

THE FLY II

Revised Draft by
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Original Screenplay by
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Third Revised Draft
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1 OPENING CREDITS ROLL and end in BLACKNESS

1

Slowly, a sound fades in. Low and indistinct at first, until it becomes the buzzing of an insect. As the sound grows louder, a vague image takes shape in the distance; a FLY appears weaving its way to the foreground. As it gets closer, it moves out of frame, only to re-enter, CLOSER and LOUDER each time. Other less distinct sounds become audible as the fly approaches. These sounds become recognizable as MUFFLED VOICES and BREATHING, still unclear, due to the LOUD BUZZING of the fly, now quite large in the frame. The buzzing is blaringly loud as the FLY abruptly exits again, leaving the frame BLACK and SILENT. A moment later, the huge, monstrous face of the fly SMASHES into frame filling it entirely.

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2,3 OMITTED

2,3 *

4 OMITTED

JUMP CUT TO:

4

5 INT. HOSPITAL O.R. ROOM - DAY

5 *

CLOSE ON RONNIE QUAIFE as her feverish eyes pop open. She screams at the top of her lungs in reaction to the dream. Suddenly, she becomes aware of another reality. The voices of doctors and nurses in the operating room.

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*

CUT TO:

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Ronnie's POV - a ceiling. Surgical lights. The PERINATOLOGIST leans close, peering into the camera lens.

*
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*

PERINATOLOGIST

Just keep breathing, Ronnie.

Ronnie starts gasping and choking for air, tearing out her wires and I.V. tubes. Her ECG monitor goes crazy. She throws back the covers and gazes down in horror at her swollen, pregnant belly which undulates wildly. Ronnie screams again as the doctors try to restrain her.

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CUT TO:

6 EXT. HOSPITAL - DAY

6

THE GLARE OF THE PENLIGHT sweeps from our eyes to reveal a helicopter descending in a violent storm, lashed by rain and high winds. This is insane weather for flying.

The pilot attempts to set down twice, and both times his craft is buffeted off its mark by the wind. He manages to land on the third try and cuts the engine fast.

(CONTINUED)

CONTINUED:

3.

INT - HOSPITAL ROOM - DAY

3

TIGHT ON RONNIE as her feverish eyes pop open and she wakes from the dream. A terrified whisper:

RONNIE

The baby...

Ronnie starts gasping and choking for air, tearing out her wires and I.V. tubes. Her ECG monitor goes crazy. She throws back the covers and gazes down in horror at her swollen, pregnant belly, which undulates wildly.

CUT TO:

4 OMITTED

4 **

CUT TO:

5 INT - O.R. - RONNIE'S POV

5

A ceiling. Surgical lights. Frenzied technical jargon:

VOICES (O.S.)

She's a bleeder!...Get another I.V. going!...I want those clotting studies now, not tomorrow!

The PERINATOLOGIST leans close, peering into the camera lens.

PERINATOLOGIST

Just keep breathing, Ronnie.

He shines a penlight into our eyes and the screen fills with SUDDEN GLARE as we...

CUT TO:

6 EXT - HOSPITAL - DAY

6 *

The GLARE OF THE PENLIGHT sweeps from our eyes to reveal a helicopter descending in a violent storm, lashed by rain and high winds. This is insane weather for flying.

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**

The pilot attempts to set down twice, and both times his craft is buffeted off its mark by the wind. He manages to land on the third try and cuts the engine fast.

(CONTINUED)

CONTINUED:

4.

The passenger door opens and ANTON BARTOK emerges. A man of power, as elemental as the storm itself. He heads for the building at an unbreakable stride as DOCTOR SHEPARD runs out onto the helipad to meet him.

SHEPARD

It's happening!

BARTOK

Why wasn't I notified sooner?

SHEPARD

I'm sorry, Mr. Bartok! We called as soon as the labor began!

BARTOK

I better not miss this, Shepard.
It would cause you untold regret.

They exit frame. A SUDDEN FLASH OF LIGHTNING illuminates the building -- an imposing glass and stone edifice topped by huge letters that read: "BARTOK SCIENCE INDUSTRIES".

**

CUT TO:

INT - OPERATING ROOM - DAY

7 *

The O.R. is absolute, high-decibel chaos -- we catch Ronnie in MID-SCREAM, neck muscles corded and distended, blowing air like a bellows. The medical team works furiously, people rushing about and shouting at one another.

RONNIE

OH GOD! THERE'S SOMETHING
WRONG! I CAN FEEL IT!

OBSTETRICIAN

We seem to have a uterine
atony here. Never seen so
much fluid.

*
*

NURSE

You're doing fine. We're
almost there.

PERINATOLOGIST

(to a nurse)

RONNIE ""

GET IT OUT OF ME! JUST GET
IT OUT OF ME!

Let's have twenty units of
pitocin standing by.

*
**

CAMERA CRANES UP to reveal the gallery -- a glass-enclosed observation bay situated above the chaos. The lighting within the gallery is dim, but SCIENTISTS in white lab coats can be glimpsed monitoring the activity below.

8

INT. O.R. GALLERY - DAY

8

DR. JAINWAY, a stern middle-aged woman, is the senior scientist in charge, overseeing the others as they work. She glances at Bartok as he bursts in, trailed nervously by Shepard.

(CONTINUED)

CONTINUED:

5.

JAINWAY

You're just in time. I was afraid
you weren't going to make it.

Bartok joins her at the window and gazes down.

9 INT. OPERATING ROOM - DAY

9 *

Ronnie sees Bartok. She tries to sit up as a nurse restrains her.

RONNIE

YOU TOLD ME IT WOULDN'T BE LIKE
THIS! YOU PROMISED!

She falls back, screaming as another wave of pain jolts her.

OBSTETRICIAN

It's coming, Ronnie! Help me out
here! Big push now!

He gazes down in horror as Ronnie gives birth.

OBSTETRICIAN

Oh Jesus.

For a brief moment everything comes to a standstill...and the
obstetrician raises a squirming LARVAL SAC into view.

*

Ronnie catches sight of what she's given birth to and starts
to go into convulsions.

OBSTETRICIAN

She's hemorrhaging! Start fundal
massage! Get that pitocin going,
and draw up .2 milligrams methergyn!

**

We're suddenly back to utter chaos as the obstetric team tries
to save Ronnie's life. The obstetrician, still holding the
larval sac as the umbilical cord is clamped, turns to scream
at the neonatologist:

OBSTETRICIAN

I thought you said that goddamn
ultrasound read normal!

NEONATOLOGIST

It did!

OBSTETRICIAN

Then what the hell am I holding?

The umbilical cord is cut. The obstetrician hurries to an
incubation pad and lays the larval sac down.

(CONTINUED)

CONTINUED:

6.

ON RONNIE

as the obstetric team tries desperately to save her... *

PERINATOLOGIST

We're into D.I.C.! We're losing
her! We're losing her!

...but despite their efforts, Ronnie dies. The perinatologist
raises a fist and pounds the operating table in frustration. *

THE LARVAL SAC

sits on the incubation pad, flexing and pulsing. The
obstetrician prods the surface gently with a probe...

NEONATOLOGIST

Is that some sort of amnion?

OBSTETRICIAN

I think so.

...and the larval sac splits open. Something inside is
struggling to emerge. A gasp rises up. People back off.
The sac continues to split and rupture. The obstetrician grabs
it and tears it even further, trying to help whatever's inside. *

10 & 11 OMITTED

10 & 11

12 BARTOK - INT. O.R. GALLERY - DAY

12 *

presses against the window, breath fogging the glass, eyes
riveted to the event below.

13 THE OBSTETRICIAN - INT. O.R. GALLERY - DAY

13 *

gazes down, eyes widening in amazement. Suddenly, we hear a
BABY CRY OUT. The obstetrician looks up at Bartok...and brings
a perfectly-formed human baby boy into view. He holds the
child up for Bartok to see, almost as if making an offering. *

14 BARTOK - INT. O.R. GALLERY - DAY

14 *

A MAN in a dark suit appears at his side and whispers: *

MAN

Mr. Bartok, I have those adoption
papers ready for your signature. *

Without even looking at the man, Bartok scribbles his
signature with a platinum Cross pen. The man discreetly
disappears. Bartok gazes down at the infant...and smiles. *

BARTOK

Kootchy kootchy koo.

CUT TO:

(CONTINUED)

CONTINUED:

IN A MONTAGE SEQUENCE:

15 MARTIN BRUNDLE - INT. CATSCAN TUNNEL - DAY 15

is a terrified newborn infant screaming his little lungs out as a huge CAT SCAN tunnel swallows him and ROARS...

16 MARTIN - INT. EXAMINATION ROOM - DAY 16

is now an older baby with a thick patch of dark hair. He's crying as he undergoes a painful spinal tap...

17 OMITTED 17 *

18 A COMPUTER SCREEN - INT. EXAMINATION ROOM - NIGHT 18

shows a computer-graphic recreation of Martin side-by-side with the much smaller image of a three month old. Jainway taps the screen with her pen, indicating the smaller child.

JAINWAY

Here we have an average three month old child...

She now indicates Martin's image.

JAINWAY

...and here we have our three month old child. As you can see, his life cycle is dramatically accelerated. He's growing at four to five times the normal rate for a human being.

*
*
*

ANGLE WIDENS to reveal Bartok being briefed by Jainway and her team. Jainway nods to Shepard, who turns to a large transparency glowing on a lightbox -- a photographic blow-up of DNA molecules. He indicates various chromosomes, circling them with a grease pencil.

*
*

SHEPARD

We've narrowed it down to these mutant chromosomes in his DNA chain. They're curiously unformed, almost like a blank slate. They're nothing we've ever seen before.

*
*

JAINWAY

Whatever they are, they're not human.

*
*
*

BARTOK

Do these unformed chromosomes bear any hint of...insect characteristics?

**
**

Jainway hesitates, exchanging a glance with Shepard. It's hard to accept, but the evidence is conclusive:

(CONTINUED)

CONTINUED:

8.

JAINWAY

There are distinct similarities.

BARTOK

(faint smile)

Of course there are. He's got more than just his father's eyes.

Bartok turns to address the entire team:

BARTOK

I'm sure I needn't point out how important this project is to our genetic research. The long term potential is staggering. This little boy could put us ahead of the competition by decades...not to mention billions of dollars.

(beat)

Dr. Jainway will continue to head the project. You will all answer to her. She, in turn, will answer to me. I, in turn, answer to nobody but God. From God's mouth to your ears, that is the chain of command. Respond accordingly.

Bartok turns his gaze back to the blow-ups. A faint smile.

BARTOK

Not human...

THE TRANSPARENCIES

are yanked away with a motorized CLANG, revealing the surface of the lightbox -- a WHITE GLOW floods the screen as we

DISSOLVE TO:

19 & 20 OMITTED

19 & 20

21 A WHITE GLOW - INT. OBSERVATION ROOM/MARTIN'S ROOM - DAY

21

which proves to be a sterile white wall. TILT DOWN to reveal Martin, now a seemingly normal four year old. He's charging around his spartan living quarters with a toy airplane, screaming at the top of his lungs, having a grand old time. He's being pursued by the hapless and harried Dr. Shepard, who is trying to get the boy to sit still for testing.

ANGLE WIDENS OUT -- we are watching the scene through a huge two-way mirror. On this side of the glass is a dimly lit observation bay, where TECHNICIANS are monitoring Martin's progress. Bartok is at the glass with Jainway.

BARTOK

What about his sleeping habits?

(CONTINUED)

CONTINUED:

9.

JAINWAY

They've remained pretty constant.
Some nights it's forty five
minutes. Never more than an hour.

**

As they watch, Martin grabs Dr. Shepard by the tie and gleefully drags him around in circles. Bartok suppresses a smile, but Jainway sees no humor in it.

JAINWAY

You can see how he is. He never
slows down. He's virtually
unmanageable.

BARTOK

Nonsense. He's just spirited
(gazes out at the child)
If I didn't know any better, I'd
say that was a four year old boy.
A boy who just happens to have been
born eleven months ago.
(beat)
I'd say it's time our young guest
and I got acquainted.

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22 INT - MARTIN'S ROOM - DAY

22

Martin is still dragging Shepard around by the tie as Bartok enters, trailed by his entourage. Shepard, at his wit's end, finally manages to get his tie out of Martin's grasp.

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BARTOK

(smiling, expansive)
We're not interrupting, are we?

**

*

SHEPARD

(flustered, fixing his tie)
Not at all, Mr. Bartok.

Martin gazes up at Bartok with frank curiosity. Bartok puts on a big grin.

BARTOK

Well, well. What a handsome young
man you are. Do you know who I am?

MARTIN

You're one of the people who live
behind the mirror.

(CONTINUED)

CONTINUED:

10.

The adults give an "isn't that cute" chuckle. Bartok squats to Martin's level, hiking his trousers to preserve the crease.

BARTOK

My name is Mr. Bartok, and I know
you and I are going to be very,
very good friends. Don't you think?

**

(Martin shrugs)

I know we will. In fact, I hope
you'll think of me as more than
just a friend. I hope you'll think
of me as your dad.

MARTIN

What's that?

BARTOK

Legal definitions aside, a dad is
someone who takes care of you.
Gives you what you need. Signs the
checks. I'm "dad." Understand?

(Martin nods)

Good. I want you to be happy here.
I want us to be very close, you and I.

*

MARTIN

'kay.

But Martin doesn't sound very convinced. Bartok's mind races
for a way to win the child over. It finally comes to him:

BARTOK

Martin, before I go...

Bartok pulls the oldest, corniest sleight-of-hand trick in the
book -- he snatches a quarter from behind Martin's ear.

BARTOK

...what's this in your ear?

Martin's face lights up. He's stunned, amazed. Bartok grins.
He's got the kid where he wants him. He starts rolling the
coin across his knuckles with lightning speed, back and forth,
back and forth.

BARTOK

It's magic.

Bartok abruptly palms the coin and holds up his clenched hand.

BARTOK

Do you think it's in there? Maybe
yes, maybe no?

CONTINUED:

11.

He flings his hand open -- the coin's gone.

BARTOK

Abracadabra.

MARTIN

Where'd it go?

BARTOK

Could it be...in your other ear?

With his other hand, Bartok pulls the same coin-from-the-ear trick. Martin gasps.

BARTOK

The secret is knowing the magic word. Not "abracadabra," that's just something you say for the benefit of the audience. I'm talking about a real magic word, a secret word that you keep locked away in your heart and never tell anybody. That's the word that makes the magic happen.

(gives Martin the coin)

That's for you. Maybe someday, if you're a good boy, and if you think of the right magic word, you can do magic too.

The kid gives him an adoring smile -- Bartok is becoming godlike in his eyes. Bartok rises and ruffles the boy's hair.

BARTOK

Goodbye, Martin.

Bartok sweeps from the room accompanied by his entourage. Now alone, Martin clenches the quarter tightly in his hand. When he opens his fingers, the quarter's still there. He stares at it, puzzled.

He puts the quarter on his knuckles and tries to roll it as Bartok did, but the quarter falls to the ground and rolls away. Martin chases after it as we

CUT TO:

23 & 24 OMITTED

23 & 24

25 INT - MARTIN'S ROOM - NIGHT

25 *

TIGHT ANGLE ON a young boy's hand rolling a quarter across his knuckles at lightning speed. TILT UP to reveal Martin, now age ten, working at his mainframe computer.

CAMERA DOLLIES IN A SLOW 360 AROUND MARTIN as he literally does five things at once: rolls the quarter across his knuckles,

operates the computer, listens to music, and watches two separate video monitors playing two separate programs: one is a Tom & Jerry cartoon, the other a college-level science show.

26 ANGLE ON MARTIN - INT. OBSERVATION ROOM/MARTIN'S ROOM-SAME NIGHT 26

through the two-way mirror. A bleary-eyed technician named BARNES is struggling to stay awake in the dimly lit observation bay. He nods off, his paperback falling to the floor.

His head snaps up and he checks the digital clock -- 2:47 a.m. He sighs wearily and rubs his face. Night shift is hell.

CUT TO:

27 EXT - BARTOK INDUSTRIES - ESTABLISHING - DAY 27

A sprawling complex of buildings and tasteful landscaping.

28 INT - MARTIN'S ROOM - DAY 28

Martin undergoes his routine morning medical. Jainway is strapping a blood pressure sleeve around his arm while Shepard does the eye-ear-nose-and-throat routine. Martin keeps pestering Shepard by pulling the end of Shepard's tie out of his pants. Shepard, fastidious, keeps tucking it back in.

JAINWAY

Keep still, Martin. Stop fidgeting.

MARTIN

Is Mr. Bartok gonna visit today?

Jainway converses with Martin absently, never even taking her eyes off her instruments to look at him. She deals with him as clinically as she deals with his blood pressure.

JAINWAY

You know how busy he is. He's got that project up in Zone Four.

MARTIN

Oh yeah.

(brightening)

Can I go visit him?

JAINWAY

(pumping up the sleeve)

Of course not. You're not allowed in Zone Four.

MARTIN

Why?

JAINWAY

Because you don't have Zone Four clearance.

(to unseen technician)

Blood pressure 140 over 80.

I'll take it again for safety.

MARTIN

How come I don't have Zone Four clearance?

JAINWAY

You're only a Zone Three project.

(pumping up the sleeve)

You're fidgeting again.

MARTIN

It's normal behavior. I read it in a book for mummies. Wanna see?

JAINWAY

(icy)

No thank you. Now sit still or you'll affect the reading.

Martin sits still. God forbid he should affect the reading.

CUT TO:

29 INT - MARTIN'S ROOM - DAY

29

Martin stands alone in his room, doing a card trick in front of his wall-length mirror. At first it seems he's practicing...

MARTIN

After I shuffle the cards, I say the magic word...abracadabra! And the card has risen magically to the top of the deck!

He flips the top card off the top of the deck and holds it up to the mirror. He smiles triumphantly.

MARTIN

That's the card, isn't it?

