

THE HINDENBURG

by Tal Gantz



FADE IN:

BLACK AND WHITE FOOTAGE

Of a magnificent, giant ZEPPELIN, gliding gracefully through the clouds.

NARRATOR (V.O.)

It was the largest airship of its time,
a masterwork of design and technology
that ruled the sky.

The zeppelin soars across the heavens in all its glory, a breathtaking sight.

NARRATOR (V.O.)

It was supposed to be completely safe
and indestructible.

As the airship flies closer, the name on its hull becomes visible: *HINDENBURG*.

NARRATOR (V.O.)

But on May 6, 1937, the Hindenburg met
its tragic end in a disaster which
marked the end of the airship era.

The footage transitions to a NEWSREEL of the Hindenburg approaching its mooring mast, about to dock, when...

All of a sudden, FIRE ignites within the zeppelin, engulfing it in mere seconds.

NARRATOR (V.O.)

For no apparent reason, the Hindenburg
burst into flames.

The fiery Hindenburg loses its hold on the mast and drops down, where a crowd is watching.

NARRATOR (V.O.)

Of the 97 people on board, there were
35 fatalities.

The people below run in panic, trying to escape.

NARRATOR (V.O.)

The cause of the disaster remains
unexplained to this day.

And just as the burning, doomed Hindenburg CRASHES to the ground, we PULL BACK to reveal --

INT. LIVING ROOM - DAY

The footage is a documentary playing on TV in a typical suburban living room.

TIM (11), a slight boy with intelligent eyes behind his glasses, watches the program, fascinated.

Excited, he turns to his GREAT GRANDFATHER (99), who naps peacefully on a nearby couch.

TIM

Look, it's about the Hindenburg!

His great grandfather wakes up. Despite his age, his gaze is clear and sharp.

GREAT GRANDFATHER

What are you talking about?

Tim points at the TV, almost bouncing with excitement.

TIM

It's the disaster you've survived when you were young, right?

His great grandfather looks at the burning zeppelin on the screen, a far away look in his eyes.

GREAT GRANDFATHER

(softly)

Yes, it is.

TIM

You always promised to tell me the story when I'll come of age. Well, I have.

GREAT GRANDFATHER

Really?

TIM

Please, I want to know.

His great grandfather sighs in resignation.

GREAT GRANDFATHER

Very well. I was an orphan, working as a cabin boy on the Hindenburg's trips to America...

As he begins the tale, we --

DISSOLVE TO:

EXT. AIRSHIP STATION - DAY

The Hindenburg is on the ground, secured by handling lines. A boarding ramp awaits its passengers.

SUPER: FRANKFURT, 1937

Two young men struggle to repair an half-open hatch in the airship's side.

DAVID GRANT (20, a handsome lad with eyes haunted by painful memories), sighs in frustration.

DAVID
Captain Lehmann will kill us.

His best friend, HARRY DOYLE (21, tall and muscular), curses under his breath in a British accent.

HARRY
That Nazi ass? No, he would just go on about the three pillars of life.

Harry mimics a German accent, reciting pompously.

HARRY
"Discipline, duty, diligence."

Despite himself, David can't help but smile. Suddenly --

ERIC (O.S.)
Don't try to sneak in again, or I'll call the Gestapo!

ERIC (40, burly and sour), the Hindenburg's cargo master, drags a WOMAN (30) holding a BABY out of the zeppelin.

Eric storms back into the Hindenburg, leaving the woman with tears in her eyes.

David looks at her compassionately and turns to her.

DAVID
Why did he throw you out?

She turns to him, and now he can see the YELLOW PATCH on her coat. She eyes him fearfully.

WOMAN
Who are you?

DAVID
Don't be afraid, I'm American. My name's David, I work on the Hindenburg.

The woman relaxes a little but wrings her hands in desperation, trying in vain to calm her wailing baby.

WOMAN

The Gestapo are looking for me. I have to get out of Germany, but I'll be arrested at the border. This was my last hope

David considers her for a long moment, then looks at the hatch, an idea forming.

DAVID

Come with me.

Harry tenses, knowing his friend all too well.

HARRY

David, wait...

But David has already made his decision. He opens the hatch and gestures urgently at the woman.

DAVID

Hurry, before someone sees us!

INT. HINDENBURG - ENGINE ROOM - DAY

David, Harry and the woman slip through the hatch into the engine room, where heavy machinery pumps hot steam.

HARRY

Damn, it's hot like hell in here.

DAVID

Actually, according to Dante's *Inferno*, hell is icy cold.

Harry almost chokes, both from surprise and the heat.

HARRY

You've read *Dante*?

INT. HINDENBURG - CORRIDOR - DAY

David, Harry and the woman sneak past busy crew members.

HARRY

You realize if we get caught we'll have enough time to read the whole *Divine Comedy* in the Gestapo's deepest dungeon.

But David ignores him and opens a door into --

INT. HINDENBURG - STORAGE ROOM - DAY

Dusty and abandoned, clearly not in use.

DAVID

No one ever comes here. Don't get out.
I'll bring you food and water when I can.

The woman looks at him with gratitude and wonder.

WOMAN

Why are you helping me?

David seems to ask himself the same question. Finally...

DAVID

Because the darkest place in hell is
reserved for those who maintain their
neutrality in times of moral crisis.

Harry sighs, recognizing Dante's eternal words.

HARRY

Why couldn't you read Jules Vern instead?

EXT. AIRSHIP STATION - DAY

David, Harry and other crew members are busy carrying
baggage up the ramp into the zeppelin.

THE PASSENGERS

Are from the upper classes: well-dressed men, bejeweled
women. The flight is clearly for the rich and noble.

Greeting them at the ramp's top is CAPTAIN LEHMANN (51),
a strict man with a permanent frown and a harsh glare.

A FANCY CAR stops by the zeppelin and out of it comes --

HANS MULLER (23), a Nazi officer with an arrogant look
and a permanent sneer.

An older Chinese man, sickly and frail, climbs out of the
car, leaning on a cane. This is HO LING (50).

A young woman emerges from the car and assists him. David
stares, enchanted, at the delicate profile of --

ANNA LING (19), an exotic beauty with ivory skin, raven-
black hair and almond-shaped eyes.

And then the magic is broken when Lehmann's hand lands heavily on David's shoulder.

LEHMANN

What are you waiting for?

David loses sight of Anna as Lehmann gestures at a BIG IRON BOX with heavy locks and signals for him and Harry.

LEHMANN

You two, take it to the cargo deck.

David looks for Anna again, but can't find her in the crowd of passengers and crew.

Disappointed, he takes hold of the box with Harry, as Lehmann greets its owner with an ingratiating smile.

LEHMANN

Professor Kolder, it is an honor to have you on board.

PROFESSOR KARL KOLDER (45), a nervous man with a scholarly look, watches the box anxiously.

LEHMANN

What do you have in there, professor?

Kolder doesn't take his eyes off the box as he answers quickly. *Too* quickly.

KOLDER

Just scientific equipment for my research, captain.

As the two friends push the box up the ramp, Harry groans with effort and murmurs under his breath.

HARRY

What kind of scientist keeps his equipment in a bloody safe?

Struggling with the box's heavy weight, David hears Lehmann speak to another passenger.

LEHMANN (O.S.)

I don't see your name on the passenger list, Mr. Smith.

SMITH (O.S.)

I bought a last minute ticket.

Smith's low, dire voice draws David's attention. He looks over the box to see --

MR. SMITH (40), a grim, deathly-pale man in a trench coat, his face half-hidden in his high collar.

Lehmann examines Smith's ticket, then nods in approval.

LEHMANN
Welcome on board, sir.

Smith passes by David and Harry, looking intently at the box, his dark eyes glittering eerily.

David watches the suspicious, shadowy Smith, a chill running down his spine.

HARRY
Who's this guy?

Smith notices David staring at him and flashes a frosty look at him. David shivers.

DAVID
Trouble.

INT. HINDENBURG - CORRIDOR - DAY

David and Harry push and shove the box, both panting.

HARRY
They don't pay us enough for this...

THUD! The box BUMPS against the corner, and --

HISS! A RUSTLING sound comes from within. David freezes. Something about the eerie sound makes his skin crawl.

DAVID
Did you hear that?

HARRY
Hear what?

David listens intently, troubled, but there's just silence.

DAVID
Nothing.

Harry points at a nearby window: the daylight is waning.

HARRY
Come on, we're about to take off.

INT. HINDENBURG - CARGO DECK - DAY

David and Harry hoist the box into the loaded deck under Eric's watchful eyes.

ERIC

How am I supposed to find a place for this thing?

Harry gives Eric an innocent smile.

HARRY

Simple, my friend. With discipline, duty, and diligence.

INT. HINDENBURG - CORRIDOR - DUSK

David makes his way back to the crew's quarters, when suddenly he hears the faint sound of...

PIANO MUSIC

Otherworldly and mournful, full of sadness and longing.

Intrigued, David follows the haunting melody to --

INT. HINDENBURG - LOUNGE - DAY

Elegant and luxurious. Anna plays on a GRAND PIANO, her delicate fingers hovering over the keys deftly.

ANNA

You can come closer, I won't bite you.

David blushes, stammers in embarrassment.

DAVID

Sorry, I didn't mean to spy on you...

ANNA

What's your name?

David can't take his eyes off her swan-like neck.

DAVID

David, David Grant.

ANNA

Well, David Grant, what did you think of the piece I played?

DAVID
Ah, just lovely, miss.

ANNA
It's Lu Wencheng's "*Autumn Moon Over the
Calm Lake*". And you can call me Anna.

DAVID
Yes, miss... Anna.

ANNA
You don't speak to girls very often, do
you, David?

David's face is on fire, his pulse quickens, when --

MULLER (O.S.)
I see you've met my fiance.

David's heart sinks at the words. He turns to find the
Nazi officer, Muller, at the doorstep.

MULLER
Anna, get away from this... *cabin boy*.

Muller glares at David's uniform with scorn, his raspy
voice oozing venom.

Anna gives him a defiant stare, her voice laced with
barely concealed loathing.

ANNA
He was just enjoying my music. Is that
against your Gestapo rules too?

Muller's face hardens in anger.

MULLER
Anna, a word in private, please.

There's a hint of rebellion in Anna's expression. For a
moment, she seems about to argue.

MULLER
Now.

Anna joins Muller, who escorts her out of the lounge, his
hand on her shoulder in a gesture of ownership.

David is left alone, staring after Anna in a daze, like
someone who just met an angel.

EXT. AIRSHIP STATION - DUSK

By the light of the setting sun, the handling lines are removed and the Hindenburg takes off into the sky.

INT. HINDENBURG - CARGO DECK - DUSK

Eric pushes suitcases and chests to make room for the box, cursing under his breath.

Finally, his job done, he turns to leave. But as he departs, he fails to notice --

CREAK! The locks on the box RATTLE, while the screws begin to slowly, ominously TURN...

INT. HINDENBURG - DINING ROOM - NIGHT

David and Harry serve as waiters at Lehmann's table, where both Muller and Kolder take a seat.

LEHMANN

Won't your fiance be joining us?

To David's disappointment, Muller shakes his head curtly.

MULLER

Anna's father is not feeling so well.
She needs to take care of him.

Lehmann turns to Kolder, who's busy studying the other passengers anxiously.

LEHMANN

So tell me, professor, what research are you working on?

Kolder evades Lehmann's gaze, mumbles distractedly.

KOLDER

Ah, just studying the advanced aspects of Tesla's theories. Nothing that would interest you, I'm afraid.

David and Harry exchange wondering glances as they head back to the kitchen.

HARRY

The professor is hiding something.

David nods at the room's back: a DARK FIGURE sits alone at a table in the far corner, hidden in the shadows.

As the brooding stranger lights a cigarette, the dim glow reveals --

MR. SMITH

Watching Kolder with unblinking eyes, his hand concealed within his coat's pocket.

DAVID
I'll bet he is hiding something too.

INT. HINDENBURG - LOUNGE - NIGHT

David pours wine to COUNTESS VON GRAFF (60), an eccentric lady who amuses her fellow travellers with TAROT CARDS.

