

U-571

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Hitler's U-boats have brought war to the United States. Unknown to the American public, the highest Allied shipping losses of the war are occurring up and down the East Coast. Unable to crack the U-boat radio codes, the U.S. Navy struggles blindly against the German onslaught. With England nearing collapse, British Prime Minister Winston Churchill warns President Roosevelt that unless drastic steps are taken, the Allies will lose the war ...

THE SCREEN IS BLACK

Then roiling swirls of grey and blue. A flash of bright orange. Fire? Blackness again. A beat.

Then we rise from unknown depths. To view the ocean through:

SUBMARINE PERISCOPE POV -- MOS

CROSSHAIRS quarter the night. Angry waves fall away to a horizon aglow with flame, silhouetting a sinking freighter. It slides into the sea. And is gone.

SUPER: THE NORTH ATLANTIC, 13 MAY 1942

The scope POV begins to rotate. Scanning the seas for danger. Around and around. Empty horizon -- the flames -- empty horizon -- the flames.

CUT TO:

AN EYE IN ECU -- MOS

Ice cold blue. A pupil black as hell. If an eye could smile, this one does.

It reflects the Periscope POV. Flame slides across its cornea. Then the bow of a charging DESTROYER, a submarine's worst nightmare, its searchlights stabbing the night. The pupil DILATES.

SMASH TO:

INT. U-571 - CONTROL ROOM - NIGHT

The eye's owner, KAPITANLIEUTNANT GUNTHER WASSNER, 26, lowers the scope. Silence is replaced by the noises of a Nazi U-boat -- The WHIR of pumps and gyros. HISSING air, CREAKS and GURGLES. Highly automated, a U-boat can be steered with the push of a button.

WASSNER

Flood. Forward hard down. Dive to ninety meters. Helm hard right rudder.

[NOTE: All dialogue between Germans is in German with subtitles.]

SAILORS repeat the commands in shouts. A CHIEF operates handwheels with practiced speed and the sub noses down.

WASSNER (CONT'D)

Destroyer close aboard, port beam. She's close. Only saw paint.

The destroyer's SCREWS can be heard thrashing water. The metallic CHIRP of ASDIC pulses. Sailors looking up.

WASSNER (CONT'D)

Hold on. The Tommies are on us.

(CONTINUED)

He grabs the greasy scope shaft for support.

THUMP! The sub shudders. Sailors look right. THUMP! Sailors look left.

Close but not dangerous, the depth charges bracketed the U-boat. Wassner sighs. Because the next one will be ...

BOOM! -- Right on top of them.

Lightbulbs explode. Sailors fly into the overhead, scalps split. Gauge faces crack. A snowfall of cork insulation.

Now it gets bad ...

EXT. UNDERWATER SHOT - SAME

A depth charge sinking. It's pressure switch CLICKS!

BOOM! The flash illuminates the U-boat and five more depth charges sinking around it.

BOOM! BOOM! BOOM! BOOM! BOOM!

The sub is slammed right, left, up, down.

INT. U-571 - CONTROL ROOM - SAME

Moldy loaves of bread, oranges and brown bilgewater cascade into the compartment through the after door.

A pressurized stream of seawater knocks a Sailor's head against the bulkhead, cracking his skull.

Rivets and valve stems ZING off bulkheads like bullets -- Take out a PLANESMAN'S eye. The CHIEF presses a rag to the unfortunate lad's eye socket. The Planesman SOBS like a child.

WASSNER

Stop that leak. And shut him up.

His men quickly comply.

CUT TO:

INT. DIESEL ROOM - SAME

Between the two huge twin diesels, the DIESEL MATES fight to stop leaking fuel oil. Wrenches slipping in their hands. The DIESEL CHIEF operates valves as the ENGINEER holds a flashlight on their work. Fuel everywhere.

ENGINEER

I've seen you vile bastards work a French whore faster!

INT. CONTROL ROOM - SAME

Wassner studies the gauges with an experienced eye, his manner confident and controlled.

(CONTINUED)

WASSNER

Forward planes neutral. Steady on course.

He picks up an orange, wipes off oil, bites into it, peel and all.

SONARMAN

Destroyer changing course.

WASSNER

Reverse port shaft, starboard ahead full. Helm hard port.

U-571 heels quickly to port.

WASSNER (CONT'D)

Center the rudder. Port ahead full.

SONARMAN

Destroyer making normal turns. Screwnoise fading.

WASSNER

(grins)

They're tending to other business.

SONARMAN

Splashes!

WASSNER

Pigs! They're leaving us a gift.

INT. DIESEL ROOM - SAME

The fuel leak has stopped. The Diesel Chief screws a fresh bulb into the overhead. Ah, light! The Engineer opens a petcock on the port diesel. Water pours out. Everyone stares in horror.

ENGINEER

No! Lord how could this poor little engine have offended you?

EXT. UNDERWATER SHOT - SAME

A volley of depth charges drift downward ...

INT. CONTROL ROOM - SAME

Wassner chewing his orange. Juice drips down his beard. Nervous Sailors waiting for ... a CLICK!

BOOM! CLICK-BOOM! CLICK-BOOM! CLICK-BOOM!

Explosions close aboard. The depth gauge shatters.

INT. U-571 - DIESEL ROOM - SAME

The fresh bulb bursts with a shower of sparks.

WHOOMP! The entire room bursts into FLAMES. SCREAMS as everyone is engulfed in fire.

(CONTINUED)

The Diesel Chief staggers toward a valve and turns it, just before collapsing. CO2 is released into the room.

INT. U-571 - CONTROL ROOM - SAME

The sub noses deeper. Water spraying the Planesmen from a flooded cable. GROANS and CREAKS as the sea threatens to crush the sub like an eggshell.

CHIEF

One hundred eighty meters.

WASSNER

Blow one two and three! All planes hard rise!

Hands turning valves. The HISS of compressed air.

Bolts snap, a loose pipe VIBRATES with incredible violence.

U-571 noses up. Bilgewater, loaves and fruit gather by the after door.

CHIEF

We're rising fast. Hundred twenty meters.
Ninety meters.

INT. AFT TORPEDO ROOM - SAME

The E-Chief, wearing breathing gear, turns an extinguisher on the Diesel fire, through the door. Flames recede.

E-CHIEF'S POV

Everyone's dead. Glimpses of charred skin, twisted limbs, shock white teeth in a death grimace.

SCENE

A wall of brown water, food and leaking diesel oil. The E-Chief REACTS. Tries closing the door -- Too late.

Filthy bilge water knocks him back, swirls into the E-motors that propel the boat underwater. Arcs and sparks as they GRIND to a stop.

INT. U-571 - CONTROL ROOM - SAME

Black smoke pours into control. Sailors cough, put on breathing rigs. Wassner wrinkles his nose.

WASSNER

... flesh ...

PLANESMAN

Someone's dead meat.

CHIEF

Shut-up. You're dead meat. That's your shipmate --
Fifty meters!

(CONTINUED)

WASSNER

We'll pop up like a cork! Flood!

The Chief shoots him a look.

WASSNER (CONT'D)

You're right, Hienrich. Belay that. We've enough ocean in here.

CHIEF

Thirty meters!

EXT. OCEAN - NIGHT

Cloudless. A crescent moon smiles among the stars. The Aurora Borealis daring anything to be more beautiful. U-571 breaks the surface, an ugly grey porpoise, its bow crashes back down and the sub wallows in the waves.

INT. U-571 - CONTROL ROOM - NIGHT

Wassner looking through the periscope. Whirls it around.

WASSNER

No contacts!

The Bridge Crew is donning oilskin rain gear. An ELECTRICIAN'S MATE enters Control, his face sooty, save for where he has wiped away tears.

E-MATE

They're dead, Captain. They're all dead.

WASSNER

Who's dead?

E-MATE

Chief Muller. The Engineer and the stokers. Diesel Mate Schlemmer. Even the fat boy from Nordhausen. Dead, sir.

The E-Chief enters, grim.

WASSNER

Why aren't my bells being answered? Give me a fucking damage report, Hans.

E-CHIEF

Port exhaust door failed. Port diesel is flooded with seawater. Crankcase and all. Starboard diesel--

WASSNER

--seized two days ago, thank you. And my E-motors?

E-CHIEF

Zero ground. They need to be dismantled, dried of bilgewater. Cleaned of oil.

(CONTINUED)

WASSNER

Why bother? They're worthless to me. How can I drain my batteries without diesels to recharge them? How many amps left?

E-CHIEF

Seven hundred forward. Three hundred aft. I can jumper out the damaged cells for, maybe, five hundred aft, sir.

Wassner angrily rolls his eyes -- big deal. The E-Chief is miserable, Wassner makes nice.

WASSNER

Thank you, Hans. Please do that. And set your gang to work on the engines. Without them, we can't go anywhere.

The E-Chief nods, and exits.

WASSNER (CONT'D)

Radioman!

RADIOMAN

Yes, sir!

WASSNER

Compose this message for Lorient.

The Radioman breaks out pen and paper, copies the following:

WASSNER (CONT'D)

Dear Commander-in-Chief Submarines Admiral Donitz. Stop. You are a fool of a goat for sending me here to fart around with the fucking Tommies when there are easy pickings on the American coast. Stop. Respectfully, Kapitanlieutnant Gunthar Wassner. Stop.

The Radioman blinks.

WASSNER (CONT'D)

No. Instead, tell Herr Admiral we are dead in the water -- Chief, raise the radio mast.

EXT. OCEAN - NIGHT

U-571 rolling helplessly in medium seas. Lookouts scanning the horizon through Zeiss binocs.

ABOVE THEM

A radio mast sways back and forth.

OVER: The sound of MORSE CODE transmitted into the ether. We hear more and more encoded transmissions, until dozens of frequencies CHATTER with the voice of war.

As the CAMERA TILTS UP at the night sky, all fades until a lone frequency plays Irving Berlin's "Be Careful, it's My Heart."

(CONTINUED)

No. 2 on the 1942 Hit Parade.

CUT TO:

INT. MAROON SALOON - NIGHT

The song plays on the jukebox in a sawdust bar tucked away in the woods of rural New Hampshire. The kind of place COLLEGE STUDENTS sneak off to drink. Guys and dolls chat over pitchers of pilsner as LOCALS shoot pool.

ON THE FRONT DOOR

Two U.S. Navy Officers enter in dress whites. One is ANDY TYLER, 27, a dashing Lieutenant who can make anything happen just by flashing his pearly whites. Tyler scans the room like he owns it.

With him LIEUTENANT EMMETT, 26, a little high strung, he is more at ease at sea than in public.

A stir passes through the room, girls smile. Emmett gulps.

EMMETT

Let's just go.

TYLER

I'm not letting the boys down. I'm telling you, I can talk anyone into doing anything.

EMMETT

You did talk me into driving you here.

A very attractive WOMAN pounds whiskey sours at the end of the bar. Tyler crosses to her, plunks down on a stool.

TYLER

Evening, Miss ...?

WOMAN (MISS MARQUIST)

Marquist. Delia Marquist.

He shakes her hand.

TYLER

I'm Andy.

(to the bartender)

A reload for Miss Marquist. A rum and coke and ... That's it. Thanks, Mac.

Emmett's not drinking, stands by the door, arms crossed. Tyler tosses a twenty on the bar.

TYLER (CONT'D)

What do you do?

MISS MARQUIST

Whatever I want. When I'm not studying.

Tyler eyes a ring on a necklace between her cleavage.

(CONTINUED)

MISS MARQUIST (CONT'D)

(off his stare)

My promise ring?

(laughs)

That's all it was. A promise. You a Navy man, Andy?

TYLER

Yes, ma'am.

(leans close, whispers).

I'm the executive officer of a submarine. Very hush-hush.

MISS MARQUIST

Ooh. You're the captain?

TYLER

It's like being the captain. Except he gets to sit around writing the Admirals pretty reports while I do all the work. I'll have my own boat soon. They're building me one at Mare Island. Out by Frisco.

She's warming to him. Slides her hand across his stomach.

MISS MARQUIST

Love your uniform.

His eyes twinkle like a salesman about to deliver his pitch. Off Tyler's smile, we:

CUT TO:

INT. PORTSMOUTH OFFICER'S CLUB - NIGHT

This ain't no sawdust joint. A brass heavy SWING BAND, in Navy uniform, covers hit songs. It's a wedding reception, a banner reads: CONGRATULATIONS ENSIGN AND MRS. LARSON. And there's the happy couple dancing cheek to cheek, surrounded by American NAVAL OFFICERS in dress whites cutting rugs with their WIVES. A few SAILORS dance with DATES.

Most of the Sailors are stag, manning the enlisted tables where Filipino STEWARDS keep the cold ones coming.

THEY ARE WATCHING

PRUDENCE, 16, all curls, chiffon and smiles, outdance her stiff father, LIEUTENANT COMMANDER DAHLGREN, 38, a slim patrician submarine Skipper.

SCENE

CHIEF KOWALSKI, 42, a portly, grizzled old-timer, returns from the bathroom, sits with his boys, they're half his age. [Note: the enlisted sailors are mostly 18 to 24.]

(CONTINUED)

CHIEF

Any of you squids so much as thinks about puttin'
your fishhooks on the Skipper's kid and I'll
put all you's on your asses so quit starin'.

Nothing. The Chief waves a Steward over.

CHIEF (CONT'D)

Cut 'em off. No more.

That worked.

SAILORS

... C'mon, Chief ...
... We're bein' good ...
... I wasn't lookin' ...
... Not the beer, Chief ...

The Chief winks at the Steward. The song ends. Everyone CLAPS.
Dancers take their seats. Dahlgren sits by his WIFE at the
Officer's table.

DAHLGREN

Has Mr. Tyler arrived?

She shakes her head. He frowns, lights his pipe.

ANGLE ON

The Enlisted tables. A huge Machinist's Mate, TANK, anxiously
kills a beer with a one pull. He's half-ox, half-man, and all
ugly. RABBIT, a bug-eyed Torpedoman hands him another.

RABBIT

Here's a reload. Easy Tank, Tyler's gonna show.

Seaman Mazzola, a slickster from Brooklyn, shakes his head.

MAZZOLA

Deep down, Tyler's just an officer. They're
all talk. A nickel says he shows with nothin'
but excuses.

RABBIT

(shakes Mazzola's hand)

Done.

TANK

The man said he could and he will and I ain't
hearing different.

GRIGGS, a rancher turned Torpedoman from the Lone Star State,
stretches and grins.

GRIGGS

Yep, Tyler'll take care of us. And you're goin'
last, Tank.

The others nod. Tank looks hurt.

(CONTINUED)

TANK

I just wanna turn, that's all.

AT THE OFFICER'S TABLE

Prudence suddenly smiles and waves.

PRUDENCE

Lieutenant Tyler!

Tyler enters with Miss Marquist on his arm, both a little tipsy.

MISS MARQUIST

I must be crazy.

Tyler pauses, suddenly serious:

TYLER

You don't have to do this if you don't want to.

MISS MARQUIST

(grins)

I want to.

He smiles, crosses with her to Dahlgren.

TYLER

Captain Dahlgren, I would like to present to you Miss Marquist, the lovely young lady I have the privilege of escorting this evening.

She's a little sloppy, gets in Dahlgren's face.

MISS MARQUIST

Captain, sir, I'm enchanted. Andy has told me all about you. He's such a fine man. You must be so proud he works so hard for you.

Dahlgren forces a tight smile. Shoots Tyler a miffed look.

AT THE ENLISTED TABLES

The Sailors stare at Tyler's date, even Chief Kowalski takes pause. Tank's mouth hangs open.

MAZZOLA

Close your mouth, sea ape.

They watch Tyler seat his date and strut their way. He crosses to TRIGGER, 17, the baby of the crew.

TYLER

Trigger, check out the head and give me an all clear. Then stand a door watch.

TRIGGER

Aye-aye, sir.

He runs off, disappears around the corner. Then signals "all clear" and guards the door.

(CONTINUED)

Tyler conspicuously scratches his ear -- Miss Marquist rises, crosses to the restrooms. Disappears around the corner--

NEW ANGLE

--and to Trigger's astonishment, ducks into the Men's Room.

TYLER

(to Tank)

There's a high pressure coupling in the head
you need to check out.

Tank just stares. Tyler winks.

TYLER (CONT'D)

A high pressure coupling.

TANK

Yessir.

Tank stands, six and a half feet of him, Griggs grabs his arm.

GRIGGS

Whoah, whoah. Hang on, Big Boy -- Mr. Tyler,
he's going first, sir?

TYLER

You bet. You know a boat doesn't get anywhere
without its diesels.

Tyler gives Tank a nod and he crosses to the restroom.

NEW ANGLE

Dahlgren sips his ginger ale. Watching Tyler with a frown.

AT THE ENLISTED TABLES

RABBIT

Pay up.

Mazzola hands Rabbit a nickel.

MAZZOLA

How much you payin' her, Mr. Tyler?

TYLER

Nothing. She's a student at secretarial school
with a powerful desire to assist the war effort.
Be gentlemen, boys.

Tyler returns to the Captain's table. He has just scored major
cool points with the crew.

CHIEF

We're gonna conduct this evolution in a timely
and orderly fashion. I'm next.

The Sailors GROAN.

(CONTINUED)

AT THE CAPTAIN'S TABLE

Tyler sits and offers Mrs. Dahlgren a smoke, lights it, one for himself. Dahlgren leans toward him in confidence.

DAHLGREN

Your jacket is missing a button.

Sure enough, one of his big gold buttons is gone. Tyler grins sheepishly.

DAHLGREN (CONT'D)

You are an Annapolis man. Act like it.

Mrs. Dahlgren senses the vibe, interrupts.

MRS. DAHLGREN

What a sweet girl, Mr. Tyler.

TYLER

Thank you, Ma'am.

PRUDENCE

She your main dish?

TYLER

No, Prudence.

Dahlgren grabs Tyler's arm.

DAHLGREN

Let's go to the bar.

They stand and cross. To the BARTENDER:

DAHLGREN (CONT'D)

Two ginger ales, please.

(to Tyler)

You've had enough.

Dahlgren is steaming mad inside. It takes him a moment to find the words.

DAHLGREN (CONT'D)

How dare you seat a prostitute at the same table with my wife and daughter.

TYLER

She's not a prostitute, Skipper.

An ENSIGN enters in working whites, the aguillete of an Admiral's Aide on his shoulder. He's looking for someone.

DAHLGREN

Are you deliberately trying to humiliate me?

TYLER

Skipper, I would never --

(CONTINUED)

DAHLGREN

-- A straight answer from you would be a welcome novelty. Are you deliberately trying to humiliate me?

TYLER

No, sir.

Dahlgren stares at him, skeptically. The Ensign approaches, interrupting --

ENSIGN

Captain Dahlgren, sir?

DAHLGREN

Yes?

ENSIGN

Admiral Duke wishes to see you immediately.

DAHLGREN

He's here? At the yards?

ENSIGN

Yessir, he wishes to see you immediately.

Surprised, Dahlgren crosses to his wife, kisses her, grabs his hat. Emmett catches Tyler's eye, shakes his head gravely, as if to say, "You're really messing up." Tyler smiles and winks.

DAHLGREN

(to Tyler, grim)

Keep my crew out of trouble.

Dahlgren exits with the Ensign. Tyler grins, that was close. The band begins to play. Tyler stabs out his smoke, crosses to young Prudence, grabs her hand and drags her on the dance floor.

TYLER

C'mon, Miss Dahlgren. Gonna teach you how to dance.

PRUDENCE

Oh that's doubtful, Mr. Tyler.

Both gifted dancers, they high-step to the swing.

Tank exits the Men's room with the biggest grin in the world. And the Chief enters.

DISSOLVE TO:

INT. OFFICER'S CLUB - NIGHT (LATER)

Things have settled down. The Officer's tables are empty. Stewards collect empties. Four BANDMEMBERS do a jazzy improv as the rest pack instruments.

AT THE ENLISTED TABLES

Tyler and his crew party on.

(CONTINUED)

GRIGGS

She was one sweet gal, Mr. Tyler.

MAZZOLA

Sure was. You are definitely the best XO a sailor could hope to have.

(raises a glass)

Here's to you, Andy Tyler.

Beers CLINKING in toast.

GRIGGS

Knows how to take care of a crew.