No answer. We realize he wasn't practicing -- he was actually performing the trick for whoever's on the other side of the two-way mirror.

MARTIN

Hello?

Beat. Shepard's VOICE issues softly from the ceiling speakers:

(CONTINUED)

SHEPARD (filtered)

What, Martin?

MARTIN

This is the card, right?

SHEPARD (filtered)

Uh...right.

30 INT - OBSERVATION ROOM/MARTIN'S ROOM -DAY

30

Shepard doesn't even look up from the report he's filling out.

SHEPARD (cont.)

Great trick, Martin.

The smile fades from Martin's face -- he realizes the man wasn't paying any attention. He reshuffles his deck sadly.

CUT TO:

31 OMITTED

31

32 INT - MARTIN'S ROOM - NIGHT

32

Martin working at his computer. On the screen are the words:

> PERSONNEL: CODE FILE, INTERNAL
SECURITY ACCESS ONLY

Martin keeps working patiently at it, his brow knitted in deep concentration. He's finally rewarded with:

> FILE ACCESS

Martin has broken into the file. He glances guiltily over his shoulder at the two-way mirror, then presses on. The computer ticks down an endless list of names, numbers, and clearances, finally coming to:

> BRUNDLE, MARTIN/DSY553-5135-99L/ZONE THREE

With a few simple strokes of the keys, Martin upgrades his classification to "Zone Four."

CUT TO:

33 INT - OBSERVATION ROOM - NIGHT

33

Barnes has pulled night duty again, and he's fallen asleep in his chair. The observation bay is dark and quiet, as is Martin's room on the other side of the mirror.

Suddenly, a beam of light shines through the glass and sweeps around until it finds Barnes. The technician doesn't stir.

(CONTINUED)

CONTINUED:

15 .

4 INT - MARTIN'S ROOM - NIGHT

34

Martin is holding a flashlight flush against the mirror, peering into the observation bay. When he backs away, the light reflects off the mirror and illuminates his face. He's grinning mischievously.

CUT TO:

34A INT - HALLWAY/GUARD OPERATIONS DESK - NIGHT

34A

Martin comes up the dimly-lit hallway and peers around the corner at the Guard Operations desk. A guard named WILEY is manning a bank of video surveillance monitors. JOE SCORBY, Chief Guard of Bartok Industries' security force, is having coffee nearby. Martin sneaks past them.

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35 INT. ZONE 3/4 HALLWAY - NIGHT

35

Martin comes to a door marked "ZONE FOUR" and almost reconsiders, but "almost" doesn't count. He checks to make sure the coast is clear, then places his plastic I.D. tag against the scanner. A light above the scanner glows green, and the door automatically opens.

6 INT - ZONE FOUR HALLWAY - NIGHT

36

Martin enters and looks around, deeply disappointed.

MARTIN

This looks just like Zone Three.

*

He wanders deeper into the place, wondering what all the damn fuss was about. Soon he begins to hear FAINT SOUNDS -- animal sounds?

36A INT - INSECTORIUM (ENTRYWAY TO KENNEL)- NIGHT

36A *

Martin, drawn by the animal sounds, finds himself in the "insectorium" -- a corridor of simple observation windows through which we can see into the various insect hatcheries.

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Martin pauses, peering through a window into the fly hatchery. He presses his hands against the glass, watching the flies buzzing in the air.

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On the other side of the glass, a single fly moves toward his hand. Soon, a second fly lands...and then a third...and a fourth...

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*

MARTIN

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**
**

hears somebody coming. He turns and hurries down the hall, disappearing around the corner.

(CONTINUED)

CONTINUED:

15A.

A JANITOR enters, rolling a large plastic dumpster. He starts emptying the waste receptacles lined up outside the hatchery doors -- but pauses, staring in slow amazement at:

**
**
**

THE FLY HATCHERY WINDOW

**

Dozens of flies are positioned on the glass, forming the shape of Martin's hands.

**

(CONTINUED)

CONTINUED:

16.

37 INT - KENNEL - NIGHT

37

Martin enters and comes to a dead stop, gazing around in wonder. ANGLE WIDENS SLOWLY to reveal a huge noisy room filled with countless varieties of caged lab animals.

Martin wanders down the rows of screeching monkeys and meowing cats. He comes upon a particular cage and stops. Inside the cage sits a large black dog.

A long, extended moment. Martin gazes at the dog. The dog gazes back. Let's face it, this is love at first sight.

CUT TO:

38 INT - KENNEL - SAME NIGHT

38

The dog sits at Martin's feet, tail wagging furiously, gazing up with endless fascination as the boy performs his umpteenth magic trick of the night.

MARTIN

After I shuffle the cards, I say the magic word...abracadabra! And the card has risen magically to the top of the deck! Ta-daaa! For my next trick, I will magically pull a kibble from a dog's ear! Are there any volunteers in the audience?

The dog starts barking, barely able to contain his excitement.

DISSOLVE TO:

39 INT - KENNEL - SAME NIGHT

39

Martin and the dog are curled up together in a blanket under a desk. The kennel is quiet, Martin is speaking softly, and the dog is listening with sad, attentive eyes.

MARTIN

I've got this disease. It's so rare I'm the only one who's got it. They even named it after me. It's called "Brundle Accelerated Growth Syndrome." The doctors say it means I'm growing up a lot faster than I'm supposed to, which isn't so bad, I guess. But I think it also means I'm gonna die a lot sooner too, which isn't so great. I don't know for sure, 'cause the doctors don't talk about that part much.

He pauses, mulling his fate.

*
*
*

MARTIN

It's not so bad. Some people are worse off. I once saw this show. There was this little kid and he was dying too, only of leukemia, and he only had a couple of weeks to live, so I guess I'm a lot luckier than him.

(long pause)

He got to go to a world series game, though.

*
*

FADE TO BLACK

40 INT - MARTIN'S ROOM - DAY

40 *

An ORDERLY brings lunch in on a rolling cart, then exits. Martin sits down to eat. Shepard's VOICE issues softly from the ceiling speakers:

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*
*

SHEPARD (filtered)

Looks like you're in luck today, Martin. Lamb chops and french fries. Your favorite, isn't it?

*
*
*
*

MARTIN

Yes sir.

*
*

As Martin starts to eat, he hides his lunch from the mirror's view with his arm...then sneaks a lamb chop and some fries off his plate, concealing them in a plastic bag in his lap.

*
*
*

CUT TO:

41 INT - OBSERVATION ROOM - NIGHT

41

Again, we find Barnes dozing in the darkness. The flashlight beam shines through the two-way mirror and finds him, then shuts off abruptly.

CUT TO:

42 OMITTED

42 *

43 INT - KENNEL - NIGHT

43

Martin enters with the bag of food scraps and hurries down the rows of cages until he gets to -- an empty slot. He stops cold. Where'd they put his dog? He notices a yellow tag hanging from a hook.

*

THE YELLOW TAG

has a handwritten notation: "Transfer to Bay 17."

CUT TO:

(CONTINUED)

CONTINUED:

18.

44 INT - HALLWAY ZONE 4 - NIGHT

44

Martin wanders the empty hallways in search of Bay 17. He comes to a color-coded lucite guide map on the wall and tries to get his bearings.

*

CUT TO:

45 OMITTED

45

46 INT - OBSERVATION BAY - NIGHT

46

TIGHT ON Martin as he enters a dimly lit place.

BARTOK (O.S.)

Dr. Trimble, my mood is wearing thin.

*

TRIMBLE (O.S.)

(filtered through intercom)

I'm sorry for the delays, Mr. Bartok.

*

I think we're all set now.

*

BARTOK (O.S.)

Then let's proceed.

*

CAMERA DOLLIES AROUND MARTIN to reveal the setting: he's in an observation/control booth with raked amphitheater seats and a huge window that affords a dramatic view of an enormous, brightly-lit lab below.

Standing at the window in silhouette is Bartok. Jainway is at his side. They are surrounded by a dozen or so TECHNICIANS operating various monitoring equipment. Everybody has their backs turned to Martin, their attention riveted to whatever's happening below.

*

*

Martin just stands there, taking it all in. Suddenly, he hears the SOUND OF A DOG BARKING filtered through the intercom.

VOICE (O.S. filtered)

C'mere boy, c'mon. That's a good boy...

Martin moves forward, coming down the incline toward the observation window.

47 MARTIN'S POV - INT. OBSERVATION BAY - TELEPOD ROOM - NIGHT

47

DOLLYING SLOWLY FORWARD, the lab below coming into view. The lab is enormous, crammed with computers, high-tech equipment, and TECHNICAL PERSONNEL.

Most intriguing of all, Seth Brundle's telepods are the focal point of the entire setting, standing like weird twin centerpieces on a raised area.

SIMMS, a technician, succeeds in coaxing Martin's dog into Telepod #1. He ruffles the dog's fur and slips him a Milkbone.

(CONTINUED)

CONTINUED:

19.

SIMMS

Good boy. Stay.

The telepod door swings shut, closing with a solid THUNK. The lock engages and spins closed. DR. TRIMBLE, the head tech, nods to an ASSISTANT seated at a computer control board.

TRIMBLE

Thank you. We'll begin the encoding sequence now.

The assistant punches the command into the computer, which begins to click and hum, analyzing the subject to be teleported. The countdown begins.

48 MARTIN - INT. OBSERVATION BAY - NIGHT

48

gazes down, not knowing what the hell he's looking at.

BARTOK AND THE OTHERS

are mesmerized by the drama unfolding below.

49 IN THE LAB- INT. TELEPOD ROOM - NIGHT

49

Everybody holds their breath as the computer counts down. CAMERA MOVES IN SLOWLY on the dog sitting patiently in the telepod. THE LOW HUM of the equipment builds in intensity to a SHRILL WHINE -- and the dog pulls the ultimate disappearing act, vanishing in a BURST OF BRIGHT CRACKLING LIGHT!

50 MARTIN - INT. OBSERVATION BAY/TELEPOD ROOM - NIGHT

50

is stunned. There's another FLASH OF CRACKLING LIGHT and he looks over at the other telepod.

51 TELEPOD #2 - INT. TELEPOD ROOM - NIGHT

51

is filled with thick bright mist. The door lock cycles, and the door swings slowly open. The technicians gather around, tense and expectant, peering into the mist.

Simms reaches into the telepod. He looks up at Bartok, grinning with excitement. A happy shout:

SIMMS

It worked! He's moving around! He's still alive!

Suddenly, the thing inside the pod lunges out in a furious blur of motion and teeth, chomping Simms's hand. SCREAMING, Simms yanks his hand up to his face -- minus three fingers.

(CONTINUED)

THE CREATURE

spills out onto the floor into the midst of the technicians, causing pandemonium, snarling and lashing out, howling with rage and pain. It used to be a dog -- but now it's a living nightmare thrashing about the floor in a tangle of twisted, useless limbs and horribly distorted features. It drags itself across the floor in agony, wearing its intestines on the outside, leaving a smear of blood in its wake.

52 MARTIN - INT. OBSERVATION BAY - NIGHT

52

is riveted with horror. He opens his mouth and lets loose an ear-splitting SCREAM! Bartok and the others whirl about, stunned to see Martin.

JAINWAY

How the hell did he get in here?

Martin keeps SCREAMING as if he may never stop. He runs to Bartok and buries his face, trailing off into heaving sobs. Bartok holds the boy, comforting him as best he can.

BARTOK

There there, Martin. There there.
I'm with you now. Sshhh...

FADE TO BLACK

53 INT - MARTIN'S ROOM - DAY

53

MARTIN'S POV - A gathering of TECHNICIANS and DOCTORS wearing paper party hats and holding plastic glasses of champagne, belting out an off-key rendition of "Happy Birthday To You." Bartok is at the forefront, leading the chorus.

A scattering of applause as the song ends. Shepard steps forward and sets a cake down in front of us. The icing reads: "Happy 5th Birthday." There are five candles.

SHEPARD

Happy birthday, Martin.

ANGLE ON MARTIN

reveals him to be a young man in his early twenties. He smiles shyly, a bit embarrassed by the whole thing.

MARTIN

Thanks, everybody.

BARTOK

Blow out the candles, Martin.
Don't forget to make a wish.

Martin feels foolish, but he blows out the candles. More applause. Jainway raises her glass and clears her throat.

JAINWAY

The whole team wants you to know
how happy we are to share your
fifth birthday. We're very proud.

Martin stares down at his champagne but doesn't touch it. He speaks without self-pity, but the absurdity does anger him:

MARTIN

Why? Because I'm still alive?

His words bring things to a standstill. People glance at one another, not knowing what to say. Bartok breaks the silence:

BARTOK

Martin, what do you think birthdays
are for? To give us an excuse to
parade about with these absurd hats
perched atop our heads? No. We
celebrate because we've managed to
snatch another year of life. And
each year we snatch is a precious
year. Now don't you think that's
something worth celebrating?

MARTIN

(contrite)

Sorry. Hope I didn't spoil the party.

BARTOK

Not at all. To another year of life.

Bartok tosses his champagne back, draining his glass in one huge gulp. Seeing this, Martin emulates him and drains his glass in one gulp. His features contort into a fierce grimace.

BARTOK

It's an acquired taste.

(confidential tone)

So. What did you wish for?

MARTIN

If I tell you, it won't come true.

BARTOK

Quite right. Secrets are important.
But I bet I can guess.

(beckons to Martin)

This is going to be a good year,
Martin. A special year. And to
start it off right, I'm going to
give you the best present ever.

MARTIN

What is it?

BARTOK

Your privacy.

Martin pauses, not certain he heard right. Bartok meaningfully hands him the empty champagne bottle, then cocks his head conspiratorially at the huge two-way mirror.

BARTOK

Say the magic word and make the mirror disappear.

Martin hefts the bottle, stunned. A slow grin spreads.

MARTIN

Will abracadabra do?

BARTOK

Of course. But don't forget the real magic word, the secret word you have locked away in your heart.

Martin closes his eyes and thinks of his magic word. He opens his eyes and grins like a maniac. He draws his arm back...

ANGLE ON MIRROR - SLOW MOTION

...and lets the bottle fly, spinning end over end, impacting dead center. The reflected image of Martin, Bartok, and the others shatters into a million spinning fragments as we

CUT TO:

54 EXT - BARTOK GROUNDS - DAY

54

Bartok leads Martin toward a newly-installed bungalow. Workmen are still putting finishing touches on the building's exterior.

MARTIN

(grinning like a kid)

Why are we coming here?

BARTOK

That would be telling.

55 OMITTED

55

56 INT - BUNGALOW - DAY

56

Bartok and Martin enter. ANGLE WIDENS to reveal a huge, sprawling apartment of raw brick and exposed beams. Tasteful, expensive furnishings abound. A long row of arched windows provide a sunlit view of trees and landscaping.

BARTOK

It's not much to look at from the outside, but it's not the outside that counts, is it? I hope you find it to your liking.

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*
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MARTIN

You mean this is mine? This is my place?

BARTOK

Your place. Your private place. No more mirrors. No more prying eyes.
(urging him on)
Go ahead. Take a look around.

Martin does just that, ranging around the apartment like a kid in a candy store, touching things, marveling at the sheer wonder of it all. He opens a window and gazes out at the view.

BARTOK

You like it?

Martin turns back to Bartok, tears glittering in his eyes. He's incredibly moved, doesn't know what to say.

BARTOK

I know it hasn't been easy for you, growing up in such a clinical environment. Given your unique affliction, I'm afraid it's been largely unavoidable.

MARTIN

You've been very good to me.
I don't know how to thank you.

BARTOK

Perhaps I can think of something.

He turns to a large gift basket of fruit and grabs an apple.

BARTOK

I'd like you to consider taking a position with Bartok Industries.

MARTIN

A position?

Bartok tosses the apple. Martin catches it.

BARTOK

I'm talking about a job.

CUT TO:

(CONTINUED)

57 INT - TELEPOD ROOM - DAY

57

Quiet, dark, deserted. The telepods are concealed under large dropcloths. The overhead fluorescents come to life. Bartok and Martin enter, trailed by Dr. Trimble.

Trimble crosses to the computer as Bartok pulls the dropcloth off Telepod #1. Martin touches the cold metallic surface.

MARTIN

(almost to himself)

I remember them being a lot bigger.

Bartok unveils Telepod #2 as well, then tosses the dropcloths aside. At his signal, Trimble activates the computer. Martin is startled as the door to Telepod #1 HISSES open.

BARTOK

Put the apple inside.

Martin does. Trimble punches in a command. The door swings shut, the lock engages, and the countdown begins. Martin backs away, apprehensive.

There is a FLASH OF CRACKLING LIGHT and the apple is gone. A brief moment later, another FLASH OF LIGHT from Telepod #2. The lock spins and the door swings open. Bartok approaches.

BARTOK

For five years I've had people working round the clock on this project. Five years and millions of dollars later...

He reaches into Telepod #2 and comes out with a handful of dripping apple pulp.

BARTOK

...what we have is the world's most expensive juicer.

Bartok tosses the remains of the apple in the trash. He pulls out an immaculately-pressed handkerchief and proceeds to wipe his hand.

BARTOK

The greatest invention in the history of mankind, and we can't figure out how to use the damn thing. Some fundamental principal seems to be eluding us. We're like a bunch of chimpanzees trying to figure out how to operate a car.

He pauses, tucking the handkerchief back into his pocket.

(CONTINUED)

BARTOK

Your father was a brilliant man. Brilliant, but erratic. When he died, some of his secrets died with him. Whatever the magic word was, the real magic word, he kept it to himself. You could finish your father's work. You're as brilliant as he was, perhaps more so.

MARTIN

I don't like these things.

BARTOK

Why?

MARTIN

(eyes flashing)

I just don't like 'em, that's all.

But Bartok can read Martin like a book:

BARTOK

It's because of the dog, isn't it? How many times can I apologize for that? How long are you going to hold that against me?

MARTIN

(flustered, upset)

I don't.