VON GRAFF
Thank you, dear boy. Would you like me to read the future for you?

David is uncomfortable, but doesn't want to hurt her feelings. He nods and she offers him the cards.

VON GRAFF
Pick three cards.

He does. Von Graff lays them with their faces down, then turns the first one: "DEATH" - the grim reaper.

VON GRAFF
Your past: a terrible loss.

David flinches, drawing a sharp breath. Von Graff turns the second card: "THE DEVIL" - a leering, sinister fiend.

VON GRAFF
Your present: a deadly danger.

She turns the third card: "THE TOWER" - a man and a woman falling to their death from a burning, fiery tower.

VON GRAFF
Your future: a horrible tragedy.

David recoils, shaken by the grim cards.

VON GRAFF
I'm sorry, my boy. If I were you, I'd be very, very careful.

INT. HINDENBURG - CREW'S QUARTERS - NIGHT

David whispers to Harry as the crew members go to sleep.

DAVID

She doesn't love that Nazi, I know it.

HARRY

Look, David, in three days we'll be in America. She'll go to her high society life and you'll never see her again.

DAVID

So you think I should just forget her?

HARRY

No, I think when we get to New Jersey, I'll take you to this brothel girl I know who will *make* you forget her.

David smiles faintly, but his eyes have a far away look. Harry sighs in fond exasperation.

HARRY

You're such a hopeless romantic.

INT. HINDENBURG - CARGO DECK - NIGHT

The dead of night. Eric, the cargo master, slumbers in his booth, snoring loudly. Suddenly...

SCREECH! Eric blinks, still half-asleep. He listens for a moment, but hears nothing. Then --

CREAK! Eric's eyes snap open. He gets up, grabs a nearby lantern and surveys the shadowy deck in suspicion.

The dim light reveals silhouettes of various cargo items, looming in the darkness.

ERIC

Hello?

No answer except the echo of his voice. Eric searches the dark deck, walking between piles of baggage.

He inspects the mounds of chests and suitcases, listening intently, but the deck is as silent as the grave.

Finally, Eric shrugs and turns back to his booth, and that's when...

THUD! Eric spins around in alarm at the heavy knock. This time there's no mistake: this *was* real.

He points the lantern at the deck's back, where the sound seems to come from.

The pale light barely penetrates the gloom, but reveals a large, menacing shadow...

KOLDER'S IRON BOX.

INT. HINDENBURG - CREW'S QUARTERS - NIGHT

David rolls and turns in his bed, trying in vain to find peace of mind.

Finally, realizing he's not going to sleep anytime soon, he climbs out of bed and silently slips out.

INT. HINDENBURG - CARGO DECK - NIGHT

Confused, Eric examines the mysterious box, when a tremble runs across it, as if something MOVES inside.

Eric relaxes, frowning in disapproval.

ERIC
Damn animal smugglers...

DING! One of the box's screws lands with a metallic CLINK on the floor.

Eric furrows his brow, perplexed: what kind of animal knows how to unscrew?

Slowly, he approaches the box, the floorboards groaning under his feet.

DING! DING! DING! More screws fall from the box, faster and faster, just like Eric's breathing.

Breath quivering with tension, Eric reaches the box, and that's when --

CLICK! One of the box's locks opens. Every muscle in Eric's body turns rigid.

CLICK! CLICK! CLICK!

Eric's eyes widen as the locks open one by one...

INT. HINDENBURG - OBSERVATION DECK - NIGHT

Through the large glass windows, a breathtaking view of the Atlantic under the night sky is visible.

Alone in the abandoned deck, David watches the waves' foam glimmer in the moon's glow, when --

KNOCK!

The sound is so faint David would have missed it if it wasn't dead silent.

He looks around, trying to locate its source, when --

THUD!

David gazes down at the floor, realizing the sound comes from right below him.

 DAVID
 The cargo deck...

Curious, David goes to investigate.

INT. HINDENBURG - CARGO DECK - NIGHT

Bathed in cold sweat, Eric looks at all the screws and locks strewn on the floor.

HISS!

Eric raises his gaze to the box, unsettled by the strange rustling sound that comes from within.

SCRATCH!

The unnerving sound of NAILS on iron makes the hairs on Eric's neck stand as --

A TREMOR

Goes through the box, which begins to SHAKE violently.

Eric is rooted in place before the vibrating box, his eyes as wide as saucers.

He can only helplessly watch as the iron cover begins to slowly, inexorably RISE...

INT. HINDENBURG - CORRIDOR - NIGHT

David advances down the desolate corridor, following the odd sounds to --

INT. HINDENBURG - CARGO DECK - NIGHT

David enters just in time to see --

ERIC

The panicked cargo master swallows hard, reaches hesitantly to close the box, and that's when --

BOOM!

The box SLAMS OPEN and...

A GLISTENING TENTACLE

Bursts out of it and GRABS Eric!

Eric SHRIEKS in terror as the tentacle wraps around his body and lifts him in the air.

AT THE ENTRANCE

David's eyes widen in horror as the hideous tentacle swings the howling Eric around.

For a long, terrible moment, Eric hangs trapped above the shaking box, until...

WHOOSH!

The elongated tentacle WHIPS the squirming, screaming Eric down into the box and --

BANG!

The box SLAMS SHUT.

For a moment, the box is silent and motionless, and David can almost believe it was all just a nightmare.

And that's when he hears it.

TERRIBLE DEVOURING SOUNDS

Come from within the box, as if poor Eric is being eaten alive. David swallows hard, horrified.

SNAP!

The sickening sound of bones being crashed almost makes David vomit.

His heart almost beating out of his chest, David bolts for the door.

INT. HINDENBURG - LEHMANN'S CABIN - NIGHT

Lehmann sleeps peacefully in his fancy cabin when --

KNOCK! KNOCK! KNOCK!

Alarmed by the urgent knocking, Lehmann springs out of bed and opens the door to find --

David, breathing hard and visibly pale.

LEHMANN

Are you out of your mind? It's the middle of the night.

David struggles to speak as he gasps for breath.

DAVID

Sir, you must come immediately. Please, we have to help him.

Lehmann frowns, bewildered.

LEHAMNN

What are you talking about?

DAVID

It's master Eric, sir. He's been taken by... something.

Lehmann's face darkens in anger.

LEHMANN

Is this some stupid prank or have you gone mad, boy?

DAVID

No, sir, you have to believe me. I'm not making this up, I saw it with my own eyes.

Lehmann's brow furrows in suspicion.

LEHMANN

You saw Eric being taken by *what*?

David is lost for words, knows how it all sounds.

DAVID
I don't know, sir, but I'm afraid for
his life. Please, come to the cargo
deck and see for yourself.

Lehamnn considers him for a long moment. Whatever he saw,
David is terrified, that's clear. Finally...

LEHMANN
Fine, let's take a look.

INT. HINDENBURG - CORRIDOR - NIGHT

David leads Lehmann toward the cargo deck, but stops as
they pass by the officers' room.

DAVID
We should bring some reinforcement.

Lehmann's patience is stretched thin, but he relents.

LEHMANN
Very well, gather some of the men.

As David heads for the officers' room, he turns around.

DAVID
Sir, I think we'll need all of them.

INT. CARGO DECK - NIGHT

Lehmann leads a group of OFFICERS into the deck, David
guiding them. Everything is silent and motionless.

LEHMANN
Eric?

There is no answer. David points at the shadowy back.

DAVID
He was there, right there.

They cautiously advance among the cargo until finally
they reach...

THE IRON BOX

To David's amazement, the locks are in place, as are the
screws that were previously on the floor.

LEHMANN

You said it was broken open.

David stammers, trying to make sense of it all.

DAVID

I don't understand, it wasn't like
this when I left...

ERIC (O.S.)

Like what?

They all spin around in surprise to see --

Eric, seeming very much alive and well, approaches them
with an expression of puzzlement.

LEHMANN

Are you alright?

ERIC

Of course, why shouldn't I be?

Lehmann turns to David, his face reddening with anger.

LEHMANN

The boy here claims he saw you being
taken by some... *thing*.

Eric gives David a scornful look, then points his finger
at his head in a motion that says "he's a loon".

ERIC

No sir, but maybe *he* has taken something,
if you know what I mean.

David turns crimson, embarrassed, as the officers chuckle
in derision.

He looks at the box and the smiling Eric, then turns to
the captain in desperation.

DAVID

He's lying, sir, there was something
horrible in that box...

But Lehmann is too furious to listen.

LEHMANN

I'll hear no more of this. Not only have
you interrupted everyone's sleep with
this nonsense, now you're accusing master
Eric of lying?

DAVID

Please, sir, you must believe me...

Lehmann gestures at David with disgust.

LEHMANN

Enough. You will serve two extra shifts
in the kitchen as punishment for this
foolishness. Now get out of my sight.

Disgraced, David has no choice but to do as he's told.

But as he reluctantly shuffles toward the door to the
sound of mocking laughter, he catches sight of --

Eric, standing in the box's shadow and looking straight
at him, eyes flashing.

And then Eric grins fiendishly and puts his finger on his
lips, as if to say *"it'll be our little secret"*.

INT. HINDENBURG - CREW'S QUARTERS - DAY

The rising sun bathes the room in light as the crew
members set out for their daily duties.

They give David ridiculing glances, whispering behind his
back in amusement.

David tries his best to ignore them as Harry looks at
him incredulously.

HARRY

You can't be serious.

DAVID

I'm telling you, I didn't imagine it.

HARRY

Okay, let me see if I got it straight.
Professor Kolder's box held some kind
of weird creature?

DAVID

I don't know what it was, maybe some
kind of huge squid or octopus...

HARRY

And that thing, whatever it was, killed
Eric and then took his shape and
impersonated him?

DAVID

You don't understand. When he looked at me, I just knew it wasn't him anymore, it was this... *monster*.

Harry freezes, then gives David a compassionate look.

HARRY

David, are you sure this isn't about your childhood fear of monsters?

DAVID

All I know is there was something terrible hidden on board, something deadly. And now it's loose on the ship.

Harry considers him for a long moment. Finally, he sighs.

HARRY

You know what? After our shift is over, we'll go play Sherlock Holmes.

INT. HINDENBURG - STORAGE ROOM - DAY

As David hands food and water to the Jewish woman, she offers him a beautiful STAR OF DAVID made of silver.

DAVID

No, I don't want anything...

WOMAN

Please, take it. For luck.

INT. HINDENBURG - DINING ROOM - DAY

David and Harry serve lunch at the captain's table. Both Kolder and Muller are absent.

David looks at the table where Anna helps her father dine, just as Countess Von Graff joins them.

VON GRAFF

Would you like me to read the future for you, my dear?

ANNA

Not really. I prefer to be surprised.

VON GRAFF

Ah, but you forget, it's not just about your future.

Anna glances in concern at her frail father, hesitates for a moment, then nods.

Von Graff turns the first one: "THE THREE OF SWORDS" - a heart pierced by three blades.

VON GRAFF
Your past: grief, heartbreak.

David flinches at Anna's ashen face. Von Graff turns the second card: "THE LOVERS" - a young couple in love.

VON GRAFF
Your present: love, passion.

There's a hint of a smile on Anna's lips...

Until Von Graff turns the third card: "DEATH" - the grim reaper. But strangely, the card is reversed.

VON GRAFF
Your future: death... but not yours.

The Countess stares at Anna with compassion.

VON GRAFF
I'm sorry, my dear, the man you will love is going to die.

INT. HINDENBURG - CORRIDOR - DAY

David approaches the cargo deck's door with trepidation, Harry on his heels.

HARRY
So what, we're just going to confront Eric and ask him if he's really a giant squid?

DAVID
Trust me, one look at his eyes and you'll believe me.

HARRY
Just so I know, if he turns into this flesh-eating monster, what exactly is our plan?

David takes a deep breath and reaches for the doorknob.

DAVID
We'll improvise something.

INT. HINDENBURG - CARGO DECK - DAY

David and Harry sneak into the deck. All is silent and still. Eric is nowhere in sight.

