

TREMORS II

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&

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5/12/93
WD 5

TREMORS 2

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wd5 - Print out May 12, 1993

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TREMORS 2

FADE IN:

EXT. DESERT - OIL FIELD - DAY

It is dead quiet. We START LOW on desert brush, then TILT UP and PAN slowly across empty desert, shimmering in the heat.

SUPERIMPOSE: "SONORAN DESERT, MEXICO"

PAN CONTINUES past a row of huge bird-like oil pumps. But they are motionless.

Suddenly we're startled as something ROARS through frame, very loud. It was a car.

EXT./INT. CAR - MOVING - DAY

An old Chevy roars and bounces along carrying a panic-stricken Mexican family: a FATHER, MOTHER, and their four-year-old GIRL. Their car is jammed full of all their worldly possessions.

As they roar around a bend, they come upon a battered truck, hood up, blocking the road. The father hits the brakes.

Three tough-looking MEXICANS look up from the stalled vehicle. The father leans out of the car waving for them to move and, oddly, WHISPERING to them in Spanish.

FATHER

Muevase! A un lado! Rapido!

But the men casually reach into their truck -- and pull out guns.

They are bandits.

The father pounds the steering wheel in frustration. The mother frantically signals him to be quiet.

As the bandits sidle up to the car, the father tosses out his wallet. The bandito leader catches it. He and the others train their guns on the victims, but the family strangely seems more concerned about what might be behind them.

FATHER (cont'd)

Aunque yo tomara su dinero yo no puedo detenerme!

The banditos ignore him, leaning into the car and pawing through their belongings.

The leader orders the father out of the car:

BANDITO

Sal del caro!

The father keeps staring wide-eyed back down the road and shakes his head "no."

FATHER

No, senor, no...

The bandito angrily FIRES SHOTS into the air. The father is terrified. He holds a finger to his lips.

FATHER (cont'd)

Shhh!

The bandito thinks this guy is a real looney.

Behind the terrified man and his crying wife, the wide-eyed little girl stares, not at the bandits, but out the back window. She points quietly back down the road. But no one takes notice.

ANGLE - LITTLE GIRL'S P.O.V. - THREE MOUNDS OF DIRT

churn across the desert toward us!

BACK TO SCENE

The big bandito is furious at the father's suicidal impudence. He lowers his pistol, aiming it at the father, dead serious.

BANDITO

Sal del caro!

And he slowly cocks his pistol.

Then there's a deep RUMBLING, getting closer. The bandito glances around uneasily -- and DUST EXPLODES at his feet! He SCREAMS as he's lifted high into the air -- waist-deep in the giant, hungry maw of a GRABOID, a huge subterranean worm bursting straight up out of the ground!

Three thick tentacles in its mouth snake up around him, holding him firmly, covering him with slime.

He vainly FIRES a full magazine down the beast's gullet but the Graboid swallows him in two jerking gulps.

The mother grabs her little girl and holds her close. The father sits trembling, stock still, eyes closed tight.

As the two other banditos look on in horror, the horrid creature submerges back into the earth -- pausing briefly to exhale a cloud of gun smoke.

Terrified, the other banditos break into a frantic run for their truck, SHOUTING Spanish obscenities all the way.

Through all this, the family in the car simply sits very still. The father gently shuts off his engine.

The banditos reach their truck, slamming the hood down, trying to climb in. But the earth erupts around them. The ground is obscured from our view by their truck in foreground but we know what's got them -- the other two monsters. They SCREAM bloody murder as their bodies are jerked side to side. Tentacles slither around them. And they're pulled down out of view behind the truck.

We hear the RUMBLE of the three sated subterranean behemoths as they wander off back into the desert.

When they're gone far enough, the father gently reaches for his ignition, starts the car and floors it, nudging the bandits' truck aside, and racing off into the distance. And now, blasting onto the screen:

MAIN TITLE

DISSOLVE TO:

EXT. VAL AND EARL'S RANCH - DAY

Again we START LOW on desert brush, and again we TILT UP as we:

SUPERIMPOSE: "BLACK ROCK DESERT, NEVADA"

PAN starts, but is suddenly interrupted as two guys are tossed face-down in the dirt. They roll over and now we recognize -- VALENTINE MCKEE and his partner EARL BASSET, looking none too happy.

Val and Earl climb to their feet. Now we see they are just outside a corral. They lean on the fence, Val re-coiling a lasso as they look off at the unseen animal that just dumped them on their asses. Val hands Earl the lasso.

VAL

Your turn.

EARL

(disgusted)

The only way to get Wildfire into that corral is we shoot him and drag his dead carcass in there.

VAL

He gets riled up when he sees us coming. Just one of us oughta sneak up on him.

They stare at each other wearily. They both hold out their fists and start their decision-making ritual of "scissors-rock-paper." Val shoots his hand out flat as Earl shoots out two fingers -- scissors cuts paper. Val loses. Earl grins and hands back the lasso. Val climbs into the corral.

WILDFIRE'S P.O.V. OF VAL

looking down at Val as he circles the ornery beast and twirls his lasso.

VAL

(soothing)

Come on, Wildfire. Come on, boy.
Let's go meet Susie. You'll like her. You two gotta get together.

Val tosses the lasso past camera. It goes taut. Val smiles.

VAL (cont'd)

Got him!

And Val is yanked right out of frame.

EXT. CORRAL - DAY

Val is dragged on his belly across the corral.

VAL

WHOA, BOY! WHOA!...

Val lets go of the rope and slides to a dusty stop right beside the fence. Earl bends down beside him, amused.

EARL

Ride'im cowboy.

VAL

You could shut up.

Val gets up, disgusted, and climbs out of the corral. Camera MOVES around them to reveal WILDFIRE -- an OSTRICH, seven feet of feathered ugliness.

In another corral behind Wildfire, a female ostrich paces back and forth.

Val gives up and walks off. Earl follows. They head for an aging mobile home surrounded by piles of collected junk, their old blue Jeep pick-up on blocks for repair, assorted easy chairs and a sofa arranged like an outdoor living room, during:

EARL

I've about had my fill of ostrich farming.

VAL

(insistent)

Earl we are in on something here. In on the ground floor.

EARL

Ground floor? We're locked in the damn basement... with Big Bird. We can't even get 'em to mate, Val. All they do is eat.

Val, trying to ignore him, marches into the mobile home.

INT. MOBILE HOME - DAY

They enter. The place is what you'd expect: manly, tasteless, a shambles.

One wall is thumb-tacked and scotch-taped with magazine covers and newspaper articles: photos show Val and Earl posing heroically with dead Graboids on the cover of everything from People to National Geographic. Headlines read "Local Duo Slays Underground Monsters," "Handymen Save Town From 'Graboids,'" "Scientific Importance of Discovery Eludes Monster Killers."

Earl drops onto the sofa. Val steps over to an out-of-place arcade-sized video game: TREMORS, which features a colorful rendition of a Graboid on the side. He starts boredly playing.

Earl decides to broach a touchy subject:

EARL

Val, we're not cut out for the poultry business. We gotta get ourselves some normal jobs.

VAL

(shocked)

Normal jobs? Damn it, Earl, we're not normal. We're celebrities. We need money, we do some more interviews. Go on some more talk shows.

EARL

They've forgotten all about us, Val. We had our moment in the sun. Now we can't even pay the damn phone bill.

VAL

(re: the game)

How much did we get for the rights to this thing?

EARL

Five thousand flat.

VAL

(winces)

Should've held out for a percentage.

The game makes a "Graboid" noise and flashes "You've been devoured. Game Over." Val kicks the machine and slumps into a chair.

VAL (cont'd)

Hate them worms. Okay... we're in a sort of cash flow crunch at the moment... That's just because we're about to sling-shot forward.

EARL

Sling-shot, huh? Then why'd you leave Rhonda and move in here with me?

Val is baffled. Earl is coming totally out of the blue.

VAL

What the hell has that got to do with anything? It wasn't working out with me and her.

EARL

You know we're going down the tubes here, Val. You knew she'd be making more money than you, and you couldn't handle it.

There is a timid KNOCK at the door. Neither man notices.

VAL

Hey, don't you give me any more
advice about women.

Val gestures to an old Playboy centerfold taped to the wall
-- Miss October 1968.

VAL (cont'd)

(derisively)

You and Miss October 1968.

EARL

Val, you had somebody real. At
least somebody with phone service.

Val has no comeback. Earl is right.

The KNOCKING becomes more insistent. Val leaps up and
yanks the door open, revealing a well-dressed Mexican
businessman, SENOR ORTEGA.

VAL

Look, we have read the word of the
Lord, okay? We do not need to read
it again! Now take your...

He glances beyond Ortega and sees a sleek black limousine,
door held open by a CHAUFFEUR.

Ortega holds a clipping from a Mexican newspaper. It shows
a photo of Val and Earl. He compares it to Val, then
smiles, extending his hand. Earl joins them at the door.

ORTEGA

Senor McKee. My name is Carlos
Ortega. I work for the government
of Mexico. I have urgent business
to discuss with you and your
partner, Senor Basset.

EXT. MOBILE HOME - DAY - LATER

Earl and Ortega sit on the old sofa and chairs in front of
the mobile home. Val sits behind an old, dust-covered
desk.

ORTEGA

The Mesa Oil Company is developing
a new oil field in the Sonoran
desert, but they are facing some
very expensive delays.

He hesitates. Val and Earl wait.

ORTEGA (cont'd)
They have encountered...
(confidentially)
certain subterranean problems.

Val and Earl exchange a glance.

ORTEGA (cont'd)
A number of oil workers as well as
local people have been killed by
large underground animals.

Val and Earl are shocked.

EARL
(hushed)
Graboids...

ORTEGA
Yes, that is the name you gave
them.

VAL
There's more of them?

ORTEGA
Yes. Many lives are in danger, and
we need someone, experts, to
eliminate these creatures.

VAL
You want somebody... to go Graboid
hunting?

Earl snorts derisively, gets up and walks toward the
trailer. Ortega is concerned.

ORTEGA
Please, of course, we are willing
to pay.

VAL
Earl... of course they are willing
to pay.

Earl keeps right on going into the trailer and slams the
door. Val turns to Ortega.

VAL (cont'd)
Don't worry about him. Call of
nature. So... just how much are
you willing to pay?

ORTEGA

(hopefully)

Well, I have been authorized to
offer you... fifty a piece.

VAL

(disgusted)

Fifty?! Have you seen these
things? Forget it. We're
insulted. We're walking.

Val heads for the trailer.

ORTEGA

You do understand... I mean fifty
thousand?

Val freezes in his tracks, stunned. He turns around
slowly, trying his best to cover his misunderstanding and
sound businesslike:

VAL

Of course I understand. Now... for
a price like that, you would not
expect us to come up with any sort
of equipment or anything?

ORTEGA

Oh, of course not! The Army will
provide you with everything you
request.

VAL

Let me, uh, conference with my
associate, Mr. Basset. Be right
back.

INT. MOBILE HOME - DAY

Val bursts in, breathless, sputtering.

VAL

Earl! I got'em up to... up to
fifty... thousand a piece! I'm not
lying!

Earl just glares at him.

EARL

You must be nuts.

VAL

Are you having a bad day or what?!
This is a gift from God! We can
finally dump those overweight
parakeets!

EARL

I thought you said we were sitting
on a gold mine.

VAL

That was before we had a chance to
get outta here.

EARL

We were just dumb-lucky those
things didn't eat us the first
time! That kinda luck you don't
push.

VAL

The Mexican Army's gonna give us
anything we want. We can get real
dynamite! Those worms'll be dog
food. Come on Earl, this is our
big chance!

EARL

(re: clippings on wall)
That was our big chance!

VAL

Okay, it's our big second chance!
(with gravity)
You only get one second chance in
life, Earl.

Val eyes his buddy. Earl is adamant.

EARL

Let me say it slowly: No.

INT. MOBILE HOME - DAY - LATER

Val is packing, marching around the room, scooping up
scattered clothes (jeans tossed over the sofa, a boot here,
a boot there, etc.) and stuffing them into a duffel bag.

Earl watches in disbelief. Finally, he can take it no
more. He opens a cabinet, pulls out his own dilapidated
suitcase. Val eyes him hopefully. Earl starts gathering
his own things as he grumbles:

EARL

Without me, you're just a hundred
sixty pounds of worm food.

Val grins.

EXT. CHIHUAHUA AIRFIELD - MEXICO - DAY

A chartered plane lands at this dusty remote airfield.

Val and Earl climb out of the little plane. Earl
suspiciously scans the desolate surroundings. He's not
happy.

VAL

You're not going to be like this
the whole trip, are you?

EARL

I said I'd come. I didn't say I'd
smile.

As they head for the tiny terminal building Senor Ortega
rushes to meet them.

ORTEGA

Welcome to Chihuahua!

PAN with them as he leads them over to an old Jeep pick-up.
Except for the camouflage paint job, it's the exact same
truck they've got at home. It's loaded with equipment and
a large crate labeled EXPLOSIVOS.

ORTEGA (cont'd)

The Army has sent everything you
requested. Will this do?

VAL

Perfect.

ORTEGA

Good. I also have some good news.

EARL

The Graboids all croaked and we can
go home?

Val jabs Earl. Ortega laughs good-naturedly.

ORTEGA

We are prepared to offer you double
the price if you are able to
capture one of the animals alive.

VAL
(excited)
Double!?

EARL
(incredulous)
Alive!? Have you seen one of these things, mister? What the hell makes you think...

VAL
(trying to shut Earl up)
Alive, yeah it's a possibility. We've talked about it. Come on, Earl, let's go get our luggage.

He steers Earl away during:

EARL
Alive. Right. Maybe I'll just get myself a butterfly net. Hell, why don't we just catch 'em with our bare hands?

VAL
Get a grip, Earl. Visualize money.

EARL
I just want you to know, I'm here under protest.

VAL
I got that by now! Why don't you just go home. I'll call you when I'm rich.

But Val notices Earl isn't listening. He's staring off at something else. Val follows his gaze and sees --

ANGLE - A WOMAN

Attractive. Of course. She's waving cheerily as she strides toward them through the shimmering heat. This is KATHY WHITE (mid 40s), an outdoor kind of woman wearing simple jeans and a T-shirt.

As she joins them, Ortega comes over to introduce her.

ORTEGA
This is Kathy White. She is the geologist for the oil company.
(re: Val and Earl)
And these are the men who are...

KATHY

I know. The monster hunters. I saw you guys on "Good Morning America."

Kathy is warm, genuine. She shakes Val's hand. He nods:

VAL

Valentine McKee.

Val glances at Earl who's still staring at Kathy. They wait for him to say something. Finally Val pipes up:

VAL (cont'd)

Uh, Earl Basset, my partner.

EARL

(distracted)

Earl Basset. This is Valentine McKee, my partner.

Val rolls his eyes.

KATHY

I came to take you out to the oil field. Figured I'd ride out with you if it's no bother.

Val glances at Earl. No argument there.

EXT. DESERT HIGHWAY - DAY

The Jeep pick-up zooms along a paved desert highway.

INT. PICK-UP - MOVING - DAY

Val drives. Kathy sits between him and Earl. As they talk, Earl subtly adjusts the sideview mirror so he can see Kathy.

KATHY

I was only supposed to be down here six weeks. But we ran into your Graboid things. Had to shut down the whole operation. Only four of us left out there.

EARL

Have the Graboids come near the refinery yet?

KATHY

No, so far they've left us alone.
They've mostly stayed about twenty
miles north, up in the oil field.

(pause)

Who came up with the name
"Graboids," anyway?

VAL

Friend of ours named them.

EARL

(pointedly, to Val)
Then they ate him.

KATHY

(empathetic)

Oh.

Just then Kathy glances at the mirror, catching Earl's
interested gaze. He quickly readjusts the mirror.

EXT. OIL REFINERY - ESTABLISH - DAY

The van rattles along toward an oil refinery still under
construction.

It looks like a lonely outpost on Mars. A cluster of
mobile homes, warehouses, and big oil storage tanks
surround the central distillation plant. Building supplies
and equipment are interspersed with a maze of partially
completed pipelines, valves, catwalks and smokestacks.

