down the flight of stairs, she hits the landing at the bottom very hard but... she gets to her feet.

ON JILLIAN... a dazed dreamy look on her face. She looks up, Spencer standing at the top of the stairs.

SPENCER

Jillian, please...

JILLIAN

...Spencer...?

Jillian SEES Spencer staring at something between her legs. She looks down, SEES A TRICKLE OF BLOOD run down her leg.

JILLIAN

...Spencer?

Now more BLOOD FLOWS down Jillian's legs. AS WE LOOK AT her face, her eyelids flutter.

JILLIAN'S POV - THROUGH HER FLUTTERING EYELIDS she SEES... Spencer coming down the stairs toward her. Each blink like a camera slowing down, slowing, slowing until WE...

BLACK OUT:

THEN BRIGHT LIGHTS AND...

CLOSE ON - JILLIAN as she is FLAT ON HER BACK, on a GURNEY, being wheeled down a hospital corridor. She is very weak.

JILLIAN

Keep him away, please, keep him away.

JILLIAN'S POV - looking up as she is wheeled down the corridor. A team of DOCTORS and NURSES above her.

Lights whiz by over head, they are really hustling.

NURSE
...still hemorrhaging...

DOCTOR
She's going to bleed out...

JILLIAN
...please... please... please...

BLACK OUT:

THEN BRIGHT LIGHTS AND...

INT. OPERATING ROOM

JILLIAN'S POV - looking up as the surgical team preps.
There are a lot them, doctors, nurses, technicians.

Tons of equipment, monitors, lights, shiny tanks of
anesthesia. Lots of NOISE and CLATTER as they prepare.

Everyone has a surgical mask on... all she can SEE is their
eyes. HER POV turns and SEES... a MAN in the corner,
wearing scrubs and a mask but... the eyes... Spencer.

JILLIAN
...please...

BLACK OUT:

The BRIGHT CLATTER of the operating room gone replaced
by... a SOFT ELECTRIC HUM and a CONSTANT BEEP.

The BLACK FADES slightly as WE ARE IN...

INT. HOSPITAL ROOM - NIGHT

Jillian in the bed. Alone in the darkened room. The only
light coming through the door, which is open a crack.

Jillian has an IV dripping into each arm. One drips CLEAR
FLUID. The other drips BLOOD.

Her eyes open. She licks her lips, her mouth parched.

JILLIAN'S POV - looking into the empty hall. Her EYES CLOSE
THEN OPEN. Time has passed. A DOCTOR and NURSE stand in the
hall talking but all Jillian can hear is MUMBLING.

JILLIAN'S POV - Her EYES CLOSE THEN OPEN. Time has passed.
The hallway outside her door is empty once more.

ANGLE ON JILLIAN - laying in the bed, she tries to lift her head off the pillow, but she can't. SHE TURNS HER HEAD toward the BLOOD DRIP and watches...

CLOSE ON - a DROPLET of blood as it moves down the clear tube toward her arm. Watch the BEAD of blood creep...

ANGLE ON JILLIAN as she turns to look again out the door. Her eyes heavy, they close, she opens them. Fighting sleep.

JILLIAN'S POV - Her EYES CLOSE THEN OPEN. Time has passed. There is a JANITOR at the far end of the hallway, mopping the floor. His head down, he wears a hat. His face is hidden. He has Spencer's body type.

ANGLE ON JILLIAN - She tries to keep her eyes open but...

JILLIAN'S POV - Her EYES CLOSE THEN OPEN. Time has passed. The JANITOR in the hall is closer to her door. Still mopping, head still down, drawing closer.

JILLIAN'S POV - Her EYES CLOSE THEN OPEN. Time has passed. The Janitor just outside the door now, moving closer.

ANGLE ON JILLIAN - in the bed, tries to speak but no words come out of her mouth. Tries to move but can't.

The Janitor's mop WETLY SLAPPING against the door jam.

Jillian tries to sit up but can't as the Janitor draws closer... lifts his head and Jillian SEES...

It is not Spencer. Looks nothing like him. The Janitor looks at Jillian, then moves on... out of sight.

Jillian lets her head relax against the pillow. HER EYES CLOSE. And that's when she HEARS, very near, very soft... that SOUND... INSECTS SCREAMING.

She opens her eyes, turns her head away from the door, turns toward the opposite wall. As she is turning... the SOUND stops. Her head turned now, she SEES...

Spencer, sitting in a chair by the wall, an AM/FM radio on the table next to him. The radio is off.

Spencer rises and moves to the bedside. She tries to speak but... no words come out. Spencer leans close to her.