TYLER

Wait until we get to Bermuda. We're going to work hard and play hard.

Adlibs of "Bermuda." Tyler notices the Chief is sitting alone, nursing a cognac. Tyler SNAPS his fingers and a Steward appears.

TYLER (CONT'D)

A refresh all around.

He crosses to the Chief, pausing by Trigger.

TYLER (CONT'D)

What's your poison?

TRIGGER

Cherry coca-cola, sir.

TYLER

(to the Steward)

A Cherry coke for my boy.

(to Trigger)

How'd you like her?

TRIGGER

I dunno. I didn't take my turn, sir. I don't wanna go to war with sin in my soul, Mr. Tyler.

TYLER

It's okay, Trigger. No one's going to make you do anything you don't want to.

Tyler claps his shoulder and sits by the Chief, he's distant, an unlit smoke in his mouth. Tyler lights it for him.

TYLER (CONT'D)

They love me.

(a beat)

Chief? You okay?

CHIEF

(sighs)

Yessir. Looking forward to getting underway.

I'm a sea dog. Need some salt, sir.

He looks at Tyler.

(CONTINUED)

CHIEF (CONT'D)

Sir, the thirty three's a fine boat. And I love the boys, sir. But I gotta get in the war. After this cruise I'm puttin' in a transfer for new construction. Get on one of them big new Fleet Boats and sink me some Jap destroyers. Put some goddamn enemy tonnage on the bottom, sir.

TYLER

The Caribbean Station's a hot spot, Chief. We will be in the war.

CHIEF

It's a freakin' party cruise, sir, and you know it. Ain't no goddamn way in hell the thirty three's gonna sink no damn German raiders. Only danger's a dose'a gonorrhea from a busted rubber or the Army Air Corps dumpin' bombs on us during the drive down there. "Sighted submarine, sank same." Assholes.

A beat. They both know he's right.

CHIEF (CONT'D)

I'm real sorry, sir. I getta few in me and ...

TYLER

I'd hate to lose you, Chief.

(smiles)

Why don't you transfer to my boat when I get my command?

CHIEF

(dismissive laugh)

Hell, I ain't got time to break in no cub skippers.

Tyler's hurt. A beat.

CHIEF (CONT'D)

Not that you wouldn't make a fine skipper. Someday.

AT THE DOOR

A dozen MARINE MPs enter.

MARINE SERGEANT

Club's secured! Time to go!

Sailors check their watches -- What? The Chief stands.

CHIEF

Who sent in the goddamn gyrenes?

MARINE SERGEANT

You the senior man?

Tyler stands, crosses to the Sergeant.

(CONTINUED)

TYLER

I am, sergeant. I'm the XO of the S-33. This is my crew. They have a forty eight hour liberty pass.

SERGEANT

Nossir. Not no more.

CUT TO:

EXT. OFFICER'S CLUB - NIGHT

Marines shepherd the Sailors into two covered trucks. They "Moo" like cattle.

MARINE SERGEANT

Shut up.

The Mooing only gets worse.

CUT TO:

EXT. SHIPYARD - GUARDHOUSE - NIGHT

A MARINE RIFLE SQUAD mans the checkpoint leading to the piers. Lots of barbed wire and sandbags, a couple of heavy machine guns. The two trucks approach and are waved through.

INT. TRUCK (MOVING) - SAME

Tyler sits in back with his men. Amazed by all the new security. Griggs finishes vomiting.

GRIGGS

Mister Tyler?

TYLER

Yes, Griggs?

GRIGGS

Why are the jarheads giving us a ride back to the barracks?

Tyler stares out the window.

TYLER

(beat, realizing)

We're not going to the barracks.

CUT TO:

EXT. SHIPYARD - PIER - NIGHT

SUPER: "U.S. Navy Yard. Portsmouth, New Hampshire"

ON THE S-33

A World War I vintage submarine, older than most of the crew. Eccentric and primitive, she is deadly in the right hands. The focus of busy activity, she's hidden by canvas barriers aglow with cutting torch flames.

(CONTINUED)

ON THE TRUCKS

CHIEF

My God. The hell are all those yardbirds doing to her?

A jeep with three Marines pulls up with Ensign Larson, the groom. He's hopping mad.

LARSON

They gave me five minutes to consummate my marriage. What in Christ is going on?

Tyler shrugs. Dahlgren crosses to them.

DAHLGREN

Mr. Tyler, let's hold quarters.

TYLER

Aye, sir -- Quarters! Fall in! Everyone fall in! Now!

The Sailors quickly get into formation. Tyler does a headcount. Salutes Dahlgren.

TYLER (CONT'D)

Captain Dahlgren, all crewmembers are present or accounted for, sir.

DAHLGREN

Very well.

(to the crew)

I'm sorry your liberty has been cut short. Our schedule has been modified. We have two hours to get stowed for sea and station the maneuvering watch. Torpedomen, I want four fresh fish in the tubes. Engineer, warm the diesels. We have dry stores and perishables to get belowdecks. Crew dismissed.

The Crew is stunned. Trading worried looks.

CHIEF

You heard the man! Stores load! You got three seconds to get on your boondockers and dungarees and turn to!

(aside to Tyler)

What the hell's going on?

TYLER

Let me find out.

He crosses to Dahlgren.

TYLER (CONT'D)

Captain Dahlgren? We're not going to Bermuda, are we?

(CONTINUED)

DAHLGREN

No, we're not. We're going on special operations.

TYLER

Where?

DAHLGREN

I don't know.

Dahlgren looks around, makes sure they're alone. He turns back to face Tyler.

DAHLGREN (CONT'D)

Mr. Tyler, maybe this isn't the moment. When we return from this run, I'm going to transfer you off my boat, back to squadron. My fitness report will indicate that you haven't demonstrated the maturity and discipline needed of an executive officer.

Tyler grins, not taking him seriously.

TYLER

Captain, that's rather harsh for giving the boys a little relief on furlough.

Dahlgren stares at him a beat. Tyler's grin melts as he realizes the Captain isn't kidding.

DAHLGREN

This isn't just about tonight, Lieutenant. I've had concerns about your judgment ever since you joined this boat six months ago. You seem more concerned with your popularity than you do with being an effective leader of this crew.

TYLER

With all respect, Mr. Dahlgren, the crew would do anything I ask them to.

DAHLGREN

Perhaps, Mr. Tyler. Perhaps. But under what circumstances? An officer's job is to command his men, not befriend them. That's something I'm afraid you just don't understand.

TYLER

Sir... You'll end my career on submarines. I'll never get my own command if you do this to me.

DAHLGREN

No, you won't. And you've done it to yourself. You've demonstrated a pattern of behavior that... Mr. Tyler, I have made my decision. This may very well be the last time you go to sea on a submarine. Just do your job and don't make things more difficult than they are. Questions?

(CONTINUED)

Tyler stands there, thunderstruck.

TYLER

I ... I ... No, sir.

DAHLGREN

Good. Now quietly bring Radioman Wentz to the barge.

TYLER

Aye-aye, sir.

Dahlgren walks off. Tyler steadies himself against a pallet of food. He looks nauseous.

CUT TO:

INT. BARGE - OFFICE - NIGHT

It's a small floating office alongside the pier. Tyler enters with RADIOMAN WENTZ. Inside are Dahlgren and ADMIRAL DUKE, who extends Tyler his hand.

ADMIRAL DUKE

Mr. Tyler. How are you?

TYLER

(weakly)

Fine, Admiral. What brings you up here?

ADMIRAL DUKE

He does.

He gestures at LIEUTENANT HIRSCH, a thin, bookish Naval Reserve Officer, whispering into a telephone.

Hirsch signals for the Admiral to hold on. Talks a beat.

ADMIRAL DUKE (CONT'D)

That's Lieutenant Hirsch. You're not working for Sublant on this run. Mr. Hirsch has operational control. He's going to be riding your boat. Give him everything he needs and do whatever he says.

Hirsch hangs up, stands. Tyler holds out his hand.

TYLER

Mr. Hirsch.

Hirsch just gives him a nod.

HIRSCH

(re: Wentz)

Is this him?

DAHLGREN

Yes, Lieutenant.

(CONTINUED)

HIRSCH
(flawless German)
I understand your family comes from Keisblentz.
Good Rhine farming folk.

Wentz REACTS. A beat. Softly:

WENTZ
Yessir.

HIRSCH
(flawless German)
You understand me, Herr Wentz. Can you speak
passable German? Can you read and write it?
Or are you a simple farmboy with nothing but
the name?

WENTZ
(even better German)
Lieutenant, I am a simple farmboy. One who is
able to speak, read and write German very well.
I was studying High German literature at Brown
before joining the fight against fascism.

Hirsch REACTS. Tyler is bewildered.

HIRSCH
He'll do.

DAHLGREN
Get my boat loaded and stowed for sea, Mr. Tyler.

TYLER
Aye-aye, sir.

Tyler and Wentz exit. Once outside, Wentz turns to Tyler, pleads:

WENTZ
Please don't tell the crew, sir. They find out
I'm half-kraut, they'll hate me.

TYLER
Huh? Yeah, sure. Don't worry, Wentz.

CUT TO:

EXT. PIER - NIGHT

A stores load in progress. A chain of Sailors snakes from S-33's after hatch to piles of supplies on the pier.

PASSED DOWN THE LINE

Are bunches of bananas. Cans of food. Spam. Toilet paper. A leg of beef. Typing paper. A case of light bulbs. A crate of naval oranges.

NEW ANGLE

(CONTINUED)

Tyler and a black Mess Steward, EDDIE GREEN, take a careful inventory of the food.

EDDIE

Wanna thank you, Mr. Tyler, for the liberty pass. Went into town with my dancin' shoes on.

TYLER

Sorry you couldn't be at the club tonight, Eddie.

EDDIE

(winks)

Oh, that's just the way it is, Mr. Tyler. Ain't nothin' worth jawbonin' about. Don't worry. I got me a girl just for me. Don't know how them Marines found me.

A Sailor grabs a big box of eggs.

EDDIE (CONT'D)

Ya'll be careful. Don't go breakin' my chicken berries.

Tyler lights a cigarette with shaky hands.

EDDIE (CONT'D)

Damn. You alright, Mr. Tyler?

A truck backs up to the food pile. The driver, MARINE CAPTAIN COONAN, rock solid and scary, hops out in a leather jacket, dungarees.

COONAN

(points at S-33)

Pardon me. You tell me where the exec of that thing's at?

TYLER

That's me, Mac. We'll unload your truck in a minute.

COONAN

You're going to unload it now.

Coonan drops the truck's gate -- Full of ominous wood crates. Hands Tyler some papers.

COONAN (CONT'D)

That's the manifest. Get these things belowdecks.

TYLER

Who the hell are you?

COONAN

I'm going to sea with you boys. And that's my luggage. Gotta problem? Talk to Hirsch.

Coonan crosses to the barge. Eddie and Tyler trade looks.

(CONTINUED)

ON THE EGGS

As they are passed down the line, hand to hand. A heavy wood crate follows. It's dropped, breaks open.

M3 MACHINE GUNS spill out.

Trigger, who dropped them, stares at the ugly sheetmetal weapons.

TRIGGER

Holy cow!

Sailors trading worried looks.

CUT TO:

EXT. S-33 - BRIDGE - NIGHT

A shrill BOSUN'S WHISTLE sounds. Dahlgren and Tyler on the bridge. Mazzola and Griggs are lookouts.

TYLER

Ready to cast off, sir.

DAHLGREN

Very well.

(calls out)

Take in all lines!

They stand amidst folds of canvas shrouding the conning tower. S-33's lines are cast free. Sailors topside pulling them in, dripping seawater. Stow them in lockers. Tyler checks his watch.

TYLER

Only three minutes behind schedule, Captain.

GRIGGS

Mr. Tyler? Why'd they cut her up?

DAHLGREN

That is not for you to speculate, Petty Officer Griggs.

Griggs grabs exposed railing -- SSSSSS!

GRIGGS

Arrghh! Dang!

TYLER

Careful, Griggs. Welds are still hot.

Griggs licks his palm and blows on it.

GRIGGS

Ain't my night.

TYLER

Not mine either.

CUT TO:

EXT. PISTATAQUA RIVER - PREDAWN

A crescent moon smiles over its rocky banks where they yawn widely into the Atlantic. A Navy Patrol Boat cruises by, diesels RUMBLING, guns bristling. Then another. Escorting a dark shape to the bay. The S-33.

EXT. S-33 - BRIDGE - SAME

Distant lights twinkle on the coastline in B.G. as the submarine motors out to see. Tyler and Dahlgren on the bridge. Tension. Tyler about to say something. But Coonan climbs up from below.

COONAN

Sir, Mr. Hirsch recommends we submerge soon as possible.

DAHLGREN

Well, I recommend removing the tarps before we do that, Captain Coonan.

COONAN

I'll take care of it now. Lieutenant Tyler, gimme a hand?

Coonan and Tyler climb down the conning tower.

TYLER

You're a captain?

COONAN

I was. In the Marine Corps.

TYLER

Who do you work for now?

COONAN

Office of Special Services.

Coonan tugs at canvas shrouding the conning tower.

COONAN (CONT'D)

Sailor, mind slipping those hitches?

Griggs unties some knots, the canvas falls. As does Tyler's jaw.

WHAT HE SEES

A big SWASTIKA is painted on the conning tower. Part of a piece of Nazi heraldry that includes an Imperial German eagle and crossed swords.

Worse, those busy yardbirds have reconfigured the whole Conning Tower to resemble that of a U-boat.

SCENE

Tyler shoots Coonan a look.

(CONTINUED)

COONAN (CONT'D)

Hold your water, Lieutenant. Mr. Hirsch will brief you shortly.

Griggs and Trigger stare at the Conning Tower.

DAHLGREN

Eyes on the horizon.

The lookouts get back to their binocs. Tyler and Coonan roll up the canvas, shove it in a locker and climb up to the bridge.

DAHLGREN (CONT'D)

Let's clear the bridge and do our test dive.

TYLER

Can I take her down?

DAHLGREN

No.

Dahlgren waits as the lookouts climb down from their perches. Tyler pulls something from his pocket -- a quarter -- presses it to his lips and tosses it in the sea.

TYLER

Want one, Skipper?

DAHLGREN

No. Quit honey dripping. My mind is made up.

Dahlgren disappears down the hatch.

COONAN

Good idea. Feed the mermaids.

TYLER

You know about that?

Tyler offers him a coin. Coonan declines.

COONAN

Save it for the return trip.

Coonan climbs down the hatch, Tyler follows, pauses to look around, then closes the hatch behind him.

CUT TO:

INT. CONTROL ROOM - S-33 - PREDAWN

The old boat is cramped, lots of brass fittings, exposed pipes. It looks even older than it is. Dahlgren on the periscope. The Chief watching the diving board -- the last light turns from red to green.

CHIEF

Main induction closed. Greenboard, Skipper.

(CONTINUED)

DAHLGREN

Dive the ship. Make your depth two hundred feet.

The Chief GULPS.

CHIEF

Two hundred feet, aye, sir.

The Chief hits the DIVING ALARM.

CHIEF (CONT'D)

Flooding negative. Dive planes down ten degrees.

MAZZOLA

Diving planes down ten degrees, aye.

With manual planes and rudders, it's hard, sweaty work to steer the S-33. The Chief turns vent and air valves.

DAHLGREN

(on the scope)

Decks awash.

(to Hirsch)

Hopefully the yard put everything back together correctly. If we don't sink, we do your mission.

Hirsch REACTS. Already apprehensive, he looks around the decrepit boat.

EXT. OCEAN - SAME

As the morning sun nudges the sky, the S-33 slips beneath the waves to nudge the deep.

INT. CONTROL ROOM - S-33 - SAME

Emmett plots a course on the chart table. Coonan stares uneasily at the hatch above their heads, wondering why no one else seems troubled at the water dripping from it. Tyler notices his discomfort.

TYLER

First time on a sub?

Coonan nods.

TYLER (CONT'D)

Gets worse. These S-boats are antiques -- older than most of the crew. Navy keeps telling us they're going to replace them.

Tyler hands Dahlgren a rainhat and raincoat. Dahlgren puts them on.

CHIEF

(announcing depth)

Sixty feet!

(CONTINUED)

Good thing Dahlgren has the raingear. A shower of water pours on him from the aged periscope seal.

CHIEF (CONT'D)

Eighty feet.

DAHLGREN

Lowering the scope.

The periscope HISSES down into its well. Coonan's mask of invincibility is beginning to slip.

COONAN

How ... how deep does this thing go?

TYLER

Straight to the bottom if we can't stop her.

Coonan and Hirsch exchange a look. They're not enjoying this.

CHIEF

One hundred feet.

INT. ENGINE ROOM - S-33 - SAME

Ensign Larson, the newlywed, runs through a checklist printed on greasepaper. Tank, the oversized machinist mate, gently TAPS a section of piping with a pointed hammer, testing its soundness. Sprays of water here and there. An everyday thing on S-33.

INT. CONTROL ROOM - S-33 - SAME

More spraying water as the depth gauge creeps lower. S-33's hull GROANS in protest.

CHIEF

One four zero feet.

DAHLGREN

Pump from forward trim to the sea. Zero the planes.

CHIEF

One six zero feet.

INT. ENGINE ROOM - S-33 - SAME

Tank and his hammer, testing ...

TAP-TAP-TAP-TAP-TAP-TAP-TAP-TAP-SQUISH!

It pierces a rusty pipewall and sticks. Seawater bubbles out around it. Tank REACTS. He exchanges a look with Larson, who shrugs.

LARSON

Lash it in place with marlin. Secure it the best you can. We'll fix it when we get this rustbucket back to port.

INT. CONTROL ROOM - S-33 - SAME

Trigger wears a phone headset.

TRIGGER

Engine room reports all systems satisfactory.
Bilge at eighteen inches.

DAHLGREN

Very well.

CHIEF

Depth is two hundred feet.

Dahlgren nods. Everything seems to be working properly.

DAHLGREN

Very well. Planes ten degrees rise.

CHIEF

Two hundred twenty feet!

That's bad. Water sprays everywhere.

DAHLGREN

All planes full rise. Blow negative, make normal
turns.

Sailors comply like lightning.

Hirsch tries to act nonchalant, but his darting eyes betray his
discomfort.

CHIEF

(voice rising)
Two three zero feet.

TYLER

We should blow main ballast.

Never tell the Captain what to do. Dahlgren glares.

CHIEF

Two four zero feet.

Oh-oh. Maybe Tyler's right.

CHIEF (CONT'D)

Two four zero feet ... Two three zero feet.
Two two zero feet.

Now the boat rises. Sailors relax. The '33 will be fine. Coonan
sighs with relief.

DAHLGREN

You're in luck, Mr. Hirsch. Our boat will do
your mission.

ON HIRSCH

(CONTINUED)

He nods, swallowing a gulp.

CUT TO:

INT. WARDROOM - S-33 - DAY

Hirsch stands before Tyler, Emmett, Larson and Coonan who are crammed into the tiny table. Hirsch unrolls a chart.

HIRSCH

Gentlemen, I can't emphasize the secrecy of what I am about to tell you. The facts are known only to a handful of people, including the President.

(taps the chart at a point in the mid-Atlantic)

Yesterday morning, a U-boat attacked a convoy here, near the Chop Line. A British destroyer made visual contact and dropped depth charges. It reported the U-boat sunk. However, some time thereafter, Allied direction-finding stations detected a coded enemy radio signal originating from the same position.

He taps the chart.

HIRSCH (CONT'D)

We believe the U-boat was disabled, not sunk, and is adrift. On board that U-boat is this.

He hands them a grainy B&W photo of ...

TYLER

A typewriter?

HIRSCH

It's an Enigma code machine. It allows the German Navy to communicate with its submarines in secret. And our inability to decipher their messages is costing us this war.

The photo is passed around. Hirsch points to a spot on the French coast.

HIRSCH (CONT'D)

French resistance reported a resupply submarine left the Brest U-boat pens yesterday afternoon with engine parts and mechanics. We believe it is going to rendezvous with the disabled U-boat. We will get there first. Mr. Coonan?

COONAN

Thank you, sir -- We're using the oldest trick in the book. The Trojan horse. We make the rendezvous with said U-boat posing as the resupply sub. I will lead a boarding party, in Kriegsmarine uniforms, to take the enemy submarine by force and secure the Enigma.