EXT. KATHY'S LAB - WAREHOUSE - DAY

We're outside a large warehouse. Kathy's lab is a room
built onto one end of it.

A big flat-bed truck is parked outside the lab. Two oil
company men, PEDRO and LEROY, work together in the cab
installing a radio-seismo-receiver under the dashboard.
The receiver has a readout-screen somewhat like a radar
screen.

Pedro and Leroy wave as the Jeep pick-up drives up. Val,
Kathy, and Earl climb out and walk over to the flatbed
truck during:

LEROY

Hey, Kathy.

KATHY

Hey, Leroy.

LEROY

They're all set up. System's fully operational.

KATHY

Great.

(to Val and Earl)

Guys, this is Leroy and Pedro. They've been setting up the seismographs we talked about. This is Val and Earl.

PEDRO

Si, Si. Buenos dias, Senors. I have seen you in all the magazines.

LEROY

Man, what a deal. You guys must've made a mint, huh? I mean, man, that video game alone... Whoeeee!

The two tycoons exchange a pained glance.

EXT. KATHY'S LAB - NIGHT

Wide. In the jet black desert night, lights shine from within the lab.

INT. KATHY'S LAB - NIGHT

It's a good-sized room filled with research equipment, microscopes, core samples, glass soil sample vials, etc. A pot of coffee bubbles over a Bunsen burner.

Interior windows look out into the dark cavernous warehouse beyond the lab.

Earl rolls up some topo maps. Kathy studies a seismograph print-out unrolled on a table during:

KATHY

Giant worms aren't exactly my specialty, but it looks like there are four of them, maybe five. You'll know better when you get out where we have more seismographs working.

Earl seems slightly distracted, looking around the room.

EARL

You got a ladder?

KATHY

What?

EARL

You want to be ready to get up on your roof real quick... in case they show up. You should get a ladder and lean it up outside.

Then he gestures to a glowing seismo receiver on her desk like the one in Pedro's truck.

EARL (cont'd)

You sure you can trust this thing?

KATHY

Oh sure. It's tied to all the seismographs Leroy set up. Anything moves out there, you'll see it here.

EARL

Well, you keep an eye on it while we're gone.

Kathy smiles. She appreciates his concern.

KATHY

Hey, don't worry. And you be sure you bring those maps back.

EARL

I intend to.

INT. KATHY'S LAB - WAREHOUSE - NIGHT

The pick-up has been pulled into the huge warehouse that adjoins Kathy's lab. A couple of work lights hang on the truck. Pedro has the hood up and is carefully going over the engine.

Val and Leroy fit a radio-seismo-receiver into the cab during:

VAL

Your ostrich lays up to fifty eggs a year. Now, compare that to your cow that gives birth to one maybe two calves. Everybody knows ostrich meat is the cuisine trend of the 90's.

LEROY

(uninterested)

Yeah, well, I'll think about it.

VAL

Get in on the ground floor.

PEDRO

How come you guys are going out alone? You don't want the army to help you?

VAL

Nope, gotta do it alone. See, the Graboids, they hunt by sound. You make a noise, even a footstep, they come after you. You get a bunch of soldiers spread all over, making a racket, they're just gonna get eaten.

Val twists splice caps onto electrical wires.

VAL (cont'd)

Okay, it's hot.

Leroy switches the unit on. Its screen glows to life.

LEROY

You're set. So, if your truck's the only thing out there making noise, they'll come straight to you.

VAL

Right, and once we bring'em in close... boom.

EXT. DESERT - SUNRISE

The enormous flame-red sun rises. It's the start of a fateful day.

EXT. REFINERY - KATHY'S LAB - DAY

MONTAGE. Shots of the final preparations for war:

Val locks a military rifle into an upright rack in the truck.

Val checks blasting caps in the crate marked "EXPLOSIVOS."

Val checks a remote detonator switch. A red light flashes next to the word "FIRE."

Earl -- shaves. His shirt is clean. His hair is combed. The man is looking slicker than we've ever seen.

ANGLE - THE PICK-UP TRUCK

As Val and Earl slam the doors. Val revs it up.

Kathy, Leroy, and Pedro wave farewell as the truck heads for open desert.

EXT. DESERT - DIRT ROAD - DAY

TILT DOWN from a brilliant blue desert sky to FIND the monster-hunting truck grinding and lurching along a rough dirt road.

INT. PICK-UP TRUCK - MOVING - DAY

START CLOSE on the seismo-receiver screen. A green blip moves slowly across the screen.

WIDEN to see the guys. Val merrily taps out a rhythm on the steering wheel. Earl cradles a rifle, his eyes glued to the screen.

EARL

(re: the seismo screen)

Okay, so... that's us. That's our truck.

(relieved)

Seems like it's working okay.

VAL

Sure it is. This is a high tech, professional operation. We got a good plan going here. Fifty thousand a piece! I'm getting it all in ones.

EARL

If we make any money, we invest it... wisely.

Val holds up his right hand, silently promising.

They drive on for a moment.

VAL

You shaved.

EARL

What?

VAL

I noticed you shaved.

EARL

So what? A man can shave, can't he?

Val just smiles and keeps on driving.

EXT. DIRT ROAD - STAGING AREA - DAY

The truck rolls through a company supply and staging area. Massive portable well-drilling equipment dwarfs a few little buildings, some still under construction and a half dozen company vehicles.

EARL

Only supposed to be one guy here.
Security guard.

Indeed, a lone SECURITY GUARD leans out of a little office and waves to them as they pass.

As they drive by Val waves back to the guard and puts a finger to his lips, indicating "be quiet." The guard nods.

EXT. DESERT - JEEP TRAIL - DAY - THE TRUCK

An insignificant speck -- continues through the vast country, now bouncing along a rough jeep trail.

INT. PICK-UP TRUCK - MOVING - DAY

Earl gazes out at the passing desert.

EARL

Not a lot of rocks and boulders out here. Not much to stand on if we don't feel like getting slurped.

VAL

God, will you lighten up. You're nervous as a Chihuahua.

Earl goes back to staring out at the desert.

EARL

I'm not nervous... I'm alert.

ANGLE - EARL'S P.O.V.

A plume of dust rises from behind a low hill -- and it's moving, angling toward them. A low RUMBLE gets louder and louder.

BACK TO SCENE

EARL

SHIT!

Val sees the dust.

VAL

This is it! Dynamite time!

He skids the truck to a stop. Earl raises his rifle. Val starts to climb into the truck bed. But then they see --

EXT. JEEP TRAIL - DAY

It's a beat-up old Harley-Davidson ROARING toward them. The driver slides his "hog" to a wild stop right in front of them. Val and Earl lean out. As the dust settles:

VAL

What the hell am I looking at?

He's looking at HANK "THE WILDMAN" WILLOUGHBY, a wild-eyed, unshaven guy in a cowboy hat, T-shirt and well-worn chaps; a gringo expatriate desert rat and all-round individualist. His portable RADIO blares a TEX-MEX SONG.

EARL

Christ, this idiot's making enough noise to call a whole herd of Graboids.

Val and Earl each pull out Spanish-English phrase books, MUMBLING various phrases as they search. They attempt to communicate:

VAL

Ola. Disculpe tiene...

EARL

...usted problema?

VAL

Yeah... problema?

HANK

Problema? Yeah, I'd say I got a problema. You. This used to be open country down here. A place where a man such as myself could roam free. Do some hunting, do some trapping. Live off the land. Can't do that in the States no more. Then you oil company types start cutting roads, blasting, scaring off all the coyotes, peccaries, and pumas. Well, try as you might, you're not getting rid of Hank "The Wildman" Willoughby!

EARL

(eyes still on seismo)
Turn off your radio, Wildman!

HANK

I like music.

EARL

Turn off your goddamn radio!

Hank's a little startled at Earl's ferocity. He turns the radio volume down.

HANK

Testy, testy.

VAL

Listen, Hank, haven't they told you what's going on out here?

HANK

(derisively)

Ooo, ooo! The Tremors! The Tremors! Big bad worms gonna eat me! Yeah, like I fell for that one. They'd say anything to get The Wildman outta the way. Do I look that stupid?!

Val and Earl don't comment.

HANK (cont'd)

Well, now I got some advice for you. You keep your lousy trucks out of my area.

EARL

Look, cowboy, you're gonna get eaten if you stay out here.

HANK

I been down here six years and never, not once, has nothing ever got me! No rattler, no scorpion, no tarantula.

VAL

These mothers are big as whales, man! Bad whales.

HANK

Yeah, yeah. You just stay out of my territory. Do yourself a favor. Keep The Wildman happy!

He ROARS off. They stare after him. Then climb back into the truck during:

EARL

I give The Wildman half a day.

VAL

Definite worm food.

Val starts the truck. They drive off.

EXT. JEEP TRAIL - HILLTOP - DAY

The pick-up pulls into frame, overlooking a spectacular view of a vast desert valley. Earl consults a topo map.

EARL

(grim)
Well... this is where they're supposed to be.

Val, still the optimist, leaps out and rushes to the rear of the pick-up.

He lifts out a massive towing chain with a big hook on one end. The other end is already attached to the truck's trailer hitch. Val has tied empty cans to the chain. He tosses it CLATTERING on the ground.

Earl looks back, confused. Val explains:

VAL

Make more noise!

He bounds back into the truck and he and Earl head down into the valley.

INT. PICK-UP TRUCK - MOVING - DAY

Val drives like a happy maniac, bouncing the truck over bumps and through gulches. Earl doesn't look too happy.

VAL

Yee-hah! Those worms are gonna
have to be deaf if they don't hear
us!

WHAM! Over another big bump. Earl looks nauseous.

EARL

Jeez, take it easy!

Just then Earl notices --

INSERT - SEISMO SCREEN

A new blip appears, coming in at an angle, heading toward the fast-moving blip that represents their speeding truck.

BACK TO SCENE

EARL

Jesus, we got one, Val. It's
spotted us! It's headed right for
us!

VAL

Easy, easy. That's the idea.

EARL

I know it's the idea! That doesn't
mean I have to like it! Stop!
Stop already, will you!

VAL

I am! I am!

Val skids the pick-up to a stop.

They look out at the seemingly lifeless, harmless desert. Val is pumped up. Earl would rather be at the dentist.

Val springs into the pick-up bed and flips open the Explosivos box. He nervously lifts out dynamite and a remote control detonator.

VAL (cont'd)

Okay, time for the secret weapon.

EARL

Be careful with that detonator.
Set it like the guy showed us.

VAL

(as he works)
How dumb do you think I am?

EARL

I'll tell you later.

EXT. SAND DUNE - DAY

We hear a WHINING ENGINE. Then, over the top of the dune, rolls a black 4x4 monster-truck.

In the next instant, we realize -- it's a remote-controlled toy. As it passes, we see the dynamite now riding in its miniature bed, detonator attached and blinking.

The little truck WHIRS out a few yards, does a quick 180 and speeds back up over the dune.

EXT. DESERT - PICK-UP TRUCK - DAY

Val and Earl sit in lawn chairs in the bed of their truck, Val mans the toy's remote control. Earl clutches his rifle and monitors the seismo receiver by occasionally glancing through the pick-up's rear window.

EARL

(whispers)
He's coming in. I think he's following it!

VAL

Of course he is!

Earl whips around and pulls up binoculars, watching the distant toy truck.

EARL

You're behind a bush. Keep it where I can see it.

VAL

Okay, okay.

ANGLE - TOY TRUCK

Ground level CAMERA races across the desert after the toy truck. It meanders around, spins, bounces, heads off in a new direction.

Now, with a RUMBLING sound, the earth pulges up under it. The horrid beak of a Graboid bursts out, gulping the toy truck down whole like a fish hitting a lure.

ANGLE - VAL AND EARL

Earl stands straight up excitedly.

EARL

Got it! Did it! He took it! Get him! Get him! Do it!

Val is wildly pressing a button, then realizes he's still holding the toy truck's remote-control. He drops it, snatches up the remote detonator switch and hits it.

ANGLE - DESERT - DAY

KA-BOOOM!!! The unseen monster is blown sky-high! Gory monster parts sail up into the air.

ANGLE - PICK-UP TRUCK - DAY

Just as they're about to get deluged, Val and Earl pop open umbrellas and sit calmly as the mess of orange intestines, rocks and dirt showers down around them.

CLOSE-UP - SEISMO SCREEN

as an extra big blip swells, then flickers and fades away.

ANGLE - VAL AND EARL

As they stare at each other. A big grin spreads across Val's face.

VAL

It worked! IT WORKED!

He grabs Earl in a bear hug. Earl pushes him away.

EARL

Okay, all right. Don't get cocky.

EXT. DESERT - NIGHT

Val and Earl's pick-up is parked way up on a smooth rock. The guys are bedded down for the night, but all we see are their stocking feet sticking out onto the tailgate from under blankets.

The stillness is broken by the distant, plaintive HOWLING of a COYOTE. Then we hear:

VAL(O.S.)

Better be quiet, man.

The HOWLING continues, then suddenly changes to YELPING, a desperate SCREECH -- and then SILENCE.

EARL(O.S.)

Shoulda listened.

EXT. DRY GULCH - NIGHT

We HEAR a raucous Tex-Mex song as we TILT DOWN to Hank's radio on the ground, blaring away. We PAN over to Hank sprawled out on his bedroll, snoozing away.

He doesn't awaken when the ground begins to RUMBLE. We hear the radio suddenly become muffled and then fade away. When we PAN back to the radio it isn't there anymore. Only a dusty, churned-up patch of dirt.

EXT. DESERT - DAY

It's morning. We hear a SIREN WAILING -- and a remote-control toy fire truck zooms through frame. Then we hear the SNORT-GULP of a Graboid snatching it down.

ANGLE - VAL AND EARL

In their truck bed, very cool now, sitting under their umbrellas. Earl holds the detonator switch and is about to fire. Val reaches for it.

VAL

Hey, my turn.

EARL

No way. I'm enjoying this.

They do a swift round of "scissors-rock-paper." Earl loses. Val eagerly grabs the detonator and hits the switch with relish.

BOOM! We hear the off-screen explosion. The guys completely ignore the debris that rains down.

Earl starts calmly tabulating on a pocket calculator. Meanwhile, Val leaps out of the truck and starts a little "happy dance" in the dust during:

VAL

That's two hundred thousand! I'm getting light-headed, Earl!

EARL

(still tabulating)

Get back in the truck. Even at five percent we'll be doing pretty good.

Val keeps dancing, kicking the cans on the chain they've been dragging.

VAL

What are we gonna do with all this money, Earl?

EARL

We invest it.

VAL

Of course we invest it. How do we invest it? That's what I'm thinking about.

EARL

Mutual funds.

VAL

Small, Earl. You're thinking small. I'm thinking big. I'm thinking... theme park. Val and Earl's World of Natural Wonders! Or maybe something simple like Val and Earl's Monsterland! Or Monsterworld, or Wormworld...

But Val stops because we hear -- MUSIC. A Tex-Mex song, faint and distant, but coming closer.

Val and Earl look all around -- nothing but empty desert.

But the MUSIC is getting closer. Earl glances reflexively at the seismo monitor --

EARL'S P.O.V. - SEISMO RECEIVER

A big green blip is heading their way!

BACK TO SCENE

Earl whirls around.

EARL

Val! Get off the ground! Get off
the ground!!

Val is already starting to leap for the truck when the ground beneath him explodes! He tumbles to one side, just missed by the snapping, drooling jaws of another Graboid!

Val rolls to his feet and springs up into the truck bed as Earl swings down into the truck cab and grabs his rifle. But the creature has already submerged.

Val is shaking, furious. He burrows in their equipment and pulls out another bomb, this one taped to a toy remote-control dune buggy.

VAL

Son of a bitch! Try to eat my ass!

EARL

(whispers)
Quiet! Quiet!

Val quiets down and keeps readying the bomb. All we can hear is the underground MUSIC.

They both react as they hear an odd CREAKING SOUND. They look, and see the heavy tow chain the truck's been dragging is being pulled into the ground!

