

THE STAND

Part 1

based on the novel
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adapted for the screen
by josh boone

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Warner Brothers Pictures

INT. MOTHER ABAGAIL'S HOUSE, NEBRASKA - MORNING

MOTHER ABAGAIL OPENS HER EYES. We are TIGHT ON her ancient, 108-year-old face. Her skin is black, her hair white as the pillow beneath her head. The morning sun falls across her face. She sits up, every muscle and fragile bone in her ancient body crying out.

MOTHER ABAGAIL (PRE-LAP)

God is great. God is good.

EXT. MOTHER ABAGAIL'S HOUSE, NEBRASKA - MORNING

A splintery old house planted in the middle of a clearing. A tire swing hangs from a gnarled apple tree. Fields of golden corn stretch away in all directions, as far as the eye can see. Mother Abigail totters out onto the porch with her coffee and toast and sits down carefully in her rocking chair. An old guitar sits nearby. It's a beautiful summer day.

MOTHER ABAGAIL

Thank you for the sunshine. For the coffee. For the fine bowel movement I had last night. You was right, those dates turned the trick, but my God, they taste nasty to me.

She wheezes laughter and dips her toast in her coffee.

EXT. MOTHER ABAGAIL'S HOUSE - MORNING

A tattered old table cloth flaps in the breeze. Mother Abigail throws it over a picnic table.

MOTHER ABAGAIL (V.O.)

Lord, I know my time here's coming to an end and that my final season of work lays ahead of me in Boulder.

EXT. DIRT ROAD - MORNING

Mother Abigail, hunched over her cane, leaves her property and walks down the dirt road that cuts through the corn.

*I know you could care less how
miserably afraid Abigail
Freemantle is of the man with no
face, **the dark man** who stalks her
dreams. I know all this but ask I
will just as your Son did:*

EXT. NEIGHBORING FARM - DAY

THWACK! A HATCHET BLADE HITS a chopping block CUTTING a CHICKEN'S HEAD clean off. Mother Abigail LOPS off chicken heads at a nearby farm. A HEADLESS CHICKEN wanders around, wings FLAPPING.

*Please, my Lord, my Lord, not
unless I have to, I'd have you
take this cup from my lips if You
can. I'm old and scared.*

- Surrounded by feathers, she PLUCKS the headless chickens clean and tosses them in her townsack bag. A FARMER'S BODY is sprawled by a nearby woodpile, neck hideously swollen, purple-black.

*Dark man's been with me my whole
life, two rows to the right or
left, trailing just behind or
ranging just ahead. Always
grinning like a storm lamp.*

- Mother Abigail lifts her bag with a GRUNT and makes her slow way down the road back towards her home.

*I've never seen his face, don't
need to.*

EXT. SIDE OF THE ROAD - LATER

Mother Abigail, brow damp with sweat, naps under the shade of an elm. A half-eaten peanut butter and jelly sandwich overrun with ants is beside her on a napkin in the grass. Beneath closed lids her eyes move to a fro in a dream.

*He's the shadow passing through
the corn at noon, a cold pocket of
air, a gore-crow peering down at
me from the phone lines.*

EXT. DIRT ROAD - NIGHT

Mother Abigail walks under a canopy of stars along the dirt road that cuts through the corn to her house.

*The Rockies ain't enough to have
between him and us. Andes ain't
enough.*

Suddenly, there's a sharp TUG at the bag from below. She CRIES OUT and YANKS the bag back. Crouched on the edge of the road is a LARGE GROWLING WEASEL WITH RED EYES. It's joined by another. Then another, and another. They come out of the corn, surrounding her. Mounting fear on Mother Abigail's face. One DARTS FORWARD and TEARS at the rough hem of the towsack. She SCREAMS at it:

Get back! It's chicken, all right,
but it's for my company! Now you
all git!

She SWINGS her cane and the weasel DARTS away, a thread of bag hanging from its grinning chops. There's a HUNDRED of them now. They climb over each other in their eagerness to get at the bag, squealing and growling. Another TUG at the bag. And another. They SQUIRM below her, their bellies in the dust, trying to RIP it from her hands. Their little savage eyes GLINT like icepicks in the moonlight. Mother Abigail stands tall, LIFTS her cane up over her head, closes her eyes and proclaims:

*Behold, she shall not perish, for
I have put my sign on her and no
thing shall touch her. She is MINE
saith the Lord!*

Shattering silence. Mother Abigail opens her eyes. The weasels are GONE. *Were they ever really there?* All that strength goes out of her and she clutches her cane, weeping.

He knows I'm here. Oh, help me,
Lord. Help me now. Help us all.
The dark man knows I'm here.

Her heart THUMPS and THUMPS and THUMPS.

CUT TO:

BLACK. Mother Abigail's THUMPING heart becomes the sound of BOOTS clicking over pavement.

EXT. HIGHWAY - NIGHT

A pair of DUSTY COWBOY BOOTS make their way down the middle of an empty road in the middle of nowhere. Their pace never quickens or slows; they just keep on clicking, headed wherever they're headed with easy confidence, in no particular hurry.

The Walkin' Dude WHISTLES a nameless tune as we pick up DETAILS -- faded jeans, a brass belt buckle with a SCORPION on it, a yellow SMILEY FACE pinned to the lapel of a denim jacket. Suddenly, the whistling STOPS. So do the boots.

Finally, we see the face of the Walkin' Dude. There's a dark hilarity in his eyes, a wicked sense of humor burning where a soul should be. This is **THE DARK MAN**. This is **RANDALL FLAGG**. He stares speculatively off into the distance, as if attuned to something only he can hear.

Impossibly, the yellow smiley-face on Flagg's lapel seems to WIDEN, oh-so-subtly. Flagg's stomach heaves with an unexpected burst of LAUGHTER. He RESUMES WALKING, now whistling a different tune: "The End" by The Doors. We listen to his whistle and the receding ECHOES of his CLICKING BOOTFALLS as the real "The End" begins to play.

CUT TO:

T H E S T A N D

CUT TO:

A FULL MOON

hanging fat and low in the sky over a MILITARY BASE, tucked in the middle of the Mojave desert. "The End" continues.

Eventually, a sound breaks the fragile peace -- FRANTIC FOOTFALLS, accompanied by HOARSE, PANICKED BREATHING.

CHARLES CAMPION runs for his life, hauling ass past empty barracks and guard stations. He runs and runs and runs.

CAMPION (PRE-LAP)

Sally, wake up!

INT. BEDROOM - NIGHT

Campion SHAKES his wife **SALLY** awake. She swims up out of sleep and sees her husband's deathly pale face. His eyes are wild with fear.

CAMPION

You gotta wake up!

SALLY

Charlie, what is it? What's wrong?

CAMPION

Get up! Now! We gotta get out of here just as quick as we can! Get Baby LaVon--

Sally stares at him dumbly.

Sally, get up!

He throws the covers back and pulls her out of bed.

Get the baby!

EXT. BARRACKS - NIGHT

Campion rushes his family out into the night. **BABY LAVON**, 2, WAILS in Sally's arms. Car doors SLAM. Tires SPEW gravel as their Ford Taurus PEELS OFF into the night. Red lights flash ominously across the silent base.

INT. FORD TAURUS/EXT. BASE - CONTINUOUS

Campion takes a hard right, nearly spinning out onto the main road that bisects the base.

SALLY

Jesus Christ, Charlie!

Baby LaVon, strapped into her car seat in the back continues to wail.

CAMPION

Close all the vents!

SALLY

What?

Campion does it himself, slapping them closed.

CAMPION
Put on your seatbelt.

SALLY
There was an accident, wasn't
there?

Campion reaches over and puts her seatbelt on for her.
When he looks back at the road:

CAMPION
... shit.

A SOLDIER scrambles out of the guard station attached to
the main gate. He pulls his FIREARM and AIMS.

SOLDIER
Stop! Stop right there!

A moment's decision ... then Campion FLOORS THE GAS.

SALLY
Charlie!

CAMPION
Hold on!!

The soldier OPENS FIRE. The first shot misses the car
completely. The second PINGS off the hood. There's no
time for a third. Campion PLOWS into the soldier; his
body PINWHEELS off the top of the car, his helmet CRACKS
the windshield. Sally SCREAMS as the Ford CRASHES
through the arm of the gate.

SALLY
(hysterical)
What is happening?!?

Campion glances in the rearview mirror. Baby LaVon is
terrified, face tear-streaked, crying loudly, but unhurt.
The base recedes in the distance.

CAMPION
Baby's fine. Are you hurt?

SALLY
I don't think so.

Sally cranes her neck around and double-checks the baby.

I need you to start talking right
now, Charlie! You killed that man!

CAMPION

He was already dead. They all are.

Campion stifles a BIG WET SNEEZE.

EXT. DESERT - NIGHT

The Taurus ROARS off towards the lights of CIVILIZATION twinkling in the distance ... *a world with no idea what's coming.* "The End" continues.

EXT. HIGHWAY - DAWN

The Taurus merges onto a freeway teeming with morning traffic.

EXT. TRUCK STOP - DAY

Massive truck stop. Frighteningly crowded. Traveling families and truckers abound. Campion comes out of the store carrying a plastic grocery bag in each hand. His nose is red and runny. He wipes it on his sleeve and SNEEZES, blasting a passing TRUCK DRIVER.

TRUCK DRIVER

Jesus, man!

CAMPION

I'm so sorry--

TRUCK DRIVER

Seriously?

Campion stumbles away. The truck driver lets it go, wipes his face on his sleeve, and goes

INSIDE

The second the AC hit him he lets out a sneeze of his own. Groans.

TRUCK DRIVER

Unbelievable.

The GIRL BEHIND THE CHECKOUT COUNTER where Campion just stood is sneezing as well.

INT. FORD TAURUS - CONTINUOUS

Campion climbs back into the car. He passes the plastic bags to Sally. Her nose is running. She empties out pain relievers, cold medicine, tissues, snacks, and bottled water. Baby LaVon hacks away in her car seat. She looks feverish and miserable. Campion's cell phone rings. He fishes it out of his pocket and looks at the CALLER ID.

CAMPION

It's my brother.

EXT. TRUCK STOP - CONTINUOUS

Campion paces outside the Taurus, phone to his ear. We hear his brother's voice on the line.

CAMPION'S BROTHER

*Where the hell are you, Charlie?
Did you go AWOL?*

CAMPION

I'm really scared, man. Something happened--

CAMPION'S BROTHER

*A bunch of pissed off people have
been calling here and asking about
you all morning--*

CAMPION

Who?

Campion looks around, suddenly paranoid, then bursts into a violent coughing fit. He's doubled over by the end of it.

CAMPION'S BROTHER

Charlie? Where are you? Charlie?

He recovers and HURLS his cell phone across the parking lot.

EXT. TRUCK STOP - CONTINUOUS

From above we watch Campion drive the Taurus through the crowded truck stop which is situated near a congested spaghetti junction. The city of Phoenix looms in distance. The world buzzes with life. "The End" continues.

CUT TO:

EXT. THE DESERT - NIGHT

AN IMPOSSIBLY STARRY SKY. Headlights cut through emptiness of the New Mexican desert.

INT. FORD TAURUS - CONTINUOUS

Campion drives, glazed eyes fixed on the road ahead. He coughs and coughs. His neck looks swollen. Sally sleeps fitfully in the passenger seat. Her breath rattles in her chest. Baby LaVon is awake and struggling. Green snot is caked around her nose and mouth. There are dirty tissues everywhere.

Campion's POV of the road ahead, illuminated by his brights. Ahead, in the breakdown lane, fast approaching, is a familiar hitchhiker in broken down cowboy boots and blue jeans. His thumb is out. Campion blows past the hitchhiker and catches just a glimpse of that horrible, smiling face.

Campion's eyes, bloodshot and afraid, flicker to the rearview mirror where he sees a horrifying, shocking sight: Flagg sits in the back seat beside Baby LaVon. He smiles at Campion darkly as "The End" rattles to a close.

CUT TO:

BLACK

AN ALARM CLOCK BLARES LOUDLY

INT. STU'S HOUSE, BEDROOM - NIGHT

STU REDMAN (40) opens his eyes. He sits up, pulling his legs out from under his dog, ZEKE, a sweet blue-heeler asleep at the foot of the bed.

EXT. ARNETTE, TEXAS - DAWN

Stu's truck rumbles through the streets of **Arnette, Texas**, still quiet and dark at this early hour. American flags ripple in the morning breeze. Stu sips coffee from a thermos, turns on the radio --

SONG ON RADIO

*Baby, can you dig your man? He's a
righteous man, Baby, can you dig
your man?*

Stu fishes around for another station, finally settling on Townes Van Zandt's "Fare Thee Well, Miss Carousel." The song CONTINUES OVER:

EXT. TEXAS OIL FIELD - DAWN

An endless field of OIL RIGS drill for black gold. Stu monitors one as it mines the soil for all its worth. He yells directions to a fellow WORKER and moves on to the next rig.

EXT. TEXAS OIL FIELD - HIGH NOON

Stu and several WILDCATTERS stand high above the ground repairing an OIL DERRICK. Laborious, dangerous work.

EXT. OIL REFINERY - LATE AFTERNOON

WORKERS SPILL out the GATES. HARD HATS and LUNCH PAILS. Stu emerges and heads for his TRUCK. VIC PALFREY (40s, overweight) HOLLERS at him.

VIC

Stu, you gonna watch the ball game
at Hap's?

STU

You know it. See you there.

Stu climbs in and starts the engine. Instead of the engine's roar, WE HEAR THE TELEVISED ROAR OF A CROWD AT A BALL GAME.

EXT/INT. HAPSCOMB'S TEXACO - DUSK

A TWO-PUMP GAS STATION half a mile outside Arnette. Stu, Vic, NORM (40s), and the station's owner, HAP (50s), crowd around a TV inside. They CHEER as a player knocks one out of the park. Stu leans against the door frame and looks out at the last tendrils of pink at the edge of the darkening rangeland. HEADLIGHTS appear on the horizon, WEAVING all over the road. It's a familiar FORD TAURUS. It HITS the shoulder, VEERS sharply back and CROSSES the center line, then ARROWS towards the station showing no signs of slowing.

STU

Turn off your pumps, Hap.

HAP

What?

STU

Your pumps, Hap!

The three men look out the window as the Taurus BOUNCES over the curb and RACES towards the pump island. Towards them.

NORM

Jesus!

Lighting fast, Stu LEAPS over the counter and FLIPS OFF ALL THE SWITCHES AT ONCE. The MEN take cover as the car PLOWS into the PUMPS, which go FLYING into the front windows, SHATTERING the glass. The TAURUS'S undercarriage gets hung up on the island in a BURST of SPARKS and JERKS to a halt. The DRIVER'S head STRIKES the windshield, STARRING THE GLASS. The motor continues choppily for a few seconds then quits. Stu and the others come out of hiding, glass in their hair.

VIC

Will she blow, Hap?

HAP

If it was gonna, it already woulda.

NORM

Thank God you saw him coming, Stu.
Must be drunk.

STU

Call for an ambulance!

Stu heads outside and cautiously approaches the smoking car. Vic and Norm follow. There's BLOOD and a SLIMY SUBSTANCE are SMEARED on the windows making it impossible to get a clear view inside. Wary glances are exchanged. Stu opens the door and Campion spills out like an old laundry sack.

NORM

God-damn!

Norm stumbles away and throws up. Stu and Vic look nauseous as well but can't tear their eyes away from the horror inside --

Sally holds Baby LeVon in her arms. They're both dead, necks swollen up like inner tubes. Thick, clotted mucus covers the lower half of their faces.

Sally holds Baby LaVon's hand. Stu stares at their LINKED HANDS, eyes blurring with tears.

A MOAN at Stu's feet. He and Vic look down dumbly at Campion. His nose runs freely, there's an undersea sound to his breathing, and his neck is swollen, the flesh pushed up in a column giving him extra chins. Stu and Vic kneel.

STU

Mister, there's an ambulance on the way.

CAMPION

Clock went red . . . tried to run.

Campion begins to COUGH. Racking, chainlike explosions. Mucus SPRAYS from his mouth in long, ropy splatters.

VIC

Roll him over. He's gonna choke.

Stu rolls Campion on his side and his coughing eases a bit. His wallet pokes out of his back pocket. Stu pulls it loose and passes it to Vic.

CAMPION

My wife . . . My little girl . . .
Are they okay?

Stu looks back into the car. Those linked hands.

VIC

Guy's name's Campion. Charles
Campion. From California. He's
Army. Active duty.

Hap races out of the station and blows past Norm, who leans over a trash can, trying to collect himself.

HAP

They'll be here any minute!

Hap sees the bodies inside the car and stops in his tracks. CAMPION tries to sit up. He's delirious.

CAMPION

Sally! Baby LaVon! They need help!

STU

They're all right. You just lay
here and take it easy.

CAMPION

Clock went red ... wasn't fast enough.

STU

He's burning up.

VIC

What do you think he's got, Stu?

Hap stares into the car.

HAP

Those are the two dearest people I've ever seen.

VIC

Shut the hell up, Hap!

Campion begins coughing again. The mucus turns scarlet. They're losing him. He's drowning in it.

STU

Shhh ... that's okay, let it out.

HAP

Stu ... maybe you shouldn't ...

But Stu comforts the dying man regardless. He stays by Campion's side as a distant SIREN warbles closer and closer.

EXT. HAPSCOMB'S TEXACO - LATER

Tight on Campion's black, swollen face. He's laid out on a stretcher. Those bulging eyes stare right at us and then they're gone, hidden by a sheet draped over his body.

Hap, Vic and Norm give their statements to a police officer, but their voices are distant, barely heard.

Stu watches as Campion is loaded into the back of the AMBULANCE. Red lights spin and flash. The EMT in the back lets out a loud SNEEZE as the doors slam shut. Stu watches with rising concern as the ambulance pulls out into the rain.

EXT. STU'S HOUSE - NIGHT

Headlights wash across a modest farm house. Stu cuts the engine and climbs out of his truck as Zeke bounds off the porch to greet his master. Stu bends to pet the dog's head -- *hey, boy*. Zeke goes to Stu's hand like a magnet, sniffing and licking. Stu sharply retracts his hand, realizing it's covered with dried blood. He looks down at his shirt -- stained and filthy. Campion is all over him.

INT. STU'S HOUSE, SHOWER - MOMENTS LATER

Hot water BLASTS Stu, steam filling the air. He vigorously scrubs his body, trying to wash it all away.

INT. STU'S BEDROOM - MOMENTS LATER

Stu collapses into bed, exhausted. We notice that he keeps to one side of the mattress; the other side is conspicuously empty, but neatly-made. Stu's eyes drift slowly shut ...

EXT. CORNFIELD - DAY

The sun BEATS DOWN over Stu, standing alone on a dirt path surrounded by fields of golden corn. Stu looks around, trying to gauge his surroundings. Suddenly, he stops, spotting --

A YOUNG WOMAN

standing in the corn, back turned. Her hand rests on her PREGNANT BELLY.

STU

Hello?

But the woman doesn't turn, doesn't even acknowledge him. She steps off the dirt path, disappearing into the corn before we have a chance to see her face. Stu starts to go after her when he's stopped by a LOW GROWL. A SINGLE CRIMSON EYE OPENS AND A WOLF STALKS OUT OF THE CORN. Every muscle in its body coiled tight, like a spring ready to snap.

INT. STU'S HOUSE - MORNING

Stu wakes up. A cell phone BUZZES persistently on the bedside table. Stu takes a moment to orient himself from the bizarre dream before answering --

STU

Hello?

VIC

Stu, it's Vic.

He sounds terrible. Congested.

*Whatever that son of a bitch had,
I got it. Woke up sneezing and
hacking away. Sarah too. Head's
pounding. You sound okay.*

STU

I feel fine. What about Norm and
Hap?

VIC

*Norm's worse off than us. I ain't
talked to Hap. Sarah and I are
gonna drive up to the hospital in
Braintree. I've never been this
scared before in my life--*

Vic SNEEZES. Again and again. From OUTSIDE the sound of
VEHICLES TEARING into Stu's driveway.

EXT. STU'S HOUSE - CONTINUOUS

Stu opens the front door to find three MEN in CBRN
(**C**hemical, **B**iological, **R**adiological, **N**uclear) SUITS
standing on his lawn. They're accompanied by SOLDIERS.
Zeke is dead in a heap on the porch at Stu's feet, snout
foaming. One of the men in the suits, SERGEANT DOLAN,
consults a manifest.

DOLAN

Mr. Redman?

Vic's voice SQUAWKS from the cell phone in Stu's hand.

VIC

Stu ... Stu, are you there?

STU

(answering both)

Yeah ...

DOLAN

Would you come with us, please?

A soldier opens the rear door of a CDC truck, inviting
Stu inside. Stu stares at the open door.

EXT. ARNETTE - MORNING

A town under quarantine. An Army presence is felt on the streets. Main roads are blocked, K-rail barricades hauled out over both lanes of traffic. Soldiers stand in intersections, re-directing traffic, calming pedestrians.

INT. CDC TRUCK - CONTINUOUS

Stu takes in the sights from the back of the moving truck.

STU

What the hell's going on?

The DRIVER gives no response. He doesn't even acknowledge Stu.

Hey!

Sergeant Dolan answers from the passenger seat --

DOLAN

He can't tell you anything, Mr. Redman. It's classified.

STU

Where are we going?

DOLAN

Local airstrip, few miles out of town. Transport departs 1500. After that ...

He shrugs. *Your guess is as good as mine.*

Just one more stop to make.

Stu looks back out the window. He notices a MILITARY SNIPER coming into position on a rooftop, readying himself for god-knows-what.

EXT. LOWER MIDDLE CLASS NEIGHBORHOOD - DAY

A COMMOTION out front of a tiny house. Norm, Stu's pal from the station, is ushered out by SOLDIERS. He's accompanied by his wife, VICKY, and their young daughter LILA (9). They're lugging a couple of hastily-packed bags. A neighbor's dog barks incessantly nearby.

The CDC truck carrying Stu pulls up in front of the house.

INT. CDC TRUCK - CONTINUOUS

Stu stares out helplessly as Norm and his family are herded along. INTERCUT BETWEEN.

SOLDIER

Move!

VICKY

I'm goin'. Jesus ...

(to Lila)

C'mon, baby.

CDC OFFICIAL

Whoa, hang on.

A DOCTOR in a CBRN suit kneels to inspect Lila. He checks her neck for swelling and swabs the back of her throat. He sticks the end of the swab into a tiny device and a green light appears. He nods to the soldiers.

CDC OFFICIAL

She's good.

Lila is ushered past the doctor into Army custody. Next, the doctor examines Norm and Vicky. They're sweating, cheeks flushed with fever. The doctor doesn't even bother with the swab. He shakes his head: *no good*.

Instantly, soldiers step in front of the parents as Lila is LIFTED and CARRIED towards the truck.

LILA

Daddy!

NORM

-- NO!! Lila!

Norm LUNGES on pure instinct. Soldiers restrain him. Even sick, Norm puts up a hell of a fight, but gets CLUBBED with the butt of a rifle for the trouble.

IN THE TRUCK, Stu tries to pull open the locked door.

STU

Open this door.

DRIVER

Sir --

STU

OPEN THE GODDAMN DOOR!!

OUTSIDE, the situation is deteriorating. Norm is back on his feet, charging the soldiers, wild with fury. Vicky calls out to Lila, who's SOBBING and reaching for her parents as a PIMPLY SOLDIER, barely 18, aims his RIFLE into the mess. IN THE TRUCK, Stu pleads with Dolan --

STU

Please. I know these people. I can help.