BARTOK

Martin, if I'd only known you wanted the dog, he'd have been yours. I've never denied you anything, have I?

MARTIN

(stares at the ground)

How many animals did you kill with these things?

BARTOK

That dog was the only live subject we ever tried to teleport. It was a tragic mistake, but it's in the past. You must concentrate on the future, and the future is right here in this very room.

He now directs Martin's attention to the telepods.

CONTINUED:

26 .

BARTOK

We could solve the world's transportation problems at a stroke, but that's just for starters. The medical implications are overwhelming. Imagine a new era of surgery without incision. Cutting people open would be primitive, a thing of the past. Poor old Aunt Hattie riddled with cancer? No problem, chum. We stick her in pod one, the computer disassembles and analyzes her, then zaps her into pod two...minus the cancer cells. The wretched old crone pops out good as new and ready to party.

Martin can't help smiling at this.

BARTOK

Imagine all the things that would become obsolete overnight. All the wasteful technology and stale thinking would become things of the past. That's what these machines represent...a new age.

(beat)

Your father would have won the Nobel Prize had he lived. I'd like to see you accept on his behalf. Now wouldn't that be something?

Martin gazes up at the telepods, drawn in by Bartok's words.

MARTIN

Would I have to work with a bunch of people?

Bartok grins inwardly -- he's got the kid hooked.

BARTOK

If you want personnel, Dr. Trimble and his people are at your disposal. If you want to work alone, fine, that's your choice. You're the boss now, Martin. This is your project. You call the shots.

He places a fatherly hand on Martin's shoulder.

BARTOK

And Martin, we did everything we could for your dog, but the end came very quickly. Take comfort in knowing he didn't suffer long.

(CONTINUED)

CONTINUED:

27.

Bartok turns and exits the room with Trimble at his heels.
Martin is left alone, gazing at the telepods.

*

57A INT. - HALLWAY (OUTSIDE THE TELEPOD ROOM) - NIGHT

57A *

Bartok strides down the hall with Trimble dogging his steps

TRIMBLE

Mr. Bartok, I beg you to reconsider
this. I feel that given just a
little more time...

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*
*

BARTOK

(interrupting)

Five years wasn't enough for you?
Shall I tell you what those five
years have cost me? Would you like
an itemized list?

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Bartok pauses, daring Trimble to answer him. Trimble doesn't.

**

BARTOK

When I spoke of making things
obsolete, I was referring to the
oil industry, the automobile
industry, the medical industry,
airlines, shipping, space
exploration...I could bury them
all. I'm talking power and wealth
that defies the imagination. But
only if I get those telepods working.

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He gazes back in the direction of Martin in the Telepod Room.

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BARTOK

I only wish I hadn't waited this
long to involve him. He might not
have much time left...

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DISSOLVE TO:

58 INT - TELEPOD ROOM - NIGHT

58

DOLLYING SLOWLY THROUGH the empty, deserted lab as "Le Nozze
di Figaro" BLARES from a pair of unseen speakers. Martin comes
slowly into view, seated at the computer console, the only
sign of life in the place. He's deeply engrossed, fingers
flying over the keyboard, muttering and humming to himself.

*

Bartok enters and sets a box of videotapes on Martin's console.

BARTOK

I pulled selected tapes from the
Archives. I thought you might like
to see them.

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DISSOLVE TO:

CONTINUED:

58A INT - TELEPOD ROOM - NIGHT

58A *

Martin is alone, intently watching a videotape of his father.
Seth Brundle is on the monitor screen, agitated and angry.

RONNIE (on tape, O.S.)
We've got to do this, Seth. Talk to
the tape, get in the habit. The
world will want to know what you're
thinking.

SETH (on tape)
Fuck is what I'm thinking!

RONNIE (on tape, O.S.)
Good. The world will want to know
that. What else? Why didn't it work?

SETH (on tape)
I think it turned the baboon inside out...

DISSOLVE TO:

59 INT - GUARD OPERATIONS CENTER - NIGHT

59

Wiley is manning the video surveillance board. Scorby is
leaning over his shoulder, peering intently at the monitors
that show various empty hallways and security zones.

A lone WOMAN appears on one of the screens, walking down a
hallway, studying a sheaf of computer printouts. Grinning,
Scorby switches from screen to screen, tracking the woman's
progress through the building.

SCORBY
Target sighted and locked in.

WILEY
(grins)
Fire at will, Chief.

Scorby hurries away from the station.

60 INT - HALLWAY - ZONE 2 - NIGHT

60

BETH LOGAN, the woman on the video screen, is a computer
programmer on the night shift. She's in her 20's, feisty
and intelligent, very cute under her glasses.

She rounds a corner and bumps right into Scorby, who was
lurking there, being nonchalant. The big man grins.

She tries to get past him. He blocks her way.

SCORBY

What's your rush?

BETH

I'm busy. Okay?

SCORBY

(shrugs)

Just trying to be friendly.

BETH

I've got friends.

Again she tries to get past him, but Scorby doesn't yield.

SCORBY

You know, every night I see you
come by here, I come out and try to
be nice. What's it take to thaw you
out, anyway?

(leans closer)

You oughtta wise up. Having the
right friends around here couldn't
hurt. Think about it.

He lets her go. She continues on her way.

61

INT - CAFETERIA - NIGHT

61

Empty and deserted. Beth enters and slams her printouts down
on a table. Now that she's alone, she allows herself the
luxury of being upset.

She crosses to the coffee vending machine, digs a quarter from
the pocket of her lab coat, and drops the coin in. She presses
the button and -- nothing happens. She presses the button a
few more times. Still nothing. She starts pounding the machine
to get her quarter back, her frustrations boiling to the surface.

Martin enters and freezes in his tracks, watching Beth pound
the machine. She suddenly becomes aware of his presence and
stops, tremendously self-conscious and embarrassed.

BETH

It swallowed my quarter.

MARTIN

Oh.

(awkward silence)

Why don't you try another one?

BETH

It was the only quarter I had.

CONTINUED:

30.

MARTIN
I don't think so.

BETH
I beg your pardon?

MARTIN
I don't think that was your last
quarter.

BETH
(controlled exasperation)
It was. Take my word for it.

He steps up and does the old quarter-from-her-ear routine. He displays it to her, his face lit up with a big smile.

MARTIN
See? You had one in your ear all
the time.

Beat. She gives him a level gaze.

BETH
Are you for real?

CUT TO:

62

INT - CAFETERIA - NIGHT

62

Beth is sipping coffee, Martin is having cookies and soda pop.

BETH
I heard Bartok was a good company
for advancement, but I've been here
six months now and they've still
got me in computer filing. Graveyard
shift, no less. I'm up all night
till three in the morning,
crunching numbers in an empty lab.

MARTIN
What do you want to do?

BETH
Research. I didn't get a degree
from MIT just so I could spend the
rest of my life doing somebody
else's busywork. I turned down a
good job offer to come here, I
thought it would mean something.
(shrugs, dismissing it)
You don't want to hear my problems.
What about you? You new around here?

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MARTIN

(vaguely)

I've been here about five years.

BETH

Five years and they've still got you working nights? This place is worse than I thought.

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MARTIN

Oh, I work days, too.

BETH

When do you sleep?

MARTIN

I don't.

BETH

(laughs)

Yeah, right. So what are you working on?

MARTIN

Something that'll change the world and human life as we know it.

BETH

No more ring around the collar? That sort of thing?

MARTIN

No, I mean really change it. Like the jump from stone age to space age. It's gonna alter all our concepts of physical reality forever. Wanna come up to my lab and see?

*

BETH

(pause)

Well, I do have to give you points for originality.

(Martin gives her a blank look)

No, really. That's the most creative come-on I've heard in a long time.

*

MARTIN

(stunned)

You mean you don't believe me?

*

BETH

Don't take it personally, but no.

CUT TO:

CONTINUED:

32-

63

INT. HALLWAY OUTSIDE TELEPOD ROOM - NIGHT

63 *

Martin hurries Beth along, carrying a small a CRT computer monitor under his arm. Beth is looking around nervously as they come to the Telepod Room doors.

*

BETH

Look, I'm not even supposed to be here. I don't have clearance for this sector.

Martin presses his badge against the scanner. The doors open before them, revealing the telepod room -- an impressive sight. He grins and waggles his fingers at her.

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*

MARTIN

Poof! You have clearance!

CUT TO:

64

INT - TELEPOD ROOM - NIGHT

64 .

A BRIGHT FLASH OF LIGHT. A moment later, ANOTHER FLASH. Martin leads Beth over to Telepod #2 as the door swings open. She's stunned, eyes wide and bright.

MARTIN

What do you think?

*

BETH

This is fantastic,
unbelievable...

*

(somewhat giddy)

I heard about this when I first came to work here. I thought it was just another one of those weird rumors about this place, you know?

*

MARTIN

Rumors?

*

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BETH

Sure, you know the ones. Bizarre genetic experiments, weird mutants in the basement...all that science fiction crap. I even heard one about a five year old kid they supposedly have tucked away here who looks like an adult. Crazy, huh?

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MARTIN

(weak smile)

Crazy.

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CONTINUED:

33.

Beth reaches out, brushing her fingertips across the cold metal surface of the pod -- a tentative, sensual caress.

BETH

But this is real.

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Martin reaches into the telepod and pulls out the CRT monitor, which now has the distorted look of a Salvador Dali painting.

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BETH

(indicates CRT)

You think they might miss that down in accounting?

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MARTIN

(grins)

Why should they? I'll put it right back where I found it.

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(examines the CRT)

The flaw is in the reintegration process. It doesn't put things back together the way it should. I'll figure it out sooner or later. It's gotta be something simple.

BETH

My God, I just saw solid matter broken down into a stream of atoms and transmitted through thin air like a radio signal, and you call it simple?

MARTIN

(shrugs)

It doesn't have to be complicated. Maybe it's as simple as this...

Martin puts the CRT down. He snatches a tiny rubber dinosaur off his computer terminal, encloses it in his right hand, and holds up both fists.

MARTIN

We place our volunteer from the audience in pod one. We say the magic word...abracadabra!

He opens his right hand. The dinosaur is gone.

MARTIN

Our volunteer has vanished from pod one...only to magically reappear a moment later in pod two!

CONTINUED:

34.

He opens his left hand -- the dinosaur is now there. He grins.

MARTIN

See? That wasn't so hard, was it?

Beth laughs, and shakes her head.

BETH

You are for real!

CUT TO:

65 INT - HALLWAY OUTSIDE TELEPOD ROOM - NIGHT

65

Martin is walking Beth back down to her security zone.

MARTIN

Beth? Would you like to come up and visit me again some time?

BETH

I don't want to disturb your work.

MARTIN

(shy, awkward)

Oh, you wouldn't disturb me. See, I don't have a lot of friends here, and...uh, maybe we could be friends. Do you think?

Beth pauses. For the first time, she realizes that Martin's ingenuousness isn't an act. She finds it oddly compelling.

BETH

I'd like that. I get a dinner break every night at ten, if you feel like coming down and saying hello.

(shakes his hand)

Bye, Martin. Thanks for showing me your project.

MARTIN

Bye.

Beth walks away, disappearing down an intersecting corridor. Martin peers after her, still tingling from her touch. When he turns around, he sees Scorby watching him.

SCORBY

What's the word, Martin? Got yourself a girlfriend now?

MARTIN

(incredibly flustered)

She's not my girlfriend!

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CONTINUED:

35.

SCORBY

Too bad.
(nasty grin)
Nice ass.

Martin is appalled. He rushes away, flushed and angry, hurrying back to the haven of the telepod room. Scorby just chuckles softly.

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CUT TO:

5,67,68 OMITTED

66,67,68

69 INT - MARTIN'S BUNGALOW - DAY

69

PANNING ALONG a trail of discarded clothing -- the closets have been emptied, clothes strewn everywhere. We find Martin at the dressing mirror, carefully knotting a tie. His hair, normally an unmanaged tangle, is now groomed beyond reason. We get the impression he's been working at this for hours.

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DISSOLVE TO:

69A INT - CAFETERIA - NIGHT

69A *

Beth enters, hoping to see Martin there, but the place is empty. She sits down with her brown-bag and starts to unwrap a sandwich. Martin rushes in.

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MARTIN

(nervous, mile-a-minute)
Look, you want to do research, right? Well, I could use some help, so I was thinking that instead of spending an hour every night with...
(lifts top slice of bread)
...a peanut butter sandwich, you could spend an hour every night with me. Doing, uh, research.

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He runs out of words. Beth gazes up at him -- this is the best offer she's had in a while. She holds up her sandwich.

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BETH

You want half of this?

*
*

CUT TO:

36.

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69B *

69C *

69D *

69E *

69F *

69G *

3

7
7
7
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70, 71, 72

73

MARTIN
Oh, no. I'm enjoying this. Aren't
you enjoying this?

She knows he's lying, but doesn't press it.

BETH
Would you like something to drink?

MARTIN
That'd be great. Maybe a soda.

BETH
I'll be right back. Why don't
you mingle a little?

Beth walks away. Martin tries to mingle, but is mostly ignored.

BETH

comes to a small buffet and sets about pouring two sodas. Her
friend MARLA grabs a pretzel, eyeing Martin across the room.

MARLA
So that's your genius. He is cute.

FAVORING MARTIN

as a group of people emerge from a darkened observation bay
and rejoin the party. LINDER, the head tech, is playing host.

MAN #1
I've never seen anything like that
in my life. What the hell is it?

LINDER
Ask Genetics. Hey, we don't make
'em, we just keep 'em alive.

A cute GIRL clings to Linder's arm and shudders. He grins.

GIRL
It's so ugly.

LINDER
He's our pride and joy up here in
Specimens. Our longest running
engagement, so to speak. Two years.

MAN #2
It's been alive two years?

LINDER
We call him Timex. Takes a lickin'
and keeps on tickin'.

CONTINUED:

38.

Laughter all around. Intrigued, Martin wanders into the observation bay.

74 BLACKNESS - INT. OBSERVATION BAY - NIGHT

74

We hold in darkness for an extended beat...and then lights come on in a glass-enclosed observation bay above. Martin moves up to the window, a solitary silhouette.

74A INT. SPECIMEN PIT - NIGHT

74A *

CAMERA BOOMS DOWN -- we are in a round concrete pit, shadowy and dark. The walls are stained and damp, the floor covered with sawdust and straw.

A massive iron door, streaked with rust, rattles open. A TECHNICIAN enters slowly, holding a large plastic bowl. The tech lays the bowl carefully on the ground. It contains a thin, white gruel.

Suddenly, something unseen lunges from the shadows, snarling in utter mindless rage -- but the beast is restrained by a thick chain.

75 OBSERVATION BAY - NIGHT

75

Martin watches in puzzled fascination. Behind him, we can see the party in the other room.

76 IN THE PIT - NIGHT

76

The tech grabs a long pole off the wall and pushes the bowl of gruel within the creature's reach. He puts the pole back on the wall and exits the room, slamming the iron door.

THE CREATURE

stirs in the shadows, making low SNUFFLING SOUNDS. It drags itself slowly, painfully out into the light, revealing itself fully for the first time...

It's Martin's dog, the one that got mangled by the telepods. It crawls pathetically to the bowl and starts lapping up the thin gruel.

77 TIGHT ON MARTIN - OBSERVATION BAY - NIGHT

77

gazing down at his old friend, riveted in abject horror. Beth enters the observation bay and joins him at the window, gazing down. She sees the dog and turns away, incredibly repulsed. Martin tears himself away from the glass and rushes out.

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78 & 79 OMITTED

78, 79

80 INT - HALLWAY - ZONE 3/4 - NIGHT

80

DOLLYING with Martin -- he's blinking back tears, so upset he's having trouble breathing. He claws at his tie, struggling to get it off. Beth appears in the background.

CONTINUED:

39.

BETH

Martin!

MARTIN

Leave me alone! Just stay away
from me!

BETH

Martin, what's wrong?

He comes to a security door and fumbles to get his I.D. card
out of his pocket. Beth catches up to him.

BETH

Please talk to me. I thought we
were friends.

MARTIN

I don't want friends. I don't need
friends.

He gets his I.D. card out and jams it against the scanner. The
doors slide open and he steps through. She tries to follow him.

BETH

Martin, I'm sorry. I didn't know
they had that poor freak up there.

MARTIN

(whirls on her)

I'm that five year old kid you
heard about! Some of my chromosomes
are bad and I'm gonna die soon! That
makes me a freak too! So why don't
you and your friends toss me in a
pit and have a party and laugh at me!

(punches the door button)

And stay out of my sector! You
don't have clearance anymore!

*
*
*
*

The doors slide shut. Beth turns away, stunned and devastated.

SLOW DISSOLVE TO:

81 OMITTED

81

82 INT - SPECIMEN PIT - NIGHT

82

Blackness. The Freak Pit. The heavy iron door rattles open.

Martin enters slowly. A low GROWLING in the darkness draws his
attention. He peers into the thick gloom, trying to see.

THE MUTANT DOG

lunges into view, snarling and snapping, a nightmare of rage
and teeth straining at the end of a chain.

CONTINUED:

40.

MARTIN

approaches slowly. As he does, a strange thing happens...

THE DOG

starts to quiet down, blinking up at Martin in dim recognition through a haze of pain.

MARTIN

gets closer still. He kneels slowly, reaching out to stroke the animal's hide gently.

MARTIN

You know me? You remember me?

The dog WHINES SOFTLY and tries to crawl into Martin's lap, but its twisted limbs refuse to function -- the beast is finally content to just press against him, panting. Martin's tears finally come, streaming down his face.

MARTIN

Too much pain. Too much pain.

Martin pulls out a medicinal-looking bottle and uncorks it. He pours the liquid into a handkerchief, away from his face.

Martin lowers the handkerchief and presses it firmly against the dog's nose. The animal squirms, frightened at first, but Martin strokes its head, comforting it.