DAVID

Where is he?

HARRY

Maybe he's on lunch break...

The two friends exchange glances: after last night, those words have a whole new meaning.

HARRY

Do you think he's hunting for new prey?

DAVID

I think the Hindenburg is a large place.
Maybe we should split. I'll take the
upper deck, you the lower.

Harry's eyes widen as David hands him a large KNIFE.

DAVID

Working a double shift in the kitchen
doesn't come without its benefits.

INT. HINDENBURG - PASSENGERS CORRIDOR - DAY

David can't find a sign of Eric anywhere. And then he realizes he's right in front of Anna's cabin.

He hesitates, then taps on the door and steps inside.

INT. HINDENBURG - ANNA'S CABIN - DAY

David finds Anna alone, reading a BOOK in Chinese. She addresses him without looking up.

ANNA

Hello, David.

DAVID

How did you know it was me?

ANNA

Your footsteps gave you away. Quiet,
but strong. Just like you.

She turns the book's pages, inhales softly, a look of yearning on her face.

ANNA

It was my late mother's favorite, a book of love poems. It still has her scent.

DAVID

How did she die?

ANNA

The Nazis discovered my parents were hiding Jews in the Chinese embassy in Berlin where they worked.

She pauses, this is clearly hard for her.

ANNA

(whispering)

When my mother refused to turn them in, the Nazis killed her.

She seems so forlorn David has to ask.

DAVID

Why are you engaged to that Nazi then?

Anna draws a sharp breath, suddenly looking afraid and vulnerable. Finally...

ANNA

I'm sorry, I can't tell you.

DAVID

Then at least tell me about the poem you were reading.

ANNA

(surprised)

You like poetry?

DAVID

All sad people like poetry. Happy people like songs.

Anna smiles, realizing there's more to David than meets the eye.

ANNA

Very well. It's a poem about the Butterfly Lovers, Zhu and Liang. They swore to love each other forever, but Zhu was forced to marry a rich man for her family's sake. Heartbroken, Liang died. On his funeral, Zhu leaped into his grave to join him.

DAVID
That's a terrible story...

ANNA
Wait. Zhu and Liang's love was so strong,
that their spirits turned into a pair of
butterflies, flew away together and never
separated again.

They look at each other, two lonely souls finding comfort
in one another, and that's when --

David's eyes go wide as he catches sight of someone
peeking at them through the half-open door...

It's Eric!

Shaken, David LEAPS after him.

ANNA
David, what's wrong?

But David's already gone, leaving Anna bewildered.

INT. HINDENBURG - CORRIDOR - DAY

Passing by a group of CREW MEMBERS on a drinking break,
Harry turns to one of them.

HARRY
Have you seen Eric?

CREW MEMBER
No. Have you looked under his bed?
Maybe the creature took him.

The other crew members burst in mocking laughter.

HARRY
You clowns should put up a vaudeville
show together.

Seething indignantly for his friend, Harry turns to leave
when suddenly he spots --

PROFESSOR KOLDER

Crossing the adjacent corridor, looking extremely anxious
and upset.

Suspicious, Harry follows him into --

INT. HINDENBURG - CORRIDOR - DAY

Harry creeps after Kolder, when all of a sudden --

Someone hidden in the shadows GRABS Kolder and pushes him against the wall!

MR. SMITH

Holds Kolder in an iron grip, his intense eyes burning with urgency.

SMITH

Where is it?

Harry hurries to take cover around the corner and eavesdrops on the tense conversation.

KOLDER

I don't know, I swear, I was looking for it myself!

SMITH

Whose form has it taken?

Kolder seems genuinely bewildered.

KOLDER

Form? I don't understand...

Smith lets go of Kolder, shaking his head grimly.

SMITH

You have no idea what you've brought on this airship, or what it's capable of, do you?

Kolder stares at Smith fearfully, visibly pale.

KOLDER

Who are you?

Smith is silent for a long moment. When he speaks, it's not an answer.

SMITH

Everybody on board is in far greater danger than you can imagine. If I were you, I'd be on my guard.

Before the shaken Kolder can reply, Smith is gone.

From his hiding place, Harry watches the frightened professor limp away, wondering what is going on.

INT. HINDENBURG - PASSENGERS CORRIDOR - DAY

David bursts out of Anna's cabin, only to discover --

Eric is running down the long corridor, fleeing with long, powerful strides.

DAVID
Hey, stop right there!

Eric glances behind his back and bares his teeth, then disappears behind the corridor's bend.

David dashes after him in hot pursuit.

INT. HINDENBURG - LOUNGE - DAY

The place is crowded with chatting passengers and crew members on their daily routine.

David surges through the crowd, struggling to keep track of the elusive Eric.

Passengers SHOUT in surprise as Eric pushes them violently out of his way, while --

SLAM!

David BUMPS into people as he chases Eric relentlessly.

The sound of the commotion draws the attention of Lehmann, who comes to see what's the fuss about.

LEHMANN
What's going on here?

BOOM!

David's shoulder HITS Lehmann as he runs past him, sending him to the floor.

Lehmann's livid face contorts in rage when he sees who tripped him.

LEHAMNN
You!

David ignores him and charges after Eric.

INT. HINDENBURG - CORRIDOR - DAY

David pursues Eric through the Hindenburg, but Eric seems to possess superhuman strength and agility.

While David struggles to keep up, Eric LEAPS and bounds, getting farther ahead.

Halfway through the abandoned corridor, David has to stop for a moment to catch his breath.

At the far end, Eric turns around to look at David and makes a strange noise.

HISS! It takes a moment for David to realize the thing that is now Eric is CHUCKLING.

David looks straight at his devilish eyes, fighting not to turn his gaze away.

DAVID

I know what you are.

Eric sneers, then disappears into the door behind him. David comes after him, but when he opens the door --

Eric is gone.

INT. HINDENBURG - PASSENGERS CORRIDOR - DAY

David returns to Anna's cabin but the door is locked.

DAVID

Anna?

To his chagrin, the door is opened by Muller, who glares at him in open hostility.

MULLER

What do you want?

DAVID

I need to speak to Anna.

MULLER

I thought I made myself clear. You are not to come near her.

DAVID

But...

Before David can speak, Muller slams the door in his face.

INT. HINDENBURG - CREW'S QUARTERS - DAY

David listens to Harry recount his tale.

HARRY

I searched for Smith all over the
Hindenburg, but he has just... gone.

DAVID

So has Eric. There is no choice, we must
confront Kolder and ask him what he knows
about this creature.

HARRY

Last time I saw him he was locking
himself in his cabin.

DAVID

No problem, we'll just tell him we came
to clean his room and he'll let us in.
Piece of cake.

HARRY

No problem, piece of cake... when people
say that in movies, it's always a sign
that something really terrible is going
to happen.

INT. HINDENBURG - KOLDER'S CABIN - DAY

Kolder searches his suitcase frantically, shaken and
agitated, when --

KNOCK!

The professor freezes, staring fearfully at the door.

KOLDER

Who is it?

There is no answer, only...

KNOCK! KNOCK!

KOLDER

I said, who is it?

Kolder waits tensely, his nerves on edge, but no sound
comes from the other side of the door.

Finally, he can't take the ominous silence any longer.

He slowly approaches the door, leans closer to peek through the peephole, and --

BOOM!

The door SLAMS open, as...

Eric SMASHES his way inside and grabs Kolder viciously by the throat.

ERIC
Hello, professor.

KOLDER
Wait, please, I can help you...

ERIC
I don't think so.

The choking Kolder tries desperately to call for help, but Eric's hand closes on his windpipe.

ERIC
Don't bother, no one will be able to hear you scream.

Kolder's eyes bulge in horror as Eric closes the door behind him and grins cruelly.

ERIC
And you are going to scream before I'm done, I assure you.

INT. HINDENBURG - PASSENGERS CORRIDOR - DAY

David and Harry knock on the door to Kolder's cabin.

DAVID
Professor Kolder?

Silence. David and Harry exchange worried glances.

David taps the door again.

DAVID
Professor, please open up...

David's voice freezes as suddenly the door opens a crack, revealing...

PROFESSOR KOLDER

Peeking at them vaguely behind his thick glasses.

KOLDER

Yes?

DAVID

We're supposed to clean your room, may we please come in?

Kolder opens the door wide and gestures inside.

KOLDER

Of course.

David and Harry step inside, but fail to notice...

Kolder's eyes blaze malevolently as he LOCKS the door behind them.

INT. HINDENBURG - KOLDER'S CABIN - DAY

David and Harry turn around to face Kolder, who gives them a pleasant smile.

DAVID

Sir, we are cabin boys, but we actually came here for a different purpose. We want to talk to you.

KOLDER

Oh? About what?

David hesitates, then decided to be blunt.

DAVID

About the creature that was hidden in your box.

KOLDER

I see. So, what do you want to know about it?

David flicks a wondering glance at Harry: Kolder seems strangely unperturbed.

HARRY

For one thing, what the hell is it?

KOLDER
Do you believe in extraterrestrial life?

HARRY
Not really, no.

Kolder licks his lips, regards Harry with an amused smile.

KOLDER
What if I told you what was in the box
is an alien life form?

David examines Kolder with growing unease, a dreadful suspicion forming.

HARRY
I'd ask you how do we kill it.

Kolder comes closer to them, his calm demeanor suddenly shifting to menace.

KOLDER
You don't kill it.

David's eyes widen in realization as --

DAVID
Harry, look out!

But before Harry can react...

KOLDER
It kills you.

CRUNCH!

Quick as lightning, Kolder's hand closes in an iron grip around Harry's throat.

With superhuman strength, Kolder lifts Harry in the air and opens his mouth, but...

David draws his knife, SURGES forward and --

SLASH!

David CUTS Kolder's hand. Blood spurts, but Kolder only hisses in contempt.

KOLDER
You're beginning to annoy me, boy.

With blinding speed, Kolder grabs David and THROWS him single-handedly across the room.

BOOM!

David CRASHES against the wall, then drops down to lie dazed and bleeding on the floor.

Harry struggles to free himself, but the creature inside Kolder makes the older man much stronger.

While the stunned David lies helpless, Kolder brings Harry's face close to his own.

Kolder growls hungrily, revealing a gaping maw. He's going to devour Harry alive...

BOOM!

The door slams open and a SHADOWY FIGURE bursts inside and CRASHES into Kolder:

MR. SMITH!

As Harry tumbles from Kolder's grasp, Smith grabs the professor and --

BANG!

Smith swings Kolder and SMASHES him against the wall with uncanny force.

It's a blow that would cripple any man, but Kolder recovers remarkably fast as...

He ducks under Smith's attack and sends his fist up into his jaw.

SLAM!

The punch is so hard that Smith flies up in the air and his head HITS the ceiling.

Frozen in place, David and Harry watch in amazement as Mr. Smith and Kolder engage in a ferocious battle.

Both of them seem to possess superhuman power and incredible velocity.

But Kolder has the upper hand: he STRIKES Smith viciously, again and again, until...

Smith drops to the floor, Kolder looming above him for the kill, and that's when --

David notices something hidden in the professor's suitcase near him:

A SYRINGE

Full of some strange bubbling liquid.

DAVID

Let him go!

Kolder turns to David with a scornful look.

KOLDER

Or you'll do what?

His malignant eyes widen as David draws the syringe out of the suitcase.

DAVID

This.

David throws the syringe like a dagger, it flashes through the air and...

THUMP!

The syringe plunges straight into Kolder's chest!

Kolder HOWLS in pain and rips out the syringe with a shriek of rage.

As Mr. Smith begins to recover and rise painfully to his feet, Kolder bolts out of the cabin.

David and Harry rush to the door to look outside, but --

Kolder is gone.

An astonished CREW MEMBER attracted by the commotion looks beyond David and Harry at the trashed cabin.

CREW MEMBER

What happened here?

Harry just shrugs nonchalantly.

HARRY

He didn't like the room service.

INT. HINDENBURG - KOLDER'S CABIN - DAY

While Smith bandages his wounds, David and Harry examine him in concern.