SPENCER

(soothing)

Shh, Jillian, it's OK, it's OK.
Everything is OK.

He looks into her eyes. Holds her hand softly.

SPENCER

The twins are fine. Still inside you, safe and sound, right where they should be. We're never going to mention what you tried to do... with those pills. It's over now, behind us. It didn't happen, Jillie. OK?

JILLIAN

...Spencer...

SPENCER

I'm here. I love you so much, you know that? You scared me. If anything happened, I couldn't go on without you. We have to be together, Jillian, you, me, the babies... we're one now.

JILLIAN

...Spencer... I saw Reese.

SPENCER

Sherman Reese? I saw him too. He's crazy, Jillian. Obsessed. You can't let thoughts like that in your head. You have to be strong, Jillian. For the babies. For us. For yourself.

JILLIAN

But Reese...

SPENCER

Jillian...

(leans in closer)

If the doctors knew what you were thinking... the kind of dark thoughts. What do you think they'd do? They know about your past... they're concerned about you, about the babies, about your health, your well being. If they knew, if they thought... they'd restrain you, Jilly, they'd keep you in a hospital...

(leans closer)

We won't let them, will we? We'll be strong, for each other, for the babies. We're one now, Jillian.

Spencer so close to her, she can feel his breath. She turns and looks into his eyes.

JILLIAN

Please, what's happening to me?

SPENCER

You know what's happening. We're connected now, I'm inside you, I'm always with you. Can't you feel me, inside, where it's safe, growing, getting stronger...

JILLIAN

...Spencer...

SPENCER

You're so good, Jillian. You'll be strong, I know you will. I know it.

JILLIAN'S POV - looking at Spencer. So close. Looking past him to the AM/FM RADIO on the table and now... Spencer passes HIS HAND before POV and WE...

BLACK OUT:

THEN BRIGHT LIGHTS AND...

INT. JILLIAN'S HOSPITAL ROOM - DAY

A NURSE has thrown open the shades and CLEAN BRIGHT SUNLIGHT streams into the room. Jillian in the bed, the IV's no longer in her arm.

Jillian's DOCTOR is also in the room.

JILLIAN'S POV - looks to the table by the window. There is NO RADIO there. POV looks at the empty ELECTRICAL OUTLET.

DOCTOR

You gave us a real scare, Jillian.

JILLIAN

How long have I been here?

DOCTOR

You've been unconscious for nearly two weeks. You hemorrhaged, quite severely, lost a great deal of blood. Frankly, you lost more 0- than we had on hand. It was only through your husband's impressive contacts that we managed to obtain enough.

JILLIAN

...Where's my sister?

DOCTOR

She was our first call, though she couldn't safely have given enough. But we couldn't get in touch with her.

JILLIAN

I have to find Nan.

DOCTOR

You have to remain calm now, Jillian. The babies are fine. One of the miracles of pregnancy is that your body took care of the babies, even ahead of its own needs. All through this, they got plenty of blood, more than enough nutrition.

Jillian lays her hands upon her belly.

DOCTOR

But I am prescribing complete bed rest for the term of your pregnancy. Your husband has arranged for a home nurse, complete round the clock care. Rest is the most important thing for you now.

JILLIAN

...Is Spencer here?

DOCTOR

He's been here most of the time but we finally sent him home. Would you like us to call him, tell him you're awake?

JILLIAN

No, no, Let him rest.

DOCTOR

He said he'd be back in a few hours. I'm sure he'll be early. But for now, you rest, Jillian.

The Doctor leans in, takes out her penlight.

JILLIAN'S POV - the Doctor very close. Her little light bright in Jillian's eyes.

DOCTOR

Do you know what your husband is, Jillian?

(BEAT, then...)

He's the kind of man all of us want, but so few of us get. Look to the right... now to the left...

(bright light closer)

You're a very lucky woman, Jillian.

The Doctor's light so bright it... WHITES EVERYTHING OUT.

DISSOLVE TO:

INT. JILLIAN'S HOSPITAL ROOM - LATER

Jillian, alone in the bed, alone in the room. She gets out of bed, unsteady on her feet and... goes to the closet.

Jillian opens the closet door and stands looking at...

THE BLACKNESS OF OUTER SPACE, bright stars glitter in the dark firmament... and now in the blackness Jillian can SEE... another image take shape.

BACK ON - Jillian in her room. The closet is just a closet and hanging in it... her clothes. She reaches for them.

DISSOLVE TO:

INT. HOSPITAL CORRIDOR - OUTSIDE JILLIAN'S ROOM - LATER

Jillian's door opens a crack. She peeks out.