MARTIN

It's okay. It's okay. I'm here.
Shhhh...

THE DOG

quiets down, reassured. It looks up at Martin with loving, contented eyes...heaves a final breath...and dies peacefully. ANGLE WIDENS SLOWLY OUT as Martin, weeping, cradles his poor dead dog in his arms.

FADE TO BLACK

83 INT - TELEPOD ROOM - DAY

83

Martin is working at his computer, a solitary figure in a huge sterile lab. A Requiem Mass is playing.

In the observation bay above him, Bartok and Jainway appear at the glass, staring down. Bartok activates the intercom.

BARTOK (filtered)

Martin?

CONTINUED:

41.

Martin switches the music off -- abrupt silence. *

BARTOK (filtered)
There was an unfortunate incident
up in Specimens Division last
night. It seems somebody broke in
and...caused some damage. You
wouldn't know anything about that,
would you?

Martin just gazes up at Bartok for a long moment, then speaks
with an eerie, clear-eyed calm: *

MARTIN

No.

He switches the music back on and continues working,
dismissing Bartok completely. *

84 INT - OBSERVATION BAY - DAY

84

Bartok turns off the intercom. *

JAINWAY

He's lying.

BARTOK
(faint smile)
Of course he's lying. It seems our
little Martin might be growing up.
(smile fades)
Let's just hope he gets those telepods
working before that happens. *

DISSOLVE TO:

84A IN A MONTAGE SEQUENCE: TELEPOD ROOM - DAY

84A

Martin continues his work in solitude, music his only
companion, intense and moody. He paces. He talks to himself.
He hollers angrily at his computer...

84B MARTIN - TELEPOD ROOM - DAY

84B

peers intently at Telepod #2. A FLASH OF LIGHT. The door
swings open. Another failure...

85 MARTIN / TELEPOD ROOM - NIGHT

85

is slumped over his computer keyboard, sound asleep. He wakes
up and gazes up in groggy bewilderment at the clock.

CUT TO:

CONTINUED:

42.

86 INT - EXAMINATION ROOM - DAY

86

Martin faces Jainway and Shepard as they prepare to draw a blood sample.

MARTIN

Last night it was two whole hours!
I've never slept that long, ever!

JAINWAY

I'm not sure I'm willing to attach
any significance to it.

MARTIN

But normal people sleep! It must
mean I'm slowing down, stabilizing.

SHEPARD

It doesn't necessarily follow.
You've just been working too hard.

JAINWAY

Martin, if you were undergoing some
metabolic change, we would have
found it by now.

Jainway swabs the crook of his elbow and tries to insert the
syringe, but she's having trouble getting it through his
flesh. Martin grimaces in pain.

*
*
*

MARTIN

That's wrong! You're missing the vein!

*

Instead of backing off, Jainway cruelly redoubles her efforts,
forcing the needle until it breaks off in his flesh. Martin
cries out. Jainway angrily extracts the broken needle -- it's
bent and twisted. Martin rubs his arm.

*
*
*
*

JAINWAY

That's what you get for not sitting
still.

(picks up a new syringe)
Let's try it again.

DISSOLVE TO:

87,88,89,90 OMITTED

87,88,89,90

91 INT - TELEPOD ROOM - NIGHT

91

Martin sits in a sea of computer printouts and reports. He
picks up his tiny rubber dinosaur and performs his sleight-of-
hand, magically transferring the dinosaur from one hand to the
other. He holds the dinosaur up, pondering it...

DISSOLVE TO:

CONTINUED:

43.

92 INT - TELEPOD ROOM - NIGHT

92 *

Martin stands by the computer. He presses a large red button and is bathed in TWO BRIGHT FLASHES OF LIGHT. He approaches Telepod #2. The door swings open. He steps closer, peering inside...

*
*
*
*

CUT TO:

93 INT - COMPUTER FILING ROOM - NIGHT

93

Beth enters her work area, schlepping an armload of computer printouts. She pauses, seeing a single rose on her desk. There's a small envelope next to it.

She picks up the rose and holds it under her nose, inhaling the fragrance. She smiles, knowing who it's from. She picks up the envelope and opens it.

INSERT - NOTE

All the handwritten note says is: "Abracadabra." Also in the envelope is a security clearance card.

CUT TO:

94 INT - HALLWAY - ZONE 3/4 - NIGHT

94

Beth, now wearing street clothes, rushes up to a security door and presses the I.D. card against the scanner. It glows green and the doors open.

95 INT - TELEPOD ROOM - NIGHT

95

Martin is standing at his computer console as Beth bursts in. He looks up and grins. She opens her mouth to speak, but he holds a finger to his lips for silence, then motions her over. She joins him at the computer.

*
*

MARTIN

You get to do the honors.
Everything's still the same, but
I've eliminated the countdown.
(indicates red button)
This is the trigger button. Once
the program is in place, just press
this and the teleportation sequence
fires manually.

*
*
*
*
*
*

Beth nods. She nervously punches up the program as Martin crosses to Telepod #1. She looks up just as he reaches into a large cardboard box...and pulls out a kitten.

*
*

BETH

(sudden dread)

Martin...

Martin places the kitten in the telepod and closes the door. The lock spins shut. Martin turns to Beth.

Beth stares down at the button, her hand hovering near it. She can't bring herself to do it. She looks up at him.

MARTIN

Do you trust me?

BETH

(pause)

I trust you.

Martin holds out his index finger and mimes pressing a button.

MARTIN

Then do it.

Beth casts aside all doubts and puts her faith completely in Martin. She reaches out with a trembling finger...and presses the button.

The kitten disappears in a FLASH OF LIGHT. A moment later, ANOTHER FLASH OF LIGHT erupts from Telepod #2.

Martin and Beth approach slowly. The door HISSES open, revealing bright mist within...and something moving around.

Martin reaches in, pulls out the perfectly healthy kitten, and holds the animal up for Beth to see.

MARTIN

That's her ninth trip. Nine lives, and not a single one used up.

He hands her the kitten. Awestruck, Beth cradles the animal in her arms and listens to it PURR.

MARTIN

And that rose I sent you. It went through a dozen times. I couldn't get a dozen roses, so I figured...

(beat)

Beth, it was even simpler than I thought.

BETH

(riveted)

Tell me.

MARTIN

These people were too close to the problem to see it clearly. They spent five years asking the wrong

CONTINUED:

questions. They viewed the problem only in terms of physics, of methodology, but those require absolutes, they don't allow you to open your eyes and admire the elegance of the process.

BETH

(laughs)

Elegance?

MARTIN

Elegance, yes. Matter has elegance, it has poetry. You can't ignore it or nature becomes offended. They failed because all they brought were their slide rules, their computers, their cold analytical preconceptions...but they forgot their compassion, their empathy, their sense of wonder, their...

He's grasping for the right word.

BETH

Their magic?

MARTIN

Their magic, yes!

(sweeps his arm at the telepods)

I mean, if this isn't the best magic trick ever, what is?

Martin pauses, suddenly aware of how close they've drawn during his happy tirade.

MARTIN

The kitten's a present for you. I'm sorry about what happened.

BETH

(softly)

Is there a kiss too, or do I just have to settle for the kitten?

Martin is stunned by this. Fighting his panic, he leans toward her, his movements jerky and tentative. He has trouble getting his nose out of the way, but finally manages the kiss.

He suddenly presses against her, losing control. He gropes her, mashing his mouth on hers. She draws back.

BETH

Slow down.

CONTINUED:

46.

MARTIN
(deathly embarrassed)
I'm sorry. I didn't mean to do
that. I'm sorry.

BETH
No, that's the idea. You just have
to give me a chance to breathe now
and then.
(draws closer)
Besides, you were squashing the cat.

She shows him how it's done, giving him the kind of kiss that
makes your toes curl up in your shoes. Soon she has him
pressed back against one of the computer consoles.

DISSOLVE TO:

96 INT - MARTIN'S BUNGALOW - NIGHT

96

Darkness. Moonlight spills through the arched windows. Martin
and Beth are in bed, naked and entwined. We don't see much in the
dark, but there's a lot of awkward, passionate fumbling going on.

BETH
Martin. Just lie back and relax.
Let me show you.

He lies back and she maneuvers on top of him. A gasp, a sigh.

BETH
There. Doesn't that feel good?

MARTIN
. Yes.

BETH
Just let me do the work.

She begins to ride him slowly.

THE KITTEN

is watching them. Unimpressed.

DISSOLVE TO:

97 INT - MARTIN'S BUNGALOW - NIGHT

97

Darkness. Martin and Beth are lying in bed.

MARTIN
I've decided not to tell them yet.

BETH

But it's done. It works.

MARTIN

Yes. It works. But they don't get it till I'm done with it.

BETH

I don't understand.

MARTIN

Bartok once said something about sending a cancer patient through and having the computer extract the cancer cells. It got me to thinking.

(sits up and faces her)

Beth, I'm going to figure out a way to cure myself with those telepods.

BETH

My God.

MARTIN

My whole life so far has been a race toward death, I've been helpless. But I'm in control now. For the first time I feel like I can turn it all around, I can choose life.

(beat)

You've given me a taste. I want more.

BETH

Then do it, Martin. Make it happen.

He draws her close, holding her tightly, desperately.

MARTIN

I will. I'll find a way.

(softly)

After I cure myself, maybe we can go away somewhere.

BETH

Where?

MARTIN

Does it matter?

Beth laughs softly. Pause.

MARTIN

Would you make love to me again?

CONTINUED:

48 .

BETH
No. This time, you make love to me.

She pulls him on top of her and they sink into a passionate rhythm.

THE KITTEN

is now sprawled flat on its back, snoozing soundly.

DISSOLVE TO:

98 INT - MARTIN'S BUNGALOW - PRE-DAWN

98

Pre-morning light filters through the windows. We can dimly make out Martin and Beth asleep in a tangle of sheets.

Beth rolls over and opens her eyes drowsily, watching Martin as he sleeps. She pulls the sheet down a bit, kissing his smooth chest, seeing if she can wake him. He stirs, but doesn't wake up.

She smiles mischievously and pulls the sheet down even further, sprinkling him with soft kisses. He moans, but still doesn't wake up.

She pulls the sheet down even further, revealing his stomach. She suddenly stops, staring at the band-aid on the inside of his elbow -- an ugly bruise is spreading.

She gently runs a finger over the bruise. Martin abruptly jerks awake.

MARTIN
That hurts!

BETH
I'm sorry. Let me make it better.

She kisses his bruise. Martin grimaces a bit, but is touched by the gesture. He's not used to this kind of intimacy.

Beth removes the band-aid -- oddly, it pulls a trail of white, sticky thread-like strands with it. She examines the puncture wound itself -- a strange festering sore surrounded by bruised tissue. Martin regards his wound with growing interest.

BETH
What happened?

MARTIN
That's where they took blood the other day. The needle broke.

CONTINUED:

49.

BETH

Looks pretty nasty. You better have
it looked at, it's getting infected.

She rolls out of bed and starts getting dressed.

MARTIN

Where are you going?

BETH

I have to leave while it's still dark.

He grabs her, trying to pull her back into bed.

MARTIN

No. Stay.

BETH

Martin, I can't be seen traipsing
out of here in broad daylight with
my panties in my purse.

(pointedly)

Besides, you've got work to do,
remember?

He falls back, groaning. She eases onto the bed, giving him a
final tender kiss and a sly smile.

BETH

So what are you doing tomorrow
night after my shift?

CUT TO:

99

INT - TELEPOD ROOM - DAY

99

TIGHT ON VIDEO MONITOR -- The photographic blow-up of Martin's
DNA is on the screen. Computerized highlights appear along the
molecular chain, marking the mutant chromosomes.

ANGLE WIDENS to reveal Martin absently scratching his arm as
he stares at his genetic pattern. He types on the computer:

> FEASIBLE TO REMOVE MUTANT CHROMOSOMES
DURING TELEPORTATION SEQUENCE?

The computer replies:

> NEGATIVE. REMOVAL OF CHROMOSOMES WOULD RESULT
IN MOLECULAR/GENETIC DISSOLUTION.

Martin is still scratching his arm. He continues typing:

> IF MUTANT CHROMOSOMES CANNOT BE
REMOVED, CAN THEY BE REPLACED?

CONTINUED:

The computer considers this briefly, then replies:

> FEASIBLE TO REPLACE MUTANT CHROMOSOMES IN SUBJECT A
WITH HEALTHY CHROMOSOMES FROM DONOR SUBJECT B.

Martin frowns, puzzled. He types:

> RUN PROGRAM

**

THE COMPUTER SCREEN

The computer monitor becomes split-screen. On one side, a human figure appears, marked: SUBJECT A: BRUNDLE.

On the other side of the screen, a second human figure appears: SUBJECT B: DONOR.

A computer-graphics DNA chain is drawn from each human figure. Martin's mutant chromosomes are then extracted and swapped for the corresponding chromosomes from the donor.

> SUBJECT A: BRUNDLE -- NOW VIABLE

**

> SUBJECT B: DONOR -- NO LONGER VIABLE

**

The computer clicks and hums, then finishes with:

**

> GENE-SWAPPING PROGRAM NOW IN PLACE.

**

MARTIN

shakes his head and sighs.

**

He suddenly realizes he's been scratching his arm all this time. The itch is getting uncomfortable. Puzzled, he rolls up his sleeve and freezes in shock.

The bruise has now spread over his entire arm like a fungus, radiating outward in huge mottled layers of discoloration. The outer edges of the bruise are purple, but the inner area is a sickly, grayish yellow.

Martin gingerly runs his fingers over the bruise, but he's no longer feeling any pain. He's shocked to discover that the soft, spongy skin around the tiny puncture wound can be stretched, and the opening itself enlarged.

With growing fascination and dread, Martin probes the resulting cavity with his finger. He presses the finger down, watching with amazement as it disappears an inch or two into his arm.

(CONTINUED)

CONTINUED:

50A.

When he pulls his finger out, a long, sticky, silk-like thread comes with it. The white stringer stretches out, hardening as it makes contact with the open air. Softly:

MARTIN

Oh my God. What is this?

*

CUT TO:

CONTINUED:

51 .

100 INT - EXAMINATION ROOM - DAY

100

Martin is frantic, cradling his bruised and bloated arm.
Shepard tries to calm him.

SHEPARD
It's nothing. Just calm down.

*

MARTIN
Calm down? Look at my arm!

*

SHEPARD
I told you, it's just a bad
infection. We'll get you on
antibiotics right away.

*

*

*

MARTIN
Am I gonna lose it? Am I gonna lose
my arm?

SHEPARD
Of course not. You're just going to
have to trust me.

101 INT - BARTOK'S OFFICE - DAY

101

Bartok, Jainway, and her team are watching Martin on a live
video feed. Martin's and Shepard's VOICES issue from a monitor
in the foreground:

MARTIN (O.S.)
I want to see Mr. Bartok.

SHEPARD (O.S.)
He's not here today.

Bartok reaches to the monitor and turns off the sound.

BARTOK
There's no doubt?

JAINWAY
None at all. The early stages of
genetic metamorphosis have been
showing up on every test. His
mutant chromosomes are no longer
dormant. Now that he's reached full
maturity, they've started growing,
changing, becoming more defined,
more...fly-like.

CONTINUED:

52

BARTOK
How fast?

JAINWAY
Like wildfire.

Bartok pauses, then turns to face the entire team.

BARTOK
All right. You all know what to do,
what preparations to make. Get on
with it.

CLOSEUP - BARTOK

turns back to the monitor, riveting his gaze on Martin.

BARTOK
(eyes gleaming)
I've been waiting for this for five
years. It's payday.

**
**

CUT TO:

102 INT - COMPUTER FILING ROOM - NIGHT

102

Beth enters, arriving for work. She stops short -- Scorby and Wiley are waiting for her. Scorby is toying with the rose Martin gave her, smelling it. All her personal belongings have been packed up in a box.

*

Scorby wordlessly hands her an official-looking pink document. She looks at it.

BETH
"Notice of termination?"

SCORBY
Effective immediately. You're gonna
take your personal effects and get
escorted off the premises. Orders
of Mr. Bartok.

BETH
Why?

SCORBY
(shrugs)
I guess that's what you get for
fucking his pet freak.
(tosses rose into box)
Now move.

CUT TO:

CONTINUED:

53.

103 INT - MARTIN'S BUNGALOW - NIGHT

103

Martin is keyed-up and scared, pacing like an animal in a cage. He's cradling his arm, which is now bandaged from shoulder to wrist in white surgical gauze. Part of the gauze is discolored and stained from fluid seeping through.

He goes to the mirror, studying his face intently. Does he look different or is it his imagination? Is his face getting gaunt and hollow? Is his skin getting rough and blotchy?

He runs his fingers down his cheek and is surprised to find that it hurts.

CUT TO:

104 INT - COMPUTER FILING ROOM - NIGHT

104 **

Martin enters the computer filing room. He's desperate to see Beth, but her station is dark and empty. He turns to the clock on the wall. She should have been here long ago.

He sits down at her computer and calls up the personnel files. He types in her name, and the computer responds with her address and phone number. He picks up the phone and dials the switchboard operator.

OPERATOR (filtered)

May I help you?

MARTIN

I'd like an outside line.

OPERATOR (filtered)

I'm sorry, Mr. Brundle. All our outside lines are busy. Please try again later.

CUT TO:

105 OMITTED

105 *

106 INT - HOUSEBOAT - MAIN ROOM - NIGHT

106

Beth paces with a cigarette, the phone to her ear. The kitten is skittering across the floor, playing with a fuzzy toy.

OPERATOR (filtered)

Bartok Industries, may I help you?

BETH

I'd like to speak to Martin Brundle.

OPERATOR (filtered)

I'm sorry. There is no Martin Brundle working here.

*
*

CONTINUED:

54.

BETH
Bullshit! Now listen to me...

*

A CLICK -- the line disconnects. Beth screams into the receiver:

BETH
YOU BITCH!