(MORE)

(CONTINUED)

COONAN (CONT'D)

We'll transfer any survivors to S-33 and scuttle the U-boat.

HIRSCH

The Germans will assume it was lost. They must never ever suspect we have the Enigma. That is vital.

TYLER

Who's the boarding party?

COONAN

Since you're the XO, you, sir. Mr. Hirsch, seven of your crew and me.

TYLER

My boys are Sailors, not Marines.

COONAN

The boys on that U-boat are just Sailors too. Your men will be ready. I will train them.

TYLER

We're four days from the Chop Line.

COONAN

They will be ready.

Tyler is dubious.

TYLER

Mr. Hirsch, have you ever carried out an operation at sea before?

A beat. Emmett and Larson smirk.

HIRSCH

No, I haven't, Mr. Tyler.

TYLER

Your plan sounds easy. But nothing's easy in the North Atlantic.

HIRSCH

Mr. Tyler, it will not be easy. I never said it would be. Last month, Hitler's U-boats sunk one hundred and thirty freighters right off our coast. We're losing thirty ships a week. If this continues England will fall and we will have to negotiate peace with Germany. We have a chance to prevent that. We must try.

Emmett and Larson are sold, Tyler still isn't so sure.

TYLER

Okay, Mr. Hirsch. We'll try.

CUT TO:

INT. U-571 - DIESEL ROOM - DAY

The German PLANESMAN, black with grease, bolts an access cover back onto the starboard diesel.

PLANESMAN

Okay, Chief. Let's give it a test.

Wassner and the E-Chief stand near a control panel. The E-Chief hits some buttons, opens a valve. Sailors watch with anxious faces.

ANGLE ON THE ENGINE

Compressed air forces the pistons to rise and fall. They catch. The engine runs smoothly a beat. CHEERS throughout the boat. The engine runs CHOPPLY and freezes. Heavy black smoke.

WASSNER

You said you were a mechanic!

PLANESMAN

Captain. I apprenticed in my Uncle's garage, fixing scooters and motorcycles.

Wassner is about to strike him, then:

The ALARM BELL. Shouts of "Alarm."

INT. U-571 - CONTROL ROOM - SAME

Wassner enters on the run. By the time he gets there, the emergency dive is being canceled.

CHIEF

Belay the alarm! Sorry Captain, lookouts made a mistake.

The Chief resets valve positions. Shouts of "Belay the alarm" throughout the boat. Wassner nods, angrily climbs the ladder to the Bridge.

CUT TO:

EXT. U-571 - BRIDGE - DAY

Wassner joins LIEUTENANT KOHL, the two LOOKOUTS.

LOOKOUT

I am to blame, Captain. From a distance, it resembled a destroyer.

WHAT WASSNER SEES

A wooden lifeboat is approaching.

SCENE

Wassner raises his glasses.

(CONTINUED)

BINOCULAR POV

A LIFEBOAT stuffed with twenty five British MERCHANT SEAMEN, rows toward them. A white shirt is tied to a raised oar. The motley survivors of a torpedoed freighter.

SCENE

MERCHANT SEAMAN

Ahoy, friends! We've plenty of wounded and no fresh water. Take us prisoner, please, good sir!

KOHL

What did they say?

WASSNER

They desire to be our guests. Impossible.
(to the Lookout)
Shoot them.

Wassner nods at the belt fed MG-34 next him, the Lookout REACTS.

MERCHANT SEAMAN

The lot of us are Shellbacks. Give us a hand, for the love of King Neptune. It's the law of the sea, my friend!

The lifeboat drifting closer. Several men have heavy bandages over oil-blind eyes. Some are missing hands. Wassner grabs the Lookout by his beard -- Ouch!

WASSNER

We will not pick up survivors. That is the Admiral's order. If I had engines, I would let them be. When they are found, they will report our position to the British Admiralty with much eagerness. They die, or we die.

Wassner lets go. The Lookout looks at Wassner a beat. Then woodenly COCKS the big weapon and swings it on the lifeboat.

MERCHANT SEAMAN

So sorry! We'll be on our way then! Thank you! We'll pretend we never met!

They begin rowing away.

RAT-AT-AT-AT-AT-AT-AT-AT-AT-AT-AT-AT-AT-AT-AT-AT-AT!

Powerful slugs pierce both men and lifeboat. Flesh and wood disintegrate until:

CLICK! -- The gun's empty. The Lookout zipped through a whole belt.

Dead quiet. Save for the soft TINKLE of empty brass cartridges rolling around the bridge decking.

(CONTINUED)

The lifeboat capsizing. Blood and saltwater mix as the oars float away.

Kohl swallows hard, fighting the urge to puke.

A tear rolls down the Lookout's cheek. Wassner puts a comforting hand on his shoulder. He shrugs it off.

CUT TO:

INT. S-33 - CREW'S MESS - DAY

Eddie in the galley making stew.

NEW ANGLE

Coonan holds a machine gun.

COONAN

The M3 is a new weapon for most of you. This is how you clear a misfire. Tap.

(taps the magazine in place)

Rack.

(locks back the bolt)

Bang.

He pulls the trigger -- The bolt SLAMS forward.

COONAN (CONT'D)

Try it... Misfire!

REVERSE

Seven Sailors sit at the tables. Griggs, Rabbit, Wentz, Mazzola, Tank, Trigger and the Chief. They hold submachine guns.

SAILORS

Tap. Rack. Bang.

Not entirely in unison, but not bad for a first try.

ON EDDIE

Braising beef cubes in a huge skillet. Tyler enters.

TYLER

What's for chow?

COONAN (O.S.)

Misfire!

The clumsy STACCATO of weapons (O.S.)

SAILORS (O.S.)

Tap. Rack. Bang.

EDDIE

Dinner will be a fine flank of Hereford. Cubed and sauteed in a Worcester sauce of my design.

(MORE)

(CONTINUED)

EDDIE (CONT'D)

Got sides of green beans, whipped potatoes and fresh butter biscuits. Just like it says in the plan of the day. You back here seein' if I baked you an apple.

TYLER

I could smell it.

Eddie pulls a hot cinnamon apple from the oven.

EDDIE

Old Man's on his fifth bottle of milk of magnesia. Won't eat nothin' but soup.

Eddie sees that Tyler won't add to that.

SAILORS

Tap. Rack Bang.

Tyler takes the apple. Notices Eddie's strange smirk.

TYLER

You alright, Eddie?

EDDIE

Tryin' not to laugh, sir. Been watching that Devildog teachin' them sailors how to shoot all day. Funniest sight I ever did see.

Tyler suppresses a grin.

EDDIE (CONT'D)

Set me down with 'em. I'll learn them guns, Mr. Tyler.

TYLER

Wish I could, Eddie.

EDDIE

I know, sir. I'm just the mess boy. Lucky they lettin' me touch yall's food.

An uncomfortable beat.

SAILORS

Tap. Rack. Bang--

RABBIT (O.S.)

--Ow, shit! My finger!

Tyler and Eddie grin.

TYLER

Thanks for the apple.

He exits with his apple, sees Trigger helping free Rabbit's trapped finger. Nods to Coonan ...

TYLER (CONT'D)

Afternoon, Mr. Coonan.

(CONTINUED)

... and exits.

CUT TO:

INT. WARDROOM - S-33 - DAY

Tyler enters. Dahlgren and Emmett are seated at the table, doing paperwork. Tyler sits opposite them. A long uncomfortable silence. Tyler picks at his apple, not looking up. Dahlgren doesn't look up either. Emmett senses the weird vibe, steals an occasional glance between the two, waiting for either one to speak.

Finally, Dahlgren sets down his pen and rises.

DAHLGREN

Mr. Emmett, I'll be on the bridge.

Dahlgren leaves. When he's gone, Tyler expels a long breath. Emmett looks at him.

EMMETT

Jesus... you two are a barrel of laughs.

Emmett waits for a reply, but Tyler doesn't volunteer anything.

EMMETT (CONT'D)

C'mon, Andy -- I've known you since Annapolis.
What the hell is going on between you guys?

Tyler meets Emmett's gaze.

TYLER

He shitcanned me.

A pregnant beat. Emmett's eyes widen in amazement. He lets out a low whistle.

EMMETT

Ho lee shit... what happened?

TYLER

How am I supposed to know? One minute everything's fine, the next he's busting me down to desk duty. I'm ruined, Emmett. My whole career, gone. The closest I'm going to get to seeing action is ordering office supplies for the Admiral's secretary.

Tyler pushes his apple aside -- he can't muster an appetite.

EMMETT

Anyone else know?

TYLER

No.

Emmett shakes his head sadly, looks at his friend with sympathy.

(CONTINUED)

EMMETT

Christ. I'm sorry, Andy. It's a lousy break.
(sighs)
Can't say I didn't warn you.

TYLER

Shut-up, Emmett. I got it from him. I don't need it from you. Know why that uptight hair-splitter is getting rid of me? Because the boys like me better. That's why. Jealousy.

He shoves his plate across the table, hurls his fork against the wall. It CLATTERS to the floor.

He gets up, moves to the door,

TYLER (CONT'D)

We've burned a lot of fuel. C'mon, Lieutenant. You should have taken us down for a trim dive an hour ago.

Tyler leaves. Emmett watches him go.

CUT TO:

EXT. UNDERWATER - DAY

Cold murk under the waves. The sound of MACHINERY approaching. A dim shape coming closer. It's the S-33. As it passes...

CUT TO:

INT. U-571 - RADIO ROOM - DAY

We hear MORSE CODE. The German Radioman copies it, a series of random letters, onto a special form.

On the table before him is an ENIGMA MACHINE. When the Morse transmission stops, he grabs a codebook, looks up today's date: 15 MAY 1942

Finds a three letter code: FMO He sets the wheels of the Enigma machine to read: FMO And begins typing in the seemingly random letters. Unscrambled letters light up on a panel.

Wassner stands behind him, copies the plaintext. Reads it:

WASSNER

Wassner. Report your position. Help is approaching your grid. We must have you fighting again. B.D.U.

Wassner scribbles his reply, hands it to the Radioman.

WASSNER (CONT'D)

Encrypt and send this to B.D.U.

Wassner exits. The Radioman begins the painstaking process of encoding Wassner's words into gibberish.

CUT TO:

EXT. S-33 - DAY

The sub crashes over huge waves. Noses into a trough, a wave breaks over the conning tower. The Bridge crew holds on for life.

CUT TO:

ECU -- ON A KNIGHT'S CROSS

The German award for bravery in battle.

OVER: The clinking of tableware and china.

A hand reaches into frame, fiddles with the cross.

WIDE TO:

INT. S-33 - WARDROOM - NIGHT

It's Tyler's hand. The cross is pinned the to Kriegsmarine jacket he wears. Complete with a U-boat pin and everything. Coonan wears a German Lieutenant's uniform. Hirsch wears that of a Warrant Officer.

Dinner has been served. On silver and china. Soup sloshing in a bowl. Peas rolling on plates.

They eat with Dahlgren, Larson and Emmett. It's like a last meal, slow, deliberate.

Coonan, fighting seasickness, tries to skewer a rolling pea. Finally does, chews and swallows it with much difficulty.

TYLER

(trying to break the silence)

These fit pretty well. You just have them lying around?

HIRSCH

Can't say. Classified.

A KNOCK.

DAHLGREN

Enter.

Eddie enters. Sets down a tray of cookies.

EDDIE

Chocolate chip. They're fresh baked. By your leave, sir.

He exits. Emmett SEES Coonan is green, can't resist.

EMMETT

Captain Coonan. Could you toss the cookies?

Coonan brusquely shoves the plate toward him. Dahlgren gives Emmett an admonishing look. Hirsch smirks. A beat of CLICKING silverware.

(CONTINUED)

LARSON

Captain Coonan, could you heave the carrots my way.

Coonan shoves the platter his way. A beat of solidarity between Emmett and Larson. Then:

DAHLGREN

My cousin Charles is in Portsmouth, when we return I'm going to call up Chuck.

Coonan laughs, the whole table too. Except for Tyler, who concentrates on his plate, feeling like an outsider.

CUT TO:

EXT. S-33 - BRIDGE - NIGHT

The weather is starting to ease. The Bridge Crew using their binocs.

ABOVE THEM

An odd antenna, like a mattress spring, turns slowly above them. It's a primitive radar antenna.

INT. S-33 - RADIO SHACK - NIGHT

CLOSE ON

A crude piece of electronic equipment. A round display has a glowing green spike pointing out from its center.

WIDER

Hirsch operates the machine, carefully turning knobs. Taps the green spike.

HIRSCH

That's our U-boat.

Wentz, sits next to him, fascinated.

WENTZ

What do you call this thing again?

HIRSCH

Radar.

Hirsch copies the bearing and exits.

INT. S-33 - CONTROL ROOM - SAME

Hirsch hands Tyler the paper.

HIRSCH

This the best bearing to the U-boat.

TYLER

Courtesy of your secret gizmo?

(CONTINUED)

HIRSCH
Courtesy of my secret gizmo.

Tyler begins plotting the position on the chart.

TYLER
Helm, right ten degrees rudder. Steady on course
zero eight zero.

CUT TO:

EXT. S-33 - NIGHT

The sea is calm, lots of drizzle. The Bridge Crew peering into their binocs. The radar antenna has been removed. It's quiet, save for the muted HUM of the diesels. Hirsch uses a signal lamp, pointed ahead on the bearing of the U-boat ...

CLICK-CLICK-CLICK-CLICK-CLICK-CLICK-CLICK-CLICK

A beat. No response. Hirsch tries again.

CLICK-CLICK-CLICK-CLICK-CLICK-CLICK-CLICK-CLICK

A beat. Trigger wipes his binoculars dry. Scans the horizon. Suddenly, he STIFFENS.

TRIGGER
Holy shit --
(excitedly)
Signal lamp off the starboard bow!

BINOCULAR POV

Sure enough, muted through the drizzle is a distant blinking light.

SCENE

Emmett hollers into a voice tube.

EMMETT
Contact, contact! We found the U-boat! Man
battlestations!

CUT TO:

INT. S-33 - CREW'S MESS - NIGHT - MINUTES LATER

The boarding party waits nervously. Everyone speaks in whispers. RED, tall and freckled, helps Griggs straighten the sleeves of his Kriegsmarine jacket.

GRIGGS
My papa saw me in this, he'd get his hunting
rifle.

RABBIT
Hey, Wentz. I always knew you were a Nazi.

(CONTINUED)

WENTZ

Yeah, don't turn your back on me.

COONAN

Shut up, let's review. Wentz goes with me, Mr. Hirsch will accompany the XO. His team will land aft of the conning tower and get the flak gunner and the bridge crew. My team hits the deck gun. No one shoots 'till I shoot first.

He shows them a Reising submachine gun, three mags taped together. A Chinese dragon carved on its wooden stock.

COONAN (CONT'D)

Do you dig me?

SAILORS

Yessir!

COONAN

Outstanding. Load and lock your pieces.

The CRICK-CRACK of machine guns being cocked. Coonan hides the Reising under his raincoat.

CUT TO:

INT. S-33 - CONTROL ROOM - NIGHT

The mood is tense. Dahlgren on the scope. Emmett hands him U-boat oilskins.

DAHLGREN

I've put her low in the water. I want to give the U-boat as little silhouette as we can.

EMMETT

Aye, sir.

Coonan enters.

COONAN

We're ready, Captain.

DAHLGREN

(into mic)

Gun crew topside.

(to Coonan)

This thing goes South, I will blow that Nazi tub out of the water.

COONAN

Understood, sir.

DAHLGREN

All stop. Rudder amidships.

(into mic)

Prepare to disembark boarders.

INT. S-33 - OFFICER'S STATEROOM - SAME

Hearing the announcement, Tyler cocks and locks his Colt 45, stuffs it in his belt.

He pauses to look in the mirror. SEES his scared face staring back. He clenches his jaw, trying to hide his fear.

CUT TO:

EXT. OCEAN - NIGHT

The drizzle hasn't let up, the two submarines drift 100 yards apart in the eerily calm waves. A full moon illuminates the scene. The light rain obscures visibility between the two vessels.

WASSNER

Is on his bridge. Eyeing S-33 with his glasses.

BINOCULAR POV

Typical U-boat Sailors move about topside, removing inflatable rafts from storage containers. Boxes being brought up from below. A signal light blinks.

SCENE

Wassner reads the message. He smiles, lowers his glasses. Picks up a microphone to address the crew.

WASSNER

Our comrades have fresh eggs, bananas and kindly enough, our mail.

CHEERS from below.

EXT. S-33 - SAME

WHOOOSH! Two rafts are inflated with CO2 tanks, lowered over the side.

COONAN

Get that trash loaded!

The Boarding Party loads boxes into the rafts.

ON THE BRIDGE

It's just Tyler and Dahlgren.

DAHLGREN

It's going to be easier than you think. The boys are going to do fine.

TYLER

I know they will, sir. It's me. I don't want to get them killed.

Dahlgren looks at Tyler.

(CONTINUED)

DAHLGREN

Now you know how I've felt every waking moment
since I took command of the '33.

Tyler blinks, a stirring of new understanding. Dahlgren extends
his hand and they shake.

DAHLGREN (CONT'D)

Good luck.

TYLER

Thank you, sir.

Tyler climbs down the conning tower, crosses to his raft.

CUT TO:

EXT. OCEAN - NIGHT

Anxiety is etched across the faces of the American boarding party
as the two dinghies cross the dark expanse of water between the
submarines. No one speaks.

TYLER'S RAFT

Tank mans the oars, rowing with even strokes. Astern of him sit
Tyler, Mazzola and Griggs. The Chief and Hirsch are in the bow.

Tyler holds his pistol against his leg. The others cradle weapons
inside their coats. As the raft approaches the U-boat, Hirsch
has begun to appear jittery, nervously thumbing the safety on
his pistol. The Chief catches Tyler's eye, tosses a look at
Hirsch's fidgeting.

TYLER

(softly)

Easy, Mr. Hirsch. We're almost there.

CUT TO:

EXT. S-33 - BRIDGE - NIGHT

Dahlgren watches the progress of the rafts through binoculars.

DAHLGREN

I count a dozen topside. Four in the bridge.
The rest on deck. There's a machine gun on the
bridge and a lookout by the flak gun.

TILT DOWN

Three Sailors with Browning Automatic Rifles squat by his feet,
wearing helmets. Ready to pop up and hose the U-boat.

EXT. BRIDGE - U-571 - NIGHT

German lookouts on the gun platforms probe the night for Allied
aircraft. Another lookout observes the raft's approach.

Wassner stands on the bridge, watching.

EXT. OCEAN - SAME

ON TYLER'S RAFT

Except for the STROKING OARS and HISS OF FALLING RAIN, it is eerily quiet. As the mist clears, the men see the U-boat looming before them, the German sailors on deck preparing to greet them.

TANK

(soft)
Holy shit...

TYLER

Steady, men. Wait for the signal.

Hirsch stares at the U-boat, his expression frozen. Tyler reaches out, gently nudges him.

TYLER (CONT'D)

Mr. Hirsch. Hello the boat.

Hirsch stares at the U-boat, says nothing. The others on the raft exchange nervous glances. This guy could blow it.

TYLER (CONT'D)

Mr. Hirsch?

MAZZOLA

(hissing)
Hello the boat, you asshole.

TYLER

(through his teeth)
Shut up!

The U-571 has now become a dark wall before them, with the German E-Chief standing on it.

E-CHIEF

(German)
Ahoy, to the repair crew! Do we have a job for you!

Tyler looks at Hirsch. Who is still speechless.

TYLER

(whispers)
Say something, for God's sake.

E-CHIEF

(German)
Which of you are the mechanics? I hope you're good.

Tyler darts a look at the other raft.

TYLER

(sotto)
.... C'mon Coonan, shoot you stupid leatherneck ...

(CONTINUED)

Tyler's hand on his pistol.

ON THE OTHER RAFT

Coonan realizes Hirsch is blowing it.

COONAN

... fuck ...

Wentz realizes it too. Improvises spontaneously:

WENTZ

(German)

Ahoy!