JILLIAN'S POV - looking out her door, into the hospital corridor. Everything seems quiet, no one looking her way as... JILLIAN'S POV moves out the door, into the hallway and straight for the elevator.

INT. HOSPITAL CORRIDOR - CONT.

Jillian in front of the double elevators, waiting, waiting as... the door opens, Jillian steps in, the door closes.

WE HOLD on the elevators because... just as the door to Jillian's elevator closes, the door of the elevator next to it opens and... Spencer steps out.

CUT TO:

INT. JILLIAN'S ELEVATOR - CONT.

She rides it down. There are a few DOCTORS in here, chatting quietly and laughing with each other.

JILLIAN'S POV as the elevator reaches the LOBBY LEVEL. The doors open and JILLIAN'S POV SEES... BLACKNESS out there, the glistening black of space, dotted the stars.

But now in the blackness a dreamy image, a DARK STREET, a SQUAT BUILDING, a MAN WALKING in front of it.

MAN'S VOICE

Mam? Mam? You OK?

BACK ON - Jillian in the elevator, it is at the lobby. One of the Doctor's holds the door open, he is concerned.

DOCTOR

Mam? You OK?

Jillian nods "yes" and walks past him, into...

INT. HOSPITAL LOBBY - CONT.

Jillian heads for the door to the street. WE SEE her pass the GUARD STATION and head out the door just as...

The GUARD puts down the phone, looks at Jillian as he does.

CUT TO:

EXT. HOSPITAL - CONT.

Jillian gets into a TAXI, it pulls away as... the Guard comes out from inside the hospital.

CUT TO:

INT. TAXI - CONT.

Jillian, practically collapses into the back seat. She keeps her terror in check as...

JILLIAN

Take me to the airport.

CAB DRIVER

Which one?

JILLIAN

The closest one.

JILLIAN'S POV - looks out the window as the city rolls by. But now... the city is GONE, replaced by the blackness of space, the shining distant stars... NIGHTMARE WORLD.

SHE CAN STILL HEAR.. the SOUNDS of the city, the cursing of the cab driver but now SHE SEES... that image CLEARLY.

The RUINED GAS STATION beneath the EL TRACK, the man in front... Spencer.

BACK ON JILLIAN - in the back seat of the cab.

JILLIAN

(full of sorrow)

We're connected.

CAB DRIVER

What was that?

JILLIAN

I need to go somewhere else.

CAB DRIVER

You're not going to the airport?

JILLIAN

No.

CUT TO:

EXT. 20TH STREET - NIGHT

The cab pulls away and Jillian SEES... across the street, the RUINED GAS STATION beneath the ABANDONED EL-TRACK.

Look at her as she stands there, alone on the empty street.

NOW LOOK DOWN FROM ABOVE as... Jillian, the VIBRANT CITY behind her, crosses the BROKEN PAVEMENT, walks toward the RUINED BUILDING beneath the ABANDONED EL-TRACK.

EXT. RUINED GAS STATION BUILDING - CONT.

Jillian stops before the door then crosses the threshold.

INT. RUINED GAS STATION BUILDING - CONT.

Jillian steps inside and .. there is nothing here. Nothing at all. Just cinder block walls and a dirty concrete floor.

JILLIAN'S POV - filthy walls, broken windows, cracked door, greasy floor and IN IT a rectangular outline, four lines.

Jillian bends to it... brushes away the dirt. It is a DOOR, flat on the floor. Down so close, SHE SEES foot prints, a MAN'S SHOE, leading from outside to the door on the floor.

Jillian pulls the door open.

JILLIAN'S POV - peering down through the open door and SEEING, a shaft, carved out of the rock, leading straight down and... an old rusted ladder bolted into the rock.

At the bottom of the ladder... a weak light glows.

Jillian puts one foot on the top rung of the ladder, then the other and then... she begins to climb down.

CLOSE ON- Jillian's feet as they move down the rusty rungs until they hit... a concrete floor.

Jillian SEES she is in... a tile walled pedestrian tunnel. Like those found in subway stations. The tunnel is short, the end about 20 feet away, a dim light out there.

Jillian begins to walk toward the end. She SEES, an old sign set into the tile wall... 20th STREET.

Jillian looks down and SEES... on the ground, a THICK BLACK CABLE, 10 inches around, like a POWER CABLE. It's rubbery surface GLISTENS WITH MOISTURE, she follows the cable to...

The end of the tunnel, she peers out and SEES... A SUBWAY STATION. The platform empty as if never used.

No train tunnels lead to this station, both sides end in solid walls. The station is isolated, cut off. Buried.

The dim light comes from weak lanterns over head. And that glistening BLACK CABLE, continues past her, over the edge of the platform, down to where the track should be.