She slams the phone into its cradle and continues pacing in frustration. The PHONE RINGS. She snatches it up.

BETH
Hello?

MARTIN (filtered)
Beth?

BETH
Martin? I've been trying to call
you all night! Are you all right?

107 INT - CAFETERIA - NIGHT

107

Martin is huddled in the corner, using the pay phone.

MARTIN
I'm scared, Beth. Something's
happening to me. Something bad.
They won't tell me what it is.
Why aren't you here?

*
*
*

BETH (filtered)
I got fired. Bartok found out about
us. Did you tell him?

MARTIN
No! I'd never say anything! Not to
anybody!

BETH (filtered)
Then how did he know, Martin? How
did he know?

CAMERA MOVES IN TIGHT on Martin as something horrible slowly
dawns on him...

CUT TO:

108 INT - MARTIN'S BUNGALOW - NIGHT

108

Martin enters, his breathing labored, his face gaunt. CAMERA
MOVES IN TIGHT as he looks around, eyes feverish with
paranoia...or is it sudden understanding?

CONTINUED:

55.

MARTIN
HOW DID YOU KNOW?

He punctuates this by putting his fist right through the wall and yanking it out in an explosion of plaster.

He goes berserk, a paranoid frenzy of ripping out walls, demolishing closets, tearing fixtures from the ceiling.

109 MARTIN ON VIDEO MONITORS / INT. ARCHIVES - NIGHT

109

Martin is tearing his place apart. ANGLE WIDENS to reveal a pair of dispassionate OBSERVERS switching their attention from screen to screen, watching Martin storm around the apartment.

Suddenly, Martin's face appears on a screen, unnaturally large, staring up into the lens of a camera in the ceiling.

OBSERVER #1
Okay, that's it. He found it.

Martin reaches up, grabs the lens, and rips it out of the ceiling. All the video screens go blank.

OBSERVER #2
Better call Bartok. Tell him the kid's pissed.

CUT TO:

110 INT - BARTOK'S OFFICE - NIGHT

110

Bartok is on the phone.

BARTOK
I see. And where is he now?

111 INT - ARCHIVES - NIGHT

111

OBSERVER #1
(on the phone)
I don't know. We lost video completely, he could be anywhere.

Suddenly, the door bursts in, kicked right off its hinges. The two stunned observers jump to their feet as Martin enters.

OBSERVER #2
(steps in his path)
You're not allowed in here.

MARTIN
(low, dangerous)
You're gonna get hurt.

CONTINUED:

56.

The observers exchange a terrified glance and rapidly reconsider their position. They both scurry from the room.

Martin moves further into the place, gazing around. CAMERA CRANES UP to reveal the Archives in its entirety -- a high-tech video library where hundreds of videotapes are stored in individual slots in the walls.

Martin comes to a main viewing console surrounded by a bank of video monitors. He eases into a chair and switches on the system. A list of names and dates comes up on a computer screen. Martin presses a button. One of the many videotapes sinks into the wall and starts to play.

Ronnie appears on a screen, scared and crying. She's wearing a hospital gown. A video time-code is clicking at the bottom of the screen next to a caption: "Veronica Quaife -- Deceased."

RONNIE (on tape)
I can't have this baby. I just
can't. It could start out normal
and then turn into some thing...

She trails off, sobbing. Martin starts pressing other buttons. More tapes are activated, sinking into the walls. Stathis Borans appears, his name also captioned. He's recuperating in a hospital bed, but he's not what you'd call a gracious patient -- in fact, he's screaming and hollering:

STATHIS (on tape)
You idiots don't know what you're
talking about! I was there! I knew
Seth Brundle! He was trying to cure
himself, can't you see that?

Other tapes start playing. Martin is now viewing the entire bank of monitors at once, each screen showing something different. It's a weird multi-media glimpse into the past, images and voices overlapping:

Ronnie dying in childbirth:

PERINATOLOGIST (on tape)
We're into D.I.C.! We're losing
her! We're losing her!

Martin as a 4 year-old, meeting Bartok for the first time:

BARTOK (on tape)
In fact, I hope you'll think of me
as more than just a friend. I hope
you'll think of me as your dad...

Martin in the telepod room, holding the teleported kitten up
for Beth to see:

CONTINUED:

57.

MARTIN (on tape)
That's her ninth trip. Nine lives,
and not a single one used up.

*
*

Bartok showing Martin his new apartment:

MARTIN (on tape)
You mean this is mine? This is my
place?

BARTOK (on tape)
Your place. Your private place. No
more mirrors. No more prying eyes.
Go ahead, take a look around...

Martin's attention goes to another monitor as an image pops up
on the screen: Martin and Beth wrestling passionately in bed:

BETH (on tape)
Martin. Just lie back and relax.
Let me show you. There. Doesn't
that feel good?

MARTIN (on tape)
Yes.

BETH (on tape)
Just let me do the work.

Martin looks on, eyes brimming with horrified tears as the
most private and vulnerable moment of his life plays out on
the screen like some sleazy porno flick.

Being the last tape, the sequencer automatically cycles it onto
all the monitors. Martin is now surrounded by countless images
of Beth riding him, moaning as she works toward her climax.

Martin has to stop the video or risk losing his mind -- he
slams his fist onto the button and the screens go dark.
A long beat of thick silence. Softly:

BARTOK (O.S.)
You missed the most important one.

Bartok leans into frame behind Martin, reaches across the
board, and presses a button. A single monitor winks to life.
Seth Brundle is on the screen. He looks bad, skin decaying.

SETH (on tape)
A fly...got into the transmitter pod
with me that first time, when I was
alone. The computer got confused,
there weren't supposed to be two
separate genetic patterns, and it

decided to, uh, splice us together.
It mated us, me and the fly. We hadn't
even been properly introduced. My
teleporter turned into a gene splicer,
and a very good one. Now I'm not
Seth Brundle anymore...I'm the
offspring of Brundle and housefly.

Martin gazes at the screen, mind blown. Bartok scans ahead.
A new image pops up: we catch jarring glimpses of Seth Brundle
in his advanced stage of deterioration, his flesh puffed and
warped, his features barely human. He's close to the lens,
moving in and out of frame, contorted with pain as he
desperately tries to get his thoughts on videotape.

SETH (on tape)
Getting so hard to think. I'm slipping
away. Insect...insect wants it all.
Body, mind, everything.

He comes to an abrupt stop and peers directly into the lens.
A cunning grin, a conspiratorial whisper:

SETH (on tape)
We'll see. We'll see. I have a cure.

He suddenly SCREAMS as a violent pain wracks his body. Bartok
stops the tape. The scream goes dark. Martin is dazed.

BARTOK
You see, this is why I sent the
girl away. Not cruelty. More out of
kindness, really. You must realize
that any hopes you may have had for
a normal life were...unfounded. Now
we can drop the pretense.

MARTIN
You know. You know all along.
(Bartok nods)
All this time I thought I was just
dying...and you let me think that.

BARTOK
I couldn't risk telling you the
truth. Death might have seemd
preferable. You might have done
something foolish. I couldn't allow
that. You're too valuable an investment.

MARTIN
(softly)
Investment?

BARTOK
Of course. Why else do you think
I kept you here? Because I wanted
to play dad?

(CONTINUED)

Bartok circles slowly in front of Martin.

BARTOK

Martin, you've done amazing work with the telepods. You succeeded where all others failed, and I thank you. But now we have new business to address. You have a new job ahead of you. You have a new life ahead of you.

*
*
*
*
*
*
*

MARTIN

As what? Some sort of thing?

*

BARTOK

It's been planned since the day you were born. We're prepared to help you through this. We'll take care of you...every step of the way.

*
*
*
*

MARTIN

No. I want to leave. I want whatever time I have left...

BARTOK

It grieves me to see you think so small, truly it does. You're about to undergo millions of years of genetic evolution in a matter of weeks, perhaps even days. You're going to show us how it's done, how nature works her craft. You're a role model, Martin, a living laboratory. And what we learn from you will help us pioneer a new age of genetic engineering.

(softly)

Imagine that.

*

Martin shakes his head, incredulous.

BARTOK

Don't fight it, Martin. Accept it. Accept who you are and what you're going to be.

MARTIN

No.

BARTOK

You must. You have no choice. You've never had any choice.

Martin rises, fury growing. Bartok stands his ground, unruffled.

*

MARTIN

You used me. You lied to me. About my father, about his work, about me! You've been lying to me since the day I was born!

*
*
*
*

BARTOK

This is serving no purpose.

MARTIN

I've always been just a specimen to you, an investment, haven't I? Haven't I?

BARTOK

What of it?

Martin grabs Bartok and slams him back against the wall of tapes with bone-rattling force.

MARTIN

I loved you!

Bartok crumples to the floor. Martin grabs a chair and lifts it high, letting out an anguished scream.

BARTOK

Martin! No!

MARTIN

I loved you!

Martin heaves the chair with all his might -- it sails past Bartok and smashes into the bank of video monitors. A sparking detonation of picture tubes. Martin flees the room.

112 INT - HALLWAYS - VARIOUS ANGLES - NIGHT

112

Martin careens through the hallways of Bartok Industries like a hot-wired rat in a maze, twisting and turning, running from his past...his future...himself...

Bartok's VOICE issues omnipotently from the P.A. system:

BARTOK'S VOICE

Martin, don't be a fool. There's no place to run.

*
*
*
*

Martin finds a computer terminal. He frantically punches something up on the screen, retrieving some unseen bit of information.

A pair of guards (HARGIS and MACKENZIE) appear.

*

HARGIS

Hold it right there!

(CONTINUED)

CONTINUED:

61.

Martin keeps going, the guards hot on his heels. Martin careens blindly through a doorway marked: "CRYO STORAGE."

112A INT - CRYO STORAGE - NIGHT

112A

Martin finds himself being pursued through a vast freezer lined wall-to-wall with dead animals. The frozen beasts are twisted and distorted, the result of countless teleportation experiments with live animals. Even Martin's dog is there, gazing at him through dead, frost-covered eyes.

The guards jump on Martin and try to wrestle him to the floor. A violent struggle. Shelves lined with frozen animal corpses topple. Martin breaks free and crashes through the exit door. The guards are not far behind.

113 INT - HALLWAY - NIGHT

113

Martin comes around the corner and skids to a stop. Scorby stands before him, blocking him from the main exit. Hargis and Mackenzie come around the corner, cutting off Martin from behind. Scorby gives them an "I'll handle this" gesture, pointedly locks the plate glass doors, then turns his attention to Martin.

SCORBY

You want out, you have to go through me.

Martin tries to do just that. Scorby sends him back with a brutal blow to the face. Martin shakes his head, amazed at the blood streaming from his nose -- nobody's ever hit him before.

Scorby assumes a mock-deadly stance, putting on a show for the other guards. He grins.

SCORBY

I enjoyed that tape of you and your girlfriend. Damn, she really goes like a jackhammer.

Martin lets loose a primal howl of rage. He grabs Scorby by the throat and lifts him clean off the ground -- Scorby is stunned to find himself choking and dangling in Martin's grasp.

114 EXT - MAIN ENTRANCE - NIGHT

114

Scorby is hurled bodily through the doors and hits the ground in an explosion of broken glass. Martin emerges and races off into the night. Hargis and Mackenzie rush to the door, gaping at the carnage. Scorby rolls over and groans.

CUT TO:

(CONTINUED)

115 OMITTED

115

116 INT - HALLWAY - NIGHT

116

Bartok strides down the hallway, furious. Scorby is at his side, dabbing at facial lacerations with a handkerchief. Trailing them are various SECURITY PERSONNEL.

BARTOK

I don't want excuses! I want him back! Is that understood?

SCORBY

(cowed)

Yes sir.

Bartok breaks off from the pack and enters --

117 THE TELEPOD ROOM- NIGHT

117

-- where Dr. Trimble and his team are awaiting him nervously.

BARTOK

Are you ready for me, Trimble?

TRIMBLE

Yes, Mr. Bartok.

BARTOK

Then let's get on with it. I want to see these things work for a change.

Trimble nods to a technician seated at the computer. The technician switches the computer on and boots it up. After a few moments, four simple words appear on the screen:

*
*
*

> WHAT'S THE MAGIC WORD?

TECHNICIAN

What the hell is this?

TRIMBLE

Just bypass the damn thing.

The technician types in a bypass command. The computer replies:

> BYPASS NOT ACCEPTED. WHAT'S THE MAGIC WORD?

And then, almost as an afterthought:

> WARNING: INCORRECT RESPONSE WILL ACTIVATE TAPEWORM.

TECHNICIAN

Son of a bitch.

*

BARTOK

My patience is fraying, Dr. Trimble.

CONTINUED:

63 .

TRIMBLE

(smirking, ironic)

Sir, it seems the head of this project has seen fit to install a password.

*
*
*

BARTOK

Martin installed a password?

*

TRIMBLE

Yes sir. We can't access the system without it.

*
*

BARTOK

Let's start feeding words in at random.

TRIMBLE

He booby-trapped it. The first wrong guess we make would automatically erase all the internal programming.

*
*
*
*

Bartok approaches the computer and reads the words on the screen:

**

**

**

BARTOK

"What's the magic word?"

TECHNICIAN

It's got to be "abracadabra." That's the magic word, everybody knows that.

Bartok has the pained, sinking expression of a man who just fell on his own sword. He hears himself softly repeating his own words:

BARTOK

No. That's just something you say for the benefit of the audience. There's a real magic word, a secret word you keep locked away in your heart and never tell anybody. That's the word that makes the magic happen.

(beat, softly)

Clever, clever boy...

**
**

Bartok suddenly sweeps all of Martin's personal items off the computer console and onto the floor. He throws his head back, screaming in rage:

**

*

BARTOK

GOD DAMN YOU, MARTIN!

CUT TO:

(CONTINUED)

118 OMITTED

118 *

118A EXT - WATERFRONT - NIGHT

118A *

A neighborhood of houseboats bordering a warehouse district. The boats are low rent, nothing fancy. Martin moves along the tangle of creaking docks, searching for an address. (NOTE: Martin should be an unlit, shadowy figure throughout the sequence. Let's not reveal his appearance.)

*
*
*
*
*

He comes to a mailbox stenciled: BETH LOGAN. He looks across the water at her boat. The gangplank is stowed away; no way to get to the boat. He calls out softly:

MARTIN

Beth?...Beth?

A light goes on in a neighboring boat. Martin crouches down as a BURLY MAN appears on the deck.

MAN

Somebody out here?

Silence. The man finally goes back below deck. Martin looks around, trying to figure out a way to get to Beth's boat. It's too far to jump, but that seems to be his only option.

He backs up to give himself some room, then takes a running jump off the end of the dock. He hurtles through the air and lands on Beth's houseboat, rolling into a cat-like crouch. An incredible leap.

118B INT - HOUSEBOAT - BEDROOM - NIGHT

118B

Beth is jerked from a sound sleep at the LOUD THUMP on the deck above. She sits up, listening fearfully. Somebody's moving around up there.

118C INT - HOUSEBOAT - MAIN ROOM - NIGHT

118C

The kitten is dozing on a windowsill. A shadow falls across her as Martin's form appears outside the window. The kitten looks up and no longer seems to recognize him -- she arches her back and hisses, then runs off.

*
*
*

Martin forces the window and drops in, still just a shadowy dark figure. He moves through the place, cautiously glancing into open doorways. Softly:

*
*
*

MARTIN

Beth?

119,120,121,122,123 OMITTED

119,120,121,122,123

124 INT - BEDROOM - NIGHT

124

Darkness. The door opens and Martin ventures slowly inside. Beth pivots from behind the door, swinging a baseball bat right at Martin's head. Though it's too dark for him to even

CONTINUED:

65 .

see it coming, his hand shoots up lightning-fast, purely on instinct, and stops the bat cold.

MARTIN

Beth.

BETH

Martin? Damn it! You scared the hell out of me!

(drops the bat)

I thought I'd never see you again.

She tries to embrace him, but he shrugs out of her grasp.

MARTIN

No. Don't.

He moves away from her, keeping to the shadows.

BETH

Martin, what's wrong?

Martin goes into the bathroom and fumbles around the sink. He gets the cold water running and splashes his face. Beth follows him and turns on the lights.

Reflected in the bathroom mirror, we see Martin's face clearly for the first time since his escape -- he's hideous, his deterioration accelerating. Beth stifles a gasp.

*
*
*

BETH

Oh dear God.

Martin twists away, trying to hide his face.

MARTIN

Don't look at me. Please. Not like this.

(softly)

I'm sorry. I didn't know where else to go. I'll leave if you want me to.

Beth is reeling, torn between compassion and deep revulsion. How could her world have turned upside down like this?

BETH

No.

Martin turns to her, eyes glistening with gratitude.

MARTIN

Then help me. Please.

BETH

You have to tell me what's happening to you.

**

(CONTINUED)

CONTINUED:

MARTIN

There's something growing inside
me. Something tainted, hideous.
All because of a little fly...

CUT TO:

124A EXT - WATERFRONT - NIGHT

124A

A car with the words "Bartok Science Industries" screeches to a stop. Scorby emerges and leads a contingent of security men down the dock to Beth's houseboat.

**

124B INT - HOUSEBOAT - MAIN ROOM - NIGHT

124B

Scorby and the others burst in. The place is empty. Beth and Martin are gone.

CUT TO:

125,126,127,128 OMITTED

125,126,127,128

129 INT - BARTOK'S OFFICE - INT.. HOUSEBOAT - NIGHT

129

Bartok is on the phone. He looks haggard from lack of sleep.

SCORBY

He was here all right. We must have just missed him.

BARTOK

And the girl?

SCORBY

Looks like she took off with him.

BARTOK

Get back here as soon as you can.

**

*

SCORBY

Don't worry, sir. We'll get him.
It's just a matter of time.

Bartok sighs, sinking into a deep, seething melancholy.

BARTOK

That, sadly, is a luxury we don't have.