TWANG! The chain goes taut! The truck jolts --
and begins to roll backward.

VAL

Oh no...

Val frantically reaches over the tailgate trying to open the pintle hook, but it's bound tight by the force of the chain pulling on it.

Earl slides into the driver's seat, starts the engine, and GRINDS the gears, forcing it into low, trying to pull forward in four-wheel-drive.

The wheels spin forward, churning the earth, but the truck still slides relentlessly backward!

We see the chain slicing through the dirt as the mighty Graboid picks up speed.

The radio music SWELLS into a fully orchestrated score, one hell of a wild action theme! Val and Earl can only stare helplessly as the truck is hauled out into --

EXT. OPEN DESERT - DAY

The truck roars backward across the landscape. It crashes through bushes, slams over rocks, and thuds through ditches.

The creature veers, whipping the truck around like a water skier, throwing up clouds of dirt.

Val and Earl hang on for dear life. Earl glances at the seismo monitor. It shows two blips, one apparently chasing the other.

EXT. BOULDER FIELD - DAY

The creature now drags the truck toward an area littered with big boulders.

Val crouches low in the bed, gripping the top of the tailgate like a frightened rider in a runaway roller-coaster. Earl is twisted around in the driver's seat to see where they're going. It's not good --

ANGLE - THEIR P.O.V. - A BIG BOULDER

lays dead ahead, getting closer fast!

BACK TO SCENE

VAL

OH BOY!

EARL

He's goin' under it!!

Val frantically grabs a rolled sleeping bag and jams it between him and the tailgate.

Earl braces himself against the head rest and buckles the seat belt.

WHAMMMM!!! The truck smashes into the boulder, skidding halfway up it!

The chain SNAPS, the loose end sucking down beneath the boulder. The MUSIC FADES as the creature continues off into the desert.

Val, covered in dust, slowly rises, shaken.

VAL

Earl! Earl! You okay?!

Earl piles out of the truck and runs up onto the rock, scanning the earth around them.

EARL

(furious)

Oh, yeah. I'm fine.

Val checks himself over. Seems to be okay. He smiles, regaining his composure, and tries to make light of it.

VAL

Earl, that is gonna be the first ride in our theme park.

Earl just glares at him. Val lifts the bomb.

VAL (cont'd)

Okay, okay. Take it easy, will you? We'll make him pay.

Earl steps past Val and looks in through the rear window at the seismo monitor. He goes pale.

EARL

Sure we will. Look at that.

Val peers in over his shoulder.

ANGLE - THEIR P.O.V. - THE SEISMO MONITOR

A dozen blips are headed right for them!

EXT. DESERT - DAY - THE PICK-UP

screams across the landscape at warp speed!

EARL (V.O.)

We need a plan!

VAL (V.O.)

All right, all right. We'll get some help, okay?

EARL (V.O.)

Help!? Who in their right mind would want to help us with this mess?!

EXT. BURT AND HEATHER'S HOUSE - DAY

BAM! BAM! BAM! CLOSE ON the muzzle of an HK-91 assault rifle as it fires. TRACK ALONG the barrel to find HEATHER GUMMER assessing her shots. We hear a PHONE RINGING. She FIRES once or twice more, then frowns as she realizes no one's answering it. She flips on her safety and exits frame (we don't see the house).

INT. BURT AND HEATHER'S BASEMENT - DAY

As the phone continues RINGING, CAMERA MOVES through this elaborate basement/rec. room/bunker.

We MOVE PAST a whole wall hung with every modern rifle and handgun imaginable, past an ammo re-loading bench, past framed magazine covers (Gun Digest, Soldier of Fortune, Guns and Ammo, Sports Afield, American Taxidermist,) showing Burt and Heather posing with various weapons alongside dead Graboids.

We come to rest on BURT GUMMER, survivalist extraordinaire. But strangely, he's slumped in a chair, unshaven, wearing a bathrobe, munching listlessly on a stalk of celery, staring at the cable TV military series "Brute Force" with the eyes of a man who's lost his direction in life.

Heather bounds down the basement stairs and glances at her husband with a mix of sadness and frustration. As she heads for the still RINGING phone:

HEATHER

For Pete's sake, Burt, can't you even answer the phone?

Heather grabs it. While she talks CAMERA TRUCKS slowly around her, revealing hunting trophies mounted on the wall: deer heads, elk, moose.

HEATHER (cont'd)

Hello...

(pause)

Hey, Val! How are you? It's been a long time.

(pause)

Well... we're hanging in there. At least, I am.

She speaks more softly, so Burt doesn't hear.

HEATHER (cont'd)

Well, to be honest, Val, Burt's kinda lost his get-up-and-go. It all started when the Soviet Union fell to pieces. Living without the threat of global war, you know, it's been kind of hard on him.

CAMERA keeps TRUCKING, finally revealing the ultimate trophy -- the full-sized mounted head of a Graboid, long tentacles arcing out into the room.

Heather reacts excitedly to Val's next statement.

HEATHER (cont'd)

What?

(pause)

You're pulling my leg...

(pause)

In Mexico?

She turns to Burt who's still lost in the blues.

HEATHER (cont'd)

Burt? Burt, honey!

He casts a bleary-eyed look her way.

HEATHER (cont'd)

Graboids.

He sits bolt upright, the old fire igniting in his eyes.

BURT

Where?

EXT. REFINERY - WIDE - DAY

The buildings shimmer in the desert heat.

INT. KATHY'S LAB - DAY

It's tense, quiet. PAN across the tired faces of Pedro, Leroy, Val, and Earl -- faces lit by greenish light. WIDEN to SEE they are clustered around the seismo receiver, staring at it intently. Earl still clutches his rifle.

Kathy is across the room, working at a lab table. Suddenly:

KATHY

Oh my God!

The men jump.

EARL

What!?

KATHY

Come here! Look at this!

Val and Earl step over. She's holding a cylindrical piece of rock (an oil well core sample). Protruding from the end of it is the fossilized spike from the body of a Graboid.

KATHY (cont'd)

I've been staring at this thing for a month! I just realized what it is!

She excitedly compares it to photos of Graboids in a scientific journal.

VAL

Yeah... it looks like one of those spikes on their sides.

Pedro peers over their shoulders.

PEDRO

Yeah... it does.

KATHY

I think it is. I really think it's a fossil fragment of a Graboid!

VAL

Well, that's pretty important isn't it? I mean, nobody's ever figured out where they came from.

KATHY

Yeah, that's my point! Guys, this is Pre-Cambrian rock!

VAL/EARL/PEDRO
(together, not getting it)
Yeah...

KATHY
Pre-Cambrian! Pre-Cambrian.
This'd make them the oldest life
form on the planet, pre-dating
every other living thing known.

EARL
Older than dinosaurs?

KATHY
Way!

Val grins at Earl smugly. Earl looks disappointed.

EARL
(to Kathy)
So they're from Earth, huh? Damn.
He pulls out twenty bucks and hands it to Val.

KATHY
What was that?

EARL
We had a bet. I always figured
they were from outer space.

KATHY
Oh... sorry.

Across the room, Leroy suddenly starts pointing at the
seismo monitor, sputtering unintelligibly:

LEROY
Uh, hey... hey... hey...!

A big green blip is moving quickly toward the center of the
screen! In the next instant, we hear RUMBLING!

Earl cocks his rifle! Leroy jumps up on a lab table.

The RUMBLING continues, moving around the lab. We PAN
along shelves of shaking core samples and rattling
instruments until we see out a window where --

A huge army truck pulls to a stop. All we can see are
massive tires, fender and hood.

EXT. KATHY'S LAB - DAY

Everyone rushes out the door to see a huge six-wheel-drive military cargo truck, a "deuce-and-a-half."

The doors open. Burt and Heather, in military camouflage and mirrored sunglasses, simultaneously step out and flip off their sunglasses.

HEATHER

(brightly)

Hey guys.

BURT

(joking)

Is this monster H.Q.?

EARL

How you doing? This is Kathy, Pedro, and Leroy. Everybody, Burt and Heather.

KATHY

I kind of figured.

VAL

Hey, Burt! Think you got a big enough truck there?

Leroy and Pedro obviously don't recognize them.

LEROY

(dubious)

So... you were with Val and Earl the first time?

BURT

(taken aback)

Well, sure, every step of the way.

Leroy shrugs.

LEROY

Funny we never heard anything about you.

Burt is surprised and a little insulted. Meanwhile, Val and Earl are headed for the back of the truck.

VAL

What the hell you got in here anyway?

As Leroy and the others follow them, Burt and Heather hang back.

BURT
They never heard of us?

HEATHER
(chastising)
Val and Earl went on TV. You
wouldn't go on TV.

Burt shakes his head, frustrated. They follow the others around to the tailgate.

Val swings the rear canvas flaps aside. Everyone peers into the bed of the truck, where they see a huge mound of explosives: crates, mortar shells, cans.

EARL
Jesus...

HEATHER
(a little embarrassed)
Well, you know Burt...

BURT
Yep, makes my home-made stuff look like cherry-bombs.
(points out)
Thermite. C-4. TNT. High
explosive. H.E.

VAL
Is there such a thing as low
explosive?

BURT
(how dumb can you be?)
Well... of course. I mean, the
Federales offer you anything you
want, and you guys only take
ordinary dynamite?

Earl points out a three foot long 90mm cannon shell.

EARL
What the hell you going do with
that?

BURT
(sheepish, under his breath)
Might end up in my collection.
(changes the subject)
Now, what about communication?
Don't suppose you've thought about
that.

KATHY

We're all linked by radio telephone. The repeater tower is on a hilltop on solid rock. It's on a generator with double battery back-up.

EARL

(to Burt)

So there.

Heather hops up onto the tailgate.

HEATHER

Got some presents for you cowboys.

She hands down two gleaming aluminum rifle cases. Val and Earl open them revealing two big-bore, classic double-barrel rifles, with boxes of ammo.

BURT

Your back-up weapons.

EARL

(dubious)

Shotguns? We ain't hunting rabbits.

BURT

(impatient)

Not shotguns. Double rifles.
Elephant guns.

(re: Val's)

Four-Sixty Weatherby...

(re: Earl's)

Five-Ten Rigby. Knock-down power
up the ying-yang. Treat them well.

Val stares a little nervously at one of his gigantic cartridges.

HEATHER

But hold'em good and tight to your
shoulder or they'll break your
collar bone.

Val and Earl glance at each other -- ouch.

Burt now pulls out his gun, a huge, cartoon-sized, bolt-action rifle. Val and Earl laugh out loud.

VAL

What the hell is that?

BURT

(proudly)

World War One anti-tank gun.
Single-shot, Browning fifty
caliber. Had the bullets custom
cast.

EARL

Anti-tank gun?

VAL

You know, Burt, you put a whole new
shine on the word overkill.

BURT

(undeterred)

When you need it, and don't have
it, you sing another tune.

EXT. HILLTOP - REPEATER TOWER - DAY

HIGH ANGLE, looking down on a jeep trail. The pick-up and
the lumbering cargo truck grind their way along.

PAN with the trucks to REVEAL the radio-telephone repeater
station in FOREGROUND on a rocky hilltop. Several antennae
bristle from a small windowless shed.

EXT. JEEP TRAIL - HILLTOP - DAY

It's the same valley overlook we saw earlier. The two
trucks pull into frame and stop side by side.

Val loudly munches handfuls of tortilla chips during:

VAL

This is it. You take the east.
We'll take the west.

BURT

(re: the chips)

You know, those are terrible for
you. You should eat something more
nutritious.

VAL

We gave up smoking. What do you
want?

Burt pulls a big silver-foil wrapped food-bar out of his
pocket.

BURT

Freeze-dried. Foil-sealed. It's got to be foil. Plastic is not an oxygen barrier. Nutrient-rich, vitamin and pH balanced. Twelve hundred calories a bar. And you can eat it all in thirty seconds. Take some.

He tosses a few bars across into the pick-up cab.

VAL

(dubious)

Oh, no... wouldn't want to use up your food.

HEATHER

No problem. Burt brought a hundred and twenty pounds of it. Good luck guys!

The trucks separate and head off down into the valley.
After a moment:

VAL (V.O.)

Aw, man... this stuff tastes like shit!

EXT. DRY LAKE BED - DAY

CAMERA IS LOW AND WIDE as we see Burt and Heather's truck way in the distance, sitting quietly in the midst of a vast dry lake bed.

Suddenly CLANKING across frame in FOREGROUND, comes a remote control toy tank. As it exits frame we hear the RUMBLE and SNORT of a Graboid.

CUT CLOSE ON Heather, peering through oversized, military binoculars.

HEATHER

He took it!

BURT

Right.

Burt drops his toy remote control and raises a remote detonator.

BURT (cont'd)

Helmets!

In unison they slap on Army helmets.

BURT (cont'd)

Okay, mister...

And he hits the switch -- KA-BOOOOOOOOOM!!!!!! It's a huge blast, much bigger than we've seen up to now.

Burt and Heather are knocked on their tails. The truck rocks with the shock wave. Then a torrent of debris splatters down on them. Heather rises slowly, shaken.

HEATHER

Now what was that?!

BURT

(innocently)

Four pounds of C-4.

HEATHER

Four pounds?! Man alive. Burt, I mean, I love C-4 as much as the next gal, but you really go overboard sometimes.

Burt smiles slyly.

INT./EXT. VAL AND EARL'S TRUCK - MOVING - DAY

Earl drives while Val monitors the seismo receiver. Their radio CRACKLES:

BURT (V.O.)

Yo, Val and Earl. We got one!

EARL

(into radio)

Yeah, Burt, we heard it clear over here.

BURT (V.O.)

Damnedest thing, too. It had a chain with a big hook in its mouth.

Val grabs the radio mic from Earl.

VAL

Burt, you skunk! That one was ours!

BURT (V.O.)

Oh yeah? I didn't see your name on it. Over and out!

Burt clicks off.

VAL
Who invited him?

EARL
(points to seismo screen)
Hey! Pay attention!

VAL
Whoops. Got one. Three o'clock.
(pause)
Wait... no, it's moving away from
us. Must be something else.

EARL
Yeah... the Wildman. We should
shoot him.

Val scans the horizon. He suddenly points off.

VAL
Hell it is. Look at that.

ANGLE - THEIR P.O.V. - DESERT

A plume of dust shoots up from the ground, then another,
marking the path of a Graboid moving away from them.

BACK TO SCENE

The boys are baffled.

VAL
It's running away from us?

EXT. DESERT - DAY - LATER

WIDE as Val and Earl's truck bounces across open desert,
passing among a few large boulders.

INT./EXT. - VAL AND EARL'S TRUCK - MOVING - DAY

They are still pursuing the wayward Graboid.

VAL
What's his problem? We're making
plenty of noise.

He reaches over and leans on the horn.

Earl is paying more attention to the seismo-receiver than his driving. They slam roughly up over a rock.

VAL (cont'd)

I'm watching the monitor. You drive.

EARL

I don't like it, Val. They're getting smarter. That's what they do. You know that.

VAL

(re: the monitor)

He stopped. He just stopped dead.

Val eyes the monitor, then points off to the side.

VAL (cont'd)

He was close. That way. He's gotta be right over there someplace. Keep going.

EXT. BIG BOULDER - DAY - THE PICK-UP

inches up a gentle grade toward a big boulder. Not a sign of life anywhere. Then Earl suddenly stops the truck.

VAL

What?

EARL

Listen, Val, they've got something going here, I tell you. Some kinda plan... digging a trap for us or... playing possum...

Val's nervous, too, but not willing to give up. He lifts a toy dune buggy with a detonator and wad of C-4 taped to it.

VAL

We'll see who's got a plan.

He opens his door, sets the car on the ground and sends it off, its little electric motor WHINING SHRILLY in the dead stillness.

Earl is not happy. Behind him, out the driver side window, we see part of a big rock a few feet away. The rock SHUDDERS.

Earl glances over. His eyes go wide with horror.

The rock is a Graboid -- lying on the surface like a beached whale! It rears its head. Its jaws drops open.

EARL

. SHIT!!

