

YEAR 12

by

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FADE IN:

INT. LIVING ROOM - DAY

Two bodies spoon under the covers of a pull-out bed.

TIGHT ON

An alarm clock, droning on. It's silenced by a karate chop to the stop button. In bed is...

TYLER KIRKLAND (35). This is the face of a man that was once happy. Even blessed. That was a long time ago.

Tyler takes in the naked back of the WOMAN beside him. He runs his fingers over a long deep burn on her back. He looks up to find the woman staring back at him.

WOMAN

Hey.

TYLER

Hey.

They soak each other in. Two strangers seeing each other for the first time in the grey morning light.

WOMAN

Do you cook?

TYLER

I stick to the basics. Mainly cereal.

WOMAN

I never liked cereal.

TYLER

You never tried my Captain Crunch.

WOMAN

I bet you were a great cook.

TYLER

I never got a complaint.

WOMAN

I bet you didn't.

TYLER

Are we still talking about food?

WOMAN
(smiles)
No.

The woman takes in the room. A definite bachelor pad. Free weights scattered on the stained rug, along with their discarded clothes.

WOMAN (CONT'D)
A real bed would have been nice.

TYLER
I don't sleep in the bedroom anymore.

WOMAN
Why not?

Tyler smiles at her. It's more polite than saying "none of your business."

TYLER
Did we exchange names?

WOMAN
No.

Tyler eyes her scars. She takes in the scars on Tyler's chest. It's a moment of quiet understanding.

WOMAN (CONT'D)
I should go.

The woman gets out of bed. Grabs her shirt. Tyler watches her dress. God, she's beautiful. The woman moves towards the window. It's raining-- pouring down in dark drops, leaving ashy streaks on the window.

WOMAN (CONT'D)
You'd think the skies would finally clear.

TYLER
No. Not for another 40 years.

WOMAN
This is my favorite part of the day. Before it starts.

Tyler joins her at the window. It's then that we see the scene...

HIGH ATOP OF NEW YORK CITY

A view of Central Park. The trees are scorched. So are many of the crumbling skyscrapers. An island once filled with beautiful, towering buildings, now in ruin.

The woman looks to Tyler, now in her personal space. But somehow, it's okay.

WOMAN (CONT'D)

Kristen.

TYLER

(smiles)

Tyler.

INT. TYLER'S KITCHEN - LATER

Tyler makes himself a bowl of cereal. He's dressed in a grey shirt, jacket and pants.

INT. KEVIN'S ROOM - SAME

A boys room unchanged by time. Baseball posters. Trophies sit side by side on top of the dresser along with favorite superheroes.

There's a painted galaxy covering the entire ceiling. Tyler enters with his bowl of cereal. He stops in front of a DVD cabinet.

TYLER

What do you think? Should we go with Jimmy Neutron, or Spongebob?

(a beat)

Yeah, it feels like a Spongebob kinda day.

Tyler squats down on the floor in front of the TV. He slides in the DVD, and eats his cereal. This is Tyler's morning routine.

INT. TYLER'S APARTMENT - HALLWAY

Tyler moves to the front door, stopping in front of an intercom.

TYLER

Tyler Kirkland. Number 178342.
Leaving for work.

Tyler pulls out his work papers and presses them against a glass screen beside the door. Green light scans the paper. Tyler turns to the door, and waits.

The door lock clicks open.

EXT. 76TH & LEXINGTON - DAY

Tyler keeps step with the other COMMUTERS. Everyone wears the same clothes-- grey shirt and pants. We now know these clothes are in fact, a uniform.

By Tyler's side is DEXTER CARTER, (34). His best friend whether Tyler likes it or not. Dexter is a little too loud. A little too obnoxious. A little too everything.

DEXTER

I put in 70 hours last week. Guess how much I made? Throw out a number.

Before Tyler can answer:

DEXTER (CONT'D)

Four meal cards, seven drink cards, and a day pass. I'm going to dine like a fucking king.

Tyler smiles. Dexter is a constant source of entertainment.

DEXTER (CONT'D)

(wistful)

God, I miss the way it was. Know what I would do on a Friday night with a paycheck burning in my wallet?

TYLER

I can only imagine.

DEXTER

The town would be painted. The women, wooed. Have you ever tried wooing a woman with a meal card? That takes skill my friend.

Tyler and Dexter stop at the corner along with other COMMUTERS. Everyone looks up to the STREET LIGHT. It changes to RED. The streets are empty, but no one dares step foot off the curb.

A commuter accidentally nudges a WOMAN forward. She tries to steady herself, but her foot comes off the curb and touches the street. The STOP LIGHT becomes active, tilting down towards the woman.

The light reconfigures itself into an AUTOCANNON, and FIRES. The woman is hit with multiple shots. She's dead on her feet, falling face first onto the street.

The autocannon transforms back into a street light.

Tyler stares down at the fallen body helpless. He looks around to the commuters, spotting a man, staring straight ahead as if a dead body wasn't laying in front of him. But that doesn't stop a tear from making its way down his cheek. THIS is routine. Murder. Complacency.

The light changes to green. Dexter joins the commuters as they cross the street, but not Tyler. He's still staring down at the woman's body.

Tyler snaps out of his haze -- continuing on -- heading toward a street lined with school buses, Greyhound buses, city buses -- any form of above ground mass transit that's in working order.

INT. BUS - LATER

Tyler and Dexter sit together. Neither have probably said a word since the incident on the sidewalk. Tyler watches the people on the bus. Their sadness and fear are on display.

The moment is broken by an EXPLOSION that blasts out a second floor window across the street. Dust and bits of debris pelt the bus window. From their seat on the bus, Dexter and Tyler watch commuters scrambling for cover.

DEXTER

(on a rant)

They never learn. All they do is stir shit up, and who pays for it? We do. War's over. Everyone needs to grow the fuck up and deal with it.

Tyler stares at Dexter, ready to respond. He knows words are wasted on a man like Dexter. Instead, he turns back to the chaos on the street.

EXT. SOUTH STREET SEAPORT - LATER

Tyler and Dexter follow the crowd of WORKERS off the bus, moving towards a waiting FERRY. They have to make their way past...

THE INSPECTOR

Wearing a hooded trench -- face obscured.

A WORKER in line stops in front of the inspector. The inspector holds out a gloved hand expectantly. The worker is sweaty. Visibly nervous.

WORKER

You want my work order, you ask me
for it.

The inspector does not speak. It just continues to hold its hand out.

WORKER (CONT'D)

You can ask me in any language you
want. English. Spanish. Chinese.
Just... tell me what you want!

ON TYLER

Watching the worker unravel.

ON THE INSPECTOR

Silent. Hand still extended out for the work order. The worker is at the very edge of his sanity.

WORKER (CONT'D)

You want my work order.

The worker backs away, pulls out a gun, and FIRES into the inspector's stomach who doubles over. The inspector raises back up. Its hood sliding down. We now see the face of our enemy--

Fleshy, milky white inhuman skin. Dark eyes. Muscular frame. Its skin is discolored, and wet. The veins visibly pulsate. A deformed version of humans. As if the difference between us and them was a single genetic defect. The inspector lets out a SCREAM that is half human, half warning siren.

Another siren cries out in response from the sky. The ground begins to shake as the man's face, Tyler, and soon, the entire seaport is covered in shadow.

Everyone looks up to an...

ALIEN MOTHERSHIP

A dark, massive, hive shaped structure floating in the sky. Hell floats over the city. This is their universe, and it's parked right above our heads.

An armada of WARSHIPS race out from portals along the side of the mothership. These warships look much like the mothership. Hive shaped. Jet-black. Small enough to fly through a narrow street at low altitude.

BACK TO THE WORKER

He knows death is moments away. He's going out *his* way.

WORKER

(softly)

*My country tis of thee. Sweet land
of Liberty. Of thee I sing.*

The worker turns to the crowd, eyeing each and every person, making sure the lyrics penetrate.

WORKER (CONT'D)

(stronger)

*Land where my fathers died. Land
of the pilgrims' pride. From every
mountainside--*

The inspector RIPS into the worker, tearing into his flesh. No ray gun. No disintegration. This is savage and brutal.

ON TYLER

Watching on as the dead stranger is pushed into the river by other humanoids. The body drifts away, bumping into another floating carcass, then another. A gridlock of bodies in the river.

INT. FERRY - LATER

Tyler and Dexter sit towards the back of the ferry, buckled in. Their thoughts are still on the horrific scene at the pier.

DEXTER

Why do you think they stopped
talking to us?

TYLER

Because they don't have to anymore.

Tyler's attention turns to a COUPLE across the aisle. He watches the way they kiss -- the deep gaze into one another -- a couple in love. This gets Tyler thinking.

TYLER (CONT'D)

I met a woman.

DEXTER

(disinterested)

On yeah?

TYLER

I met her on the food line. I took her home.

Dexter's interested now. He looks at Tyler like a proud papa.

DEXTER

You took her home? She stayed through the curfew?

TYLER

Yeah.

DEXTER

How was it?

Tyler looks back at the couple in love. Thinks about it.

TYLER

It was like that.

Dexter looks at the couple, sits back in his chair, and remembers.

The horn goes off as the smoke stack spews black smoke. Something else is happening. Clear glass begins to cover the entire ferry.

EXT. FERRY - SAME

Water begins to swirl around the boat.

The bow of the ferry begins to rise, then dive into the water like a submarine, fully submerging itself in the water.

INT. FERRY - CONTINUOUS

Tyler watches the view from under the east river.

The bottom of the sea is littered with reminders of a brutal war. Crumbled U.S. aircraft carriers, submarines, and Black Hawk helicopters. Tyler fixes on a sight that turns his stomach each time he sees it.

THE STATUTE OF LIBERTY

Laying on her side in the muddy bottom. Her torch still raised up high. The ferry moves past Lady Liberty, towards a field full of a dozen...

SUBMERGED DRILL RIGS

Much like our modern day above ground drilling rigs. Except these are mobile -- each having the power to get up on its four pillars and move to a new drill site.

Submerged TRANSPORT SPACE CRAFTS dock to the side of the rig, load up, detach, then float up to the surface.

INT. DRILL RIG - LATER

Tyler sits behind the console, dirty and sweaty from the intense heat -- directing a stream of white hot light towards the earth -- churning up sandstone -- funneling it to a waiting TRANSPORT SPACE CRAFT.

Tyler spots something churning with the rocks. Silvery. Gray. Metallic. Tyler looks up to Dexter in his rig. Dexter's eyes light up. He sees what Tyler sees. He moves his rig over to Tyler's.

Tyler guides the robotic arm down to the chunk of rock. So does Dexter. Tyler beats him to it, snatching up the rock, then depositing it into an INCUBATOR below the rig.

Neither man likes to lose, even if it's in the service of those bastards up above.

TYLER

Ten pounds of uranium. Looks like
my day is done.

Yes, Tyler is rubbing it in. That's why Dexter is giving Tyler the finger. Dexter swings his rig around, and continues to search the field. Tyler talks into a console receiver.

TYLER (CONT'D)
Set the melting point to 2070
degrees Fahrenheit.

Tyler watches as the uranium changes from solid to liquid.

A TRANSPORT SPACE CRAFT piloted by an alien humanoid moves in. A funnel connects from the craft to Tyler's rig, siphoning the uranium from Tyler.

And that's how it is every damn day. Tyler drills, and they take. Tyler watches the craft float up to the surface. There's bitterness in his eyes.

TYLER (CONT'D)
You're welcome.

INT. DECONTAMINATION CENTER - LATER

Tyler and Dexter walk through the long hall. They stop at a checkpoint, taking off their shirts.

DEXTER
Guess who I heard is still alive?

TYLER
Who?

DEXTER
Leonardo DiCaprio. They got him
working the Hudson River Basin.

TYLER
No shit.

DEXTER
Heard he looks like ass. Walks
around with a limp, mumbling all
kinds of shit. Guy lived in
mansions. Had sex with the hottest
girls. Now he's just like the rest
of us.

Tyler walks through a plastic encased shower complex single file with the rest of the workers. We see the blurry silhouette of ALIEN INSPECTORS watching from the other side of the plastic as Tyler is scanned.

The monitor reads: CLEAR

Tyler moves on, gathering his clothes from a bin that passes through a separate washing system alongside the showers.