**

CUT TO:

130 INT - BETH'S CAR - DAWN

130

Martin is asleep in the passenger seat, shrouded in a blanket. Beth is at the wheel, eyes red and bleary from driving all night. On the radio, a newscast begins:

(CONTINUED)

RADIO ANNOUNCER

Kicking off the local news this morning, a state-wide search is underway for an employee of Bartok Industries. A Bartok spokesman says that Martin Brundle is in severe need of medical attention for injuries sustained in a laboratory spill at the Ferris Downs facility yesterday. The public is urged not to approach Brundle due to the danger of contamination, but to report his whereabouts immediately to authorities. Brundle is said to be physically deteriorating, as well as mentally confused...

Beth glances over at Martin. Still asleep.

131 THE CAR / EXT. HIGHWAY - DAWN

131

hurtles down the highway toward the coming dawn.

CUT TO:

131A INT - BETH'S CAR - DAY

131A

The car is parked. Martin is sleeping in the passenger seat, an unseen form huddled in a blanket. Beth emerges from a fast food restaurant, carrying a bag. She gets in the car.

BETH

Martin?

(shakes him gently)

Martin, wake up. You've got to eat.

Martin stirs. As he reaches for the bag, the blanket falls away, revealing his face. Beth stifles a gasp -- he looks worse than before, his skin actually decaying.

MARTIN

Aren't you eating?

BETH

(tonelessly)

I'm not very hungry.

She starts the car and hits the gas.

CUT TO:

131B EXT - HIGHWAY - DAY

131B

Beth's car is pulled over to the side of the road. Beth is clutching the steering wheel, knuckles turning white, feeling

(CONTINUED)

utterly helpless. Martin is leaning out the passenger door and wrenching violently. He leans back in his seat, gasping.

MARTIN

I guess I wasn't very hungry either.

Beth puts the car in gear and gets back on the highway.

DISSOLVE TO:

132 EXT - RURAL ROAD - DAY

132

Beth's car appears, traveling along a wooded road.

133 INT - CAR /EXT. STATHIS' HOUSE - DAY

133

Martin is sleeping again, his face pressed against the passenger window. Beth is at the wheel, exhausted, trying desperately not to nod off. She straightens up, seeing:

BETH'S POV (FROM MOVING CAR)

An imposing stone house can be glimpsed through the trees.

BETH

slows down, checking the address, then turns onto a meandering dirt driveway. She pulls up to the house and stops the car. She shakes Martin to wake him.

BETH

Martin?

MARTIN

(waking, groggy)

Huh?

BETH

We're here.

Martin sits up -- but when he pulls his face away from the window, he leaves part of his cheek stuck to the glass.

He looks at Beth with sad eyes. Neither says a word. They both open their doors, but Martin seems to be having trouble getting out the car. Beth circles around to help him.

MARTIN

(waves her off)

No, no. I'm fine. I'm just a little stiff, that's all.

He clambers painfully from the car, a bit unsteady on his feet. The two of them proceed toward the house.

(CONTINUED)

CONTINUED:

69.

BETH

Are you sure this is the place?

MARTIN

I got the address out of the
computer files when I escaped.

134 EXT. STATHIS' HOUSE - DAY

134

They proceed to the front door. Beth knocks. Thick silence.

BETH

Maybe nobody's home.

She knocks again, louder. We hear a MUFFLED THUMP -- somebody moving around inside. A MALE VOICE comes through the door:

VOICE (O.S.)

Go away!

BETH

We have to talk to you!

VOICE (O.S.)

I'll say it again for the hard of
hearing -- piss off! You want it in
writing?

MARTIN

I need your help! Seth Brundle was
my father!

A long beat. The CLICK of a lock. The door opens just a crack, revealing the suspicious, ruddy face of a man with a perpetual hangover -- STATHIS BORANS peers out at Martin and grimaces.

STATHIS

I can see the resemblance.

(beat)

What are you now, five? Little big
for your age, aren't you?

MARTIN

It's a chromosomal malfunction.
Rapidly accelerated life cycle.

STATHIS

No shit. That's fascinating.

(beat)

Well listen, it's been great. Stop
by again sometime.

He slams the door in their faces.

135 INT - EXT. STATHIS' HOUSE - DAY

135

Stathis shoots the deadbolt home and starts to turn away.

(CONTINUED)

Suddenly, the door bursts inward, deadbolt ripping from the doorjamb. Stathis reels back in terrified surprise as Martin enters. He whips his cane through the air, but Martin catches it. A brief tug of war ensues, with Stathis trying to keep his balance on his prosthetic foot.

Martin lets the cane go. Stathis find his balance. They glare at each other, breathing heavily. Beth stands in the doorway.

STATHIS

Perhaps I should invite you in.

CUT TO:

136 INT - STATHIS' STUDY - DAY

136

Stathis is at the bar, pouring his umpteenth scotch of the day. Martin, leaning on Beth, moves toward a chair.

STATHIS

Bartok told me you died at birth,
along with your mother. I should
have known he was lying, the son of
a bitch. Don't sit there. It's
Louis the 14th.

He indicates a much cheaper chair. Martin settles in painfully.

STATHIS

So. Here we are. The question is why?

MARTIN

I came to you for help.

STATHIS

What kind of help?

MARTIN

I saw you on the videotape. You said
you were a friend of my father's.

STATHIS

I said I knew him. Big difference.

MARTIN

But you were there the night he died.
You said he was working on a cure.

STATHIS

That's why you dragged yourself
halfway across the state? To ask me
about his cure?

MARTIN

You're my only hope.

(CONTINUED)

Shaken, Stathis crosses back to the bar and freshens his drink, slopping half the scotch onto the floor in the process.

STATHIS

Kid, the last thing I am is
anybody's hope. You don't want to
hear about this.

*
*

MARTIN

I have to know.

Stathis pauses, wrestling briefly with an urge to be humane and keep his mouth shut. He casts that urge aside and turns on Martin with a dark, bitter grin.

STATHIS

All right. I'll tell you about your
father. He stole my girl, got her
pregnant, got her dead...

(displays prosthetic hand)

...if that's not enough, he
dissolved my hand and my foot with
fly puke. Let's be honest. I didn't
much care for the man. In fact, he
really bugged me.

(beat)

Oh, but you wanted to know about
that great cure he was working on.
Now that was something! He dragged
your poor mother kicking and screaming
into a telepod so that they could
be fused together into one body!
The pathetic bastard thought it
would make him more human!

(tight)

Your mother blew his brains out
with a shotgun. That was the real
cure. End of story. Now go away.

*
*

Stathis' diatribe has left Martin weak and shaking. He
clutches Beth's arm, seeking strength from her.

STATHIS

Look, if you're gonna toss your
cookies, do it outside. I just had
the floors waxed.

BETH

(furious)

Bastard. Where's your compassion?

STATHIS

I had to give it up. It cost me too
much. An arm and a leg, in fact.

CONTINUED:

72.

Martin struggles to his feet, helped by Beth. He faces Stathis.

MARTIN

It cost you more than that. I don't know which of us is more pathetic.

Stathis gives him an icy glare of anger. The PHONE RINGS and he snatches it up.

STATHIS

Hello?

(beat)

Mr. Bartok. Funny you should pick this moment to call...

(looks ominously at Martin)

...I was just thinking about you.

(listening)

A deranged employee? Thinks he's Seth Brundle's son? That's pretty wild.

(beat)

Nope, haven't seen anybody like that around here. I'll be sure to call you, though, if I do.

(beat)

Yes, I know you'd make it worth my while. Bye now.

(hangs up)

Scumbag.

He looks up, seeing Martin's surprise and gratitude.

STATHIS

Don't get all misty-eyed. I didn't do that for you. That was for Ronnie.

MARTIN

Just the same...thanks.

STATHIS

(softening a bit)

Look, your father was confused toward the end, he was losing his judgement. But maybe he was right about one thing. I'm no scientist, but it seems to me that if there is a cure, it has something to do with those telepods.

Martin recoils from this. Flustered, he moves to the window.

MARTIN

I already tried. It's a dead end.

Stathis peers at him suspiciously.

(CONTINUED)

CONTINUED:

73.

STATHIS

You're a bad liar, kid. It's a good thing you don't play poker.

BETH

Martin? Did you find something?

MARTIN

It's not something I can use, so just forget about it.

STATHIS

Sure. Anything you say. But before you go, tell me...is it any worse than what's happening to you now?

(silence)

It's none of my business, but if you found an answer, you ought to use it.

MARTIN

You're right.

(beat)

It's none of your business.

Martin stalks from the room. Beth just stands there, torn. She looks helplessly at Stathis. He shrugs.

STATHIS

You should talk some sense to your friend.

(tosses her a set of keys)

They'll be looking for your car. My jeep's in the garage.

Beth starts to thank him. He waves her off.

STATHIS

Just get out.

Beth leaves. Stathis, now alone, leans heavily on the bar and rubs his tortured face.

DISSOLVE TO:

136A EXT - HIGHWAY - NIGHT

136A

The jeep comes into view, headlights piercing the night.

137 INT - JEEP - NIGHT

137

Beth is driving, near tears. Martin is in the passenger seat, wracked with spasms.

CONTINUED:

74.

BETH

Let me just call Bartok and talk to him.

MARTIN

No! I won't go back there!

BETH

Maybe I can get him to help you.
I can tell him about the telepods.

MARTIN

I told you, that's a dead end.

BETH

You haven't told me why!

Martin, tight-lipped, just shakes his head.

BETH

Martin, what do you have to lose? If there's a chance, any hope at all...

MARTIN

There is no hope.

BETH

Then what? Martin, I'm so tired I can't think any more! I don't know what to do! I don't even know where we're going!

MARTIN

(flat, hopeless)
It doesn't matter...

CUT TO:

138 EXT - MOTEL - NIGHT

138

Describing the place as cheap and rundown would be too kind. The bungalows, grouped around a gravel courtyard/parking lot, haven't had a new coat of paint since Eisenhower was president. The neon sign above the office buzzes and blinks erratically.

Beth pulls in off the interstate and cuts her engine. She gets out of the car and enters the office.

139 INT - MOTEL OFFICE - NIGHT

139

The MANAGER, a scabrous old man in a tattered bathrobe, leaves his TV set and comes to the counter.

BETH

I'd like a room.

The manager glances over her shoulder at the jeep, seeing the huddled form in the passenger seat. He leers at her.

MANAGER

Separate beds?

BETH

(icy)

Yes.

MANAGER

Cash in advance.

On the TV in the background, a newscast is in progress:

ANCHORMAN

Meanwhile, the search for contaminated Bartok employee Martin Brundle intensifies...

Bartok suddenly appears on the screen, speaking into a reporter's microphone.

BARTOK

Martin, if you're watching this, if you can hear my voice, listen to me. I know you're sick and confused and frightened, but you need our help. All we want, desperately, is to give you that help.

The image now goes back to the anchorman.

ANCHORMAN

Brundle vanished late last night in the company of co-worker Beth Logan. There has been speculation that Miss Logan may be the victim of kidnapping, but this has yet to be confirmed...

Photographs of Martin and Beth appear on the screen as the anchorman rambles on. Beth realizes the motel manager is waiting for her to sign the ledger. She nervously scribbles a name and pays him. He holds out a key.

MANAGER

Number 18, down at the end...

(glances at ledger)

...Ms. Smith.

Beth takes the key and exits. The manager peers after her.

(CONTINUED)

CONTINUED:

76.

139A EXT - MOTEL

139A

Beth walks across the gravel parking lot to the jeep. She comes to an abrupt stop as she realizes that the vehicle is empty...Martin is gone.

BETH

Martin?

She looks around with growing unease. Suddenly, her attention is drawn by a LOUD AIR HORN...

A big eighteen-wheel truck rages past on the interstate, HORN BLOWING wildly. As it sweeps out of frame, we catch a glimpse of a blanket-shrouded figure disappearing into the fields on the far side of the road, vanishing into darkness.

BETH

MARTIN!

She takes off after him, dashing across the highway and stumbling down the incline.

MARTIN/BETH - VARIOUS ANGLES

Martin flees across the field with surprising speed, hobbling and deformed, tearing through the wild brush. Beth pursues him desperately, pushing herself to the limit.

BETH

MARTIN! STOP!

The chase is relentless, grueling. She finally catches up to him and they both collapse to the ground, gasping for breath.

BETH

How could you just run off like that? How could you do that me?

**
**

MARTIN

I thought it would be better this way. Better for both of us.

BETH

(furious, near tears)

How dare you make decisions that affect me? How dare you?

**
**

MARTIN

I'm sorry. I'm sorry.

**

BETH

What were you thinking? Were you just going to crawl off somewhere to die?

**
**
**
**
**

CONTINUED:

MARTIN

(anguish)

I'm not dying! Oh God, I wish I
were! I wish it were that simple!

(tight, clenched)

I'm turning into something else.

BETH

You're still Martin.

MARTIN

For now.

(pause)

Beth, I'm scared for you. You heard
what Stathis said...what my father
tried to do to my mother, what she
had to do to protect herself.

BETH

I also heard him say you could use
the telepods to save yourself.

MARTIN

(measured)

The method is too extreme.

BETH

Is that another decision you're
making all by yourself?

MARTIN

Yes.

Pause. Martin bows his head. Softly:

MARTIN

It hurts to look at you, Beth. It
hurts to see what I'm losing.

Beth starts to cry. She takes Martin in a desperate embrace.
Martin tries to push her away.

MARTIN

Don't...

But she doesn't let go of him. His tears also come, and he
finally gives in to the embrace.

BETH

I'm not leaving you, Martin. I'm not.

Martin and Beth hold each other, seeking strength, rocking
gently back and forth in the middle of the vast field.

SLOW DISSOLVE TO:

CONTINUED:

140

140 INT - MOTEL ROOM --NIGHT

A bungalow cabin. Darkness. Two vague light sources spill in through the dirty flyspecked window: the dim light of the moon, and the intermittent flash of an unseen neon sign.

Beth is sprawled on one of the beds, still wearing her street clothes, passed out from utter exhaustion.

Martin is sitting on the other bed, huddled by the window in the darkness. He calls to her softly:

MARTIN

Beth? Are you awake?

No answer. Martin feels profoundly alone. He turns and gazes out the window at the night...

WE DISSOLVE INTO...

A SLOW DOLLY ACROSS THE ROOM, PULLING IN TIGHT on Martin at the window...

We realize that he's gazing at an outdoor high-intensity bug zapper in the courtyard outside, becoming mesmerized by the soft purplish glow. Dozens of flies are swarming around. Every so often, a tiny pinpoint FLASH OF LIGHT heralds the death of another bug.

FROM TIGHT ON MARTIN'S FACE, WE DISSOLVE INTO...

141

141 MACRO SHOT

...THE BULBOUS, MONSTROUS FACE OF A FLY in flight. Glistening, multifaceted eyes reflect a rainbow of liquid colors. Insect wings, transparent as crystal, flex up and down in EXTREME SLOW MOTION.

MACRO SHOTS - SLOW MOTION

In a virtual reprise of the opening shots of the film, the fly glides through the air, whirling and spinning, performing an effortless aerial ballet. As repulsive as the creature is, its travel is dreamlike and beautiful.

CONTINUED:

78.

MACRO SHOT - SLOW MOTION

The fly swoops toward a gorgeous purple glow...and settles onto the bug zapper filament. The insect starts jerking and twitching as a massive charge of electricity courses through it, making it glow from within, a tiny sun growing within the fly, bursting out through its flesh, consuming it with sudden brilliant fire. Its death is the death of kings, a comet blaze of glory...

MACRO SHOT

The fly hits the ground, a charred and smoking husk. No longer glorious, no longer brilliant...now just a dead bug.

142 TIGHT ON MARTIN / INT. MOTEL BUNGALOW - NIGHT

142

as he sits by himself in the dark, gazing out the window at the dead fly with a near religious look on his face. He eases back into the shadows as we

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*
*

FADE TO BLACK

143 INT - MOTEL ROOM - NIGHT

143

Darkness. Beth stirs from her sleep and looks around, disoriented at first, not quite knowing where she is. Things are too quiet. Too dark. Is she alone?

BETH
(tentative)

Martin?

No answer at first...then a voice from the darkness makes her jump:

MARTIN

Here..

She finally makes him out -- a dark shape on the bed, still huddled against the wall by the window. We can't see much of him, but he has something cradled in the palm of his hand.

She rises and gropes toward the lightswitch on the wall.

MARTIN
No. Don't turn on the lights.

BETH
It's dark. I can't see you.

He shifts forward, exposing only half his face to the moonlight.

MARTIN
Better?

Beth stifles a gasp -- it's apparent he's gotten worse in the last few hours...much worse. His one visible eye swivels toward her, appraising her horrified reaction.

MARTIN

I thought not.

His attention goes back to the unseen object in his hand, considering it with deep fascination. He toys with it, prodding it occasionally with his finger.

BETH

What are you doing?

MARTIN

Thinking.

BETH

About what?

MARTIN

Obsolescence. That's what Bartok said it was all about. I didn't know how right he was.

BETH

What are you talking about?

MARTIN

My father. My real father. That's what he set out to do, don't you see? Make things obsolete. Cars, trains, planes...

(beat)

His thinking was small...limited. But he stumbled onto the greater truth, the greater meaning of the word "obsolete." He learned, oh yes. And now I, too, am learning.

Beth sits on the edge of the bed and reaches for him. He shrinks back into the shadows.

MARTIN

No, no, don't touch me.

BETH

I want to hold you.

MARTIN

(hissing)

I said don't touch me!

She draws away. Martin edges distrustfully back into view, his one visible eye judging her with suspicion.

MARTIN

Just leave me alone.

BETH

(fighting back tears)

I want to be here for you.

Don't shut me out. Please.

Martin ignores her, humming a little nursery rhyme sing-song under his breath, his attention now fully on the unseen object in his hand. Beth pauses, filling up with slow dread. It's finally occurred to her to ask:

BETH

What are you holding in your hand?