(holds up a mailbag)

Who wants this filth! Naughty notes and
indiscreet pictures stinking of French perfume!
A sack of soiled purity! I should sink it in
the sea!

The German Sailors freak out.

GERMAN SAILORS

... No, please no! ...
... Brother Comrade, don't do it! ...
... We'll throw you in after! ...
... My girl is different! ...

Wassner LAUGHS, climbs down the Conning Tower.

ON TYLER'S RAFT

Hirsch sweating bullets. The E-Chief tosses Tyler's raft a line.
Pulls them alongside. Finally:

HIRSCH

(German)

Thank you, we're all mechanics. And we're all
very skilled.

Not a bad performance, though his voice cracked a bit.

COONAN'S RAFT

Nudges the U-boat. A German Sailor tosses them a line.

TYLER'S RAFT

The E-Chief extends Tyler a hand.

A beat. Tyler accepts it and is pulled on deck.

E-CHIEF

Heil Hitler.

Tyler's eyes flash. It's a greeting that demands a reply. He
grunts in response.

WASSNER

(CONTINUED)

Looking at Coonan. They make eye contact. Something isn't right.

WASSNER

Alarm! Repel boarders!

Everything happens at once ...

BRRRDDDDDT!

Through his raincoat, Coonan stitches four Sailors near the deck gun.

The FLAK GUNNER swings his big weapon on Tyler ...

BOOM!-BOOM-BOOM!

... accidentally hits the E-Chief, who bursts like a bag of guts, spattering Tyler as he dives to the deck.

Both rafts open fire on the Nazis. The Flak Gunner is shredded.

The three Snipers in S-33's Bridge pop up. Shoot anything standing on the U-boat's bridge.

Tyler seems overwhelmed, hugging the deck as a hail of bullets fly inches over his head. He removes his bloody jacket, wipes his eyes and tosses it in the sea.

He locks eyes with a German Sailor, scared as he is -- POW! Who is shot through the neck.

ON U-571 -- THE BRIDGE

The Lookout ducks. Bullets DING the bridge coaming. He reaches up for the machine gun, fires blindly at S-33 ...

RAT-AT-AT-AT-AT-AT-AT!

Bullets zip up the side of the S-33 -- Wood decking splinters. Up the conning tower -- Blowing away the middle Sniper.

Now everyone's shooting at the Lookout. He peers over the coaming. Big mistake. Gets shot in the face.

It's a slaughter. Dead German Sailors litter topside. The shooting stops.

The American Sailors scramble from the rafts onto U-571.

Hirsch slips and falls. Hangs from the side of the U-boat, waves washing over him.

HIRSCH

Help me!

Tyler crawls to Hirsch, extends his hand and yanks Hirsch on deck.

HIRSCH (CONT'D)

Thanks.

(CONTINUED)

Tyler stands, runs to the Conning Tower to join the others.
Griggs is first over the coaming ...

BAM! Wassner drills him in the chest.

Griggs falls onto the deck, lands on his back. Wounded.

Wassner drops down the hatch, closing it behind him.

Rabbit climbs onto the Bridge. Dives at the hatch, twirls the wheel and pulls it open.

He climbs down. There's another hatch. Rabbit strains to turn the wheel.

Tank joins him, grabs the hatch and pulls. Can't get it open.
His veins pop, his eyes bulge.

INT. U-571 - CONTROL ROOM - SAME

Two Sailors hang from the hatch, holding it shut.

WASSNER

Dive! Dive! We'll wash the bastards off like fleas.

Kohl enters control with a box of P-38 pistols, dumps them on the deck. Sailors grab at them like starving men given bread. Tear off the greasepaper wrappers. Clips are unwrapped. Fed into the pistols.

INT. U-571 - CONNING TOWER - SAME

Tank opens the hatch an inch. Rabbit sticks in his M3's barrel. Jerks the trigger.

BRRRRDDDDT!

The hatch snaps open, covered with gore. SCREAMS from below.
Rabbit about to climb down.

COONAN

Don't!

Tyler now on the bridge, crammed with the Boarding Party. Coonan tosses a homemade stun grenade down the hatch.

Rabbit slams it shut. A muffled BOOM!

COONAN (CONT'D)

Go! Go! Go!

Rabbit opens the hatch. Smoke. Drops inside, Sailors pour in after him.

INT. U-571 - CONTROL ROOM - SAME

German Sailors bleed from the ears. Rabbit lands on two corpses.

BRRRRDDDDT!

(CONTINUED)

Rabbit drills a German Sailor leveling a pistol at him. Red drops down behind him.

BAM!

Kohl blows Red's chest open.

BRRDDDDT!

Rabbit drops Kohl. Coonan, Tank, Trigger and Mazzola drop down the hatch.

Wassner lays his pistol on the deck. The German Sailors follow. Raise their hands in surrender. Coonan motions for them to lay down.

COONAN

Ladder's secure. Come on down!

Tyler drops into Control. Followed by Wentz, Hirsch and the Chief. Coonan frisking prisoners.

COONAN (CONT'D)

Who's the Captain? Herr Kapitan? What about you? Hey ugly, you the Kapitan?

The Germans playing dumb.

COONAN (CONT'D)

Chief, take Tank and Rabbit and secure the after compartments -- Mr. Tyler, take Mazzola and clear the bow. Wentz and me are going to secure the radio room -- Trigger, guard these lice. Anybody makes a move, let 'em have it.

Tyler and Mazzola exit cautiously through the forward door. Coonan and Wentz follow. Leaving Trigger alone with the Germans. He tries to look mean.

INT. U-571 - RADIO ROOM - SAME

It's been ransacked of papers, but screwed to the table is their goal:

THE ENIGMA MACHINE

Its cover is open and the all-important ROTORS, its heart and soul, are missing.

COONAN

(shouts out the door)

Mr. Tyler! Sumbitches yanked the wheels. Gotta find them and the codebooks.

Hirsch enters. His eyes glued on the Enigma.

HIRSCH

Wentz, write down the equipment settings and police up every scrap of paper in here.

(CONTINUED)

Hirsch reaching for the Enigma.

COONAN

Uh, Mr. Hirsch. Lemme check for booby traps.

Hirsch REACTS as Coonan examines the Enigma for explosives and tripwires.

INT. U-571 - PETTY OFFICER'S BERTHING - SAME

Tyler motions for Mazzola to check bunks. They SNICK back curtains. Cautiously move forward. Terrifying work. Tyler SNICKS open a curtain.

WHAT HE SEES

A German Sailor with a P-38 stares at him -- BAM!

SCENE

He missed. BAM! -- Tyler doesn't. He stares in horror at his handiwork.

TYLER

... Oh, man ...

Tyler SNICKS the curtain closed. He and Mazzola continue forward.

INT. U-571 - CREW'S MESS - SAME

Tank and Rabbit creep along with their machine guns. Chief following, peeks under the tables.

ARRRGH! The COOK charges Chief with a meat cleaver.

WHAM! The Chief knocks him out with one punch.

INT. U-571 - TORPEDO ROOM - SAME

Tyler and Mazzola enter. Cautious, moving slow.

UP FORWARD

Some deckplates are missing.

IN THE BILGE

A German Sailor waits with a Schmeiser. The German Radioman is sinking a canvas bag in the filthy water.

GERMAN SAILOR

(whispers)

They're coming.

GERMAN RADIOMAN

Point and pull the trigger. Did you load it?

GERMAN SAILOR

Fuck you. Of course.

(CONTINUED)

TYLER

Creeping forward. The German Sailor pops up with the machine gun. Jerks the trigger. But nothing happens, not even a click. He tries to cock the weapon ...

Tyler dumps his pistol into his chest. BAM! BAM! BAM!

The German Sailor pitches backward. Then two hands shoot up from the opening.

GERMAN RADIOMAN (O.S.)

Don't shoot!

TYLER

Get out of there! I'll kill you!

The German Radioman climbs out, soaked from the knees down. Tyler throws him on the deck.

TYLER (CONT'D)

Mazzola, check the bilge for a scuttling charge.

Mazzola hops in the bilge. Pulls out the canvas bag. Dumps it. Bilgewater and confidential papers spill out. Tyler examines them.

TYLER (CONT'D)

We got the codebooks! Hey, the ink's running.

COONAN

It's water soluble. Dry 'em off.

NEW ANGLE

Coonan, at the back of the room, tosses Tyler some blankets. Then pats down the Radioman.

COONAN (CONT'D)

Seaman Mazzola, mind getting back in the bilge?
You're looking for four wheels the size of a
canning jar lid.

Coonan hauls the German Radioman out of there by his collar.

A beat. Tyler and Mazzola looking at each other. The shock of the raid sinking in, hitting them hard. Tyler nods for Mazzola to go ahead and check the bilge.

CUT TO:

INT. U-571 - E-ROOM - NIGHT

Tank and Rabbit enter. Twelve scared German Sailors throw up their hands in surrender.

RABBIT

There's a new sheriff in town. I'm the law and
this is my ocean.

(CONTINUED)

The German Sailors quiver before the crazy American. The Chief enters.

CHIEF

Shut-up, Rabbit.

(yells forward)

After compartment's secure! Bringing out twelve!

CUT TO:

EXT. OCEAN - NIGHT - 20 MINUTES LATER

The RAIN and WIND have intensified considerably. The S-33 and U-571 now float side-by-side, 15 yards apart, dim ghosts in the night. Two fat sea monsters basking in the gloom.

A searchlight on the S-33's conning tower illuminates the scene as German prisoners are ferried across to the American sub.

ON THE S-33

Eddie, topside, writes numbers on the foreheads of the German prisoners before they are lead down the aft hatch. They stare in shock at the black man.

EDDIE

How ya'll doin'? Good? There you go, you're number twelve. Having a good night? Der Furher ain't gonna be none too happy ya'll lost his boat. Lucky number thirteen. Next ...

LARSON

Gimme a big smile, Eddie.

Larson SNAPS a photo of him. Takes pictures of the dour German Prisoners.

ON THE U-571

The German dead are lined up. Chief straps the wounded Griggs into a stretcher.

CHIEF

You gonna be mighty alright, boy.

Griggs smiles.

CUT TO:

INT. U-571 - CREW BERTHING - NIGHT

Mazzola tearing through bunks. He's stuffing his pockets with nudie pictures. Finds a gold ring.

Tyler opens the door to the Crew's head. The toilet bowl is full -- some pig didn't flush.

TYLER

And I thought our head smelled bad -- You search in here?

(CONTINUED)

MAZZOLA

Yessir, Mr. Tyler. Nothin' but shit.

Tyler looking around. Finds a cabinet of toilet paper. He looks at the bowl -- Hmmm. He grabs a dustpan and pokes it around. Fishes out a geared wheel the size of a canning jar lid. Bingo.

INT. U-571 - DIESEL ROOM - SAME

Coonan tapes bricks of TNT to seawater pipes that cool the diesels. He screws in a detonator connected to a mechanical timer. Tank inspects the huge diesels with love. Tracing pipes. Fiddling with valves.

TANK

Like to take these with us.

COONAN

Pay attention, grease eater. When I tell you, push this button. Go out that hatch there and leave it open. In ten minutes this boat goes ka-blooey.

Coonan exits.

INT. U-571 - CONTROL ROOM - SAME

Hirsch and Wentz wrap the Enigma machine in a raincoat. Mazzola peers over their shoulders.

Tyler enters with the dustpan dripping sludge. Shows Hirsch, who REACTS.

WHAT HE SEES

Four ENIGMA WHEELS covered with slime.

SCENE

Coonan enters, grins.

COONAN

Well cock-a-doodle-do, Mr. Tyler.

Hirsch takes the dustpan. Holds his nose.

COONAN (CONT'D)

C'mon. Let's get outta here and consign this crate to the deep.

CUT TO:

EXT. U-571 - NIGHT

Everyone topside. The Enigma and papers waiting in bundles. Mazzola lashes German corpses to the deck, repulsed.

Larson climbs from a raft onto the deck of the U-boat.

ON THE S-33

(CONTINUED)

Dahlgren in the bridge. On the aft deck, Eddie tries lighting a cigarette for Griggs, at his feet in the stretcher. Several prisoners, Wassner included, he's number 22, wait to go below.

ON RAFT

Emmett rows toward the S-33, ferrying the last few prisoners, under guard by Trigger.

ON THE U-571

Rabbit, Hirsch and Wentz load the Enigma into the second raft. Larson taking flash pictures. Tank climbs out of the aft hatch.

TANK

Clock's ticking.

LARSON

Lieutenant Tyler! Show me that ladykilling smile!

Tyler strikes an intrepid pose.

COONAN

Please, gentlemen. In a timely fashion.

Larson takes a flash picture of Tyler -- CLICK!

THE S-33 EXPLODES!

The blast is tremendous. Bodies spin through the air, fall in the sea.

Captain Dahlgren, instantly incinerated, is ejected from the bridge like a human cannonball by a massive column of flame.

Shrapnel HISSES through the air. CLANGS against U-571.

A hatch from the S-33 flies into Larson, snatching him off the deck with a CRUNCH.

Coonan is hit with a chunk of twisted metal in the chest. His eyes register disbelief as he collapses, dead.

ANGLE ON TYLER

The explosion sends him sprawling in horror.

ON RAFT

as it is swamped by a wave from the explosion. Emmett and Trigger are thrown into the water. POWs, unable to swim in their shackles, SCREAM as they fall overboard!

UNDERWATER SHOT

The muted SOUNDS OF CHAOS. We see, silhouetted in flame, the thrashing limbs of sailors trying to stay afloat. Shackled prisoners drown.

(CONTINUED)

THE S-33

Sinks stern first, her nose elevates from the sea. Red's corpse, wrapped in the sheet, slides down the deck into the water. Crewmen jump from the burning wreck. Even Germans with shackled hands are taking their chances in the water.

ON THE SURFACE

Desperate sailors converge around the capsized raft, trying to clamber aboard it. The raft tips, pitching them back into the water.

The stretcher, with Griggs strapped to it, sinks slowly into the depths.

GRIGGS

No, please. God, no. No ...

Water fills his mouth as he vanishes under the waves.

EXT. U-571 - TOPSIDE - SAME

Tyler hugs the seesawing deck. Seeing, not believing, the carnage.

He SEES Larson's camera, broken and bloody, lies a few feet away on the deck.

Tyler's mouth moves but no words come out. Like a nightmare. Then he remembers to breathe.

TYLER

Attack! Everyone belowdecks!

RABBIT

In there?!

TYLER

Only boat we got! Everyone get below! Wentz, close the forward hatch!

Sailors scramble below: Wentz, Rabbit, the Chief.

MAZZOLA

We got men in the water!

Trigger is one of them. So is Eddie. And Wassner, the air trapped in his oilskins keeping him afloat. Mazzola unties the dead Germans so he can toss the rope to Trigger.

HIRSCH

Where's the Enigma?

The raft with the Enigma tips precariously, threatening to dump it.

TYLER

Mazzola, save that package!

(CONTINUED)

MAZZOLA
I gotta save Trigger!

TYLER
Save that package, Seaman Mazzola!

Mazzola doesn't budge, instead throws a line to Trigger and starts pulling him in. Tyler jumps in by the raft. Grabs the bundled Enigma under his arm and pulls himself back onto U-571 with another line.

Emmett and a wounded Sailor are in the water. Mazzola about to throw them a line.

TYLER'S POV

Emmett thrashing in the water, trying to stay afloat. He shouts at Tyler.

EMMETT
Go ahead! Dive! Go!

BACK TO TYLER

Their eyes meet. A moment of understanding. There's no time for second thoughts.

TYLER
Everyone below! Now!

Tank scrambles for the after hatch.

TANK
Mazzola! The scuttling charge!

Mazzola reluctantly drops the line and follows Tank below. The hatch shuts.

Tyler and Hirsch climb the Bridge. Hirsch heads below with the Enigma. Tyler pauses, looks again at Emmett.

EMMETT
Go! Get out of here!

Tyler nods, disappears down the hatch. In B.G., the bow of the S-33 begins to rise up like an ungainly sea monster.

CUT TO:

INT. U-571 - CONTROL ROOM - NIGHT

Tyler yanks the hatch shut behind him.

TYLER
Dive, Chief! We're taking her down!

CHIEF
Everything's in German!

TYLER
Wentz! The vents!

(CONTINUED)

Wentz is standing right there, pointing.

WENTZ

Those're vents! No, those!

The Chief attacks a bank of valves, turning furiously.

INT. U-571 - DIESEL ROOM - SAME

Tank dives at the TNT blocks -- Seconds on the timer -- He CLICKS a button. The sweepband stops. He carefully unscrews the detonator.

EXT. OCEAN - SAME

The U-Boat begins to submerge. Corpses are swept from the deck into burning patches of fuel.

ON THE S-33

The submarine is rapidly sinking, only the forward section remaining above the surface, its bow pointed up almost vertically.

The forward hatch opens, smoke billows out, a charred Sailor claws halfway out of the hatch, his eyes are missing. Water pours into the hatch, pulling him back in.

And the S-33 disappears under the waves.

INT. U-571 - CONTROL ROOM - SAME

Tyler is all business.

TYLER

Hirsch. Translate for the Chief. Wentz, get on the sonar and tell me what's in the water. That wasn't an aircraft that attacked us.

Tank enters as Wentz rushes forward to the Hydrophone Room.

TYLER (CONT'D)

Trigger and Mazzola, man the planes -- Tank, go aft and make the screws turn. The lights are on so there's gotta be some juice -- Rabbit, get in the torpedo room and figure out how to fire a fish.

CHIEF

(shoots Tyler a concerned look)
Sir -- You know what you're doing?

TYLER

No, but you got a better idea?

The Chief stares back -- he doesn't.

WENTZ (O.S.)

Mr. Tyler! It's a U-boat, submerged! Off the port beam and close!

(CONTINUED)

HIRSCH
It's the resupply boat. They're early.

CHIEF
We're at twelve meters!

TYLER
Hold her there! We need steerageway. Where's
the damn one-MC?

Hirsch looks around, hands him a microphone.

TYLER (CONT'D)
(into mic)
Tank! All back port, all ahead Starboard!

Speakers throughout echo his orders.

INT. U-571 - AFT TORPEDO ROOM - SAME

Tank is flummoxed by the E-motor control panels.

TANK
I can't read this!

He sees a speaking tube.

TANK (CONT'D)
(into tube)
I can't read this!

INT. U-571 - CONTROL ROOM - SAME

TYLER
Hard port rudder! Hirsch! Help Tank!
(into mic)
Rabbit! Do we have any fish!

Hirsch takes off. From a speaking tube:

RABBIT (O.S.)
We got four! Tubes are flooded! I can't read
this shit, sir. Can't get the muzzle doors or
shutters open.

TYLER
Wentz, lay the torpedo room!

WENTZ
Submarine close aboard, Port side! Torpedo in
the water! Torpedo in the water!

TYLER
Aye! Belay that, Wentz, stay where you are.

From the Engine Room voice tube:

TANK (O.S.)
Port back one third, Starboard ahead one third,
that's all the juice there is and it's draining
fast, sir!

(CONTINUED)

The lights flicker for emphasis.

TYLER
(into mic)
Very well! Hirsch, hotfoot it to the torpedo
room!

The compass swings as U-571 slowly turns to Port. Hirsch runs
through control on his way to:

INT. U-571 - TORPEDO ROOM - SAME

Hirsch enters. Rabbit pointing at banks of handwheels.

RABBIT
Shutters and muzzle doors! What's what? Holy
shit, this is crazy!

HIRSCH
These are it ... I think.

Rabbit turns handwheels, Hirsch joins in.

INT. U-571 - CONTROL ROOM - SAME

The compass swinging faster. Tyler sweating bullets.

TYLER
C'mon. C'mon. C'mon. Heel to Port.

EXT. UNDERWATER SHOT - SAME

U-571 turning her bow towards ...

THE TORPEDO

SCREAMS past, barely missing U-571's spinning screws.

THE OTHER U-BOAT

Fires two more torpedoes. They SCREAM towards U-571.

INT. U-571 - CONTROL ROOM - SAME

WENTZ
Torpedo missed. It's in our baffles. Two more
torpedoes in the water! Best bearing to the U-
boat: zero relative.

TYLER
Helm, steady on course! -- Rabbit! Horizontal
salvo! Tubes one and two! Zero gyro! Shoot!