INT. TYLER'S APARTMENT - KEVIN'S BEDROOM - DAY

The usual morning ritual. Tyler moves to a DVD cabinet. He reads over the DVD's labeled "Little League Debut." "Hawaii." "Honeymoon." Tyler pulls a case labeled: "1st Day of School. 2nd Grade." He pops in the disc.

ON SCREEN: KEVIN, (7). Tyler's son -- sitting at the breakfast table. We watch the video with Tyler.

KEVIN

Why's dad acting so strange?

Tyler's wife, SAMANTHA, (25) sticks her head in the shot, planting a kiss on Kevin's forehead.

SAMANTHA

Because it's your first day of school, and your father's extremely corny and cheesy.

TYLER

I bet you're looking forward to seeing your friends.

KEVIN

Well, there's this girl on my soccer team. I think I'm going to marry her.

TYLER

(laughing it off)

Marriage? No. You don't want marriage.

KEVIN

Why not? You and mom got married.

TYLER

That's -- well -- yes, we did get married.

KEVIN

Did you want to be married?

Kevin stares back at his father, waiting for an answer.

TYLER

Okay. I'll answer that.

(looks to Samantha)

Sam, a little teamwork here with the critical life forming question.

Samantha's ready to be entertained by Tyler's answer.

SAMANTHA

Your son's asking you a question.

TYLER

Okay, with me and your mother--

(starts over)

--with me and your mother. I thought I should be single, and do a bunch of stupid things that single people do. And then something happened. Something beautiful, and unexpected. A miracle. And when I got this beautiful and unexpected -- very unexpected news -- after several shots of... "Hawaiian Punch," I got up the nerve, dropped down on one knee, and I asked her to spend the rest of her life doing a bunch of stupid things with me. So I guess the answer is yes, I did want marriage. I just didn't know it until--

Tyler looks to Samantha.

TYLER (CONT'D)

--One day, it just all made sense.

Samantha takes Tyler's hand. Moved beyond words. They couldn't love each other any more than they do right now.

CLICK.

Tyler turns the video off. He looks up to the painted galaxy covering the ceiling. He stands, holding his cereal. Tyler throws his bowl against the Universe, splattering the Milky Way with Shredded Wheat.

INT. TYLER'S APARTMENT - HALLWAY - LATER

Tyler walks out of his apartment. He turns to find MR. LUTZ, 65, coming out of his apartment down the hall. Mr. Lutz always has a smile on his face. A good man. Tyler looks down to see Mr. Lutz has luggage with him.

MR. LUTZ

I have to report. It's my birthday. I'm 65.

Tyler stands there -- numb -- searching for words.

TYLER

I'm no good at this. I don't know what to say.

MR. LUTZ

Then shake my hand, and let that be enough.

Tyler shakes Mr. Lutz's hand. This is probably not the first good-bye Tyler's had to make, but this one's hard.

MR. LUTZ (CONT'D)

They say you can't take it with you. But what do they know?

(with a wink)

They're not from around here.

TYLER

You don't have to go. You can run.

MR. LUTZ

You could be arrested for saying such things. I could turn you in. Maybe they would add a few more years to my life. But what's the use? They have no use for the old. The law says we must report when we turn 65, and the law's the law.

TYLER

(again)

You can run.

MR. LUTZ

Run where? Leave the city? Do you know what's out there? And with these legs? I don't want to be here anymore. Not in this world.

Mr. Lutz manages one more smile for Tyler's sake. He turns and walks down the hall, pulling his luggage on wheels without another word.

EXT. CON EDISON WATERSIDE POWERPLANT - DAY

A line of people stretch around the block. All the people on line are around Mr. Lutz's age.

Mr. Lutz takes the slow walk to the end of the line. He's approached by an ALIEN GUARD. Mr. Lutz hands in his papers. His bags are taken away and loaded up into a TRUCK filled with luggage.

Mr. Lutz looks up to the sky. He takes it in for the last time before walking into the plant.

PAN UP along the chest of the powerplant to the--

BLACK SMOKE

Spewing out from three smoke stacks. The rising smoke spreads out over the city.

INT. DECONTAMINATION CENTER

Tyler stands alone in the plastic encased shower complex. His eyes shut -- tired and exhausted as the hot chemicals blast away at his body. Tyler opens his eyes, coming out of his haze. He steps forward.

The monitor reads: CLEAR.

INT. TYLER'S LIVING ROOM - NIGHT

Tyler lays on the pull-out bed.

On TV, a video of Tyler's son, Kevin, starring in the school play as the Scarecrow in the Wizard of Oz. Tyler watches on until his eyes get heavy, and all goes BLACK.

INT. TYLER'S LIVING ROOM - DAY

An alarm clock drones on.

Tyler's face is buried in the pillow. He reaches up to slap the alarm shut. A hand reaches it first. Tyler lifts his head to find a stranger in his house.

ANDREAS MIKRA

In his 30's, greek. Half of his face is seared almost to the bone. You can still see the handsome man under the charred flesh.

ANDREAS

This is a really nice place.
Toilet's backed up. Wasn't me.

Tyler stares at Andreas, quickly trying to grasp what's going on in his living room.

TYLER

Who are you? Are you terrorists?

ANDREAS
You hear that?

VOICE (O.S.)
I did.

ANDREAS
Terrorists?

VOICE (O.S.)
Ain't that some backwards shit.

Andreas gets in Tyler's face. Tyler tries not to look at his scorched face, but it's impossible.

ANDREAS
Now...
(leaning in even closer)
...do I look like a terrorist to
you?

Tyler looks behind Andreas to:

MALIK EVANS

Black, mid 30's. If anyone can combine viciousness with a light hearted charm, it's this guy.

MALIK
(to Tyler)
You don't recognize me? That
assassination two years back. I
wiped out 14 of those dark-eyed
motherfuckas. That was all me.

ANDREAS
You see this guy? He's still
talking about two years ago.

TYLER
What do you want with me? There's
nothing here worth stealing.

Malik's digging in the cabinet.

MALIK
He's not lying. Ain't got but a
box of cereal in here. And no
powdered milk!

TYLER
(explodes)
What do you want with me!?

ANDREAS

I would be eternally grateful if
you never raise your voice to me
again.

TYLER

I'll raise my voice-- I'll raise my
voice because it's my house! So if
you're here to rob me, then rob me.
Take the cereal. Take all of it!

(moving forward)

But if you break into a man's
house, and wave a gun, you better
be ready to shoot somebody.

ANDREAS

(thinks about it)

You're absolutely right.

Andreas draws his GUN and SHOOTS Tyler in the chest. Tyler
looks down at his chest and sees the back end of TRANQUILIZER
sticking out. He slumps to the floor. Tyler's stunned,
dazed, and struggling for air.

ANDREAS (CONT'D)

We've got five hours before he's
useless. Let's not waste time.

Andreas and Malik work quickly -- well rehearsed -- ignoring
Tyler for the most part.

Malik pulls out a body bag and zips it open, laying it beside
Tyler. Andreas moves to the scanner by the front door.
Andreas talks into the intercom.

ANDREAS (CONT'D)

Tyler Kirkland. Number 178342.
I'm using my 24 hour leave pass.

Andreas pulls out papers from inside his jacket, presses it
against the scanner, and waits.

ANDREAS (CONT'D)

(to Malik)

Is he dead yet?

Malik looks Tyler over.

MALIK

Almost.

Andreas turns back to the scanner. It's taking too long.

ANDREAS
Come on, come on.

CLICK. The door unlocks. Andreas and Malik lift Tyler into the body bag.

TYLER'S P.O.V.

Andreas leans in close.

ANDREAS (CONT'D)
You go to a better place my friend.

Andreas zips the body bag shut.

EXT. STREET - LATER

Andreas and Malik haul the body bag stuffed with Tyler. Turning the corner is...

A PATROL TRUCK,

Heavily armored -- slowing down in front of Andreas and Malik. Autocannons slide out from the side of the truck. Andreas hands over the proper forms through an open window.

ANDREAS
I have papers. For body disposal.

Inside the truck, a low growl can be heard, then a SLAM against the truck door. Whatever's inside is big, and pissed off.

The autocannons are still trained on Malik and Andreas. If there's a thought to run, now would be the time. The autocannons slide back inside, and the patrol truck speeds off.

MALIK
Yeah. That wasn't stressful.

INT. SPANISH BODEGA - LATER

Andreas and Malik walk inside, hauling Tyler's body bag. They approach a SPANISH WOMAN, early 60's, standing behind the register.

ANDREAS
Senorita, I was wondering if you could offer a weary traveler a bit of direction.

The woman checks the video monitor. The last customer has left.

SPANISH WOMAN

Depends on where you want to go.

ANDREAS

Second avenue.

SPANISH WOMAN

Aisle three. By the pineapple chunks.

Andreas and Malik carry the body bag down aisle three and stop midway. Malik looks up to the video camera and nods. Andreas backs away as the floor slides back, revealing a stairwell leading down to a tunnel.

Malik grabs two bottles of water from the refrigerator and tosses one to Andreas.

MALIK

Stay hydrated. We got a three hour walk ahead of us.

They climb down the stairs, heading into the darkness of the tunnel below.

CUT TO:

TYLER'S BODY BAG,

SLAMMING down on a cold steel table. The bag is unzipped, exposing Tyler's corpse. PULL BACK to find ourselves in a...

RED BRICK ROOM

Algae clings to the walls from years of unreported leaks. Water seeps through cracks in the mortar. A seemingly perfect place to stash a corpse.

A DOCTOR stands over Tyler. He holds a SYRINGE filled with thick bile like fluid. He SLAMS the syringe into Tyler's chest, then squeezes down on the plunger. The doctor backs away from the table, and waits.

Nothing. Tyler is motionless. The doctor leans in to take his pulse when--

TYLER SPRINGS UP. Coughing. Gasping for breath.

FEMALE VOICE

*I know. It feels like you're
drowning. But it will pass. Take
in the air. Deep breaths.
Oxygenate your body.*

Tyler takes in the oxygen. Finally, he's able to regulate his breathing. The doctor is gone. In his place is...

KRISTEN,

The woman he slept with -- standing there.

KRISTEN

You have questions.

Tyler just stares at her. Where do you even begin?

KRISTEN (CONT'D)

The hardware in your apartment.
It's a stand alone. In order to
hack in and create a fake 24 hour
pass, I had to physically be there.

TYLER

You slept with me to get into my
apartment?

KRISTEN

I didn't have to sleep with you.

TYLER

So you had a little extra time to
kill. Guess it was my lucky day.

That stung Kristen more than she expected. Kristen turns, walking out the rusted over steel door. Tyler stays seated, not sure what to do. Kristen sticks her head back in the room.

KRISTEN

You might want to stay close.

Tyler gets up. His body's still sore from the ordeal. But he's on his feet, following Kristen out to...

THE TUNNEL,

In a state of collapse. RATS gather by pools of stagnate water. Tyler and Kristen stand in the middle of twisted train tracks that lead to nowhere.

TYLER

What is this place?

KRISTEN

You're standing in the most famous thing that's never been built in New York City. The 2nd Avenue subway system. The city started construction, but ran out of money leaving eight and a half miles of unfinished tunnel and track.

Kristen opens a steel door off to the side of the tunnel.

KRISTEN (CONT'D)

And then there are a few of our added touches.

Tyler follows Kristen through the door to...

INT. OPERATIONS CENTER - TUNNEL - LATER

A monitor covers a large portion of the wall. Men and woman scramble around from workstation to workstation. There's a busy, but positive energy here.

Kristen watches Tyler wander about, soaking it all in. Tyler stops at a workstation, staring into the monitors capturing video of an abandoned store.

KRISTEN

That's a Duane Reade on 57th and Broadway. We're piped into security cameras from the seaport, to as far as 145th street. Some parts of Queens, Brooklyn--

Tyler looks up at the two-way glass overlooking the command center from above.

TYLER

Who's behind the glass?

INT. CONFERENCE ROOM - OPERATIONS CENTER

Tyler and Kristen walk in to find MEN and WOMEN seated at the conference room table. Kristen takes a seat beside Malik and Andreas. You get the sense that anyone important in this tunnel is seated at this table.

TYLER
(points at Andreas)
That's the man who shot me.

ANDREAS
(pointing to Malik)
He stole your cereal.