For a brief moment he curls his fingers up and draws his hand to his chest, like a suspicious little boy afraid his toy is going to be taken away. But then he decides it's probably all right and slowly extends his fist toward her...

...and he uncurls his fingers, revealing a half-collapsed human eyeball sitting in his hand.

MARTIN

My eye.

Beth tries to scream, but all she manages is a low, strangled moan. He begins sticking the eyeball like a tiny pet.

MARTIN

It came out. Like a bad tooth.

He leans further into the spill of moonlight, revealing the previously-unseen half of his face. His eye socket is empty, a gaping hole.

MARTIN

But I don't mind. Really I don't...

CLOSEUP - MARTIN

Another eye, an insect eye, presses up from inside the socket and peers tentatively out of the hole as if to explore the outside world. Martin grins softly.

MARTIN

...I can see so much better now.

BETH

rises and backs away in horror, pressing herself into the corner of the room.

CONTINUED:

81.

MARTIN

performs his sleight-of-hand, palming the eyeball in one hand...

MARTIN

Obsolete. Martin's becoming
obsolete. Perhaps he always was.

...and making it magically appear in the other. He holds the
eyeball up, peering at it with his new insect eye. He turns
his gaze to Beth.

MARTIN

Maybe you're obsolete, too. Have
you ever considered that?

BETH

No. I haven't.

MARTIN

(ominously)
Maybe you should.

BETH

I don't want to.

MARTIN

Am I scaring you?

BETH

Yes.

MARTIN

I'm sorry. I don't mean to, it's
just that...maybe people aren't
what God intended at all. Maybe He
screwed up, and I'm his way of
correcting the mistake. Maybe I'm
what God had in mind from the start...

He trails off, pathetically grasping for a thought as a series
of spasmodic insect-twitches wrack his body. He gazes out the
window at the nearby bug-zapper, his insect eye probing.

MARTIN (cont.)

It's funny how pretty that light is.
How compelling.

Beth can't take another moment -- whatever she's been talking
to here in the dark isn't Martin anymore. She crashes across
the room in the dark and hits the lightswitch.

MARTIN

flinches away from the sudden flood of dingy yellow light, but

CONTINUED:

82.

he can't move very far -- his legs are now encased in a nightmarish, half-formed cocoon of resin-like secretions.

BETH

screams, because it's either scream or go crazy. She trails off into hitching, heaving sobs.

BETH

Martin?

MARTIN

Martin's going away. Back to the womb. Where it's warm.

Beth can't take any more, she has to get out. She moves unsteadily to the front door.

MARTIN

Beth?

He gives her a huge, insane grin. Softly:

MARTIN

If you stay a while, I'll show you a magic trick you'll never forget.

144 EXT - MOTEL ROOM - NIGHT

144

Beth rushes out into the cold night air, across the gravel parking lot. She's trying not to come apart at the seams, but her grasp is tenuous at best. She moves in aimless directions, crying her heart out, completely helpless.

CUT TO:

145 INT - BARTOK'S OFFICE /EXT. MOTEL - NIGHT

145

Scorby bursts in. ''

SCORBY

It's the girl. Line two.

BARTOK

(snatches up the phone)

Miss Logan?

(Beth is at the payphone outside the motel office, bathed in neon, crying. An occasional truck rages by on the interstate.)

BETH

I don't know what to do any more.

BARTOK

It's good that you called. It was

the right thing to do.

BETH

I think Martin can use the telepods to save himself. You have to let him try. You have to help him.

BARTOK

Of course we'll help him. That's all we ever wanted.

BETH

Promise me.

BARTOK

I promise. Now just tell me where you are.

CUT TO:

146 INT/EXT. MOTEL - DAWN

146 *

The horizon is starting to turn rosy with the coming day. Martin is alone at the window, staring out at the purplish glow of the bug zapper -- which soon begins to increase in intensity, brightening and distanding, turning into long shafts of blinding light. Some weird hallucination?

It's a helicopter spotlight. Two helicopters appear: Bartok's private chopper and a big white medical Huey. They sweep down from above, ROTORS THUNDERING, lights probing.

146A EXT - MOTEL - DAWN

146A *

The helicopters land side by side, driving Beth back across the gravel with a hurricane of wind, turning the motel courtyard into a maelstrom of dust and debris. Lawn furniture, cheap and tattered, goes flying. Lights come on in the bungalows and frightened people peer out. The manager appears at the door of the office, gaping, his bathrobe whipping around his scrawny ankles.

Bartok, Jainway, and Shepard emerge from Bartok's copter. Scorby and other personnel pour out of the Huey. Everybody's wearing protective clothing. Someone throws a blanket over Beth's shoulders.

147 INT - MOTEL ROOM - DAY

147 *

Bartok and the others enter. They stare in amazement at Martin cocooned on the bed.

JAINWAY

(stunned whisper)

Magnificent.

CONTINUED:

84.

Bartok motions for everybody to stay put. He approaches Martin and crouches down, peering close. Martin's insect eye peers back, pressing up from inside the empty eye socket.

Martin turns to look at Beth. She can't meet his gaze. *

BARTOK

Don't blame her for calling,
Martin. I mean you really should
see yourself. You're a sight.

Martin's voice is low and spasmodic, altogether otherworldly:

MARTIN

(wry, bitter)

I'm becoming the son you always
wanted me to be. *

BARTOK

That you are, Martin. That you are.

MARTIN

I only wish...I could show you...

BARTOK

Show me what?

MARTIN

Everything that I see. You've
hungered so long for knowledge of
the flesh. You deserve to know. I
will show you...if I can... **
**
**
*

BARTOK

I'm sure you will. I'm sure it'll
bring us closer together. That's
what we've both always wanted.

... (beat)

Martin, about the telepods. You must
tell me what the magic word is. *

MARTIN

The magic word is...

Bartok leans forward expectantly as Martin grapples to
complete his thought.

MARTIN

...a secret word. It makes the
magic work.

Martin drifts out.

BARTOK

Martin?

CONTINUED:

85

No response. Bartok rises and motions for his team to proceed.

BARTOK
Careful. Don't damage him.

CUT TO:

148 OMITTED

148

149 INT - OPERATING ROOM - DAY

149 *

The same operating room where Ronnie gave birth to Martin some five years ago. The doors burst open and Bartok enters, preceding Martin's cocoon as it is wheeled in.

BARTOK
Remember this room, Martin? This is where you were born the first time. A fitting place for your rebirth, don't you think?

But Martin can't answer -- the cocoon has now enveloped him completely. His form is barely visible within the glazed, semi-translucent, resin-like shell.

BARTOK
You're growing quickly, my boy.
(to Jainway)
Any way to predict how soon?

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**

JAINWAY
I'd say at least a week.

**
**

The team transfers the cocoon to the operating table. Preparations for the rebirth are begun, all very cool and professional. Video cameras and medical scanners are positioned, sensor wires are attached.

Jainway and Shepard go to work with huge syringes, forcing them through the tough layers of the cocoon. They finally get through and draw samples of the murky, brackish fluid within.

**

Bartok leans over the cocoon, trying to see Martin's face beneath the surface. He actually spits on the shell and wipes it vigorously with his sleeve. He peers close.

CONTINUED:

85A.

BARTOK

Martin, if you can hear me, I just wanted you to know how thrilled I am to have you back. It was naughty of you to run away, but never mind that...

He pats the cocoon lovingly, ominously.

**

BARTOK

You're home now. Son.

CUT TO:

CONTINUED:

86.

150 INT - DECONTAMINATION ROOM - DAY

150 *

Beth is naked, being vigorously scrubbed down by two bubble-suited ATTENDANTS. She cries out in pain and humiliation, but the attendants are cold, impassive.

BETH

There's nothing wrong with me!
Where's Martin? What did Bartok do
with him? I want to talk to Bartok!

**

CUT TO:

151 OMITTED

151

152 INT - TELEPOD ROOM - DAY

152 *

Bartok stands with Trimble at the computer, staring meditatively at the question still posed on the screen:

*

*

> WHAT'S THE MAGIC WORD?

They look up as Beth is brought in by Scorby.

*

BARTOK

You'll be happy to know you show no
signs of biological contamination.

BETH

(tonelessly)

Hooray.

BARTOK

Do have a seat.

BETH

Not until you tell me what you've
done with Martin, you son of a bitch.

BARTOK

Please. You shouldn't swear. It's
unladylike.

Scorby forces her into a chair. Bartok nods and Scorby exits.

BARTOK

Martin is resting comfortably. Of
more immediate concern at this
moment, however, is the magic word.

*

*

*

BETH

(gives him a blank look)

What are you talking about?

CONTINUED:

87.

153 INT - OPERATING ROOM - DAY

153 *

Thick silence. The cocoon sits on the table beneath a hanging surgical light. Otherwise, the room is dimly lit.

Jainway is in attendance. She's engrossed in her work, peering into a microscope and making notations in a log.

A nearby EEG monitor BEEPS SOFTLY. She looks up at the monitor, waiting to see if it'll happen again. She's rewarded with another SOFT BEEP, accompanied by a wavy line on the screen.

Jainway crosses to the cocoon. She runs a stethoscope over the shell, listening intently. She turns up the volume on a nearby audio recorder -- macabre, otherworldly MOANING SOUNDS are being picked up. The MOANS trail off into complete silence.

Jainway presses a penlight into the cocoon's hide, trying to see in. There is a sudden twitch, a jelly-like fluttering within the cocoon. She thumbs a toggle on an intercom.

JAINWAY

I'm getting some movement. I need you down here.

SHEPARD (filtered)

I'm on my way.

She clicks the intercom off and prods the cocoon again, prompting another fluttering, flexing motion.

Suddenly, the cocoon begins to split -- a tiny oozing rupture. Jainway activates the video cameras. The ruptures grows, splitting down the length of the flexing cocoon.

Jainway backs away, torn between curiosity and apprehension, groping for the phone. She picks up the receiver and pauses.

An immense dark form rises in the foreground, looming over her as it emerges from the cocoon.

Jainway gazes up, stunned. It starts to dawn on her that maybe she should be terrified as well.

JAINWAY

Martin...

CUT TO:

153A INT - HALLWAY - DAY

153A *

Shepard rushes up the hallway to the cocoon room. The door stands wide open. Darkness within. Shepard pauses.

CONTINUED:

88-

SHEPARD

Dr. Jainway?

154,155 OMITTED

154,155

156 INT - OPERATING ROOM - DAY

156 *

Shepard enters slowly, looking around, absolutely numb. The place is an absolute shambles, as if a tornado had ripped through the room.

SHEPARD'S POV -- DOLLYING SLOWLY FORWARD

The cocoon sits on the table, split wide open. Empty. A slimey trail leads across the floor, up the wall, and vanishes into an air duct. The metal vent is bent back, twisted.

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SHEPARD

has seen enough. He turns to hurry from the room -- but slips on something wet and goes down. He finds himself sitting in a huge puddle of slime. He raises his hands in disgust, shaking the slime off his fingers.

Shepard freezes in shock, staring at the floor around him. He realizes that he's sitting in the half-dissolved remains of Dr. Jainway.

Shepard begins to scream.

CUT TO:

156A INT - MAINTENANCE AREA - DAY

156A*

The place is filled with huge air conditioning units. Scorby, Hargis, and Mackenzie are heading to the cocoon room at a dead run. They come around a corner and see Shepard scurrying toward them, his arms filled with files. Shepard cocks his head over his shoulder, indicating:

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SHEPARD

Back in the O.R.!

The guards race past him. Shepard hurries on, glancing around uneasily at the massive air conditioning units that surround him -- the dim work lights serve only to heighten the shadows and his anxiety.

FAINT SOUNDS are echoing around him. He gasps, turning this way and that -- is he alone? Is he hearing the echoes of his own footsteps? He starts to run, choking on his own fear.

Suddenly, there is a LOUD ROAR. Shepard screams and whirls around, all reason now lost, the files flying from his arms and scattering across the floor.

He stops screaming, abruptly realizing that the ROARING is

CONTINUED:

89 .

nothing more than the air conditioning units. He takes deep breaths, trying to calm down -- nope, no monsters here. He drops to his knees and starts gathering up the scattered files.

A massive clawed foot descends into frame, coming to rest right before Shepard. Shepard looks up in slow dread at the enormous unseen thing looming over him.

A monstrous hand now enters frame and plucks the end of Shepard's tie out of his pants. The hand takes the tie in a firm grip...and pulls Shepard gently to his feet.

SHEPARD

Martin, please...it's not my fault...

CUT TO:

157 INT - TELEPOD ROOM - DAY

157 *

Bartok interrogates Beth. Trimble is nearby, looking on.

BARTOK

You were alone with him all that time, just you and he together. He must have said something to you!

BETH

He said a lot of crazy things, but a magic word wasn't one of them!

BARTOK

Think harder. You were tired, confused...

BETH

I already told you!

BARTOK

Miss Logan, without that password, I can't get those telepods working. And without the telepods, I can't very well help Martin, now can I?

BETH

(icy)

You have no intention of helping him. You never did.

BARTOK

You're wrong.

BETH

If I'm wrong, then where is he?

Pause. Bartok just shakes his head and gives her a steely

CONTINUED:

90.

smile. Suddenly, an ALARM BEGINS TO SOUND throughout the complex. Scorby, Hargis, and Mackenzie race into the room.

SCORBY

Cover the doors!

BARTOK

What's this all about?

SCORBY

That thing got out of its cocoon.
It's out there somewhere.

BARTOK

Did anybody get a look at it?

SCORBY

Dr. Jainway. She's dead. It tore
her apart.

Bartok is shaken by this, but he's too busy taking charge to dwell on it for long -- he grabs Scorby's walkie talkie.

BARTOK

Control, this is Bartok. Listen
carefully. I do not under any
circumstances want Martin injured
or killed. He is to be located and
contained, that is all. Anyone
responsible for damage to the boy
will answer to me. Is that clear?

158 INT - GUARD OPERATIONS - DAY

158 *

Wiley is at the board, wearing a headset, overseeing the search. He's got the video monitors on automatic scan, sequencing from one area to another. Guards can be glimpsed searching various empty hallways and rooms.

WILEY

Yes sir. Clear as a bell.

BARTOK (filtered)

Has anyone found him yet?

WILEY

Not yet. We're not quite sure what
he looks like...

Wiley catches a very odd shadow on one of the monitors just a moment before the screen clicks to another shot.

WILEY

Hold on. Hold on.

CONTINUED:

91.

He backtracks the sequencer, searching. He suddenly finds himself staring in dumb amazement at a creature moving down a hallway. The small black & white monitor offers very little detail, so the beast is glimpsed in only the vaguest terms, but it's big -- and seems to be dragging a body.

WILEY

(softly)

Oh mother.

159 INT - HALLWAY - ZONE 4 HALLWAY - DAY

159

A pair of monstrous clawed feet pad silently up the carpeted hallway. The creature has Shepard by the tie, dragging the dead scientist like a sack of laundry.

160 INT - GUARD OPERATIONS - DAY

160 *

WILEY

Sir, you wouldn't believe what I'm looking at. Whatever it is, it's dragging a body.

.61 INT - TELEPOD ROOM - DAY

161 *

**

BARTOK

Can you pinpoint it? What direction is it headed?

WILEY (filtered)

Well, Mr. Bartok...I'd have to say it's headed in your direction. Coming right to your door, in fact.

An INHUMAN HOWL drifts up the hallway. Everybody freezes.

BETH

He's coming for you, Bartok.

Bartok shoots her a nasty look, then turns to his men:

BARTOK

Seal the doors.

The men don't have to be told twice -- they seal the doors.

BARTOK

(into walkie talkie)

Control, get reinforcements down here now. We can trap it in the hallway. I want the creature alive. That's means no shooting. Understood?

CONTINUED:

92.

162 INT - GUARD OPERATIONS - DAY

162 *

WILEY

(into headset)

All units to Zone Four, corridor twelve, on the double! This is to be a live capture, repeat, a live capture. Use no lethal force.

He switches from screen to screen, tracking the creature's every move.

163 & 164 OMITTED

163 & 164

165 INT - HALLWAY - ZONE 4 TIGHT ANGLES - DAY

165 *

We catch only the vaguest glimpses of the creature, odd angles and closeups that only hint at its appearance:

The creature effortlessly lifts Shepard into the air by his tie. Shepard dangles like a hanged man, feet not touching the ground.

The beast continues down the hallway toward the security doors with Shepard held before it -- CAMERA MOVES IN TIGHT to emphasize the I.D. badge clipped to Shepard's chest.

166 INT - GUARD OPERATIONS - DAY

166 *

Wiley's eyes widen with sudden realization and horror.

WILEY

(into headset)

IT'S GOT A SECURITY CARD!

167 INT - TELEPOD ROOM - DAY

167 *

Instant pandemonium. Bartok, icy calm, turns to Trimble:

BARTOK

Freeze the codes.

(Trimble doesn't move)

Dr. Trimble.

Trimble overcomes his paralysis and stumbles to the door control mechanism on the wall. He frantically punches in a command. A glowing red LED lights up! "LOCKOUT."

168 INT - HALLWAY ZONE 4 - DAY

168 *

The creature moves up to the security doors and presses Shepard's body, I.D. badge first, against the scanner. Nothing happens. The monster ROARS with rage and flings Shepard aside like a rag doll.

CONTINUED:

93.

169 INT - TELEPOD ROOM - DAY

169 *

Trimble backs away from the door. Everybody else is frozen in place as the monster starts POUNDING. The door buckles slightly.

SCORBY

It can't get in...can it?

**
**

170 INT - HALLWAYS ZONE 4 - DAY

170 *

Guards are now converging on the scene. They pivot around the corner --

170A REVERSE ANGLE

170A

-- and see nothing. The hallway is empty except for Shepard's body. A guard raises a walkie talkie.

GUARD

It's not out here.

BARTOK (filtered)

What do you mean it's not out there! Control?