HARRY
Will you be alright?

SMITH
This body has seen worse.

David and Harry raise their eyebrows.

DAVID
Who... *what* are you?

SMITH
I'm not from your world. I can take the shape of anyone I devour. I only use this body as a cover.

David and Harry tense visibly. Smith realizes what's on their mind and shakes his head.

SMITH
No, unlike the creature you've just fought, I don't kill your kind. I took the shape of an already dead man.

David looks at the deathly-pale Smith, trying to make sense of it all.

DAVID
So inside, you're the same as *him*?

SMITH
Yes, we come from the same planet. But believe me, he's *nothing* like me.

Smith wraps the bandage around his bleeding torso, grimacing in pain.

SMITH
On our home planet, he was sentenced for a lifetime in prison for countless murders. He kills because he enjoys it.

HARRY
I take it he escaped?

SMITH
Unfortunately, he landed on earth. I was sent here to retrieve him, but the professor found him first.

DAVID
Kolder must have planned to smuggle
him to America...

SMITH
The professor just didn't know how
cunning he is, or that he can take the
form of anyone he's killed.

Smith gives David and Harry a grim look.

SMITH
He must be stopped before we land.
Otherwise, it could mean the destruction
of your people.

DAVID
What do you mean?

SMITH
He will not be content just with
devouring his victims. He'll seek to
reproduce through a female human host.

David pales visibly as a terrible realization hits him.

DAVID
Anna...

HARRY
We'll find him, David. Together.

DAVID
Maybe, but how can we defeat him?

He turns to Smith as something occurs to him.

DAVID
What was in that syringe?

SMITH
The professor's sedation serum. It won't
last long. But I've got something better.

He draws something from his coat: a STRANGE GUN with a
futuristic, alien design.

HARRY
I thought you were sent to *capture* him.

SMITH
Dead or alive. I prefer dead.

INT. HINDENBURG - OBSERVATION ROOM - DUSK

David, Harry and Smith are among a crowd of passengers watching the sun set through the windows.

David examines the other passengers in suspicion.

DAVID

You think he may have already taken another form?

SMITH

Not likely. He's probably still partly sedated, so my guess is he's hiding somewhere, waiting to recover.

HARRY

Which means now is our chance to strike.

DAVID

The only problem is, there are a thousand places on the Hindenburg he could hide in.

Smith stares at the darkening sky, thinking.

SMITH

Your planet is much cooler than mine, so at night it's quite cold for my kind. When we go hunting tonight, there's a good chance he'll be hiding somewhere warm.

David and Harry exchange wide-eyed glances.

DAVID

The engine room...

INT. HINDENBURG - CORRIDOR - NIGHT

David and Harry follow Smith toward a large door, a reddish GLOW visible behind it.

HARRY

Last time he nearly killed all of us.

DAVID

Yes, but this time the element of surprise is on our side.

Smith reaches for the door, tense and alert.

SMITH

Don't be so sure.

INT. HINDENBURG - ENGINE ROOM - NIGHT

A catwalk leads into a maze of pumping machinery, pipes and steam.

David, Harry and Smith advance cautiously, looking for signs of Kolder, but he's nowhere in sight.

Smith signals them to follow his lead deeper into the narrow, suffocating room.

DRIP!

Scalding-hot water leaks from the pipes above.

David breathes heavily in the humid air, wipes sweat from his brow: it is unbearably hot.

HISS!

A cloud of HOT STEAM suddenly bursts out of a broken pipe, straight at Harry, and --

David pulls him back at the last moment, both barely escaping it. Harry coughs, tears in his eyes.

HARRY

This is fun.

CLINK!

They all spin around in surprise at the metallic sound, and that's when --

THUD!

Kolder LEAPS out from behind the machinery to land straight behind them!

Before they can react, Kolder attacks, swinging a heavy iron PIPE, and...

BOOM!

The pipe SMASHES into Smith's face.

Smith drops like a broken doll, knocked out.

With a YELL, Harry surges forward and --

SLAM!

He KICKS Kolder's legs from under him and the professor falls to the floor.

Harry quickly snatches Kolder's iron pipe and strikes at his head, but --

Kolder ducks under the pipe, grabs Harry's hand and throws him in the air.

BANG!

Harry groans in pain as he CRASHES against a nearby engine, then slumps to lie motionless on the floor.

And in just a few seconds, David is left to face the murderous Kolder alone.

David hurries to examine Smith and Harry in concern, but they both seem unconscious.

His hand shaking, David draws a kitchen KNIFE and turns to Kolder, but --

Kolder is gone.

David searches frantically in every direction, but can't spot the professor.

FURTIVE FOOTSTEPS

Echo from somewhere. David tenses as --

Kolder's voice comes from somewhere in the shadows, a sinister whisper with a demonic quality.

KOLDER (O.S.)
You really think *that* can kill me?

David swallows hard, his heart beating fast. Kolder's slimy voice makes his skin crawl.

DAVID
Show your true self.

CREAK!

David turns around in alarm at the sound.

KOLDER (O.S.)
Where's the fun in that?

There's a hint of MOVEMENT beyond a heavy engine at the catwalk's end.

David slowly approaches the engine, bathed in cold sweat and shivering.

DAVID
I'm not afraid of you.

In one swift motion, David jumps beyond the engine,
pointing the knife at --

NOTHING.

David's eyes widen in surprise as --

KOLDER (O.S.)
Oh, I think you are.

And suddenly, Kolder JUMPS on the catwalk behind David
and rushes at him!

SLASH!

David spins around, sending his knife in a powerful arc
straight at Kolder, but --

With superhuman agility, Kolder evades the knife and
sends his fist toward David.

SMASH!

Kolder PUNCHES David in the jaw, knocking him backwards,
and before David can recover --

SLAM!

Kolder STRIKES David's hand and the knife falls and
disappears among the machinery.

David retreats back along the catwalk as Kolder comes
after him, grinning slyly.

KOLDER
After I kill you, maybe I'll take your
form and get to know your beautiful girl.

David draws a sharp breath at the mention of Anna.

DAVID
No!

David surges forward with a fury he didn't know he had in
him, and --

BOOM!

He SMASHES into Kolder and the two CRASH against a
steaming, pumping engine.

David struggles against Kolder, but the vicious alien is much stronger.

BANG!

With a crushing BLOW, Kolder sends David to his knees, leaving him gasping in agony.

As David lies beaten, Kolder looms above him, closing in for the kill.

KOLDER

Pathetic.

Kolder licks his lips, hissing.

KOLDER

You wanted to see my true self,
didn't you?

He opens his mouth IMPOSSIBLY WIDE and --

A WET TENTACLE

Lashes out toward the horrified David.

KOLDER

You know what they say, be careful what
you wish for...

David is helpless, he's about to die, and that's when --

MR. SMITH

Leaps through a cloud of steam and CRASHES into Kolder!

With everything he has in him, Smith presses Kolder's head against a red-hot engine, and --

HISS!

Kolder SCREAMS in terrible pain as his face SIZZLES and burns horribly.

Kolder struggles wildly against Smith's hold, but the other alien won't back down.

David's nostrils flare at the smell of burned flesh, it seems Smith is going to win...

But in a sudden violent motion, Kolder manages to free his hand, snatch the knife lying on the floor and...

SLASH!

Kolder PLUNGES the dagger straight into Smith's heart.

DAVID

No!

David's eyes widen in horror as Smith freezes in shock, then falls down.

Dreadfully burned and shrieking in awful agony, Kolder runs amok and escapes out of the room.

Stunned, David kneels beside the dying Smith, who struggles to speak.

SMITH

Don't let him escape. You must stop him, before it's too late.

David shakes his head, his mind and soul in turmoil.

DAVID

No, you've got the wrong man, I'm not strong enough...

Smith's eyes bore into David's urgently.

SMITH

You have to be. You're my last hope.

David swallows hard, then nods weakly.

DAVID

What must I do?

SMITH

Take this.

Smith pulls out his futuristic GUN, offers it to David.

SMITH

It's the only weapon that can kill him in his true form. Its energy is almost gone, so if you get a good shot...

He convulses as his life is leaving him.

SMITH

(whispering)
Make that shot count.

Smith breathes his last breath and dies.

INT. HINDENBURG - CREW'S QUARTERS - DAY

With a bandage wrapped around his head, Harry examines Smith's gun by the light of the rising sun.

HARRY

At least now we have a chance.

David lets out a long breath, concerned and desperate.

DAVID

But how will we find the alien? By now,
it could be anyone on board.

David quickly hides the weapon in his jacket so their fellow crew members won't notice it.

DAVID

And we don't have time. Smith said
the alien will try to reproduce
before we reach America, and tomorrow
we land in New Jersey.

For once, Harry is at a loss for words, the gravity of their situation dawning on him.

David hesitates for a long moment, Kolder's dire words echoing in his mind:

KOLDER (V.O.)

After I kill you, maybe I'll take your
form and get to know your beautiful girl.

Finally, David comes to a decision.

DAVID

I have to warn Anna.

HARRY

What will you tell her? That she's in
danger from an alien who can take the
form of anyone on the Hindenburg?

David sighs, realizing how crazy it sounds.

DAVID

I don't know. But I can't just leave her
to that monster's mercy.

HARRY

Just be careful. I don't want to start
suspecting that thing took *your* form.

INT. HINDENBURG - PASSENGERS CORRIDOR - DAY

David knocks on the door to Anna's cabin.

To his relief, the door is not opened by Muller but by Anna, who seems to be alone.

DAVID

Anna, I know your fiance doesn't approve of me, but I must talk to you.

Anna smiles faintly.

ANNA

Who says I always do what he tells me to?

INT. HINDENBURG - ANNA'S CABIN - DAY

David follows Anna inside, looking around as he's trying to find the right words.

Above Anna's bed, he notices --

A PAINTING

Of two beautiful BUTTERFLIES, flying wing to wing in the sky over a shimmering rainbow.

DAVID

What's that picture?

ANNA

"The Butterfly Lovers".

David stares at her with compassion, realizing with a pang the deep meaning the story must have to her.

DAVID

I don't understand, why are you going to marry someone like Muller?

Anna stiffens, hesitates for a long moment. Finally...

ANNA

Because my father's life depends on it.

DAVID

What?! But... why?

ANNA

Muller was lusting after me, so he arrested my father and promised me to smuggle him to America, but only if I come back to Germany as Muller's bride.

David is appalled, realizing her torment. He puts a comforting hand on her shoulder.

DAVID

I'm sorry.

Anna takes David's hand in hers.

ANNA

If we're playing truth or dare, why are you so sad?

DAVID

I'm not sad...

But the words die on his lips. Anna's penetrating gaze as if sees every corner of his soul

David is silent for a long moment, as if struggling with some inner barrier. Then...

DAVID

I was ten. Mom and Dad took me to this movie I wanted to see...

INT. MOVIE THEATER - DAY (FLASHBACK)

Young David and his PARENTS sit in the dark theater, watching the screen.

A black and white film plays, featuring some kind of grotesque, ghastly CREATURE.

DAVID (V.O.)

It was about this monster...

Young David's eyes are wide open with mortal fear, his breath coming fast.

DAVID (V.O.)

I was terrified by it, convinced it was going to get me...

Young David's POV: the creature turns and seems to look out of the screen straight at him.

DAVID (V.O.)
I begged my parents to leave the movie in
the middle and go back home.

Young David clenches his parents' hands tightly, his face
deathly pale.

DAVID (V.O.)
My parents saw I was frightened and took
me out of there.

His parents exchange knowing looks, hug their son
comfortingly and head to the exit.

DAVID (V.O.)
But we never made it home...

INT. HINDENBURG - ANNA'S CABIN - DAY

David falls silent, seems haunted by the past. Anna bites
her lips in sympathy.

ANNA
What happened?

DAVID
There was a car accident. I was only
injured, but they... didn't make it.

David's voice breaks. For a moment, we get to see his
soul: a wasteland of guilt and grief.