Earl recoils straight backward, colliding with Val in the passenger seat and sending them both sprawling out the other side of the cab. As they land in a heap:

EARL (cont'd)

It's there! It's there! It's there!

Val sees it.

VAL

SHIT!!

They scramble around the truck and up onto the only safe spot -- the big boulder right next to the creature itself.

But the thing does not react to them.

They stare down at it.

It just lies there, breathing heavily, only able to feebly lift its huge head.

EARL

Something's wrong with it.

Behind them -- their truck slowly, quietly rolls away down the slope! They're so intent they don't notice.

VAL

Must be sick. What do you think?

EARL

How the hell would I know?

The guys creep along the boulder closer to the creature, totally focused on it.

VAL

Probably ate somebody that didn't agree with it.

They don't even notice a distant CRUNCH as their truck crashes off screen somewhere.

Val leaps off the boulder, runs over and tags the creature, and leaps back to safety.

EARL

Jesus, Val!

But the creature doesn't seem to notice.

VAL

Earl. This is a live one! We caught ourselves a live one!

Val starts happily dancing around.

VAL (cont'd)

A hundred-thousand big ones, Earl!

EARL

Don't count your chickens. What if it decides to go back into the ground?

Val frowns. Good point. Then he brightens again.

VAL

Okay, we tie the sucker up!

They turn to look where their truck should be, then freeze. It be gone.

CUT TO:

EXT. GULLY - DAY

Val and Earl race along, avoiding bare ground, hopping from rock to rock down the slope. PAN with them as they slow down and we REVEAL --

Their truck, sitting ass-end down in a narrow gully, perfectly perpendicular, front wheels aimed skyward, totally undriveable.

EARL

Oh man! How could I do that!?

VAL

(worried)

It's okay... just a minor setback.

Val forces open a door, leans into the skewed cab and grabs the radio mic. The radio CRACKLES to life.

VAL (cont'd)

Hello, this is Val to anybody. Anybody there?

KATHY (V.O.)
Hey, Val. This is Kathy. How you
guys doing?

Val flashes a grin to Earl, who relaxes a little.

CUT TO:

EXT. BIG BOULDER - BEACHED GRABOID - LATER

The creature looks like Gulliver captured by the Lilliputians. Its beak is tied shut. Ropes and chains crisscross all over it.

Val finishes tying it off, anchoring it to some boulders. He pulls a kerchief over his nose.

VAL
God, they do stink...

ANGLE - EARL

on top of a boulder down by the up-ended pick-up truck. He shouts to Val:

EARL
Val, get off the goddamn ground!

VAL
All right, all right.

EARL
I talked to Pedro. He's going to bring out that big flatbed he was driving, the one with the winch on it.

VAL
Great! We'll winch ol' Stinky on board and cart him home! We are making money hand over goddamn fist, Earl!

EARL
Yeah, yeah. Get up on a rock!

EXT. GULLY - NIGHT

Beneath, a vast starry sky, Val and Earl lie on sleeping bags on the big rock near their truck. Earl keeps an eye on the seismo monitor through the propped-open door of the truck cab.

They both jump as they hear the distant echoing BOOM of an explosion.

VAL

Damn it. They got another one.

EARL

There's plenty to go around.

Suddenly two more explosions -- BOOM! BOOM! Val and Earl look at each other. What does that mean?

The truck radio CRACKLES.

BURT (V.O.)

Guys, Burt and Heather here. Just doing a little night fishing. Got three of'em on a cluster charge! I'd say we're about even now.

We hear Heather off mic.

HEATHER (V.O.)

Come on, Burt, it's not a competition.

BURT (V.O.)

Who's competing?

Val leaps over to the truck and grabs the radio mic.

VAL

(into radio)
Yeah? Well I'll tell you something, Burt. We just caught a live one. How about that?

BURT (V.O.)

A live one. How in the...?!

VAL

Trade secret. Happy hunting, Burt.

Val CLICKS OFF and saunters back up onto the rock.

VAL

I bet that burned his skinny ass.

But now a GHASTLY MOAN wells up from nearby. They instinctively move to the highest point on their rock.

VAL

It's coming from up there. Must be Stinky!

The horrid MOANING continues, nerve-grating shrieks of a demon in pain.

EARL

God almighty...

VAL

Something's wrong with it.

EARL

Good, maybe it'll die.

Val grabs flashlights from the truck, double-checks the seismo receiver. It's quiet.

VAL

What if coyotes have got to it or something?

EARL

Well, they'll have plenty to eat!

VAL

Come on, Earl. It's an investment. We gotta take care of it if we can.

(re: the sound)

Jesus. Listen to it. Don't you feel a little sorry for it?

EARL

No!

EXT. BIG BOULDER - NIGHT

A wind has come up. Dust blows through the night air as Val and Earl move cautiously from rock to rock, flashlights casting eerie shadows. The MOANING has stopped.

They reach the boulder that overlooks their hog-tied prize and cast their lights down. They gape.

EARL

What the hell happened?

FOLLOW them as they jump to the ground and approach the creature --

It's dead. But what's weird is that the Graboid's body is split neatly open down its back. Most of its insides are gone, giving it the look of an empty cocoon. Monster gore is splattered everywhere.

Val and Earl stare, struggling to explain it, Earl's mood getting darker and darker as he studies the grisly remains.

VAL

Something... ate it.

EARL

In five minutes? Did you hear any coyotes?

VAL

Well... what the hell else...?

EARL

It's goddamn empty... There's nothing left inside...

They stare at it some more, pondering. Finally:

EARL (cont'd)

Something came out of it.

VAL

What do you mean, came out of it?

EARL

You know, it did that thing that things do when they change. There's a word for it. It turned into something else. Like a caterpillar does. Only I'll bet whatever came out wasn't no sweet little butterfly!

They both start backing away from the dead creature, looking around apprehensively.

EXT. GULLY - NIGHT

Earl leans into the cab, talking on the radio mic:

EARL

I'm saying I think you all ought to head for the city. Get out until we know what's going on. Over?

He releases the talk button. Nothing but STATIC crackles from the radio.

EARL (cont'd)
Kathy? Did you get any of that?
Over?

Earl tries other bands. Nothing.

EARL (cont'd)
Shit! Now what! Radio's out! How
can that be?

Val sits on the rock holding his elephant gun, for the first time genuinely worried. He stares off into the night. Suddenly he sees:

VAL
There! Pedro!

EARL
'Bout damn time. Thank God.

VAL AND EARL'S P.O.V. - HEADLIGHTS IN DISTANCE

as Pedro's flatbed truck comes over a rise about a mile off. The lights jostle along in the darkness -- then stop.

BACK TO SCENE

VAL
He stopped.

EARL
He stopped.

VAL
Maybe he's taking a leak.

They keep staring.

EARL
Long leak.
(jumps up and shouts)
Hey, Pedro! PEDRO!!!

Earl's voice ECHOES across the landscape and fades, but there's no answer. Val and Earl look at each other.

VAL
(hesitant)
Maybe... we'd better go over and
see what's wrong.

EARL

(incredulous)

"Go over?" You mean walk a mile
over open desert?

Earl gestures to their damaged truck, the seismograph
receiver glowing softly inside.

EARL (cont'd)

I'm not going six feet from that
seismo.

VAL

Earl, something's wrong.

(re: the seismo)

There's no Graboid anywhere near us
right now. I say we go while the
going's good.

Earl stares at him, considering the logic.

CUT TO:

EXT. DESERT - NIGHT

Start CLOSE on Val and Earl's boots as they trudge across
the sands. WIDEN to SEE Val struggling under the weight of
both elephant guns, ammo belts, toy cars, explosives,
canteens -- and the truck's battery. It is connected with
jumper cables to the seismo receiver, which Earl lugs with
difficulty, eyes glued to its screen. The men march in
strained silence until:

VAL

You know you could carry some of
this stuff.

EARL

(terse)

I got what I want.

They are nearing Pedro's truck. They squint into the glare
of the headlights as they draw closer, and call out:

VAL

Pedro?

EARL

Hey, Pedro!

No response. Earl keeps compulsively glancing at his
seismo receiver.

EARL

Man... this brings back memories.

VAL

Hang on. Maybe he's got engine trouble, or he's just out cranking a weasel...

But as they draw nearer, moving out of the glare of the headlights, they can see something is very wrong. All the truck's windows are smashed. But even more disturbing, the sheet metal is literally torn -- almost shredded like tin foil. The hood has been peeled back in twisted metal strips, opened like a banana, laying the engine bare. The engine too, is a savaged wreck, wires and hoses hanging in tatters.

Val and Earl stare open mouthed.

EARL

Jesus, looks like somebody took a can opener to the thing.

Val looks around frantically, sweeping the area with his flashlight.

VAL

(desperate)

Pedro!? Damn it, where are you?

He spots something up on the cab roof. It's someone's fingers tightly gripping the top edge of the sloped streamlining cowl. Someone in the truck bed is clutching it from behind.

VAL

There he is!

Val rushes around to shine his light up at the rear of the cab and sees -- it's just Pedro's severed arms, hanging from the cowl.

Val recoils from the truck.

VAL

Oh, God... I mean... oh, man...

EARL

(hushed)

It's a whole new ball game. A whole new goddamn ball game!

VAL

I mean... it was all going so good...

Earl peers into the truck cab.

EARL

Radio's a wreck.

Val forces himself to think.

VAL

Okay... okay. Let's hike up to that radio tower. There's gotta be a radio there. It's gotta be working. We can call direct.

Earl nods. They continue down the road together, still linked by the jumper cables.

VAL (cont'd)

(re: the seismo receiver)

Earl, we can ditch that thing.

Earl keeps trudging.

EARL

Like hell.

VAL

It hasn't picked up a Graboid all night. And whatever got Pedro sure didn't show up on it.

Earl stops and thinks about it. Finally, he lets the seismo receiver drop. Val drops the battery and silently hands one of the elephant guns to Earl.

EXT. DESERT - BURT AND HEATHER'S TRUCK - NIGHT

The big deuce-and-a-half grinds through swirling dust, floodlights blazing eerily in all directions.

Burt and Heather glance out at a big BRAHMA BULL who gazes back at them, unperturbed.

INT./EXT. BURT AND HEATHER'S TRUCK - MOVING - NIGHT

Burt drives as Heather hangs up the radio, frowning.

HEATHER

Burt, I still can't raise anybody. Something's wrong.

BURT

(nods)

We'd better head back.

Burt turns the truck around to head back where they came from.

Heather gazes at the seismo receiver -- no activity.

HEATHER

This whole thing's getting squirrely, Burt. We tracked six of those big weenies up here. But we haven't had a single reading in hours.

They head back down the road.

BURT

Yeah... Where the hell'd they go?

HEATHER

(uneasy)

You don't think they're wising up, staying away from our truck?

BURT

Could be. They're smart sons of...
(looking ahead)
My God...

ANGLE - THE BRAHMA BULL

has been almost completely eaten! Nothing left of it but the barely recognizable head and a few bones. The ground is a bloody mess.

ANGLE - BURT AND HEATHER

As they lean out of the cab, staring, sweeping the area with their mag-lites, mystified and unnerved.

HEATHER

We just passed him a minute ago...

They ease back into the truck, reaching for their gun rack.

ANGLE - WIDE ON THE TRUCK

It's an island of blazing light in the black desert landscape, strongly backlit by its rear floodlights. Slowly the muzzles of their rifles slide out either side window, casting long shadows in the blowing dust.

EXT. HILLTOP - REPEATER TOWER - NIGHT

Val and Earl come into view as they trudge up the steep hill. They shine their flashlights forward -- and stop in their tracks.

PULL BACK slowly to REVEAL the repeater station is destroyed! The equipment shed at the base of the antenna tower has been literally torn to pieces. Shattered electronic equipment strewn everywhere.

Val sags down on a rock, nearly overwhelmed.

VAL

Don't we ever get a break?

EARL

If we get out alive, I'll count it as a break. Come on.

VAL

I mean, why would anything attack this place? There was nobody even here!

EARL

Come on.

VAL

Come on where? It's twenty miles to the refinery.

EARL

Not the refinery. That place where that security guard is. We can catch a ride there... maybe.

EXT. DIRT ROAD - NIGHT

Exhausted Val and Earl march slowly along the moonlit road. They no longer need their flashlights.

EARL

You know, I don't get it. How could something big enough to smash stuff up like that not be big enough to show up on the seismographs?

VAL

Yeah... only thing I can figure is maybe...

EARL

It can fly.

VAL

It can fly.

EARL

God help us.

The welcome sight of distant lights greets them. They pick up their pace.

EXT. DIRT ROAD - STAGING AREA - NIGHT

The place is dark except for lonely pools of light cast by a few small floodlights. Val and Earl BANG on the door of the small field office:

EARL

Hello? Anybody here?

Silence.

Val points to the several parked vehicles some distance away. The men hustle toward them.

VAL

We'll hot wire'em if we have to.

EARL

Damn straight.

As they move out of the light and into a very dark stretch, Val suddenly falls!

Earl whirls around, CLICKS the safety off the elephant gun.

EARL

Jesus! You okay?

VAL

Yeah, yeah, I just slipped.
There's mud or oil or...

Earl flicks on his flashlight. Val has slipped in a muddy pool of blood.

VAL (cont'd)

Aw... Shit!

He leaps up, frantically wiping off his hands, pants, boots. Earl grabs him and hauls him along.

EARL

Come on. Come on!

Earl rushes to the nearest car and without hesitation smashes out the driver's side window. As he's unlocking the door, they begin to hear -- the FOOTSTEPS.

THUD... THUD... THUD... With a hollow metallic SOUND, something is walking toward them. They instinctively switch off their flashlights and shrink behind the car.

THUD... THUD... THUD... Now they can tell where it's coming from -- behind a two-story building. A long piece of corrugated sheet metal lays beside the building, the far end hidden from view.

Whatever is coming their way is behind the building, walking along the sheet metal. The end we can see shakes violently with each FOOTSTEP. In a moment we will see it.

Val and Earl shrink down further, rifles ready. As each FOOTSTEP CLUNGS louder and louder, the men aim higher and higher in anticipation of seeing the thing. And at last it steps into view --

It is three feet tall -- the size of a big dog.

Val and Earl whip their gun muzzles down, aiming at the creature. They glance at each other in confusion.

VAL

(whispers)

What the hell is that?

The little animal is unaware of them. Walking on big hind feet, rather like a mini-Tyrannosaurus, the sound of its footsteps is amplified by the sheet metal.

As it turns toward us we CUT CLOSE on the ugly beast. It is eyeless, like the big Graboids, and its mouth, though smaller, is the same grotesque four-part beak.

The most bizarre difference, however, is a fleshy hood which flares out around its head, reminiscent of a radar dish but vibrantly colored.

Still unaware of Val and Earl, the creature quietly scans from side to side with its radar head. Val and Earl whisper softly:

EARL

Is that it?

VAL

It's gotta be. Look at that mouth.

EARL

But... how can a thirty foot worm
turn into that?

The creature stops scanning as it faces in their direction.

VAL

Shh! It might hear us.

Indeed, the creature now stiffens, sensing something. It suddenly lets out an unearthly, ear-splitting, WAILING NOISE -- the FOOD SCREAM -- and charges madly at the men!

VAL (cont'd)

Shit! It heard us!

The cowboys instantly cut loose with both barrels of their elephant guns. The murderous recoil throws the men back as gigantic muzzle-flashes light up the compound and the DEAFENING BOOMS echo off the metal buildings.

We lose sight of the charging creature in the cloud of dust kicked up by the bullets.

Val and Earl frantically eject shells and reload. But as the dust clears they see the creature sprawled flat, dead as a doornail.

The men look at each other. Is it over? Was that it? Can they go home now?

VAL

We... we got him.

EARL

We got him.

Then they both wince, their shoulders aching from the guns' recoil.

VAL

Let's go get a look at it.

EARL

Let's just go.

Val drags Earl over to the fallen creature during:

VAL

Earl, we found us a whole 'nother
kind of creature. We did it again!

They look down at it. Val turns it over with a board.

VAL (cont'd)

Ugly little toad.

EARL

Yeah. And no eyes.

VAL

Just like the big ones.