Jillian steps closer to the lip of the platform, peers over the edge and SEES, no train tracks down there, they were never laid but there is something down there.

It is a pile of SHOES, perhaps a hundred shoes, used. All kinds... in pairs... heaped together. Another pile next to it. Jillian moves down the platform, peers down and SEES...

It is a pile of PANTS. And next to that, a pile of SHIRTS.

Jillian keeps moving down the platform. Down there, where the tracks should be, piles of sorted objects.

And that wet BLACK CABLE winds its way through each pile of objects, connecting one to the other...

She SEES... a pile of DRESSES. A pile of BRIEFCASES. A pile of COMBS and BRUSHES. A pile of KEYCHAINS with their KEYS.

A pile of EYE GLASSES, a pile of SMALL CHILDREN'S TOYS. A pile of POCKETBOOKS, a pile of LIPSTICKS, a pile of wallet sized FAMILY PHOTOS. And through them all, the CABLE runs.

She moves further down the platform, following the cable and she SEES down there, another object. She peers closer, SEES, laying on a WOODEN PLANK... Sherman Reese and the cable runs right through him. It enters one side of his chest and exits the other.

Sherman's eyes are open, his mouth contorted in a rictus smile but... he is dead.

Jillian jams a hand to her mouth to stifle a scream.

She can SEE, there are dozens of other wooden planks down there. A dead body on each of them. And each, connected by that cable. It snakes through legs, arms, in and out of heads... the bodies like pearls strung on the fat cable.

JILLIAN'S POV - Her vision SPINS. The bodies, the tiled walls, the vaulted ceiling, the piles of glasses, pants, combs and toys... all spinning. And the cable... WET, TREMBLING as if ALIVE. Moving slightly but... moving.

CLOSE ON JILLIAN - teetering on the edge of the platform. Struggling for control, she steps back but... slips and...

Goes over the edge. She hits the ground hard, her head SMACKING the concrete, drawing blood. The SOUND of her fall echoing against the tomblike walls.

Jillian drags herself to her feet, all around her, row after row of bodies. The cable connecting them all.

She reaches up, but the lip of the platform is too high. She jumps, but it is still out of reach.

She backs up but bumps into a plank. It falls off its sawhorses, crashes down. The SOUND is like thunder.

Now she runs. Down the rows of planks. Body after body, like a civil war field hospital. But for the cable.

And suddenly, she has reached the end of the rows of bodies but the CABLE, continues on, runs over the concrete floor to an object, about four feet high, ahead in the shadows.

Jillian approaches the object. Follows the wet, viscous cable and SEES the cable is plugged into a SATELLITE DISH.

She steps closer and now she can SEE... the dish is aimed up at... a vent shaft. Looking into the shaft, Jillian can SEE, high above, a wedge of sky, a cluster of stars.

She hears a WET, DRIPPING SOUND and she looks down at the dish and SEES... it is a satellite dish but...

It is not made of silicon or steel, it is made of some kind of FLESHY MATERIAL. Like RUBBERY SKIN stretched taut over support bars. And in the center of the dish, a TUBEROUS PROTRUSION, extending out, pointing up at the sky.

The dish is organic, dripping wet, that cable plugged into it and the dish... it is TREMBLING with life.

JILLIAN RUNS... back through the rows of bodies... faster and faster she goes, until the bodies are behind her.

She runs through the piles of objects. Past the toys and keychains, the combs and brushes, the briefcases.

She slips, falls into a pile of children's toys... WE SEE, that RATTLE, from the infant at the mall.

She looks up and SEES, just ahead, beneath the overhanging platform, in a limp pool of light... a BODY ON A PLANK, this one unconnected to the cable. THIS ONE IS ALONE.

On a shelf above the body... an AM/FM radio. It is OFF.

Jillian approaches the body and SEES... it is Nan. Nan's EYES are OPEN, her MOUTH is SLACK, her skin is IMPOSSIBLY WHITE... and... a small rubber tube protruding from a vein in her arm... she has been drained of all her blood.

Jillian looks at the needle mark in her own arm. She is lost in horror as she touches Nan's face.

JILLIAN

Oh, Nan... Oh God, Nan...

Against the wall, a ladder leading up, Jillian, blind with horror, stumbles to it and climbs... back onto...

THE PLATFORM. Just ahead, the small pedestrian tunnel she came down. The fat cable, lays thick and wet on the floor.

Jillian runs for the pedestrian tunnel.

CUT TO:

INT. ABANDONED GAS STATION - SOON AFTER

Jillian comes up from below, clambering back to the surface. She doesn't stop, runs for the street.