Through the windshield, Sergeant Dolan spots neighbors stepping out of their homes, drawn by the commotion.

DOLAN

We're not leaving without the girl.

Dolan nods to the driver, who unlocks the doors. Stu races out of the truck, into the melee --

STU

Hey, hey, hey! Take it easy! Take it easy!

DOLAN

(into a mic)
It's okay, let him through.

Stu pushes through the soldiers, fighting his way closer to Norm.

STU

Norman!

Norm pauses in his fury, recognizing his old friend.

NORM

... Stu?

STU

I got her, Norm. It's okay, I got her. See?

(to the soldier
holding Lila)

Give her to me.

The soldier reluctantly complies. Lila throws her arms around Stu's neck. He holds her up so Norm can see her.

STU

I won't let her out of my sight.
You have my word.

Norm looks from Stu to the soldiers, then back to Lila.

NORM

I love you, baby! Stu's gonna look after you until we're all back together again! You take care of my little girl, Stu!

STU

I will. You know I will.

Instantly, soldiers usher Stu and Lila back towards the truck. Vicky bursts into hysterical sobs. Norm calls after Stu, eyes brimming with tears --

NORM

Promise me, Stu. You promise ... !

STU

I promise, buddy. I'll be seeing you real soon!

(to Lila)

C'mon, honey, we're goin' for a ride.

INT./EXT. HUEY - DAY

A Huey cuts across an open swath of restricted airspace. Stu and Lila sit opposite a row of ARMED SOLDIERS. Lila can't take her eyes off the RIFLES in their laps. One of the soldiers SNEEZES. Lila squeezes Stu's hand tight as he stares grimly out the window. FROM ABOVE he can see the full extent of Arnette's quarantine. Reinforcements are arriving, military transport vehicles rolling down the otherwise-abandoned Route 84. **CUT TO:**

INT. FRANNIE'S HOUSE, LIVING ROOM - DAY

A similar aerial view, playing as part of a news report --

ANCHOR

While authorities won't speculate on the exact cause of the spill, Coryell County officials have confirmed the federal quarantine is expected to last into the night, and possibly into next week.

CO-ANCHOR

Must be hell on the commute.

The TV is shut off by **FRANNIE GOLDSMITH** (21). She anxiously paces her living room, pausing occasionally to look out the windows where she can see her father, **PETER GOLDSMITH** (60s), weeding peas and beans in his garden.

EXT. BACKYARD - MOMENTS LATER

Frannie's shadow falls alongside her father's as he works.

PETER
Hi, sweetheart.

FRAN
Need a hand?

He steals a look back at her and doesn't like what he sees.

PETER
You know, I think I'm done out here for the day.

He rises with a grunt and strips off his gloves.

FRAN
How 'bout I buy you an ice cream?

EXT. OGUNQUIT, MAINE - DAY

Establish. It's a beautiful June day in the tiny, seacoast town of **Ogunquit, Maine**. Tourist season is getting under way. The town hums with life.

EXT. DAIRY QUEEN - DAY

A long rock pier runs out into the Atlantic. Gulls wheel and cry overhead.

HAROLD LAUDER (18) sits alone at an outside table, his laptop open in front of him. He's working on a short story but keeps stealing glances up at **FRANNIE** -- visible through the windows, collecting a banana boat at the counter.

Harold's eyes track Frannie as she walks out of the Dairy Queen and joins her father at a table further down the sidewalk. Harold spies on them with the interest of a voyeur as **TWO TEENAGE BOYS** exit the Dairy Queen behind him.

One, hair dyed blue, lights a joint and blows a plume of smoke in Harold's face as he passes by. Harold COUGHS like crazy.

TEENAGER

Lauder, you're such a faggot.

TIGHT ON HAROLD, humiliated, ears burning. He returns to his short story, pounding the keys furiously.

WITH FRANNIE setting the banana boat down in front of her father. They exchange a conspiring look.

PETER

Extra sauce?

FRAN

I won't tell Mom.

Peter happily digs in. Frannie ignores her spoon, looking out over the pier, lost in thought.

PETER

What's on your mind, Frannie?

She rips it off like a band-aid --

FRAN

I'm pregnant.

Peter stops eating. His spoon gently CLANKS down into the bowl. He wipes his mouth, buying time to consider his response.

PETER

Are you sure?

She nods and starts to cry. Peter moves to her side of the table. He puts an arm around her shoulder and pulls her in close. She presses her face against his chest.

FRAN

Daddy, do you still like me?

PETER

What? Of course. I still like you just fine.

FRAN

Are you disappointed?

PETER

I don't know. I've never had a pregnant daughter before.

(MORE)

PETER (CONT'D)

I'm not sure how I should feel
about it.

(beat)

It was Jess?

Frannie nods, composing herself --

FRAN

He said he would marry me. Or pay
for an abortion. We were always so
careful.

Peter lets out a long sigh.

PETER

Then I can't lay blame. 64 has a
way of forgetting what 21 was
like. So we won't talk about
blame. Will you marry him?

Frannie shakes her head. Peter is relieved.

PETER

You don't really trust him to do
right by you, do you, Fran?

FRAN

He's weak. I can't explain it any
better than that. I don't love
him. But I want to keep the baby.
(trying to read him)
You're thinking about school?

PETER

I'm thinking about a lot of
things. Mostly, I'm thinking you
don't have to make all these
decisions today.

Peter offers Frannie her spoon like an olive branch. She
graciously accepts it, takes a bite of ice cream. Peter
joins her. They eat together in silence ...

FRAN

I have to tell Mom.

A flicker of hesitation from Peter. He nods, keeps
eating.

PETER

I know ... just wait a few days.
She's coming down with a nasty
cold.

Again, Frannie's gaze wanders to the pier. A TOURIST unleashes a BIG WET SNEEZE, but we HEAR IT as if he were only inches away. **CUT TO:**

INT. LARRY'S CAR - MORNING

LARRY UNDERWOOD (30s) WAKES with a start. He looks unhealthy and strung out. His eyes are blood shot. Someone is tapping on his window. He winces, temples throbbing, neck sore from his cramped sleep, and turns to see **ALICE UNDERWOOD** (50s, handkerchief pressed to her red nose) peering in at him. For a moment they just stare at each other through the glass. Then Larry forces a smile and rolls the window down.

LARRY

Mom?

ALICE

I knew it was you. Come on out of there and let me see what you look like standing up.

EXT. BROOKLYN BROWNSTONE - CONTINUOUS

Dawn creeps into the eastern sky. Larry is parked in front of a decaying brownstone defaced with graffiti. Two stone dogs once guarded the steps leading up to the building, but only one remains. All that's left of the other are its forepaws. Larry climbs out with a groan and stands before her.

LARRY

Hi, Mom.

She looks at him without saying anything, then sighs.

ALICE

Hi, Larry. Come on upstairs. I saw you from the window.

Larry grabs his guitar case from the back seat and Alice turns to lead him up the steps.

LARRY

Mom?

She turns back to him and Larry sets his guitar down and hugs her. For a moment, an expression of fright crosses her features, as if she expects to be mugged rather than hugged. Then it passes and she accepts his embrace. Larry closes his eyes, a swell of emotion building on his face.

Then Alice SNEEZES and lets him go, burying her runny nose in her handkerchief.

You okay?

ALICE
Summer cold. I already called in sick. Have you been driving all night?

LARRY
Yeah.

ALICE
You look terrible. Come on. I'll make you some breakfast.

She starts up the front steps and he follows after her.

Can you eat three eggs?.

INT. LARRY'S MOM'S PLACE, KITCHEN - MORNING

Larry sits at the kitchen table and lights a cigarette. Alice cooks his breakfast at the stove. She flashes his cigarette a disapproving look but says nothing.

ALICE
So you came back. What brought you?

LARRY
I guess I got to missing you, Mom.

ALICE
That's why you call me so often?

LARRY
I'm not much for talking on the phone.

ALICE
You can say that again.

LARRY
"I'm not much for talking on the phone."

ALICE
But you're still smart to your mother. That hasn't changed. I hear that song you got on the radio.

(MORE)

ALICE (CONT'D)

I tell people, that's my son. Most of them don't believe it.

LARRY

You like it?

ALICE

As well as I like any of that music. I think it sounds suggestive. Lewd.

LARRY

It's just supposed to sound . . . passionate, Mom. That's all.

ALICE

Do you need to stay here, Larry?

LARRY

Can I? It'd only be for a couple weeks.

ALICE

You're welcome to stay as long as you like.

She brings the skillet over and puts some eggs on his plate.

LARRY

I'm a big success, Ma.

Larry bursts into tears. Alice doesn't console him.

ALICE

You're exhausted. Eat your eggs and go take a shower. I'll get the bed ready for you so you can sleep.

She leaves the room COUGHING. Larry wipes his eyes and lets out a long, shaky sigh.

PRELAP: THE ROAR OF A CAR ENGINE. CUT TO:

We are moving incredibly fast. The OPEN ROAD unrolls before us. RADIO: *"The manhunt continues for interstate fugitives Lloyd Henreid and Andrew 'Poke' Freeman--"*

INT. STOLEN CONVERTIBLE - DAY

LLOYD

We're famous, Poke!

POKE

Whoop! Whoop!

The interstate fugitives in question, **LLOYD HENREID** (late 20s, Florida white trash) and his former cellmate, "POKE" (30s, black, nasty cold), pass a joint back and forth as they tear through rural **Arizona**. The background is a BLUR of sagebrush and sand, buttes and mesas. RADIO: "-- responsible for the murder of six people in Arizona and Nevada--"

LLOYD

We need gas.

Poke blows his nose and points out a SHELL in the distance.

POKE

And cash. That looks like just the ticket. Whoop! Whoop!

EXT. GAS STATION/CONVENIENCE STORE - DAY

They get out of the car. Poke wipes snot on the sleeve of his shirt and opens the trunk. GUNS and DRUGS. Lloyd grabs a .357, gives it to Poke, then grabs a 9mm submachine gun for himself. They walk across the parking lot towards the store.

INT. GAS STATION/CONVENIENCE STORE - CONTINUOUS

Three people inside: The TEENAGER behind the counter in a SHELL CAP. He sells cigarettes to a COWBOY(50s). Standing in one of the aisles examining nacho dip is an EXHAUSTED WAITRESS(30s). Lloyd and Poke STRUT in and Lloyd puts the stock of the 9mm against his shoulder and FIRES a BURST at the ceiling. Light bulbs SHATTER like bombs.

LLOYD

Just hold still and nobody'll get hurt!

Poke SNEEZES and involuntarily pulls the trigger of his hand cannon, BLOWING the WAITRESS across the store and making a liar out of Lloyd. She flies right out of her shoes.

Gesundheit!

POKE

Pokerized her, ole buddy! *Whoop!*
Whoo--

Poke's cheek splits open and his ear DISAPPEARS in a SPRAY of blood as a bullet grazes his face. He SCREAMS, drops his gun and FLAILS BACKWARDS. The COWBOY holds a smoking REVOLVER. The TEENAGER behind the counter drops for cover so fast it looks like a trapdoor opened beneath him. Poke SCREAMS AT THE TOP OF HIS LUNGS, hands covering his wounded face.

POKE

*Shot me, Lloyd! Look out! Shot me!
Shot me!*

Lloyd and the cowboy OPEN FIRE. Cans FLY, bottles CRASH, the sliding glass refrigerator doors EXPLODE. A GUMBALL MACHINE disintegrates. Red, blue, and green balls SHOOT everywhere like marbles. Lloyd's submachine gun puts holes in the cowboy's chest. He hits the ground still clutching his .45. Poke BRAYS:

Shot me!

LLOYD

I got him, Poke.

A crazed Poke retrieves his gun. He continues to hold a bloody hand against what remains of his ear.

POKE

*Stupid cowboy blew me up! I'll
teach you to shoot me, you dumb
redneck!*

Poke picks up his gun and advances on the dying cowboy. He plants one foot on his ass and aims the gun at his head. The TEENAGER in the SHELL CAP POPS UP from behind the counter with a DOUBLE-BARRELED SHOTGUN and BLOWS Poke away.

Lloyd watches this insanity, gape-mouthed. Then the teenager turns the shotgun on him. Lloyd tosses his gun and HAULS ASS out of the store. An Arizona State Police cruiser is parked outside. Two TROOPERS aim their pistols at him. Another cruiser TEARS into the parking lot.

TROOPER

HALT! HALT OR I'LL SHOOT!

TROOPER 2

PUT YOUR HANDS IN THE AIR!

Lloyd's hands go skyward and he drops to his knees. A shotgun BLAST sounds behind him - it's the teenager inside firing another shot in the direction he ran. Lloyd throws himself onto his stomach and hugs the pavement as the glass doors behind him EXPLODE. The TROOPERS DIVE for cover.

EXT. US ROUTE 27, ARKANSAS - NIGHT

SILENCE. A GOLD RING flashes through darkness as a fist lands on the face of **NICK ANDROS** (20s, a homeless drifter taken by surprise on the shoulder of the dark road). The punch catches Nick's chin, shredding his lower lip with some sort of school ring. Blood spurts from his mouth. There's no sound, only a throbbing silence like a heartbeat.

Nick's attackers- RAY, VINCE, and MIKE (20s, redneck assholes) yell but Nick hears only overwhelming silence until he looks at the men's lips.

VINCE

Why don't he yell out, Ray?

Another FIST loops down into Nick's face like a runaway moon. Before it closes Nick's right eye, he sees that RING again, glittering dully in the starlight.

RAY

I don't give a shit why he don't yell out. I'm gonna mess him up.

Nick puts up the best fight he can. His fist SMASHES into a nose, breaking it. He stumbles backwards and someone pins his arms. Nick kicks Ray in the belly. Vince stops for a coughing fit as LIGHTS splash down the highway.

RAY

Dump him, dump him!

Hands PUSH Nick, propelling him out into the center of the road. Oncoming circles of light pin him there like an actor on a stage. Brakes SCREAM. Nick PINWHEELS his arms, collapsing on the yellow line. Tires fill his vision as Nick waits numbly to be run over. The tires comes to a stop less than a foot from his face. Nick **BLACKS OUT.**

Nick walks through endless rows of GREEN CORN, searching. He senses something behind him and turns--

A BALD MAN WITH SCARS ON HIS FACE stares at him. The man puts his hands over his mouth. Then his ears.

The scarred man turns to a small boy, NICK AS A CHILD -- with the same sensitive eyes. He repeats the motion with the child's hands.

The big man senses adult Nick behind him. Nick is holding a piece of blank white paper. The big man points at the blank page, then to Nick. Then the blank page again.

MOTHER ABAGAIL (O.S.)
You know, Nick. Don't you?

Nick HEARS these words and turns. Sees an black old woman, so small under the corn stalks -- **MOTHER ABAGAIL.**

Mother ABAGAIL points at the paper. Then at Nick's heart.

MOTHER ABAGAIL
You, Nick. You are this blank page.

INT. SHERIFF'S STATION - LATER

A HORRIBLY SWOLLEN EYE OPENS. Nick awakens on a cot in a tiny jail cell. The cell door stands wide open. He's being attended to by DR. SOAMES (50s, distinguished), who is finishing up cleaning and patching up his wounds. SHERIFF BAKER (40s, Southern big old boy) looks in.

SHERIFF BAKER
 Holy Jesus, lookatim. They did a job of work, alright.

DR. SOAMES
 Could have been a lot worse, I almost ran him down like a woodchuck.

Sheriff Baker sees Nick's eyes are open.

SHERIFF BAKER
 When I was a boy we caught ourselves a mountain lion up in the hills. We shot it, drug it twenty miles back to town. What was left of that creature when we got home was the sorriest-lookin sight I ever saw. . . til now.

Dr. Soames looks into Nick's pupils.

DR. SOAMES
 Can you tell us your name?

Nick puts his finger to his swollen, lacerated lips, SHAKES HIS HEAD. Puts a hand over his mouth, SHAKES HIS HEAD AGAIN.

SHERIFF BAKER
 What's this happy horseshit? HE CAN'T TALK?

DR. SOAMES

Are you deaf? A physical birth defect?

Nick NODS.

But you can read lips. Can you write?

Nick nods again. Sheriff hands him a pad and pen. Nick holds up one finger and writes. Dr. Soames reads:

"My name is Nick Andros."

SHERIFF BAKER

Think you can identify any of them?

The Sheriff sneezes and blows his nose as Nick writes.

DR. SOAMES

"Big & blond. Your size, heavier. He had a scar on his forehead. Wearing a big ring. Purple stone. That's what cut me."

Dr. Soames looks over at Sheriff Baker with concern.

SHERIFF BAKER

This here's a full commode slopping over for sure. That's Ray Booth. My wife's good for nothing brother.

The Sheriff coughs, spits into an old napkin.

SHERIFF BAKER

Five in the morning and my day's wrecked already. And I'm comin down with a real good cold. Jesus Christ, ain't life grand?

DR. SOAMES

Everyone's down sick, a bad summer flu is making the rounds.

The Sheriff walks away, exploding several sneezes into his handkerchief. Dr. Soames blows his nose as well.

DR. SOAMES

Hospital's full up, that's why I brought you here. You're not sick yet, are you?

Nick shakes his head.

DR. SOAMES

Good. You've got enough troubles.
Deaf, mute, and assaulted by the
Sheriff's ne'er-do-well brother-in-
law. Nick Andros, you got one hell
of a welcome to Shoyo, Arkansas.

INT. SHERIFF BAKER'S HOUSE - NIGHT

Nick's still swollen but cleaned up. He eats dinner
across from the Sheriff and JANE BAKER (30s, kind eyes)
at their dining room table. The husband and wife sit
close, both reading Nick's notepad.

SHERIFF BAKER

(shaking his head)
That's one hell of a life story.
You've had just about the worst
luck I ever heard of.

JANE BAKER

I think the way you've risen above
your handicaps is admirable.
You're an impressive young man.

Nick embarrassed, can only shrug.

I hope tonight we've shown that
not everyone in Shoyo is like my
brother.

SHERIFF BAKER

We'll bring him and his boys in
tomorrow so you can point them
out. Don't you worry . . .

The sheriff trails off, overcome by a coughing fit.

JANE BAKER

I don't like the sound of that
cough. Not one bit. I want you in
bed early tonight.

SHERIFF BAKER

I won't put up a fight.

Nick takes the cue, cleans his plate, and pats his belly.
Great meal. He fakes a yawn. Then WRITES: **THANK YOU FOR**
YOUR HOSPITALITY.

CUT TO:

Stu follows the PREGNANT YOUNG WOMAN through the corn. Stalks obscure then reveal her. He can only see her back.

STU

Wait!

The woman STOPS. She turns to look at Stu, and we finally see her face. It's Frannie.

INT. STOVINGTON, STU'S ROOM - NIGHT

Stu awakens with a start, sopping wet, gasping for air.

INT. STOVINGTON PLAGUE CENTER, STOVINGTON, VERMONT - DAY

A MED-TECH SNEEZES, nearly dropping a tray of blood samples. He hurries past the window of a hermetically-sealed chamber.

INSIDE THE CHAMBER, Stu's gaze periodically wanders up to a CAMERA LENS affixed to the ceiling. Steel doors open with a slight *SWOOSH*. A NURSE enters, carrying a tray of syringes.

NURSE

Good morning, Mr. Redman. Would you roll up your sleeve?

The nurse picks up a syringe. Stu folds his arms, no intention of cooperating.

NURSE

Doctor's orders.

STU

All right, then let me talk to a doctor.

NURSE

They're all a little busy right now. As you can imagine.

STU

I'll wait.

The Nurse smiles, a thin mask for the desperation underneath.

NURSE

You don't want to get me in trouble, do you? If you'll just let me --

STU
I won't. Go back and tell them.
They'll send somebody.

The Nurse's smile evaporates. She drops the syringe back on the tray with a *CLANG* and exits the ward. As soon as she's gone, Stu's eyes flick back up to the camera on the wall. He stares into the lens. The lens stares back.

DEITZ (V.O.)
(pre-lap)
*Mr. Redman, my name is Richard
Deitz. I act as a liaison between
the CDC and the White House.*

INT. ISOLATION WARD - LATER

DEITZ, 40's, wears a suit and tie within his containment suit. Stu sizes him up warily.

STU
I thought they were gonna send a
doctor.

DEITZ
Do you need a doctor? As far as I
can see, you're not sick.

STU
Then what's with the spacesuit?

DEITZ
Just a precaution.

STU
What happened to my friends?

DEITZ
Have a seat, Mr. Redman.

STU
I'd prefer to stand.

DEITZ
Your friends are dead.

He lets that land. Now, Stu sits. He's reeling, mind spinning.

STU
What about Arnette?

DEITZ
Everyone's dead or dying.

STU
Why not me?

Deitz takes the seat opposite Stu --

DEITZ
You appear to be immune to the most deadly strain of influenza mankind has ever known. As we speak, it's burning like wildfire across this nation, despite our best efforts to contain it.

STU
It's airborne?

DEITZ
With a communicability rate in excess of 99%. There is no cure. If we can't create one very quickly, 99% of the people on this planet are going to die. In a matter of weeks. I'm told you served in the armed forces, so I imagine you care deeply about the welfare of your country. Furthermore, I imagine you understand the concept of duty--

STU
(lost in thought,
under his breath)
Clock went red ...

DEITZ
Sorry?

STU
Campion. He said the clock went red. Sounds to me like something went wrong somewhere.

DEITZ
Mr. Redman --

STU
Sounds to me like an *accident*. At an Army base, maybe the one poor Charlie was stationed at? In California?

(MORE)

STU (CONT'D)

He caught whatever your boys
cooked up in their lab and spread
it across half the goddamn
country, didn't he?

DEITZ

That's classified.

Stu LUNGES for Deitz, grabbing hold of his lapels. He
DRAGS him across the table and SHAKES him.

STU

What did you people do? What did
you do!? What in Christ's name did
you do!? WHAT DID YOU PEOPLE DO!?!

SWOOSH! TWO SOLDIERS rush in, armed with TASER STICKS.

DEITZ

No, no, wait, wait -- !

The soldiers pull up short when they see that Stu has a
grip on Deitz's containment suit, ready to rip.

STU

Stay back. Country don't mean
dumb. Take one step, I tear his
suit. They don't look so tough.

On a look from Deitz, the soldiers stand down. Deitz
manages to keep his voice calm --

DEITZ

What now, Stu? Would killing me
make you feel better? If so, then
go ahead. My life doesn't matter,
no one's does. But yours might.

Stu hesitates. Deitz's words clearly found their mark. He
slowly releases his grip on the bureaucrat's suit. Deitz
exhales the breath he was holding. He nods to the
soldiers, dismissing them. Reluctantly, they leave. Stu
slumps down on the foot of his bed, drained of all
strength.

STU

What about Lila? Is she immune,
too?

A look of genuine regret fills Deitz's eyes.

STU

That's why you brought her here,
right?

DEITZ
 I'm sorry ... that was our hope.
 But she began showing symptoms
 upon arrival.

This sinks in. Stu hangs his head, and starts to weep.
 Deitz softens and kneels next to Stu.

She's still alive. Would you like
 to see her?

INT. LILA'S ISOLATION WARD - LATER

Stu, now dressed in his own spacesuit, steps into Lila's chamber. He watches as a NURSE administers an injection into Lila's arm. The nurse exits - *Swoosh!* - leaving the two alone. Stu takes a seat by Lila's side. She's in bad shape. Her neck is swollen and dark. Her breath labored. Her nose runs freely.