MALIK
(shrugs; not giving a
shit)
What can I say? I go cuckoo for
Coco Puffs.

On the table is an old SLIDE PROJECTOR. We haven't seen one of these since the 6th grade. There's also a screen set up at the far end of the room. At the head of the table sits...

MAYOR GADDEN

In his 50's. There's something acutely parental about him. His voice is powerful and conveys a presence to be respected.

TYLER
Mayor Gadden?

MAYOR GADDEN
I can see the questions swirling around in your head. What I can tell you is that everyone in this room is a friend, despite our methods of bringing you down here.

TYLER
Why am I here?

MAYOR GADDEN
We have an opportunity that I would like to share with you.

Mayor Gadden fires up the old projector. CLICK. The slide shuffles. An image appears. It's a bird's eye view of the alien mothership.

MAYOR GADDEN (CONT'D)
These came from Quickbird and IKONOS commercial satellites before they went dark. It's their command and communication center. Their entire arsenal, all their warships are housed in this one location. This is the head of the snake. A successful strike against the mothership changes everything.

TYLER

I fought in the war. We hit them with everything we had, and we didn't make a dent.

VOICE (O.S.)

That's because you didn't know how to throw a punch.

Everyone turns to the oldest man in the room. ERWIN KANDEL, Austrian, 60's.

The slide changes again, and again. It's an extreme close-up of the mothership's surface. Tyler focuses on the dark, grainy oval shaped section of the ship. Erwin stares up at the photo of the crack as if this was the most beautiful thing in existence.

TYLER

What is that?

MAYOR GADDEN

That, is a crack.

TYLER

A crack.

ERWIN

Twelve years ago, we didn't know its weak spot. Now we do. The crack on that ship is alive. It breathes. It wants to grow, spread out. How it grows is called crack propagation. In this, I am an expert.

TYLER

Crack propagation.

Erwin picks up an empty glass from the table.

ERWIN

There are two forces at work. Energy that wants to protect the glass, and energy that longs to destroy it. When the stress intensity factor reaches the fracture toughness of the material...

Erwin slams the glass on the table just enough to cause a small sliver of a crack.

ERWIN (CONT'D)
This is their ship.

Erwin grabs a pitcher of water-- pours it into the glass.
The water holds.

ERWIN (CONT'D)
See there? It's just enough energy
to keep hold. But the crack, it
wants to spread. It needs more
energy and force to create new
crack surfaces. If not, it will
arrest, seemingly dead unless...

Erwin slams the glass down on the table. Glass and water
spill everywhere.

ERWIN (CONT'D)
We need more force.

MAYOR GADDEN
You drill in an area rich with
U235.

TYLER
U235. Jesus. You're after the
uranium? Is that what's happening
here? You're making a nuclear
weapon.

ERWIN
Make one? We already have one.
All we need is the uranium.

TYLER
Steal the uranium -- from them?

ERWIN
Technically, it's our uranium.

TYLER
It's a suicide mission.

ERWIN
They use the uranium to fortify
their ships. We can use that same
uranium to blow them out of the
sky.

TYLER
You're not listening to me--

ERWIN

--You work in the mines. You have access. You were also a soldier. There's no one more suited to carry out this mission.

TYLER

Do you have any idea how much uranium you're talking about? It took 141 pounds of uranium to arm Little Boy in Hiroshima.

ERWIN

Our science has gotten that number down to eleven ounces. A much more manageable amount, wouldn't you agree?

TYLER

I'm just supposed to breeze through the decom center with uranium in my pocket.

MAYOR GADDEN

No. That would be impossible. You're going to have to swallow it.

TYLER

Swallow uranium? You know what will happen if--

MAYOR GADDEN

You'll be dead by morning.

Tyler looks around at the faces in the room.

TYLER

You're crazy. All of you.

ERWIN

There's an extraction process you'll have to go through. The uranium is removed from your blood supply. Think of it like dialysis. The blood is cleansed. The pollutants are removed. Same thing here.

MAYOR GADDEN

You'll go to work just like any other day. You will take the uranium only at the end of your shift. The decom center will not detect the uranium in your blood.

(MORE)

MAYOR GADDEN (CONT'D)

Our people will meet you and immediately bring you back for extraction. From there, we'll take it the rest of the way.

TYLER

Where are you taking it?

MALIK

None of your business. You just bring us the shit.

MAYOR GADDEN

We have to be realistic. Do you think we're the first planet to be pillaged by them? Judging by their attack methods and organization, most likely not. And then comes the question that must be asked. The question that keeps us all awake at night. What will they do when they're done robbing us of our natural resources? Do you really think they'll let us live?

Mayor Gadden gets up and walks over to Tyler. He sits in the empty seat beside him.

MAYOR GADDEN (CONT'D)

I know how you fought for your country in the war. I know what happened to your wife and child. If you remember me, then you remember my family, yes?

Tyler nods.

MAYOR GADDEN (CONT'D)

They took my world, and then they took my world. I know how living can feel like a curse. The fire that must be burning inside of you. The anger. The deep, insufferable pain. I've felt it all. It's what keeps me alive. What's keeping you alive?

Mayor Gadden has Tyler thinking.

MAYOR GADDEN (CONT'D)

You do this, and we have a real chance at taking our world back.
(MORE)

MAYOR GADDEN (CONT'D)

You once took an oath -- to defend
the constitution of the United
States against all enemies, foreign
and domestic. I'm asking you to be
a solider once again.

TYLER

(a beat)

I do this -- I do this, and you'll
get the uranium out of me?

MAYOR GADDEN

You have my word.

Tyler nods his yes. Mayor Gadden gives a look to Kristen.
She walks over to Tyler.

KRISTEN

I'm sorry.

In one quick motion, Kristen jabs a syringe into Tyler's arm.
She leans down to a weakening Tyler and whispers:

KRISTEN (CONT'D)

(sincere)

Thank you.

Tyler's eyes roll up as he blacks out.

DARKNESS

Lights begin to dot the dark, forming into a fuzzy image of a
galaxy.

PULL BACK to see we're in...

INT. TYLER'S APARTMENT - SON'S BEDROOM - NIGHT

Tyler opens his eyes. He's face up on the carpet, staring up
at the painted universe on the ceiling. On TV, Tyler's son
resumes his role in the school production of The Wizard of
Oz.

INT. FERRY - DAY

Tyler sits in back of the submerged ferry. His mind's
racing.

INT. DRILLERS STATION - DAY

Tyler mans the controls as he drills into the rock. He spots something churning with the sandstone. He studies it closely. Yes, it's URANIUM. Tyler scans the lighted field filled with manned rigs. Everyone's working. No one's watching.

Tyler guides the robotic arm to the chunk of uranium. He picks it up, guiding it towards him. He presses a button, opening an INCUBATOR below the rig.

The rock scrapes against the chest of the rig. The SCREECHING sound of rock against metal reverberates.

Tyler does a quick check to the other drill workers in their rigs across the field. No one heard.

Tyler continues on. He guides the robotic arm, depositing the uranium into the incubator. Tyler talks into a console receiver.

TYLER

Set the melting point to 2070
degrees Fahrenheit.

Tyler watches as the uranium changes from solid to liquid. He looks up at a passing SPACE CRAFT. No one's noticing.

Tyler slides his hands into a pair of gloves attached to the incubator. He takes a vial, filling it with liquid uranium.

INT. DRILL STATION - HALLWAY - LATER

Tyler speed walks down the hall, keeping his head down.

He dips into the...

INT. BATHROOM

Tyler checks out the bathroom, making sure all the stalls are empty. He stands in front of the mirror. He's deep in it now.

Tyler pulls out the vial of uranium and holds it out over the sink of running water. His hand tilts the vial, in the process of pouring the uranium down the drain when he shuts off the water.

He finds himself in the mirror again. Tyler summons up every bit of courage he has, then downs the vial of uranium.

Tyler splashes water on his face. He raises back up to the mirror to find Dexter standing behind him. Tyler swings around, concealing the empty vial in his hand.

TYLER

Dexter--

DEXTER

Thought you might want to ride back together.

If Dexter saw something, you won't read it in his eyes.

TYLER

No. You go ahead.

DEXTER

Okay. See you tomorrow?

Tyler gives Dexter a tight nod.

Dexter exits. Tyler takes a moment and gets his shit together.

INT. DECONTAMINATION CENTER - LATER

Tyler stands in line, calmly tossing his clothes into a bin as he goes through the showers. Sensors flash, scanning his body while powerful water jets burn his skin with chemicals.

Tyler looks up to the...

MONITOR

Scanning Tyler's body. The monitor stops as if it picking up a bad reading. Tyler stands there -- helpless and unarmed. It feels like forever until the scan resumes its course up his body and posts the results:

CLEAR.

INT. FERRY - LATER

Tyler is a ball of nervous energy as the ferry docks at the pier. He notices the PASSENGERS are all whispering, looking out the window.

Tyler moves to a window seat and looks out to find an army of ALIEN HUMANOIDS gathered at the pier.

EXT. DOCK - PIER

Tyler stands in line. Everyone keeps their heads down. That's the routine. PAN ACROSS the row of frightened men. A shadow crosses their faces, stopping at Tyler.

Tyler looks up to find...

DEXTER

A Judas. Eyes filled with tears. Standing with an alien humanoid.

TYLER
What did you do?

DEXTER
The war's over. We have to stay on
the winning side.

The alien humanoid pulls Tyler off the line, taking him away.

DEXTER (CONT'D)
Where are you taking him? I asked
that he not be hurt!

Dexter reaches out and grabs the shoulder of the alien officer. Wrong move.

The alien turns around. Its dark eyes locked on Dexter. Then in one motion, a sickening THUD. The churning of flesh.

TYLER
Dexter!!!

Dexter's body is tossed off the pier and into the water. Tyler watches his friend float away as he's dragged off.

INT. BUS

A human DRIVER behind the wheel. Exhausted and dirty. His hands and feet are chained, keeping him behind the wheel. The BUS is packed with DETAINEES. Everyone has a similar look of fear and despair in their eyes.

Sitting at the back of the bus is Tyler. He watches a MAN administer last rites to two ELDERLY WOMEN. He signs the cross, then moves up the row. Tyler looks out the window to the...

EXT. UNITED NATIONS - DAY

Half of the dome is gone, like a bitten off apple. The rest of the structure is torched and coated with ash, but still standing. A caravan of buses pulls up. Tyler exits the bus with the rest of the DETAINEES.

Tyler looks up to the blown out windows of the UN Secretariat Building. He spots a side door to the complex. PRISONERS form a line, tossing bodies into an old SANITATION TRUCK.

INT. UNITED NATIONS - GENERAL ASSEMBLY HALL

Insanity.

Tyler moves through the assembly hall which once held the delegates of the 192 member states, now a massive holding pen that stinks of piss and death. Tyler takes in the images: Men and women crammed together. Crying. Praying.

TYLER

Christ.

Doors open. Humans cower and scream as alien guards push through the crowd, pulling humans out of the hall. One of them is heading straight towards Tyler.

They drag Tyler out -- up the stairs and into the...

INT. HALLWAY - UNITED NATIONS

Tyler walks down the long hallway, prodded along by the alien humanoid.

Up ahead, down this long hallway are the gut wrenching sounds of SCREAMING -- voices begging for their lives. Tyler know's he's walking the mile -- each foot closer to certain death.

A LOW RUMBLE stops everyone in their tracks. Before anyone has a chance to process what happened--

BOOM.

The hallway walls are blown out by an EXPLOSION. The force knocks Tyler to the floor. The hall is filled with smoke and flame. An alien humanoid runs down the hallway on FIRE.

Hell breaks loose as DETAINEES burst out into the hallway from the General Assembly Hall. Some are tackled by the alien humanoids. Others are escaping through the gaping hole in the wall.

Tyler gets to his feet and follows the crowd out. He's tackled from behind by an alien. It SMASHES Tyler's face into the ground. The beast flashes its teeth, ready to devour. Tyler whips his leg around, connecting to the alien's jaw, knocking it to the ground.

The alien tries to rise up. Tyler punts it in the face. Tyler makes a run for it when another explosion goes off, knocking him against the wall, then down to the floor.

Up ahead, alien humanoids are running across the top of the rotunda dome, chasing down escaped detainees. Several more aliens are coming down the stairs in Tyler's direction. Tyler gets to his feet. He runs out of the exit and into...