CUT TO:

EXT. ABANDONED GAS STATION - CONT.

Jillian runs from the building. Across the street, a phone booth. She stumbles to it. Grabs the phone and dials 9-1-1.

POLICE DISPATCH (ON PHONE)

9-1-1 emergency.

Jillian doesn't speak.

POLICE DISPATCH (ON PHONE)

9-1-1 emergency.

JILLIAN (INTO PHONE)

I have to report something.

POLICE DISPATCH (ON PHONE)
Your name please.

JILLIAN (INTO PHONE)
I have to report something. There are
bodies...

POLICE DISPATCH (ON PHONE)
Mam, I'm going to need your name.

JILLIAN (INTO PHONE)
There are bodies... there's an
abandoned subway station...

POLICE DISPATCH (ON PHONE)
Mam, I have to have your name first.

JILLIAN (INTO PHONE)
LISTEN TO ME. There are bodies. There
is an abandoned subway station. You
have to go there. You have to go...

CUT TO:

DISTORTED POV - DOWN THE STREET FROM JILLIAN - looking at
her as she is on the phone.

DISSOLVE TO:

EXT. ACROSS FROM ABANDONED GAS STATION - NIGHT

Jillian in the midst of other on-lookers as POLICE CRUISERS
and an EMERGENCY SERVICES TRUCK, lights flashing, block off
the street in front of the abandoned gas station.

BLUE UNIFORMED STREET COPS keep the on-lookers away as SWAT
OFFICERS slowly move toward the building.

EXT. ABANDONED GAS STATION - CONT.

The SWAT team enters the building.

Amongst the on-lookers, Jillian watches...

JILLIAN'S POV - looking at the building. The SWAT team
inside but not moving, holding their position and now...

SMOKE begins to drift up from the building. The smoke grows
thicker and thicker...

The SWAT team begins to fall back, slowly at first but
faster as the smoke grows black... a thick column of black
smoke pouring from the building and now...

The SWAT team running for the street as... FIRE ERUPTS from the inside the building. A thick pillar of white hot flame.

ANGLE ON JILLIAN - as she watches the cops fall back, retreating from the shaft of fire. She looks desolated.

Behind Jillian, the PAY PHONE, it begins to RING.

Jillian hears it. It keeps ringing. No one pays it any attention. They are all staring at the fire but...

The phone right behind her keeps on ringing and... Jillian steps to it, picks it up, places the receiver to her ear.

Jillian says nothing, and there is no sound from the other end. She holds the silent phone to her ear then...

JILLIAN (INTO PHONE)

By the time they put it out, there won't be anything left, will there?

SPENCER (ON PHONE)

Not a cinder, not an ash.

JILLIAN (INTO PHONE)

...who are you?

SPENCER (ON PHONE)

I'm your husband.

Jillian trying to maintain... trying not to break down.

JILLIAN (INTO PHONE)

All those bodies... Nan.

SPENCER (ON PHONE)

Nan was for you, Jillian. To save you.

JILLIAN (INTO PHONE)

...What did you do to me?

SPENCER (ON PHONE)

I dream about you, Jillian. In the dream, you're floating in space. And you're so beautiful, Jillie... Like starlight and I--

She moves to hang up the phone.

SPENCER (ON PHONE)

You dream it too, don't you?

She does not answer, but she does not hang up.

SPENCER
Don't you, Jillian?

JILLIAN (INTO PHONE)
...yes...

SPENCER (ON PHONE)
And it's just the two of us, all
alone... and no one else knows.

JILLIAN (INTO PHONE)
...yes...

SPENCER (ON PHONE)
We're closer now than ever, Jillian.
I'm inside you... right now... Can you
feel me in there?

JILLIAN'S POV - looking out the phone booth, at the on-lookers, the cops, fire fighters and SEES standing at the end of the street, talking into a cell phone... Spencer.

ANGLE ON JILLIAN - one hand on the phone, the other on her belly. Tears begin to run from her eyes.

SPENCER (ON PHONE)
Look around, Jillian, these people,
they don't know you. No one else knows
you. Only me.

She cries harder.

SPENCER (ON PHONE)
It's just us now, Jillian. You and me.
And what's inside you... We're
connected.

Jillian's hand holds her stomach.

JILLIAN (INTO PHONE)
I'll never let you have them. You'll
never get them... never.

Jillian can SEE, Spencer on the phone at the other end of the street, but as he talks, he is walking toward her.

She slams the phone down.

EXT. PHONE BOOTH - CONT.

Jillian, fighting tears, comes out of the booth. Moves down the street, away from Spencer who follows about a block back. He does not run... just follows her.