From out of the darkness, another FOOD SCREAM sounds. They whirl and aim toward the sound, but then there's another FOOD SCREAM -- and another, and another -- a whole chorus.

EARL

Je-sus...

VAL

Quiet. Freeze.

They freeze. But now, stampeding into a distant pool of light -- a dozen of the ferocious things! They head straight for Val and Earl, galloping through the pools of light. The men whisper with rising panic:

EARL

They're not stopping!

VAL

But... we're not making any noise!

EARL

They're not stopping!

Desperately they fire the elephant guns again.

Two creatures are hit, but it doesn't slow down the herd.

Val and Earl make a run for it, heading for the small office.

INT. OFFICE - STAGING AREA - NIGHT

Val and Earl burst in and slam the door, backing away from it, reloading. The creatures slam into the door. WHAM! THUD! But it holds. We hear them SCRATCHING around and making weird frustrated GUTTURAL NOISES outside.

The SCRATCHING moves along the walls. There are two small windows. Val and Earl shift their aim there -- but nothing appears. We just hear SCRATCHING, SCUFFLING, GRUNTING.

Val edges over and peers out. Instantly the chorus of FOOD SCREAMS goes up. He ducks down and whispers.

VAL
(baffled)
It's like they saw me!

EXT. STAGING AREA - OFFICE - NIGHT

The creatures gather hungrily under the window in the shadows, shoving each other for position.

INT. OFFICE - STAGING AREA - NIGHT

Val peeks out again, relaxing a little.

VAL
We're in luck. They can't climb.

EARL
(incredulous)
We're in luck??

VAL
Look around. Maybe there's a
phone... or a bazooka.

Val and Earl quickly case their surroundings. Not much.
It's just a little one room field office.

Suddenly the SCUFFLING outside dies down. Val and Earl tense. Any change is probably bad. Now a new SOUND -- a sustained SHRIEK, like a bomb WHISTLING in for impact. Val and Earl peer out.

EXT. OFFICE - STAGING AREA - NIGHT

A single creature is charging pell-mell toward them, its SCREAM growing louder and more insane as it runs faster and faster until -- BAM! It hits the door head-on, full-tilt, cracking the wood --

-- and keels over dead, its head crushed.

INT. OFFICE - STAGING AREA - NIGHT

Val and Earl back away from the windows, utterly dumbfounded.

VAL
What...?! What...?!

We hear a second creature start a kamikaze charge. SHRIEK!
POW! Flop -- we hear it fall over. But the door has
cracked a little more. Val and Earl peer out the windows.

ANGLE - THEIR P.O.V. OUT WINDOW

A couple of creatures have dragged the freshly killed ones
aside and are greedily feeding on them.

BACK TO SCENE

VAL

Holy shit...

EARL

(losing it)

Oh man... that's not right!

We hear a third creature banzai SCREAM. Val scrambles to
the window and SHOOTS. The blast takes out the entire
window.

VAL

Shit! Shit! Missed.

As he frantically breaks open and reloads the two shot gun.

VAL (cont'd)

They get in here, we'll never stop
them all with these things.

WHAM! The door is going to give way any second. Earl
grimly shoves a desk over in front of the door and stands
back with his double rifle.

BANZAI! WHAM! The door splinters behind the desk! But as
the wall beside the door is shaken, a small cabinet swings
open. Inside, glinting in the dim light -- a dozen sets of
car keys hanging on hooks! Val points.

VAL

Earl!

And he leaps onto the desk, grabbing all the keys. Earl
looks behind them.

EARL

We gotta get out of here!

But there are no windows in back. There's only an:

VAL

Air conditioner!

They attack it, kicking, pulling, shoving, hanging on it. It sags on its flimsy wall mounts. Backs against it, they shove together with adrenalin strength, forcing it right out of the wall.

Creature beaks rip through the remainder of the door! The desk starts to slide back!

Val and Earl grab their guns and dive out the back way through the air conditioner hole!

EXT. STAGING AREA - NIGHT

The men race across the compound back toward the parked cars. From the darkness behind them we hear the FOOD SCREAM. They've been spotted.

Val is frantically reading the labels on all the keys.

VAL

Uh... Ford pick-up?

EARL

Don't see it.

VAL

Jeep?

EARL

No!

VAL

Volvo wagon?

EARL

Yeah, There! There!

Sure enough, among the vehicles is an old Volvo station wagon. The duo piles into it as the FOOD SCREAMS get closer.

Val jams the key in the ignition. The creatures are almost on top of them.

VAL

Please, please, we deserve this.

The engine fires right up. Val punches it, fishtailing around, spewing rooster tails of dirt.

The car zooms into the night, headlights suddenly blinking on as an afterthought. The creatures stand silently, stock still for a moment, then in unison all give out with an angry frustrated SCREAM!

EXT. DESERT - DAWN - THE VOLVO

thunders across the desert, only occasionally touching ground.

EXT. KATHY'S LAB - DAY

Kathy zooms up in her company van, hops out and hurries inside.

INT. KATHY'S LAB - DAY

Kathy rushes in, leans across her desk and spins her seismo receiver around so she can see it. The screen is quiet.

Then something appears in the open window next to her! She jumps. But it's just Leroy.

LEROY

Sorry. Where you been, Kathy? Do you realize all the phones are out?

KATHY

Yes, I just went out to the repeater tower. It's torn to shreds.

LEROY

What?!

KATHY

I don't know what's going on.

LEROY

(re: the seismo)
Anything coming our way?

KATHY

No. Have you heard from Pedro?

LEROY

No.

KATHY

Nobody's come back?

He shakes his head.

KATHY (cont'd)

Jesus...

Leroy leans in and puts a comforting hand on her shoulder.

LEROY

Take it easy, Kathy. You stay by the seismo. I'll go out right now to look for Pedro. Meanwhile, let me give you one of my guns.

KATHY

No, Leroy. I don't like them. I don't know how to use them.

LEROY

I'll show you how. They're not that hard to learn. You're gonna be here by yourself. It's better than nothing.

She wavers, considering it.

LEROY (cont'd)

Let me put it this way...

But Leroy suddenly SCREAMS VERY LOUD right in her face! He clutches her wildly, yanking her up against the sill. She struggles in his grip.

KATHY

Leroy?! Stop! What...!?

But now, out the window, she can see what.

ANGLE - KATHY'S P.O.V. OUT THE WINDOW

One of the little creatures has Leroy's leg in its horrid mouth, twisting, tearing, yanking like a shark. We hear the FOOD SCREAM! TILT UP to see more creatures dashing toward him!

BACK TO SCENE

Leroy keeps SCREAMING uncontrollably. Kathy pulls his arms, trying to help him climb in the window. But we hear several DULL THUDS as more creatures latch onto him unseen below the window outside. He's yanked bodily back out of Kathy's grasp. He desperately grips the window sill, his body violently shuddering, wrenching, twitching as the things fight for their share. Blood spatters the window above him. His eyes roll back -- and he's pulled down out of view.

Kathy backs away from the window, listening in abject horror to the SNARLING and GRUNTING of the animals finishing their feast. Fear takes over. She runs back through the lab and out the front door.

EXT. KATHY'S LAB - DAY

Kathy rushes out and heads for the van -- but instantly freezes in her tracks.

More creatures are all over it! They've torn up the hood and have just destroyed the engine. One of them turns to face her and FOOD SCREAMS!

She whirls back into the building.

INT. KATHY'S LAB - DAY

She dashes in and slams the door. THUD! THUD! We hear the creatures hit the door. Without slowing down Kathy heads into --

INT. KATHY'S LAB - WAREHOUSE - DAY

Kathy sprints into the dark cavernous warehouse area that adjoins her lab. She grabs a crowbar as a weapon, then runs frantically toward big open doors on the other side of the building.

EXT. DESERT - DAY - THE VOLVO

races across the desert.

EXT. KATHY'S LAB - DAY

The Volvo roars in and stops. Val and Earl pile out with their double rifles.

VAL

I mean you can't trust anything these days. You're chasing worms, next thing you know, piranhas with legs.

EARL

All right, all right. Let's just find everybody and get the hell out of here.

Earl veers off into the lab building. We hear him inside:

EARL (V.O.)

Kathy! Kathy! It's us! Are you here?

Val searches the outside, walking around the end of the building where he recoils as he sees --

The blood-stained ground outside the window. The tatters of Leroy's clothes are barely recognizable.

Earl runs back to Val.

EARL

No sign of her. Let's look over at the...

He freezes as he sees the mess.

VAL

(quickly)

It's not her, Earl. It's Leroy.
It's not her. Come on. We'll find her.

They start searching.

EXT. STORAGE BUILDING - DAY

Val and Earl move along, looking everywhere.

As they pass a dark open doorway into the building -- a shape suddenly flies out and clings to Earl!! He staggers back! Val whirls with his rifle!

It's Kathy! She holds onto Earl frantically, still clutching her trusty crowbar.

EARL

Jesus, Kathy!

She talks deliriously fast.

KATHY

I thought everyone was dead. I've been trying to get to Leroy's car. But I had to keep hiding. Those things are everywhere! It's not the worms. It's little things...

EARL

We've seen them. It's okay, you're okay.

KATHY

Where's your truck? Do you have it? We have to get to it right now. Right now.

They start back in the direction of Kathy's lab.

VAL

Have you heard from Burt and Heather?

She shakes her head, pulling Earl forward. They all jump as we hear a distant FOOD SCREAM. They start to run.

EXT. KATHY'S LAB - DAY

They hurry back toward the building.

KATHY

Don't tell me to calm down! You don't understand. They'll eat your car motor. They eat people, car motors... everything!

EARL

It's okay. We're going. It's gonna be okay...

But they round a corner of the building to see --

The Volvo is covered with creatures!! The hood is torn up, shredded. Val and Earl gape.

VAL

Son of a bitch! They're eating the engine!?

They duck back around the corner, but we hear FOOD SCREAMS!

VAL

Shit. They saw us.

Our heroes dash madly back the way they came. Meanwhile we CUT TO:

EXT. REFINERY - STORAGE YARD - DAY

Burt and Heather's truck rolls in from the desert, passing alongside rows of stacked building materials and pipes.

INT./EXT. BURT AND HEATHER'S TRUCK - MOVING - DAY

Heather is driving. She and Burt look around uneasily.

HEATHER

Hope everybody's okay.

BURT

(points up ahead)

Wait, did you see that? Slow down,
hon. I saw something.

As Burt peers ahead -- WHAP! A creature smacks into the side window right beside his head!

Instantly, WHAM! THUD! SMACK! More creatures leap all over the outside of the cab, flattened against all the windows.

EXT. THE TRUCK - DAY

Wriggling creatures literally cover the front end of the truck, SNARLING, GRUNTING.

There is a pause. Seems like Burt and Heather are goners. But then --

BAM-BAM-BAM-BAM-BAM!!! Semi-auto pistol fire erupts from inside. Creatures are blasted lifelessly in every direction!

With a ROAR the truck lumbers forward, creatures still clinging to the hood and fenders. Heather unlocks the bullet-riddled windshield and swings it up out of her way.

Heather steers with one hand and shoots with the other. BAM! She blasts a creature off the hood.

Burt stands on the running board, wildly watching for other targets. Suddenly he points off to one side.

BURT

There! Over there!

They are just passing an aisle between rows of stacked materials -- and sprinting toward us down the aisle are Val, Earl, and Kathy.

VAL

Burt! Hey!

Heather swings the truck around, heading back toward the entrance to the aisle.

Val, Earl, and Kathy race out the end, and veer toward the oncoming truck.

Burt pulls Kathy up into the cab. Val and Earl jump onto the running boards.

VAL
Don't stop! Go! Go!

BURT
What's going on? What are those things?!

Heather steps on it. The truck GRINDS forward, picking up speed just as --

The group of creatures that was chasing the trio bursts out from the end of the aisle. They freeze, standing in a tight knot, momentarily startled as they find themselves faced with:

THE MASSIVE STEEL GRILLE

of the deuce-and-a-half bearing down on them. PAN with it as -- SQUISH! With staccato THUDS and SHRIEKS, creatures disappear under the wheels in an whirl of creature souffle.

INT./EXT. BURT AND HEATHER'S TRUCK - MOVING - DAY

Val, Burt, and Earl scramble back over the explosives in the bed to look out the rear of the truck.

ANGLE - THEIR P.O.V.

The truck is now racing parallel to a long row of building supplies.

We hear FOOD SCREAMS. A moving cloud of dust wells up from the other side of the stack, kicked up by a horde of unseen creatures chasing them.

BACK TO SCENE

The men react. This doesn't look good. They shout to Heather:

VAL
Floor it!

BURT
Punch it!

EARL
Goose it!

HEATHER
(shouts back)
Doing what I can with what I got.

KATHY
Heather, they get on this truck,
we're dog food.

HEATHER
Tell me about it!

EXT. REFINERY - DAY

The deuce-and-a-half thunders out into open desert but --

ANGLE - CREATURES

burst into view, wildly pursuing.

INT./EXT. BURT AND HEATHER'S TRUCK - MOVING - DAY

From the wildly bouncing and swaying tailgate, Burt blasts away RAPID FIRE, emptying his pistol at the pursuing creatures, with little effect. He shouts to Val:

BURT
So, what the hell are those
things?!

VAL
Well, the big things... turned into
a lot of little things.

Burt tries to absorb this while slamming another magazine into his pistol. He starts FIRING again. Earl and Val take shots with their double rifles. Burt shakes his head.

BURT
This just isn't going to do it!

Val looks down, realizing they are sitting on 2 1/2 tons of bouncing, tumbling mortar shells, 90mm cannon rounds, crates of C-4, etc.

He spots one of Burt's Graboid-killing bombs. He stares down at it, getting an idea, tossing aside his rifle.

INT. TRUCK CAB - MOVING - DAY

Heather concentrates intensely, picking her route as carefully as she can. Val pops through the rear canvas curtain, thrusting the bomb out where she can see it.

VAL

How do I set this for five seconds?!

HEATHER

(catching on, nods)
Punch in "zero-five and..."

But Burt pushes in between them.

BURT

(to Heather)
Need your Glock!

She swiftly slaps her handgun into his hand, with magazines, while expertly double-clutching and upshifting. Burt clambers back to the rear. We hear him FIRING during:

HEATHER

...and press the red arming button!
When you're ready, just press the
"start" button.

Val nods and ducks back into the bed, working on the bomb.

INT. TRUCK BED - MOVING - DAY

Burt is firing Heather's Glock, picking his shots more carefully. He shouts back:

BURT

They're gaining on us. I'm almost
out of ammo!

Val joins him at the tailgate. Burt spots the bomb.

BURT (cont'd)

I like it!

Val raises the bomb, ready to throw, mentally timing their distance. But as he puts his thumb on the start button, we hear:

HEATHER (O.S.)

Hang on, HANG ON!

EXT. TRUCK - DAY

As it slams through a shallow gully, literally going airborne!

CUT WIDE as we see Val thrown out over the tailgate, flying ten feet into the air! WHUMP, he lands, disappearing in a huge cloud of dust.

ANGLE - VAL

sits up in a daze. He looks down at the bomb. 4... 3... 2....! He punches the "stop" button.

He looks up. Through the dust and sage brush we can make out the herd of happy creatures bearing down on him, mouths opening wide!

INT./EXT. BURT AND HEATHER'S TRUCK - MOVING - DAY

We hear everyone shouting.

BURT
We lost Val!

EARL
Go back! Go back!

KATHY
Hurry!

HEATHER
(looking in her rear-view)
I see, I see!

Heather cranks the truck around insanely, throwing up a huge fan of dirt.

ANGLE - VAL

He leaps to his feet, looking around desperately. There's only one place to run --

EXT. TOP OF PIPELINE - DAY

It's a partially completed above-ground pipeline (imagine a section of the Alaska pipeline). The open end faces him.

He dashes to it and looks in. It slopes down to a big valve junction at the bottom of a hill. He can see a pool of light. He looks back. PUSH IN on his wide-eyed face as we hear creatures closing in on him. No choice. He dives headfirst into the pipe!