DAVID
If only I had the courage to stay in the
movie theater, it would never have
happened, and they'd still be alive.

ANNA
(gently)
It wasn't your fault.

David gives her a grateful look, but it's clear he
doesn't believe in it.

INT. HINDENBURG - PASSENGERS CORRIDOR - DAY

Outside the door, someone secretly eavesdrops on David
and Anna's conversation:

MULLER

The Nazi officer grins, his eyes flashing...

INT. HINDENBURG - ANNA'S CABIN - DAY

David clears his throat, finally finding the courage to warn Anna.

DAVID

Anna, I have to tell you something. I know it might sound crazy, but it's a matter of life and death.

But just then, a sound comes from beyond the door:

APPROACHING FOOTSTEPS

Anna freezes in alarm.

ANNA

It's Muller, you better go.

Reluctantly, David heads for the door, but Anna whispers in his ear before he leaves.

ANNA

Meet me in the observation deck after nightfall.

INT. HINDENBURG - PASSENGERS CORRIDOR - DAY

David slips outside Anna's cabin, barely in time to evade being seen.

He turns to leave, his mind and heart in turmoil, but fails to notice --

Muller's eyes on his back, following him with a vengeful, wicked look.

INT. HINDENBURG - LOUNGE - DAY

David and Harry search among the passengers, looking for a sign of the alien.

Harry examines the various faces, trying to get a good look in their eyes.

HARRY

Am I just being paranoid, or do *all* of these people look suspicious?

David looks around in frustration.

DAVID

It's hopeless, any one of them could be the alien in disguise. For all we know, it could be looking at us right now, and we wouldn't have a clue.

SLAP!

Suddenly, a HAND lands heavily on David's shoulder. He spins around in alarm to see --

Lehmann, who scowls at him with clear animosity.

LEHMANN

Is there a reason why you snoop around and bother the passengers?

David is at a loss, knowing the captain won't believe the truth.

DAVID

Sir, there's a dangerous saboteur on board, everyone on the Hindenburg is in great danger.

Lehmann's face reddens in anger.

LEHMANN

I've had enough of your antics. You will stop with this nonsense, or I'll have you put in detention.

As Lehmann storms off, furious, Harry shrugs and whispers to David.

HARRY

At least we know *he* is not the alien. No one could impersonate that bloody Nazi so well.

INT. HINDENBURG - OBSERVATION DECK - NIGHT

By the light of the moon, Anna listens to David recount his tale with an unreadable expression.

DAVID

So now this creature is loose on the Hindenburg, and you can trust no one on board, not even your father, or me.

David waits tensely for a response of any kind, but Anna remains silent. Finally --

DAVID

Okay, I understand, you must think I'm out of my mind.

Anna considers for a long moment, then...

ANNA

No, I don't.

DAVID

So you believe me?

ANNA

I believe there's something evil on the airship. Several times today, I could feel someone watching me, and my skin turned icy cold.

David pales visibly, this confirms his worst fears. He looks outside in growing dread at the night sky.

Anna joins him and turns toward the glass window, staring at the heavens.

ANNA

(whispering)

Sometimes I dream that I'm up there, free like a butterfly.

David looks at her: she's so wistful it breaks the heart.

Tears slide down Anna's cheek. Without thinking, David hugs her. And suddenly they are face to face.

They're about to kiss, when...

Anna draws back from him, sobbing.

ANNA

I'm sorry, I can't...

David is hurt, tries to mask it.

DAVID

It's alright, I understand.

ANNA

No, you don't.

Anna holds his hand tightly, Countess Von Graff's voice echoing in her mind.

VON GRAFF (V.O.)

I'm sorry, my dear, the man you will love is going to die.

ANNA

I'm afraid that something terrible will happen to you... because of me.

David gently wipes her tears.

ANNA

So you see, we can't be together.

The moon bathes Anna in glowing, ethereal light, reflects in her luminous eyes.

For a moment, David is so taken by her beauty, his heart misses a beat.

DAVID

I don't care.

He closes his eyes and kisses her passionately.

It's a long kiss. When it's finally over, Anna smiles in wonder.

ANNA

It's like a dream.

DAVID

It doesn't have to be.

He gently takes her in his arms to kiss her again, and that's when --

MULLER (O.S.)

What is the meaning of this?

Muller enters the room, glaring at the two of them in barely contained wrath.

DAVID

Anna is in danger, there is an intruder on board, you have to believe me...

MULLER

Yes, I can see that.

He gestures to Anna, his gaze cold.

MULLER

Anna, come here.

But Anna doesn't move.

ANNA

It's true, I've felt this intruder's attention on me.

MULLER

I've had enough, Anna. This is folly. Get away from this cabin boy...

ANNA

His name is David.

MULLER

I don't care what's his name! He's making these things up so he can be with you.

ANNA

David's not making anything up. And neither am I.

MULLER

Enough. Until we land tomorrow, you will not leave your cabin.

ANNA

Wait, please...

But Muller takes her elbow forcefully and leads her away, leaving David alone in the darkening room.

INT. HINDENBURG - ANNA'S CABIN - NIGHT

Anna sleeps, her face serene in the moon's ghostly silver light. Suddenly --

FOOTSTEPS

Shuffle in the shadows.

Anna's eyelids flutter, but she doesn't awake.

The moonlight reveals --

A DARK FIGURE

Standing by the bed, watching Anna, for just a split second before it fades in the gloom.

Anna keeps sleeping, oblivious.

Then, slowly creeping out of the darkness...

PALE FINGERS

Reach for Anna and stroke her arm lightly.

Anna opens her eyes, still half-asleep.

ANNA

David?

The fingers caress her gently...

Then CLOSE on her arm!

MAN'S VOICE

No.

Anna wakes up in a fright, her heart almost beating out of her chest.

ANNA

Who's there?

She shivers, her cloud of breath visible in the air: *it is icy cold.*

MAN'S VOICE

It's just me, Anna.

A man steps into a pool of moonlight:

HO LING

Looking at his daughter in concern.

HO LING

I was worried about you.

Anna breathes in relief as her father takes her in his arms and hugs her.

Then she tenses in his embrace as David's warning echoes in her mind.

DAVID (V.O.)
You can trust no one on board, not even
your father...

HO LING
Why are you shivering?

Anna thinks feverishly as a horrible suspicion creeps up
on her.

ANNA
I was just reminded about something.
She hesitates, an idea forming.

HO LING
About what?

ANNA
Remember that summer we've spent in
Lake Constance?

BEAT.

Anna waits for her father's reply, her whole body rigid
with tension and fear. Finally...

HO LING
(confused)
What are you talking about, Anna, we've
never spent a summer there.

Anna heaves a sigh of relief and hugs her father tight.

ANNA
Thank God, father.

Ho Ling frowns in bewilderment.

HO LING
For what?

ANNA
For being yourself.

BOOM!

A heavy vase SMASHES on Ho Ling's head and he drops to
the floor in a heap.

Anna SCREAMS in horror as out of the shadows steps --

MULLER

The Nazi officer grins at Anna, baring his teeth.

MULLER

Quite a clever test, my dear.

His eyes glitter wickedly.

MULLER

Pity you tried it on the wrong person.

Anna flinches back in terror as she realizes her mistake.

MULLER

(licking his lips)

You have such lovely eyes.

INT. HINDENBURG - CREW'S QUARTERS - NIGHT

David lies with his eyes open in his bed, deeply troubled, when suddenly --

DRIP!

David startles: where did that sound come from?

He scans the dark room, when the dripping sound comes again. *It's close.*

Then he sees it: a small PUDDLE on the floor by the wall, glistening in the moonlight.

He steps toward it, wondering... and freezes.

The "*Butterfly Lovers*" painting hangs directly before him on the wall. But it has changed.

The colorful rainbow has turned to RED, dripping drops of wet paint on the floor.

But as David comes closer, he sees they're not drops of paint... they're drops of BLOOD.

He approaches the painting, almost touches it, when --

Horrid TENTACLES burst out of the painting toward him!

SMASH CUT TO:

INT. HINDENBURG - CREW'S QUARTERS - NIGHT

David jolts awake, bathed in cold sweat and shaking uncontrollably. Just a dream.

His labored breathing wakes up Harry, who peeks at him from below with bleary eyes.

HARRY

What is it?

DAVID

Anna. She's in danger, I can feel it.

Harry doesn't question him, just jumps out of bed.

HARRY

Then what are we waiting for?

INT. HINDENBURG - ANNA'S CABIN - NIGHT

Anna retreats in horror from Muller, who advances toward her with a menacing leer.

ANNA

You're the creature...

Muller chuckles, pretending to be offended.

MULLER

Ah, but you must understand, my dear,
from my point of view, you humans are
the creatures.

Anna searches frantically, but can't find anything with which to defend herself.

As Muller closes in on her, Anna thinks feverishly, trying to buy time.

ANNA

You can have anybody on the Hindenburg,
why *me*?

MULLER

You're the only woman on board young and
fertile enough to be a suitable host for
me to reproduce with.

As Anna's eyes widen in dreadful realization, Muller's lips part in a villainous grin.

MULLER

And besides, that annoying cabin boy seems to have a soft spot for you. Just a little bonus for me.

Anna's back hits the wall: there's no more room to retreat, no way to escape.

ANNA

David was right, you are a monster.

MULLER

Maybe, but from the little I've seen of Germany, you humans seem to have monsters of your own.

He eyes Anna mockingly.

MULLER

You should know, they took your mother away from you, didn't they?

Muller reaches for Anna, a TENTACLE slithering out of his mouth, and that's when --

Anna's groping hand finds something:

HER FATHER'S CANE

And just as Muller opens his mouth wide --

SLAM!

Anna swings the cane with all her might and STRIKES Muller straight in the face!

Muller falls on the floor, blood seeping into his eyes, momentarily stunned.

Anna takes advantage of the distraction and leaps desperately toward the door.

She's almost there, it seems she's going to make it...

CRUNCH!

Muller's fingers close around Anna's ankle, holding her in an iron grip.

BOOM!

Anna KICKS Muller and HITS him again with the cane, struggling to escape, but...

Muller just won't let go, the alien inside him makes him freakishly strong.

He crawls over Anna, hissing in anger.

MULLER

You're as troublesome as your precious cabin boy. Maybe I should kill him and take *his* shape to impregnate you.

ANNA

No!

Muller's words give Anna strength she didn't know she had, she sends the cane in a powerful arc --

BANG!

The cane SMASHES the cabin's glass window to pieces!

Before the surprised Muller can react, Anna grabs a shard of glass and...

SLASH!

Anna CUTS Muller's hand, setting herself free.

Quick as a snake, Muller tries to catch her, but Anna leaps to the door and escapes.

INT. HINDENBURG - PASSENGERS CORRIDOR - NIGHT

Anna stumbles out of her cabin and locks the door from outside with trembling hands.

Then she hurries down the corridor, just as --

David and Harry rush into the corridor and almost bump into her.

DAVID

Anna!

He pales visibly at the sight of Anna's bloody hand.

DAVID
What happened?

Anna sways unsteadily and David takes her in his arms.

ANNA
The alien took Muller's form and attacked
my father and me.

THUD!

The door to Anna's cabin SHAKES.

ANNA
It's coming, we have to go!

They turn toward the corridor's far end, as --

BOOM!

This time the door CRACKS from the force of the blow.

They run as if the devil is after them, it seems they're
going to make it...

BANG!

The door SLAMS open, ripped from its hinges by sheer
power, and out bursts --

MULLER

Growling in mad fury, murder in his eyes.

Panicked, David, Harry and Anna race to --

INT. HINDENBURG - STAIRCASE - NIGHT

They dash up the stairs, taking them three at a time, and
turn around the corner to --

INT. HINDENBURG - HALLWAY - NIGHT

David's eyes widen as he sees the short hallway is --

A DEAD END

HARRY
I think we took a wrong turn...

ANNA
We're trapped!

HISS!

They spin around fearfully at the ominous sound:

Muller advances toward them leisurely, taking his time, enjoying their plight.

He points his bloody, cut finger at Anna.