STU
 Hey, you.

Lila peers into the faceplate of Stu's helmet.

LILA
 Nice suit.

STU
 (smiles)
 Yeah ... it's a little funny ...

LILA
 I can't see your face.

A moment of decision ... then Stu presses a latch on his helmet. With a *HISS*, the suit depressurizes.

ON THE OTHER SIDE OF THE OBSERVATION WINDOW:

DR. DENNINGER (50s) reacts --

DR. DENNINGER
 What the hell is he doing?

DEITZ
 It's fine. Might as well test his
 immunity now before we waste any
 more time on him.

INSIDE THE CHAMBER, Stu pulls off his helmet, sets it down. He removes his gloves and holds Lila's hand.

STU

Better?

LILA

I'm scared, Stu ...

STU

I'm scared, too.

(he leans in,
confiding)

But I'll tell you something about
fear most people don't know. It's
not real. It can't get you if you
don't let it. So here's what you
do ... close your eyes, and think
of the happiest you've ever been.
Conjure up the nicest memory you
have, from your whole life. And go
there.

Lila closes her eyes. Her breathing starts to slow, the
medication taking effect. Stu watches her carefully.

STU

What do you see?

A beat of silence ... we think she might be gone. Then --

LILA

I'm standing in a field.

STU

A field. That sounds nice. What
else?

LILA

There's a house with a porch and a
swing. Momma's there. Daddy, too.
Even Luke and Bobby.

STU

Good. Go to them.

LILA

And there's a woman ... an old
woman playing a guitar. She's
waiting for you. Says you can't be
late for dinner.

STU

Tell her I won't be.

LILA

She says you have to save her ...

STU

What?

LILA

The girl in the corn ... you have
to save her, Stu ... She's gonna
have a baby ...

Lila drifts off to sleep. Stu watches her, her words
pinballing around his mind. He pulls a Kleenex from a
bedside table and wipes her face clean. That done, he
stands and crosses to the window. He stares at his own
REFLECTION, knowing Deitz is on the other side, staring
back. Finally --

STU

I'll do whatever you want.

ON THE OTHER SIDE OF THE WINDOW:

DEITZ

Prep him.

Cue Dan Deacon's "WOODY WOODPECKER" **CUT TO:**

EXT. OGUNQUIT, MAINE - DAY

The once-bustling vacation town is now a shell of its
former self. Shops and restaurants are "closed for flu".
A lonely wind WHISTLES through the empty streets. For a
long while, it's the only sound we hear ... until we
detect the distant roar of a vintage CADILLAC COUPE DE
VILLE, getting louder.

INT. CADILLAC - CONTINUOUS

HAROLD is the only driver on the road, behind the wheel
of a vehicle way out of his price range. **AHEAD**, a light
turns red. Harold floors the gas and **BLASTS** right
through.

EXT. HOSPITAL PARKING LOT - DAY

Harold approaches the hospital, in no real hurry. The
parking lot is packed, but utterly silent. An ambulance
out front still has its lights on, spinning and flashing
pointlessly.

INT. HOSPITAL - VARIOUS - DAY

The automatic doors *SWOOSH* open. Harold enters a waiting room, filled with people who died waiting. He steps over and around them.

LATER, Harold tours an empty hallway, looking in on a series of passing rooms. PATIENTS fill every bed -- all of them dead, each of their faces caked with dry mucus.

Harold is on his way out when a SOUND catches his attention from a nearby room -- a RATTLING BREATH, accompanied by the steady BEEP of a heart monitor. He looks inside --

A familiar blue-haired teen lies in bed. This is the kid who called Harold a faggot. He's dying. He stares up at Harold, struggling for breath. Harold opens his mouth to say something when the monitor starts beeping FASTER. The kid goes into CONVULSIONS.

Harold just stands there, forgetting whatever he was going to say, watching the bully choke on his own mucus as the monitor beeps slower ... and slower ... and slower ... Finally, the heart monitor flatlines. Harold listens to the poor kid's final breath rattling out from his crippled lungs ... then walks away.

EXT. MAIN STREET - DAY

Harold exits the last in a row of shops, nearly done canvassing the town. He's on his way back to his double-parked Cadillac when he spots a CAR, crashed through the window of an ANTIQUES STORE across the street.

Harold approaches. He steps through the shattered storefront -- over the lifeless body of the driver, neck swollen and black -- around the front of the vehicle -- until we finally see what caught his eye --

A MANUAL TYPEWRITER sits on an eye-level shelf, undisturbed by the crash -- a vintage relic, in mint condition. Harold runs his fingers lovingly over the keys. He PRESSES DOWN and we MATCH CUT TO:

EXT. FRANNIE'S BACKYARD - DAY

A SPADE, digging into the earth. **Frannie**, filthy and soaked in sweat, digs a large hole in her father's garden. We hear a CAR ENGINE and a BURST of HONKS. She goes to the fence that separates the back from the front and peers through a HOLE in it.

What she sees brings a look of distaste to her face.
Harold climbs out of his car.

HAROLD
Anybody home? Fran?

He leans back in and HONKS again. For a moment, it seems like she's not going to respond, then she sighs and answers him.

FRANNIE
Over here, Harold.

She unlatches the fence gate and swings it open. Harold's face lights up and he jogs over to her.

HAROLD
Frannie! You don't know how happy
I am to see you!

He reaches her and his eyes drop immediately to the swell of her breasts. It's a scorching June day and Fran isn't dressed for guests. She wears a sweat-soaked halter top and shorts. Harold corrects himself immediately, flushing.

HAROLD
I kept putting off coming here. I
was afraid . . .

FRANNIE
I'd be dead like everyone else?

HAROLD
Something like that.

FRAN
Is that Mr. Brannigan's car?

HAROLD
Oh ... yeah.
(a shrug)
He won't mind.

Frannie peers at Harold in disbelief. She turns away, going back to her work. Harold follows --

HAROLD
What are you doing?

FRAN
What's it look like?

Harold looks over Fran's shoulder and sees the hole she's been digging in the garden. She picks up the spade.

HAROLD

Is that ... are you digging a grave?

FRANNIE

For my father. My mother died at the hospital a few days ago. Yours?

HAROLD

Dead. Everyone's dead. We can't stay here, Fran.

FRANNIE

Someone will come. After this disease burns itself out.

HAROLD

Who?

FRANNIE

Somebody in authority. Somebody who'll put things back in order.

HAROLD

Fran, it was the people in authority who *did* this.

FRANNIE

What are you talking about?

HAROLD

What planet have you been living on? It was all over the internet before the bastards shut it off--

FRANNIE

My parents died, Harold. I've been a little busy dealing with that.

HAROLD

I'm sorry. Let me help you.

FRAN

I've got it.

HAROLD

Look at your hands.

They're blistered and raw.

You can't do this alone.

Harold reaches for her shovel. Frannie snatches it away and for a split second it looks like she might hit him with it.

FRAN

I said I've got it! I don't need your help!

Harold flinches and takes a step back.

Go home, Harold.

Harold does as he's told. Frannie watches him go. He calls out to her before getting back in his car.

HAROLD

No one's coming, Fran!

INT/EXT. FRANNIE'S HOUSE - DAY

Frannie stands in the doorway of her parent's bedroom. She holds a nice tablecloth. She stares blankly at PETER, who lies dead in bed. He wears a pair of filthy pajamas. Flies buzz around his face. Fran gathers up all her courage, goes over to the bed, and lays the cloth out on her mother's empty side. Then she goes to her father's side, grasps his hard, unyielding left arm, and PUSHES, rolling him over onto his shroud. As he rolls, a hideous long BURPING sound issues from his mouth. It seems to go on and on, RASPING in his throat. Frannie STUMBLES BACKWARDS, knocking over the nightstand. She falls to her knees, wraps her arms around her head, and lets out an anguished SCREAM.

THE PRESIDENT (PRELAP)

We cannot afford to jump at shadows like small children in a dark room; but neither can we afford to take this serious outbreak of influenza lightly.

MOMENTS . . . Fran removes his pajamas and dresses him in his best suit. Beneath the socks in the bottom drawer of his bureau are his army medals. Purple Heart, Bronze Star. She pins them to his lapel.

FRANNIE

I love you, Daddy. I love you,
Frannie loves you.

Her tears fall on his face and gleam there. She kisses his forehead. Then she folds the tablecloth over him and uses her mother's sewing kit to close the seam.

THE PRESIDENT (V.O.)

My fellow Americans, there is no truth to these rumors that this strain of flu is fatal. Furthermore, there is no truth to these vicious rumors started by radical anti-establishment groups and spread via social media sites that this strain of influenza was engineered by this government for possible military use.

With a sobbing, whistling GRUNT, she manages to get his body to the floor without dropping it. She DRAGS him out of the room, across the landing, to the top of the stairs. She rests there, half swooning. There are dark circles of exhaustion under her eyes.

*We have not now nor have we ever--
(an explosion of
SNEEZES)
--have we ever been party to the clandestine manufacture of substances outlawed by the Geneva Convention and the Biological Weapons Convention.*

She drags him through the kitchen to the back door. Stops. Drinks an entire glass of water. Gulping. Gasping. Then she drags him outside to the hole she dug. She lays him next to it and sits down beside him. She lays her head on her knees, rocks back and forth, and weeps. Then she rolls him into the hole and starts covering him up.

*We have reports tonight of outbreaks in scores of other countries, including Russia, China, and the United Kingdom. Therefore we ask--
(a spasm of coughing)
--we ask that you remain calm.*

She collapses on the living room couch, reeling with exhaustion. Only the flesh around her eyes is white, washed clean by her tears. She stares vacantly at the television. THE PRESIDENT is on, addressing the nation. Even under all the makeup, he doesn't look well.

(MORE)

THE PRESIDENT (V.O.) (CONT'D)
*In order to maintain order and
 alleviate mass hysteria, I have
 called on the National Guard--*

The LIGHTS in the house GO DARK. The TV winks out.
 Frannie doesn't react to this. She sits there, covered in
 dirt, staring at the dark screen.

CUT TO:

BLACK

*Frannie OPENS HER EYES. Bright fluorescent lights stab
 them from the ceiling. Blown out. Too bright. She looks
 around --*

*She's in an OBGYN EXAM ROOM, legs in STIRRUPS. There's
 SOMEONE hunched between them, working ... someone wearing
 a HOODED RED CLOAK. He pauses in his work and LOOKS UP AT
 HER --*

*Frannie can't see the man's face. The cowl is a black
 hole. You only see what it wants you to see ... and what
 it wants Frannie to see is his TERRIFYING SMILE, all
 gleaming shark teeth and good humor. Whatever he was
 doing down there, he was having the time of his life.*

FLAGG
This won't hurt a bit.

The Dark Man holds up something for Frannie to see --

*A TWISTED COAT HANGER. We see it for a split second and
 then . . .*

INT. FRANNIE'S HOUSE, LIVING ROOM - MORNING

Frannie wakes up on the couch SCREAMING.

INT. FRANNIE'S HOUSE, SHOWER - MORNING

Dark, dirty water collects around Fran's feet and swirls
 down the drain. She holds her hands protectively against
 her belly. The SOUND of the SHOWER grows LOUDER and
 LOUDER until it becomes . . .

INT. SHERIFF'S STATION - DAY

SILENCE. Nick stares at his three attackers BEHIND BARS -
 RAY, MIKE, and VINCE. Soundlessly, Vince and Mike scream
and beat on the bars like animals.

Their ringleader, Ray, is sick as a dog in the corner. He's disgusting-- green mucous drips down his face, throat swollen, his gaze red and fevered.

Nick opens a door, searching a supply closet. He finds toilet paper, carries rolls to the cells.

INTENSE SILENCE looms as Mike and Vince continue shouting taunts. Nick keeps his distance as he rolls the toilet paper towards the bars, within reach of the men. Nick gestures for them to give the toilet paper to the Ray.

Mike reaches out through the bars and passes toilet paper to his snot-faced friend. Ray blows his nose hatefully.

The whole time, Vince screams at Nick. We don't hear it until Nick looks at him.

VINCE

Look at him! We need to get a
doctor in here! WHERE THE HELL IS
THE SHERIFF?

Nick's asking himself the same question.

EXT. SHERIFF BAKER'S HOUSE - DAY

Nick KNOCKS on the door, sweating from the oppressive summer heat. He's about to knock again -- Sheriff answers, large and ghostly in a frayed bathrobe. He's so sick he needs to lean against the door frame.

SHERIFF BAKER

Nick. That shiner's healing up.
Come on in, nothing worse than a
fever in heat like this.

INT. SHERIFF'S HOUSE - DAY

The living room is a messy sick room now, the curtains drawn and used tissues everywhere. The Sheriff slumps down on the couch. Nick passes him his notepad.

SHERIFF BAKER

(after reading)

No one's coming in today, all my
deputies are out sick. Bradley
took off last night, went up to
Little Rock. His baby boy passed
away from the flu.

Nick puts his hand on his heart, sad. Condolences.

SHERIFF BAKER

Yeah. Awful thing. State patrol told me they couldn't send anyone down to get the prisoners this morning neither. State had a bad sick-day, twenty or more troopers out. Jane's upstairs in bed. She's got this flu even worse than me. Gotta stay and look after her.

Nick writes again: ONE OF THE PRISONERS IS SICK.

SHERIFF BAKER

Yeah. This superflu is no joke, I talked to Soames this morning, he's sick and still going back and forth to the hospital. Says lots of people are dying from this thing. Glad you're not sick, you're just about the only one.

Nick grins and *flexes his biceps*, aping like a muscle man to indicate his health. The Sheriff laughs and coughs.

SHERIFF BAKER

A'right then, mean boy. That's good enough for me.

The sheriff goes away for a second, and returns with his baggy police uniform shirt. His Sheriff's badge is still attached to it.

SHERIFF BAKER

Nick, I'm putting you in charge of my station. Normally I'd just close up shop but those bad seeds need to be fed and watered. . .

Nick waves his hands and shakes his head to refuse, but the Sheriff's not taking no for an answer. He thrusts the shirt and badge at Nick. Takes his notebook and writes.

SHERIFF BAKER

Put this on so people know you're my deputy now and it's official. Here's my phone number for anyone to call if they have any questions. I hereby deputize you.

Nick shrugs *gee thanks* and smiles. He tries on the baggy shirt and badge, mimes as if he's an Old West cowboy. The Sheriff laughs until he coughs.

SHERIFF BAKER

You oughtta be on tv with that stuff. Look at you, a deaf-mute deputy. Don't that beat all?

Nick looks the sheriff in the eye. *Salutes him*. Then tents his hands in prayer and touches his heart. *Thank you for trusting me*. The sheriff grins in tired wonder.

SHERIFF BAKER

Thank you, son. . . you're the one doing me the favor. You can take my squad car--

Nick shakes his head, no and mimes-- *Can't drive*.

SHERIFF BAKER

Alright then, you're on foot patrol. In case of emergency, there's a .45 in the third drawer of my desk, but don't you be takin it back there near 'em. Nor the keys either. Understand? When you go back there, stay out of their reach, you hear?

Nick nods.

SHERIFF BAKER

Those jailbirds are low priority right now with this flu. Someone will come along from Calhoun County soon enough to get them. If I'm still here sick when it happens, you just lock up and bring me back the keys. *Oh . . .*

The sheriff coughs and hands him cash.

SHERIFF BAKER

Get ya'll some food, nothing fancy. Burgers or pizza will do. Remember when you go back there, stay out of their reach. Be careful, Nick. You can't call for help if there's trouble.

Nick nods, gives him tough guy THUMBS UP. *I've got this*.

EXT. SHOYO MAIN STREET - DAY

Nick walks down the street. It feels like a ghost town. A sick-looking dog sits down in the middle of the road, white foam dripping from its muzzle. In the gutter, another dog is dead with flies buzzing over it.

EXT. SHOYO FAST FOOD JOINT - DAY

Nick spots a fast food place-- lights on, and it looks open. He gets to the door and hesitates -- is it open? He tries the door and it opens-- all the lights are on inside but the place is eerily empty. Spooky. He checks the kitchen. Cautious. No one's in here. *Weird.*

CUT TO:

Nick bags up some fries and burgers like a pro. Behind him, an SUV pulls up to the drive-thru window. A SICK FAT GUY yells and waves his arms, trying to get Nick's attention. Nick doesn't notice until he turns--

DRIVE-THRU GUY

Hey! YOU! You open?

Nick shakes his head emphatically-- No. He points to his badge and ill fitting uniform. Shrugs. *Sorry dude.*

INT. SHERIFF'S STATION - SUNDOWN

Nick carefully pushes the bags towards the bars, and backs away. Vince and Mike tear em open.

Nick shows them a piece of paper: Sheriff's sick. I'm deputy now. State patrol will come for you.

Vince reads then HURLS his burger at Nick. It hits Nick in a SPLAT of mustard and ketchup. Vince CACKLES>

VINCE

I'm on a hunger strike! Let us out of here, you deaf-mute retard asshole!

Nick wipes the ketchup away. He smiles and shows him his fist, and cranks his middle finger up at him.

I'll give you the finger! When I get out of here I'm gonna rip your balls off and--

Nick turns, shutting off his taunts. He wipes mustard off his badge, coolly licks it off his hand and walks away.

INT. WOMAN'S CHEAP APARTMENT - MORNING

Rain pelts the window. A retro alarm clock goes off next to the bed. An upbeat song is midway through: "Baby Can You Dig Your Man". A weary, hungover **LARRY** opens his eyes in bed. A bra on the pillow next to him.

LARRY

Ca-ching.

Larry eyes a near-empty bottle of Jack on the nightstand, and... Milk? What were they drinking last night. Larry lets the song play as he fishes around for a cigarette. Rolls over and looks at a GIRL'S SEXY ASS in bed next to him. He pets her back... kisses her shoulder... ready for round 2... She rolls over. Gross! She's an attractive girl, but she looks sick as hell. Runny nose, eyes puffy, cold sore on her lips. This is MARIA.

MARIA

Can you get me kleenex?

LARRY

Yeah... Uh, where do you keep kleenex...

MARIA

Toilet paper. Anything.

Larry gets up and goes to her bathroom as the song ends.

RADIO ANNOUNCER (O.S.)

*Good morning, New York City.
That one... It just grows on you
more and more, doesn't it? I
don't wanna jump the gun but I
think that might be the song of
the summer.*

RADIO ANNOUNCER #2 (O.S.)

*And the guy just came out of
nowhere!*

He stares at his rough-looking reflection in the mirror.

RADIO ANNOUNCER (O.S.)

*Nowhere! Well, you know what they
say. "Overnight successes". Guy
probably spent ten years trying to
make it before this.*

(MORE)

RADIO ANNOUNCER (O.S.) (CONT'D)

*But hey, now he's got the #1 song
in the country, so good for him.
Hope he's just rollin' in it every
night. Anyway, good morning New
York City! That was Larry
Underwood with "Baby Can You Dig
Your Man". We're going to go the
John with the headlines, John?*

In the bedroom he hears her COUGHING UP PHLEGM. Ughh.
He checks his phone. Texts from MOM.

RADIO NEWSCASTER (O.S.)

*Morning, Dave. Well, the flubug
everybody's calling Captain Trips
shows no signs of stopping.
Spokespersons at the Center For
Disease Control say this could end
up being the widest-reaching bug
since 1918, when a strain of H1N1
flu infected almost 500 million
people...*

MARIA

Ugghh turn it offfffff. I got a
headache.

Larry brings her a roll of toilet paper and the small
trashcan from the bathroom. He flips off the radio.

LARRY

Hey, I uh, I should go...

MARIA

Noooo. Whyyy.

LARRY

I know, I know. It's my Mom
though. I'm staying with her, I
didn't call her last night.

MARIA

You gotta call your Mommy and tell
her where you are? I thought you
were a rock star.

LARRY

She's sick. I just gotta go check
in on her. She probably needs
kleenex too, y'know?

He leans down to kiss her goodbye, but... ewww. Finds a
safe spot on her forehead and kisses her there.

LARRY (CONT'D)
That was fun. Thanks.

INT. KITCHEN - CONTINUOUS

Larry finds his clothes scattered throughout the small apartment. They went wild last night. Maria comes to the door.

MARIA
You ain't gonna ask me for my number?

LARRY
(ugh)
Nah, of course I am. Let me get my phone...

MARIA
I thought you were a nice guy.

LARRY
(pulls up his pants)
I'm sorry. I gotta go.

MARIA
You ain't no nice guy.

LARRY
Okay.

MARIA
Screw you!

She grabs a beer bottle and THROWS it at him. He barely dodges.

LARRY
Hey! What the hell!

She grabs a METAL SPATULA and hurls it at him. It CUTS his forehead.

LARRY (CONT'D)
OWW! STOP IT!

MARIA
GET THE HELL OUT OF HERE!

LARRY
I am! If you'll stop throwing spatulas at people!

MARIA

GET OUT!

EXT. APARTMENT BUILDING - MINUTES LATER

Larry comes out the front door, still getting his clothes on. Rain pelts down on him as he pulls a black leather jacket on. A BLENDER barely misses his head and SHATTERS on the steps beneath him.

LARRY

Holy--

MARIA

(leaning out her
window)

You piece of shit! You ain't no nice guy! And you ain't no rock star neither, you one hit wonder nobody!

LARRY

(hurries away)

Okay. I will. Thank you.

MARIA

You ain't no nice guy, Larry Underwood! You're bad! And you suck in bed! Piece of shit!

EXT. PAWN SHOP, NEW YORK CITY - DAY

Larry hands a WAD OF CASH to a SICK DRUG DEALER. They stand under the awning of a pawn shop that is closed and gated shut. It's raining cats and dogs. The dealer counts the bills, coughing.

SICK DRUG DEALER

More. Gimme more. End of the world prices.

Larry reluctantly gives him more money and the dealer hands him a vial of coke and plastic baggie with an assortment of pills inside. Larry shoves everything in his jacket pockets.

LARRY

You got any antibiotics? My mom's sick.

SICK DRUG DEALER

Everybody's mom's sick.
Antibiotics ain't gonna help. This
ain't the flu, it's a goddamn
plague. Captain Trips. I got it.
You'll catch it too, probably
already have it.

LARRY

You got any or not?

SICK DRUG DEALER

You couldn't afford them if I did.

He starts coughing again. It overtakes him, WRACKING his body violently. He reaches out involuntarily for Larry, who backs away from him and steps out into the pouring rain.

EXT. NEW YORK CITY STREETS - DAY

Larry, leather jacket over his head, trying not to drown, carries a wet grocery bag in each arm. The streets are CHOKED with traffic. An endless sea of brake lights in the rain. The sound of HONKING HORNS is deafening. There's very few pedestrians on the sidewalks. The handful Larry passes are COUGHING and SICK.

INT. LARRY'S MOM'S APARTMENT BUILDING, HALLWAY - DAY

Larry, soaked, knocks on his mom's door. No answer. He turns to go. A GROAN behind the door stops him.

LARRY

Mom?

Larry HITS the door with his shoulder. He HITS it again and it gives, swinging open and BANGING off the wall.

INT. LARRY'S MOM'S PLACE - CONTINUOUS

Mom!

That GROAN again. The apartment is dark. The sound of the storm outside SWELLS. Thunder BOOMS. The floor is slick with rain. The living room window is open, white curtains belly out over the table. She lies on the floor, half in and half out of her bedroom. She wears only a flimsy nightgown.

LARRY

Mom! Jesus, Mom!