EXT. CONCOURSE - UNITED NATIONS - SAME

A mine field of human bodies on the ground.

Tyler looks up across the street to the roof of a building. There's a human on the roof -- armed with a ROCKET LAUNCHER. He FIRES at the building.

Tyler hits the ground. A PATROL TRUCK, similar to the heavily armored vehicle that stopped Malik and Andreas earlier races down the street. The truck pulls up beside Tyler. The side door opens. It's Malik.

MALIK

Get on your feet!

Tyler looks up at Malik, dazed and stunned. Malik has no time for this shit. He gets out and yanks Tyler into the truck.

INT. PATROL TRUCK

Malik gets behind the wheel. Floors it. Kristen's riding shotgun. Tyler's in the back of the patrol truck. His hands are shaking.

KRISTEN

My God. You drank it.

TYLER

Get this poison out of me.

KRISTEN

I'm going to give you a shot of sodium citrate.

(MORE)

KRISTEN (CONT'D)
It will help stabilize the uranium
in your bloodstream until we get
back underground. Okay?

Kristen reaches into her black MEDICAL BAG -- the kind with the white cross etched on the side. She pulls out a needle -- flicks it -- then jabs it into Tyler.

EXT. 72ND & CENTRAL PARK WEST - DAY

The patrol truck pulls over at the 72nd street entryway to the park. Tyler and Kristen climb out. The trees are dead, and draped with grey ash.

Across the street is THE DAKOTA. A chunk of the building has been blasted away.

Malik is busy covering the patrol truck in shrubs and camouflage tarp. Tyler's attention turns to a clearing thick with dead leaves.

Tyler walks the few feet to the clearing. He kneels down and brushes away the leaves, revealing a single word...

IMAGINE.

Malik pulls back a STEEL GRATE, exposing an entrance to the subway system below.

MALIK
Time to go.

Tyler looks around at the remains of Strawberry Fields, putting it all to memory, then turns to join Malik and Kristen. One by one, they climb down through the steel grate.

INT. SUBWAY TRACKS

Tyler, Kristen, and Malik walk the tunnel waist deep in water. Tyler trudges through the water, ahead of the pack, isolating himself. Kristen catches up to him.

KRISTEN
Hey.

Tyler doesn't respond.

KRISTEN (CONT'D)
Are you giving me the bubble?

TYLER

I'm "giving you the bubble?"

KRISTEN

You remember. Grade school -- you put the bubble on someone and it's like, I'm trying to talk, but no one can hear me, because I'm in the bubble.

TYLER

The bubble. I like that. Yeah.
I'm giving you the bubble.

Tyler picks up the pace. Kristen's keeping up.

KRISTEN

You know it's a bad idea shutting out the woman whose job is to keep you alive.

TYLER

No, sleeping with you was a bad idea! I wouldn't be here if I didn't sleep with you.

MALIK

You might want to ease up on the girl.

TYLER

Fuck the both of you.

Tyler speeds up, leaving Malik and Kristen behind.

INT. TUNNEL - LATER

Andreas stands watch, shotgun at the ready in front of a steel door. Something's moving in the darkness of the tunnel. Andreas points his shotgun and flashlight to find Tyler and the group approaching

ANDREAS

(to Malik)

What took you so long?

MALIK

You don't want to know.

They all enter...

INT. RED BRICK ROOM

Along with Tyler and the group are TWO DOCTORS and Mayor Gadden. Hanging overhead are FOUR METALLIC COILS strapped to an intimidating apparatus. In the center of the machinery is an oversized centrifuge.

MAYOR GADDEN

(to Tyler)

You remember how the extraction works. Blood goes in. The uranium is separated--

TYLER

(cutting him off)

--Just get this shit out of me.

Mayor Gadden gives a nod to the doctors. Tyler lays down, positioning himself under the four metallic coils dangling from the rack above Tyler.

The coils begin to slink down, ready to plunge into his chest when...

BOOM.

The walls shake. Everyone trades concerned looks.

ANDREAS

(to Malik)

Were you followed?

MALIK

No.

(unsure)

No.

Another explosion rocks the tunnel. Then comes the SCREAMING.

MAYOR GADDEN

Everyone get--

BOOM.

The explosion brings down the ceiling, covering everyone in falling debris. Even the camera is buried under the rubble.

In the darkness, the whistling sound of ALARMS can be heard.

A FLASHLIGHT comes on. It's held by Malik, covered in soot. He scans the ground with the light, searching for life, stumbling in the dark.

MALIK

Tyler!

The flashlight scans across the flipped over operating table, then to the twisted metal and coil, popping with sparks -- hardly recognizable as the extraction machine.

Malik flashes his light on the two doctors, now dead. He finds Andreas and Kristen wobbling to their feet. Malik takes a step forward, then trips. He angles his flashlight down on Mayor Gadden's lifeless body -- eyes open and empty -- buried under rock.

KRISTEN

Oh my God!

Kristen rushes to Gadden, trying desperately to revive him.

MALIK

He's gone.

KRISTEN

We have to help him.

MALIK

He's gone!

ANDREAS

Over here!

Malik turns his flashlight, finding Tyler on the ground.

KRISTEN

Tyler!

Kristen and Andreas get Tyler up on his feet. Tyler gets his bearings, taking in the devastation around him.

TYLER

No.

The group steps over the bodies, stumbling out to...

INT. TUNNEL

From the far end of the tunnel come SURVIVORS. A man, clothes filled with soot -- bleeding from his ears. A woman, blood soaked and dazed.

ANDREAS

(to Kristen)

You have your medical bag?

Kristen's too shaken up to answer.

ANDREAS (CONT'D)
Kristen! Your medical bag!

KRISTEN
(getting it together)
Yes. I have it.

MALIK
We have supplies waiting for us at
the ride.

TYLER
Wait. What's happening?

ANDREAS
What do you think is happening?
They're here. We have to move.
And you're coming with us.

Malik offers his shotgun to Tyler, but he doesn't take it.

MALIK
Take the fucking shotgun!

BOOM. Another explosion at the far end of the tunnel. Tyler
takes the shotgun from Malik.

ANDREAS
Let's move!

Malik and Andreas lead the way.

INT. TRAIN TRACKS - TUNNEL - LATER

Tyler walks with Malik, Kristen, and Andreas.

KRISTEN
I don't hear the screaming anymore.

Everyone is quiet. They know what the silence means.
Andreas flashes his light upwards, illuminating a STEEL GRATE
above them.

MALIK
We're here.

Tyler moves to the ladder. Andreas cuts him off as he moves
up the ladder, climbing up to...

INT. PENN STATION - WAITING AREA

Abandoned. It's raining indoors. That's because the roof is partially gone.

Surrounding the area are stairs leading to different tracks. Andreas focuses on the stairs at the far corner. Kristen, Malik and Tyler climb up through the grate.

ANDREAS
(points)
Track nine. That's us.

Andreas moves towards the gate when Kristen grabs him by the arm.

KRISTEN
Wait. I heard something.

Andreas looks up to the rain pouring in from the hole in the roof.

ANDREAS
It's just the rain.

MALIK
Right.

Malik lights up a FLARE, tossing it down the steps of track 9. Everyone waits and listens. Along with the drops of rain comes another sound. Breathing. The sick whining of an animal not from our world. There's sound and movement all around them.

Kristen angles her flashlight towards...

TRACK 9

Rising up the stairs is the wet, hairless, muscular frame of an ALIEN DOG -- pissed off. Kristen pulls out her shotgun, aiming a shaky hand at the alien dog.

ANDREAS
Shoot it!

The dog starts running towards the group, slipping and sliding across the wet floor in an all out charge.

ANDREAS (CONT'D)
Kristen!!!

Malik aims his gun and SHOOTs, sending the alien dog flying back down the stairs. The echo reverberates throughout the station.

A low growl can be heard from all corners of the terminal as more grotesque hounds climb up the stairs From TRACK 7... TRACK 8... TRACK 11... 12... 13. Moving in from all sides--flanking the group.

Tyler pulls out a shotgun.

TYLER

Let's go!

The group makes a break towards track 9. Tyler aims at a rushing dog from track 4, BOOM. Tyler spins around, not wasting a single bullet.

BOOM.... BOOM... BOOM.

Blowing away dogs at track 11, then 12. We see just how good a soldier Tyler is.

Malik joins in, taking out the dogs in tracks 7 and 8. An alien dog is sneaking up on Kristen from behind when Andreas fires.

BOOM. The now dead dog slides across the floor, stopping at Kristen's feet minus a jaw.

Tyler and the group descend down the steps of...

TRACK NINE

Malik, Kristen, Andreas and Tyler proceed with caution. Guns ready. Tyler stops, staring ahead in disbelief.

MALIK

Nice ride, ain't it?

Sitting on the tracks, just waiting for them is...

A DIESEL LOCOMOTIVE

No electricity needed for this train.

MALIK (CONT'D)

And me without my choo choo hat.

INT. CONDUCTOR'S CAR

Tyler, Malik, Andreas and Kristen are all aboard. Andreas has a MAP out.

TYLER

Where are we going?

ANDREAS

I'll tell you after you put down the shotgun.

TYLER

How about you tell me where I'm going, and then I'll decide what to do with the shotgun.

Malik and Andreas trade looks. It's better that Tyler knows.

MALIK

Before the war, there were nine bases armed with nuclear weapons. After the war, we have confirmation that all but one base was taken out. The Westmoreland Air Force Base in Pennsylvania. That's where we're going.

TYLER

Pennsylvania.

MALIK

Once we get to the base, STRATCOM's Task Force will extract the uranium from your body, process it into enriched uranium, then load it into a W-78 thermonuclear warhead. We'll blow those bastards out of the sky with the force equivalent to 500,000 tons of TNT.

TYLER

Do you have any idea what's between us and Pennsylvania? Do you know what's out there?

Andreas gets in Tyler's face. He wants Tyler staring at the burned flesh on his cheek.

ANDREAS

I know exactly what's out there.

MALIK

Guys--

ANDREAS

Let me make it clear -- you're dying. Not in 50 years, or six months. You're down to hours. A day -- maybe two. The injections Kristen gave you are only prolonging what will be a painful death. Once the medicine runs out, you will begin to feel ill. Feverish. You'll lose kidney function. Your organs will begin to shut down. You'll lose consciousness, and then you'll be dead. So if you want to live through this, you better lose that fucking attitude of yours and pray that we make the 350 miles to the base.

Tyler glares at Andreas. Blinks. Something in his expression shifts.

TYLER

Is that right?

Tyler lifts his gun, pointing it in Andreas' direction.

TYLER (CONT'D)

(calmly)

Get down on the floor. Slowly. Do it.

Andreas drops down to the floor, revealing an alien behind him in the window. Tyler FIRES, blowing out the window, missing the alien as it scampers up to the roof of the train.

TYLER (CONT'D)

Floor this thing now!!!

There's POUNDING on the roof. The force crushes the train ceiling inward. More beasts appear at the window.

TYLER (CONT'D)

(to Kristen)

Cover your ears.

Kristen covers her ears -- a stationary target as the fire fight goes on around her. Tyler SHOOTS, taking out an alien. Andreas takes out the other one. How they don't end up shooting Kristen in the crossfire is a small miracle.

MALIK

(looking up ahead)

Oh damn.

There's at least a DOZEN ALIENS standing in the middle of the tracks.

TYLER
Keep going!!!

THE TRAIN

Moving faster...

...faster -- SMASHING into the pack of aliens. The one alien not crushed flies through the windshield and into the cramped conductor's booth with the group.

Malik wrestles with the alien, trying to level the gun at its head for a kill shot. The hell with it. Malik grabs the alien and snaps its neck.

An alien on the roof reaches in through the window, grabbing Andreas.

KRISTEN
Andreas!

Tyler reaches for Andreas' leg. Too late. The beast pulls Andreas out the window and up to the roof of the train.

Tyler grabs his SHOTGUN and climbs out of the window. Malik yanks him back in.

MALIK
What are you doing!?

TYLER
Saving your friend.

MALIK
He's expendable! You're not.

An ugly thing to say, but true.

TYLER
You want your friend to die, then
stop me.

Malik stands there in a moment of human frailty and weakness. He shouldn't let this happen, but he does.