CLOSE ON JILLIAN'S FACE and... FLASH TO...

Jillian and Spencer in bed, Follow The Fleet on the TV. As Fred Astaire sings, Jillian and Spencer play in the bed.

FRED ASTAIRE

...soon, we'll be without the moon...

BACK TO: EXT. NEW YORK STREET - CONT.

Jillian, moving uptown, this street more crowded. Spencer still a block behind her, moving at her pace. People pass her but no one notices HER TEARS or the MAN FOLLOWING HER.

CLOSE ON JILLIAN'S FACE and... FLASH TO...

Jillian and Spencer in bed. This time it is their New York City apartment. Jillian on her back, as if drugged. Spencer on top of her, fucking. Somewhere nearby... that SOUND.

BACK TO: NEW YORK CITY STREET - CONT.

Jillian further up town. Tears flowing now. She holds her stomach with one hand.

People begin to notice her, move out of her way but... no one notices Spencer, still back there, walking steadily.

JILLIAN'S POV -- looking back over her shoulder. SEEING Spencer back there, just another businessman in the crowd.

POV swivels and looks straight ahead. WE ARE in TIMES SQUARE. People stream by, lights flash, horns blare.

POV SEES -- Everything a little distorted, faces slightly twisted, lights bend and leave trails in the air.

CLOSE ON JILLIAN'S FACE and FLASH TO:

Jillian on the exam table in the gynecologist's office. WE GLIDE over her, toward the ultrasound monitor and SEE... The twins, in utero, more fully formed. Their eyes stare out, their mouths open. They float in her fluid.

BACK TO: NEW YORK CITY STREET - CONT.

JILLIAN'S POV moves through the crowd, staring at the faces that pass. Old Men, Young Women, a pack of Teenagers, Tourists... they all stream by in distorted slow motion.

POV looks back, Spencer still there, like a beacon.

POV swivels back to look ahead and SEES, coming this way...
a PREGNANT WOMAN holding a small child by the hand.

The Pregnant Woman passes, oblivious and then, as if she can feel Jillian staring, the Pregnant Woman looks at POV, pulls her child close makes a wide berth around Jillian.

CLOSE ON JILLIAN'S FACE and... FLASH TO:

Natalie Streck, standing at her bathroom sink, her hands plunged under the water, gripping the radio, electricity coursing through her body.

Hold for a moment on Natalie's trembling body then...

BACK TO: NEW YORK CITY STREET - CONT.

Jillian stops, looks down at her stomach.

And Jillian... begins to run. Swerving through the people who pass her by, running hard.

Behind her, Spencer SEES her bolt and gives chase.

ANGLE ON - Jillian, running hard.

ANGLE ON - Spencer, fast, athletic, keeping pace.

ANGLE ON - Jillian's shoes pounding the sidewalk.

ANGLE ON - Spencer's shoes as he runs.

Jillian, runs with everything she's got. Her breath comes hard, her jaw is clenched. She looks back over her shoulder, Spencer still there.

She looks ahead of her and SEES, in the middle of the block, the entrance to her building. She runs faster.

CUT TO:

INT. BUILDING FOYER - DAY

Jillian, sweating, breathing hard, comes in from the street. Not running but walking very fast she goes straight for the elevators. Hits the UP button.

DOORMAN
Everything OK there, Mrs. A?

Jillian nods "yes". The elevator hasn't come. Jillian looks to the street door, then back to the elevator. She hits the UP button again. Behind her, Jillian hears...

DOORMAN

That your husband, Mrs. A?

Jillian SEES just outside the glass doors... Spencer. He stares at her as he opens the door, steps inside.

DING. The elevator door opens. Jillian steps inside.

CUT TO:

INT. ELEVATOR - CONT.

Jillian hits the PH button. She SEES, Spencer, in the lobby but moving toward her.

Jillian frantically presses the DOOR CLOSE button.

Spencer halfway across the lobby, smiling at her and... the elevator door closes. Jillian slumps against the wall.

CUT TO:

INT. ARMACOST APARTMENT - DAY

The door bursts open. Jillian enters, locks the door behind her then goes right for the AM/FM RADIO in the living room.

She grabs it, leaves her hands on it for a minute. SOBS still escape her lips, TEARS on her cheeks and then...

Jillian yanks on the radio. The plug is pulled from the wall. Holding the radio, she quickly leaves the room.

CUT TO:

INT. ELEVATOR - CONT.

Spencer, alone in the elevator as it rises toward the top.

CUT TO:

INT. ARMACOST KITCHEN - CONT.

Jillian at the sink. She turns both taps on full blast, the water shoots into the sink.

CUT TO:

INT. ELEVATOR - CONT.