Her visible eye rolls up to see him, like the eye of a hog in a slaughtering pen. Her face is bright with fever, her breathing laborious and clogged with phlegm.

ALICE

Larry, go get your father. He's in the bar.

Larry bends, locking his legs fiercely, and gets her up in his arms. Her neck is black and swollen. Mucus runs out of her nostrils in thick green streams.

LARRY

You're on fire, Mom. You're burning up.

ALICE

*He's in the bar with that
photographer! You go tell him I
said come outta there!*

Larry SNATCHES a blanket off the bed and carries her out of there as fast as he can.

INT. MERCY HOSPITAL - DAY

A long hallway overflowing with the dying. Alice lies on a tiny cot. Larry kneels by her side. All around them, the nightmarish babble of the delirious, the choking, the insane, the screams of the bereaved. Larry holds his mother's hand. He can't look at her. Instead, he watches the rise and fall of her chest, which finally stops in mid-heave and settles slowly. Tight on Larry. He fights back anguished tears.

MAN'S VOICE (PRELAP)

Mother! Mootherr!

INT. LLOYD'S CELL - DAY

Lloyd sits crosslegged on the floor. Both hands are slimed with blood. He wipes them sporadically on his shirt, which is smeared with it. He's trying to unthread the bolts that hold one of the legs of his bunk to the floor. He's used his fingers for tools. They look like raw hamburger. He's gotten five of the six bolts out and is working on the last. He wipes his arm across his brow, clearly about to lose it.

MOTHHHHERRRR!

Lloyd LEAPS to his feet and shoves his face out into the corridor as far as he can, bloody hands gripping the bars.

LLOYD

Shut up, moron! Shut up! You're drivin' me friggin' apeshit!

There's a long pause. Lloyd savors it. Then:

MAN'S VOICE (O.S.)

MOOOOTHERRRR!

The voice comes drifting up, mournful as a foghorn, echoing and re-echoing. Lloyd EXPLODES.

LLOYD

SHUT UP! SHUT UP! SHUT UP! SHUT
THE HELL UP!

MAN'S VOICE (O.S.)

MOOOOOOTHERRRRRRRRRR!

Lloyd goes back to the leg of his bunk and attacks it savagely. He TWISTS and TWISTS and finally it gives.

LLOYD

OwwwoooJesus!

He shakes his bleeding fingers wildly in agony.

A SQUEAKING sound catches Lloyd's ear. He turns towards the sound, looking through the bars into the holding cell beside his. His NEIGHBOR is dead, sprawled half on his bunk, half off, face as black as the ace of spades, neck swollen. Flies BUZZ. A squeaking RAT has its head stuck up his pant leg. Squirming. *Chewing*. Lloyd turns back to the cot leg and YANKS it free. He then creeps towards the neighboring cell, cot leg gripped in his slick, red hand.

LLOYD

You... Little... Mother...

Lloyd extends his arm through the bars as far as he can get it. He grunts and SWINGS the cot leg down on the rat SQUASHING HIM. *SQUEAK!* Lloyd uses the cot leg to drag it to him. When it's within reach, he grabs it by the tail and pulls it into his cell. He holds it up and examines it. There are beads of blood in the rat's whiskers and its rear legs move fitfully.

You're a big fella, ain't ya?

He climbs into his bunk and pulls the corner of his mattress up, revealing a moldy piece of bread, a handful of dates, and a distasteful looking chicken leg with a little hunk of meat still on the bone. Lloyd puts the rat in there with what remains of his food stash. He stares fixedly at it for a beat before letting the mattress mercifully hide the rat from sight. He lays down, draws his knees up to his chin and hugs them.

Just in case. Just in case, is all.

INT. STOVINGTON, OPERATING ROOM - DAY

Stu lies flat on his stomach on an operating table. He's wheeled into the center of the room as a spinal tap is prepared. A tray of SHARP OBJECTS is set down next to Stu. A needle finds a vein. A mask is strapped over Stu's nose and mouth. A knob turns; gas FLOWS.

DR. DENNINGER

Now take a deep breath and count backwards from a hundred.

Stu complies, but only makes it to ninety-five before the worklight overhead WASHES the frame, and suddenly --

CUT TO:

Stu is RUNNING for his life through DARK WOODS. His bare feet POUND the forest floor. He's in his hospital scrubs. His eyes are wide with terror. All around him, unseen wolves HOWL.

He clears the woods and tears across an OPEN FIELD. Ahead, visible in the MOONLIGHT, is a VAST CORNFIELD. He runs towards it as fast as his legs will carry him.

THREE WOLVES, EACH WITH A SINGLE CRIMSON EYE, BURST out of the woods behind him. Stu HURTLES forward into the SEA OF CORN. Stalks WHIP past his face. From ABOVE we watch him cut a swath through the corn. We JUMP between the pursuing WOLVES and STU, who is barely staying ahead of them.

There is a BLINDING FLASH of LIGHT in front of him. Stu SHIELDS his eyes. The GROWLING wolves SKID to a halt, WHINING and WHIMPERING. We hear the sound of an ACOUSTIC GUITAR being fingerpicked.

Stu RUNS for that light and music. He clears the cornfield into FULL DAYLIGHT and goes SPRAWLING in the dirt.

The SUN shines high over a familiar, SPLINTERY OLD HOUSE. The windows are open and the breeze blows ragged white curtains in and out of them. MOTHER ABAGAIL sits on the porch in her rocker. She watches as Stu SCRAMBLES to his feet and turns back to that dark, menacing corn. THREE RED EYES stare out at him.

MOTHER ABAGAIL

It's not just the wolves that
serve him, Stu Redman.

Stu, still catching his breath, face haggard with fear, turns at the sound of her voice and sees her for the first time.

STU

Who?

MOTHER ABAGAIL

Him.

She points to the corn. There's only TWO EYES there now, RED and BURNING in the shadows. His eyes. THE DARK MAN'S. The ground begins to SHUDDER. Stu looks up from those paralyzing eyes, into the SKY above the corn. For a split second we see a MONSTROUS MUSHROOM CLOUD rising in the distance. A horrifying monster unleashed on the world and expanding by the second, changing color from yellow to scarlet to green. Glowing and radioactive. It looks like an **EYE**.

Mother Abigail calls out to him:

MOTHER ABAGAIL

Find the girl, Stu! She needs your
help!

INT. FRANNIE'S HOUSE, BEDROOM - NIGHT

Frannie lays in bed, staring at the ceiling. An open window lets in the cool air and the distant sound of CLACKING. Frannie gets up and goes to the window. It's the sound of a manual typewriter. She looks out at her dark neighborhood and sees a solitary LIGHT burning in a window in the distance.

EXT. HAROLD'S HOUSE - THE NEXT MORNING

Frannie follows the sound of a lawn mower around the back of Harold's house. What she sees stops her in her tracks. **Harold**, clad only in boxers, rides a John Deere. His feet are green with grass, his skin pink from the sun. He's in tears.

FRANNIE

Harold?

He doesn't hear her over the ROAR, but when he turns a corner he sees her and his eyes go WIDE. Humiliated, he LEAPS off the mower and RUNS inside, slamming the door behind him.

INT. HAROLD'S HOUSE - MOMENTS LATER

Frannie KNOCKS on his door. We hear Harold crying inside.

FRANNIE

Harold?

HAROLD (O.S.)

Go away! You don't even like me!

FRANNIE

Actually, given the circumstances, I'd have to say you're one of my favorite people in the whole world right now.

This makes Harold cry harder.

Harold, you're not ten and I'm not your babysitter anymore. You can either come out here and talk to me like an adult or I'm leaving.

He opens the door, sniffing and wiping his eyes.

HAROLD

Do you want some Kool-Aid?

Off Frannie -- not sure how to respond ...

INT. HAROLD'S HOUSE, KITCHEN - DAY

Harold pours Kool-Aid. Frannie tastes it, fights a grimace.

HAROLD
It's warm. Sorry.

FRANNIE
Harold, what's wrong?

Harold utters a strange, hysterical laugh.

HAROLD
Wrong? What could be wrong?

He looks up at her, his face tear-streaked.

I was a writer. Did you know I
sold my first short story? Look.

He fishes an open envelope from a pile of mail, offers it to Frannie. Inside, she finds a form letter -- the '*we're pleased to inform you*' variety.

Now I'll never see it published. I
have to figure out how to be
something else now.

FRAN
The world will still need writers,
Harold. Is that really why you're
crying?

Harold shakes his head 'no'. He takes back the letter.

HAROLD
I want my mother. When it
happened, when she died, I
thought: "That wasn't so bad." I
know how that must sound. But when
it happened I didn't feel
anything. That I wasn't
immediately driven mad with grief
made me look at myself in the
mirror differently. Who was I? Was
I a monster? But then I woke up
this morning and it hit me like a
ton of bricks. I couldn't stop
crying. I've been crying for
hours.

FRAN
Human after all.

Frannie cracks a smile, trying to cheer him up. Harold
laughs, relaxing a little.

You don't have anything to be embarrassed about. The last time you saw me, I was half out of my mind. I didn't mean what I said. I do need your help.

Harold dries his eyes, hopeful.

I thought about what you said. About no one coming. I think we should leave too.

HAROLD

Have you heard of Stovington, Vermont?

Frannie shakes her head.

The CDC's there. It's not as big as the one in Atlanta, but it's a lot closer. There may still be people there --

FRANNIE

Doctors.

HAROLD

Yes, doctors and scientists. They must be looking for people like us. People who are immune. Maybe we can help.

FRANNIE

Harold, you're a genius.

Cue "Mother" by Pink Floyd.

INT. HAROLD'S HOUSE, LIVING ROOM - NIGHT

Candles burn, illuminating Frannie and Harold, their faces lit with silent and sorrowful fascination. They sit on opposite ends of the couch. Pink Floyd's "The Wall" spins on a dusty, battery-powered record player on the coffee table. The music of a dead world fills the summer night.

EXT. BARN - MORNING

"Mother" continues. Frannie and Harold stand in front of a massive barn that's clearly visible from the highway. The gaze up at the roof. Fresh paint gleams there.

HAVE GONE TO CDC IN STOVINGTON, VERMONT.
 LEAVING OGUNQUIT JULY 2
 HAROLD EMERY LAUDER
 FRANCES GOLDSMITH

HAROLD

I didn't know your middle name.

Flecks of paint dot Harold's sweaty face and arms. Parked by the road are two buddy scooters and their things.

FRANNIE

How did you get mine up there?

HAROLD

I had to dangle my feet over a little.

FRANNIE

That's dangerous, Harold. Why couldn't you have just signed for yourself?

HAROLD

Because we're a team, aren't we?

FRANNIE

As long as you don't kill yourself.

EXT. ROUTE 1 - DAY

Frannie and Harold ride off on their scooters, weaving easily around stalled traffic, disappearing into the remains of an abandoned world, silent and foreboding ...

"Mother" continues.

EXT. CENTRAL PARK ZOO - DAY

Tight on a very sick SNOW MONKEY. Mucus flows freely out of its nose. It sits on its perch apathetically. Then its eyelids flutter and it FALLS off the branch and HITS the cement with a horrid SMACK.

Larry watches this, tears in his eyes. Then he moves on. He wanders, crying. All the magnificent animals are dead from superflu or starvation. Elephants, lions, zebras, penguins. The DRONE of flies is incessant.

MONSTER-SHOUTER (O.S.)

Monsters! Monsters coming!

Larry looks around. It's a man's voice, faint and hoarse, echoing through the park.

MONSTER-SHOUTER (O.S.)

*Monsters on the way! They're in
the suburbs!*

Larry stops at the zoo's bathroom. He opens the door and sees a GRINNING DEAD MAN inside. Maggots squirm on his face. He's seated on the floor beneath the sink, hands resting on his bare thighs, sunken eyes staring into Larry's. Larry flees, SLAMMING the door shut behind him.

EXT. CENTRAL PARK - LATER

Larry walks through the eerie, empty park. He sees a WOMAN ahead of him sitting on a bench. She's maybe 50, but has taken great pains to look younger. New York high society, expensive clothes. She tosses a pill in her mouth like a peanut and looks around at the sound of his footsteps.

LARRY

Hi. I'm not dangerous.

Her face remains calm. Sharp intelligence gleams in her eyes. She holds a mink purse. Expensive rings on her fingers.

RITA

No, you don't look dangerous.
You're not sick, either. Did you
know you have an ice cream wrapper
on your shoe?

He looks down and stands on one leg trying to get it off.

You look like a stork. Sit down
and try it. I'm Rita Blakemoore.

LARRY

Larry Underwood.

Larry takes a seat beside her and peels the wrapper off. She isn't as calm as she looked at first glance. There's a tic at work on the side of her neck and behind her lively intelligent eyes is the same dull shock we see in Larry's.

RITA

When I heard you coming, I almost
hid.

(MORE)

RITA (CONT'D)

I thought you were that man who's been carrying on all morning.

LARRY

The monster-shouter?

RITA

Is that what you call him or what he calls himself?

LARRY

What I call him.

RITA

Very apt. You were looking at my rings. Would you like one of them?

LARRY

Huh? No.

RITA

Are you sure? After all, they're only rocks again, aren't they?

LARRY

I don't want your rings.

Rita opens her purse and takes out a pack of cigarettes. Larry catches a glimpse of a REVOLVER in there and a bunch of pill bottles. She sees that he sees.

RITA

It was my husband's. He was terrified of being robbed so he bought one. I believe I'll try it. Do you think I can hit that tree over there?

LARRY

I don't know. I don't really think-

She aims at a nearby tree and pulls the trigger. The gun goes off with a BANG. Larry jumps. A small hole appears in the tree. Rita cracks a smile and blows smoke off the barrel.

RITA

Bull's-eye.

She returns the gun to her purse and Larry relaxes.

I couldn't shoot a person with it. I'm quite sure of that.

(MORE)

RITA (CONT'D)

And soon there won't be anyone to shoot, will there?

She takes a bottle out and pops another pill in her mouth.

LARRY

What are those?

She gives him a glittering, false smile.

RITA

Vitamin E. You're very pleasant to be with. I like you very much. And it's wonderful you're not crazy.

LARRY

I met this guy earlier, he told me he was going out to Yankee Stadium to jer-- To masturbate on home plate.

RITA

What an awful walk for him. Why didn't you suggest something closer?

Off in the distance, but closer than when we last heard him:

MONSTER-SHOUTER (O.S.)

Monsters coming! Monsters coming now!

A silent exchange between Larry and Rita.

RITA

Are you hungry, Larry?

LARRY

Starved.

She stands up and offers him her arm.

RITA

Perhaps you'd take the lady to lunch.

LARRY

It'd be my pleasure.

Larry hops up and loops his arm through hers.

RITA
I've always dreamed of strolling
up Fifth Avenue on the arm of a
handsome young man.

They walk off together through the park. The monster-shouter continues his rant.

INT. RITA'S PENTHOUSE - NIGHT

Larry and Rita have sex in her king-sized bed. This is hungry, intense, end-of-the-world sex.

INT. RITA'S PENTHOUSE, BALCONY - AFTER

Larry stands naked on the balcony. He smokes a cigarette and looks out at the city. There's only a few patches that still have electricity. FIRES burn. Rita comes up behind him, wrapped in a sheet. She covers her nose in disgust.

RITA
Larry, the smell. It's awful.

LARRY
We have to get out of the city.

RITA
When?

LARRY
As soon as possible. There's
millions of corpses rotting out
there in furnished ovens.

They watch as a grid of lights WINKS OUT by Central Park.

RITA
Where will we go?

A familiar voice CRIES OUT in the night far away.

MONSTER-SHOUTER (O.S.)
Monsters are here!

Larry groans. Rita cracks a smile.

RITA
Our friend is back.

LARRY
I wish our friend would shut up.

MONSTER-SHOUTER

*They're in the streets! In the
sewers! Monsters everywhere--*

MACHINE GUN FIRE RATTLES and the Monster-Shouter shouts no more. Rita JUMPS, letting out a SHRILL cry. She clings to Larry, who stares out into the night, stunned.

RITA

Larry, I'm scared.

LARRY

Come on. We got pills for that.

He helps her inside.

CUT TO:

SILENCE. Nick is on a high place. Desert land spreads out below him like a relief map. Stars above him.

There's a man beside him-- not a man but the shape of a man. As if the figure had been cut from the fabric of reality and what really stands beside him was a negative man, a black hole in the shape of a man.

DARK MAN

*Fall down on your knees and
worship me.*

Nick's mouth opens in shock-- **NICK CAN HEAR.**

*You can hear me, can't you? Why
don't you speak?*

Nick reaches out to touch the shape, his fear momentarily swept away in a flood of amazement and burning joy.

DARK MAN

If you want to speak, you can.

The dark shape comes closer. Nick shakes his head, stepping over the edge of that awful cliff--

-- Nick falls end over end off the cliff, tumbles into green stalks of CORN and summer earth.

Nick gets to his feet. Walks up rows of green swordlike blades, finds MOTHER ABAGAIL in the stalks--

MOTHER ABAGAIL

*I'm afraid, Nick. He scares me
too. We're all mortal, praise God.*

(MORE)

MOTHER ABAGAIL (CONT'D)

*But what you want to know is how
do you tell that Dark Man no?*

Nick nods. Mother Abigail knows what's in his heart.

MOTHER ABAGAIL

*How do you breathe? How do you
dream? No one knows. But you come
see me. Mother Abigail is what
they call me. I'm the oldest woman
in these parts. You come see me,
and bring your friends.*

INT. SHERIFF'S STATION - NIGHT

Nick WAKES. Sweating, hot. Power's off. Emergency lights cast shadows on the halls.

Mike and Vince, stand over Ray, shaking him. Ray is CHOKING. He claws at his neck, bloodying his fingers. He COUGHS-- expelling a volcanic spray of mucus. Vince is SLIMED. Mike backs away in horror, coughing too.

MIKE

Ray got us both infected! You're murdering us, leaving us all in here like this! *LET US OUT!*

Nick shakes his head, not sure what to do--

VINCE

You sonafbitch!

Vince THROWS HIMSELF against the bars in a rage and reaches through at Nick, spraying blood and phlegm.

MIKE

Please! Just let us out!

Ray looks up at Nick, weak. Sick too.

RAY

Please. I'm dying. DO SOMETHING!!

Vince HITS HIS HEAD ON THE BARS, OVER AND OVER. Fevered, crazy. He sneezes explosively towards Nick.

MIKE

Now you've got it too, you mute sonafabitch.

Nick wipes his face, and makes his decision--

EXT. SHERIFF BAKER'S HOUSE - NIGHT

Nick BANGS HIS FISTS on the Sheriff's door. No answer. He finds an open sliding glass door in the back.

INT. SHERIFF'S HOUSE - NIGHT

Nick KNOCKS on the glass and cautiously enters. A light is on upstairs. Nick treads carefully up-- at the end of the hall, the bedroom light is on--

Nick GAGS. The Sheriff's corpse is bloated from the heat, still spooning his wife. Nick steadies himself and pulls the sheets up to cover their two bodies when--

Jane Baker COUGHS, startling Nick. She's still alive.

JANE

Johnny! Get the basin! I think I'm going to throw up.

Nick finds a wastebasket, holds her hair as she VOMITS. She sees Nick and tears brim over her cheeks.

JANE

Oh, Nick. . . I think I'll be with Johnny again soon.

Nick *shakes his head violently*. She nods. Weak. Tired.

JANE

John always made me so happy. Love is what moves the world . . . We were . . . so much in love . . .

Her words trail off in a long, rattling exhalation. She falls back on the pillow, then she is still. *Dead*.

Tears leak from Nick's eyes soundlessly.

EXT. SHOYO - CONTINUOUS

Nick walks a suburban subdivision in a daze. KNOCKS on doors. RINGS bells, urgency increasing. NO ANSWER.

Finally, a man throws the front door of his small ranch-house wide open in a delirious rage. *He grabs at Nick--*

DELIRIOUS MAN

Bastard! You left me in Houston!

Nick escapes his nightmarish grasp and runs in terror.

EXT. SHERIFF'S STATION - CONTINUOUS

Nick creeps up on a BODY SLUMPED by the station entrance-- it's DR. SOAMES. Dying. He smiles weakly at Nick.

DR. SOAMES

Nick. You still don't have it?

Nick shakes his head.

DR. SOAMES

Good. . . I've never seen anyone
get better from this plague.

Nick tries to help the doctor up. Motions towards the cells-- Soames coughs and starts to cry.

DR. SOAMES

Those prisoners were bottom of my
list. I'm a doctor, not a hero.

Nick holds the doctor, tries to make him comfortable.

DR. SOAMES

You're a thoughtful boy. That's a
rare thing. Poor Nick. Poor me.
Poor everybody. How many will die?

The doctor takes his last breath and expires.

INT. SHERIFF'S STATION - MOMENTS LATER

Teary eyed, Nick grabs the Sheriff's gun from the desk drawer. Goes down the hall to the cell--

Vince and Mike sit, their backs to Ray. RAY IS DEAD.

VINCE

You satisfied now? He's dead and
we both got it too. Ain't that
your revenge?

Nick shakes his head. Points the gun at them.

MIKE

Please, I'm begging you. I don't
want you for nothing. I just want
to get out of here and check on my
wife. You got the gun.

Nick nods and rattles the key in the lock. He stands back. The cell door opens, and Vince and Mike steps out. Mike helps Vince down the hall as Nick points the gun.

MIKE

Thanks! Oh thanks, I'm sorry we
beat up on you. Swear to God. I'm
sorry we beat up on you.

They head down the hall. Nick follows with the gun.

EXT. SHERIFF'S STATION - CONTINUOUS

Mike and Vince step outside into fresh air and see Dr.
Soame's corpse. The town is clearly dead. Extinct.

MIKE

(coughing)

All this . . . *all* this? We're
getting out of here. If you're
wise, you'll do the same.

CUT TO:

OIL TANKS. Huge and white and round on the horizon, like
low clouds. Cue the Butthole Surfers cover of "Hurdy
Gurdy Man"

Staring out at them is DONALD MERWIN ELBERT (aka **TRASHCAN
MAN**, 20s). He sits astride a yellow ATV. His hair is
punked-out and dyed a blinding red. He's missing an
eyebrow. Scattered burn scars mark his skin. Trash
presses a smiley-face tab of LSD on his tongue. He REVS
his engine and TEARS off towards the tanks, leaving a
billowing dust cloud in his wake.

EXT. CHEERY PETROLEUM COMPANY - DAY

Trash LEAPS off his ATV, lugging a heavy-duty military
backpack, bursting at the seams with tools and wires. He
DANCES joyously across a parking lot towards the STAIRS
that wind around the nearest of the giant tanks.

A sign swings from a chain restricting access to the
stairs: **KEEP OFF! PUMPING STATION CLOSED!** A SECURITY
GUARD lies dead nearby, neck hideously swollen. Trash
DANCES nonchalantly around the corpse, LEAPS over the
chain, and BOUNDS up the stairs, his feet making little
ringing noises on the steel.

The wind BLOWS louder the higher he gets. Trash follows
the spiral up and up, around and around, until he finally
reaches the tank's flat, circular cap. He gazes out at a
NEARBY TOWN. It's on fire. Trash JUMPS up and down,
LAUGHING hysterically.

EXT. OIL TANK - DAY

Trash kneels before the pumping machinery, working with his tools like a mad scientist. STEAM SHOOTs out of a nearby outflow pipe, WHINING loudly. Amber gas LEAKS into a shiny puddle. Trash gives the gas an appreciative SNIFF ... then gleefully empties out the rest of his backpack. Among the tools, we find a spool of FUSE WIRE, along with every type of FIREWORKS known to man. It's Christmas morning for Trashcan Man.