A beat.

TYLER (CONT'D)
Shoot, Rabbit!

INT. U-571 - TORPEDO ROOM - SAME

HIRSCH

Push that!

Rabbit and Hirsch hit the firing valves.

VREEEEEE! ... VREEEEEE! The torpedoes light off, but stay in the tubes. An EARDRUM-POPPING SCREECHING noise.

They look at each other, panicked --

INT. CONTROL ROOM - SAME

Tyler spins around in alarm as the PIERCING VIBRATION reverberates through the boat. He grabs the intercom.

TYLER

What's going on!

INT. FORWARD TORPEDO ROOM - SAME

Rabbit is frantic:

RABBIT

Hot run! The fish're stuck! I missed an interlock or something!

TYLER

(over speaker)

Get them out of there! Before they explode!

Rabbit trying valves. Hirsch pulls a lever.

KA-THUNK! KA-THUNK! The torpedoes are ejected.

RABBIT

One and two away! Lining up tubes three and four!

TYLER(O.S.)

(over the speaker)

Shoot three and four!

KA-THUNK! VREEEEEE! KA-THUNK! VREEEEEE! They got it right. Rabbit and Hirsch trade relieved looks.

EXT. UNDERWATER SHOT - SAME

U-571's bow belches air as two torpedoes SCREAM out of it, joining the two already underway.

INT. U-571 - CONTROL ROOM - SAME

WENTZ

All fish running hot, straight and normal.

Tyler anxiously biting his lip. Counting to himself.

EXT. UNDERWATER - SAME

The two U-BOATS face each other.

TWO TORPEDOES

Charge at U-571. One misses completely, the other SCRAPES down her length -- Doesn't detonate -- Thank God.

U-571'S TORPEDOES

Racing at the other U-Boat. The first two miss by a dozen yards ...

The third torpedo misses too.

INT. U-571 - CONTROL ROOM - SAME

Expectant faces. Tyler counting.

WENTZ

I think they all missed, sir.

Hangdog expressions.

EXT. UNDERWATER SHOT - SAME

THE FOURTH TORPEDO

Slams into the enemy U-boat's Conning Tower.

BOOM!

Cracks the U-Boat's back. It flips upsidedown. Sinks into the depths with all hands.

INT. U-571 - CONTROL ROOM - SAME

CHEERS from the Sailors. Mazzola hugs Trigger.

WENTZ

U-boat breaking up! I can hear the bulkheads collapsing!

Tyler takes a deep breath, steadies himself against the periscope in disbelief. The Chief grins, shakes with Tyler.

CHIEF

Bravo Zulu, Mr. Tyler. Well done.

Tyler stares up at him, still dazed.

CHIEF (CONT'D)

Aye, sir. We gave 'em a good shellacking.

The Chief takes off his hat. Holds it over his heart.

CHIEF (CONT'D)

The thirty three, Mr. Tyler.

A sad beat. The men trading pained looks.

(CONTINUED)

TYLER

Chief, let's take her up and look for survivors.

The Chief spins handwheels. HISSING air.

CUT TO:

EXT. U-571 - BRIDGE - NIGHT

The sub rocks in the waves. The wind is picking up. Tyler stares out through stinging rain.

WHAT HE SEES

A scene of abject loss. A few patches of burning oil. Debris from the S-33.

INT. U-571 - DIESEL ROOM - SAME

Tank is tearing apart the Starboard diesel. He's tracing fuel lines. Attacks a valve with a wrench. The lightbulbs flicker and fade. The battery's dead.

TANK

Shit.

He CLICKS on a flashlight and keeps working.

CUT TO:

EXT. U-571 - TOPSIDE - NIGHT

Mazzola and the Chief pull in a line, Eddie clings to a preserver on the other end. They help him on deck. He's too weak to stand.

Then a plaintive cry from the water:

VOICE

Help! Please! Help me!

Mazzola tosses a life preserver in the water.

MAZZOLA

Grab this!

The Chief and Mazzola pulling. They REACT when they see the man they are saving is German.

CHIEF

He ain't one of our boys.

Rabbit pulls a pistol and aims it at the German.

TYLER

Rabbit, don't.

RABBIT

Sure, Mr. Tyler? I can shoot him, I don't mind.

(CONTINUED)

TYLER

It's not our style, sailor. We're not like that.

Chief pulls in the German, hauls him on the deck. It's Wassner.
[NOTE: The Americans do not realize that Wassner is the U-boat's captain.]

CHIEF

You speak pretty good English.

WASSNER

(plays dumb)

Yes, yes. Ein little bisschien. Yes, yes.

The Chief uncuffs him. Takes off his coat. He's wearing a couple of sweaters and a flannel shirt. Chief searches him, finds a lighter. Nothing that reveals his identity. Mazzola takes his watch.

CHIEF

What's your rank? What do you do? What's your job?

WASSNER

Ah, mein job. Elektriiker. Yes?

He pantomimes being shocked by wires.

WASSNER (CONT'D)

Zzzzzzz! Elektriiker. Yes?

CHIEF

You're an electrician? Good. You can squeeze us some more juice outta them batteries.

The Chief helps Eddie to his feet. They cross to the Conning Tower and help Eddie and Wassner climb up.

ON THE BRIDGE

Trigger scanning the waters. Bodies float face down amidst the debris. His flashlight beam falls on Emmett.

TRIGGER

Sir! It's Mr. Emmett!

Emmett slowly turns in the water -- he's dead.

Tyler's eyes widen at the sight of his dead friend. Trigger notes his pained reaction.

TRIGGER (CONT'D)

(quietly)

I'm sorry, sir... I know he was your friend.

Tyler doesn't answer, his gaze fixed on the corpse. Behind him, Chief helps Eddie down, then Wassner.

(CONTINUED)

CHIEF

Prisoner coming down.

(to Tyler)

You did the right thing, Mr. Tyler. We'd a stuck around picking up survivors, we'd all be dead.

TYLER

(nods blankly)

Thanks, Chief.

The Chief climbs below.

After a beat, Tyler collects himself and turns to Trigger.

TYLER (CONT'D)

Trigger, you're it up here. I know I can trust you. Watch for contacts.

TRIGGER

Aye-aye, Skipper.

A beat. Tyler looks back at him strangely.

TRIGGER (CONT'D)

Aren't you the skipper now, Mr. Tyler?

Another beat. Tyler nods: yes. And climbs below.

CUT TO:

INT. U-571 - CONTROL ROOM - NIGHT

Dimly lit by flashlights. The ragged survivors gather around Tyler and the chart table. Cut, bloody, drained, most wear wet German uniforms.

TYLER

Uh, well. Here we are. Seeing as I'm senior officer afloat and the only one of us qualified to stand OOD, I guess I'm in charge now. That okay, Mr. Hirsch?

HIRSCH

Fine with me, Mr. Tyler. This is a situation I didn't plan for.

TYLER

Me neither. Wentz, start a deck log, and make this entry, I am Lieutenant Andrew Tyler USN and I am assuming command of U-571.

He does a quick headcount.

TYLER (CONT'D)

Mr. Hirsch. Wentz. Tank. Trigger's on watch. Mazzola. Rabbit. Eddie. Chief. And me. There's nine of us. A bare bones watch section -- Rabbit, how many torpedoes we got?

(CONTINUED)

RABBIT

None. Shot the last four. I checked the stern tube too. It's empty and there's no reloads.

TYLER

Okay, Eddie, we got any food?

EDDIE

A little bit. Bunch'a nasty old sausages and canned cabbage. That's all I need. I can make something tasty, Mr. Tyler.

TYLER

Alright, some good news. I'm sure everyone could use a hot meal -- Tank, what's the story back there?

TANK

Battery's dead. They already jumpered out the bad cells. It's real dead. Electric motors are beautiful, but of course they're useless to us without a charge on the battery. Uh, Port diesel is a casualty. Broken crankshaft. I need a drydock to fix it. It's deader than the battery. Starboard diesel is the good news. I could start it right now. Whoever was working on it didn't know a piston head from their momma's tit.

TYLER

Tank, start it up. Let's drive back to Portsmouth.

Tank hesitates. There's something he hasn't told.

TANK

Uh, one problem, Mr. Tyler... The depth charging must've ruptured the diesel tanks. All we got left is six tons of fuel oil. It's not enough to get even half-way home.

The news hits everyone hard. Tyler looks worried.

TYLER

Guess we're not going to Portsmouth. Get that engine started and line up a battery charge.

TANK

Aye-aye, sir.

Tank exits.

CHIEF

Well, Skipper. Why don't we fire off a Mayday and wait for a rescue?

TYLER

We could. Have to send it plaintext, all our ciphers went down with the thirty three.

(CONTINUED)

WENTZ

(delivers more bad news)

Mr. Tyler? Transmitter took a bullet. It needs to be repaired.

Tyler sighs. Could this be any more difficult?

TYLER

Okay. You do that.

Tyler looks around at the men, trying to appear reassuring:

TYLER (CONT'D)

I know things seem a little hairy right now, but I swear, I'm gonna get you guys outta here. We'll be drinking beer, laughing about this.

HIRSCH

(interrupts)

Mr. Tyler?

He motions Tyler aside, huddles with him.

HIRSCH (CONT'D)

(whispers)

We must not transmit. Encrypted or not, the Germans will direction find our position to a grid where they are missing two U-boats. If they even suspect we have the Enigma, they will change their entire coding system. Years of work will be lost and the door will be shut in our faces. That would be devastating. Devastating. You must not let that happen. You must deliver the Enigma to Allied hands. You must not transmit.

Tyler chews it over.

TYLER

It's your neck too, guess you wouldn't be saying it if it wasn't true. Shit.

He crosses to the chart, shines a flashlight on it. His mind racing. Calculating fuel and currents.

TYLER (CONT'D)

Oh, God. What a nightmare. I don't believe this.

Tyler looks up. Everyone stares at him. That wasn't what they wanted to hear from the guy in charge.

RABBIT

The Old Man would know what to do.

Tyler shoots him an angry look.

TYLER

The Old Man's dead.

(CONTINUED)

Back to the map. Traces a route to Ireland with his finger.

TYLER (CONT'D)

Maybe we can make it to Ireland. Yessir. Bantry Bay. We can ride the current. If our fuel lasts, we're there in three days.

HIRSCH

That takes us straight through the U-boat happy hunting ground. What about Newfoundland?

TYLER

We'll never make Canada. We're going to Ireland. It's our only chance.

Tyler looks around, noting the unsure faces. He puffs out his chest and does his best to seem captain-like.

TYLER (CONT'D)

Gentlemen, I've made my decision. We're going to Ireland.

The DIESEL starts O.S. Its deep THRUM is comforting.

The lights click on brightly to reveal smiles of relief. Rabbit looks around the foreign Control Room -- Sleek, compact and businesslike -- A shiver runs up his spine.

RABBIT

This is too creepy.

Off their expressions...

CUT TO:

INT. ENGINE ROOM - U-571 - SAME

Tank stands at the diesel control, slowly raising the RPM's until the rows of mechanical PISTON ARMS become a fast-moving blur.

CUT TO:

EXT. OCEAN - DAWN - AERIAL SHOT

U-571 is a small dot in a very big ocean. She slowly cruises east, towards Europe.

CUT TO:

INT. U-571 - CONTROL ROOM - DAY

Mazzola is on the helm. Trigger on the planes.

MAZZOLA

Glad I saved ya'?

Trigger nods: yes. Mazzola shakes his head.

MAZZOLA (CONT'D)

Damn ... this whole thing is crazy. Riskin' our lives for a typewriter.

(CONTINUED)

Chief and Wentz tie English tags onto valves.

CHIEF

It's not a typewriter, stupid.

MAZZOLA

The hell it ain't. It's got buttons like a typewriter.

CHIEF

Well it ain't, so shut up.

MAZZOLA

Well whatever it is, I say it's crazy to get ourselves killed over it.

CUT TO:

INT. U-571 - RADIO ROOM - DAY

Open German codebooks. Hirsch sits before the Enigma. He replaces the precious wheels, scrubbed clean. And closes the cover. This is his wildest dream come true.

Wentz works on the Telefunken radio set.

HIRSCH

How's it look?

WENTZ

Receives just fine. The transmitter, well ...
I can fix it.

Hirsch frowns.

CUT TO:

INT. U-571 - CREW'S MESS - SAME

Eddie in the galley stirring a big pot. Wassner, chained to a table, is helping him open cans of food.

CHIEF

Got yourself a little help, Eddie?

EDDIE

Sure do Chief.

The Chief pours two cups of coffee. Wassner keeps his eyes averted, maintaining the pretense of a cooperative prisoner.

CUT TO:

INT. U-571 - CAPTAIN'S ROOM - DAY

More of a nook than a room. Tyler lays on Wassner's bunk. Carved on the wood paneling -- silhouettes of the ships U-571 has sunk.

Tyler sees a picture of a little boy on a donkey. And pictures of Wassner and his Wife, a beautiful blonde. At picnics. At the dinner table with her family.

(CONTINUED)

But this is a clean shaven, babyfaced Wassner that Tyler doesn't recognize.

Chief enters with two cups of coffee.

CHIEF

Try this coffee. No wonder the bastards are so mean.

TYLER

Thanks.

He nods for Chief to leave it on the desk.

TYLER (CONT'D)

I sank a U-boat, Chief. That's gotta be the luckiest shot of the war.

CHIEF

You're gonna be drinkin' whiskey with the President.

The Chief picks up Wassner's Naval Officer's sword.

CHIEF (CONT'D)

Got yourself a hell of a souvenir, here. Mr. Tyler.

He notes Tyler's exhausted demeanor.

CHIEF (CONT'D)

We gotta long way to go. You up for this, sir?

TYLER

Thanks for the vote of confidence.

CHIEF

(chuckles)

You wanted your own submarine. Now you got one.

TYLER

I didn't want this. Not for a second. I did not want any of this.

The Chief hands him the sword.

CHIEF

Well you got it, Skipper.

Tyler sighs heavily. The Chief looks at a wall of framed photos.

CHIEF (CONT'D)

This guy was some kind of U-Boat ace.

INSERT PHOTOS

Wassner and a group of U-Boat Commanders pose with wine bottles in front of the Arc de Triumphe in Paris.

Hitler presenting Wassner a Knight's cross.

(CONTINUED)

SCENE

Something about the eyes. The Chief covers Wassner's face with his thumb. The way a beard would.

CHIEF (CONT'D)

It's him!

The Chief drops his coffee and runs out of there.

INT. U-571 - CREW'S MESS - SAME

Eddie stirring a stew. Wassner breaks eggs into a bowl. Chief enters with a leveled machine gun.

CHIEF

Get your hands up! -- Eddie, check him out.
He's the captain of this thing.

Eddie crosses. Pats down Wassner. Finds half a Colt 45 in one seaboot. The grip and magazine in the other -- EMMETT is inscribed on the grip. Eddie assembles the weapon.

EDDIE

It's Mr. Emmett's pistol. Bad luck stealin'
from the dead.

Wassner eyes him silently.

ANGLE ON TYLER

Who has just entered Crew's Mess. Eddie hands him the pistol.

EDDIE (CONT'D)

Sumbitch killed Mr. Emmett and took his sidearm.
Must'a been waiting for the right moment to
butcher us like hogs.

Tyler stares daggers at Wassner. Wassner stares back, coolly.
Tyler hands Chief the gun.

TYLER

Take him aft and shackle him in diesel. Tank
can keep an eye on him.

As the Chief starts to lead him away, Wassner stops, turns to
Tyler:

WASSNER

Captain -- why don't you tell these men the
truth? You don't have a chance. The
Kreigsmarine will not let this stand. You must
know that. When they find out you have the
Enigma, they'll send every ship in the Navy to
destroy you.

Tyler stares at him.

TYLER

Then I suppose we'll go down together.

(CONTINUED)

Wassner ignores Tyler, looks around at the others.

WASSNER

He's taking you to your graves. All of you.
You're dead men. It's only a matter of time.

Tyler is too weary to be baited. He picks up a rag.

TYLER

Chief, secure his mouth. Give him this.

The Chief shoves the rag in Wassner's mouth.

CHIEF

Should'a shot him in the water.

Chief grabs Wassner and marches him out of there.

CUT TO:

EXT. U-571 - DAY

The bow of the sub SLICES through the swells, spray washing over the deck. Trigger and Rabbit are on the bridge, scanning the horizon with binoculars. Mazzola emerges from the hatch and relieves Trigger, who hands him the binoculars and heads below.

INT. CONTROL ROOM - SAME

Chief operates the steering controls. Tyler is hunched over the chart table, plotting a course. Trigger climbs down the ladder, wet and shivering.

TRIGGER

Watch relieved, sir.

Tyler glances up, becomes concerned when he sees Trigger quivering from the cold.

TYLER

Trigger, what are you wearing under those
oilskins?

TRIGGER

Uh -- a t-shirt, sir.

Tyler shakes his head like a disapproving parent. He grabs a rag and moves to Trigger, starts towelling off his hair.

TYLER

What's your mother gonna say if I let you catch
pneumonia?

TRIGGER

I dunno, sir...

(glances up at Tyler)

Right now my mom seems like a million miles
from here.

A melancholy beat. Their eyes meet.

(CONTINUED)

TYLER

Don't you worry, sailor. I'm going to get you home. Understand? You can bank on it.

Suddenly, Rabbit's head appears in the hatch above them, breathless --

RABBIT

Captain, we've got an aircraft to starboard!

Tyler reacts. He drops the towel and quickly scales the ladder.

EXT. BRIDGE - U-571 - DAY

Rabbit and Tyler climb onto the bridge. Mazzola is peering through binoculars at a dot silhouetted against the sun. Trigger appears through the hatch moments later.

TYLER

Allied or German?

MAZZOLA

Can't tell, sir. But he's seen us. He's headed our way.

Tyler looks, squinting.

TYLER

Dammit. Too late to dive.

He takes the binoculars from Mazzola, peers through them.

BINOCULAR POV

The plane acquires definition as it drops beneath the fiery ball of the sun. We see wings, pontoons... It's a small seaplane.

BACK TO SCENE

Rabbit and Trigger are climbing up onto the cigarette deck, getting in position on the anti-aircraft gun.

TYLER (CONT'D)

German. Looks like an AR 196 -- but what the hell's it doing way out here?

He hands the binocs back to Mazzola, turns to Rabbit and Trigger.

TYLER (CONT'D)

Gun crew, remember, he thinks we're on his side. When he flies past we're going to smile and wave. Just like any U-boat returning from patrol.

MAZZOLA

Sir, we're sitting ducks. If we shoot first we could blow him out of the sky.

(CONTINUED)

TYLER

I know that. But if we shoot first and miss,
we'll have the whole German Navy after us.

Mazzola nods, apprehensive. The plane is descending.

MAZZOLA

Here he comes.

ANGLE ON PLANE

as it comes out of a wide turn and descends rapidly toward the U-boat. The WHINE OF THE ENGINE grows louder.

BACK TO SCENE

Rabbit is in the trigger seat. He nervously grips the gun handles. KER-CHACK! Cocks it.

INT. COCKPIT - AR 196 - DAY

The GERMAN PILOT peers at the U-571 traveling on the surface.

HIS POV - THROUGH CANOPY

The vessel grows larger. It looks like an ordinary U-boat. There are figures on the bridge and anti-aircraft mount.

EXT. BRIDGE - U-571 - DAY

The men watch the sky, uneasiness gripping them as the PLANE'S WHINING ENGINE grows louder. Rabbit's jaw is clenched. Sweat trickles down his neck.

RABBIT

(muttering)

C'mon, you Kraut bastard.

Tyler glances over, sees his expression.

TYLER

Easy, Rabbit. As far as he knows, we're
friendlies.

(beat)

Everyone wave!

INT. COCKPIT - AR 196 - DAY

The pilot is descending toward the U-571 at a rapid clip.

HIS POV - THROUGH CANOPY

The men on the bridge are waving.

EXT. BRIDGE - U-571 - DAY

Tyler watches the plane streak toward them at 120 miles an hour. If the pilot is going to open fire, now's the time.

(CONTINUED)

ANGLE ON SKY

as the plane swoops down... and streaks past.

BACK TO SCENE

The men wave as the plane continues traveling away, climbing again. Only at close range is it clear they are cheering the plane's departure. Rabbit eases up a little.