MULLER
I can grow it back, but that really hurt, my dear.

As Muller closes in on them, David gestures urgently up:

A HATCH

Is installed in the ceiling.

DAVID
Up there!

Harry's eyes go wide as saucers.

HARRY
But that leads outside!

David SLAMS the hatch open. A cold wind blows inside.

DAVID
There is no other way.

EXT. HINDENBURG HULL - NIGHT

Jumping up the hatch, the three find themselves on --

A NARROW PASSAGE

Stretching across the zeppelin's crest. The round hull arches downward on both sides.

David holds Anna's hand tightly, fighting to keep his footing on the slippery hull.

DAVID
Come on, there's another hatch on the other end.

Harry looks down at the ocean far below and swallows hard, visibly pale.

HARRY

I suppose this is not the best time to tell you I'm afraid of heights.

David slaps Harry's shoulder in encouragement.

DAVID

But your father was a pilot in the RAF, wasn't he?

HARRY

Yeah, that's how he got killed! I don't want to continue the family tradition.

They begin to cautiously cross the narrow passage, when --

BANG!

The hatch behind them SLAMS open as --

Muller bursts outside. He grins wickedly and gestures at the sky.

MULLER

Take a really good look and you might see the planet I come from.

He comes after them in hot pursuit, unnaturally agile and swift.

David, Anna and Harry double their efforts to escape, stumbling forward desperately, when...

DRIP!

A raindrop falls on David's palm.

FLASH!

Lightning glows across the sky, followed by the ominous rumble of THUNDER, as --

Heavy RAIN begins to fall, making the slippery passage even more slick and treacherous.

Muller closes in on them, chuckling cruelly, when --

David turns around and draws Smith's GUN.

Muller's form MORPHS, beginning to take the shape of a slithering, sinister creature.

MULLER
I can smell your fear, boy.

David aims the gun at him, his hand shaking, but doesn't notice tendrils of FOG creeping from behind.

MULLER
For your sake, I hope you're a better marksman than you look.

David's finger closes on the trigger, and that's when...

A CLOUD OF MIST

Envelopes them, hiding Muller from sight.

David turns around, looking for him frantically, when --
CRUNCH!

A tentacle leaps out of the mist and GRABS Anna's foot.

Anna SCREAMS in terror as --

WHOOSH!

The tentacle drags her across the hull.

DAVID
Anna!

He races after her, almost falling off the passage, searching blindly in the swirling fog.

DAVID
Where are you?

MULLER (O.S.)
Right here.

BOOM!

He appears behind David and STRIKES the gun from his hand. It flies and lands at the passage's far end.

Holding Anna captive, Muller sends a tentacle to loop around David's throat.

David's eyes bulge, the tentacle choking the life out of him, he's going to die...

SLAM!

Harry SMASHES into Muller, freeing David and Anna and throwing the Nazi officer off the passage!

Muller slips down the wet hull, but as he falls he sends his tentacle shooting up...

And pulls Anna's foot, DRAGGING her after him!

DAVID

No!

David leaps desperately, sliding down the hull after her.

Anna slips across the hull, SCREAMING, about to drop over the edge and off the airship, but at the last second --

David finds a hold on a jut protruding out of the hull, and just as Anna is about to plunge to her death...

His hand closes on hers.

DAVID

Don't let go!

Anna clings to David's hand, dangling above the ocean.

But David's hand begins to slip from the wet jut, he's going to lose his grip...

HARRY (O.S.)

David, catch!

Harry throws a mooring CABLE toward them, and just as David is about to drop down with Anna to the ocean...

David grabs the cable and hangs on for dear life.

Harry clutches the cable and with all his might pulls David and Anna up to safety.

The three of them lie breathless and shaking on the passage, when --

An ominous HISSING sound draws their attention, and their eyes widen in alarm at the sight of --

Muller, who climbs with his tentacles up the hull toward them, growling murderously.

HARRY

On, no....

David, Harry and Anna race toward the passage's far end, where the gun lies near the other hatch.

But Muller closes in for the kill, there's no way they're going to reach safety in time...

And that's when David spots --

A LIGHTNING ROD

Sticking from the nearby hull.

David looks up at the stormy sky, an idea forming.

He RIPS OUT the rod and throws it like a spear toward Muller just as --

FLASH!

Lightning strikes the rod in mid-flight, sparking white-hot ELECTRICITY and --

SLAM!

The blazing, deadly rod PLUNGES straight into Muller's chest, impaling him!

Muller HOWLS in terrible agony, engulfed in glowing electric currents.

But somehow, he keeps coming at them.

DAVID

Let's go!

He snatches the gun and hurries with Anna and Harry down the hatch back into the Hindenburg.

INT. HINDENBURG - LEHMANN'S CABIN - NIGHT

KNOCK! KNOCK! KNOCK!

Lehmann awakens from his sleep, looks at the trembling door angrily.

LEHMANN

If it's that American fool again...

He opens the door and to his dismay, it is indeed David, along with Harry and Anna.

LEHMANN

I thought I warned you about bothering the passengers...

ANNA

He isn't bothering me, he's saving me!

LEHMANN

What are you talking about, Ms. Ling?

ANNA

The creature that David told you about attacked me and my father in our cabin.

DAVID

Sir, there is no time, Anna's father may be in danger...

MULLER (O.S.)

In danger from whom?

They all turn in surprise to see at the doorstep --

MULLER

The Nazi officer seems miraculously alive and well. His eyes are burning in fury.

Lehmann looks from him to Anna in confusion.

LEHMANN

What is going on here?

Muller points at David accusingly.

MULLER

He sneaked into my fiance's room and attacked her.

DAVID

No, that's not true, it was Muller who attacked us...

LEHMANN

Muller? But I thought you said it was this creature...

Muller turns an innocent gaze to Lehmann.

MULLER

Your cabin boy broke into the room, smashed a vase on Mr. Ling's head and abducted Anna.

Lehmann turns in fury to David.

LEHMANN

You've done *what?*!

ANNA

Please, don't believe him, he's lying...

But Lehmann is beyond reason now.

LEHAMNN

I've had enough.

He signals to TWO CREW MEMBERS at the corridor outside and gestures at David.

LEHAMNN

Take him and lock him up.

DAVID

No, sir, you have to believe me...

Harry watches helplessly as the crew members drag the struggling David out of the room, and then --

He meets Muller's wicked gaze, as he flashes an evil grin at him.

INT. HINDENBURG - DETENTION CELL - NIGHT

As the two crew members shove David roughly into the cell, he turns to Harry urgently.

DAVID

Take care of Anna.

CLICK!

David is locked. Behind closed bars, he whispers a final plea to Harry.

DAVID

Don't let her out of your sight.

INT. HINDENBURG - PASSENGERS CORRIDOR - DAWN

Harry stands watch outside Anna's cabin, listening for any sign of trouble.

CREW MEMBER (O.S.)

You, come here!

Harry turns around to one of the crew members who were mocking David earlier.

CREW MEMBER

We land today, the captain ordered you to report to the quartermaster and assist with the mooring cables.

HARRY

Tell him to find somebody else. I'm busy.

The crew member laughs derisively.

CREW MEMBER

I can see. Come on, I won't ask again.

Harry shakes his head stubbornly.

HARRY

I told you, I can't.

CREW MEMBER

Do you want the captain to lock you up for disobeying an order?

Harry is torn. Finally, he accompanies the crew member, looking behind his back at the door to Anna's cabin.

HARRY

(whispering to himself)
I'll be back.

INT. HINDENBURG - DETENTION CELL - DAWN

The sun rises on the flight's last day. Lying on the narrow bed, David stares at the ceiling, Smith's voice echoing in his mind:

SMITH (V.O.)

He must be stopped before we land.
Otherwise, it could mean the destruction
of your people.... He'll seek to
reproduce through a female human host...

INT. HINDENBURG - ANNA'S CABIN - DAY

Anna walks restlessly from one side of the room to the other, tapping her foot tensely on the floor.

Her father keeps an eye on her, looking worried.

HO LING

It was for your own protection.

ANNA

David is innocent...

The door swings open and Muller peeks inside.

MULLER

Mr. Ling, the captain sent a message. He
requests your presence at once.

As her father turns to go, Anna clutches his arm.

ANNA

Take me with you.

HO LING

Do not worry, Anna, you will be
completely safe.

ANNA

Please, father, don't leave me with *him*.

But Ho Ling heads for the door.

HO LING

I'll be back soon.

As he leaves, Muller turns to Anna, his teeth bared.

MULLER

No games this time.

INT. HINDENBURG - STORAGE ROOM - DAY

Harry and several crew members hoist the heavy mooring cables off the floor.

As they turn to carry them outside, Harry quickly pulls the cable's end like a lasso and --

The cable HITS the crew member who summoned him here, knocking him senseless.

HARRY

Oops...

The other crew members rush to see what happened to their fellow worker, and that's when --

Harry takes advantage of the distraction, and silently slips away from the room.

INT. HINDENBURG - ANNA'S CABIN - DAY

Muller CLUTCHES Anna, trapping her in place.

Anna struggles in desperation against his death grip, but it's hopeless.

Muller opens his mouth wider and wider in a ghastly smile of victory.

MULLER

This might hurt a bit.

Anna sobs in horror. And just as a slimy TENTACLE begins to sprout from Muller's gaping maw --

BOOM!

The door SLAMS open as Harry bursts inside and...

WHAM!

Harry PUNCHES Muller in the jaw.

HARRY

Get away from her, you bastard!

As Muller falls down, Harry snatches Anna.

HARRY

Run!

INT. HINDENBURG - PASSENGERS CORRIDOR - DAY

Harry and Anna race down the corridor like the devil is after them.

Behind them, Muller comes in hot pursuit, his face livid with fury.

Harry looks ahead: at the corridor's far end, there's --

A SMALL CARGO ELEVATOR

That leads down to the crew's deck.

He doubles his efforts, drags Anna with him and presses the calling button.

As the elevator slowly rises up, the raging Muller closes in on them.

HARRY

Come on, come on...

DING!

The elevator barred door opens and --

INT. HINDENBURG - CARGO ELEVATOR - DAY

Harry jumps inside with Anna and pushes the button. The door closes just as...

SLAM!

Muller SMASHES against the bars, SNARLING!

The elevator begins to go down, but...

A HORRID TENTACLE

Bursts out of Muller's mouth, squeezes through the bars and LASHES OUT at Anna's face!

Anna SCREAMS in terror, the tentacle is a hair's breadth from touching her when the elevator drops lower and --

SLASH!

The tentacle is CUT in half by the floor.

Severed, it drops by Anna's foot, wriggling.

Harry stares at the revolting thing, an idea forming.

HARRY
Maybe if we'll show it to Lehmann he'll
believe us.

He picks up the torn tentacle with disgust, grimacing.

HARRY
They don't pay me enough for this.

INT. HINDENBURG - LOWER CORRIDOR - DAY

DING!

Harry steps out of the elevator, holding Anna in one hand
and the tentacle in the other, when --

MULLER

Comes rushing down the staircase, hot on their trail!

HARRY
Damn it, how did he make it in here
so fast?

He and Anna flee along the curved corridor, but --

HISS!

Muller's ominous RASPING is close behind them, he's going
to get them...

And that's when the door to a nearby cabin suddenly
opens, letting out --

COUNTESS VON GRAFF

VON GRAFF
What is the meaning of this?

One look at the breathless and flushed Harry and Anna and
she gestures urgently inside.

VON GRAFF
Come in!

Harry hesitates, but it's either that or being caught by
the pursuing alien.

And just as Muller is about to turn around the corridor and see them --

Harry and Anna leap inside the Countess' cabin.

INT. HINDENBURG - VON GRAFF'S CABIN - DAY

Von Graff looks at Harry and Anna conspiratorially, her imagination at work.

VON GRAFF
Two young lovers on the run, eh?

Harry and Anna almost choke simultaneously.

ANNA
Not quite, Countess.

HARRY
(whispering to Anna)
She must read the future better than she reads the present...

Despite the situation, Anna almost smiles, when --

KNOCK! KNOCK!