MOMENTS LATER

A pyrotechnic pinwheel is connected to a fuse wire. Trash STRIKES a match on his zipper. He grins, trembling in fear and ecstasy as he LIGHTS THE FUSE.

For a moment, he just stands there, watching the fuse burn down. Slowly, his smile fades. He stares contemplatively at the fuse, as if he's only just now realizing what he's done. Like a shot, Trash gathers up his supplies, jamming tools and fireworks back into his backpack. He TURNS and RUNS.

EXT. CHEERY PETROLEUM COMPANY - MOMENTS LATER

Trash HAULS ASS down the stairs in a MAD DASH, terrified grin plastered across his face. Down and down he goes, twisting and turning.

ABOVE, the pinwheel ACTIVATES, throwing SPARKS like the 4th of July. The sparks IGNITE a pool of gas; the fire LUNGES across the top of the tank, towards the EXPOSED OUTFLOW PIPE.

BELOW, Trash BOUNDS down the steps, still a good twenty feet off the ground, when he hears an ERUPTION overhead. DEBRIS RAINS DOWN, tearing through the stairway in front of him.

Trash VAULTS over the railing. He PLUMMETS the remaining twenty feet; he lands on the gravel with a THUD, his wrist SNAPPING on impact. He HOWLS in pain, fighting for consciousness as he SCRAMBLES to his feet, adrenaline pumping. He holds his flopping wrist and DASHES across the parking lot, craning his neck back as he goes, desperate to see the show. His face is full of moaning, grinning panic.

The first oil tank BLOWS. A large warm hand SHOVES Trash forward and he goes FLYING. Behind him, a perfect fusillade of explosions: KA-WHAMM! KA-WHAMM!!

God's ammunition dump is going up in the flames of righteousness and raining down in a FIERY HAIL on the parking lot. As Trash FLIES through the air --

A FEVERISH BLAST OF IMAGES:

-- On a YOUNG WOMAN'S BACK as she RUNS through a TRAILER PARK, SCREAMING at the top of her lungs. A TODDLER -- LITTLE TRASH -- BOUNCES in her arms. On his TERRIFIED EYES, staring back at his FATHER, standing in front of their trailer, FIRING a pistol wildly in their direction. The trailer is ABLAZE. He pulls the trigger again and the pistol EXPLODES in his hand. Shrapnel ERASES most of his face and he SCREAMS like a banshee. TIGHT ON LITTLE DONALD'S EYES.

-- YOUNG TRASH (7) lights a fire in a trash can and runs away.

-- THE WOODS. THREE TEENAGE BOYS hold Trash down and pull off his shoes and socks.

VOICES

You like fire, Trash? You like to start fires?

They light matches under his feet and he SCREAMS.

-- TEENAGE TRASH washes cars at the SCRUBBA-DUBBA. A RED SPORTS CAR WHIZZES by and a MILKSHAKE is LAUNCHED from the window. It EXPLODES on impact, SPLASHING all over him. We hear the LAUGHTER of TEENAGERS as the car speeds away.

-- Dead of night. Teenage Trash stands in the street in an upper-crust neighborhood and watches with delight as the SAME RED CAR BURNS GLORIOUSLY in the driveway.

-- CLOSE on TEENAGE TRASH'S ANGUISHED FACE as he is JOLTED with electricity in shock treatment at a PSYCHIATRIC HOSPITAL.

-- Trash sits in the HOSPITAL COMMONS and watches with fascination as a PUNK ROCK KID with BRIGHT RED HAIR plays a video game on a nearby couch. Trash stares at him in awe. Punk Rock looks over at him and gives him a punk rock glare. The fuck are you looking at?

-- Trash gleefully CHASES a burning roll of toilet paper down a hospital hallway. He's cut his arms and SMEARED the blood in his hair to make it red. An ORDERLY chases after him as he LEAPS and HOOTS and HOLLERS.

-- Trash is strapped down in his bed. He SCREAMS and WRITHES, lunging in vain against his restraints.

BACK TO:

TRASH red as a lobster, splayed out on the concrete at the edge of the Cheery Oil parking lot. The cars scattered in the lot are on fire and debris is everywhere. Finally, Trash opens his eyes, coming to with a groan. He sits up, coughing, smoke rising off his clothes. He starts to CRY. The broken wrist and the burns are too much for him. But then, he sees the fruits of his labor and SMILES through his tears --

The oil tanks are an INFERNO. Black smoke fills the sky. Trash watches the flames, fire dancing in his tear-filled eyes ... the eyes of a man who has discovered the great axle of his destiny and laid his hands upon it.

INT. STOVINGTON PLAGUE CENTER, ISOLATION WARD - DAY

Stu sits at the table in his quarters, sketching furiously. The surface is covered with crude drawings Stu has made. Images from his dreams. The door *SWOOSHES* open. DEITZ enters, looking feverish and pale.

DEITZ

I see you're as healthy as always,
Mr. Redman.

Stu doesn't immediately look up from his work --

STU

Good, you're here. Can you find
out if there's a place called
Hemingford Home in Nebraska?

Deitz coughs fitfully.

DEITZ

Why?

Stu looks up at Deitz, quietly clocking his condition.

STU

I know how this is gonna sound,
but I've been having the strangest
dreams. They're not like any other
dreams I ever had. They feel real.
Look here. The same images night
after night.

Stu feeds Deitz the pencil sketches. Deitz makes a show of being interested as he flips through: A splintery old house surrounded by fields of corn. A wolf with a single red eye. Mother Abigail on a porch swing, playing her guitar. Deitz discards the sketches -- fixes on Stu.

DEITZ

I have dreams every night too, Mr. Redman. Vivid dreams of a world filled with billions of superflu victims. The only thing you should be worrying about is helping us find a cure.

INT. OPERATING ROOM - DAY

Doctors and staff scrub up for surgery. Stu is back on the slab, his eyes darting nervously about the room, noticing signs of trouble. One of the doctors SNEEZES. Another can't seem to stop COUGHING. Another's hands are shaking so badly he can't put on his gloves. A FEVERISH MED-TECH approaches with a needle. He's breathless, sweating profusely.

STU

You all right there?

MED-TECH

Hold still.

STU

I'm holdin' still.

A shaking hand tries and fails to find a vein. Stu locates Dr. Denninger, readying a tank of anaesthetic gas nearby.

STU

Doctor, this man is sick.

Denninger ignores him. A RETCHING SOUND turns Stu's attention to a CBRN-suited doctor, VOMITING into his faceplate. Denninger places the mask over Stu's nose and mouth.

DR. DENNINGER

This'll all be over soon ...

Gas FLOWS. Stu's eyelids flutter, immediately feeling the effects. Finally, the needle succeeds in locating a vein. Just as the tech starts to press down on the syringe-- Stu fights his way back to consciousness. He KICKS over a tray of scalpels.

Doctors stagger back as Stu removes the needle from his arm and PRESSES it against Denninger's neck, holding the doctor out in front of him as a shield.

STU

Back! Stay back!

Soldiers ready their tasers. Another aims a sidearm, angling for a clean shot.

DR. DENNINGER

No, don't shoot, we need him!

Stu backs up towards the door, which automatically OPENS behind him. He inches back into the AIRLOCK -- failing to notice ANOTHER SOLDIER waiting in his blind spot. The soldier GRABS for Stu; they wrestle for control of the syringe before Stu STABS the soldier in the neck, INJECTING him with the full dose of anaesthetic. The soldier drops like a sack of bricks as Stu makes a beeline for the outer door. He's almost there, when --

ZAP! He takes a hit from a taser and drops to his knees. He REACHES for a green button that says "CYCLE" -- fingers straining, inches from freedom, when a second shot finally brings him down. The last thing Stu sees are the soldiers and doctors rushing forward, crowding over him as his world goes DARK, swimming slowly out of focus.

EXT. NEW ENGLAND HIGHWAY - DAY

A PACKED FREEWAY, clogged with stalled cars. **Frannie** and **Harold** are barely able to weave through on their scooters.

Frannie's attention is drawn to an approaching station wagon on the shoulder. The passenger door is ajar. The world SLOWS DOWN as Frannie sees a TUFT OF BLONDE HAIR. Inside, A DEAD FAMILY cooks in the summer heat. More cars pass. There are corpses in almost every one of them. Ghastly black faces, swollen necks, bulging eyes.

Behind her, Harold HONKS and SHOUTS in warning and we are back in 24fps. Frannie's attention returns to the road just in time for her VEER out of the way of a STALLED SCHOOL BUS. Harold rides up alongside Frannie, giving her a concerned look. She ignores him, fixing her gaze on the road ahead ... tuning out the surrounding horrors.

EXT. MOTEL - NIGHT

Frannie and Harold pull their scooters into the parking lot of a roadside motel. There are dirty, dusty cars in the lot, abandoned by their owners, who died in their motel rooms. They climb off their scooters, regarding a long line of DOORS numbered one through twelve, and exchange a wary glance.

INT. MOTEL, FRONT DESK - MOMENTS LATER

Harold gathers all the room keys.

EXT. MOTEL - MOMENTS LATER

Frannie watches as Harold unlocks door number one and pushes it open. He stands there a moment, looking in, then crosses to door number two. Fran frowns, peers inside. A SHAPE is visible in the dark -- a swollen arm hanging limply off the edge of the bed. She closes the door.

Harold opens door number two and gags, covering his nose. He closes it and they proceeds to door number three, continuing their search for an unoccupied room.

QUICK CUTS: Doors opening and closing.

INT. MOTEL ROOM - NIGHT

Frannie emerges from the bathroom, dressed for bed. Harold does a better job of not staring than he did in her backyard, feigning interest in a map. Frannie stiffens a smile, appreciating the effort. She regards the two twin beds.

FRAN

Do you care which ... ?

Harold shakes his head. Frannie slips under the covers.

FRAN

You should get some sleep.

HAROLD

I will. We should reach Stovington tomorrow. Shouldn't be more than a couple hours out depending on how congested the roads are.

FRAN

That's good . . .

HAROLD

Frannie ... I think we need to
talk about what we're gonna do if
. . .

FRAN

If they're already dead.

Harold nods slowly.

FRAN

We'll keep moving. Atlanta maybe.

HAROLD

We can't just keep driving around
forever. What if there's no one
left? What if it really is just
us? In the whole world.

FRAN

Seems unlikely, Harold. I'm tired.
Can we talk about this in the
morning?

HAROLD

Fine.

Harold sulks. Frannie settles into bed and closes her
eyes.

CUT TO:

*Fields of windswept corn, soaking in the sun on a bright
summer day. Frannie stands alone on a dirt road,
surrounded by all that corn. A little ways off down that
road is a familiar house. And the sound of an acoustic
guitar being strummed. Frannie heads towards it, looking
around in wonder.*

*As she nears the house, she sees Mother Abigail sitting
on her porch, guitar across her lap. She sees Frannie and
her face breaks into a smile. She waves to her. Just as
Frannie raises her hand to wave back we hear Harold's
voice:*

HAROLD

Frannie, wake up!

INT. MOTEL ROOM - NIGHT

Frannie awakens with a start. Harold is shaking her, his voice an urgent *whisper*.

HAROLD

Wake up, Fran!

The dark room is awash in HEADLIGHTS cutting through the closed curtains. An engine RUMBLES loudly outside.

FRANNIE

What's happening?

HAROLD

Someone's outside.

FRANNIE

What?

She's awake now, her face full of hope. She throws the covers back and climbs out of bed.

HAROLD

Fran, wait! They could be dangerous!

FRANNIE

They're survivors, Harold. Just like us. We have to talk to them.

Harold catches her on her way to the door.

HAROLD

They're not just like us!

He leads her to the curtained window and slowly cracks them just enough for her to see outside.

Look.

Fran peers out and sees A DARK VAN, hitched to a horse trailer, idling in the parking lot, high beams blasting the front of motel. A LONE SILHOUETTE stands beside the van, features hidden in shadow. The ember of his cigarette glows in the darkness. He holds an assault rifle.

There's another guy with him wearing a mask.

Frannie looks to Harold, fear in her eyes.

INT. MOTEL ROOM, BATHROOM - MOMENTS LATER

Harold hoists Frannie up and helps her climb out the bathroom window.

EXT. MOTEL - CONTINUOUS

Frannie drops to the ground. Harold climbs out next and taking an embarrassing spill on his way down. Frannie helps him to his feet. Now they're both whispering.

FRANNIE

We need our bikes.

HAROLD

We'll hide until they leave. Come on.

EXT. WOODS - MOMENTS LATER

Frannie and Harold hunker down in a small wooded area near the motel and watch as a FIGURE IN A HALLOWEEN SKULL MASK comes out of the motel office.

SKULL MASK

No keys, Coach!

The figure by the truck flicks his cigarette and steps into the high beams. This is COACH (40s). He looks like he could be coaching a suburban Little League team. He looks like a dad. Think Rob Riggle with a nasty streak. Coach and Skull Mask both wear matching totems around their necks. Jet black stones.

COACH

I'll get the hammer.

Frannie and Harold watch as "Coach" opens the van door. He leans in and returns with a sledge hammer. He tosses it to Skull Mask who walks right up to door number one and enthusiastically SMASHES IT TO PIECES. He shoves his face through the broken door and exclaims:

SKULL MASK

Heeeeeere's Johnny!

He recoils instantly at the smell of death and lifts his mask enough to breathe in the clean night air.

Stiffs, Coach.

COACH
Let's keep looking.

Skull Mask moves onto the next door and starts SMASHING.

Frannie and Harold. Watching from the woods.

HAROLD
We need to get guns immediately.

EXT. NEW YORK CITY, SPORTING GOODS STORE - DAY

An alarm BLARES loudly. Through a shattered glass door, **Larry** passes **Rita** two camping packs. She puts one on her back with a grunt as Larry climbs out. He has a .30-.30 rifle slung over his shoulder and some boxes of ammo.

LARRY
That pack's not too heavy for you,
is it? I loaded it with supplies.

RITA
Oh, no. It isn't. Really.

Rita has dressed for a first class flight not a long walk out of the city. She wears silk slacks and a blouse. Larry is oblivious and a little fucked up. He slings his pack on and they walk away from the blaring alarm and out into

EXT. NEW YORK CITY STREET - CONTINUOUS

the street. Clogged with cars, backed up as far as the eye can see. Some are abandoned, doors ajar, but many have become hearses, their owners dead inside. There are bodies in the streets as well, people who crawled out of their cars and died flat on their faces. RATS SQUIRM. FLIES BUZZ LOUDLY.

Larry moves forward, ignoring the horror around him as best he can. Rita's eyes go to every ghastly sight. She absently sticks two pills in her mouth. A YOUNG MAN IN A SUIT rolling a suitcase behind him calls out to them.

YOUNG MAN IN A SUIT
Hey! Hey, you!

Larry sees him and lifts his rifle, not taking aim, but letting the guy know he has a gun and he's ready to use it. The young man pays no notice. He hurries over to them, staring intently at Rita.

LARRY

What do you want?

YOUNG MAN IN A SUIT

To give you a million dollars.

LARRY

No, thanks.

YOUNG MAN IN A SUIT

I'm serious! I've got it right here!

The young man sets his suitcase down and opens it, revealing a ridiculous amount of cash inside.

You can have every cent if I can borrow her for fifteen minutes.

Rita grabs onto Larry, who aims his gun at the young man.

LARRY

Get out of here. Now.

The young man zips his suitcase back up quickly.

YOUNG MAN IN A SUIT

Can't blame a guy for trying. You two have a nice day!

Larry watches him go. Rita still clings to him. Larry looks at her, sees how scared she is, and shrugs her off.

LARRY

Everything's fine. Let's go.

They start moving again. They turn a corner down another street. Another silent, frozen river of automobiles stretches out before them. Rita starts SCREAMING. Larry turns back to her, startled, and sees her looking up. He follows her gaze and sees a MAN HANGING FROM A LAMPPOST above them. A placard with the single word **LOOTER** hangs around his neck. Larry GRABS Rita and covers her mouth with his hands. She keeps SCREAMING and Larry SHAKES her hard.

Shut up, Rita! Shut up! Do you want whoever did this to come back?

She keeps screaming and Larry sinks to the ground with her, trying to muffle them as best he can. **CUT TO:**

BLACK

VOICE
Wake up, Mr. Redman.

INT. STOVINGTON PLAGUE CENTER, OPERATING ROOM - DAY

Stu opens his eyes. *Alive*. He sits up -- still on the operating table, hooked up to tubes and machines. He WINCES in pain -- lifts his smock to see A SCALPEL, imbedded in his side at the end of a careless incision.

VOICE
Ouch. That looks painful.

Stu looks around for the source of that GOD-LIKE VOICE. Then he looks up. A camera eye on the ceiling stares down at him. We hear the camera lens WHIRRING.

STU
Fuck you.

He braces himself ... then PULLS out the scalpel, stifling a silent scream of agony.

VOICE
That's the spirit, soldier.

MOMENT LATER

Stu stitches the wound as best he can. The room around him is EMPTY, save for one dead body -- the soldier Stu anesthetized before; he never woke up. His glassy stare is locked on Stu, almost accusing. Stu forces himself to look away. SNIPS the thread.

INT. AIRLOCK - DAY

Stu presses the green button marked "CYCLE". A rush of AIR fills the chamber. Stu's hair blows as the door in front of him opens.

Instantly, Stu GAGS, retracting backwards into the room, the stench of death nearly knocking him over. He gathers his nerve, every ounce of courage he has, then steps out into --

A DEAD FACILITY

Doctors and staff clutter the halls, collapsed in the spots they were standing. They died leaning over their microscopes and crouched before their computers.

That GOD-LIKE VOICE again:

*Things fall apart; the center
cannot hold.*

Stu ignores the voice and gives the bodies as wide a berth as possible.

You like poetry, Mr. Redman?

An EXIT SIGN is illuminated above a door at the end of the hall. Stu heads for it.

I wouldn't, soldier.

Stu considers the advice-

STU

Screw it.

- and runs, BARRELING through the exit door, into --

A STAIRWELL

Pitch black darkness, broken by the occasional FLASH of RED EMERGENCY LIGHTS. Stu grips the railing, making his way down the winding stairwell. BODIES clutter the steps, limbs contorted at unusual angles.

Stu clings to his composure as he winds down, down, down into darkness. He nearly SLIPS on something slick and wet underfoot. He steadies himself ... deciding against looking down to see what it was. He descends another step and GASPS. He looks down in terror as a HAND clasps his ankle. In the flashing red lights, Stu sees a BLOODY, GRINNING FACE upturned in the darkness on the stairs below. The face WHISPERS in a cracked, dying voice --

FACE

*Come down and eat chicken with me,
beautiful. It's soooo dark --*

Stu SCREAMS and tries to tear his foot free. The thing holds on, grinning and chuckling. Blood or bile trickles from the corner of its mouth. Stu TEARS his leg free and KICKS that awful face hard. THUDDING CRASHES are heard down the stairs, followed by SCREAMS of pain and rage. Stu runs back up the stairs, feeling blindly along the wall until he comes to a DOOR and pushes through, SLAMMING it shut behind him.

INT. STOVINGTON PLAGUE CENTER - CONTINUOUS

Stu COLLAPSES against the door, gasping for breath. A DRY CHUCKLE sounds. That VOICE again:

Tried to warn you.

STU

Who the hell are you?

COUGHING explodes out of the speakers.

VOICE

Last man standing. Come on, soldier. On your feet. I don't have much time left.

A beat ... then Stu complies.

CORRIDORS

Stu limps through the maze of corridors, dead bodies waiting to greet him at every turn. The VOICE guides him.

When you get to the end of the hall, hang a left.

Stu comes to the end of the hall and turns. Right on cue, ELEVATOR DOORS open before him -- ominous and scary, fluorescent lights flickering overhead. Stu looks up to the nearest camera lens --

STU

Where are you taking me?

He receives no response. Stu looks back the way he came considering his course. The elevator doors start to close. Right before they seal, Stu's arm PUNCHES THROUGH. The doors open, letting Stu in. There's only one button. Stu punches it and the elevator DROPS and KEEPS DROPPING, fast. *This place is a lot bigger than we thought.*

INT. CONTROL ROOM - DAY

The doors OPEN. Stu steps out into a HIGH-TECH CONTROL ROOM -- much better-equipped than anything we saw at ground level.

Stu explores. He notices a blue folder bound with red tape on a cluttered desk. The tape reads: IF TAPE IS BROKEN, NOTIFY ALL SECURITY DIVISIONS AT ONCE. The tape is broken. Stu can't help but open the folder. Words and phrases flash before him: PROJECT BLUE. TROY. ROME FALLS.

Stu returns the folder, pausing to notice something else on the desk -- something that doesn't belong -- a BOOK OF POEMS by William Butler Yeats. Stu flips to a dog-eared page. *The Second Coming*.

FLICKERING LIGHTS from another room catch his eye. Stu drops the book and proceeds to the main chamber and finds: A DEAD MAN slumped before a WALL OF MONITORS. He died facedown in a pool of his own mucus.

Stu studies the monitors, which display a rotation of static images from Big Brother cameras around the country. The world is lifeless. Still and eerie. Stalled traffic, corpses behind every wheel. Fires burn out of control. Stu clocks a grainy image of a WOLF trotting across a lonely intersection.

STARKEY

Well, well, well . . .

Stu turns and sees GENERAL STARKEY (think Denzel Washington gone Kurtz). He's dying, nose running, neck swelling, breathing underwater. He slowly buttons up the jacket of a uniform decorated with medals. He wears a holstered gun.

I was starting to worry you'd
gotten lost.

(extends his hand)
General William Starkey.

Stu reluctantly shakes the sick man's hand.

STU

Stu Redman.

Starkey doesn't let go. His bloodshot eyes fixed on Stu's. He's weeping and grinning.

Starkey is wracked by a violent coughing fit and releases Stu from his grip.

STARKEY

My daughter gave me a book of
poems some years ago by a man
named Yeats. You ever heard of
Yeats, Stu?

STU

I think so.

STARKEY

She said every military man should
read Yeats.

(MORE)

STARKEY (CONT'D)

I think it was her idea of a joke. I read every line. Mostly because she thought I wouldn't. It's a mistake to become too predictable. I didn't understand much of it - I believe the man must have been crazy - but I read it. Funny poetry. Didn't always rhyme. But there's one poem in that book I've never been able to get out of my mind. It seemed as if that man was describing everything I dedicated my life to, its hopelessness, its damned nobility. He said things fall apart. The center doesn't hold.

STU

What does that mean?

STARKEY

I believe he meant that things get flaky, Stu. That's what I believe he meant. Yeats knew that sooner or later things get goddam flaky around the edges even if he didn't know anything else. The end of it gave me goosebumps the first time I read it, and it still does. I've got that part by heart: *What rough beast, its hour come round at last, slouches towards Bethlehem to be born?* The beast is on its way. It's on its way, and it's a good deal rougher than that fellow Yeats ever could have imagined. I commanded this whole project. Until the very end.

STU

Is it the end?

STARKEY

It's the end of all this. Things fell apart. My job was to hold as much as we could for as long as we could. Did you know we actually injected you with the superflu virus? You thought it was a sedative. You killed it, and none of our scientists had the slightest idea how. If we had six weeks, we might have been able to crack it. But we didn't.

(MORE)

STARKEY (CONT'D)

It's over. Everyone's dead. Soon I'll be dead with 'em. But you, you get to be the man who's gonna survive the end of the world.