KRISTEN
Malik?

Tyler climbs out the window.

KRISTEN (CONT'D)

Tyler, no!

EXT. TRAIN

Andreas is being dragged across the roof by the alien. Tyler SHOOTs the alien, but it's not a kill shot. Strike one.

The alien charges at Tyler, still dragging Andreas along like an animal hanging onto its food. Tyler fires, but loses his balance and misses. Strike two.

Time for one last shot. Tyler FIRES, but jerks the shot, missing badly. The alien throws a shoulder block into Tyler, knocking him down. The alien flashes its teeth, ready to dig in.

Andreas knocks the alien off Tyler. The train takes a sharp turn sending Andreas and the alien off the side of the train.

Tyler grabs Andreas with one hand while letting go of his shotgun -- grabbing a steel bar running across the train roof.

It gets worse. They missed the last alien hiding on the side of the train. The alien moves in. Tyler's losing his grip on Andreas. The alien humanoid is about to pounce when...

BOOM... BOOM. The alien is blown across the roof, falling over the side of the train.

Tyler looks up to find...

KRISTEN,

Standing over Tyler. Angry. Scared. The shotgun shaking in her hand.

EXT. TRAIN - LATER

The train races towards the light at the end of the tunnel, and into...

EXT. NEW JERSEY - DAY

Burned down houses. The surrounding trees are scorched. Smoke hovers in the sky from fires in the distance. And on the ground, the rigid remains of HUMANS in various states of decay -- their narrow frames too small for their clothes. Hair grey with ash.

Other bodies are burrowed in the rubble. A hand extends up to the heavens.

INT. TRAIN

Tyler and the group stare out the window. The landscape is an above-ground cemetery now.

Tyler's seen enough. He moves to the back of the conductor's car and sits against the wall. Malik turns to Andreas.

MALIK

I said you were expendable.

ANDREAS

I am, and so are you.

MALIK

That man risked his ass for you up there.

ANDREAS

We were lucky. He almost died up there.

Andreas looks over at Tyler on the floor. There's a hint of newfound respect in his eyes, and yet...

ANDREAS (CONT'D)

Don't let it happen again.

EXT. TRAIN - LATER

The train picks up speed, moving past the power plants and power lines that dot the landscape. Kristen sits out on the caboose, away from the men inside.

INT. TRAIN

Andreas is running the train. Malik sits against the wall across from Tyler.

MALIK

You know, they're gonna write up all new history books about this. Kids gonna open it up. Page one, chapter one's gonna have my smiling mug. A hero. Go out on a date-- girl asks me what I do. I'm tellin' her I saved the world.

(MORE)

MALIK (CONT'D)

Tell me I'm not getting laid after that.

Tyler smiles. His guard coming down just a little.

TYLER

What's in the case?

MALIK

A friend of mine. Don't worry about it.

Malik notices Tyler looking out the window to Kristen standing outside.

MALIK (CONT'D)

She likes you, you know -- the doctor. She's good people. You should give her a break.

Tyler heard him, and now he's moving on.

TYLER

What's your deal?

MALIK

My deal? Like, "who am I?" My inner soul -- that kinda thing?

(to Andreas)

You know who he sound like? Who that girl, used to have her own show?

ANDREAS

Barbara Walters.

MALIK

Nah, that other one. Oprah.

(back to Tyler)

So what, you Oprah Winfrey now?

TYLER

It's just a question.

Malik sizes Tyler up-- trying to figure out if he's worth opening up to.

MALIK

I boxed.

TYLER

A boxer. Really?

ANDREAS

(chiming in)

23 and 0. 19 knockouts.

MALIK

Ranked 8th in the world. So says
the World Boxing Commission.

TYLER

So the war happened-- ended your
career.

MALIK

Hardly. See that would have been
easy to handle. My brother. He
drank -- a lot. I mean forget
about givin' the brother a glass.
Just give him the bottle and move
out the way. We was coming back
from a fight in Atlantic City. He
was drivin'. I'm all punchy from
the 12 rounds, sleeping shotgun.
Next thing I know, BAM, we're
spinning out. Then the fear set
in. See my brother got two strikes
on him and here come the police
lights down the road. My brother
tells me to jump in his spot behind
the wheel. I'll take a DUI for my
man. Hell, I'm a boxer. Might
even be good for my rep. Plus,
he'd do it for me no questions, no
hesitation.

TYLER

And you got behind the wheel.

MALIK

(nods)

Problem was, he'd hit a car a
hundred yards back. Two girls.
Freshmen. Dead on the scene. So
now that DUI ain't a DUI no more.
The look on my mother's face,
seeing her son in handcuffs. I was
ten years into a double life bid
when the war started. They opened
up the jails. Army or whoever said
they needed everyone to fight.
Shit, you were there.

TYLER

I was there.

MALIK

Now I'm here, answering your stupid
ass questions.

Tyler looks up at Andreas. Before he has to chance to utter
one word:

ANDREAS

Don't even think about it. You
don't get to know about my family.
You don't get to know about me.

Malik gives Tyler a "let it go" look. And he does. Tyler
walks out of the conductor's car.

MALIK

(to Andreas)

What's your beef with the man?

Andreas watches Tyler walking towards the back of the train.

ANDREAS

He still thinks at the end of all
this, we're going home.

THE TRAIN

Slinking past the snow capped mountains, crossing the bridge
over the Susquehanna River.

EXT. CABOOSE - TRAIN - LATER

Kristen has a shotgun in her hands, standing watch on the
back end of the train. She turns to find Tyler standing
behind her.

TYLER

How long do I have?

KRISTEN

We're making good time.

TYLER

How long?

KRISTEN

By the end of the day, it's going
to be a struggle for you. You're
not showing any symptoms yet, but
that will change.

Tyler takes it in quietly.

KRISTEN (CONT'D)

Why did you say yes? You could have walked away -- after what I did -- after being dragged out of your home.

TYLER

I'm here. Why does it matter?

KRISTEN

Because it does. This isn't just some mission. This is about getting our lives back. I want an ice cream cone. I want to watch bad TV. I'm done crying. I'm done being scared. Twelve years is enough, don't you think?

TYLER

(thinks about it)
What flavor ice cream?

KRISTEN

Butter pecan. Soften it up in the microwave for 10 seconds. God, is there anything better?

TYLER

Keep me alive.

KRISTEN

I'll try.
(revises)
I will.

Before they have a chance to let this moment build...

TYLER

We're slowing down.

EXT. FIELD - MOMENTS LATER

Tyler walks in front of the train as he rips stray corn stocks from the tracks. Tyler stops in front of an--

F-18 FIGHTER JET

Its nose buried in the ground. Tyler looks inside the cockpit. He doubles over, on the verge of vomiting.

PULL BACK to find Tyler is standing in the middle of a massive graveyard. Bodies in various states of rot. JETS, and HELICOPTERS sprayed all the over the field.

In the distance is a train station. A sign dangles from its perch. It reads: LANCASTER, PA.

A SUPERSONIC BOOM stops Tyler.

Malik hops off the train and joins Tyler.

TYLER

They're close. We need to take cover.

MALIK

Maybe you didn't check your ticket.
This train is going non-stop.
Losing time can cost you your life.

Tyler looks up to the empty blue sky. No threat hovering in the air, but still...

TYLER

We're five hours away. We've got time. We're taking cover.

Tyler walks in the direction of the train station.

INT. TRAIN STATION - WAITING AREA

A no frills station. A waiting area. Vending machines.

Tyler and the group comb the area with flashlights. Tyler's flashlight angles up to the fractured ceiling, painted with stars and constellations -- painfully similar to his son's bedroom.

Tyler pans his flashlight around the station, stopping at a half open JANITOR'S CLOSET.

Tyler uses his flashlight to open it the rest of the way. Inside are the skeletal remains of three bodies. TWO ADULTS. ONE CHILD. A family, holding onto each other in an eternal embrace.

TYLER

We should move them.

ANDREAS

To where? Over by the vending machine?

Andreas slams the closet door shut and walks off. Malik stakes out a spot -- puts down his long steel case. Tyler stands at the closet door. His thoughts take him somewhere far away. Kristen stays with him.

KRISTEN
It'll all be beautiful again one day.

TYLER
You really believe that?

KRISTEN
(thinks about it)
Yeah. I do.

Tyler looks at Kristen, then CLICKS his flashlight off.

TYLER
I have to keep watch.

Tyler turns and walks away.

EXT. TRAIN STATION - DAY

Andreas walks outside. He looks up to the empty sky and listens. All is peaceful.

INT. WAITING AREA - TRAIN STATION

Malik is sprawled out on the bench, eyes closed. One hand on the long steel case. Tyler sits across from him.

MALIK
Either ask your question, or stop staring at me.

TYLER
Westmoreland Air Force Base -- when was the last time you made contact?

Malik opens his eyes, staring back at Tyler -- not answering. He's wondering how much truth Tyler can handle.

MALIK
Seven years.

TYLER
Seven years?

MALIK
Calm down--

TYLER

Seven years? You haven't made contact with the base in seven years?

MALIK

There's a million reasons for why they went dark. It could be a technical problem. Fear of being monitored--

TYLER

--Or they could be dead! They could all be dead!

Malik sits up, studies Tyler for a moment.

MALIK

You get that all out of your system?

Malik reaches into his backpack and pulls out a bottle of wine.

MALIK (CONT'D)

If all this shit didn't go down, 2009 would have been an excellent year.

Tyler takes the wine.

MALIK (CONT'D)

I wouldn't save that if I were you. You ain't got the time.

Tyler reads the label on the bottle.

TYLER

Two-Buck-Chuck?

MALIK

A classic.

Tyler lifts the bottle in thanks. As Tyler walks away--

MALIK (CONT'D)

And I don't give a shit what's out there, we move out in an hour.

Tyler turns, stares back at Malik for a beat, then continues on.

EXT. STATION

Tyler sits outside on a bench. With a knife, he pulls out the cork and takes a swig of the wine.

In the distance, something catches Tyler's attention. He picks up his shotgun -- aims it -- searching for a target. Moving into the clearing is...

A BISON

The bison and Tyler stare each other down.

TYLER
Unbelievable. We're a long way
from home, aren't we?

The bison keeps its focus on Tyler. It's probably just as surprised at seeing a human.

From behind the bison, another bison appears with a CALF -- a family. All three are staring back at Tyler.

Tyler sets his shotgun down. He raises his bottle of wine up in a toast as the bison family moves on.

It's then that Tyler notices that his hand is SHAKING.

EXT. TRAIN TRACKS

Andreas sits out in the middle of the tracks. Keeping watch when... The rail begins to VIBRATE, then shake.

Andreas stands in the middle of the tracks, searching for an incoming train. There is no train. No sign of anything, yet the rails shake harder.

INT. TRAIN STATION - WAITING AREA - SAME

Kristen looks out the window at Andreas. He turns to the station, yelling out something she can't hear.

PAN UP to the gaping hole in the ceiling. Three aliens peer down through the hole at Kristen.

An alien jumps from a hole in the roof, landing just behind Kristen.

EXT. TRAIN TRACKS - SAME

Andreas stands on the rattling train tracks.

He tilts his head to the sky, spotting an--

ALIEN WARSHIP

Moving into position over the train station. Aliens dive out of the hatch from the belly of the ship, landing on the station rooftop. Andreas runs into the train.

INT. CONDUCTOR'S CAR - SAME

Andreas yanks on the train WHISTLE.

INT. TRAIN STATION - WAITING AREA - SAME

Kristen spins around. The alien humanoid is standing right behind her, ready to strike when...

BOOM. The alien falls face first revealing Tyler pointing a smoky shotgun. Tyler does a 360. The room is infested with aliens scampering down the walls, across the ceiling. More are on their way through the hole in the roof.

ON MALIK

Reaching for his steel case. Flips it over.

The side of the case reads "THE SHREDDER." And for good reason.

Malik pulls out the biggest MACHINE GUN we've ever seen. It takes a man built like Malik to handle this monster.

He hoists it in the direction of two aliens and FIRES.

The bullets rip the skin, flesh, and bone right off, leaving nothing recognizable.

Tyler stares at Malik, taking in the size of the gun he's hoisting.

MALIK

Now you know.

More aliens drop down through the hole in the roof. The train whistle blows once more.