Harry and Anna tense in alarm. But the amused Countess motions at the CLOSET.

VON GRAFF
In there!

Before they can stop her, Von Graff turns to the door, and Harry and Anna have no choice but to do as she says.

IN THE CLOSET

Harry and Anna hear the Countess greet the visitor.

VON GRAFF (O.S.)
Hello, you're Ms. Ling's fiance, are you not?

Harry and Anna freeze in fear, holding their breath.

MULLER (O.S.)
Have you seen her?

Anna's fingers clench tightly around Harry's arm, her knuckles white.

VON GRAFF (O.S.)
Not lately, no. Can I help you with anything else?

MULLER (O.S.)
Yes, as a matter of fact, you can.

BEAT. And then --

TERRIBLE DEVOURING SOUNDS

Come from the cabin, Von Graff's SCREAM is cut short by horrifying gurgling and sucking.

And then silence.

Harry and Anna don't dare move a muscle, their eyes wide with horror.

The silence goes on and on until finally Harry can take it no more.

He peeks through the closet's keyhole, as --

A PALE EYE

Stares straight at him from the other side!

Harry flinches back in terror, almost jumping out of his skin, but then realizes...

HARRY
It's dead...

He takes another look through the keyhole: the eye is not blinking or moving.

Slowly, he opens the closet's door, and the eye's owner slumps to the floor.

It's Von Graff's body, or what's left of it after the alien has devoured it.

Harry almost retches as he looks at the remains of the Countess' corpse.

HARRY
I guess she didn't see her own future.

INT. HINDENBURG - CAPTAIN'S ROOM - DAY

Lehmann goes to open the door irritably.

LEHMANN

I said I don't want to be disturbed...

He stops at the sight of Countess Von Graff, licking her lips, her eyes glittering.

LEHMANN

How may I help you, Countess?

Von Graff grins, baring her teeth.

VON GRAFF

Would you like me to read your future?

INT. HINDENBURG - COMMAND ROOM - DAY

Harry and Anna burst into the room, where Lehmann and the commanding officers look outside.

On the horizon, the LANDING PLATFORM is visible, a mooring mast looming above it.

HARRY

Look at this!

As they all turn to him, Harry presents the tentacle to Lehmann, almost dropping it in his lap.

HARRY

Now you have to believe us.

LEHMANN

What is this thing?

HARRY

It's part of the alien you refuse to believe in.

But Lehmann just pushes it aside in dismissal.

LEHMANN

Looks like some squid you fished out of the sea to me.

HARRY

Damn it, captain, can't you see? Eric is gone, Kolder is gone, Countess Von Graff just got butchered, what more proof do you need?

Lehmann signals to TWO OFFICERS and gestures at Harry.

LEHMANN

Lock him up with his friend. Maybe these two madmen will find more imaginary monsters together.

As they take hold of Harry and drag him forcefully away, he SHOUTS in desperation.

HARRY

Don't do this, you're dooming us all!

Lehmann clutches Anna close to him and leans over to whisper in Harry's ear.

LEHMANN

(insidious)

I know.

Harry's eyes widen as he realizes the alien has taken Lehmann's form, but it's too late.

INT. HINDENBURG - DETENTION CELL - DAY

David draws a sharp breath at the sight of the two officers leading Harry toward his cell.

DAVID

Harry, what are you doing here?

CLICK!

As the officers open the lock to push Harry inside the cell, he winks at his friend.

HARRY

Rescuing you.

And in a lightning-quick motion, Harry slips from his captors' grasp and --

BOOM!

Harry BASHES one officer's head against the iron bars, knocking his senseless.

The other officer opens his mouth to shout for help, but David jumps on his back and covers his mouth.

As the officer struggles to free himself from David, Harry leaps toward him and --

SLAM!

Harry's blow sends the officer down, he drops to lie unconscious on the floor.

Breathing hard, David turns to Harry.

DAVID

Where's Anna?

HARRY

The alien assumed Lehmann's form and took her.

David pales visibly.

DAVID

We're about to land, it will act now.

HARRY

But how will we stop it?

David draws Smith's gun from his coat.

DAVID

I'll make that shot count.

INT. HINDENBURG - CORRIDOR - DAY

Lehmann drags the squirming Anna with him. She tries to call for help, but he covers her mouth.

LEHAMNN

Let's go somewhere no one will interrupt us...

DAVID (O.S.)

Let her go!

Lehmann turns around in surprise to see --

David and Harry rush into the corridor and advance toward him in determination.

LEHMANN

You're as stubborn as that fool Smith.
But if you keep going you'll end up dead
just like him.

Lehmann sneers in contempt as David comes closer.

LEHMANN

Turn away now while you still can and I
will let you live.

But David just points the gun at him.

DAVID

I said let her go!

Lehmann sighs in mock regret.

LEHAMNN

Fine, let's do this the hard way.

And in a quick motion, Lehmann draws a KNIFE and holds it
against Anna's throat.

LEHMANN

Now give me that gun or your precious
girl dies.

David freezes in dread, his hand shaking.

LEHMANN

I said now!

Anna cries in pain as the knife cuts her delicate skin,
drawing blood.

David thinks feverishly, trying to feign indifference.

DAVID

Why would I care about her? She's
nothing to me.

Lehmann examines him shrewdly with a knowing look.

LEHMANN

But you *do* care, don't you? It must be
that strange thing you humans call love,
I suppose.

Then his face hardens pitilessly.

LEHMANN

I'm giving you a last chance: *drop the damn gun!*

David exchanges a desperate look with Harry.

HARRY

He's bluffing, David, he won't dare hurt Anna, he needs her to reproduce.

Lehmann hears this and grins coldly at David.

LEHMANN

Care to count on that?

Lehmann raises his knife, ready to slit Anna's throat wide open, when --

DAVID

Wait, don't hurt her!

David surrenders and puts the gun on the floor.

ANNA

No, David, don't do it!

LEHMANN

Shut up!

Lehmann's hand closes viciously on Anna's mouth as he gestures at David.

LEHMANN

Now kick the gun to me.

David has no choice but to do as he says. The gun slides and stops by Lehmann's feet.

Lehmann picks the gun up and points it at David and Harry with a sly smile.

LEHMANN

You really have no idea what this thing can do, do you?

His finger closes on the trigger.

LEHMANN

Well, you're about to find out.

Lehmann laughs in victory as he shoots and --

FLASH!

A fiery RAY OF LIGHT blazes through the air, rushing toward David and Harry!

The two friends LEAP sideways desperately, the ray misses them by a hair's breadth as --

BOOM!

The red-hot ray EXPLODES into the wall in a whirlwind of FIRE, and --

FLAMES

Ignite and within mere seconds the corridor turns into a burning inferno.

Before the stunned David and Harry can recover, Lehmann shoots again and --

ZAP!

The deadly ray flashes at them, about to blast them to shreds, but --

At the last second, they duck to the floor, the ray passes over them and --

BANG!

The ray BLASTS through the wall behind David and Harry right into...

THE PILOT'S ROOM

Where the PILOT navigating the ship turns in surprise just as --

PILOT

Oh my God...

HISS!

The pulsing ray hits the pilot, engulfing him in flames and INCINERATING him!

IN THE CORRIDOR

David and Harry stare slack-jawed at the spot where the pilot was seconds ago, while --

FIRE

Rages all around, blazing flames closing in on them.

Lehmann grins triumphantly at them.

LEHMANN

Goodbye, you fools.

He spins around and disappears with Anna beyond the corridor's end.

David and Harry exchange desperate glances: they're trapped, about to burn alive...

And then they both see --

THE HOLE IN THE WALL

Gathering their waning strength, they charge forward and jump through the hole into --

INT. HINDENBURG - PILOT'S ROOM - DAY

Scorched and burned, they somehow land on their feet.

But they slip unsteadily as the floor SWAYS sideways, and that's when they realize --

The Hindenburg flies erratically, losing control.

The pilot's helm is vacant now that he's dead.

And through the glass window, they can see the airship is fast approaching the mooring mast.

HARRY

There's no one to navigate the ship!

David coughs as smoke fills his lungs.

DAVID

Harry, you have to take control of the helm and land the Hindenburg.

HARRY

Me? Are you crazy? I don't know how to operate it.

DAVID

You must have learned something from your father.

HARRY

Yeah, not to try and pilot anything! What am I supposed to do?

David turns toward the hole leading back into the blazing corridor in determination.

DAVID

Improvise something.

Harry rolls his eyes incredulously.

HARRY

You're out of your mind. What are you going to do?

David shrugs. *Isn't it obvious?*

DAVID

I'm going to save Anna from the alien.

HARRY

Wait, David, you'll burn alive...

But David takes a deep breath, preparing to jump.

HARRY

You don't even have the gun...

And then David leaps into --

THE CORRIDOR

And with everything he has in him, he RUNS through the flames, and --

WHOOSH!

He LEAPS above the bonfires on the corridor's floor, flies in the smoky air...

And lands on the corridor's other side, burned and breathless, but alive.

He meets Harry's amazed gaze across the flames.

HARRY
Godspeed, you brave fool.

David smiles faintly, then sprints out of the corridor,
on the hunt.

INT. HINDENBURG - PASSENGERS CORRIDOR - DAY

David emerges into --

UTTER CHAOS

Panicked passengers run in every direction, SHOUTING in
terror, as the fire spreads across the airship.

Half-blind in the smoke, CREW MEMBERS try to put out the
flames, but...

They slip and fall as the Hindenburg sways in the air
like a drunken sailor.

David struggles desperately to keep his footing, the
floor swinging under him.

He looks for Lehmann and Anna, but it's impossible to
find them in the madness around him.

He reaches the corridor's far side where it ends in a T
junction, and suddenly he sees a familiar face:

Anna's father, lying injured on the floor, frightened
passengers tramping all over him.

DAVID
Sir!

David kneels by the groaning man, whose ankle is bent in
an unnatural angle.

HO LING
Anna...

DAVID
Have you seen her?

HO LING
Lehmann took her.

DAVID

Where?

Ho Ling points weakly downstairs.

DAVID

The engine room...

HO LING

Please, save her.

David rises and runs toward the engine room.

INT. HINDENBURG - PILOT'S ROOM - DAY

The mooring mast looms through the window as the zeppelin nears the landing platform.

Harry struggles to stay on his feet as the Hindenburg swings wildly in the air.

Finally, he makes it to the helm and examines it in trepidation, swallowing hard.

HARRY

Okay, how are hard can it be?

He reaches for one of the controls, trying desperately to maneuver the rocking airship, but --

BOOM!

The airship SHUDDERS as it hits the mooring mast.

HARRY

Damn it, good thing I didn't join the bloody RAF.

Harry pushes the steering wheel as hard as he can, fighting to turn it, but --

As the fire spreads across the zeppelin, the Hindenburg tilts nose down.

HARRY

Oh, no...

His eyes widen as the burning zeppelin begins to dive toward the ground.

INT. HINDENBURG - ENGINE ROOM - DAY

David enters the steamy room cautiously, everything seems to glow in red and black. Blood and darkness.

He advances down the catwalk, listening intently, but all is silent.

And then he freezes in place.

Anna is trapped against the wall at the catwalk's end, wrapped in a strange COCOON.

David hurries to kneel by her side.

DAVID
Don't be afraid.

She's terrified, tries to speak but the cocoon's spidery web blocks her mouth.

DAVID
What is it?

Anna points behind him, wide-eyed with fright.

He glances behind his back: a hint of MOVEMENT through the steam and smoke.

David struggles to free Anna from the cocoon, but its threads are surprisingly strong.

David grunts with effort, but can't free Anna. She urges him in terror.

THUD!

The menacing sound comes from the catwalk, like something heavy just landed on it.

ANNA
Hurry, it's coming!

David yanks the cocoon forcefully, trying to rip it apart. No good.

OMINOUS FOOTSTEPS

Come from behind him. Getting closer

Frustrated, David draws his knife and carefully examines the cocoon: if he cuts too close he might hurt Anna.

He takes a deep breath, clenches his teeth and --

SLASH!