STU

If everyone's dead then you've got to let me out of here. Please--

STARKEY

Shh, shh.

(opens his gun
barrel, loads in two
bullets)

Isn't that a headscratcher? Four-star general, dedicated my entire life to serving my country and building myself into the best human specimen I could possibly achieve.

(coughs)

But I'm about to die. And who's gonna make it? Some redneck. Who will have done nothing significant with his life other than continue it past mine.

(clicks the barrel
into place)

Fate's a crazy thing, isn't it? You want to see what she's got in store for us?

STU

You've got to help me get out of here.

STARKEY

There's nothing out there.

STU

Nebraska. There's survivors there, I know there are--

STARKEY

Neither of us is leaving this building.

Starkey puts the gun to his temple...

STU

No!--

Starkey pulls the trigger. -CLICK- Offers the gun to Stu.

STARKEY

Let's see who fate picks this time.

Tensions raise... Stu knows Starkey is going to kill him if he doesn't do something. Right. Now.

Stu weighs the situation. Reaches out, wraps his hand around the gun... and then PULLS THE TRIGGER, aiming it at Starkey.

-CLICK-

Nothing. Stu won't get another chance. Starkey WRESTLES the gun back from Stu. Stu throws over a table and RUNS for it. Starkey squeezes the trigger -CLICK- -CLICK- until **BANG!**

Stu makes it down the hallway but not without taking a flesh wound in the thigh as Starkey gets up and RUNS after him.

CORRIDORS

Starkey chases Stu through the labyrinthine corridors of the CDC. Starkey reloads his gun as he notes Stu's blood trail on the floor.

Starkey comes around the corner, gun aimed, decades of military expertise to his advantage.

STARKEY

I was in Somalia, Stu! I'm *going* to kill you. Come out and take it like a man.

-**SHOOTS!** Miss. Stu ducks behind a corner. Checks his wound so we see that it's not fatal. But it does have him limping. He eyes a FIRE EVACUATION SIGN on the wall, plans out his route...

STARKEY (CONT'D)

You're the last of our species.
Go out with some dignity!

Stu runs for it. Starkey **BLASTS** off a shot and the chase resumes. Think the Hedge Maze Finale in "The Shining". Stu limps as fast as he can as Starkey gives chase not far behind. The only thing keeping Stu alive is Starkey's fast-deteriorating condition. Coughing, doubling over.

STARKEY (CONT'D)

You really think there's a world
out there?

Stu sneaks down a tight hallway...

PSSSSHHH!!!! Stu accidentally sets off AIR PISTONS that shoot air out at him from both sides of the hall (think the blowdarts shooting out of the walls in *Raiders of the Lost Ark*). The sound gives Stu's position away, and Starkey is closing in.

STARKEY (CONT'D)

Stu? Can you hear me? I didn't
finish my Yeats. You know what he
said about the world out there?
"The center cannot hold."

Stu comes to a DEAD END. There's a sign that reads AIRLOCK over the door to a sealed-off decontamination chamber. Stu has to make a decision fast.

STARKEY (CONT'D)

*"The blood-dimmed tide is loosed,
and everywhere, the ceremony of
innocence..."*

(about to turn the
corner)

"...is drowned."

Starkey jumps around the corner, gun out. He doesn't see Stu, but he's knows he's got the redneck cornered somewhere in this dead end. He sees a BLOODY HANDPRINT on the wall heading into the airlock room. Starkey goes inside...

...and outside, Stu suddenly reveals himself and SLAMS the door shut. Trapping Starkey inside the airlock chamber.

Through the glass window in the door, we see Starkey turn around. Realizing he was tricked. He runs for the door...

And Stu hits the DEPRESSURIZE button outside. Starkey's room instantly has ALL THE AIR SUCKED OUT OF IT. His eyes widen. His gun drops. He falls to the floor. Suffocating.

Stu watches through the window. Tragic. No time to mourn. Gotta get out of here.

INT. EXIT HALLWAY - MOMENTS LATER

Stu sees his exit: down this hall is a FULL BODY SCANNER attached to a pair of SEALED GLASS SECURITY DOORS. Piled up against the doors are DEAD BODIES. They couldn't get out.

There is mucus and blood on the glass. Handprints. It's a stomach-turning sight. Stu, numb at this point, takes a deep breath and moves forward.

INT. AIRLOCK ROOM - MEANWHILE

Starkey chokes for air, suffocating. He crawls to the door and manages to type in a code... Finally OXYGEN WHOOSSES BACK INTO THE ROOM. Starkey breathes in relief. The DOOR MECHANICALLY OPENS as he retrieves his gun.

INT. EXIT HALLWAY - CONTINUOUS

Stu steps around and over black and swollen faces covered in dried mucus. He drags a NURSE out of the BODY SCANNER (think TSA airport security), triggering the machine. A MOTION-ACTIVATED SENSOR ILLUMINATES. The scanner passes over the nurse's contorted face. A warning flashes: INFECTION DETECTED. EXIT DENIED. A red light FLASHES.

Stu get her out and steps inside. Again, the motion sensor ACTIVATES, this time scanning Stu. A long, tense pause ...

Stu looks through the scanner glass and sees STARKEY appear down the hall. SHIT!

NO INFECTION DETECTED. EXIT GRANTED. A green light FLASHES. Door locks UNCLAMP. The GLASS SECURITY DOORS OPEN.

Stu bolts out of the scanner and DIVES for the opening exit doors as Starkey starts FIRING SHOTS.

Stu makes it through, staying low on the floor, using the pile of BODIES as cover as Starkey RUNS DOWN THE HALL TOWARDS HIM, FIRING AND FIRING.

One bullet hits the CLOSING GLASS DOOR, otherwise would have hit Stu right in the face. (Think *The Fugitive*)

The doors close, close... they finally shut just as Starkey gets to them. He and Stu share a look.

Starkey knows its over. Stu gets to his feet and hobbles down the remainder of the hallway. We stay with Starkey for a moment, as he accepts his fate. Raises the gun to his head in military valor...

EXT. STOVINGTON PLAGUE CENTER - CONTINUOUS

BANG! Stu bursts through the doors and he's outside, shielding his eyes against BLINDING SUNLIGHT. The world around him materializes from the glare. An abandoned world. A dead world. Stu stands alone, feeling the warmth of the sun on his face ...

... then, he starts to walk. Slowly at first, his pace quickening with every step.

EXT. NEW YORK CITY STREETS - DAY

TIGHT ON RITA'S FEET. Unsteady and slowing. She wears open-toed sandals. The ankle-straps have chafed through her skin. Blood trickles down her ankles. Her feet are raw and swollen.

LARRY

We're almost at the tunnel.

Hours have passed. The sky is dark with a coming storm. Rita lets out a cry of pain. Larry stops and turns around, realizing she's no longer with him. She's down on one knee, holding one of her bleeding feet. Larry looks at her shoes with something like horror.

Jesus Christ, Rita! What were you thinking?

RITA

I'm sorry--

LARRY

Did you think you could just catch a cab back to your place if your feet got tired? Look at them! How long have they been hurting?

RITA

Since . . . well, since about Fifth and Forty-ninth, I guess.

LARRY

Your feet have been hurting you for twenty blocks and you didn't say anything?

RITA

I thought--

LARRY

You didn't think at all! Look at your feet!

Rita puts her hands over her face, crying. Larry GRABS her by her arms and drags her to her feet.

I want to tell you the facts of life because you don't seem to understand them. We may have to walk another twenty or thirty miles. If those get infected, you could get blood poisoning and die. There ain't any doctors! You've gotta get your thumb out of your ass and start helping me!

Larry thumbs have disappeared into the flesh of her arms. He lets her go. Rita stares at him, tears streaming, and smiles. It's a rictus of pain and horror. Sweat stands out on her face in big round droplets.

RITA

Go on. Don't let me slow you down.

She sits back down on the pavement and doesn't look at him.

LARRY

Rita, I'm sorry. I'm so sorry. I had no right to say those things. We'll bandage you up and get you some shoes and socks. We'll--

RITA

We'll nothing. Go away!

LARRY

I said I was sorry--

RITA

If you say that one more time, I'll scream--

LARRY

I said I was--

Rita throws back her head and SHRIEKS. Larry takes a step back, looking around as if the world hadn't ended, expecting a cop to come running over. But there's no one.

(MORE)

LARRY (CONT'D)

You better stop or I really will
leave you!

She doesn't. Larry shoulders his rifle and walks away. Rita stops screaming and Larry looks back. She stares at him coldly and makes a flicking gesture with her hand, as if he were a bothersome fly.

*I should've taken that million
dollars!*

He keeps walking. Thunder RUMBLES.

EXT. MAIN STREET, OKLAHOMA - DAY

SILENCE. Nick rides a bicycle down a eerily empty Main Street in a small Oklahoma town. A DEAD MAN lies in the middle of the street ahead of him. Nick pays him little mind until the dead man SITS UP. Nick, startled, loses control of his bike and FALLS on the pavement, cutting his hands and forehead.

The corpse gets up and staggers amiably towards him. But it's not a corpse at all. This is **TOM CULLEN** (30s, a gentle giant of a man). He's talking but we can't hear a word he says. He holds a nearly empty bottle of whiskey.

Nick stares dumbly at a spot on the pavement where drops of blood fall from the gash on his forehead. Tom touches his shoulder and Nick scrambles away from him. He gets to his feet and turns back. What he sees - Tom's big infectious smile, the innocent, dim-witted look in his eyes - relaxes him. Nick puts the back of his hand to his forehead and it comes back red. Tom starts talking again. Nick focuses on his lips and sound returns to the world.

TOM

Holy gee, mister, but you took a
tumble! Didn't you just? My laws!

Nick walks over to a nearby car and examines his forehead in a side mirror. The gash is ugly but not deep.

Are you okay, mister?

Nick pulls a pad of paper and a pen out of his pocket. He writes: YOU SCARED ME. THOUGHT YOU WERE DEAD UNTIL YOU SAT UP. I'M OKAY. IS THERE A PHARMACY IN TOWN? Nick shows Tom the pad.

I'm Tom Cullen. I can't read.
(MORE)

TOM (CONT'D)

I only got to third grade but then
I was fourteen and my daddy made
me quit. He said I was too big.

We see it on Nick's face: *I can't talk and he can't read.*
For a beat he's utterly nonplussed. He puts his pad and
pen away and makes sure he has Tom's attention. Then he
covers his hand with his mouth and shakes his head, cups
his hands over his ears and shakes his head again.

Got a toothache? I had one once.
Gee, it hurt. Didn't it just? My
laws!

Nick shakes his head and goes through the whole routine
again even throwing in a hand over his throat and a firm
shake of the head. Tom just grins, puzzled.

Is it an earache?

Nick throws his hands up in the air and collects his
bike. He hops on and pedals away. Tom follows him like a
golden retriever, jogging alongside happily.

Don't you feel like talking?

Nick is focused on the road. Tom tugs on his sleeve. Nick
stops, puts down the kickstand, and covers his mouth with
his hand again and shakes his head. He looks around at
the storefronts. A pharmacy. Bingo. Nick tries the door.
Locked.

They've got real good ice cream
sodas, much better than this
whiskey. It made me real sleepy
and now my head's fit to split.

Tom tosses it in a trashcan and just as he does Nick
picks the can up. Tom watches, dumbfounded, as Nick
carries it towards the store and THROWS it through the
window.

Hey, mister, you can't do that!
That's illegal! M-O-O-N and that
spells *il*-legal!

But Nick doesn't hear him. He's already inside.

What are you anyway, deaf?

His eyes light up.

My laws!

INT. DRUGSTORE - CONTINUOUS

Nick squirts alcohol on a cotton ball and rubs his forehead.

TOM

Hey, mister!

Tom rushes up behind him, momentarily puzzled when he doesn't turn around, and then remembers again and taps Nick on the shoulder. He turns and stares at Tom's lips.

You're deaf n dumb, right? Can't hear! Can't talk! Right?

Nick nods and Tom JUMPS into the air and CLAPS his hands.

I thought of it! Hooray for me! I thought of it myself! Hooray for Tom Cullen!

Nick smiles, amazed.

INT. DINER - DAY

Tom and Nick eat the oldest french fries you've ever seen. Amidst dead bodies.

TOM

So do you know what I'm saying right now?

Nick nods.

How?

Nick touches his lips. Annoyed, wishing someone smarter was around.

You read lips?

Nick nods. Impressed. Tom lets that sink in: Reading Lips. The next time he talks, he talks SLLLOOOOOWWW with EXAGGURATED LIP MOVEMENT.

TOM

NEEE-EEAAT.

(beat)

Whaaaat's yooour name?

Nick writes it down on a napkin. Tom shakes his head.

TOM
I CAAAAN'T REEEAAD.

Nick is stumped. How can he tell this guy his name? He spots an open, ransacked CASH REGISTER nearby. He gets up and to it, finds what he's looking for, and comes back. Puts a NICKEL on the table.

TOM
Fifty Cent.

Nick cringes. This is going to be worse than he thought.

Dime. Nickel.

Nick nods, then tries to cut off the "el" with hand motions.

Nickel?

Nick shakes his head. Does the chopping motion again. This is ridiculous.

Nick - Ull. Nick?

Nick STOPS. Nods. Impressed.

(eureka moment)
Nick.
(extends his hand)
Tom Cullen. My laws. Talkin' to
you's like playin a video game.

Nick laughs.

M-O-O-N, that spells Nick!

EXT. SMALL TOWN MAIN STREET - MINUTES LATER

Tom and Nick ride bikes.

TOM
How long have you been deaf?

No reaction. Tom rides up alongside him, reaches over and pats Nick's back.

How long have you been deaf?

Nick lets go with one hand and signs for "Total". Tom of course doesn't translate that.

Since you were little?
(MORE)

TOM (CONT'D)

Could you hear first, and then you
turned deaf? Or were you always
deaf?

Nick tries to sign for him, but then, fuck it. He knows
he can't understand. Tom taps him on the back again.

Have you ever heard anything
before?

Nick stops the bike. They both stop. Nick thinks, then
makes a "sleep" charade and taps on his temple.

In your dreams?

Nick nods.

Do you dream about the Black Lady?

Nick freezes. WTF. He's not the only one having these
dreams?

She said I have to go to Nebraska.
So that's where I've been going.
You want to go to Nebraska with
me?

Nick is still in shock. *Shared Dreams*. He finally nods.

My laws! Road trip!

Tom rides off excitedly. Nick watches him for a moment.
Shakes his head. Starts pedaling to catch up.

EXT. STOVINGTON PLAGUE CENTER - DAY

Frannie and **Harold's** scooters are parked outside the
familiar doors Stu narrowly escaped when last we saw him.
Frannie examines the bullet-starred glass. Harold,
hunkered down, peers inside, staring grimly at the
corpses trapped forever inside the sealed facility.

HAROLD

They died trying to get out.

Harold returns to his feet, revealing a holstered handgun
clipped to his belt.

FRANNIE

Have you ever been to Nebraska?

HAROLD

What?

FRANNIE

I think there's a place there
called Hemingford Home. I'd like
to go.

HAROLD

Why?

FRAN

I saw it. In my dreams. I've never
had dreams so real. I'm having
them every night. There was an
house, surrounded by fields of
corn. And an old black lady
playing a guitar. I can't explain
it, but she made me feel . . .
good. Like everything was going to
be okay. She made me feel safe.
She said I should come see her.

HAROLD

So, you want to go to Nebraska
now? Because of a *dream*? I dreamt
I was playing blackjack in Vegas
last night. Does that mean I wake
up and decide we should go to
Vegas?

FRANNIE

What else are we going to do?
Humor me, Harold.

Frannie returns to her scooter. There's a rifle leaning
against it. She picks it up, slings it over her shoulder,
and climbs on the bike. As she starts her engine we
notice she's also got an intimidating knife tucked into
her boot.

INT. LIBRARY - DAY

QUICK CUTS -- BOOKS pulled from shelves, piled high on a
reading table. Pages TORN OUT, maps RIPPED from atlases
and travel guides. **Stu** rifles through images of the
AMERICAN MIDWEST. Oklahoma. Kansas. Nebraska. He **SHOVES** a
book off the table, frustrated. It lands at the paws of --

KOJAK -- a sweet-natured Irish setter, tail swishing
happily back and forth, big dog grin plastered across his
big dog face. Stu stares.

STU

Where'd you come from?

Suddenly -- *click* -- a rifle COCKS. Stu freezes.

GLEN (O.C.)

On your feet. Nice and slow.

Stu shows his hands, standing slowly from the table. He turns to find **GLEN BATEMAN** (60s, bearded, professorial), aiming a rifle at his chest.

GLEN

Want to tell me what the hell you think you're doing?

STU

Sorry ... I didn't know anyone was here.

(a relieved smile)

I didn't know anyone was still alive --

GLEN

That's not what I asked. Just what the hell do you think you're doing defacing one of the most important treasures this world has left?

It takes Stu a moment to realize what Glen is referring to.

STU

... the books?

GLEN

Correct. A couple weeks ago, they'd be close to worthless, but now ...

(curious)

Do you know how to re-wire a circuit board? Or build a microchip? How about steam turbines, you handy with those? Can you set a broken leg?

STU

I used to be a pretty good cook.
(preempting the lecture)

Look, I get what you're saying. I'm sorry, I didn't mean any offense. I just needed a map.

Glen gives Stu's reading selections a closer look.

GLEN
Planning a little vacation?

STU
I'm looking for a town. Hemingford
Home. I think it's somewhere in--

GLEN
Nebraska.

Glen peers at Stu, disbelieving.

GLEN
Polk County to be exact.
(amazed)
You've seen her, too.

This sinks in. Glen lowers the rifle.

GLEN
What's your name?

STU
Stu Redman.

GLEN
Do you like caviar, Stu?

Off Stu -- *not sure where this is going ...*

INT. LIBRARY - DAY

Glen forks caviar onto a paper plate, passes it to Stu. They're enjoying a meal of pepperoni, figs, apples and sardines in the rafters of the library, where Glen has made his home.

GLEN
I've always been a vivid dreamer.
Ever since I was a boy. You?

Stu shakes his head, taking his first ever bite of caviar. *Not a fan.* He discretely vacates it into a napkin.

GLEN
After Captain Trips, everything
changed.
(taps his skull)
Up here. Like the dreams were
never really dreams at all.

STU

What else could they be?

GLEN

Messages. That's my theory. Coded messages, transmitted by some kind of higher intelligence -- like a signal you can only pick up once the rest of the room's gone quiet. Which, come to think of it, is exactly what's happened. The whole world's gone quiet, and suddenly we're hearing the voices that have been calling out to us our whole lives. The good and the bad. I know how that sounds, but I can't think of any other explanation. Here we are, two people with nothing in common, except that we've survived an epidemic that's wiped out, at minimum, 99% of the world's population. And we're both dreaming of corn. And Nebraska. And an old woman playing a guitar. And ...

STU

Him.

Glen nods slowly.

GLEN

The first time I saw him, he wore a hooded cowl. He was standing on a high cliff, or a tower. It was near sunset, but he was looking the other way ... looking east, with these piercing red eyes. And somehow, I just knew, he was looking for me. And one day, he would find me, or I would be forced to find him. And that would be the death of me.

Stu has stopped eating.

STU

How do we know he's real?

GLEN

She's real enough.

Glen plops a folder onto the table. Stu opens it, immediately confronted with a photograph of MOTHER ABAGAIL, seated in her rocker on the porch of the SAME HOUSE from his dreams. The picture is a part of a local newspaper profile marking the 100th birthday of Abigail Freemantle: "*The Oldest Woman in Nebraska*". Glen leans in, voice low --

GLEN

I'll tell you what I think is happening, Stu Redman from East Texas. I think you and I were supposed to meet. I think all of this -- the dreams, Captain Trips, all of it, it was all *supposed* to happen, sick as that sounds. And now I think we're meant to get to Hemingford Home and find this Abigail Freemantle.

Stu considers, staring down on the photograph of Mother Abigail.

STU

She asked me to help a young woman. She's pregnant. She's in danger. I don't know how to find her.

GLEN

If you and I are having the same dream, I think it's likely she is too.

This is enough to get Stu to his feet.

STU

We should get a move on.

EXT. USED CAR DEALERSHIP - DAY

A sea of dusty new cars. Suddenly, they begin to EXPLODE. One after another with rapid-fire succession. Like dominoes.

Trashcan Man, arm in a makeshift sling, covered in fresh burns, watches from across the street, smiling ear-to-ear. The flames dance in his eyes.

EXT. HIGHWAY - DAY

Trash rides a bike along a Colorado highway. The sound of the approaching engine gets louder and louder. Trash slows to a stop and sits on the shoulder, looking back apprehensively.

A black, tricked-out FORD DEUCE COUPE thunders towards him. Hand-painted FLAMES billow out of the manifold pipes. Written in both sides are two words, raked backwards to indicate speed: "THE KID". The driver sees Trash and downshifts in a MACHINE-GUN BURST of BACKFIRES. Rubber PEELS off the highway in hot swatches as the car SCREECHES to a stop, panting like a deadly animal. Then the door opens --

THE KID steps out. Think 1950s Elvis crossed with Dennis Hopper in *Blue Velvet*. His hair is piled and swirled and slick with grease. He wears a black leather motorcycle jacket creaked with oil. There's an eagle on the back. Above it, written in white silk thread: "THE KID". Two gunbelts crisscross his flat belly; giant .45s lean out of each of the sagging holsters on his hips.

THE KID

Hey, you'all long tall and ogly.

Hey, boy, whatchall say?

Trash stares at the painted flames on the car, fascinated.

TRASHCAN MAN

I like your car.

INT. THE KID'S CAR - MOMENTS LATER

Trash sits in the passenger seat. The Kid pushes to a cruising speed of 95 mph. Trash is terrified. The world ZIPS by. The Kid talks like he drives. FAST.

THE KID

Relax, boy. I got the reflexes. I got the timin. I got three-fiffs of a second. You believe that?

TRASHCAN MAN

Yes, sir.

THE KID

I like you, boy. Getchall a beer out'n the back seat. All's I got is Coors.

(MORE)

THE KID (CONT'D)

Coors beer's the *only* beer. I'd
piss Coors if I could. You believe
that happy crappy?

Trash gets one out of the back. He cracks it open as they
WHIZ around a bend. His eyes go wide. A SEMI nearly
blocks the whole highway. Trash puts his hands over his
face, dropping his beer in his lap, where it SPILLS
everywhere. The Kid SKITTERS the deuce coup along the
side of the highway like a waterbug and they skin by the
cab of the truck. The Kid WHIPS a .45 out and SHOVES it
in Trash's cheek.

THE KID

I'm gonna venilate your thinkin-
machine for that. You done spilt
the beer. You think they're making
any more Coors these days? That
seem very likely to you?

TRASHCAN MAN

No, sir!

THE KID

You're goddamn right. It's a
dangered spee-shees.

He presses the gun into Trash's cheek, smashing his head
against the passenger window. Trash WHINES. Then The Kid
lowers the gun slightly.

THE KID

I'll tell you what. You get you
another can, and you chug it. If
you can chug the whole thing, I
won't send you to the Cadillac
Ranch.

Trash frantically reaches for another can.

Go on. Every drop. And if you puke
it back up, you're a gone goose. I
got this sucker loaded up with
dumdums. They'll open you right
up.