Tyler turns to watch the departing plane. He frowns. Mazzola catches the look.

TYLER'S POV - THE PLANE

as it commences an arcing turn, circling back to overfly the U-boat from the stern.

BACK TO SCENE

The men react.

MAZZOLA

He's coming around.

RABBIT

Shit, shit, shit...

TYLER

Steady. All he wants is a closer look.

MAZZOLA

At what? He saw something. Why else would he be turning?

Rabbit grits his teeth as the PLANE'S ENGINE grows louder.

EXT. AR 196 - DAY

The plane begins its descent.

EXT. BRIDGE - U-571 - DAY

Rabbit stares up at the plane.

RABBIT

(muttering)

Sonofabitch ...

The crew's confidence in Tyler's strategy is rapidly dissolving.

MAZZOLA

Captain, I really think we should take him out now--

TYLER

Keep waving, Mr. Mazzola.

MAZZOLA

Sir, this is crazy. You're gonna get us killed.

(CONTINUED)

Tyler shoots Mazzola a look to silence him.

TYLER
Keep waving, sailor.

Mazzola grinds his jaw, barely able to contain himself.

EXT. AR 196 - DAY

The plane goes into a steep dive. The engine HOWLS.

EXT. BRIDGE - U-571 - DAY

Pressure mounting. Rabbit MUTTERING to himself, starting to crack. Trigger glances nervously between him and Tyler.

MAZZOLA
It's attacking... For crissake, Rabbit, do something.

TYLER
Mazzola, shut up. Rabbit, ignore him.

The Ar 196 closing fast. Tyler and Trigger waving.

MAZZOLA
I ain't wavin' at no German plane.

TYLER
I'm warning you, Mazzola. For the last time --
Mazzola ignores him, shouting at Rabbit:

MAZZOLA
It's gonna strafe us! Shoot him! Shoot him!

TYLER
(reacts furious)
Belay that, belay that!

MAZZOLA
We're gonna die! Do it, Rabbit!

TYLER
Seaman Parker, I am ordering you not to shoot!

Rabbit looks like a deer caught in the headlights, his eyes fixed on the oncoming plane.

TYLER (CONT'D)
Rabbit, acknowledge me!

Rabbit jerks the trigger -- CLICK! The gun doesn't fire.

MAZZOLA
What the -- ?

The seaplane BUZZES over their heads. Rabbit clears the weapon. Examines the anti-aircraft shell in his hand. The primer is dented.

(CONTINUED)

The aircraft banks up and flies away toward the horizon.

MAZZOLA (CONT'D)

It's a dud--

--POW! Tyler punches him in the face. Mazzola reels backward, his nose bleeding.

TYLER

You gonna start listening to me?! Huh? Or do you want some more?

Tyler wagging his fist. Mazzola nods, clutching his bloody nose.

Tyler turns to address the others, who watch with stunned expressions.

TYLER (CONT'D)

I am the captain of this boat, do you understand? Whether you like it or not. My orders are just that -- orders. And I expect you to carry them out. Without question.

(looks at each of them)

Do I make myself clear?

The men avert their eyes, nod. Tyler calms down a bit. He looks at Rabbit and Mazzola.

TYLER (CONT'D)

You're getting off easy. This is wartime. I could have you shot for insubordination. Now get below. Both of you.

Rabbit and Mazzola, hangdog, climb below.

CUT TO:

INT. U-571 - RADIO ROOM - DAY

Wentz is listening closely to the radio, jotting down letters of a radio message. Hirsch uses the Enigma to decode.

CUT TO:

EXT. U-571 - BRIDGE - DAY

Tyler and Trigger scanning the horizon. Hirsch climbs up.

HIRSCH

Mr. Tyler. A German station is hailing us in Naval short cipher.

TYLER

What station? The only thing we've seen around here is a German seaplane.

HIRSCH

(taps message form)

I don't know. But this isn't coming from an aircraft.

(CONTINUED)

Trigger reacts to something in his binoculars.

TRIGGER

Uh, Mr. Tyler. I see a mast on the horizon.

Tyler takes a look.

BINOCULAR POV

The mast of a warship can be seen over the horizon. A signal light on it BLINKS.

SCENE

Tyler hands Hirsch the binocs.

TYLER

I think that's your station. The plane must have been a scout. They're using a signal light.

Hirsch takes a look.

TYLER (CONT'D)

Let's clear the bridge.
(into speaking tube)
Prepare to dive!

HIRSCH

(grabs Tyler's arm)
Lieutenant, no.

TYLER

What? That's an enemy destroyer.

HIRSCH

Right. And it's precisely why we can't run. We must not raise any suspicions. We evade them, they will know something is very wrong. We do that and we might as well throw the Enigma over the side because it will be worthless.

TYLER

Then what do you recommend, Mr. Hirsch?

HIRSCH

That we play out our hand, Mr. Tyler.

Tyler stares at him, mulling the implications of their bizarre situation. He takes a breath, then with much reluctance:

TYLER

(into speaking tube)
Belay my last. Rig ship for normal surface running.

Hirsch watching the signal light on the approaching ship.

HIRSCH

Baker. Affirm. Dog. Sugar. Uncle. Yoke.
(MORE)

(CONTINUED)

HIRSCH (CONT'D)

Zebra. Prep. Baker. Affirm ... Okay. It's repeating.

Hirsch hands back the binocs.

TYLER

What's it say?

HIRSCH

Stop engines. Report status.

Tyler bites his lip. A beat.

HIRSCH (CONT'D)

Well, Mr. Tyler? Our reply?

TYLER

(into voice tube)

All stop.

(to Hirsch)

Tell 'em we got one engine and we're making for Brest. Tell 'em we were shelled by a British destroyer during the rendezvous and the resupply boat was sunk. And tell 'em our radio's broken.

(shouts down the hatch)

Pass up the signal light!

Chief hands it up, then joins them on the bridge. The soft CLICKING of the signal light as Hirsch signals the destroyer.

Tyler licks his lips.

TYLER (CONT'D)

Christ, I hope they buy it.

HIRSCH

Reply coming.

The destroyer is now visible with the naked eye. Hirsch copies it's response.

HIRSCH (CONT'D)

"Acknowledged. Steer new course. One four zero." They're going to escort us south.

TYLER

Shit.

Tyler thinks.

TYLER (CONT'D)

Tell them we can only make eight knots and to proceed without us.

CHIEF

Smart, sir.

CLICKS as Hirsch signals. The reply is quick.

(CONTINUED)

HIRSCH

"The Anschluss salutes your bravery... " That's its name. The Anschluss. "Will not leave you. Change course as directed."

TYLER

Dammit!

Tyler smacks the rail in frustration.

TYLER (CONT'D)

(through gritted teeth)

Some hand we're playing, Mr. Hirsch. Making like good Germans and doing what we're told. We'll never make Ireland. We'll run out of gas off of occupied France and be shot as spies.

(into a voice tube)

Helm! Right rudder, come to course one four zero.

The destroyer looming closer, now the GERMAN SAILORS manning the rails are visible.

TYLER (CONT'D)

Everybody wave.

Tyler waves. Chief, Hirsch and Trigger too. Tyler uses his binocs.

BINOCULAR POV

The destroyer fills it. She's a formidable, lethal war machine, armed with devastatingly accurate 5" naval guns. Sailors move about the decks, inside the bridge. Sailors clean and oil the depth charge racks.

SCENE

TYLER (CONT'D)

Man ... she's a killer. Bet she can do forty knots easy. Waste of time trying to get away from her.

Tyler lowers his binoculars, thinks to himself.

CUT TO:

INT. U-571 - CONTROL ROOM - SAME

Tyler fixes their position on the chart. He's surrounded by Chief, Tank, Mazzola, Rabbit, Eddie, Hirsch and Wentz.

TYLER

We can't keep going south. South is death. She's gotta let us go.

A beat. Eureka. Tyler looks up at the others.

(CONTINUED)

TYLER (CONT'D)

We're gonna simulate a fire, make it look like we've gone down with all hands lost. Tank, you're gonna ignite some oily rags in diesel. Hirsch signals the destroyer, tells them we have an emergency. We're gonna fill the torpedo tubes with mattresses and life preservers, anything that floats. Then we dive. Shoot the tubes and pump bilges to leave a nice debris field and oil slick. Miss Destroyer reports us lost and gets on her merry way. We creep out of here on the battery and make for the Emerald Isle.

Looks are traded, then grins.

CHIEF

That's a pretty goddamn good idea, Mr. Tyler.

CUT TO:

EXT. OCEAN - DAY

The U-571 and destroyer cruise in parallel formation.

INT. U-571 - TORPEDO ROOM - DAY

Rabbit and Trigger load clothing, mattresses, bottles, papers, into the tubes.

INT. U-571 - AFT TORPEDO ROOM - DAY

Tank pours a bucket of fuel oil on a pile of clothing under the after torpedo loading hatch. Wassner, his hands chained to the port diesel, watches curiously. He manages to pull the rag from his mouth.

WASSNER

What are you doing?

TANK

I'm gonna barbecue you.

Tank tosses him an emergency breathing cylinder.

TYLER'S VOICE

(over the speaker)

Okay, Tank. All stop. Light the fire and pop the hatch.

Tank stops the engine. Puts on his oxygen mask. Lights a match. Drops it in the pile. WOOSH! Black smoke fills the compartment. Wassner quickly struggles to put the mask over his face.

Tank opens the torpedo loading hatch between the big E-motors.

EXT. U-571 - BRIDGE - SAME

A column of smoke rises from the after hatch. Tyler and Mazzola watch the destroyer as Hirsch uses the signal light to send a distress signal. They wait for the response.

HIRSCH

They acknowledged.

Sailors on the destroyer begin breaking out firefighting gear.

TYLER

(into voice tube)

Dive! Dive!

INT. U-571 - CONTROL ROOM - SAME

The Chief spins handwheels. Trigger works the planes.

INT. U-571 - DIESEL ROOM - SAME

Tank closes the huge Diesel exhaust valves, near Wassner.

CHIEF'S VOICE

(over speaker)

Diesel, put out the fire and secure the hatch!

Tank sprays the smoldering clothing with a fire extinguisher.

Then closes the hatch.

TANK

(into voice tube)

Control, Diesel. Fire is out. Diesel rigged for dive!

He grabs the fire extinguisher, turns around to put it back.

WHAM!

Wassner, his wrists still chained, hits Tank in the face with the oxygen cylinder.

Tank looking at him blankly -- WHAM!

Tank drops, out cold. Wassner takes the pistol from Tank's belt, finds the key and uncuffs himself. He chains Tank's hands to a sturdy pipe.

EXT. U-571 - BRIDGE - SAME

The U-boat is beginning to dive. Tyler, Hirsch and Mazzola climb down the hatch and close it and U-571 slips beneath the waves.

INT. U-571 - DIESEL ROOM - SAME

Wassner watching a depth gauge. He grabs an exhaust valve and opens it. Water pours into the compartment.

He attacks the other valve -- Hard to turn under the pressure -- More water pours in. A lot of water.

INT. U-571 - CONTROL ROOM - SAME

TYLER

Christ, I hope this works.

Chief notices two lights on the diving panel turn from green to red.

CHIEF

Diesel exhaust valves indicate open!

Tyler angrily grabs the mic.

TYLER

Tank! Rig for dive!

(a beat)

Tank! Acknowledge me!

The depth gauge's needle is moving faster.

CHIEF

We're real heavy, Mr. Tyler. I think we're taking on water.

TYLER

Rabbit, see what the hell's going on back there --
Chief, pump trim to sea.

EXT. OCEAN - DAY

The U-boat disappears under the surface, leaving a trail of smoke behind.

ON THE ANSCHLUSS

Sailors lean over the railing, pointing in alarm toward the sinking U-571. [Note: The seaplane is now stowed on its deck catapult, it's wings folded.]

INT. U-571 - CREW'S MESS - SAME

Eddie notices water ROARING into the Diesel Compartment. Screams at Control:

EDDIE

Flooding in Diesel!

Water covers his feet. Rabbit enters.

RABBIT

C'mon, Eddie. Gimme a hand.

Rabbit runs into Diesel. Eddie follows.

INT. U-571 - DIESEL ROOM - SAME

Rabbit enters. Fights spraying water to grab an exhaust valve. Can't turn it.

NEW ANGLE

(CONTINUED)

Wassner, obscured by a wall of spraying water, levels the pistol at him.

BAM! BAM!

He drills Rabbit through the chest. Rabbit falls. Dead. Eddie ducks immediately, retreats back through the hatch.

INT. U-571 - CONTROL ROOM - SAME

Tyler, his men, react to the gunfire.

TYLER

Mazzola, get back there. Something's wrong with the prisoner.

Mazzola leaves his station on the planes and Tyler tosses him a machine gun.

INT. U-571 - CREW'S MESS - SAME

The boat is nosing upwards. Eddie grabs a machine gun, examines it. Remembers:

EDDIE

Tap.

(taps the magazine)

Rack.

He cocks the weapon. He takes a breath, steeling himself. Charges into Diesel.

EDDIE (CONT'D)

Bang! You son of a bitch!

BRRRRRRDDDDT!

Wassner fires back. BAM! BAM! BAM!

Bullets find Wassner and blow him off his feet.

Eddie is fine. The machine gun steaming.

Mazzola arrives. Wassner's blood turning the water pink.

EDDIE (CONT'D)

Easy, mister. I got 'em.

Tank stirs, water roiling around him, tugs at the handcuffs.

TANK

Get these off'a me!

Eddie finds a crowbar. He twists the chain, SNAPS it.

Tank leaps up and grabs the big handwheel of the port exhaust valve. Water pelting him violently. Eddie gives him a hand. Then Mazzola. It doesn't budge.

TANK (CONT'D)

Pressure's locked it open.

INT. CONTROL ROOM - SAME

The hull GROANS from pressure.

CHIEF
Ninety meters.

TYLER
(into mic)
What's going on back there?

TANK
(from speaking tube)
Control, diesel. Heavy flooding. We have to surface to secure it. And sir, Rabbit's been hit.

Tyler reacts, a pained look.

CHIEF
One hundred meters. Skipper, I ain't got depth control. Don't know how deep she can go. One hundred ten meters. Skipper?

Tyler has a tough decision to make. The hull CREAKS and POPS from the pressure.

TYLER
(angry)
Abort the dive. Blow the negative and main ballast.

Chief hits the air valves. HISSING air.

CHIEF
Aye! Blowing negative and ballast tanks. Surface, surface, surface!

TYLER
Wentz! What's up there?

WENTZ
The Anschluss. Holding still. Her prime mover's secured. I only hear auxiliaries, sir.

CHIEF
Coming up. Eighty meters.

TYLER
Very well.
(to Chief)
Think they'll buy it a second time? If we come up, close the valves and go back down?

CHIEF
(lying badly)
Aw, hell yeah, Mr. Tyler.

(CONTINUED)

TYLER

Hirsch, I want you standing by with the signal light. Tell them we're still flooding and making preps to abandon ship.

INT. U-571 - DIESEL ROOM - SAME

The inrush of water diminishes as the boat nears the surface. Tyler enters.

TANK

I'm real sorry, Mr. Tyler.

Tyler feels Rabbit's neck for a pulse that isn't there. He gets in Tank's face.

TYLER

Can't you handle one prisoner?

TANK

That Nazi skipper's a crafty one, Mr. Tyler. Took me right off my feet.

EDDIE

But I took care of him, Mr. Tyler. Wrote my name on his chest.

Eddie shows off the machine gun.

TYLER

Thanks, Eddie.

Wassner stirs.

EDDIE

You ain't dead? Why ain't you dead?

TYLER

Lay him out on a mess table. Dress his wounds.

The faces of his men reveal they'd rather not.

TYLER (CONT'D)

He's an officer. A submarine captain, and a valuable prisoner of war. Do it.

Tyler exits. Eddie reaches down to pick up Wassner. Wassner spits in his face. Eddie shakes his head.

EDDIE

Don't quit, do you?

Wassner passes out.

CUT TO:

EXT. OCEAN - DAY

The U-571 breaks the surface, water cascading off its decks.

EXT. U-571 - BRIDGE - DAY

Tyler and Hirsch climb up from the hatch. Hirsch signals the destroyer, now turning to meet the U-boat. German SAILORS on its decks CHEER and wave.

HIRSCH

They're sending over a boarding party.

Tyler laughs.

HIRSCH (CONT'D)

What's so funny?

TYLER

I don't know.

INT. U-571 - DIESEL ROOM - SAME

Mazzola uses a hand pump to discharge water out of the boat. Tank and Eddie strain to close an offending valve.

TANK

Dangit. Pressure warped 'em. Gotta tear 'em down to close them.

Tank grabs a toolbox. They shiver in the cold water.

EDDIE

Know what this is? It's hell with all the trimmings.

TANK

Least hell's hot.

Tank grabs two wrenches, hands one to Eddie. They begin disassembling the valves.

CUT TO:

INT. U-571 - RADIO ROOM - DAY

Wentz takes the opportunity to copy a coded radio broadcast. He fills a pad with jumbled letters and begins the process of decoding them with the Enigma. He becomes more and more concerned as the message unfolds.

CUT TO:

EXT. U-571 - BRIDGE - DAY

Tyler, Trigger and Hirsch intently watch the destroyer lower a motor launch, loaded with German Sailors, into the water.

TYLER

(into voice tube)

Tell diesel to hurry up. Destroyer's sending a launch!

(CONTINUED)

CHIEF SCREAMS UP THE HATCH:

CHIEF(O.S.)
Five minutes, Mr. Tyler!

TYLER
Aye!
(to Hirsch, flatly)
We're dead.

Hirsch looks at the big cannon on U-571's deck.

HIRSCH
Could we sink the destroyer with the deck gun?

TYLER
No. That's one tough tub they're riding around in. Even a perfect hit midships on the waterline won't put her under. If I had a torpedo. That'd be different. Blow her in half -- Trigger, stand by the flak gun. If I tell you, turn the launch into driftwood.

TRIGGER
Yessir.

Trigger has become quite the warrior. He watches the German Sailors unhook the boat, start its engine and head towards U-571.

WENTZ
Permission to enter the bridge!

TYLER
Granted. Get up here, Wentz.

Wentz climbs into the bridge, REACTS when he sees the launch crossing over. He hands Hirsch a decoded message.

WENTZ
Sir, I just decoded this.

Hirsch reading the message. It's grim.

HIRSCH
The Anschluss is in area to re-supply torpedoes to a wolf pack shadowing a convoy bound for England. A troop convoy. They're estimating fifteen, maybe twenty thousand American soldiers on those ships.
(looks at Tyler)
Her cargo is going to kill a lot of men.

Tyler looks at the destroyer, its boat motoring closer.

TYLER
We have to radio a warning so the convoy can be diverted -- Wentz. Transmitter repaired?

(CONTINUED)

WENTZ

Yessir.

HIRSCH

Mr. Tyler, you know that's out of the question.

TYLER

Bullshit. The instant we get away from this tin can, we're firing off a flash message to Sublant.

A staring contest between Hirsch and Tyler.

HIRSCH

You know I have operational control. The priority of this mission remains the capture of the Enigma -- and keeping that capture a secret.

The launch getting closer. German Sailors waving, SHOUTING.

TYLER

Guess what, Hirsch. There's not going to be a secret to keep. Nazis are gonna know exactly who we are in two seconds.

Hirsch looks at Tyler, at the approaching launch. Tyler's right.

Tyler waves at the boat, then glances toward the flak gun.

TYLER (CONT'D)

Wentz, go stand with Trigger. Load for him.
(into voice tube)

Chief. Tell Tank he has one minute. Get Mazzola up here with a machine gun. And stand by to dive.

INT. U-571 - DIESEL ROOM - SAME

CHIEF

(over the speaker)

Mazzola. Lay to the bridge with a piece. Tank you got one minute as in six zero seconds.

Tank and Eddie reassemble the two valves.

TANK

(into speaking tube)

Don't dive, Chief! Don't dive!

A beat of Eddie and Tank turning bolts with furious speed.

TANK (CONT'D)

You're pretty good with a wrench.

Eddie smiles.

EDDIE

Didn't train in sub school for nothin'.