EXT. TRAIN

Tyler, Malik and Kristen run out and find Andreas busy SHOOTING aliens on the train station roof.

They join Andreas inside the...

INT. TRAIN - CONDUCTOR'S CAR

The hovering warship opens its hatch.

ANDREAS

Oh my Jesus--

A 15 X 15 FOOT CAGE drops down from the ship and lands smack in the middle of the train tracks-- directly in their path.

Inside the cage can only be described as an alien version of a LION. Hairless, muscular -- on its haunches.

Another cage drops from the ship... and another... right in front of them. The cage doors detach, falling to the ground, freeing the beasts. But they don't move. They just watch.

MALIK

They're definitely breaking out the new shit.

KRISTEN

What do we do?

MALIK

We got somewhere to be. They in our way. So...

Malik starts the train. The train gains speed... moving in fast...

...IMPACT. The cage is knocked off the rails. The lion beast leaps up to the conductor's window.

TWO MORE LIONS

Running alongside the train. These things are fast. They ram against the side of the train, almost tipping it right off the tracks.

ON THE ROOF OF THE TRAIN

Two alien lions have joined forces, tearing into the steel.

INT. CONDUCTOR'S CAR - SAME

Tyler takes control of the train. The train begins to accelerate.

MALIK

What are you doing?!

Malik looks up ahead. There's a turn coming. The train's moving faster... too fast. The lions have ripped the roof off. They flash their teeth, ready to jump inside when...

THE TRAIN

Going way too fast around the sharp turn, JUMPS THE TRACKS, plowing into the snow drift, hugging the side of the cliff, precariously close to tipping off the side of the mountain.

The lions tumble off the train, disappearing into the snowbank.

INT. INSIDE THE TRAIN

Tyler and Malik -- battered but conscious -- dangling half way out of the overturned train. Kristen crawls up to the console, looking out of the blood speckled, smashed in window.

KRISTEN

Oh my God.

Kristen's looking out to the--

SNOWBANK

A trail of blood on the icy patch of snow leads us to...

ANDREAS

Digging himself out of the snowbank. There's a desperate sense of urgency. From under the snow, in three different directions, something's burrowing towards him.

KRISTEN

Andreas!!!

One of the alien lions jets out of the snow, standing on its hind legs, letting out a roar never heard of on earth. Andreas digs his gun out and FIRES. A direct hit, but the lion doesn't go down.

An object flies out of its mouth, hitting Andreas in the chest.

Andreas sways in the snowdrift, waist deep, keeping him a sitting duck. The lions flank Andreas, ready to finish him off when all three of the beasts are obliterated.

ON MALIK

Angling his trusty SHREDDER out the window of the conductor's car.

MALIK

Dre, talk to me man.

ON ANDREAS

Now surrounded by the carcasses of dead alien lions.

Andreas breathes in. He's alive, and he shouldn't be. He pulls up his shirt up to find...

A SLUG

A slimy looking thousand-legger lodged half way into his chest.

Andreas tries to remove the slug but it burrows, disappearing into his chest. The look on Andreas' face is one we haven't seen before -- fear.

Malik tries to get out of the train when Andreas waves him off.

ANDREAS

No!

Andreas cocks his gun.

ANDREAS (CONT'D)

We-are-expendable.

The slug moves up Andreas' throat and into his brain. Andreas puts the gun to his head.

MALIK

Andreas, no!!!

Andreas begins to squeeze the trigger, but the slug inside of him begins to fry the inside of Andreas' head. The skin on his face begins to sizzle, crackle, and peel. His now lifeless body slumps forward in the snow.

EXT. CONDUCTOR'S CAR

Tyler, Malik, and Kristen stare out at Andreas' dead body.

KRISTEN
(sobbing)
Oh my God. Oh my God!

A humming can be heard overhead.

AN ALIEN WARSHIP

Gliding over the toppled train. The bottom of the ship begins to glow red hot -- charging up.

TYLER
Malik... Malik!

Malik's too busy staring out at his best friend to respond. Tyler takes action, grabbing Malik's shredder, and aims it out the window.

KRISTEN
What are you doing?

TYLER
Moving a mountain.

Tyler fires, hitting the snow covered mountain alongside the cliff.

The snow cracks, then slides -- building momentum -- turning into an...

AVALANCHE

Tons of snow and ice plow into the side of the train. The train tumbles end over end down the snow covered mountain, plunging into the...

SUSQUEHANNA RIVER

The train is pulled down river by the fierce tide.

INT. CONDUCTOR'S CAR

It's one massive spin cycle as Tyler, Malik and Kristen are tossed around as snow and river water smash through the windows. The train begins to settle. Tyler looks out the window. They're sinking.

TYLER

How long can we be in the water
before hypothermia sets in?

KRISTEN

(already shivering)

Stage one can take-- I don't know--
a minute. Your arms and legs stop
working. We'll be dead in less
than ten minutes.

Tyler sets a STOPWATCH on his watch. He hands Kristen her
medical bag.

TYLER

I'll be right behind you. Go.

Kristen climbs through the window, pushing against the
incoming water. Tyler and Malik brace themselves as the
train shifts, sinking deeper. They both take a deep breath
as water completely fills up inside of the conductor's car.

Tyler swims out the window. Malik tries to follow, but he
can't. His shirt is caught on a jagged piece of steel from
the train.

Tyler looks back, now aware of Malik's dilemma. He checks
his watch. 34... 35... 36 seconds.

Tyler makes a decision and swims back inside the conductor's
car.

He tries to free Malik. Their lung's burning for air. He
can't get Malik free. The more they struggle, the more
impossible it becomes.

Tyler checks his watch. 1:07...1:08... 1:09.

Malik and Tyler share a knowing look. Malik lets the air
escape from his nostrils. He pushes Tyler away.

Tyler's not giving up. He tries to untangle Malik's shirt
from the jagged piece of debris, but his hands aren't working
anymore. Stage one. Hypothermia is setting in.

Tyler checks his watch. 1:21... 1:22... 1:23. Tyler has no
choice. He swims out of the exit door, leaving Malik behind.

EXT. RIVER

Tyler surfaces, gasping for air. He refills his lungs just
enough before a hand covers his mouth.

It's Kristen. Shivering. Scared, but focused. She points up to...

THE WARSHIP

Hovering above, scanning the river with a multitude of red lights projected from the bottom of the ship.

Tyler and Kristen are caught in the middle of a triangulation of lights. The freezing water is taking its toll.

They're on the verge of passing out when... the warship's lights turn off. The ship hums, then jets off, rippling the water in the wake of a SUPERSONIC BOOM.

Tyler and Kristen struggle to stay afloat as they make their way towards the muddy embankment. Now, out of the water, they hold each other, shivering, using their bodies to warm each other.

Kristen looks out to the calm waters. No sign of Malik. Her shivering turns to crying. Tyler holds Kristen, comforting and warming her all at once.

INT. RIVERBANK - LATER

Kristen sits by the water -- soggy -- curled up in a ball, staring at a blank screen on a portable monitoring device.

Tyler works a few feet away. He tosses a shotgun ruined by the water into the river. He checks another gun. This one he'll keep, setting it aside. He looks up at Kristen.

TYLER

What is that?

KRISTEN

It's a monitoring system. We were all injected with a microworm.

TYLER

Microworm.

KRISTEN

It's a tracking device. Moves through the bloodstream. Mayor Gadden had us all injected. I injected you with one.

TYLER

You did?

KRISTEN

That's how we were able to track you after you were captured. If Malik's alive, he'll show up on the monitor.

Kristen stays glued to the empty screen, waiting for that one lone blip to let her know that Malik's alive. Tyler watches Kristen for a moment. He'll let her hold onto hope for just a little longer.

Tyler opens up a map. He struggles to hold a pen in his shaking hand as he circles Lakewood, PA on the map.

KRISTEN (CONT'D)

How long has your hand been shaking?

TYLER

It's just the cold.

KRISTEN

It's not the cold. You know it's not the cold.

Kristen reaches into her black medical bag, pulling out a syringe filled with sodium citrate.

TYLER

This is how it starts?

KRISTEN

Yeah. This is how it starts.

Kristen sticks the needle deep into his arm. Kristen checks her watch. She's worried.

TYLER

What?

KRISTEN

The symptoms don't usually start this early. The stress -- your elevated heart rate -- it's accelerating the effects of the uranium.

TYLER

Not good news.

KRISTEN

No. It's not.

Kristen turns away, putting her kit back into the medical bag. She's trying hard not to cry, and Tyler knows it.

TYLER

I used to be good at this. Being comforting. I used to know how to say the right thing. You're a strong woman. Brave.

KRISTEN

Brave? No. If you knew what was racing through my head... I'm not brave.

Tyler smiles. Yeah she is. He picks up the working weapons and a soggy backpack. Kristen grabs her medical bag. This is what remains of their supplies. They look around to the endless landscape.

TYLER

I hope you miss long walks.

KRISTEN

As a matter-of-fact... I do.

And they walk, moving up the riverbank towards a silent highway.

EXT. ROUTE 119 - DAY

We're in the last hour of sunlight. The golden hour. Pink sky. Fires in the distance. An image both beautiful and tragic all at once. Tyler and Kristen walk the long stretch of highway coated with ash. The sound of an EXPLOSION can be heard.

KRISTEN

What is that?

TYLER

It's a sonic boom. That's the sound the ships make when they re-enter the atmosphere. They're close.

Tyler and Kristen stop. Off the side of the road they spot...

A FIREPIT

Still smoldering. Tyler leans down, checking out the shoe prints in the dirt. Signs of human life are not comforting to Tyler -- not out here.

EXT. ROUTE 119 - DUSK

Tyler and Kristen walk down the winding highway exit.

EXT. PARKING LOT - MALL - DUSK

Kristen and Tyler cross the lot filled with toppled over shopping carts and torched cars.

They stop in front of the supermarket. Some of the daily specials still hang on the cracked windows. Tyler pulls his gun. He studies the supermarket. Weighing the danger.

KRISTEN

We're not going to find anything in here.

TYLER

We have to try.

INT. SUPERMARKET

Tyler and Kristen walk inside. The sensors at the front entrance chime, alerting the empty store of their arrival. The smell of rotting food is nauseating.

They walk the rows of empty aisles. Food containers have been pried open. Its contents spilled on the floor along with dried streaks of blood.

Tyler takes the lead around the corner. He raises his hand, waving Kristen back. Up ahead, a PACK OF WOLVES are tearing into the putrid remains of unrecognizable food spilling out from bags and crushed cans. They continue on...

Tyler spots something on the ground. He reaches down, under the toppled shelves, pulling out three mushy, melted, POWERBARS that survived unnoticed.

TYLER

We've got food.

EXT. ROUTE 119 - NIGHT

Tyler and Kristen walk the highway, flashlights out. The road is littered with the burned remains of cars that now double as coffins. Tyler's sweating. Trembling.

TYLER

I need a shot.

KRISTEN
You just had a shot.

TYLER
(agitated)
I need another one.

KRISTEN
I'm sorry. The injections are
going to become less effective. We
can't keep walking like this.

TYLER
I know.

KRISTEN
What's in Lakewood?
(off of Tyler's look)
I saw it circled on the map. Is
that where we're going because I
know we're not heading towards the
base.

TYLER
I'm sick, and we're 150 miles away
from the base without any
transportation. Down this road is
a chance and we have to take it.
You need to trust me.

The conversation is interrupted by a CHILD'S COUGH. Tyler
straightens up, purposely masking any sign of his illness.
He angles his flashlight at the brush off the side of the
road.

TYLER (CONT'D)
Come on out. You're not in any
danger.

Standing up behind the brush is a male REFUGEE (43). Dirty.
Grim. He wears an old coat over layers of frayed sweaters.
There's a tint of a southern accent in his voice.

REFUGEE
Please. Don't hurt us.

Tyler blinks. Us? Standing up beside the man is his SON
(9), wearing a Lebron James jersey under his oversized parka.
He's coughing -- sickly.

TYLER
You traveling alone?

REFUGEE

Yes sir. We got denied entrance into the Cleveland settlement on account of my sick boy. We just been walking -- praying for God to send some good news our way, then you come walking down the road. Where you folks headin'?

TYLER

Nowhere.

REFUGEE

Nowhere? Hell, this is nowhere. Maybe you can be a little more specific.