Trash upends the beer. He swallows convulsively, his
Adam's apple going up and down like a monkey on a stick.
He finishes and drops it between his feet. He fights a
seemingly endless battle with his gorge and wins his life
in one long BELCH. The Kid throws his head back and
LAUGHS.

Okay! Not too shabby!
(MORE)

THE KID (CONT'D)

They call me The Kid. Outta Shreveport, Looseyanna. What they call you, boy?

TRASHCAN MAN

Trashcan Man.

THE KID

Whut? You jokin' me, boy? Ain't nobody jokes The Kid. An you better believe *that* happy crappy.

TRASHCAN MAN

I do believe it. That's what they call me. I used to light fires in trashcans and mailboxes when I was a kid. I set old lady Semple's pension check on fire.

THE KID

Well, no sense beatin around the bush. I guess we're goin to the same place. Goin west. You been gettin dreams about that boogeyman too, ain'tcha?

TRASHCAN MAN

(fearful)
The dark man.

THE KID

He don't scare me. Hell no. He's a hard baby, but The Kid has handled hard babies before. I don't know who he is or where he comes from or how he can broadcast into our goddamn thinkin-machines, but I'm gonna run him right outta town. I shut em up and then I shut em down. You stick with me, Trashman or whatever the hell you call yaself. We ain't gonna eat no pork and beans. We're gonna eat more chicken than any man ever seen!

EXT. LINCOLN TUNNEL - LATE AFTERNOON

Larry approaches the car-choked mouth of the Lincoln Tunnel and slows to a stop. He sees, with something like real dread, that the lights inside the tunnel are out. It's a black hole. Larry glances over at the car to his left. A WOMAN with a BLACKENED TROLL FACE stares out at him. Her nose pressed into a bulb against the glass.

Blood and snot cake the window. Larry nearly jumps out of his skin. He licks his lips and tries to laugh. It comes out badly. Larry stares at the tunnel's gaping maw for a moment and then abruptly turns around. He cups his hands around his mouth and calls out:

LARRY

Rita! Rita!

His only answer is a dead echo.

I tried to apologize.

Lightning SPLITS THE SKY overhead. A GIANT ROAR of thunder follows. A cold splash of RAIN strikes the side of Larry's face. Dime-sized drops begin to fall around him. It's going to pour. Larry looks back at the tunnel.

EXT. APPLE ORCHARD - CONTINUOUS

Two ROTTED BODIES, assumedly a husband and wife, hold hands in death on the ground at the base of a PICTURESQUE APPLE TREE.

Nick and **Tom** raid the orchard. Their bikes lay nearby. Tom, apple in his mouth, fills his shirt with as many as he can carry. Nick bites into one, relishing the sweetness, but eyes THUNDERHEADS building in the west warily.

EXT. HIGHWAY - CONTINUOUS

Frannie and **Harold** ride their scooters. They sweep around a curve and see a GIANT RV overturned in the middle of the road blocking it from one end to the other. It's all too neat. They slow, exchanging a glance.

INT. EMPTY CAR - CONTINUOUS

Larry hunkers inside an abandoned car inhales the last of his cocaine. Rain DRUMS the roof.

LARRY

You got this.

He unzips his pack and starts digging. Change of clothes, camping gear, freeze-dried snacks, and water. He pauses, confused. Searches some more.

Shit.

He stares at the open pack in disbelief, then EXPLODES, SLAMMING the pack up and down on the seat as hard as he can.

SHIT! SHIT! SHIT!

His tantrum comes to an end and he sits there, defeated. Breathing hard. Then something occurs to him and digs into his pockets. Pulls out his lighter. Flicks it. Stares at the flame.

No flashlight, no problem.

EXT. KANSAS ROAD - CONTINUOUS

Tom doesn't look well. The sky is oppressively dark. Nick's on the lookout for shelter but they're in the middle of nowhere. Dead LIVESTOCK litter a nearby field. Tom stops his bike, groaning. It takes a beat for Nick to realize he's fallen behind. When he does, he sees Tom hunched over in the dirt road, hands pressed to his stomach.

TOM

I don't feel so good, Nick. I shouldn't have eaten all them apples.

Nick points to the sky urgently but Tom pays him no mind. He stumbles off the road and disappears behind a nearby tree where he drops trou and squats. Nick, exasperated, turns his attention back to the sky.

EXT. HIGHWAY - CONTINUOUS

Frannie and Harold climb off their bikes. Harold unholsters his gun and motions for Frannie to stay put.

Frannie unslings her rifle from her shoulder as Harold quietly creeps along the overturned RV. He glances back at her then disappears around the corner at the edge of the road to see what's waiting for them on the other side.

Frannie keeps her eyes peeled. But she's looking the wrong way. Behind her, a car door opens in the congested road and **SKULL MASK** gets out. He's holding a gun.

EXT. LINCOLN TUNNEL - CONTINUOUS

Larry stands in the rain at the mouth of the tunnel, undecided and frightened again. He's soaked to the bone. A RATTLING CRACKLE of thunder SOUNDS so loudly that Larry lets out a terrified yelp. Then it begins to HAIL.

LARRY

Fuck it.

Larry steps inside

THE LINCOLN TUNNEL

The pounding rain outside ECHOES through the tunnel. It's deafening. Larry moves forward slowly. At first the opening behind him casts dim light ahead and he sees more cars jammed in bumper to bumper and the greenish-white tiles on the walls.

Larry covers his nose, already smelling the overwhelming stench of death. He looks up at the dark fluorescents embedded in the ceiling and the dead glass eyes of the security cameras. From there, his eyes fall on an ELEVATED PEDESTRIAN WALKWAY and his face brightens.

LARRY

Bingo.

Larry hauls himself up on the walkway, wet shoes slipping against the wall. He grips the handrail for support and moves forward. As he negotiates the first slow, banked curve, the light grows dimmer until all he can see are muted flashes of chrome. After that the light ceases to exist at all.

EXT. KANSAS ROAD - CONTINUOUS

Nick, wide-eyed, watches dazzling FORKS of LIGHTNING STAB down from the clouds. Thunder BOOMS. And then a HORRIBLE DARKNESS comes out of the west in the shape of a FUNNEL. It looks a thousand feet high. It touches down three quarters of a mile away and a long blue building with a roof made of corrugated metal EXPLODES with a loud BANG. The vibration STRIKES him, ROCKING him back on his feet. The building seems to explode inward. Then the tin roof breaks in two, whirling upward, spinning and spinning like a top gone insane. A MONSTROUS FACE WITH A SINGLE EYE APPEARS IN THAT SWIRLING VORTEX

EXT. HIGHWAY - CONTINUOUS

Harold rounds the corner of the overturned RV, gun in hand. What he finds on the other side of the obstruction stops him in his tracks.

A striking YOUNG WOMAN stands there -- late 20s, tall, think Helen Slater in *The Legend of Billie Jean* with short, punked-out blonde hair. She wears painfully short jeans and a bikini top. Harold lowers his gun immediately.

This is **DAYNA JURGENS**. All that flesh knocks Harold for a loop and it takes him a second to notice anything beyond her. Then he does. He sees THE VAN he and Fran narrowly missed at the motel. The one attached to a horse trailer. In the back of that pad-locked trailer, hands wrapped around the bars, is another WOMAN (30s, overweight, sporting a nasty black eye) staring out at him.

COACH (O.S.)

Howdy, stranger!

Harold turns and there's Coach, that Rob Riggle looking motherfucker, lounging in a lawn chair. He points a gun at Harold. The black stone around his neck shines in the sun. Harold instinctively points his gun right back at him. Coach grins.

INT. LINCOLN TUNNEL - CONTINUOUS

BLACK. We HEAR **Larry's** hand SLIDE along the railing. We HEAR his FOOTSTEPS and anxious BREATH. He FLICKS his lighter and the FLAME ignites. The light it provides is pitifully small, giving him a circle of visibility about six feet. He sees the SHAPES of BODIES in the cars closest to the walkway. He lets the flame die and keeps moving. His footsteps ECHO. The echoes makes it sound like someone is behind Larry . . . stalking him. He stops, flicks his lighter, and listens, head cocked, eyes wide, until the echoes die. Then he moves forward, stepping much more quietly, trying to keep those unnerving echoes to a minimum. The flame dies.

We LISTEN as he progresses through the BLACKNESS. We hear his BREATH, the THUMP OF HIS HEART, his careful, quiet footfalls. And something else. SQUEAKING. Little nails CLACKING on metal. Larry FREEZES. HE SEES TINY, GLOWING RED EYES, DOZENS UPON DOZENS OF THEM, MOVING THROUGH THE DARKNESS.

He FLICKS the lighter and we see RATS SCURRYING below off the walkway.

They SKITTER over cars and RACE along the concrete in the same direction he's headed. Larry looks frantically down at his feet, expecting to see them swarming there as well, but the walkway is clear. Larry walks faster, echoes be damned, wiping a hand across his sweaty face, fighting back panic and the urge to run blindly forward. He GRIPS the handrail and lets the lighter die.

EXT. KANSAS ROAD - CONTINUOUS

Nick snaps out of it and runs to **Tom**. He's still behind the tree, head buried between his knees, MOANING. Nick GRABS his arm, TUGGING frantically.

TOM

I ain't done yet, mister!

Nick SHAKES Tom HARD and points at the sky. Tom follows his gaze. When he sees the twister, all the color goes out of his face and his eyes go big saucers.

Tornado! There's a tornado coming!
M-O-O-N! That spells tornado!

Tom hauls his pants up as Nick JERKS him to his feet.

EXT. HIGHWAY - CONTINUOUS

Skull Mask creeps up behind **Frannie**. She faces the overturned RV, rifle raised in alert. She's starting to get worried. She sort of half-shouts, half-whispers:

FRANNIE

Harold--

Then Skull Mask GRABS her from behind, clasping his hand around her mouth and shoving his gun under her chin. Frannie STRUGGLES under his hand. Her rifle CLATTERS to the ground.

INT. LINCOLN TUNNEL - CONTINUOUS

Larry's FOOTSTEPS are LOUD now, SMACKS and SCUFFS echoing wildly. His RAPID, TERRIFIED BREATH. The SQUEAKING of the RATS. Then we HEAR Larry TRIP. He lets out a FRIGHTENED CRY and we hear him HIT the ground. We hear his lighter go BOUNCING. Larry starts to SCREAM. He SCREAMS and SCREAMS and SCREAMS in that blackness. Those screams eventually become GASPS and SOBS and CURSES. We hear him searching FRANTICALLY for his lighter.

Larry begs God to help him. Then he has it and he spins the wheel, IGNITING the flame.

He has tripped over the splayed legs of a SOLDIER who died leaning against the tunnel wall. He stares in horror at the soldier's face. The hilt of a KNIFE sticks out of his throat. His lips have fallen away from his teeth and he seems to be GRINNING. Larry lets out a CRY and scrambles back to his feet, knocking out the flame.

EXT. KANSAS ROAD - CONTINUOUS

Nick and **Tom** DASH back to the road and see a TRUCK BARRELING towards them. It's being pursued by the monstrous twister. Nick WAVES his arms at the truck. It comes SCREECHING to a halt, nearly hitting them both. Nick runs to the passenger window and sees a terrified **RALPH BRENTNER** (50s, open-faced, think John C. Reilly) behind the wheel, straw hat with a feather in the band on his head.

RALPH
HOLY CHRIST! GET YOUR ASSES IN
HERE!

Nick jumps in and Tom LEAPS into the truck bed. Ralph STOMPS the accelerator.

EXT. HIGHWAY - CONTINUOUS

Harold and **Coach** continue their stand-off. Harold is trembling, scared shitless. Coach is cool as a cucumber.

COACH
You remind me of this Jewish kid I
used to wail on back in high
school. My buddies and I would
catch him in the showers after gym
class and go ape shit on him with
wet towels. Just beat the tar out
of him. Til he was red as a
lobster.

(shakes his head,
wistful)
Those were the days. I've gotta
stop saying that though, right?
It's just not true anymore. These
are the days.

DAYNA
Shoot him.

Harold's eyes flicker to Dayna. She's serious. Then the woman in the horse trailer with the black eye chimes in:

BLACK EYE

SHOOT HIM!

Harold's gun trembles. Sweat glistens on his brow. Then: Muffled cries. Skull Mask appears. He's got Frannie locked in a vice grip.

HAROLD

Don't hurt her!

Harold raises his gun in surrender and Coach rises to his feet to welcome his new guest.

COACH

Well, well, well. Aren't you just gonna be the prettiest showgirl Vegas has ever seen?

INT. LINCOLN TUNNEL - CONTINUOUS

FLICK! Larry kneels before the soldier, examining him in the light of the flame. A horrible sentinel left to bar passage. His glazed eyes stare at Larry.

FLICK! Larry moves quickly down the walkway in a shuffling run, holding the flame out in front of him and cupping it with his other hand. His eyes are large and panicked. He looks like he could lose it at any second. The flame FLICKERS on and off and he adjusts his speed to keep it alive.

He slows seeing DARK SLUMPED SHAPES blocking the walkway ahead of him. The lighter grows hot in his hand. He cries out and lets the flame die. It's PITCH BLACK. He steps forward slowly, breathing rapidly, waiting for the lighter to cool.

FLICK! Larry looks down at an OLD MAN IN A BLUE SUIT. A black yamaka has fallen from his balding head into his lap. A six-pointed star of beaten silver in his lapel. He's been torn apart. His body and the shattered tiles around him are RIDDLED with BULLET HOLES. Beyond him are another half dozen corpses: TWO WOMEN, A MIDDLE-AGED ASIAN MAN, AN OLD WOMAN, TWO TEENAGE BOYS. They were all gunned down trying to escape from the city.

INT./EXT. RALPH'S TRUCK - CONTINUOUS

RALPH

Holy Christ, that thing came out
of nowhere! I got a storm cellar
in my barn!

Nick turns around. **Tom** is behind him in the bed of the truck. They both watch in terror as the tornado closes in, SUCKING UP everything in its path. Ralph pushes the truck to its limit. A house with an adjacent barn appears ahead of them. Ralph TEARS off-road across a FIELD to get to it faster.

EXT. HIGHWAY - CONTINUOUS

Coach SEIZES **Harold** by his hair and points his gun at Dayna. **Skull Mask** still has **Frannie** under lock down.

COACH

Move.

He pushes Dayna towards the horse trailer with his gun and pulls Harold along after him by the hair. Skull Mask moves forward with Frannie who struggles with all her might to break free. She RIPS an arm loose and ELBOWS Skull in the face, cracking plastic and knocking his mask askew. He loses his grip on her and she's gone, disappearing around to the other side of the overturned RV.

HAROLD

Run, Frannie! Run!

Skull Mask scrambles after her. Coach pulls Harold's hair so hard he SCREAMS and falls to his knees.

COACH

You bring her back alive! And
don't you dare mess her face up!

Coach gets his prisoners to the trailer and gives Dayna the keys.

COACH

Unlock it.

Coach sticks the gun in Dayna's defiant face.

Now.

INT. LINCOLN TUNNEL - CONTINUOUS

FLICK! RATS SCATTER as **Larry** maneuvers his way over and around the slaughtered civilians. Sprawled across the walkway ahead of him are more bodies. They're piled on top of each other. They can't be stepped over like the ones at his feet.

FLICK! Larry peers over the guardrail. There's a pile of bodies down there as well. Some have spilled off the walkway and others were gunned down below. Blood and bullet holes. Squeaking RATS SWARM over the corpses, RED EYES FLASHING. Behind him, in the darkness, FOOTFALLS. Larry WHIRLS around and HISSES as his fingers are burned by the hot lighter. The flame dies and we HEAR him UNSLING his rifle and LOAD a bullet in the chamber. He SHOUTS into the darkness.

WHO'S THERE?

No answer but the echo. When it fades he hears the quiet sound of BREATHING. And sliding, quiet footsteps. Larry FLICKS his lighter. Sparks erupt but it doesn't catch. The fluid is low. He tries again, frantically, and the lighter TUMBLES out of his hand. We hear it STRIKE the railing and then BONK off the roof of a car.

YOU BETTER ANSWER ME!!!

Echoes and then that soft, gritting step again. Larry OPENS FIRE. The EXPLOSIONS are shatteringly loud. Larry SCREAMS at the sound of them but his screams are lost in the ROAR. FLASHBULB IMAGES of tile and frozen lanes of traffic EXPLODE one after another like a string of snapshots as FIRE LICKS from the muzzle of his rifle. RICOCHETS WHINE. He fires mindlessly until the hammer falls with a dry and impotent CLICKING. BRIGHT AFTERIMAGES hang before Larry's eyes in triple exposures. He makes a whining sound deep in his chest. Then a SCREAM rises in the darkness. It is a desperate, wretched sound, close to the limits of sanity.

RITA

Larry! Oh, Larry!

LARRY

Rita!

She begins to sob, wild sobbing that fills the tunnel.

EXT. RALPH'S HOUSE - CONTINUOUS

The truck SKIDS to a violent halt and everyone gets out. **Nick, Tom, and Ralph** HAUL ASS for the barn. Behind them, Ralph's house is DEVoured by the tornado.

EXT. HIGHWAY - CONTINUOUS

Frannie recovers the rifle she dropped by her scooter and turns around just as Skull Mask rounds the corner. She raises the rifle at him and he LUNGES for it, grabbing a hold of the barrel. She pulls the trigger to no avail. Safety's on. He chuckles, locks onto that barrel, and SWINGS her into the side of the overturned RV. *Oomph!*

She hits the ground hard, groans in pain, and reaches for her boot. She pulls out that intimidating knife and puts it right through Skull Mask's leg. He HOWLS in agony.

INT. LINCOLN TUNNEL - CONTINUOUS

Larry and Rita talk in the darkness.

Are you okay? Did I hit you?

RITA

No . . . One of them went by so close . . . I felt the wind . . .

LARRY

Why didn't you answer me? I'm going crazy in here! I could've killed you!

RITA

I was scared!

LARRY

Rita, listen to me. There's a flashlight in your pack.

A GASP of hope. We hear her unzip her pack and dig through it. Suddenly a BEAM OF LIGHT pierces the darkness, MOVING WILDLY around the tunnel.

I'm over here!

Her beam finds him, then aims down at her feet. Rats SQUEAK by, crawling over Rita's brand new pair of tennis shoes. She SCREAMS and runs towards the pedestrian walkway, crushing a SQUEALING rat underfoot.

Larry reaches down, takes the flashlight from her, grabs both of her hands and hauls her up onto the walkway. She throws her arms around him, sobbing.

LARRY

Shhh. It's okay. You're okay.

RITA

There were two men out in the rain. I think they were looking for me. I hid from them. They could be in here. We have to get out of here.

LARRY

There's more bodies up ahead. Can you handle it?

RITA

If you're with me. Please . . . just don't leave me.

LARRY

I won't.

Larry takes Rita's hand. With the other he aims the flashlight ahead. There's a nauseating stack of bodies, a small hill, spilling off the walkway into a larger pile below. The sound of SQUEAKING rats is overwhelming. We catch glimpses of them. There is a sea of them down there.

INT. BARN - CONTINUOUS

Nick, Tom and Ralph run inside. SWIRLING DEVASTATION behind them. Ralph leads them to a door in the floor. He and Nick HAUL it open. As Nick and Tom descend the stairs there is a STRANGE THRUMMING VIBRATION. Then the plank siding of the barn is YANKED out board by board and SUCKED up into the dark sky like rotted brown teeth being pulled by invisible forceps.

EXT. HIGHWAY - CONTINUOUS

Coach SHOVES **Dayna** into the horse trailer. She goes SPRAWLING on her face inside. He SLAMS the door shut behind her. The keys JANGLE in the lock. He lets go of **Harold's** hair and aims the gun at him. With his free hand he locks the back of the trailer.

COACH

Now it's just the two of us.

Coach grabs Harold and gives him a nasty titty twister. Harold SCREAMS in AGONY. He FLAILS, knocking Coach against the horse trailer. Dayna's arms latch onto him through the bars and lock around his neck.

DAYNA

Kill him!

Harold, in excruciating pain, falls to the ground. The woman with the black eye starts screaming at him.

BLACK EYE

Get up! Get his gun!

Coach WRITHES around, trying to get out of Dayna's grip. He swings his gun wildly and begins firing.

INT. LINCOLN TUNNEL - CONTINUOUS

Larry and Rita struggle across the soft yet stiff barricade of bodies. They stumble, almost falling, arms slung around each other's necks, Rita clutching the railing. As the pile deepens they can no longer walk. Their arms and legs sink deeper. Larry's hand PUNCHES through into some dreadful sliminess and he falls face down onto the corpses. He finds himself FACE TO FACE with an AFRICAN AMERICAN MAN. His mouth OPENS as if to speak and a slimy, bloody rat CLIMBS out. Larry SCREAMS and CRAWLS over the bodies faster. More TOPPLE over the walkway.

RATS are everywhere, squirming over their hands as they grab onto body parts for leverage. Rita, completely hysterical, FLINGS her hand wildly against the back of her neck as a rat DARTS across it. Larry finally finds solid footing, the pile thinning. He turns back and grabs Rita, dragging her across the hump and down the other side to solid ground.

He grabs her hand and they jog along the walkway. They encounter a bed stood up on end blocking their path. Together, they manage to tip it over the railing. It crashes onto a car below with a loud, echoing BANG. They keep moving. The sound of RAIN returns. Larry cries out joyously:

Do you hear that?

INT. BARN - CONTINUOUS

The hay littering the floor RISES and WHIRLS in a dozen miniature funnels. Ralph's hat RISES off his head.

He's able to PLUCK it out of the air just before it's torn away. He steps down into the cellar. The THRUMMING VIBRATION grows LOUDER. He turns to close the door and sees the barn being RIPPED apart around him.

EXT. HIGHWAY - CONTINUOUS

Skull Mask pulls the knife out of his leg as **Frannie** scrambles away. GUNSHOTS sound loudly from the other side of the overturned RV.

Skull Mask BRAYS and GRABS onto a nearby car for support. There's something wedged down in the window of the car door. He grabs on and YANKS free A TWISTED COAT HANGER. He limps towards her, wielding it like a knife. She backs away from him. Eyes filled with a terror.

BANG! Skull Mask's frightening visage DISINTEGRATES in a BURST of blood and cheap plastic.

STU, rifle raised, stands behind the open passenger door of a car **Glen** is driving. **Kojak** is visible through the passenger window. Frannie stares dumbly down at Skull Mask's corpse. She looks up at Stu and they lock eyes. Stu smiles at her.

More GUNSHOTS from the other side of the RV. Stu instinctively drops down a little for cover behind the car door and sees **Harold** come running around the side of the RV, gun in hand.

HAROLD

Frannie!

Harold sees Stu and Glen and points his gun at them. Stu raises his rifle in return. Confusion abounds.

FRANNIE

Harold! It's okay! Put the gun down! He saved my life!

Harold skids to a stop, seeing the bloody remains of Skull's mask at Fran's feet.

HAROLD

I got the other one! He's dead!

Stu breathes a sigh of relief.

INT. LINCOLN TUNNEL - CONTINUOUS

The mouth of the tunnel is ahead of them. It's dark outside now and still pouring. Larry and Rita take the next service ladder down to the congested lanes of traffic. The traffic comes to a stop at the mouth where TWO HUGE ARMY CONVOY have been parked nose to nose. Larry and Rita squeeze between them, scrambling over the locked bumpers. Inside they see a half-assembled tripod machine gun, ammunition, canisters of tear gas, and THREE DEAD SOLDIERS.