WILEY (filtered)

It took off so fast I couldn't track!

The hallway guards are suddenly real nervous and jumpy. They fan out in teams, moving cautiously through the corridors, expecting an attack from anywhere. Searching...

71,172,173 OMITTED

171,172,173

174 INT - TELEPOD ROOM - DAY

174 *

Bartok and his group wait in silence, tension thick...

**
**

175 INT - GUARD OPERATIONS - DAY

175 *

Wiley has his eyes riveted to the video monitors, blinking sweat from his eyes...

176 INT - HALLWAY ZONE 4 - DAY

176 *

TWO GUARDS ease into view at the mouth of a corridor. One man has a huge German shepard attack dog on a leash. The dog begins growling, hackles raised.

THEIR POV - THE CORRIDOR

Debris is strewn about. Down at the end, a door has been torn off its hinges. Darkness within. Darkness and SOFT RUSTLING.

CONTINUED:

94.

THE GUARDS

ease back. Guard #1 raises a walkie to his lips and whispers:

GUARD #1

Control? There's a room at the
north end of corridor eight.
Something's moving around down there.

WILEY (filtered)

That's a maintenance storage room. No
other exits. You've got it trapped.

GUARD #1

(mutters to his partner)

Great. Terrific.

Suddenly, an INHUMAN ROAR is heard, along with a LOUD CRASH
and a SCREECH OF METAL. Guard #2 slips his dog off the leash.

GUARD #2

Sic 'em!

The dog hurtles down the corridor.

177 INT - MAINTENANCE ROOM - DAY

177 *

The dog charges into the dark room, barking and snarling. The
Fly is a nightmarish presence barely glimpsed in the shadows.

The dog meets the Fly's gaze. Some unspoken communication
passes between them and the dog falls silent. The Fly reaches
out of the shadows, massive claws flexing ominously...

...but instead of ripping the dog in half, the Fly simply
strokes the dog's head. A gentle caress.

177A INT - HALLWAY ZONE 4 - DAY

177A *

The two guards hear only silence. Reinforcements arrive, and
the men advance down the corridor.

177B INT - MAINTENANCE ROOM - DAY

177B *

The guards burst in, weapons trained in all directions. In the
play of flashlights, they see the dog sitting serenely,
staring at the wall.

They follow the animal's gaze with their flashlight beams and
find a heavy steel air vent cover lying twisted on the floor.

GUARD

(raises walkie talkie)

It's not here. It tore out a vent
and got up into the air duct.

CONTINUED:

95.

178 INT - TELEPOD ROOM - DAY

178 *

BARTOK
(into walkie talkie)
Control, I want to know where that
air duct leads.

179 INT - GUARD OPERATIONS - DAY

179 *

Wiley punches up the command on his computer -- blueprints of
the complex begin flashing across his screen as the computer
narrows it down.

180 INT - TELEPOD ROOM - DAY

180 *

TRIMBLE
Just tell them to kill it!

BARTOK
Don't be an idiot. We need a live
subject for study. Martin's no good
to me dead.

SCORBY
Sir, maybe he's right. It's already
murdered two people...

BARTOK
That's tragic and sad, but I
haven't come this far to lose
everything now...

Suddenly, the power is cut and the room is plunged into
darkness. All the machinery dies down -- all except the
telepods and the telepod computer.

The emergency lights come on automatically, filling the room
with a dim, unearthly glow. Beth shoots Bartok a look.

BETH
You were saying?

Bartok moves to the center of the room, gazing up, looking
around. Softly:

BARTOK
Clever, clever boy.

He raises the walkie talkie to his lips.

BARTOK
Control, what about that air duct?

CONTINUED:

96

180A INT - GUARD OPERATIONS - DAY

180A *

A final diagram pops up on Wiley's screen.

*

WILEY

*

Hold on. I'm getting it.

**

180B INT - TELEPOD ROOM - DAY

180B *

BARTOK

Well? Where does it lead?

WILEY (filtered)

(suddenly numb)

The observation bay.

Stunned silence. All eyes go up as --

*

THE OBSERVATION WINDOW

EXPLODES and The Fly hurtles through in all its six-limbed glory, landing in a cat-like crouch in a storm of broken glass.

SCORBY AND HIS MEN

open fire on reflex. Utter screaming chaos. Bartok and Beth hurl themselves to the floor. Trimble dives behind a desk.

*

BARTOK

HOLD YOUR FIRE!

THE FLY

is nimble-quick, darting in and out of view as it runs behind rows of equipment and computers.

BARTOK AND THE OTHERS

Everybody crouches where they are, not moving, not breathing. Beth is stunned -- that monstrous thing is Martin?

*

TRIMBLE

*

runs to the door and frantically tries to open it, but the door control mechanism doesn't respond.

*

*

TRIMBLE

*

The power's cut! We can't get out!

*

SCORBY AND HIS MEN

emerge from cover, turning this way and that, ready to shoot anything that moves. Bartok calls out:

BARTOK (O.S.)
Where is it? Do you see it?
(no answer)
I want it alive! Alive!

SCORBY
(softly to his men)
Bullshit. Unless it comes out
waving a white flag, blow the
damn thing away.

Hargis and Mackenzie nod in agreement. The men split up and move slowly through the maze of sparking lab machinery, jumping at the shifting shadows.

Are they stalking the Fly? Or is the Fly stalking them?

181 INT - HALLWAY (OUTSIDE THE TELEPOD ROOM) - DAY

181 *

Guards are swarming over the door, frantically trying to get in. They pry the panel off the scanning device.

Wiley and another man arrive on the scene, dragging an acetylene blowtorch.

182 INT - TELEPOD ROOM - DAY

182 *

Mackenzie moves cautiously through the lab. CAMERA TILTS UP with him as he passes by, revealing a dark shape perched atop a bank of computers.

MACKENZIE

continues moving through the darkness, oblivious...anticipation builds...the audience should be screaming by now...

...and the Fly drops into the aisle behind him. He spins around to shoot, but the creature opens its huge mandible jaws and nails him with a projectile-vomit spray of acid.

Mackenzie staggers around, screaming and dissolving as he reflex-fires a BURST into the air.

BARTOK (O.S.)
Who's shooting? Who's shooting?

Mackenzie finally collapses to the floor in a twitching, smoking heap.

SCORBY AND HARGIS

arrive on the scene, horrified at the dissolved remains. They spin in various directions, tense as steel springs, fingers on the triggers.

CONTINUED:

98.

A SOFT RUSTLING SOUND catches their attention, some vague movement in the darkness. Both men cut loose, weapons BLAZING, emptying their clips into the shadows. Something CRIES OUT and hits the floor.

Scorby and Hargis rush to the spot and click on their flashlights.

ANOTHER ANGLE

reveals Trimble sprawled dead at their feet, riddled with bullets.

SCORBY AND HARGIS

gaze in horror at the dead scientist. Softly:

SCORBY

Fuck.

Hargis gasps and spins around, realizing:

HARGIS

IT'S BEHIND US!

They fumble with their weapons, desperately trying to reload, but it's far too late because --

THE FLY

is charging at them like an express train, ROARING into their midst. It slams bodily into Scorby and sends him sprawling.

Hargis, screaming, swings his rifle around to shoot -- but the Fly grabs him by the face and rams his head against the wall, killing him instantly.

Scorby lunges to his feet and pulls a combat knife, but the Fly slaps the knife away, sending it flying through the air.

The creature's lower set of arms lash out, grabbing Scorby around the waist in an iron grip. Screaming, Scorby is lifted off the ground.

The Fly's upper set of arms now unfold, taking Scorby by the shoulders. Scorby looks up, his face a pleading mask of terror...

...and the Fly abruptly bends Scorby back, folding him in half with a horrible CRACK!

BETH AND BARTOK

are riveted, gazing into the darkness. There is no movement. No sound. Only silence.

CONTINUED:

98A.

BARTOK

Scorby? Are you there?

(no response)

Anybody?

Scorby's body is thrown from the darkness -- it arcs through
the air and lands with a horrible THUD before them.

**

**

CONTINUED:

99.

THE FLY

lumbers slowly into the light, revealing itself fully -- a living, breathing, multi-legged nightmare by way of Kafka and Technicolor. It circles toward them, insect eyes twitching.

Bartok rushes to Scorby's body, bends down, and smoothly pulls the automatic pistol from the dead guard's holster.

**
**

BARTOK
(raises Scorby's pistol)
Now let's be reasonable about this.
You can still reason, can't you?

The Fly pauses, full of fury and speculation.

BETH

reacts. It can still reason. Softly:

BETH
Martin?

The Fly swivels its massive head in her direction. Its eyes are incomparably sad and tragic.

BARTOK
You could still be of incredible value to me. I do hope you won't make me do anything rash.

The Fly snarls and starts to advance.

BARTOK
Martin, don't be foolish. I'm willing to overlook this little tantrum of yours, but make no mistake...
(thumps the hammer back)
...I'll kill you in a second if I have to.

But the creature just keeps coming.

BARTOK
(tight)
You're not listening to me.

BETH
Martin, no!

Bartok FIRES! The bullet drives the Fly back like a hammerblow. Beth lunges at Bartok and they grapple violently.

CONTINUED:

100

BETH

Leave him alone, you bastard!

Bartok brutally pistol-whips her once across the bridge of her nose, then again across the forehead. Beth reels back and falls to the ground, gasping and blinking in dull stunned amazement as blood pours down her face.

THE FLY

goes to Beth and lets out a low anguished MOAN, trying to say her name. She looks up, streaked with blood and going into shock. The creature touches her face tenderly.

BETH

Use the pods. Don't let him hurt you anymore.

The creature draws its hand away, moaning at the sight of Beth's blood on its fingertips. The monster now swivels its gaze toward Bartok, anguish giving way to demonic rage.

BARTOK

She got in my way. Don't make the same mistake.

The Fly throws its head back and lets loose an earthshaking ROAR. It leaps up and charges toward Bartok.

Bartok stops the monster with three GUNSHOTS, each bullet driving the creature further to its knees.

BARTOK

approaches slowly, gazing down at the wounded beast. He shakes his head and gives it a pitiless smile.

BARTOK

You've become so difficult.

He raises the gun and presses it right between Martin's eyes.

BARTOK

I'm afraid it's time for me to terminate this project.

He starts to squeeze the trigger...

...but the Fly lashes up with the speed of a striking cobra and grabs Bartok's gun hand, wrenching his aim toward the ceiling.

The monster squeezes until we hear BONE CRACKING. Bartok SCREAMS as the gun discharges harmlessly into the air.

CONTINUED:

101

Bartok gazes down at the creature, his face registering incredible horror.

The Fly grins up at Bartok...and begins to rise.

183 INT - HALLWAY /OUTSIDE TELEPOD ROOM - DAY

183 *

Wiley and the other guards work feverishly, cutting through the door mechanism with a blowtorch. Thick smoke and sparks fill the air.

184 INT - TELEPOD ROOM - DAY

184 *

The Fly carries Bartok through the flickering, sputtering light of the lab. Bartok is ensnared in the creature's four arms, screaming as he dangles helplessly, crushed in the monster's grip.

They come to the telepod computer. The Fly cocks its massive head, mandibles clicking, puzzling over the screen. The four simple words are still glowing there:

> WHAT'S THE MAGIC WORD?

The Fly wraps a massive fist around Bartok's hand. Using Bartok's finger, the Fly painstakingly types three letters on the keyboard. Bartok gazes on in ponderous horror as the magic word is revealed to him:

> DAD.

185 INT - HALLWAY /OUTSIDE TELEPOD ROOM - DAY

185 *

The guards cut through the door mechanism with the blowtorch.

WILEY
LET'S GO! LET'S GO!

186 INT - TELEPOD ROOM - DAY

186 *

The guards force the door and pour into the room like stormtroopers, weapons leveled...but the place seems empty, deserted. There is no sound except for the SOFT CLICKING AND HUMMING of a computer. The men approach cautiously.

DOLLYING TOWARD THE COMPUTER

The words on the screen read:

> READY FOR ENCODING SEQUENCE

**

THE GUARDS

discover Bath on the floor, covered with blood, staring fixedly ahead at something. They follow her gaze to:

*

CONTINUED:

102.

TELEPOD #1

Bartok is inside the telepod, face contorted with unutterable horror, clawing and pounding at the glass, screaming soundlessly to be let out. The Fly is in there with him, holding on to him. Bartok thrashes helplessly in the Fly's unbreakable grasp. He still has Scorby's gun, but his arm is pinned to his chest and he can't use it.

THE MEN

are riveted in horror..Wiley lunges forward and starts pounding the butt of his rifle against the telepod window, but the glass seems unbreakable.

THE FLY

peers out at Beth. The creature unfolds its index finger, almost as if pointing at her -- and mimes pressing a button.

BETH

A faint glimmer of understanding. She turns her gaze to:

THE COMPUTER

is humming...waiting...

BETH

starts dragging herself painfully across the floor toward the computer.

BARTOK

sees Beth. He pounds on the telepod glass, trying to point her out to the guards.

THE GUARDS

keep battering away at the telepod window. A crack finally begins to form.

BETH

is almost blacking out as she drags herself into the chair and starts punching up the encoding sequence.

THE COMPUTER SCREEN

Two computer-graphic take shape. One figure is huge, hulking, fly-like: SUBJECT A: BRUNDLE. The other figure is quite human: SUBJECT B: DONOR.

> GENE-SWAPPING PROGRAM ACTIVATED

CONTINUED:

103

BETH

reacts to the information on the screen. Horror. Amazement.
Can she bring herself to do it?

THE GUARDS

are battering the telepod window with rifle butts. The glass
finally begins to crack...and craze...and buckle...

BARTOK

is clawing at the telepod glass, screaming for the guards to
turn around and see Beth.

BETH

reaches across the computer board, straining to reach the red
trigger button, groping with bloodstained fingers...

WILEY

turns and sees Beth, his eyes widening. A portion of the
telepod window collapses and we can now hear Bartok:

BARTOK

Shoot her! Shoooot her!

Wiley swings his rifle up...but hesitates.

BETH'S HAND

is straining for the button, mere inches away...

BARTOK

gets his arm free and smashes the gun through a weakened
corner of the telepod window. He FIRES!

BETH

takes the bullet in the shoulder, blown out of the chair in a
spray of blood. She hits the floor, disappearing from view.

VARIOUS ANGLES - THE GUARDS/BARTOK/THE FLY

Several long beats of stunned silence. Nobody can quite
believe that Bartok just shot a woman in cold blood.

And then...

BETH

thrusts up from below the computer console and slams the red
button down, with a defiant scream of rage,

CONTINUED:

104.

BARTOK AND THE FLY

vanish in an astonishing BURST OF LIGHT! The guards are blown off their feet as the remains of the telepod window EXPLODE across the room.

THE COMPUTER SCREEN

A non-stop flood of information flows across the monitor as the computer analyzes, sorts out, restructures...

THE GUARDS

are frozen in place, waiting for the other shoe to drop. All eyes go to Telepod #2 as another BLINDING FLASH OF LIGHT occurs.

THE COMPUTER SCREEN

> GENE SWAP SUCCESSFUL

TELEPOD #2

The lock spins and the door swings slowly open, revealing bright mist within. Something is moving around in there. The men approach slowly, peering into the mist, trying to see.

With a ROAR, a monstrosity lunges from the telepod onto the floor in a writhing, flailing heap of distorted flesh. It has twisted, useless limbs...horribly misshapen features...internal organs dragging behind it in large watery sacs...

...and most horrible of all, it's got Bartok's face.

Scorby's gun, no longer really a gun, is fused to one of the arms, now an extension of it.

The Bartok-beast thrashes wildly about, a quivering, howling image from a lunatic's worst nightmare. The monster's side begins to expand like an enormous pustule, a living tumor growing right before the spectators' horrified eyes. It's as if something were inside the creature, trying to get out...

...and then a human hand bursts from the Bartok-beast's side.

In an obscene parody of birth, the Bartok-beast ruptures, releasing an eruption of murky amniotic fluid that floods across the floor carrying a human being with it. The Bartok-beast "mother" thrashes and HOWLS in agony.

BETH

is weeping with shock. With the last of her strength, she drags herself to the human figure on the floor. The figure is unrecognizable, covered with dark brackish muck, twitching violently in the aftermath of his "birth." Softly:

CONTINUED:

105.

BETH

Martin?

FADE TO BLACK

187 INT. SPECIMEN ROOM - NIGHT

187

WE HOLD IN BLACKNESS FOR A LONG, EXTENDED BEAT...

...and then lights come on in a glass-enclosed observation window above. Linder, the head tech of Specimens Division, is at the glass. Other people trickle in, lining up at the window in silhouette.

CAMERA BOOMS DOWN -- we are in a round concrete pit, shadowy and dark. The walls are stained and damp, the floor covered with sawdust and straw. The Freak Pit.

The iron door rattles open. A MAN enters, but we don't see his face. He's carrying a large plastic bowl of gruel.

LINDER (filtered from above)
That's close enough.

The man comes to a stop. Something stirs in the shadows, making LOW SNUFFLING SOUNDS. The Bartok-beast drags itself slowly, painfully out into the light. Feeding time. The man bends down and lays the bowl of gruel on the floor.

THE BARTOK-BEAST

cocks its distorted head and peers up at the man with desperate, pleading eyes. It opens its twisted mouth and manages to croak out a few ghastly whispered words:

BARTOK-BEAST
Kill me...please...kill me...

MARTIN

stares down at the Bartok-beast. A tear forms in Martin's eye and rolls down his cheek. He speaks softly, his voice choked with sorrow and regret:

MARTIN
I'm sorry...Dad.

He turns and exits the pit. Beth is waiting for him outside the door. She lays a comforting hand on his arm. An ORDERLY slides the massive iron door shut, wiping Martin from view.

THE BARTOK-BEAST

watches the door CLANG shut with infinite sadness. It crawls to the bowl and starts lapping up the thin gruel as we

FADE OUT