The refugee looks over at Kristen. He looks down at the WHITE CROSS on Kristen's medical bag.

REFUGEE (CONT'D)

(eyes on fire)

You got medicine.

KRISTEN

No.

The refugee pulls a KNIFE.

REFUGEE

There's medicine in that bag. I know it.

SON

Dad, please!

Tyler looks over at the man's son, coughing up his lungs.

TYLER

You need to let us walk away.

REFUGEE

You sure can. Both you and your girlfriend -- but the bag stays with me.

The boy coughs again, drawing Tyler's attention. It's sad, but still...

TYLER

I can't do that.

REFUGEE

That boy is all I have! You need
to leave the bag with me! Leave it
or I will use this knife.

Tyler survey's the area. Calculating. Planning. There's a
change in Tyler now. A coldness.

TYLER

Are you alone?

Tyler's already asked that question, but the tone is
different this time -- as if Tyler already knows the answer.
The refugee stands his ground. He's not answering the
question.

TYLER (CONT'D)

I'll ask you again. Are you alone?

The refugee twirls the knife in his hand. Waiting for that
right time.

TYLER (CONT'D)

Don't do it.

Now! The refugee charges at Tyler. Tyler sideswipes the
refugee, breaking his wrist -- forcing him to drop the knife.

KRISTEN

Tyler!

TWO MORE REFUGEES run out of the bushes. Tyler spins around,
draws his gun. BOOM. BOOM. Two perfect shots that drop
them to the ground. The boy runs over to his father and
holds him.

BOY

Please don't hurt him. He was just
tryin' to help me.

Tyler leans down. Puts a hand on the boy's head. He surveys
the damage: Two dead bodies. A father and son that will
most likely die on this highway.

TYLER

(a million miles away)
I'm sorry. I'm so sorry.

Kristen watches Tyler -- she's gentle with him.

KRISTEN

(softly)
We have to go.

Tyler rises up, turns his back, and joins Kristen as they continue on down the road.

EXT. LAKEWOOD GATED COMMUNITY - NIGHT

Tyler and Kristen walk through the abandoned guard gate to a private, gated community lined with McMansions.

One home has the words "HELP ME" spray painted on the roof. Other homes have their doors spray painted to alert the Red Cross of bodies. But that was years ago -- when there was still a Red Cross.

They stop in front of one house. A mansion bigger than the rest. High walls. Fortified.

A big wheel sits in the driveway. A stray basketball in need of air. Tyler's fixated on it. There was a boy here. Probably the same age as Tyler's own child.

INT. GARAGE

Tyler pulls up the garage door. Tyler and Kristen enter. The garage is filled with LUXURY CARS: A PORCHE, LAMBORGHINI, HUMMER, PHANTOM.

KRISTEN

Oh my God. Look at this.

Tyler's focus is elsewhere. He moves past all the six figure cars, stopping at the PRIUS.

TYLER

This is us.

Tyler moves to the tool rack -- removes it. There's a safe built into the wall. Tyler stares at the safe and thinks. He turns the tumbler left, right, then left. CLICK. The safe opens.

Inside the safe are sets of keys. Tyler grabs a set and pockets it.

KRISTEN

(confused)

Okay. Wanna explain that?

Tyler's still on the move -- focused -- never hearing the question. He grabs a crowbar, and walks five paces, stopping at a dead spot on the floor. Tyler pries the floorboard open, revealing jugs of gasoline. Tyler hoists the barrels out.

KRISTEN (CONT'D)
Tyler, who lived here?

EXT. HOUSE

Tyler exits the garage with Kristen and wraps around to the front entrance. The door leans against the house, ripped off its hinges. The number "1" is spray painted on the side of the house. Tyler pulls his gun.

INT. LIVING ROOM - HOUSE

Tyler and Kristen enter, stepping over broken glass and family photos. Kristen picks up one photo from the ground. It's a wedding picture. In the picture is a young Tyler and his wife, Samantha.

KRISTEN
Is this you?

Tyler looks at the picture without taking it from Kristen.

TYLER
I'm going upstairs. Stay down here.

KRISTEN
We can't stay--

TYLER
(not asking)
--Wait here.

Tyler heads upstairs.

INT. HALLWAY

Tyler moves down the hall -- stopping at the cracked open bathroom door. A moving shadow draws his attention.

Tyler steps through the open door. Standing in front of the swaying shadow, moving across the floor like a pendulum.

REVERSE to a pair of dangling feet -- still in morning slippers. The years have made the skin leathery. A note still clutched in a brittle hand.

Under the corpse's feet is the aged carcass of a GOLDEN RETRIEVER -- staying close -- always faithful.

Kristen stands at the doorway. Keeping a respectful distance. Tyler feels her presence.

TYLER
She's my sister.

Tyler takes the note and reads. We don't know what the letter says. We never will, but the words break through the years of walls Tyler has built to protect himself. The tears come as Tyler breaks down, crying at his sister's feet.

KRISTEN
I saw what used to be a flower garden. It's got a nice view of the mountains. I'm sure the sunsets are beautiful. I think she'd like it back there.

EXT. BACK YARD

Under the backdrop of the setting sun, Tyler works feverishly with a shovel, covering up his sister's grave.

PAN ACROSS to find three other graves: A photo of Tyler's sister -- young and beautiful with her husband. In another grave, a photo of a child riding his big wheel. And in the last grave, the carcass of the Golden Retriever.

Tyler digs and digs. He wobbles, getting dizzy, then regains his balance.

INT. KITCHEN - HOUSE

Kristen looks around the kitchen. Roaches crawl over a child's artwork on the subzero fridge. Kristen opens the door to the food pantry. It's empty.

Kristen looks through the window at Tyler digging in the back yard. She kicks around the garbage on the floor and collects CANDLES, two PAPER PLATES and a JUICE BOX. A huge find.

KRISTEN
(calls out)
We've got juice!

Silence.

KRISTEN (CONT'D)
Tyler!?

Kristen moves to the window. Tyler's face down on the ground.

INT. MANSION - LIVING ROOM

LIGHTS COME UP on a cobweb covered chandelier. This is from Tyler's P.O.V. as he looks around the living room flat on his back on the sofa.

Candles are lit around the living room. This huge house and all its dust and mold seems peaceful in the glow of the candles.

Kristen's sitting beside Tyler on the sofa, packing up her medical kit.

KRISTEN

You just got three times your regular injection of sodium citrate. I've tried doses of tiron, gallic acid, DTPA, and still...

Kristen lifts up Tyler's shaking hand.

KRISTEN (CONT'D)

We're running out of time.

There's a sadness in Tyler. Kristen's sees it. A weakening of spirit and heart that is scary to see in our hero.

KRISTEN (CONT'D)

I made us dinner.

TYLER

Dinner.

KRISTEN

Yes. Dinner. A normal dinner, on a normal night -- where the stars are still mysterious, and the world is still ours.

TYLER

We don't have the time.

KRISTEN

We're making time. You need food. Dinner's served.

Kristen walks into the dining room. Tyler follows.

INT. DINING ROOM

Kristen has already set the table. Candles. Two paper plates. One juice box.

KRISTEN

I gave the maid the night off.

Tyler sees Kristen has already launched into role playing.
He plays along.

TYLER

Well, that's good. She deserves a
night off.

Tyler takes a sip of the juice box. Passes it to Kristen.

KRISTEN

Thank you.

TYLER

You're welcome.

KRISTEN

I made your favorite.

Kristen lays down half of a melted PowerBar on Tyler's plate.
She keeps the other half for herself.

TYLER

Oh honey. You shouldn't have.

They bite into their dinners. This is cute and sad all at
once.

KRISTEN

Have you ever heard of Lake
Winnepesaukee? It's in New
Hampshire.

TYLER

Lake Winnip... no.

KRISTEN

My parents used to take me there in
the summer. I used to dream of
buying a cabin up there. Live my
life sitting out on a porch,
reading gossip magazines with a
ripe, off the tree Granny Smith
apple.

TYLER

You liked being a doctor?

KRISTEN

I was the top of my class at
Stanford. Top intern at Bellevue.
I was good. I was real good.

TYLER

Family?

Kristen swallows hard at this question. The tough subject.

KRISTEN

Husband. A daughter. Ella. She was seven. First thing she tried to read was all the medical journals around the house. Always wanted to know what I was working on. She wanted to connect with me. She had a mother that was never home. I was too busy taking care of everyone else.

TYLER

I'm sure Ella knew she was loved. You just have to believe that.

KRISTEN

My family was put in a shelter while I volunteered at a triage. We got a call that the shelter was hit. An ambulance went to the scene. It never came back. Then the police went in. Then the soldiers. None of them came back.
(a beat)
So -- your family... were you with them when it started?

TYLER

I was fighting. I don't know if they made it to the shelters or... I don't know. Last time I saw my son, it was lights out-- snug under the blankets in his room. I kissed him. Kissed my wife, and... yeah... that was it.

As if drawing weapons, Tyler and Kristen each take out a photo, sliding it to the other. They smile, glimpsing into each other's worlds. They look up at each other. Two of the loneliest people in the world.

KRISTEN

He's got--

TYLER

--Your eyes.

They trade back the photos. Tyler's looking at her differently now. A look she hasn't seen in a man in some time.

TYLER (CONT'D)
That first night-- the night we
were together--

KRISTEN
(getting up)
--No. I can't. I'm sorry.

Tyler gets up and cuts her off at the door. Kristen's vulnerable, and a little angry.

TYLER
I need to know--

KRISTEN
I can't do this.

TYLER
Why not?

KRISTEN
Because I'm not helping you. I'm a
doctor, and I'm not helping you!

Tyler stands there, absorbing it.

KRISTEN (CONT'D)
I promised to keep you alive, but I
can't. I'm not a doctor anymore.
I'm just a bystander.

TYLER
I'm still alive.

Tyler kisses Kristen.

TYLER (CONT'D)
(again)
I'm still alive.

He kisses her again. Kristen kisses him back as they fumble, and stumble into the...

LIVING ROOM

Tyler lays Kristen down on the sofa. He takes Kristen's shirt off. He kisses the burns and bruises on her body. They have had sex before, but this time will be different.

INT. LIVING ROOM - LATER

Kristen's on the floor. Postcoital. Wrapped in a blanket. She opens her eyes. Tyler's gone.

KRISTEN

Tyler?

Instincts get her dressed and on her feet. She surveys the area, moving into the...

HALLWAY

There's the sound of a low hum. A motor perhaps? Kristen moves down the hall, deeper into the darkness and comes upon...

A TRAP DOOR. An OPEN trap door. And in that split second of realization, a hand covers her mouth, muffling her screams as she's dragged down the stairs and into the...

INT. BASEMENT - SAME

Kristen is quickly gagged and hog tied. We can't see who's doing it. Not yet.

But we hear the whispers. Human whispers. Kristen scans her surroundings.

The room is dimly lit with the help of a small generator sputtering in the corner. Bunk beds in the opposite corner. A filthy bucket doubles for an outhouse that needs dumping out.

Hanging from the basement pipes by chicken wire are half eaten bodies of skinned cats, one dog, and body parts... human body parts.

Muffled screams turn Kristen towards the far corner of the room where we find...

TYLER

Bound by wire. Gagged, and bloodied. Stepping into frame is...

BEATRICE HEWITT

Late 40's. Beyond the dirt and grime, you see a once prideful and wealthy woman. Pearls still draped around her neck. The dress she's wearing is expensive, but now tattered.

BEATRICE

You're not hurt, are you
sweetheart?

Kristen just stares at her, wide-eyed with fear. Beatrice moves to Tyler, checking his eyes -- his teeth. Much the way a rancher tends to his precious cattle.

At the other corner of the room sits...

TWO EMACIATED GIRLS

Their clothes are Abercrombie-ish, now frayed, doing nothing to hide the ruin of their bodies. They sit quiet, no doubt scarred from this life. We hear the trap door shut. Footsteps clunk down the steps leading to the basement.

We meet WARREN HEWITT (48). If you met him 12 years ago, you'd say he was a conservative, mild mannered family man. Probably the head of a some corporation.

But that was 12 years ago. His haunted eyes narrow at the sight of Kristen. He removes the gag from her mouth.