INT. PIPELINE - DAY

Val slides down with a frightened roller-coaster YELL, weirdly ECHOING.

He hits the end -- GONGGG. There's an open access panel directly above him. He looks back up the sloping pipe --

The SNARLING creatures are crowding into the other end. Then they start wildly slipping and sliding down after him.

Val gets a wild-eyed look, a crazy idea.

VAL

Yeah, come on! I'm right here!

He resets the bomb timer, drops the bomb, and springs up out of the pipe.

EXT. BOTTOM OF PIPELINE - DAY

Val leaps out. He slams a heavy access door down over the opening for good measure. We hear ECHOING creatures as they pile up just beneath him.

Val runs to a pile of discarded pipe sections and dives behind them for cover.

And with a terrific BLAST, the bottom end of the pipeline is blown to smithereens!

EXT. TOP OF PIPELINE - DAY

As though from an enormous cannon, the creatures are BLASTED out the end of the pipe!

ANGLE - THE TRUCK

As it heads back toward Val. Everyone gazes up in amazement, like a crowd watching fireworks, looking off-screen as the unseen creatures arc across the sky.

EXT. BUILDING - DAY

The side of a distant refinery building is splattered with creature parts.

EXT. BOTTOM OF PIPELINE - DAY

Val rises slowly up from behind his cover, amazed at his success. Burt and Heather's truck rolls up, the others staring at him with equal amazement.

EARL

Pretty damn good.

But Burt wants a full explanation:

BURT

So the big things turned into little things. You mean they had babies?

VAL

No, Burt, they just changed. Real quick. There was nothing left behind.

KATHY

Metamorphosis?

EARL

That's it. That's the word.

HEATHER

So they don't live under the ground any more?

VAL

And they don't hunt by sound. They can see you... even though they don't have eyes.

EARL

Figure that one out. And they'll kill themselves just so one of'em can get to you.

BURT

(frustrated)

So... what you're saying is, it's a whole new ball game. Great.

KATHY

How many of them are there? You think you got them all?

But suddenly there is a distant sound. They all whirl nervously to look off.

ANGLE

It's a motorcycle! It's Hank on his Harley!

BACK TO SCENE

CLOSE on Heather as she stares off at him.

HEATHER

Who the heck is that?

WIDEN as Hank comes roaring in, towing a mini-cycle trailer with a tarp-covered object lashed on top. He slides to a stop.

HANK

You ain't gonna believe this. You
ain't even gonna believe this!

He whips off the tarp, revealing a living, hog-tied creature! Its beak is roped shut like an alligator's mouth, but it makes a muffled FOOD SCREAM anyway.

Kathy steps forward, awe-struck.

KATHY

My God, you got one alive.

HANK

(disappointed)
You seen these?

They all nod.

HANK (cont'd)

But you never caught a live one?

They shake their heads. He's relieved and delighted.

HANK (cont'd)

(to Val and Earl)

I found one of your big worms...
...son of a bitch if you weren't
telling the truth. Anyway, it's
beached just like a sick whale.
And then I see six of these little
darlings just eatin' their way out
of its belly.

(MORE)

HANK (cont'd)

I tell you I've got a strong stomach, but that gave me a case of the queasies no problem. Well, no sooner than they've chewed their way out of their mama, they come at me like I'm chicken on a spit. But I took care of'em. Me and Big Ed.

He pats his big .44 Mag revolver.

HANK (cont'd)

Anyway, I saw this little ugly was just stunned, so I hog-tied him... and here I am.

(pause; big grin)

What d'ya think he's worth?

INT. KATHY'S LAB - WAREHOUSE - DAY

The big truck rolls to a stop inside the warehouse. They all climb out, Burt toting his monster .50 caliber anti-tank rifle. Hank pulls his Harley in right behind them.

KATHY

(re: Hank's creature)

Take it into my lab.

Val and Earl help Hank lift his captured creature and they all head for Kathy's lab.

We TILT DOWN and MOVE slowly toward Burt and Heather's truck. The wheels and undercarriage are splattered with the remains of the creatures they ran over.

But now something wedged between the dual rear axles moves -- a horribly mangled creature suddenly drops down onto the ground. Barely alive, it begins to drag itself painfully, inching along with its beak.

INT. KATHY'S LAB - DAY - LATER

CLOSE ON the creature, now untied and in a strong makeshift cage sitting on a lab table. The animal paces frenetically, three-pronged tongue occasionally sliding out to feel around.

WIDEN as a two-by-four rises up vertically in front of the cage from beneath the table. The board waves back and forth. The creature does not react.

The two-by-four now BANGS loudly on a file cabinet beside the cage. Still the creature does not react.

Now Burt's hand rises up and waves. The creature instantly reacts, emitting the FOOD SCREAM. It then clamps its beak onto the cage bars and yanks with terrific force.

BURT O.S.

I knew it! Infrared.

Burt stands up with a triumphant look. Val and Earl rise up on either side of him. The others step out from hiding places behind doors and cabinets.

ANGLE - CREATURE'S INFRARED P.O.V.

The animal's infrared view of the world is vague and shadowy except for the warm bodies of the people. They are seen as brilliant human-shaped blobs of color. Exposed skin shows up more brightly than does clothed skin, etc.

BURT

It can't hear us and it doesn't actually see us. It senses the heat of our bodies.

HEATHER

Hmm... like a sniper scope.

BACK TO SCENE

HANK

Body heat, huh... That's why they hunt the way they do. Damn, I'm lucky I got away.

The creature FOOD SCREAMS again. Val winces.

VAL

Man! If they can't hear anything why do they make such a racket? Who are they screaming to?

Burt holds out his palms toward the creature as though warming them near a fire.

BURT

Wow, feel that? It gives off a lot of heat when it screams like that.

KATHY

That's it. I bet that's how they communicate. The sound is incidental. They make noise, but they're really signalling each other with their body heat.

EARL

(shakes his head)

It only sees heat?

HANK

That's not so weird. A rattler strikes at body heat. None never got me, though.

Val suddenly realizes:

VAL

That's why they tore up the cars. Because the engines were hot. They thought it was food.

KATHY

But what about the radio tower?

HEATHER

Same thing. That electronic gear puts out all kinds of heat.

Hank moves to a stack of Burt's hyper-concentrated food bars. Several are already empty. He tears open a fresh one and tosses the food into the cage. As soon as its ever-searching tongue brushes over it, the beast gobbles it greedily.

HANK

This stuff ain't warm. How's he know to eat it?

VAL

He tastes it with his tongue. See how he's always dragging his tongue all over. If he tastes anything good, he eats it.

The others nod. Hank throws the creature another hunk of food. It finds it and gobbles it. The creature's stomach is starting to swell noticeably.

BURT

How much can it eat? This food isn't cheap, you know.

KATHY

Seems like they can digest almost anything.

The creature, now quite bloated, suddenly spits out a disgusting glob of the food.

HANK

Looks like he's had enough.

But now the creature makes yet another new, odd SOUND, a sort of GURGLING GROAN. All eyes are on it as it flops over on its side, GROANING.

BURT

(to Hank)

You fed it too much. You made it sick.

HANK

Bullshit. Probably your fancy-ass food made it sick.

But they fall silent and stare with horrified fascination. The creature's mouth opens wider and wider, distending unnaturally, vomiting slime and blood.

HANK

Come on, buddy, don't die on The Wildman.

The creature's mouth opens wider. Its throat swells to impossible size. Finally, with a grotesque VOMITING SOUND, a slime-coated blob, nearly half as big as the creature itself, is forced painfully out of its mouth. The blob bursts open revealing --

A new creature!

HEATHER

Oh my lord...

The twin ogres struggle to their feet. Junior "looks" around. Sensing the humans, it lets out its first FOOD SCREAM.

KATHY

(softly, awe-struck)

Hermaphrodites!

They all look at her. What?

KATHY (cont'd)

They reproduce without sex!

Val and Earl look at each other: What a horrible thought!
Hank eyes the two creatures, excited.

HANK
I claim both of 'em.

BURT
Well now just a minute. It was our
food...

Kathy starts to pace with excitement. CAMERA FOLLOWS her
as she moves back and forth past an interior window that
looks into the warehouse area where the vehicles are
parked.

KATHY
Whenever one of them gets enough
food, it just...
(makes a "vomiting" noise)
...and there's another one. Two
become four. Four become eight.
It's exponential.

Val, Earl, Burt, and Heather exchange nervous glances.
Kathy keeps pacing.

BURT
(worried)
Well... shit. That gives them
quite an edge.

KATHY
You never see it in higher animals!
Ever! It's astounding. Don't you
get it?

VAL
We get it. We just don't want it.

EARL
We ought to be thinking about
leaving.

HEATHER
Yeah, let's hit the road.

CAMERA MOVES subtly in on Kathy, so the window is larger
and larger in frame each time she passes it.

KATHY
I mean, these things were on a
completely different evolutionary
path.

Each time she's passed it, the window has been vacant, but this time -- a creature is right on the other side.

It instantly SMASHES through the glass, making a grab for Kathy as it tumbles inside!

Pandemonium! Kathy scrambles backward right up over a file cabinet. Earl impulsively kicks the thing like a football. It sails SHRIEKING into the far wall! As it scrambles angrily to its feet, Burt, Heather and Hank all pull their handguns and FIRE simultaneously. The thing is dusted!

The group stands in shocked silence.

HEATHER

I guess we didn't get all of'em.

BURT

Come on, come on, into the truck!

They start through the door to the warehouse but freeze as they hear more FOOD SCREAMS coming from --

ANGLE - BURT AND HEATHER'S TRUCK

Several creatures stand over cartons of Burt's food which they've dragged from the truck and torn open. Empty food wrappers are everywhere.

More creatures are on the hood of the truck -- the still warm engine has been destroyed.

The creatures FOOD SCREAM again -- and the heads of even more creatures pop up from everywhere -- behind, under, inside, on top of the truck.

BACK TO SCENE

The humans back away from the door.

VAL

The food! They got into your damn super food, Burt!

The creatures charge! Heather slams the door.

HEATHER

We don't have near enough ammo!

Hank steps to the window, smugly aiming Big Ed. But --
CLICK.

HANK

Aw, shit.

He fumbles at his belt for cartridges, but Val yanks him along as everyone dashes for the lab's front door, Burt grabbing his anti-tank rifle.

EXT. KATHY'S LAB - DAY

Six desperate humans burst from the lab and dash across open space. Hank pauses to slam the door.

HANK

Hide! Hide before they see us! We can't let 'em see where we go.

Everyone dashes behind the next building, managing to get hidden just before --

A few creatures SMASH OUT through the front door of the lab. But they pause, no sign of their prey. They start "scanning" with their radar heads, fanning out slowly, blindly searching the ground with their sweeping tongues.

EXT. NEXT BUILDING - DAY

Behind the building, everyone's flattened against the wall. Burt peeks around the corner. Hank yanks him back.

HANK

Don't even poke your nose out. Nose heat.

BURT

It worked! They lost track of us, at least for now.

VAL

That's it. If they see where you hide, they get you. But if they don't, you can lose 'em.

EARL

(doesn't quite get it)
So you're saying we have a chance... maybe.

HEATHER

So what do we do?

KATHY

Leroy's car should still be okay. It's up at the distillation plant.

VAL
(relieved)
Great! We drive like hell.

EARL
Just got to get there without one
of'em seeing us.

Kathy leads and the group sprints off, looking over their
shoulders.

EXT. RETAINING WALL - DAY

Crouching low, the group moves cautiously along a retaining
wall.

KATHY
It's not too much further.

But as she rounds the end of the wall, Kathy springs back,
slamming into Earl.

KATHY
There's one up there!

EARL
Did it see you?

VAL
If it had, we'd be hearing about
it.

Heather cocks her pistol.

HEATHER
How far is it?

KATHY
I don't know... hundred yards.

HANK
Hmm, that's a heck of a pistol
shot.

BURT
(smugly)
Uh huh.

He flips off the safety on his anti-tank rifle. Val
cautions:

VAL
You gotta get him before he calls
the others.

BURT
(confident)

I know.

Burt takes a Zen moment, then pops up, finds his target and aims.

The creature seems impossibly far away -- a very small spot against a concrete block wall. The animal turns, freezes as it senses Burt. It starts to open its mouth.

The anti-tank rifles BOOMS, the concussion raising a cloud of dust around Burt.

And the creature is atomized, vanishing in a blood-orange mist. When that clears, we see there's also a fist-sized hole blown right through the concrete wall behind it.

Heather stands and pats Burt on the back. The others rise up, a little shell-shocked.

EARL

Jesus...

HANK

(squinting off)

You smoked him.

BURT

Doing what I can with what I got.

Kathy leads the way again as they rush off.

EXT. REFINERY - DISTILLATION PLANT - LEROY'S CAR - DAY

We are on the other side of the concrete wall. We LOOK THROUGH the bullet hole at our heroes hurrying toward us.

CAMERA MOVES BACK with them as they come around the end of the wall. In line with the bullet hole we pass an oil drum -- the .50 caliber bullet has gone through that, too. We next pass a small utility shed -- big bullet hole in both sides.

Our group, looking ahead, suddenly slows to a stop, all staring OFF in disbelief.

CAMERA CONTINUES BACK until we can see what they see -- Leroy's car -- with a gaping bullet hole right through the engine compartment!

The car quietly drips black oil, green brake fluid, red transmission fluid.

Val frantically opens the hood. Earl and Hank gather with him to assess the damage. The engine's a total loss.

Everyone stares at Burt.

BURT

I... I didn't know. How could I have known?

Heather sags down on an oil drum, speaking softly.

HEATHER

I don't know, Burt. Anybody else'd be happy with a four-fifty-eight shooting five hundred grain lead cores. But no, you gotta lug a fifty caliber pumping out custom bronze solids.

BURT

(contrite)

We were supposed to be up against Graboids. I wanted maximum penetration.

FOOD SCREAMS interrupt them! They all turn.

A few creatures, the first of the horde, have come round the end of the wall and are FOOD SCREAMING in unison!

The humans scatter!

Val, Burt, and Heather dash back toward the distillation tower. It's covered with a maze of entwining pipes. Burt and Heather FIRE a few shots from their pistols.

Earl grabs Kathy, pulling her toward an open door in a small building across from the distillation plant.

Hank BLASTS away with his big revolver, backing around a corner into --

EXT. REFINERY - ALLEY - DAY

Hank finds himself in an alley between two buildings. Blank walls. No doors! There's only one possible place to hide -- the large scoop-bucket of a back-hoe. It's essentially like a big bathtub, resting on the ground.

He dives into it and lays flat.

INT. LAUNDRY BUILDING - DAY

Earl and Kathy rush in and slam the door. It's a small laundry room. Big bins hold oil workers' overalls. There's a moment of silence.

KATHY

Are we safe in here? I mean, they can't see us, right?

EARL

But they saw us come in. They always go straight for the last place they saw you.

And WHAM! A SCREAMING creature hits the door from outside. Kathy and Earl leap away from the door, looking all around.

EXT. REFINERY - DISTILLATION TOWER - DAY

Val, Heather and Burt climb the maze of pipes.

Burt struggles with the anti-tank gun. He can't climb with it. Frustrated, he lets it drop and climbs for his life.

EXT. DISTILLATION PLANT - ROOF - DAY

Val leaps from the tower to the metal roof of the distillation building. He extends a hand to help Heather across. Burt joins them. They all look down. We hear the frustrated creatures FOOD SCREAMING below.

HEATHER

Where's everybody else?

Val is already rushing to look over as he points.

VAL

Earl and Kathy ran in there.

ANGLE - THEIR P.O.V. - THE LAUNDRY BUILDING

A porch roof prevents us from seeing clearly, but we catch shadows and glimpses of creatures milling around the door, battering it.

BACK TO SCENE

VAL

Jesus, that door's not going to hold long. We gotta do something.

Burt and Heather drop down, drawing their pistols doubtfully.

BURT
(re: his pistol)

Six.

HEATHER
(re: hers)

Four.

They brace their weapons on the rooftop edge, taking well aimed SHOTS. Occasionally we hear the distant EEEK of a hit creature.