EXT. U-571 - BRIDGE - SAME

The motorboat nudges the U-Boat. A heavysset GERMAN BOSUN is ready to throw a line to them.

GERMAN BOSUN

(in German)

Hey, gentleman! Aren't you going to give us a hand with the lines?

Mazzola climbs out of the bridge hatch, hands a machine gun to Tyler, unseen by the Germans.

TYLER

(low voice)

See that big Nazi destroyer, Seaman Mazzola?

MAZZOLA

Yessir.

TYLER

See the structure topside, just aft of the flying bridge?

MAZZOLA

Uh-huh.

TYLER

That's the radio room. Shoot it with the deck gun. Put a shell right through the porthole.

MAZZOLA

Mr. Tyler. Uh, I'm respecting you as a Navy officer and everything. But that's really gonna piss 'em off.

TYLER

I know. So clear the deck as fast as you can. Go, Mazzola. Do it.

Against his every instinct for self preservation:

MAZZOLA

Aye-aye, sir.

Mazzola climbs down the Conning Tower.

HIRSCH

Do you know what you're doing?

TYLER

What do you think's gonna happen if they radio Hitler that Lieutenant Andy Tyler, USN, is driving around in his U-boat. This way they can't call for help. We might be able to get away from one destroyer. Not the entire Kriegsmarine and Luftwaffe.

(CONTINUED)

ON THE GERMAN BOSUN

Watching Mazzola cross, not to him, but to the deck gun. Mazzola removes the muzzle plug, turns handwheels, peers into the sight and aims at the Anschluss.

Realizing something is very wrong, the German Bosun eyeballs Tyler in the Conning Tower. Then SHOUTS something in German to his crew.

TYLER (CONT'D)

Trigger, aim at the fat guy right there. Don't fire unless I say so.

Trigger and Wentz swing the Anti-Aircraft gun on the Bosun. Tyler whips out his machine gun. The stunned German Sailors show their hands.

TYLER (CONT'D)

Hirsch, tell them to go away.

HIRSCH

(German)

Go away!

The Bosun nods, grateful to be spared, his unarmed motor launch would be destroyed. He throws it in reverse, turns toward the Anschluss and begins crossing back.

MAZZOLA

Ready in all respects, Mr. Tyler!

TYLER

Shoot!

Mazzola stomps the firing pedal.

POW! The shell SHRIEKS toward the Anschluss. Punches through the radio room's armor plate ...

KA-BOOM!

... and blows it wide open. Equipment tumbles into the sea.

TYLER (CONT'D)

Dive, Chief! Dive!

Mazzola is already back on the Conning Tower. Tyler and everyone descending the ladder below.

ALARMS sound on the destroyer, Sailors run to their battlestations.

INT. U-571 - CONTROL ROOM - SAME

Tyler is last down. He SLAMS the hatch shut behind him, spins the handwheel.

TYLER

Why aren't we diving!

(CONTINUED)

CHIEF

Tank's repairs aren't finished, sir. Needs another minute.

TYLER

Dive! I'd rather drown than get shot. Hard dive all planes. Helm full right rudder.
(into mic)

Ready or not, we're taking her down. Tank, all ahead full.

Trigger and Mazzola take positions on the helm and planes. Chief diving the boat. Tyler peers through the periscope.

TYLER (CONT'D)

Good shooting, Mazzola. You were right. They're pissed off.

Tyler offers Hirsch a turn on the periscope.

HIRSCH

We're heading right towards them.

TYLER

That's right. Big guns can't get us if we're right under her keel.

EXT. OCEAN - SAME

ON THE ANSCHLUSS

Orders are BARKED in German. Sailors scramble to man machine guns.

BRRRRRRDDDDDDDDT! BRRRRRRDDDDDDDDDDT!

ON THE U-571

Turning toward the destroyer. Bullets slam into the submarine as it begins to slip beneath the waves.

The big gun turrets swing ominously onto the renegade U-boat. But they can't depress low enough to fire on it.

INT. U-571 - DIESEL ROOM - SAME

Tank and Eddie work frantically to tighten all those little nuts holding the exhaust valve together. The seawater leak is diminishing.

They can hear bullets DINGING against the hull.

The leak stops all together. Tank and Eddie trade relieved looks.

EDDIE

(into speaking tube)

Diesel is rigged for dive, Mr. Tyler.

(CONTINUED)

TYLER
(over the speaker)
Thanks, Eddie. I'm cookin' tonight.

EXT. OCEAN - SAME

The submarine submerging. Only the conning Tower is exposed, machine gun rounds PINGING against it.

EXT. ANSCHLUSS - DAY

Sailors lean over the rails with machine guns, firing blindly at the submarine.

EXT. OCEAN - SAME

U-571 disappears under the waves, right in front of the destroyer.

INT. U-571 - CONTROL ROOM - SAME

The periscope HISSING into its well.

TYLER
Dipping the scope.

CHIEF
Ten meters!

EXT. UNDERWATER - SAME

U-571 heading right towards the destroyer. The scope retracts just in time ...

The Conning Tower scrapes along the destroyer's belly, denting keel plates. Scraping steel GROWLS like a tiger.

The Conning Tower snags against the keel, just for a beat, then shudders forward, and U-571 is free to vanish into the murk.

ON THE DESTROYER'S TWIN SCREWS

They're stock still, a couple of tons of handfinished bronze. We hear the RUMBLE of boilers growing louder.

Clutches are engaged. The screws spin to life in opposite directions, churning water.

A lithe and agile hunter, the Anschluss turns around quickly. Once poised to chase the U-Boat, both screws work together to push her forward, churning water furiously. A beat as they overcome inertia. The destroyer lunges.

EXT. ANSCHLUSS - SAME

ON THE AFT DECK

German Sailors prepare the racks of depth charges. Screwing in fuses.

SPLASH-SPLASH!

(CONTINUED)

Two fat barrels are dropped over the stern.

INT. U-571 - CONTROL ROOM - SAME

CHIEF

Sixty meters.

WENTZ

Contact maneuvering, really chewing up water.
Splashes!

The Chief sighs.

CHIEF

Skipper, ever been depth charged?

TYLER

Nope. But I read about it in sub school.

CHIEF

That's good, sir. Ain't much fun. Imperial
German Navy dumped some on me back in World War
One. Rattled four teeth right out of my head.

Hirsch looks worried, his white knuckles gripping a pipe.

TYLER

Step away from the bulkhead, Mr. Hirsch. The
shockwave can snap a man's spine.

Hirsch does. BOOM! BOOM!

U-571 trembles. Tyler REACTS. His men too. Chief grins a gap
toothed smile.

CHIEF

Wasn't even close.

Trigger is saucer eyed. Mazzola too. Hirsch cringes.

TYLER

Hard port rudder, Mazzola.
(softly, into mic)
Tank. All back.

INT. U-571 - AFT TORPEDO ROOM - SAME

Tank and Eddie at the motor control panel.

TANK

Hit these buttons. Turn these to zero. This
... and this. And turn the juice back on.
See, they're going backwards.

The E-motors reverse.

EXT. ANSCHLUSS - DAY

She charges forward, dumping depth charges in a line.

SPLASH! SPLASH! SPLASH! SPLASH! SPLASH! SPLASH!

EXT. UNDERWATER SHOT - SAME

The hull of the destroyer passes overhead, silhouetted by the sun. Depth charges descend in a line.

ANGLE

U-571 slows, stops. Begins creeping backwards. Turning to as she does. Sidestepping out from under the depth charges like a boxer ...

CLICK!-BOOM! BOOM! BOOM! BOOM! BOOM! BOOM! BOOM!

INT. U-571 - CONTROL ROOM - SAME

Lightbulbs explode. A gear locker flies open and ejects its contents. Men are thrown against the bulkhead.

EXT. OCEAN - DAY

Circles of frothy white water bulge on the surface as the depth charges EXPLODE hundreds of feet below.

INT. PANTRY - U-571 - SAME

Dishes and foodstuffs fly from kitchen cabinets and CRASH in the passageway.

INT. RADIO ROOM - U-571 - SAME

A Victrola shakes loose from its brackets and SMASHES to the floor. Shelves collapse. A stack of 78-RPM records falls to the floor and shatters.

INT. CONTROL ROOM - U-571 - SAME

The salvo ends abruptly. It's pitch black.

Pieces of cork drift from the ceiling. A quiet beat as it sinks home they are in deep doo-doo. A flashlight CLICKS on, finds nervous faces. Lands on Tyler, plucking glass shards from his hair.

TYLER

(whispers)

Chief, get a good trim and hold us at depth.

(into mic)

Tank, all stop. Eddie, can you get up here with some lightbulbs?

INT. U-571 - CREW'S QUARTERS - DAY

Eddie searches through lockers and cabinets. Finds the bulbs and exits.

NEW ANGLE

(CONTINUED)

Wassner in one of the bunks. Heavily bandaged. Bloody, barely breathing.

CUT TO:

INT. HYDROPHONE ROOM - DAY

Wentz turning a handwheel on a console, listening to his headphones with the concentration of a safecracker.

WENTZ

(into mic)

Mr. Tyler. Destroyer approaching.

INT. U-571 - CONTROL ROOM - SAME

A quiet beat. Then the HUM of the destroyer's approaching diesels. The men wait, looking up.

CUT TO:

EXT. ANSCHLUSS - DAY

Through windows of the bridge, we can SEES Kriegsmarine OFFICERS discussing tactics over the chart.

ON THE DEPTH CHARGE RACKS

Fresh ones are being loaded with a small crane. Hard work.

Then the destroyer dumps a long line of depth charges. It does a U-turn, dumps several more.

INT. U-571 - CONTROL ROOM - SAME

Eddie finishes screwing in fresh bulbs.

WENTZ

Contact is zigging. Splashes. It's zigging again. More splashes.

TYLER

Hard rise all planes.

(into mic)

All ahead full.

Tyler looks at Hirsch with concern.

TYLER (CONT'D)

They got a wiley old salt running things up there. He's dropping a box pattern on us -- Chief, pump a ton to sea.

CHIEF

Aye. Trim to sea, one ton.

TYLER

Hold her at ten meters. We don't wanna broach.

(CONTINUED)

CHIEF

You bet'cha, Skipper. That ain't the Good Ship
Lollypop up there ... Comin' up. Forty meters.
Mazzola, zero your planes.

EXT. UNDERWATER SHOT - DAY

An "S"-shaped pattern of a depth charges floats downward.

INT. CONTROL ROOM - U-571 - SAME

The men wait in nervous anticipation.

BOOM! That one was pretty far away.

BOOM!-BOOM!-BOOM!-BOOM! They're getting closer ...

BOOM!

That was too close. Lightbulbs break. The dim glow of emergency
lights.

BOOM!-BOOM!-BOOM!-BOOM!-BOOM! The explosions are going away.

BOOM!-BOOM!-BOOM!-BOOM!-BOOM! Uh-oh. Explosions getting closer
again. Frightened faces.

BOOM!

Can't get closer than that. Shock waves reverberate horribly
throughout the boat, like a big steel drum. The loud HISS of
air from a broken pipe.

ARCS AND SPARKS

from a breaker panel illuminate control. Nothing moves in the
strobing light.

The men speak in whispers.

MAZZOLA

Are we dead?

TRIGGER

Feels like it.

CHIEF

Sheee-it. That was close. Went off right under
us.

TYLER

Chief? What's our depth?

CLICK. Chief turns on a flashlight -- He has a bloody nose.
Chief shines the light on the depth gauge.

CHIEF

Ten meters.

The emergency lights come on. Control is a mess.

(CONTINUED)

TYLER

Up scope. Taking a peek.

Tyler raises the periscope just a little, squats to look through the eyepiece. Duckwalks in a circle. Tyler lowers the periscope. Points.

TYLER (CONT'D)

She's five hundred yards off the stern.
Circling. Let's give the boys upstairs a
confirmed kill before they stop and employ sonar.

(to Hirsch)

Remember how to shoot the torpedo tubes?

Hirsch nods.

TYLER (CONT'D)

Good -- Eddie, help Mr. Hirsch get Rabbit's
body in a tube. Then shoot the tubes.

That didn't go over very well. Tyler's men looking at him.

TYLER (CONT'D)

He's dead. That can't be changed. But his
death can help us live. I'd like to see him
buried with honors in his hometown plot, but
that's not going to happen.

An uncomfortable beat.

EDDIE

I'll say a few words for him.

TYLER

Good idea.

(into mic)

Tank, line up the drain pump. Pump the diesel
bilge to sea.

Hirsch takes and Eddie take off forward. HISSING air.

TYLER (CONT'D)

Someone secure that air leak. Can't hear a
thing.

Chief pulls a pencil from his pocket, searches for the leaking
air valve by moving it slowly along the pipes.

When it's shattered by a jet of high pressure air, Chief knows
he's found the leak. He picks the right valves, isolates it.
Now it's eerily quiet.

Chief, Mazzola and Tyler trade wary glances.

CUT TO:

INT. U-571 - TORPEDO ROOM - DAY

Hirsch opens the muzzle door. Eddie has his hat over his heart.

(CONTINUED)

EDDIE

We commend his soul to God. And commit his
body to the deep.

A beat. Eddie nods to Hirsch, who punches the firing valves.

KA-THUNK ... High pressure air shoves the ram forward. HISSES
back into the boat.

EXT. UNDERWATER SHOT - SAME

Bubbles geyser from the U-571's bow.

ON DEBRIS IN THE WATER

Floating slowly to the surface in a serene ballet ...

A shirt. A glove. Naughty French magazines. Mail. A mattress.
Lots of life preservers.

Then Rabbit's body drifts to the surface, pulled by a life
preserver. Then a loaf of bread. A pillow. A jar of jam.

THE U-571

Moves away into the depths. The drain pump outlet spits a steady
stream of oil. Rising bubbles of liquid obsidian.

CUT TO:

EXT. ANSCHLUSS - DAY

The German Lookouts in the Crow's Nest spot the debris.

CUT TO:

INT. U-571 - CONTROL ROOM - DAY

Hirsch and Eddie have returned.

WENTZ

Destroyer's stopped making turns, Mr. Tyler.
It's drifting.

TYLER

Aye -- He sees the flotsam. He's doing a sonar
search. Making sure. Hold this depth, Chief.
(into mic)
All stop, Tank. Secure the drain pump. And be
real quiet.

EXT. UNDERWATER SHOT - SAME

The battered U-boat slowly drifting.

ABOVE IT

Is the Anschluss. Drifting slowly. Excruciating silence.

INT. U-571 - CONTROL ROOM - SAME

They're even breathing quietly. Sweat dripping down anxious faces.

Eyes glued to the ceiling, as if they could somehow see the predator above.

It's a lethal waiting game.

EXT. UNDERWATER SHOT - DAY

U-571, and the Anschluss above, slowly drifting apart.

OVER: A faint TAPPING, metal on metal. It's Morse code.

INT. U-571 - CONTROL ROOM - SAME

The faint CLICKING can be heard.

TYLER

What is that?

His men trade looks.

HIRSCH

It's Morse code.

TYLER

Are they signalling us?

Hirsch concentrating, translates:

HIRSCH

Destroy me. I am Wassner. Destroy me.

(in horror)

We're signalling them.

TYLER

Dammit!

Tyler, about to blow a gasket, grabs the 45 on his hip.

CHIEF

No, Mr. Tyler. That ain't your job.

Chief exits. Follow him to:

INT. CREW'S BERTHING - SAME

He SNICKS back a curtain to reveal:

WASSNER

TAPPING his handcuffs against a pipe.

CHIEF

I think we've had about enough out of you, mister.

He aims the pistol -- BAM!

(CONTINUED)

SNICK! Chief closes the curtain.

EXT. UNDERWATER SHOT - SAME

The Anschluss lurches forward. Turns in U-571's direction.
Depth charges dropping behind it.

EXT. ANSCHLUSS - SAME

ON THE AFT DECK

The destroyer empties both her depth charge racks.

INT. U-571 - CONTROL ROOM - SAME

Chief returns, he and Tyler trade a nod.

WENTZ

Contact underway. Making fast turns. Splashes.
A lot of splashes, sir.

TYLER

That damn destroyer can do this all day. We
can't -- Chief, take her deep. Ninety meters.

CHIEF

Aye. Hard down all planes!

As the boat goes deeper, water begins to spray from old wounds.
The Chief hands Tyler a rain hat.

CHIEF (CONT'D)

Kind of reminds me of the ol' thirty three boat.
This pig's about had it.

EXT. UNDERWATER - DAY

U-571 goes deeper, its bow angled down. A long line of depth
charges sinks nearby.

CLICK-BOOM! BOOM! BOOM! BOOM! BOOM! BOOM!

Explosions drawing closer ...

A DEPTH CHARGE

Sinking, slowly spinning, lands on U-571's conning tower with a
THUNK. Doesn't explode.

BOOM! BOOM! BOOM! BOOM! BOOM!

Explosions receding.

The depth charge on the conning tower rolls off ...

Sinks a little bit.

INT. U-571 - CONTROL ROOM - SAME

A beat of relief. Smiles.

(CONTINUED)

KABOOM!

A bone jarring blast. Everyone slammed to their feet. Rivets ricochet -- ZING!

The bow tilts abruptly downward like an insane carnival ride. A landslide of unsecured gear rushes helter-skelter through the boat, carried by a cascade of rust-colored bilge water.

INT. AFT TORPEDO ROOM - SAME

Chaos. Tank is knocked down. Geysers of water spurt across the room.

INT. HYDROPHONE ROOM - U-571 - SAME

The equipment is on fire. Wentz beats at the flames with his jacket. Lots of smoke. His sleeve -- his back -- is on fire. Then his hair. He SCREAMS and collapses. The fire spreads to the radio room.

INT. CONTROL ROOM - U-571 - SAME

A high-pressure jet of water shoots from a broken pipe. Tyler, Hirsch and Trigger struggle to shut the valve. Tyler shouts to Chief:

TYLER

Level off, level off!

Chief wrestles the diving wheels to control the boat.

Tyler sees smoke drifting in from the forward compartment.

TYLER (CONT'D)

Chief!

Chief grabs a fire extinguisher and runs out.

INT. HYDROPHONE ROOM - U-571 - DAY

Chief enters, dumps the extinguisher on the fire. Pats out the last few flames on Wentz.

INT. AFT TORPEDO ROOM - U-571 - SAME

Eddie runs in, helps Tank battle the leaks.

INT. CONTROL ROOM - U-571 - SAME

Emergency lights flicker. Stay on. The flooding has stopped, the submarine has leveled off. Tyler sinks to a sitting position, exhausted. Water trickles on his head. He pulls a loose tooth out of his jaw. Examines it.

MAZZOLA

Slumped over the plane's controls.

(CONTINUED)

Trigger taps Mazzola's shoulder, he's motionless, his forehead bashed in by a valve. Trigger looks at Tyler.

TRIGGER

Sir. He's dead.

Tyler stares back, dazed. Smoke continues to pour in through the forward door. The Chief enters, coughing. Shuts the door behind him.

CHIEF

Sonar's gone. Radio's gone. Wentz is dead ...
Mr. Tyler?

Tyler now stares at Chief -- a dreadful realization settling in.

TYLER

We're all dead, Chief.

The men exchange glances. They know Tyler is right.

HIRSCH

We never got to warn the convoy.

TYLER

They're dead too.

Chief, Trigger and Hirsch stare at Tyler with concern.

INT. AFT TORPEDO ROOM - U-571 - SAME

Water sprays in from several points. Tank and Eddie crank the valves, trying to slow the flooding. Eddie drops his wrench, it CLATTERS to the deck and falls between two deckplates which have been jarred loose from the depth charging.

Cursing, Eddie drops to his knees and reaches his arm in between the deck plates, groping for the tool in the space underneath. Unable to reach it, he presses his face to the crack and peers down. He REACTS to something he sees --

EDDIE'S POV

In the space underneath, there are metallic fins, a small bronze propeller.

EDDIE

Lord almighty ...

INT. CONTROL ROOM - U-571 - SAME

The hull begins to SHUDDER and GROAN from the sea pressure as the crippled U-boat edges deeper. Trigger says a quiet prayer.

CHIEF

One hundred fifty meters. Uh, Mr. Tyler, I pumped every drop I could to sea, planes are hard rise and we're still going down. One six zero meters.