Penthouse level. The doors open. Spencer steps out.

INT. HALLWAY - CONT.

Spencer walks down the hall toward his apartment. He takes his key out, puts it in the lock but stops. He listens.

Then, quickly, he unlocks the door, pushes it open.

INT. ARMACOST APARTMENT - CONT.

Spencer steps inside. Stops, listens and hears... from the kitchen... the SOUND of water running.

SPENCER

JILLIAN!

He runs through the living room. The SOUND of water louder.

Through the dining room. The SOUND of water louder yet.

But he stops running just outside the kitchen because... at his feet, spreading out from the kitchen door... WATER.

INT. KITCHEN - CONT.

The SINK TAPS running full blast, the sink has overflowed, the water spilling out onto the counter next to the sink.

The AM/FM RADIO sits on the counter. The water from the sink pours past it, SOAKING IT THE RADIO.

The water spills over the counter, onto the floor and runs out the door into the dining room where Spencer stands.

And Jillian, barefoot, sits on a HIGH WOODEN STOOL in the middle of the kitchen floor. An island surrounded by water.

In one hand she holds the plug for the radio. In her other hand, she holds one end of an EXTENSION CORD, the other end is plugged into the wall socket.

If she plugs the radio into the extension cord, the water will be electrified.

Jillian looks into the dining room at Spencer as he takes a step back, away from the advancing water.

JILLIAN

I'll never let you have them.

And as Spencer watches, Jillian moves one of her bare feet toward the water on the floor.

SPENCER
Jillian... please...

She stops before her foot touches the water, looks at him.

SPENCER
I know the first time I saw you, under
that tree, laughing with your friends.

JILLIAN
That wasn't you...

The water still runs, the SOUND loud, onto the counter,
past the radio, onto the floor, out to where...

Spencer takes another step back, away from the water.

SPENCER
Remember what you said to me, the
first time we kissed?

JILLIAN
That wasn't you...

SPENCER
You laughed and said "what am I going
to do with you?" Remember, Jillian?

JILLIAN
That wasn't you...

SPENCER
"What am I going to do with you?" And
we talked, all the time, about our
lives, out future... our family...

It is too much for her, tears again streak down her cheeks.

JILLIAN
THAT WASN'T YOU...
(BEAT, then...)
That was Spencer.
(soft)
...that was Spencer...

SPENCER
I am Spencer.

JILLIAN
(soft)
No... Spencer is dead.

She looks at him and in a voice FULL OF HATE...

JILLIAN

He's dead... and you killed him.

Spencer wants to go toward her but the water is right there at his feet. He is forced to take a step back instead.

He watches as... Jillian brings the RADIO'S PLUG and the EXTENSION CORD SOCKET close together...

SPENCER

Jillian...

She rubs the plug against the electric cord socket...

SPENCER

Jillian, please...

They listen to the SOUND of the water, gushing out of the tap, hitting the floor.

Jillian, isolated on the stool. Spencer, in the dining room, at the edge of the water. He reaches out to her...

She rubs the plug against the socket, looks at Spencer.

SPENCER

(softly)

Jillie, come here... I need you so much, we belong together. You know that... Come here, Jillian.

(firmer)

Come here, Jillian...

(firmer still)

Come here, Jillian...

Spencer, at the edge of the water. His hand extended toward Jillian. She is looking right into his eyes.

SPENCER

(commanding)

Now, Jillian, come here.

(BEAT, then...)

NOW.

And the stool upon which Jillian sits begins to TREMBLE, to SHAKE and now... the stool begins to MOVE. First an inch, then another... SHE IS BEING DRAWN TOWARD SPENCER.

ON JILLIAN - her eyes wide with fright.

SPENCER

We'll take care of each other,
Jillian.

She is drawn closer.

SPENCER

And we'll take care of what you have
inside you...

Closer. He reaches out, she is a foot beyond his grasp.

SPENCER

I saved you, Jillian. Remember. I made
you believe. I love you, Jillie.

She stares at him, hard. Her eyes burning with hate.

ON SPENCER, at the edge of the water, takes another step
back from its advance.

Behind Spencer, the closed bedroom door and... seeping out
from beneath it... WATER.

JILLIAN

You'll never get them.

CUT TO:

INT. ARMACOST MASTER BATHROOM - CONT.

Both sinks on full blast, overflowing, onto the floor.

The bathtub, faucet on full, overflowing also...

The water has run out the bathroom door, into...

INT. BEDROOM - CONT.

The water from the bathroom has spread out across the
bedroom floor and run under the closed door, out into...

CUT TO:

INT. DINING ROOM - CONT.