INT. LAUNDRY ROOM - DAY

WHAM! A creature hits the door. It cracks a little. Earl and Kathy stand in the center of the room, brandishing pathetic weapons: a mop and a broom. After a moment.

EARL
This is pathetic.

He looks around desperately.

EARL (cont'd)
Wait a second. I got a plan... I think.

EXT. REFINERY - ALLEY - DAY

We're inside the scoop-bucket with Hank. He lies stock still. The lip is just a bit higher than the creatures' heads. We hear them rooting all around, but they can't "see" him. A tongue slithers up over the lip and feels down the inside of the bucket, coming within inches of him, but then withdraws.

The sound of the creatures' GRUNTING and SNORTING diminishes as they move off down the alley.

He peeks out. The coast is clear. He runs for it!

INT. LAUNDRY ROOM - DAY

The door is being splintered. Tongues slither in through the cracks, groping around.

KATHY
Stay out! KEEP OUT!

Kathy grabs an empty long-neck beer bottle, smashes off the end and stabs one tongue with the jagged glass, pinning it to the floor. It writhes in agony as we hear the creature outside SHRIEK.

Earl glances over at her, impressed. For some reason, he's standing at a utility sink, running hot water full blast.

EXT. LAUNDRY ROOM - DAY - THE WOUNDED CREATURE

flops backward off the porch, HISSING and SCREECHING in agony. As we hear other creatures battering at the door, a second creature sidles over and squats beside the wounded one, seemingly concerned. But then it suddenly takes a test bite out of him.

The wounded one leaps up, SNARLING like: "I'm not that wounded, asshole." The second creature backs off, disappointed.

INT. LAUNDRY ROOM - DAY

Earl pulls a set of steaming overalls from the sink, wincing as his hands burn.

EARL

Ow. OW! Shit!

He steps to an open window and starts to pin the overalls to a pulley-style clothes line. Kathy catches on. It's her turn to be impressed.

KATHY

That's great!

She rushes over to help him. They get the overalls attached.

EARL

Be ready to run. Head for that tower and climb!

Earl pulls on the line, sending the overalls dancing out the window.

EXT. LAUNDRY ROOM - DAY

The steaming overalls go jiggling away out the side window. The creatures all turn, heads cocked, to "stare." What's that? What the hell, it's warm! And with a mighty FOOD SCREAM they're off after the overalls.

And instant later the laundry room door is yanked open and Earl and Kathy come pounding out.

They head for the distillation tower and climb like they were born to it.

EXT. KATHY'S LAB - WAREHOUSE - DAY

We hear SHOTS from Hank's .44. Then Hank, out-of-breath, dashes into view. He runs to the big garage doors of the warehouse, shoves them open and ducks inside.

INT. KATHY'S LAB - WAREHOUSE - DAY

Hank frantically shoves the doors closed. We hear creatures SLAM into the doors and SCRABBLE angrily outside.

Hank now turns and squints into the darkness. There stands his Harley, unharmed. He nods heavenward.

HANK

Thank you, Jesus.

A FOOD SCREAM erupts from the dark.

He spots a lone creature, licking the last remains of Burt's food from inside a carton. It charges.

Hank aims Big Ed and again -- CLICK.

HANK

SHIT!

He claws at his cartridge belt. Grabs one cartridge, his mouth opening in an involuntary SCREAM!

INTERCUT: Charging creature, SCREAMING. Hank SCREAMING, fumbling open the gun's loading port. Creature closer, SCREAMING. Hank, SCREAMING, jams in shell, slams the port. Creature, all mouth now, SCREAMING. Hank, SCREAMING, spins the cylinder, cocks the gun. Creature three feet away!

He fires -- BOOM! The creature slams into him, knocking him back into the wall -- then flops dead at his feet.

HANK

Asshole.

He jogs over to his Harley, revs it up. He glances back at the warehouse doors. The shadows of creatures can be seen moving back and forth along the base. So he guns it toward the open door of Kathy's lab.

EXT. DISTILLATION PLANT - ROOFTOP - DAY

Earl and Kathy have joined Val, Burt, and Heather on the distillation building's roof.

KATHY

There are no other vehicles. There was nobody else here. There wasn't supposed to be.

EARL

(to Burt and Heather)

Look, can't you guys just pick em off, one by one? They're sitting ducks down there.

HEATHER

(holding up her pistol)

Earl, we're bone dry.

BURT

(re: the handguns)

They're not magic, you know. We only had a couple hundred rounds... for snakes. Left all our supplies on the damn truck anyway.

(to Heather)

It's a good lesson, though. We should carry more equipment on our person at all times.

Heather waves him away.

HEATHER

Val, how long before somebody's going to get worried about us?

VAL

Who knows? The last report we gave them, we said everything was just fine. We were killing Graboids right and left.

They hear the Harley coming, Hank letting out a REBEL YELL.

ANGLE - THEIR P.O.V. - HANK

zooms past on the other side of the building, shouting at the top of his lungs.

HANK

I'll be back with the whole goddamn Mexican army! Endelayyy!

He roars away.

BACK TO SCENE

The people on the rooftop CHEER.

ANGLE - A CREATURE

Waits behind the corner of a building, head cocked curiously, "watching" Hank zoom toward it.

The creature leaps into his path. WHAM! He slams into it, splattering it. But he goes skidding out of control into rows of stacked empty oil drums. They fly everywhere, CLANGING DOWN as he and the bike disappear into them.

QUICK CUTS as we glimpse three or four other creatures rushing in among the fallen barrels!

We hear SHOTS, and Hank SCREAMING. And then -- the screaming stops.

EXT. DISTILLATION PLANT - ROOF - DAY

On the rooftop, everyone turns slowly away from the sight.

FADE OUT

FADE IN:

EXT. DISTILLATION PLANT - ROOF - LATER - DAY

The five-some sits glumly on the rooftop, baking in the sun.

Down below, the creatures stare patiently up at them.

HEATHER

Well, one thing's sure the same.
Once they know you're there, they
don't go away.

VAL

Don't worry, Heather, we'll come up
with a plan. We're getting good at
it.

KATHY

I don't know. Seems like a pretty
tight spot.

BURT

Only because we don't have the right equipment! Of course, if certain people had bothered to do any research before bumbling into this situation...

Val flares instantly. He's been expecting this.

VAL

Don't start on me, Burt. Nobody made you come!

BURT

...we wouldn't be down here with single shot big bores when we should be shooting full-auto, preferably belt-fed!

VAL

They're goddamn Pre-Cambrian life forms, Burt. How's anybody supposed to research Pre-Cambrian life forms?!

EARL

Come on, Val! We're stuck on a goddamn roof with something trying to eat us. I mean, where have I seen that before? I can't believe I let you talk me into this!

Earl stalks off. Val is stunned at his outburst. Burt and Heather amble over to be nearer Earl. Only Kathy is left near Val. He does a take as he sees her watching him. She shrugs and smiles.

KATHY

I'm not mad at you... Of course, I haven't known you very long.

She gets a sudden thought.

KATHY (cont'd)

(to Burt and Heather)

Do you two know how to shoot all different kinds of guns?

Burt and Heather exchange a look. Are you talking to us?

KATHY (cont'd)

Because Leroy has... he had... a lot of guns. I mean if we could get to them without getting eaten.

BURT

My God, why didn't you say so?
Where are they?

KATHY

Over in the residence trailers. He
had a whole collection.

HEATHER

(hopefully)

Did he have maybe a Chinese S-K-S?
A-R-fifteen? H-K ninety-one? I'd
give my eye-teeth for an H-K
ninety-one.

KATHY

I don't know. They're guns.

EARL

(revitalized)

Okay! Okay! We got a plan!
(hesitates, to Val)
What's the plan?

BURT

Heather and I go for the weapons.

VAL

Okay... and, Earl, you and I decoy
these little geeks.

EARL

That's the plan.

HEATHER

(to Kathy)

You're gonna have to show us the
way.

KATHY

No problem.

VAL

Okay, we'll get'em all to come to
the other end of the building. You
guys stay out of sight.

BURT

Right.

Burt, Heather, and Kathy duck down.

Val and Earl run along the edge of the roof, waving their
arms and shouting.

VAL

Come on, you little heat-seeking bastards!

FOOD SCREAMS erupt from below. The unseen horde of creatures scuttles along beneath Val and Earl. Val calls to the others:

VAL (cont'd)

That looks like all of 'em. Get going!

EARL

And watch yourselves.

At the other end of the building, Burt, Heather and Kathy start climbing down the distillation tower.

ANGLE - BASE OF THE DISTILLATION TOWER

Keeping out of the creature's "view," the trio dashes away.

ANGLE - ROOF - VAL AND EARL

Stare down at the creatures.

EARL

God, they're ugly.

VAL

And stupid.

A devilish grin spreads across Val's face.

VAL (cont'd)

You know, I think I'm feeling the call of nature.

EARL

(catching on, big grin)
Yeah... drain the main vein.

With great ceremony, they unzip their flies.

EXT. REFINERY - RESIDENCE TRAILERS - DAY

As Kathy leads Burt and Heather down a long row of house trailers, they hear a tremendous angry ROAR from the creatures in the distance.

HEATHER

Good lord, what's going on back there?

BURT

Don't think about it.

(to Kathy)

Keep going.

EXT. DISTILLATION PLANT - ROOF - DAY

Val and Earl are enjoying a good laugh at the creature's expense. Val shouts down to them:

VAL

You think you're mad now? Wait'll I've got a machine gun in my hands.

Earl laughs as they zip up. But then he grabs Val's arm, pointing down.

EARL

Maybe we shouldn't have done that.

ANGLE - CORNER OF THE BUILDING

A creature plants itself at the corner of the building, bracing its feet and grabbing the corner firmly in its beak. A second creature clambers on top of the first, and also clamps its beak to the corner. And now a third one climbs the first two.

ANGLE - VAL AND EARL

They can't believe it.

EARL

They're making a stack!

Val points off toward the other corner.

VAL

They're making two stacks.

INT. LEROY'S TRAILER - DAY

BANG. Burt smashes the door in.

WIDEN as they enter with Kathy. She proudly gestures to the opposite wall. Indeed, the wall is covered with guns -- but Burt and Heather stare in shock.

BURT

Uh... these are all muzzle-loaders.

KATHY

What loaders?

HEATHER

Old timey guns. Black powder,
single shot jobs.

KATHY

Well I didn't know. Guns are guns.

BURT

(fighting to stay calm)
All right. All right. Now let's
think here...

EXT. DISTILLATION PLANT - ROOF - DAY

Val and Earl back up across the roof, shouting for:

VAL

Burt!

EARL

Heather!!

The heads of three creatures finally poke up over the edge,
fixating on the two lone food products. FOOD SCREAM!

Val and Earl turn and leap to the distillation tower, half
climbing, half falling down it.

They hit the ground running.

EXT. REFINERY - UNFINISHED BUILDING - DAY

The cowboys dash around the corner of a half-finished
building. There's nothing but vast open desert ahead of
them. They freeze.

EARL

That's no good.

VAL

We're out of sight... we gotta
hide!

Val looks around, thinking hard. He grabs an unmounted
door, holding it up in front of him by the knob.

VAL

Get behind me!

EARL

Oh, come on man...!

VAL

Do it! Hide behind me.

We can hear the creatures coming. Earl does as he is told.

ANGLE - SOME CREATURES

Come racing around the corner of the building. They stop when they don't see their prey.

WIDEN to see Val and Earl, directly in front of them, but hidden behind the door.

EARL

Great. Now what?

VAL

Now this... I hope. Move with me.

EARL

Move?!

VAL

It's gonna work, damn it! Now
move. And step... And step...

Val shuffles sideways with the door, Earl glued to his back, staying in step with him.

The creatures don't react! They sense nothing of hidden Val and Earl sidestepping along in front of them. They go into search mode, feeling the ground with their tongues.

EARL

(whispers)

I don't know how you come up with
this shit.

INT. LEROY'S TRAILER - DAY

Kathy watches intently as Burt and Heather feverishly load Kentucky squirrel rifles, ram-rodming patched balls down the long barrels.

EXT. UNFINISHED BUILDING - DAY

The door shuffles along. Val and Earl have their odd movement down to a rhythm and they've managed to get quite a distance from the creatures. Earl looks over his shoulder.

EARL

Take it right.

VAL

Moving right.

They start moving off at an angle.

A FOOD SCREAM comes from behind. They look back, startled.

They've been spotted by a lone creature.

In the distance, in a cloud of dust, the rest of the creatures come running!

VAL

Shit.

EARL

Stampede.

Val lets the door drop and they take off.

VAL

HEATHER!

EARL

BURT!

The men run desperately, but the single creature that spotted them is gaining, gaping mouth coming closer and closer to Val's heels.

Then, out of nowhere, we hear a distant, rolling BOOOM!

The creature drops flat on its face, skidding to a stop in the dust, dead.

Still running, startled Val and Earl glance back at the dead creature, then look off to --

EXT. HILLSIDE - BURT AND HEATHER

Standing heroically on top of a rise. A big puff of white smoke drifts away from Burt as he lowers a sleek Kentucky long-rifle with satisfaction.

BURT
Hundred and fifty yards!

HEATHER
This way, guys! Pour it on!

ANGLE - VAL AND EARL

As they change direction and dash toward Burt and Heather.

ANGLE - THE REST OF THE CREATURES

Still 200 yards away, they swerve, charging up the hill after the guys.

EXT. HILLSIDE - BURT AND HEATHER

Heather raises a double-barreled muzzle-loader and FIRES.

Now Kathy struggles up the rise behind them. She's pushing a wheelbarrow piled high with more muzzle-loaders! She hands fresh ones to Burt and Heather.

Exhausted Val and Earl stumble into frame.

VAL
(re: the weird guns)
What the hell are these?

BURT
Don't ask. Grab a weapon.

HEATHER
Make every shot count.

And like Civil War soldiers, they form ranks for volley fire -- firing, grabbing new weapons from Kathy -- firing again.

Thick gun smoke swirls around them. They fall back and take cover behind a line of oil drums and KEEP FIRING. Everyone is sweating, faces smudged with black powder.

Kathy frantically reloads for them, talking to herself:

KATHY
Powder, patch, ball, cap...

In the distance, several creatures fall with each volley. But more keep coming, getting closer and closer.

Burt winds up the spring in a bizarre-looking ornate German wheel-lock and fires!

Val and Earl are down to six-barreled "pepperbox" handguns.

Heather cranks the loading ratchet on a 17th century crossbow and lets fly a bolt!

Val turns to grab a new weapon. The wheelbarrow is empty! Kathy shrugs.

KATHY

That's it!

Burt and Heather are frantically trying to reload the long guns, ramming powder charges down the muzzles.

Creatures are almost on top of them. No time to finish loading, Burt and Heather fire the ramrods.

And two creatures are knocked backwards, skewered by the long metal rods.

But there are still six more creatures coming! The humans frantically try to reload, but there's no time.

BURT

Get down! Duck down!

They all do -- but Burt runs out into the open! He's loading a rifle as he goes.

BURT

Come on! Come and get me, you bastards!

The creatures veer off and follow him. Heather is horrified.

HEATHER

Burt? Honey!?

EARL

(uncertain)

He's got a plan...

VAL

I hope he's got a plan.

EXT. REFINERY - BIG BUILDING - MAIN DOOR - DAY

Burt runs madly toward a large building with an open garage door. The creatures are right behind him.

He finishes loading and whirls to fire a shot. BAM. One creature drops. The others keep coming.

Burt starts reloading again as he disappears into the building shouting back:

BURT
Shut the door! SHUT THE DOOR!

EXT. HILLSIDE - VAL

realizes what Burt's up to. He springs into action, dashing away. The others leap up to follow him toward --

EXT. REFINERY - BIG BUILDING - MAIN DOOR - DAY

Val rockets into frame, leaping up to grab the pull-rope on the garage door, riding it down, slamming the door shut.

INT. BIG BUILDING - DAY

The place is piled high with all sorts of boxes and sacks. Burt dashes among them.

We catch glimpses of only the heads of the FOOD SCREAMING creatures as they scuttle after him.