(CONTINUED)

Tyler absentmindedly looking at his tooth.

TYLER

Blow the negative.

CHIEF

Aye. Blowing negative, sir.

He taps an air gauge. A distant HISS of air as the negative tank is emptied to the sea.

CHIEF (CONT'D)

Still sinking. Damn little air left. We got just enough to make one ascent to the surface. That's it.

TYLER

Wish my dad could see me now.

CHIEF

Sir?

TYLER

I stole our neighbor's car. That's why he sent me to the Naval Academy. Learn some military discipline. What do I do in the Navy? I steal a U-boat. Strange.

CHIEF

Uh, life has its little ironies, Mr. Tyler. But we gotta do somethin'. One eight zero hundred meters.

(worried beat)

Sir, depth rating on this boat is two hundred meters.

Tyler looks at the depth gauge, shakes his head in amazement.

TYLER

Wanna surrender, Chief? That's all we can do. Blow the tanks if you want. Then we get shelled by that monster up there. Or don't. And we sink to the bottom. It's your choice. You can play skipper for a while.

Chief REACTS. Trigger and Hirsch trade looks.

CHIEF

Sir?

But Tyler is lost in his own thoughts. The others exchange more worried glances.

Then, Eddie runs in --

EDDIE

Skipper! There's a torpedo. We gotta torpedo. A big cigar looking blowin' up type torpedo.

Tyler snapping out of it.

(CONTINUED)

TYLER

What?

CUT TO:

INT. U-571 - AFT TORPEDO ROOM - DAY

Amidst powerful sprays of water, Hirsch, Eddie and Tank manhandle the torpedo from its hiding place between the E-motors, into the awaiting stern torpedo tube in record time. They close the muzzle door.

Tank examines a bank of gauges. He taps a gauge that reads zero when it shouldn't.

TANK

Uh-oh.

CUT TO:

INT. U-571 - CONTROL ROOM - DAY

Trigger and Chief sit on the planes. Tank, Eddie and Hirsch enter.

TANK

Mr. Tyler. Torpedo's loaded but we can't shoot. There's no impulse air. Piping must'a been damaged in the depth charging.

TYLER

Find a cross connect.

TANK

I did, in the bilge. Can't get at it. I'm too big.

CHIEF

(glances at Tyler, nervous)
One nine zero meters.

Tyler looks around the room. His eyes settle on the smallest crew member ...

TYLER

Trigger, lay aft with Tank and give him a hand.

TANK

Sir, that bilge is a mess. It's pretty dangerous.

TYLER

He'll be fine -- Eddie, relieve Trigger.

Eddie nods, sits on the planes. Trigger and Tank exit.

EDDIE

(an ironic glance to Tyler)
S'pose I get to do it all today.

Tyler glances back -- the two men regard each other a moment.

(CONTINUED)

HIRSCH

Lieutenant Tyler, is this the wisest thing to do? To attack them? Could we wait it out?

TYLER

We are sinking, Mr. Hirsch. The pressure hull on this boat is a half-inch thick. We go any deeper and we'll crush like an eggshell. I have maybe enough air in the blower to make it to the surface. I have one torpedo. I am working with what I have, which isn't enough. We're in this situation because of you. And to tell you the truth, Mr. Hirsch, right now I wish we'd never met.

Hirsch REACTS, zips his lips.

CHIEF

Mr. Tyler ...

Tyler turns to the Chief, follows his gaze.

TYLER'S POV - THE DEPTH GAUGE

Is now slightly past 200 meters, in the RED ZONE. The numbers on the gauge go to 250.

BACK TO TYLER

Staring at the gauge. Muffled EXPLOSIONS as a string of depth charges light off in the distance.

TYLER

Least we're too deep for them to depth charge us.

CUT TO:

INT. U-571 - AFT TORPEDO ROOM - DAY

Trigger stands in the bilge. Nasty brown water up to his waist. Sloshing from the wave action.

TRIGGER

Smells really bad in here.

Tank hands him a face mask.

TANK

Wear this.

Trigger puts on the mask. Tank shows him a piping chart, something familiar to any submariner.

TANK (CONT'D)

There's an airflask about this big. In the after port bilge mounted on the outboard side. It's got an isolation valve. Shut that. Next valve stays open. Close the valve after that.

(CONTINUED)

TRIGGER

Shut, open, shut. Got it.

TANK

As soon as you finish, get out of there. You don't want to be near those valves when the torpedo fires.

Trigger nods and dives under the bilge.

CUT TO:

EXT. UNDERWATER SHOTXT - DAY

The sub CREAKS and GROANS like a haunted house, sinking deeper.

INT. U-571 - CONTROL ROOM - SAME

The deeper it goes, the more water begins to spray everywhere.

CHIEF

(gulps)

Two hundred twenty meters.

TYLER

(into mic)

Hurry up, gentlemen. I want my weapon.

INT. U-571 - AFT TORPEDO ROOM - SAME

UNDER THE DECKPLATES

Trigger fights and crawls and kicks to reach the air flask. He closes the first valve.

TRIGGER

(muffled)

One down!

He pulls himself deeper through the claustrophobic maze of pipes and cables. His mask is pulled off. Water covers his head. Trigger presses his face against the grating at the roof of the bilge, sucks in a breath, HACKS.

TANK

You okay?

TRIGGER

I'm fine!

The water level rises above the grate, cutting off Trigger's air supply. Trigger submerges again, stretches to feel the valve. Gritting his teeth. Can barely touch it. He can't do it. He backs out of the claustrophobic maze. Tank pulls him out. Trigger coughs up water. Shakes his head.

TANK

(into speaking tube)

No go, Mr. Tyler.

(CONTINUED)

Tank pats Trigger on the back, he looks like a drowned rat, just miserable. Tyler enters on the run, his feet splashing through the water now above the deckplates.

TYLER

What's the story, Trigger? You okay?

TRIGGER

Yessir, swallowed a little water is all. Only got one, sir. Can't reach the other valve.

TYLER

You have too. It's our only way out of this mess. A lot of lives are on the line. A lot.

Trigger looks at Tyler, the last thing in the world he wants to do is go back into that bilge.

TYLER (CONT'D)

I wouldn't send you back down there if it wasn't important. Try again. Please.

Trigger nods, swings his legs into bilge.

TRIGGER

Mr. Tyler?

TYLER

Yeah, Trigger.

TRIGGER

If it was anyone else telling me to go back in there, I'd tell them to take a flying leap into a lake.

An awkward beat. Their eyes meet. Tyler nods and Tank hands Trigger another mask and he disappears underneath the oily water.

TYLER

Report to me the instant that torpedo is ready to shoot.

Tyler exits. We follow him through the boat into:

INT. U-571 - CONTROL ROOM - SAME

Tyler enters. The mood is tense. Tyler looks at the depth gauge. The needle is pegged off the scale.

TYLER

How deep are we?

CHIEF

Guessing? Based on our rate of descent, two hundred eighty meters. Deeper than me or anyone I know's ever been --

EDDIE

-- And lived to tell about it.

(CONTINUED)

The Chief puts his hands on the ballast tank blow valves. Beads of sweat on his forehead.

CHIEF

Sir, I'm not sure how much longer she'll hold.
May I blow ballast?

TYLER

No. We have to wait for Trigger.

CHIEF

Sir, we wait much longer, there may not be any
boat left to surface.

TYLER

I realize that. We're going to wait.

Chief and the others exchange unhappy looks.

A new sound accompanies the descent. It's almost animal-like -- a SOUGHING sound -- as the tremendous weight of the ocean compresses the thin steel hull. Sweat is pouring from Chief. He pleads:

CHIEF

Sir, in all the time I've known you, I've always
done what you asked me, but I'm telling you
now, we have to blow ballast.

TYLER

(checks watch)

No. Not yet.

Suddenly, a series of loud POPS, like a series of rivets giving away. Then the grinding SHREIK of tearing steel. It sounds like the boat is tearing itself apart.

Water shoots in from the periscope seal with incredible force, knocking Tyler back a step. He SHOUTS to be heard over it's ROAR.

TYLER (CONT'D)

Shit, shit -- we're not ready!

CHIEF

Sir, please!

Tyler has only seconds to make his decision. Reluctantly:

TYLER

Alright -- Blow main ballast!

Chief happily turns the air valves. The HISSING of air. Tyler tightens the periscope seal, choking off the geyser of water.

Then ... nothing.

A long beat of SILENCE, tempered only by the TICK-TICK-TICKING of fractured metal.

(CONTINUED)

Tyler and Chief trade looks. Did the ballast pump fail? For the first time, Chief looks like a defeated man, he shakes his head as if to say, this is it. Eddie and Hirsch looking at Chief, his worry is contagious.

An eerie calm has come over Tyler. He looks at Hirsch, then Chief, then Eddie. He speaks haltingly:

TYLER (CONT'D)

Guys, if we get out of this ... well ... hell...
you know what I mean.

(pauses)

And if we don't get out, well, then ... I'm
sorry. I guess I wasn't cut out to be your
skipper. But for whatever it's worth, I thank
you for following me anyway.

A long beat. The men stare at him. No one speaks.

Then, something catches the Chief's attention. He REACTS -- The depth gauge needle is moving.

CHIEF

Skipper, we're coming up! One nine zero meters!

A moment of group elation.

TYLER

(into mic)

We're coming up, Tank! We need that fish!

CHIEF

One eight zero meters!

INT. U-571 - AFT TORPEDO ROOM - SAME

The flooding is up to Tank's knees.

IN THE BILGE

Submerged amidst cloudy bilgewater. Trigger's face is turning pale as he struggles to keep from drowning. His fingertip is pressed against the valve, his nail turns white from the force. But it won't turn. He gets another finger on it, strains harder. His lips part involuntarily and he sucks in a mouthful of water, causing him to choke and convulse, but he refuses to let go.

ON TANK

Unsure what to do, but wait.

CUT TO:

EXT. OCEAN - DAY

THE ANSCHLUSS

Patiently waits on the surface, watching, listening.

(CONTINUED)

ON THE AFT DECK

A GERMAN OFFICER supervises two SAILORS who screw fuses into the depth charges.

Then a wave of SHOUTING topside. Sonar must know U-571 is coming up. Sailors at their battlestations.

LOOKOUTS scanning the water. The destroyer moves forward.

CUT TO:

INT. U-571 - CONTROL ROOM - DAY

Expectant faces as the boat rises faster and faster.

CHIEF

Eighty meters.
(a beat)
Seventy meters.
(a beat)
Sixty meters.
(a beat)
Fifty meters.

Tyler hands Eddie and Hirsch oilskins.

TYLER

Stand by to abandon ship.
(into mic)

Tank, you have ten more seconds. That fish doesn't work, you and Trigger stand by to abandon ship.

CHIEF

Ten meters!

TYLER

Raising periscope.

EXT. OCEAN - DAY

A calm, quiet beat. Then the U-571 breaks the surface, nosing out of the water violently, drops down with a massive splash. It sits there wallowing, low in the water like a crippled whale.

NEW ANGLE

Several hundred yards away is the Anschluss. She turns right for the U-boat, trailing smoke as her boilers run at full blast.

INT. U-571 - CONTROL ROOM - SAME

Tyler looking through the periscope.

TYLER

Here she comes. Looks like they're going to ram us. Chief, come right.

(MORE)

(CONTINUED)

TYLER (CONT'D)

(into mic)

Tank, all ahead full! What's going on with my fish!

The Chief turns the steering wheel.

INT. U-571 - AFT TORPEDO ROOM - SAME

Tank looks desperate. The leaks have slowed but there's no sign of life from Trigger.

TANK

(into voice tube)

Tube's not ready, sir.

Tank looking at the air gauge. Suddenly the needle leaps. The tube is now ready.

TANK (CONT'D)

(into voice tube)

Mr. Tyler, after torpedo tube ready in all respects!

EXT. OCEAN - SAME

The Anschluss charges forward, a steel juggernaut closing the gap with U-571, which tries to get away at a measly three knots.

INT. U-571 - CONTROL ROOM - SAME

Tyler looking through the scope.

TYLER

Mark final bearing. Shoot!

(into mic)

Shoot! Shoot! Now! Right now or we die!

INT. U-571 - AFT TORPEDO ROOM - SAME

Tank is really torn. Trigger is somewhere down there in all that machinery.

TYLER

(over speaker)

Shoot, Tank!

Tank has no choice ...

EXT. OCEAN - SAME

From a high angle looking down, we can see the aquiline form of the U-571 being overtaken by the menacing Anschluss, smoke streaming from her boilers as she is about to ram the submarine.

INT. U-571 - AFT TORPEDO ROOM - SAME

Tank's fist slams down on the firing valve.

CLICK ... KA-WOOSH! THUNK-KERCHUNK!

(CONTINUED)

That's the beautiful sound of a torpedo being fired.

EXT. UNDERWATER SHOT - SAME

From U-571's stern tube, above the twin rudders and two spinning screws, the torpedo emerges with a glorious burst of compressed air, thanks to Trigger.

VREEEEEEEEEEEEE!

EXT. OCEAN - SAME

ON THE ANSCHLUSS

OFFICERS in Kriegsmarine blue wait to collide with ...

U-571

Her periscope watching the destroyer closing gap between them...

INT. U-571 - CONTROL ROOM - SAME

Tyler on the periscope. Sweating bullets.

TYLER

... please, please, please ...

EXT. OCEAN - SAME

PERISCOPE POV

The fierce bow of the Anschluss. Effortlessly splitting the ocean.

ON THE ANSCHLUSS

The German officers suddenly react in horror to ...

ON THE SURFACE

The frothy wake of the torpedo cutting a line toward them ...

EXT. UNDERWATER SHOT - SAME

The torpedo drives right under the destroyer. Its magnetic exploder detects centermass ...

CLICK! -- KABOOM!

EXT. OCEAN - SAME

Six hundred pounds of high explosive erupt under the keel of the German destroyer, snapping it half.

The shockwave hits U-571. Rocks it steeply.

INT. U-571 - CONTROL ROOM - SAME

Tyler, Eddie, Chief and Hirsch fight to hold on.

EXT. OCEAN - SAME

The back half of the Anschluss drives itself right under water. The seaplane on the catapult is smashed against the waves. The bow floats in the water, pointing straight up, then sinks.

INT. U-571 - CONTROL ROOM - SAME

Tyler stares through the scope, amazed.

TYLER

I sunk it. I sunk a German destroyer with one shot. We. We sunk it.

Chief is chewing on a thought.

CHIEF

Now, Mr. Tyler. You said you saw them boys fusing them depth charges?

TYLER

Omigod.

EXT. UNDERWATER SHOT - SAME

The stern half of the Anschluss falls to the bottom of the ocean with the serenity of an Autumn leaf.

Her racks are filled with depth charges. When they reach their preset depth ...

A STACCATO OF CLICKS ... BA-WOOMP!

Now that's a big explosion.

EXT. OCEAN - SAME

A massive detonation column rises from the water. The wreckage of the Anschluss is vaporized.

THE U-571

Motors away at three measly knots. It's picked up and carried on a mini tsunami a-hundred yards.

INT. U-571 - CONTROL ROOM - SAME

It's a wild ride. And it's over soon enough. Everyone trades looks. They're still alive. Grins creep up their faces. Tyler grabs the mic.

TYLER

(into mic)

Tank, you okay?

TANK

No, Mr. Tyler.

(CONTINUED)

ANGLE ON TANK

Standing there at the entrance to Control. He holds Trigger's limp body in his arms.

TANK (CONT'D)

He drowned, Mr. Tyler.

Tank staring at Tyler. Tyler staring at Trigger, looking like he could cry. They all do.

TYLER

(struggles to find words)

I'm sorry ... I killed him ... I'm sorry.

Tyler leans against the periscope. The Chief lays a hand on Tyler's shoulder.

CHIEF

You didn't kill him, sir.

TYLER

Sure as putting a gun to his head. I sent him back in that bilge.

EDDIE

You had to. We'd all be dead, Mr. Tyler.

A beat. The Chief fixes his gaze on Tyler.

CHIEF

Mr. Tyler. You were doing your job.

Tyler stares at the faces of the survivors: Hirsch, Tank, Chief, Eddie. In this one moment, he realizes the truth of the Chief's words.

A long beat.

TYLER

Chief, let's give him a decent at-sea burial.

CUT TO:

EXT. OCEAN - SUNSET

Trigger's body, wrapped in a sheet, slips under the waves.

ANGLE ON

U-571, heading east, away from the setting sun.

EXT. U-571 - BRIDGE - SUNSET

Tyler, Eddie, Hirsch, Tank and the Chief on the bridge, watching as Trigger's body disappears in their wake. Tyler clutches a bible, plucks a smoke from his pack. It's soaked. He squeezes water from his pack like a sponge. Chief hands him a dry one. Chief lights one for himself, for Tyler, for Hirsch. Who coughs.

(CONTINUED)

TYLER

There's too much damage to repair. I figure we got a good eight hours before we have to abandon ship. That'll get us pretty close to Ireland. We got a raft. We can paddle in the rest of the way on the current.

Hirsch coughs, flicks away the cigarette.

HIRSCH

I will never ever be going to sea again.
(a beat)
You sank the Anschluss.

TYLER

Trigger sank it.

HIRSCH

But it was sunk. Before they could tell anyone this submarine was hijacked by Americans. We have the Enigma and not a soul knows but us.

TYLER

Troop convoy's safe too. Don't forget that. You and your goddamn Enigma. You can have it.

HIRSCH

(smiles)
Fine. I'll keep it. We might just win this war, thanks to you.

Hirsch shakes Tyler's hand, for the first time. And descends below.

EDDIE

Mr. Tyler. I been thinking, when we get to Ireland I might try joinin' up with an outfit that would let me fight in this war.

TYLER

(nods)
Whatever I can do to help, Eddie. Tell you this, though -- the Navy would be losing one of the best damn sailors it ever had.

EDDIE

Thank you, sir. Maybe someday the Navy will let colored folks serve their country, 'stead of just servin' coffee.

TYLER

If I have anything to do with it, you can bet on it.

CHIEF

Mr. Tyler, U.S. Navy's gonna give you a nice new American made boat. If Mr. Dahlgren could see you know, he'd say you deserved it too. Dimes to dollars, sure as hell he would.

(CONTINUED)

Tyler reflects a moment, then nods, a wistful smile.

TYLER

I suppose he would, Chief. I suppose he would.

CHIEF

When you get that boat, can you find a bunk for me? I'd be happy to go to sea with you any day. Now that you're all broke in.

TYLER

It'd be an honor, Chief.

TANK

Me too, Mr. Tyler?

Tyler nods: yes. Then turns around. Doesn't want anyone to see the tear welling in his eye.

Tank and Chief climb below, leaving Tyler and Eddie to scan the sea with their binocs.

PULL BACK

Until U-571 is just a little bitty dot in a great big ocean.

CUT TO:

EXT. MOUNTAINSIDE - SUNRISE

Ireland. Soft rolling hills green grass for miles. Sheep dot the hillside. Hundreds and hundreds of them.

A dog BARKS (O.S.) in the distance.

An OLD MAN walks toward camera. He's an old shepherd, in a military greatcoat, a rifle slung over his shoulder, his pipe trailing smoke behind it. In a thick brogue:

OLD MAN

Shut up! Quit barkin' ye head off. Shut up!

He steps to a cliff overlooking a large cove. Waves crash against the beach below.

Where a COLLIE barks at the rising sun.

OLD MAN (CONT'D)

Tis the sun, foolish beast. Every day it rises!
Shut up!

The dog stops barking. Looks at the Old Man. Looks back to the sea and resumes barking.

The Old Man reacts --

WHAT HE SEES

A raft. Black inflatable rubber. With men inside.

INT. RAFT - SAME

Tyler, Tank, Hirsch, Chief and Eddie sleep, are sardined into the raft, asleep. Curled up together in total exhaustion, sunburned, dehydrated, parched lips. A tarp covering them. Hirsch hugs the Enigma, wrapped in oilskin.

OVER: The barking dog.

Eddie stirs.

EDDIE

Ya'll hear a dog barkin'?

He lifts the tarp and takes a peek. He smiles. A relaxed, happy smile.

WHAT HE SEES

The Emerald Island, an explosion of green in the morning sun. And a little beach with a Collie on it.

THE END