Spencer, facing the kitchen, facing Jillian, his back to
the closed bedroom door, does not SEE...

The water spreading out from beneath the door. But...

Spencer steps back toward it as he takes another step away
from the water advancing out of the kitchen.

INT. KITCHEN - CONT.

Jillian, sitting on the wooden stool. Radio's plug in one hand, extension cord in the other.

SHE CAN SEE, on the floor behind Spencer, the water coming out from beneath the closed bedroom door.

She can SEE, Spencer move closer to it as he keeps backing away from the water coming out of the kitchen.

Jillian looks toward the radio on the counter, water rushing all around it, onto the floor, toward Spencer.

JILLIAN

(re: radio)

How do you get it to make that sound?

And Spencer takes one more step back and now... his feet are in the water spilling out from the bedroom door.

He looks down. SEES his feet in the water.

JILLIAN

I turn it on but all I get is music.

Spencer LOOKS UP AT JILLIAN as the water flowing from the kitchen meets the water seeping under the bedroom door.

Spencer is surrounded by water. He rushes for Jillian as...

JILLIAN

All I get is music...

And she pushes the radio plug into the extension cord.

SPENCER

Jillian... No...

And ZWAP, the lights flicker as the electric charge runs from the radio, through the water and SLAMS into Spencer.

It stands him straight up, his body trembles, his eyes open wide. His mouth tries to form a word...

SPENCER

Ji... Ji... Ji...

Jillian staring straight at him, safe on her wooden stool as... he looks into her eyes...

The SOUND of electric current loud in the apartment, light bulbs begin to explode.

Jillian SEES... from Spencer eyes... he begins to CRY TEARS OF BLOOD. He opens his mouth again but from it comes...

THAT SOUND, that HORRIBLE SOUND. Like insects screaming.

Spencer, rigid with electricity, the SOUND flowing from his mouth. More light bulbs explode, glass shatters.

Jillian SEES, blood dripping from each of his ten fingers.

And... Spencer manages to move his foot, he TAKES A STEP TOWARD HER. The SOUND LOUDER AS...

He takes ANOTHER STEP TOWARD HER and then...

Spencer drops to his knees. Still looking into her eyes. The SOUND coming from his mouth stops, his eyes roll back in his head and he falls, face forward... landing...

Prostrate at Jillian's feet.

She looks down at him then... pulls the radio plug from the extension cord. Her gaze never leaves him then...

She closes her eyes for a moment, opens them then steps off the stool.

CLOSE ON - Jillian's bare foot as it comes into contact with the wet kitchen floor.

BACK ON - Jillian as... not looking down, she walks out of the kitchen, around the corner and out of view.

HOLD ON - the dead body of Spencer, face down on the floor. The water from the sink continues to flow, over the counter, past the radio, onto the floor and past Spencer.

DISSOLVE TO:

EXT. SEASIDE - OFF SEASON - DAY

Gray, overcast. The summer shops closed. Empty. Watch the DARK SEA beat against the empty beach for a moment.

PAN TO SEE... a VICTORIAN HOME... a sign out from reads... ROOMS FOR RENT.

CUT TO:

INT. VICTORIAN HOME - CONT.

FOLLOW an OLD WOMAN as she carries a breakfast tray up the stairs to the second floor. The THICK LENSES on her glasses cover her cataract riddled eyes.

Humming softly, the Old Woman carries the tray down the hall and sets it on the ground before a bedroom door.

She knocks on the door then...

OLD WOMAN

Mrs. Larkin, I've set your breakfast out for you.

Humming, the Old Woman toddles back toward the stairs.

CUT TO:

INT. BEDROOM - CONT.

A simple Victorian bedroom, a small sitting room attached.

Through the lace curtains a view of the sea. In a rocking chair... Jillian... she is at least 7 months pregnant.

Jillian rises, begins to walk toward the door but stops halfway there and looks into the sitting room.

JILLIAN'S POV - at the far end of the sitting room, on an antique table... an AM/FM RADIO.

ANGLE ON JILLIAN as... she begins to walk toward the radio. Over the hook rug, across the hardwood floor, into the sitting room.

Closer to the table with the radio. Closer still until...

She stands right before it. She looks down at it.

Jillian reaches out her hand, her fingers come to rest upon the radio's ON switch.

So quiet in her room. Just the SOUND of the sea outside.

Jillian takes a deep breath then... she turns the radio ON.

BLACK OUT:

IN THE BLACKNESS... softly at first, but growing louder, drawing closer... the SOUND... the SOUND of INSECTS SCREAMING. It grows until it is deafening and then...

SILENCE. Just BLACKNESS.

the end