EXT. REFINERY - BIG BUILDING - SIDE DOOR - DAY

Burt bursts out through a side door of the building, spinning around and jamming his rifle through the handle to bar the door shut. WHAM! We hear an angry creature hit the door from inside.

The others rush up to Burt as he stands panting. A grin spreads over his face.

BURT
Problem solved.

VAL
Great going, Burt.
(raises a cap lock pistol)
I say we go in and get'em right now.

EARL
Damn right. We don't want them snacking on a rat, a cockroach, a goddamn ant!

BURT

Absolutely.

(to Heather)

Where's that 1860 Patterson
revolving rifle?

HEATHER

Back there some place. Just take
this Harrington pepperbox.

But just then they hear FOOD SCREAMS. They look in every
direction -- but see nothing.

Again FOOD SCREAMS. They realize, they're coming from
inside the building.

VAL

Oh Christ! They found something to
eat.

EARL

What's in there, Kathy?

KATHY

I don't know.

They all step back to get a better look at the wall. WIDEN
to SEE a sign: "Almacen de Comida." They all pull out
their phrase books and start looking through them.

EARL

(reading)

"Almacen..."

KATHY

(reads the translation)

"Warehouse."

HEATHER

"De Comida... Comida..."

BURT

(translates)

"Food..."

They all look at each other -- OH SHIT.

And from inside we hear the distinctive VOMITING sound of
the creatures disgorging more of their kind -- and lots of
CHEWING, MUNCHING, and GRUNTING, growing louder and louder.

The group starts backing helplessly away from the building.

EARL

The guns... we gotta re-load all
the guns...

BURT

We'll never have time...

HEATHER

It'll never be enough...

VAL

Bombs then. We'll get bombs from
your truck. Blow'em to hell before
they get out!

That sounds like a plan to everyone. They start running.

HIGH ANGLE - FIVE TINY HUMANS

run through the refinery.

EXT. BIG BUILDING - DAY

The EATING and DISGORGING NOISE from within is now
deafening. It sounds like ten-thousand demon monkeys. PAN
the walls of the building. The sheet metal shakes and
shudders.

Then we see -- the walls of the building are actually
starting to BULGE!

INT. KATHY'S LAB - WAREHOUSE - DAY

Burt stands in the bed of the deuce-and-a-half, handing out
bombs. When everyone is armed he comments grimly:

BURT

Of course you realize, if things go
wrong... and you're sure they're
going to get you, there's another
way to go...

He holds out the bomb meaningfully. Kathy doesn't get it.

KATHY

What?

VAL

(ignoring him)
Yeah, yeah. Come on.

The others lead the way, Burt and Heather trailing during:

HEATHER

And that's another thing, Burt.
You gotta stop telling people to
commit suicide. They're gonna
think you're nuts.

BURT

I'm just making them aware of their
options.

EXT. BIG BUILDING - VERY WIDE - DAY

The building is seen small on a rise in the distance.
Everyone comes running in past CAMERA, racing up toward the
building with their bombs.

VAL

Go! Go! Go!

Then it happens. The building SPLITS OPEN. The walls
burst outward. The roof collapses. All we can see at this
distance is a tremendous solid mass of wriggling, hungry
creatures gushing out in all directions.

The people stumble to a spell-bound stop, staring.

And in the distance, an earth-shuddering FOOD SCREAM
erupts. ZULUS FROM HELL.

Val breaks out of the trance first, sprinting back the
other way.

VAL (cont'd)

Come on!

EARL

(incredulous)

You got a plan??

EXT. OIL STORAGE TANK - DAY

On a hill above Kathy's lab building, Val leads the group
to a huge oil storage tank. He kneels at its base and sets
his bomb against the metal.

VAL

(grim)

Get behind this tank and be ready
to run. I'm going to turn the
entire goddamn place into one big
river of fire!!

BURT
(equally grim)
We're with you, Val.

EARL
My God... it just might work...

Kathy's very confused.

KATHY
But... but... we were never in
production, Val. There's no oil.
The tank's empty.

PUSH IN on Val as the blood drains from his face. What
kind of cruel universe is this?

The SOUND of the approaching wave of creatures grows
louder. The people look around desperately. There's
nothing but open desert beyond the tank.

EARL
Can't go that way. Come on!

They grab Val, dragging him with them, back down the hill
toward Kathy's lab building.

INT. KATHY'S LAB - WAREHOUSE - DAY

The group dashes into the warehouse. Earl pauses in the
doorway, raising his bomb.

HEATHER
(desperate)
Might as well chuck these bombs. I
mean, what the hell.

They all nod, set their timers, heave the bombs outside as
far as they can.

They swing the big doors shut and back away from them. We
hear the THUNDERING horde of creatures rushing closer
outside. Then we hear FIVE DEAFENING EXPLOSIONS.

Silence. But then --

A horrendous FOOD SCREAM erupts from outside. Then
multiple THUDS as creatures attack the outside of the
building.

The SOUND of the creatures against the walls moves higher
and higher. The shadows of creatures climbing on top of
each other blot out the first row of translucent windows.

The people's gaze moves up with the shadows, amazed, horrified, as the shadows cover the second row of windows -- then the third -- the creatures are twenty feet deep outside!

The group backs up.

Burt and Heather vainly hide behind some crates against one wall.

Val, Earl and Kathy, take cover some distance away, squeezing behind some tall boxes, just trying to delay the inevitable.

The latch on the warehouse doors gives way. A huge wave of creatures spills inside. Sensing no warm bodies, they go into their usual routine, spreading out, searching blindly.

Val forces himself to think, looking everywhere, at the ceiling, the walls, the floor. Suddenly his eyes fall on a pair of CO₂ fire extinguishers. He gets a strange expression. Could this possibly work? He grabs them and crawls closer to Earl.

VAL

Earl, squirt me with these.

EARL

What?

VAL

CO₂. It'll make me cold.

EARL

What the hell...?

Val takes off his jacket and wraps it around his head, leaving just a slit for his eyes during:

VAL

Do it! Just do it before they find us. Both of you. Blast me!

He hands Kathy the other fire extinguisher.

VAL (cont'd)

I got a plan... sort of...

He lays flat, bracing himself for a unique experience. Earl and Kathy pull the safety pins and start spraying him down with the sub-freezing CO₂. Val grimaces as the biting cold gets worse.

ANGLE - BURT AND HEATHER

Mystified as they hear the WHOOSHING and see clouds of white mist billowing from behind the boxes where the others are hiding.

A creature passes close. They shrink back into their narrow slot.

ANGLE

We see the boxes where Val, Earl, and Kathy are hiding. The WHOOSHING stops. The mist coming from behind the boxes dies down. Then --

Val steps out into view. He's white as snow, totally frosted from head to toe, shivering.

The creatures don't see him! With a deep breath, Val walks right out into the midst of them. As he threads his way along:

VAL

It's working! Get ready to run.
I'm gonna decoy'em.

HEATHER

(calling)

But Val... how you gonna get out?

PAN with Val to SEE -- he's headed for Burt and Heather's truck. It's a long walk.

VAL

I haven't worked that out yet.

EARL

That's you're goddamn plan!?
Jesus!

VAL

I'm starting to melt! Now be ready
to run or none of you will make it!

His frosty coating is turning to water.

Nearby creatures' heads whip around, studying him. Is he food or isn't he? Can't tell yet.

Val reaches the truck and climbs up onto it. He digs out a bomb, and starts setting the timer.

But now he's defrosted enough for the creatures to "see" him. Deafening FOOD SCREAMS as all the creatures finally see him! Val rips off his "headdress."

VAL

Okay! GO! RUN FOR IT!

Earl, Kathy, Burt, and Heather burst out of hiding and dash for the doors, unseen by the creatures facing away from them,

On the truck, Val presses the "start" button and drops the bomb into the mound of explosives at his feet, staring at it, madness in his eyes.

Earl lags behind, torn, until he spots a tangled hose on the ground just outside the doors. He bolts out after the others.

EXT. KATHY'S LAB - WAREHOUSE - DAY

As Heather pulls the doors shut, Earl grabs the end of the hose and frantically starts climbing stacked crates toward the second row of windows.

Burt glances down -- the hose is still attached to the spigot! He swiftly starts to unscrew it, but Heather steps in, wielding a combat knife, slicing through the hose like butter. Burt flashes her "thumbs up."

Meanwhile Kathy is jamming a thick board under the doors to block them shut.

INT. KATHY'S LAB - WAREHOUSE - DAY

In QUICK CUTS, we see the creatures clambering up onto the truck. Val kicks a few of them back and climbs up onto the cab. But as he does so, he bangs his head on one of the light fixtures hanging on a long cord from the ceiling. It sways crazily. He gets an idea.

The creatures are now in the bed of the truck, scrabbling over the explosives toward him.

He grabs the light fixture, backs up as far as he can, and swings on the light.

He sails just above the creatures. A forest of stretching tongues hungrily lap up at him!

And the fixture tears loose from the rafters! Val falls!

But lands next to the wall, the wind knocked out of him. He struggles to his feet and climbs madly right up the two-by-four cross members in the exposed framing of the wall.

EXT. KATHY'S LAB - WAREHOUSE - DAY

Climbing up outside, Earl reaches the windows and flails wildly with the hose, smashing the glass. He leans inside, feeding the hose in to use as a rope.

EARL

VAL! VAL! UP HERE!

Just then, a few feet away, the glass smashes out of another window. It's Val! Earl drops the hose, reaches over, grabs his buddy, and hauls him bodily through the window.

They tumble down the crates and land in a heap. As the others rush over to them:

EARL

My God, Val...

VAL

(rattled)

Go... run. Go. GO!

BURT

But what did you do?

VAL

(isn't it obvious?)

I threw a bomb in the truck.

He runs off, followed by Earl and Kathy. Burt and Heather are thunderstruck. Only they have any concept of what this really means. They race to catch up during:

BURT

You...

HEATHER

...what!?

BURT

That's two and half tons of H.E.,
Val!

VAL

You saying it's not enough? God,
Burt, don't tell me it's not
enough!

BURT.

Not enough, it's... it's...

HEATHER

(dragging Burt)

Never mind. Never mind, just run,
faster!

Val drops into a trench about fifty yards from the building to take cover. Kathy and Earl join him. Burt and Heather shoot right past them calling back:

HEATHER (cont'd)

No! No! Keep going!

BURT

It's going to be big! BIG!

A little concerned, Val, Earl, and Kathy leap up and run.

ANGLE - THE WAREHOUSE DOORS

Starting to sag outward. Creatures SCUFFLING and GRUNTING inside.

ANGLE - VERY WIDE

With the warehouse in background, everyone runs frantically across the desert, Burt and Heather in the lead.

HEATHER

How long did you set it for!?

VAL

I don't know... I just punched it...

BURT

God, it's going to be big. BIG!

They come to a deep ravine. Burt and Heather dive into it, followed by Earl and Kathy.

BURT

This'll have to do. Stay down!
Cover your ears! It's going to be
BIG!

EARL

Is it gonna be today!?

Val has paused a few steps away, next to a little outbuilding, looking back, worried. When's it going to blow? Did he do something wrong?

EARL

Val, get down!

Burt scrambles back up to peek over the edge. Heather tries to yank him back down.

HEATHER

Burt...!

BURT

Oh, but I want to see! Just a little...

ANGLE - WAREHOUSE DOORS

Creature tongues are probing through everywhere. The doors are cracking!

ANGLE - VERY WIDE - THE WAREHOUSE

It disappears in a truly gigantic explosion, not the typical movie fireball. No flame -- just tons of dirt and giant rocks thrown a thousand feet into the air. At first we hear no noise. Instead we see a SHOCK WAVE streaking away from the blast at MACH 1, flattening bushes, BLURRING and SHAKING CAMERA as it passes. Only then do we hear the ROLLING THUNDEROUS ROAR.

SLOW MOTION extends the moment as the ROAR continues throughout:

ANGLE - BURT AND HEATHER

They're both peeking.

BURT

(a thing of beauty)
Ohhhh... yesss...!

HEATHER

Wowwww...!

They duck just as the SHOCK WAVE roars through frame, obscuring them with dust and debris.

ANGLE - EARL AND KATHY

Kathy curled up, hands over ears, Earl throwing himself bodily on top of her. The SHOCK WAVE roars through frame.

ANGLE - VAL

Still standing, astounded at what he's wrought, he leaps in SLOW-MOTION into the ravine just as the SHOCK WAVE hits, shattering the little outbuilding beside him and sweeping it entirely out of frame.

ANGLE - THE BLAST

Gigantic cloud boiling up into the sky, almost like a mushroom cloud. The ECHOES finally die away.

There is nothing left but a HUGE, deep, blackened CRATER.

ANGLE - THE GROUP

Covered with dust, rising slowly, shakily up.

But only now does debris, blown sky-high, finally start falling! Everyone dives back down, covering their heads as chunks of wood, rocks, oil drums, dead creatures rain down all around them.

When that subsides, everyone starts to get up again. Earl and Kathy are a little embarrassed as he finds himself completely on top of her. They start to disentangle themselves.

Val dodges a battered oil drum as it rolls into the ravine. Then he gazes off at the blast site. A grin spreads across his face. The others join him.

BURT

That was... just beautiful.

VAL

Did what I could with what I had.

Suddenly, right behind them the lid of the battered oil drum flies off! Something flops out! They all leap in terror.

But it's Hank! He rolls over and blinks in the bright light.

HANK

Never goddamn got me. Never will.

(looks around)

I thought I heard people out here.

Hoo-eee, my ears are ringing. What the hell'd you do, anyway?

This gets a laugh from everyone.

CAMERA starts a long DOLLY with the six survivors as they begin trudging back toward the distant refinery.

First Val, Earl, and Kathy are featured. Val surveys the landscape littered with dead creatures.

VAL

(to Earl)

You realize... we're getting all the money. Sixteen worms! And we're gonna charge them for all the little ones, too!

EARL

You think that's fair? I mean, we blew up their refinery.

VAL

Okay... we'll give'em a volume discount. Wonder how many little ones we got, anyway.

He moves off, counting bodies. Hank sidles through frame following Val during:

HANK

You get paid for dead ones? Jeez, how'd you swing a deal like that?

Earl is left walking with Kathy. They smile.

CAMERA DRIFTS over to Burt and Heather walking along.

BURT

Honey, getting out of the house has been good for me. It's time we took some of our gold bullion and just blow it on a real luxury vacation. Start living life.

HEATHER

(smiles, touched)

Oh, Burt... you know, I just read about something. Six weeks... Maui...

BURT

Yeah?

HEATHER

...jungle combat survival school.

BURT

Perfect!

They link arms as CAMERA DRIFTS back to Earl and Kathy walking. Earl's testing the waters.

EARL

No, I'm serious, I got no reason to go home right away. I could stay here til your tour of duty's up.

KATHY

(smiles)

Whoa, whoa, if that's how it's going to be, there's things we should get out in the open, right up front, you know?

EARL

Sure, of course. Like what?

KATHY

You know, the usual. Like I was married before...

EARL

(interrupts)

Come on, Kathy. So was I. Got married at twenty-one, to a girl totally wrong for me. Typical man, couldn't see beyond her looks. Had this image in my head, Miss October 1968, you know?

He sees Kathy eyeing him oddly.

KATHY

Oh God, Leroy told you.

EARL

What?

KATHY

Leroy had to tell you. You couldn't have recognized me.

EARL

Recognized you?

KATHY

I was Miss October 1968. That was my next thing to tell you. I can't believe it bothers some guys, but it does. I hope it doesn't bother you.

Earl stares at her, realizing -- it *is* her. A big grin spreads across his face.

EARL

I can live with it.

Val rushes up, steering Earl to one side. CAMERA begins to CRANE UP during:

VAL

Earl, Earl, I just realized, we gotta get one of these things into a freezer. Remember how mad those scientists were when we let all the big worms rot back in Perfection...?

But Earl keeps staring at Kathy, not listening to Val.

VAL (cont'd)

This time we're gonna be smart about it. Get ourselves a lawyer... and a manager, and an agent. Are you listening to me?

And we:

FADE OUT

THE END