INT. BARN - CONTINUOUS

Ralph GRABS the HANDLE and PULLS it towards him, caught in a tug of war with the wind. Nick APPEARS and grabs on. They PULL it closed together just as Ralph's TRUCK is HURLED at them by the wind's powerful hand.

EXT. HIGHWAY - CONTINUOUS

There's a bullet hole in the side of Coach's face. And another in his stomach. He's sprawled dead on the ground beside the horse trailer. **Glen** unlocks the trailer door. The women climb out. **Dayna** SPITS on Coach's corpse as she steps down. **Black Eye** looks completely traumatized.

ON THE OTHER SIDE OF THE RV

Harold watches as **Stu** soothes a traumatized **Frannie**. Her head is pressed against his chest. His strong arms are around her. He looks down at her in amazement. He can't believe she's real.

STU

(testing)

Where were you guys headed?

FRANNIE

Nebraska.

STU

Us too.

She looks up at him, mystified.

FRANNIE

Why?

STU

To see the old woman. My friend dreamed about her too. You guys?

Frannie nods, dumbly.

You know who else I dreamed about?

She shakes her head.

You. And your baby.

Frannie gasps.

NEARBY

Harold watches them, tears burning his eyes.

EXT. LINCOLN TUNNEL - CONTINUOUS

Larry and Rita STUMBLE out of the tunnel, GASPING. Empty tollbooths. Beyond, the westbound lanes stand empty for as far as the eye can see, but the eastbound feeding into the tunnel are crowded with silent traffic. Larry and Rita are filthy, covered in death. The rain HITS them hard and they stand there, soaking in it. Larry cleans off his face and hands. Rita just stands there, hands at her side, crying. Larry lets out a crazy laugh.

LARRY

WE'RE ALIVE! Holy shit! I can't believe we just did that!

He grabs Rita and PLANTS a big kiss on her mouth. She continues to sob. Larry dances around in the rain, laughing.

New Jersey never smelled so good!

INT. LLOYD'S HOLDING CELL - DAY

Tight on the remains of Lloyd's rat. It's mostly skeleton now. The long pink tail is still attached. It's been tossed indifferently in one corner of the cell. **Lloyd** hums and grins. Every now and then his grin fades and he sobs. His prison coverall hangs on his body like a limp sail. His skin is stretched tightly across his face, his lips drawn back from his teeth. His eyes are bright, glittering and crazy.

The holding cellblock is utterly quiet except for his humming and occasional sobbing, and the soft scrape of the cot leg as Lloyd fumbles with it. He's on his stomach, arm extended through the bars, ever so slowly working his neighbor's stiff corpse towards him, the cotleg snagged on the man's pantsleg.

LLOYD

Come on. Come on.

When he's within reach, Lloyd tosses the cotleg aside and grabs hold of the dead man's leg. He HAULS him over, pulling his leg through the bars and into his cell. Lloyd touches the man's bare foot. Caresses it. Salivating. He starts to cry again, pressing his forehead against the dead man's toes. He opens his mouth and BITES the fleshy part on the bottom of the man's foot HARD. He TEARS at the flesh with his teeth. Then there's a SOUND, strange and far away. The CLASH of metal on metal. Lloyd FREEZES. There is the distant sound of FOOTFALLS, BOOTS CLOCKING STEADILY HIS WAY. And then a VOICE. HIS voice. THE DARK MAN'S VOICE. FLAGG'S VOICE.

FLAGG (O.S.)

Helllllllloooooo! Anybody home?

His voice floats down the corridors, echoing and echoing.

*Anybody home? Going once . . .
going twice . . . Annnnnnd . . .
I'm off!*

Lloyd CATAPULTS off the ground. He grabs the cotleg and BEATS it frantically against the bars.

LLOYD

NO! DON'T GO! PLEASE DON'T GO!

A CHUCKLE. Then the voice comes closer. The boots get louder.

FLAGG (O.S.)

*We'll eat you up, we love you so .
. . and oh, someone sounds so . .
. hungry.*

Lloyd throws the cotleg aside and wraps both hands around the bars of the cell door. He presses his face between them trying to see down the dark corridor. Those boots CLACK towards him, getting closer. Lloyd glances back at his lunch, realizes how bad it could look, scrambles over and hurriedly pushes the dead guy's leg back into his cell. He's still on his knees when he turns and sees a pair of DUSTY COWBOY BOOTS settle in front of his cell. Lloyd's gaze rises slowly.

He sees faded jeans, a brass belt buckle with a SCORPION on it, a denim jacket - the YELLOW SMILEY FACE pinned to it BEAMS at Lloyd. That SMILEY FACE is ALIVE and MOVING. It STICKS its TONGUE out at him and CACKLES silently. Lloyd lets out a STARTLED CRY and then sees FLAGG'S FACE.

There's a dark hilarity there. He smiles, revealing gleaming white teeth.

FLAGG

Boo!

Lloyd SHRIEKS, falls backwards onto the floor, and begins to cry. Flagg bends to his knees, suddenly soothing.

You poor guy. You look like an advertisement for summer vacation at Dachau.

LLOYD

Please let me out. I don't want to end up like my rabbit. I'll do anything. I'm starving.

FLAGG

How come you're not dead already?

LLOYD

I knew what was coming. I saved up my food--

FLAGG

Didn't happen to have a chomp on that fine fellow in the next cell, by any chance?

LLOYD

What? No! Christ's sake! What do you think I am? Mister, mister, please . . .

Lloyd covers his face with his hands.

FLAGG

Look at me, Lloyd.

LLOYD

No.

FLAGG

Why not?

LLOYD

Because I don't think you're real, and if you are . . . mister, if you are real, you're the devil himself.

FLAGG

Look at me, Lloyd.

Lloyd turns his eyes up to the dark, grinning face that hangs between the intersection of bars. That face is now cloaked in the shadows of a cowl. THE DARK MAN'S COWL. RED EYES BURN IN THAT DARKNESS. Lloyd moans and covers his eyes.

LLOYD

How do you know my name?

Flagg doesn't answer. Lloyd chances another peek and sees the grinning man. He holds a BLACK STONE up to his right eye. There's a RED FLAW at its center. A terrible eye, bloody and half-open, peers at him. Lloyd stares into it and for a moment sees A WHOLE UNIVERSE THERE. FIERY SUNS, TWINKLING STARS, OTHER WORLDS, GALAXIES. Then Flagg turns the stone between his fingers and the RED EYE becomes A KEY. He turns it back and forth. The eye, the key, the eye, the key.

Now you're a man who must
appreciate the value of a good
key.

Flagg walks the stone from one finger to the next like a magician. It disappears in his fist and reappears in his other where it begins to finger-walk again. Lloyd's eyes never leave the stone.

I'm gonna make you my right-hand
man, Lloyd. Gonna put you right up
there with Saint Peter. When I
open this door, I'm gonna slip the
keys to the kingdom into your
hand. What a deal, right?

The black stone disappears in his clenched fist. He opens it and Lloyd sees a flat silver key with an ornate grip on the Flagg's LINELESS PALM. Lloyd reaches for it and Flagg's hand SNAPS closed.

You and I, Lloyd, we're gonna go
far. It's a good time for people
like us. Everything is starting up
for us. All I need is your word.

LLOYD

Word?

FLAGG

That we stick together. There will
be others very soon - they're
headed west already - but for now,
there's just us. You're the first.

(MORE)

FLAGG (CONT'D)

I'll give you the key if you give me your word.

LLOYD

You've got it. I give you my word.

FLAGG

You're free, Lloyd.

Unbelievably, Lloyd touches the bars hesitantly. He pushes and the door slides back easily and soundlessly. He steps out and Flagg places the key in his hand.

It's yours now.

LLOYD

Mine?

Flagg grabs Lloyd's fingers and closes them around it. Lloyd utters a hoarse CRY, feeling something, and his fingers spring open. The key is gone and in its place is the black stone with the red flaw. He holds it up and turns it this way and that. Now the red flaw looks like a key, now like a skull, now like a bloody eye again. Lloyd clenches his fist around it, savagely tight, and answers his own question.

Mine.

Flagg throws a companionable arm around his shoulders.

FLAGG

Shall we get some dinner?

LLOYD

I'm so hungry.

They walk down the hall, DEAD MEN in every cell they pass.

FLAGG

Well, of course you are! Jesus, a rat isn't anything to eat!

Lloyd stumbles and Flagg catches him, helping him along. He looks up at the grinning face of his savior with gratitude.

There's a lot to do, and we're gonna move very, very fast.

They are swallowed up by the DARKNESS. BOOTFALLS ECHO.

BLACK. Then HER VOICE:

MOTHER ABAGAIL
God is great. God is good.

Our OPENING SEQUENCE REPEATS but SOMETHINGS'S DIFFERENT.

INT. MOTHER ABAGAIL'S HOUSE - MORNING

MOTHER ABAGAIL OPENS HER EYES. The morning sun falls across her face. She sits up in bed, every muscle and fragile bone in her ancient body crying out.

EXT. MOTHER ABAGAIL'S HOUSE - MORNING

Mother Abagail totters out onto the porch carrying her coffee and toast and sits down in her rocking chair.

INT. MOTHER ABAGAIL'S HOUSE - MORNING

Mother Abagail makes her way around a large dinner table, setting out plates and silverware. Empty chairs await company.

EXT. NEIGHBORING FARM - DAY

THWACK! Mother Abagail LOPS off chicken heads. Her dead, tube-necked neighbor lies beside the woodpile.

EXT. SIDE OF THE ROAD - LATER

Mother Abagail naps under the shade of an elm. Beneath closed lids her eyes move to a fro in a dream.

EXT. DIRT ROAD - NIGHT

Mother Abagail walks under the canopy of stars down the dirt road that cuts through the corn to her house bringing her chickens home. Suddenly, there's a sharp TUG at the bag from below. She CRIES OUT and YANKS the bag back. Crouched on the edge of the road is a LARGE GROWLING WEASEL WITH RED EYES. It's joined by another. Then another, and another. They come out of the corn, surrounding her. Mounting fear on Mother Abagail's face. One DARTS FORWARD and TEARS at the rough hem of the trowsack. She SCREAMS at it:

*Get back! It's chicken, all right,
 but it's for my company! Now you
 all git!*

She SWINGS her cane and the weasel DARTS away, a thread of bag hanging from its grinning chops. There's a HUNDRED of them now. They climb over each other in their eagerness to get at the bag, squealing and growling. Another TUG at the bag. And another. They SQUIRM below her, their bellies in the dust, trying to RIP it from her hands. Their little savage eyes GLINT like icepicks in the moonlight. Mother Abigail holds on tight.

And then she hears HIS VOICE.

FLAGG (O.S.)

I have your blood in my fists, old Mother. I'm coming for you and all your children. It won't be long.

Mother Abigail freezes and touches her brow. Somewhere far to the West, A GLITTERING RED EYE OPENS WIDE in the dark heart of the night and stares RIGHT AT HER. WE HEAR WOLVES HOWL.

INT. MOTEL - CONTINUOUS

Lloyd wakes with a start. He's in bed in a dark motel room. The door stands wide open. Wolves HOWL outside. He throws the covers back and gets up. We follow him

OUTSIDE into the parking lot where he stops, letting out a frightened GASP.

FLAGG LEVITATES ABOVE HIM IN THE AIR. The moon is reflected on his upturned face. His eyes are closed, his arms stretched wide. Unseen wolves HOWL around him.

FLAGG

Pray your God takes you before you hear my boots on your steps.

EXT. DIRT ROAD - CONTINUOUS

Mother Abigail stands tall, LIFTS her cane up over her head, and proclaims:

MOTHER ABAGAIL

"Behold, he shall not perish for I have put MY sign on him and no THING shall touch him!"

The weasels FLEE, red eyes SCATTERING into the dark corn.

EXT. MOTEL - CONTINUOUS

Flagg's eyes OPEN in surprise and he FALLS, landing on his ass. He BURSTS into LAUGHTER. He laughs and laughs. Lloyd stands behind him, gaping.

FLAGG

That was exhilarating, Lloyd!

EXT. DIRT ROAD - CONTINUOUS

Mother Abigail grips her cane, gasping for breath.

MOTHER ABAGAIL

He knows I'm here. Oh, help me,
Lord. Help me now. Help us all.
The dark man knows I'm here.

INT. MOTEL - NIGHT

Coors beer cans litter the floor of a trashed two-bed motel room. The TV screen has a bullet hole in it. **Trashcan Man** is on his back, snoring. Bedsprings SQUEAK. The .45, cold steel glinting in the moonlight, caresses his cheek. Trash's eyes pop open. **The Kid** comes into frame and presses his cheek gently against Trash's.

Trash squeezes his eyes shut.

CUT TO:

BLACK

FLAGG

I will set you to burn.

Trash stands on a DARK DESERT ROAD. The stars seem close enough to touch. THE DARK MAN stands before Trash. He wears a hooded robe. Trash stares into that black hole where a face should be, mesmerized.

*You are the man I want. I will set
you high in my artillery. You will
bring me the fire. The great fire.*

The Dark Man reaches for him and Trash drops to his knees, trembling. He begins to weep, head bowed.

TRASHCAN MAN

My life for you. My life for you.

The Dark Man touches Trash's brow tenderly and takes his burned face in his hands.

FLAGG

Look.

Trash looks up into the hooded void. Eyes burn there now, eyes from beyond the flames, and a grin from beyond the grave of the world. Trash sees something there.

A MAD VISION

An entire city is on fire, lighting up the heavens. SCREAMS of the dead and dying rise from the inferno. PULL BACK TO REVEAL -- Trash stands beside the Dark Man atop a HIGH TOWER, watching the world burn. ASH falls from the sky. A piece lands on Trash's cheek. He plucks it off and presses it between his thumb and forefinger, watching it smear. TEARS fill his eyes as the vision DISAPPEARS, gone in a SWIRL.

Then the vision is GONE in a SWIRL and Trash is back n that desert road staring at an endless expanse of STARS in that hood. UNIVERSES spin there.

FLAGG (V.O.)

*You must come to my city. There,
all will be made clear.*

TRASHCAN MAN

Where?

FLAGG (V.O.)

*West, beyond the mountains. I'll
give you a sign. I'll show you my
power. I'll show you what happens
to those who set themselves
against me. Wait. Watch.*

*Again, the Dark Man lays a hand on Trash's brow. Trash
shuts his eyes, WHISPERING --*

TRASHCAN MAN

*My life for you ... my life for
you ... my life for you ...*

INT. THE KID'S CAR - LATE AFTERNOON

Trash AWAKES with a start as the deuce coup SLAMS to a halt on the I-70. He's in the passenger seat. **The Kid's** behind the wheel, staring out at a impassable pileup. They are deep in the heart of the mountains.

THE KID
*GET OUTTA MY ROAD! GET OUTTA MY
 ROAD! YOU'RE DEAD! Y'ALL BELONG IN
 THE BONEYARD! YOU GOT NO BUSINESS
 IN MY GODDAMN ROAD!*

EXT. I-70 - MOMENTS LATER

The Kid leans against his car, gun in hand, drinking a Coors. Trash attempts to move a VW Microbus out of the road.

THE KID
*Push, Trashy! Push! Getcha back
 into it! You don't have this wreck
 cleared in ten minutes, I'm gonna
 take your motherbuggin' life!*

Trash leans against the bus, bunches his legs and PUSHES with all his might. There's an old Camry parked nearby. The Kid goes over to it, pulls open the passenger door, and casually rips out the BLOATED CORPSE of a teenage girl. Her arm comes off in his hand and he tosses it aside with the absent air of a man who has finished with the turkey drumstick he's been nibbling on. Then he bursts into song.

*"Oh . . . here comes Johnny with
 his pecker in his hand, he's a one-
 ball man and he's OFF to the ro-
 dee-OH--"*

Something grabs The Kid's attention and his song breaks off like a brittle twig. Trash looks up apprehensively, following The Kid's gaze to a rocky, brushy slope beyond them that blots out half the sky.

*What was that? Who's there? You
 best answer me! Answer, goddammit,
 or I start shooting!*

He is answered by a HOWL.

Holy Jesus!

Coming down the slope are WOLVES, eyes red, jaws gaping and adrip. There are more than two dozen of them. The Kid starts FIRING. Flame LICKS from the barrels. The Kid empties both guns, killing three of the wolves. They keep coming, no faster, no slower. More pad down the westbound lanes, weaving in and out of the dark hulks of cars. The Kid backs up, trying to reload.

The shells SPILL between his nerveless fingers. The guns fall from his hands and the wolves RUSH him.

With a high, reedy SCREAM of fear, The Kid turns and DIVES into the Camry just as the nearest wolf SPRINGS for him. He SLAMS the door just in time and the wolf BOUNCES off. In moments the Camry is ringed with wolves.

One of the wolves comes towards Trash, its triangular head held low, eyes glowing like stormlamps. It holds something in its teeth. Steadily, not afraid in the least, Trash kneels to meet it. He holds out his burned hand and the wolf drops a stone of the blackest midnight into his palm. Trash squeezes it as tightly as he can and whispers:

TRASHCAN MAN

My life for you.

The Kid stares at him through the car window, his mouth hanging open. Smiling Trash gives him the finger. The Kid EXPLODES, voice muffled.

THE KID

*YOU'RE SHUT DOWN! YOU HEAR ME? YOU
BELIEVE THAT HAPPY CRAPPY? SHUT
DOWN!*

The wolf's mouth closes gently over Trash's hand. It tugs him lightly. He begins to walk. When they reach The Kid's car, the wolf at his heel pads over to it, lifts his leg, and PISSES on it. Trash cackles. As they walk away, five others join them. Now he walks with one wolf ahead of him, one behind, and two on each side, like an escorted dignitary. Trash looks back. A ring of wolves sit patiently around the car. The Kid's face is a small white moon looking out.

INT. MOTHER ABAGAIL'S HOUSE, NEBRASKA - DAY

Mother Abagail rolls her chicken in batter. Fries it. Pies cook in her stove. She's preparing one hell of a meal.

EXT. MOTHER ABAGAIL'S HOUSE - LATER

Mother Abagail sits in her rocker. She absently plays an old hymn on her guitar. Her eyes are on the dirt road. The SOUND of an engine. She stands and her eyes fill with tears at the sight of the approaching truck.

MOTHER ABAGAIL
Praise God for bringing em
through. My Lord, I thank You so.

Ralph is behind the wheel. **Nick** and **Tom** are with him.
It's a new truck, more spacious than Ralph's farm truck
that was destroyed by the tornado. Ralph hollers out the
window:

Yeeeeeee-haw! Hi there, Mother!

MOTHER ABAGAIL
You're all welcome here! The Lord
has brought you and Mother Abigail
is gonna feed you!

Nick climbs. He looks around in wonder as he approaches
the porch. She takes his hands.

Hello, Nick. I'm so glad to see
you. You're the first. I knew you
would be.

Ralph and Tom are right behind him. Ralph removes his hat
and gently embraces Mother Abigail. He kisses her cheek.

TOM
I dreamed about you! You're the
oldest lady in the world!

MOTHER ABAGAIL
Mayhap I am, Tom. Mayhap I am.

EXT. MOTHER ABAGAIL'S HOUSE - DUSK

They eat together at the picnic table. Tom's on the tire
swing eating a chicken leg.

MOTHER ABAGAIL
I've been told we're go to
Boulder. God told me in a dream.
I've always dreamed. I dreamed
about this plague two years before
it fell.

RALPH
Have you dreamt about the other
fella?

MOTHER ABAGAIL
Oh, yes.

Nick scribbles on his pad and Ralph reads it aloud:

How much do you know about him?
Who is he?

MOTHER ABAGAIL

I know what he's about but not who he is. He's the purest evil left in the world. The rest of the bad is little evil. He'll call them. He's started already. Not just the evil ones that are like him, but the weak ones, the lonely ones, the ones with anger in their hearts.

Nick scribbles again, longer this time, and Ralph reads it.

RALPH

"Maybe he's not real. Maybe he's just the scared, bad part of all of us. Maybe we're dreaming of the things we're afraid we might do."

MOTHER ABAGAIL

You dreamed of me. Ain't I real? And I dreamed of you. You're sitting right here. This dark man's real, Nick. And it's our lot to deal with him. The Bible don't say what happened to Noah and his family after the flood went down. But I wouldn't be surprised if there wasn't some awful tussle for the souls of those survivors. It's happening again right now. It's our lot to deal with this dark man. Eventually, a stand will have to be made. This is what God wants of us.

Nick scribbles. Ralph looks at the pad and clears his throat.

RALPH

He says he don't believe in God.

Mother Abigail chuckles.

MOTHER ABAGAIL

Bless you, Nick, but that don't matter. *He* believes in *you*. God has put His finger on your heart.

(MORE)

MOTHER ABAGAIL (CONT'D)

But He has more fingers than one,
and there's others out there,
still coming, and He's got a
finger on them too.

INT. TENT - MORNING

Larry awakens under the canvas roof of a two-man tent. Rita sleeps beside him, nothing showing but the shape of her body under the sleeping bag and a fluff of hair. Larry quietly unzips the tent.

EXT. CAMP SITE - CONTINUOUS

He crawls out and stands up. He's naked. They're camped on a rise outside a small New England town. A black Harley is parked nearby. Larry takes a leak, marveling at the picture postcard below. An American flag ripples in the morning breeze in the distance. Larry BURSTS into song.

LARRY

*Oh, say, can you see, by the
dawn's early light, what so
proudly we hailed, at the
twilight's last gleaming?*

He gives the flag a snappy salute and turns back to the tent. The flap is open and he's blessed with a view of Rita's bare ass. He crawls back INSIDE the tent like a dog, horny grin on his face. He pants and sniffs his way over to her exposed ass he BURIES his face in it and RECOILS instantly. She's completely still.

Rita?

He rolls her over. Vomit and pill bottles. Her eyes are cloudy dull marbles. Rita is dead. Larry scrambles out of the tent. Everything in his stomach comes up in a loose rush. He crawls away from the steaming mess crying.

- Larry, clothed, uses a long stick to pull their things out of the tent. Rita's dead eyes stare at him accusingly. He tries to cover her face with the sleeping bag but can't get the job done with his stick. He closes the flap with it instead and leaves her there.

- Larry dumps everything out of Rita's bag. Checks the loose pill bottles. All empty. He sighs. Takes the flashlight from Rita's pack. Puts it in his own.

EXT. DIRT ROAD - DAY

A RAGTAG CARAVAN of maybe half a dozen vehicles cuts through fields of GOLDEN CORN.

EXT. MOTHER ABAGAIL'S HOUSE - CONTINUOUS

Smiling, wide-eyed SUPERFLU SURVIVORS climb out of the vehicles led by **Stu, Frannie, Harold, Glen,** and a bounding **Kojak**. They spill out onto her property and **she's** there on the porch to greet them. Beaming. By her side is **Nick, Tom,** and **Ralph**. Everyone hugs. Yay!

EXT. EISENHOWER TUNNEL - NIGHT

Trashcan Man is led by the wolves through the thick traffic stalled outside the tunnel. The wolves squirm under cars with their bellies dragging on the road and pad over hoods and roofs. They vanish into the tunnel one after another. Trash stops at the mouth, staring into the blackness and dozens of little red eyes turn and stare back at him.

TRASHCAN MAN

My life for you.

He steps forward and is swallowed by the darkness.

CUT TO:

BLACK

The ROAR of a motorcycle.

EXT. HIGHWAY - DAY

On **Larry's** back. He rides the Harley towards the sunset. Headed west.

Cue Bob Dylan's "A Hard Rain's A-Gonna Fall."

CUT TO:

BLACK