He CUTS the cocoon's threads with all his might and...

It tears apart!

Quickly, David helps Anna to her feet.

DAVID

Come on, let's get out of here!

ALIEN (O.S)

I don't think so.

David JOLTS as suddenly --

THE ALIEN

Materializes out of the shadows behind them.

For the first time we can see its true form:

A hideous tentacled monster, its misshapen body ghastly and grotesque.

It's eerily reminiscent of the movie monster which terrified David as a child.

The creature bares its jagged, glistening JAWS, making wet, sickening sounds.

It looks at David malevolently, its red eyes BURNING in an emaciated, cadaverous face.

David is terrified, but forces himself not to look away from the horrible visage.

DAVID

Let her go!

The alien's decaying lips part in a villainous grin.

ALIEN

Why would I do that?

The alien's voice is raspy and oozing with malice.

Anna holds on to David in mortal fear, as the alien's malignant gaze turn to her.

ALIEN

With what I will lay within her, she
could make so many more like me.

David stares in horror at the devilish creature. It
smiles in victory.

ALIEN

With enough of us, we could take over
your miserable world and I could become
its ruler.

The alien eyes Anna hungrily.

ALIEN

Who knows, by that time I might even
allow her to die.

DAVID

No!

With a yell, David CHARGES toward the alien, swinging his
knife, but --

It blocks his attack easily with one of its tentacles,
then strikes the knife away.

The alien leers at David mockingly.

ALIEN

Pathetic.

WHOOSH!

With a sweep of a horrendous, elongated tentacle, the
alien sends David flying in the air.

SMASH!

David CRASHES into the wall and drops to the floor.

ALIEN

You really thought a wretched human
like you could kill me?

The alien towers over the bleeding, stunned David.

ALIEN

Don't worry, you'll do much better
after I'll take your form.

David can only watch helplessly as the alien closes in
for the kill.

ANNA

(sobbing)

No, please...

The alien rises above David, inexorable like death.

ALIEN

Before I kill you, I want you to
know something.

The alien grabs David's face viciously and forces him to
stare straight at him.

ALIEN

I heard you tell your girl about your
parents' death. Before you die, you
should know...

(beat; then, insidiously)

You killed them.

David shakes his head in denial.

DAVID

No, it was an accident...

ALIEN

Stop lying to yourself, it was no
accident. It was *your* fault!

The alien's sinister eyes drill into David, its wicked
voice poisons his soul.

ALIEN

They died because of you, just like your
girl will die. Because you are too weak
to face your fears.

The alien **THROWS** David on the catwalk, its tentacles
close around his throat.

ALIEN

Or face your demons.

INT. HINDENBURG - PILOT'S ROOM - DAY

Harry turns the zeppelin's wheel feverishly with everything he has in him.

As the doomed Hindenburg rushes toward the ground, he closes his eyes in silent prayer.

HARRY
(whispering to himself)
Hope I make you proud, father.

INT. HINDENBURG - ENGINE ROOM - DAY

The alien CHOKES David mercilessly.

ALIEN
Are you afraid?

David struggles uselessly against the alien's iron grip. His eyes slowly close.

The alien HOWLS maniacally.

ALIEN
Are you afraid???

David's hands stop pushing against the alien's.

But as darkness closes over David, he hears a soft voice whispering to him:

ANNA (O.S.)
It wasn't your fault.

The alien ROARS, its eyes glowing with hellish fury.

ALIEN
ARE YOU AFRAID???

David opens his eyes: there's no guilt in them, only sorrow and acceptance.

DAVID
Yes.

David quickly snatches something from the alien, then grabs its hideous body.

DAVID
But not of you.

And he suddenly pulls out the STAR OF DAVID the Jewish woman gave him and STABS the alien with all his might!

As the alien HOWLS in agony, David takes advantage of the distraction and --

He THROWS the alien over the catwalk straight into a pumping engine!

SLAM!

The alien CRASHES on the engine, SCREAMING in pain as it burns its skin.

David stands up and looks the alien in the eye.

The alien rises on its feet, livid with fury, staring daggers at David.

Then it sees what David secretly took from it and now points straight at it --

THE FUTURISTIC GUN

DAVID

You should keep an eye on your things.

David's finger closes on the trigger, and --

ALIEN

No!!!

The alien SHRIEKS in rage as --

BOOM!

David SHOOTS straight at the alien!

Its reptilian eyes widen in disbelief as...

FLASH!

A ray of GLOWING ENERGY blazes through the air, and --

BLAST!

The energy pulse tears the alien to shreds, it bellows horribly as it EXPLODES and then --

Silence. The smoke slowly evaporates, revealing --

The alien is gone.

David lets out a long breath, but his relief is short-lived as he sees --

The airship is about to crush to the ground!

David thinks feverishly: they have no time to escape the room and no way out of it, except...

His eyes widen in sudden realization.

DAVID

The hatch!

He quickly opens the hatch he used to smuggle the Jewish woman into the airship.

DAVID

We have to jump!

Anna's face is ashen. David embraces her, whispering in encouragement.

DAVID

(softly)

We can do it. Together.

Anna swallows hard, then nods in resolution.

DAVID

Ready?

The ground rushes to meet them, the engines are burning fiercely, and that's when --

DAVID

Now!

David and Anna LEAP desperately through the flames and just as they drop through the hatch --

BOOM!

The engine room EXPLODES!

David shields Anna's body with his own, taking the brunt of the explosion as they fly out to --

EXT. LAKEHURST AIR STATION - DUSK

An open field, where SPECTATORS run away in panic at the sight of --

The blazing Hindenburg diving down and --

BOOM!

The zeppelin crashes with a mighty BLAST, engulfed by fiery flames.

THE AIR STATION'S PERSONNEL

Rush toward the ruined airship, while passengers escape out of it, SHOUTING for help.

David and Anna roll on the ground, finally coming to a halt in the shadow of the burning Hindenburg.

DAVID

Are you alright?

ANNA

I think so.

David smiles weakly at Anna, but then...

He collapses, deathly pale, to lie on the ground, his chest motionless.

Anna SOBS, just as --

Harry bursts out of the airship, gasping for breath.

HARRY

David, I've landed the Hindenburg...

He freezes in shock at the sight of David.

Anna turns to Harry, tears shining in her eyes.

ANNA

Please, do something!

Harry tries desperately to resuscitate David, again and again, but to no avail.

He raises a stunned gaze to Anna.

HARRY

I think he's dying.

INT. TUNNEL - DUSK

David opens his eyes: he lies alone in a dark tunnel. At its end, a WHITE LIGHT is visible.

Two figures, surrounded by a glowing AURA, step out of the light and approach him.

DAVID

Mom, Dad...

David's PARENTS look as they looked when they were alive: vibrant, loving, compassionate.

DAVID'S MOTHER

We miss you so much.

Choked with emotions, David is barely able to speak.

DAVID

I'm so sorry...

His parents embrace him lovingly.

DAVID'S FATHER

Our death was not your fault, David.

David stares at them in wonder. Then he smiles, tears in his eyes. To hear this was his heart's desire.

DAVID'S MOTHER

Goodbye, David.

David's parents begin to retreat back into the light.

DAVID

Wait... I want to come with you.

David's father ruffles his hair gently.

DAVID'S FATHER

Not yet, son.

DAVID'S MOTHER

(smiling)

You have someone who loves you waiting for you.

She kisses David, a kiss as soft as an angel's. Then she and her husband disappear into the white glow.

The light fades. For a long moment there is darkness.

And then...

EXT. LAKEHURST AIR STATION - DUSK

David's eyes snap open, he gulps a huge breath of air.

HARRY

Thank God, David, you're alive!

Anna embraces him, relieved beyond words.

ANNA

(softly)

I *knew* you'll come back.

David stares at Anna's joyous face.

DAVID

(whispering)

It's like a dream.

They hug fiercely, like they never want to let go. Harry watches them with a faint smile.

HARRY

You're both such hopeless romantics...

EXT. LAKEHURST AIR STATION - DUSK

Later, as the medics evacuate the dead and the injured, their COMMANDER goes to Harry.

COMMANDER

You're the one who landed the Hindenburg, right?

Harry pales visibly.

HARRY

(sheepish)

You're not going to sue me, are you?

COMMANDER

On the contrary. I just wanted to thank you. Many people lost their lives, but if it wasn't for you, the disaster would have been much worse.

Harry beams with pride and gives him a ridiculous salute.

HARRY

Thank you, sir.

As the commander leaves, Harry turns to David and Anna with a smile.

HARRY
Did you hear that?

David smiles back at him, best friends forever.

DAVID
Who knows, maybe you should enlist for
the RAF...

David heaves a sigh of relief as he spots the JEWISH
WOMAN limp by with her baby, shaken but safe.

Then, a happy reunion takes place as Ho Ling is carried
on a stretcher out of the airship, injured but alive.

HO LING
Wait.

His rescuers stop beside David and Anna, as he looks at
his daughter with tears in his eyes.

HO LING
Anna...

The two unite in a loving embrace. Then Ho Ling turns a
grateful look at David.

HO LING
Thank you, David. You saved the life of
the person I love most in this world.

DAVID
That makes two of us, sir.

Ho Ling shakes David's hand warmly and smiles.

HO LING
If one day you would like to marry
Anna... you will have my blessing.

As the medics carry him away, Harry winks at David.

HARRY
I'll leave you two alone.

When David and Anna are by themselves, she pulls out
something out of her coat.

ANNA
A gift for you.

David looks at what she holds: her mother's book of
love poems. Anna smiles and reads to him.

ANNA
*"Wedded souls now hand in hand, together
tread at last the immortal strand..."*

David looks into Anna's beautiful eyes.

ANNA
(softly)
*"With eyes where burning memory lights
love home."*

David and Anna kiss by the light of the setting sun.

DISSOLVE TO:

INT. LIVING ROOM - DAY

Back in the present, Tim looks at his great grandfather in amazement, slack-jawed.

TIM
And that's how you met great
grandmother Anna?

His great grandfather, OLD DAVID, nods with a smile.

OLD DAVID
A few years later we got married.

Tim is still reeling from the story, when --

KNOCK!

The door opens and TIM'S PARENTS enter. Tim runs to them in excitement.

TIM
Mom, dad!

DAD
Hey, son, it's time to go home.

His mother looks at him and at old David fondly.

MOM
Did you two have a good time?

TIM
The best!

Tim is ecstatic, his eyes glowing with wonder.

TIM

Great grandpa told me all about how he saved great grandma from the xenomorph alien on the Hindenburg!

His dad smiles at his enthusiasm and exchanges an amused glance with his wife.

DAD

Did he now?

Tim notices their reaction.

TIM

It's true, isn't it?

His mom gives old David a reproachful look.

MOM

No, Tim, it's just a story great grandpa David made up. There are no aliens, you know that.

Tim's shoulders slump in disappointment.

DAD

Now come on, say goodbye to your great grandpa, we have to go.

Dejected, Tim shuffles to old David.

TIM

Goodbye.

Old David sees his great grandson's fallen face, and considers for a moment. Then he gets up from his couch and puts a comforting hand on Tim's shoulder.

OLD DAVID

Wait, let's go upstairs. I have something to show you.

Tim turns a begging look to his parents.

TIM

Can I?

Tim's parents sigh like only parents can.

MOM

Of course.

INT. BEDROOM - DAY

Old David leads Tim inside, where an OLD WOMAN sleeps peacefully on the bed.

The old man puts a finger on his lips.

OLD DAVID
Great grandma Anna is dreaming.

He opens a drawer and takes out a small BOX.

Tim looks at it curiously.

TIM
What's inside?

Old David smiles conspiratorially.

OLD DAVID
Promise you won't tell anyone?

Tim nods solemnly.

Old David slowly opens the box, revealing --

THE FUTURISTIC GUN

The one that Smith gave him all those years ago.

Tim's jaw drops in shock, his eyes go wide as saucers.

OLD DAVID
Some stories are true.

Old David winks at Tim and we --

SMASH TO BLACK.

FADE OUT.