WARREN

No one can hear you. Do you understand me? No one. I'm keeping the gag on your friend over there. I don't want any communicating between you two. So speak softly -- eyes on me. What's your name?

KRISTEN

Kristen.

WARREN

Kristen. Are you alone?

KRISTEN

Yes.

WARREN

Do you have any diseases?

KRISTEN

No.

WARREN

(relieved)

Good. Thank you.

Warren turns to his wife.

WARREN (CONT'D)
If we're smart, they'll last us
through the winter. If we're
smart.

KRISTEN
Please. You don't have to do this.

Warren SMACKS her hard across the face. Tyler yells out, but his words are muffled by the gag in his mouth.

KRISTEN (CONT'D)
I'm a human being.

WARREN
So-are-we.

Warren spins around, snatching Tyler by the feet, yanking him past the daughters who register little emotion on their dirty faces. The mother unfurls a BLOOD CAKED PLASTIC TARP across the floor.

KRISTEN
No! Please!

Warren is weak from years of starvation. It takes all he has to pull Tyler onto the plastic. He reaches into a hanging TOOL CASE and pulls out a HACKSAW.

WARREN
(circling around Tyler)
Here's what's going to happen.
We're going to start here--

Warren angles the saw just below Tyler's knee. He talks to Tyler as if his words should comfort, which makes it all the more perverse.

WARREN (CONT'D)
We have no refrigeration. You'd
spoil in a couple days. But if we
keep you alive. Feed you. We'll
make your days as comfortable and
painless as possible. You'll last
us quite a while. I promise you.
Your life will not be in vain. You
will be put to good use.

Warren pulls up Tyler's pant leg above the knee. He presses the hacksaw down on his leg, ready to saw into Tyler's thigh when:

BEATRICE (O.S.)
Warren!!!

Warren turns to his wife and children, holding hands.

BEATRICE (CONT'D)
In this house, God always come
first.

Even in this hell, there's still a sick sense of morality.

WARREN
You're right.

Warren lays down his saw and joins the circle-- holding his wife's hands.

FAMILY
Our father, who art in Heaven,
hallowed be thy name.

While the family prays, Tyler squeezes his bloody hand through the wire.

FAMILY (O.S.) (CONT'D)
Thy kingdom come. Thy will be
done, on earth as it is in Heaven.
Give us this day our daily bread.
And forgive us our trespasses, as
we forgive those who trespass
against us. And lead us not into
temptation, but deliver us from
evil.

Warren picks up the hacksaw and moves in on Tyler.

WARREN
For thine is the kingdom, the
power, and the glory. For ever and
ever.

Warren presses the hacksaw against Tyler's leg, ready to start cutting.

WARREN (CONT'D)
Amen.

Tyler slips his bloody hand through the wire and grabs Warren by the neck. Tyler slams Warren's head against the wall, knocking him out. Tyler gets a half second to catch his breath when:

KRISTEN
Tyler!!!

Tyler whips around to see Beatrice, with her dress, and pearls -- an axe held high, charging at him. An odd sight, but it's happening.

As Beatrice swings the axe, it's caught above her head by...

MALIK

Battered, but alive. He slings Beatrice onto the ground. Tyler moves to Kristen and unties her.

Tyler, Malik, and Kristen turn to the family huddled together, scared for their lives. A sorry sight.

MALIK

God.

KRISTEN

No. Not God.

Tyler reaches into his pocket, pulling the remainder of his dinner -- a PowerBar. He lays it on the ground. And without a word, Tyler, Kristen and Malik head up the basement steps.

INT. CAR - NIGHT

The rain comes down in dark ashy pools, wiped away poorly by the windshield wipers. Malik drives as Tyler and Kristen sit in the back.

TYLER

I thought you were dead.

MALIK

I found an air pocket. Bought me some time. From there, it was just a game of catch up. Got my mini receiver out, followed the beeps. Did she tell you about the micoworm? It's a tracking device. You got one in you.

TYLER

I heard.

MALIK

Strangest thing. At one point, both your beeps became one for like, a *looong* time. It was almost as if you two were on top of each other. Must be a glitch.

KRISTEN
(blushing like hell)
Must be.

MALIK
Now I'm here, saving your sorry
asses -- and you know why? Chapter
one, paragraph one of the history
books. I told you I was gonna help
save the world, and ain't *noooooobody*
cheatin' me outta that. You feel
me playa?

TYLER
(smiles)
Yeah. I think I do.

EXT. CAR - ROAD - NIGHT

TITLE: PENNSYLVANIA ROUTE 66. 46 MILES TO WESTMORELAND AIR
FORCE BASE.

A car skids and slides across the two lane road.

INT. CAR

Tyler drives. He's struggling -- clenching and unclenching
his shaking hand. He grips the wheel tightly. It's the only
time Tyler can get his hand to be steady now. He's sweating.
Shaking. A mess.

Malik's in the back seat -- shotgun in hand -- eyes searching
for movement. Kristen is asleep, resting her head on Tyler's
arm.

Tyler looks out the window to the cars in the emergency lane.
Frozen bodies of a HUSBAND and WIFE, forever wrapped in an
embrace.

In another car sits an OLD MAN. Alone. Frozen.

MALIK
You look like shit. I mean, not as
bad as that couple in the car, but
bad.

TYLER
Thank you.

MALIK
Why don't you pull over and let me
drive awhile?

Tyler points up ahead.

TYLER
There.

MALIK
--I see it.

Tyler stops the car. Kristen wakes. She sees what Tyler and Malik are looking at...

AN 18-WHEELER

Belly up in the middle of the icy road. Its cargo is splayed all across the road. A humanitarian shipment. Pallets of rice, flour and water.

Tyler checks the rear view window to the miles of empty highway behind him. It's way too quiet.

MALIK (CONT'D)
Look at that. All that food.
Wasted.

TYLER
(unsure)
Maybe.

MALIK
What do you think? Go check it
out. Bring back a couple of Big
Macs.

Tyler's thinking. None of this feels right.

MALIK (CONT'D)
We have no food. We have to go out
there.

Tyler nods his okay. Malik gets out of the car. Tyler pulls his gun. It trembles uncontrollably in his hands.

KRISTEN
What's wrong?

TYLER
Everything.

EXT. HIGHWAY - SAME

Malik takes cautious steps towards the truck, stepping over bottles of water and broken open bags of grain.

INT. CAR

Tyler and Kristen watch on.

TYLER
Come on. Come on.

BACK TO MALIK

Standing beside the truck. Picks up a bottle of water and drinks. He raises his bottle to the car.

MALIK
We're good!

Malik opens his knapsack and begins to toss in bottles of water and food bars.

He reaches for a bottle and it rolls out of reach. Beneath Malik's feet, the ice begins to crack as the earth shakes.

The car horn sounds.

Malik turns back to see Tyler and Kristen yelling out a warning.

Behind the truck, a reddish glow that reaches up to the sky. Rising up from the road's horizon is--

A WARSHIP

Patrolling the highway, casting a harsh light down on the 18-wheeler. Tyler's car is still a good fifty feet back, shielded by the dark, but it won't be long.

Malik hides behind an abandoned car. He steals a look back at Tyler and Kristen in the car -- sitting ducks.

Malik makes a decision. He jumps out to the middle of the highway.

MALIK (CONT'D)
(yelling out)
Hey! Down here assholes!

The warship's lights move to Malik.

ON TYLER

Watching Malik sacrifice himself. This is his chance.

He starts the car -- puts it in reverse -- goes ten feet -- then stops.

ON MALIK

Waving them off.

MALIK (CONT'D)
Go! Get out of here!

The ship begins to hum -- charging up. The light on Malik intensifies.

INT. CAR

Tyler sits behind the wheel, staring out to Malik. He puts the car in neutral. Tyler's doing all the wrong things. Going against years of training and instinct. He pops the trunk.

TYLER
Wait here.

INT. HIGHWAY

Tyler steps out of the car, opens the trunk, and pulls out a jug of GASOLINE. Tyler bowls the jug of gasoline down the icy road, coming to a stop under an ABANDONED SCHOOL BUS.

The ship's hum reaches its apex, ready to blast away at Malik.

Tyler raises his SHOTGUN. Tyler struggles to keep a steady aim as he fires, missing the jug. He sets himself again. Concentrates. FIRES.

The bullet ignites the jug of gas and BOOM, the school bus is lifted off the ground from the explosion.

The lights from the warship turn their focus away from Malik to the bus, opening fire, obliterating the fiery bus into useless auto parts.

Tyler opens the passenger side door and extends a hand to Kristen.

TYLER
Let's go!

Tyler pulls Kristen out of the passenger seat just as the ship's lights hit the car. A tremendous amount of heat is focused on the car.

The TIRES BLOW, the paint peels, and the metal melts. Finally, the gas tank explodes.

Tyler grips Kristen's arm as they run, joining Malik behind the brush.

The warship surveys the damage, then takes off, creating a SONIC BOOM in its wake. Kristen tries to stand. Tyler pulls her back down.

TYLER (CONT'D)

Wait.

Behind them, in the dark, the sounds of scampering -- quick breaths -- something not human -- racing all around them. Snow kicks up in the distance. Tyler aims his shotgun, searching for a target. A beastly howl pierces the night.

TYLER (CONT'D)

Do you see anything?

MALIK

No.

Everything goes quiet. Just the night and the cold wind. Then, busting through the snow are...

TWO ALIEN LIONS

Like the ones we've seen earlier. Hairless. Muscular. White. Tyler and Malik blast away at the lions. One down. Two down. And the night is quiet once again.

Tyler and the group turn their attention back to their car on fire.

MALIK (CONT'D)

Shit. There's goes my mix tape.

From behind the group, one of the lions raises up.

KRISTEN

Tyler!

Tyler spins around -- pushing Kristen down -- raising his shotgun. A SLUG FIRES out of the lion's mouth, striking Tyler in the chest.

MALIK

No!!!

Tyler drops to the ground. Malik fires on the wounded beast, finishing it off.

Kristen leans down to Tyler, ripping his shirt open. The slug has dug into Tyler's chest, moving up his body.

MALIK (CONT'D)
Can you get to it?

KRISTEN
I don't know.

Tyler pulls out his knife, handing it to Kristen.

TYLER
You know what to do.

Kristen holds the knife, seemingly lost.

KRISTEN
Tyler--

MALIK
I'll do it. Move.

KRISTEN
Give me a second!

MALIK
He doesn't have seconds. That
thing is going to blow him inside
out. Cut him open!

Kristen holds the knife to the slug swollen under Tyler's
skin.

TYLER
(weakening)
You can do this. You were at the
top of your class at Stanford. Top
intern at Bellevue.

KRISTEN
If I hit the jugular vein--

TYLER
Do it now!

Kristen STABS Tyler in the shoulder with the knife. The SLUG
runs out through the stab wound. It sizzles and crackles,
burrowing into the snow.

Kristen looks down at Tyler. There's two wounds in Tyler.
The slug's entrance at his chest, and the stab wound. Both
injuries are severe. He's losing blood fast. Kristen works
on Tyler.

KRISTEN
You're not going to die. You can't
die. Tyler! Don't close your
eyes. Stay with me. Stay with me.

Tyler's trying, but he can't. His eyes roll up.

KRISTEN (CONT'D)
Tyler!

BLACKOUT.

The following is in Tyler's P.O.V. as we...

SMASH CUT TO:

INT. PHARMACY

Doors kick open. Everything's quick as we move down an aisle
of ransacked shelves.

Everything is upside down and sideways as we're dragged
along the floor. Kristen and Malik race past Tyler --
scrambling around the pharmacy, knocking over shelves.

MALIK
I can't find anything.

KRISTEN
Keep looking. I need gauze!
Peroxide. Anything to stop the
bleeding.

The store window SHATTERS. An inhuman cry from outside.

KRISTEN (CONT'D)
Malik!

Malik runs to the front door, firing his SHOTGUN at God knows
what. Tyler drifts off into unconsciousness and everything
goes black.

DISSOLVE TO:

INT. PARKING LOT - NIGHT

Tyler's P.O.V. from the ground. He's surrounded by
overturned CARS. One car is still standing upright. Malik
breaks the window.

A SONIC BOOM can be heard. In the sky, two WARSHIPS buzz the parking lot. Tyler loses consciousness again.

DISSOLVE TO:

INT. CAR - NIGHT

Tyler's P.O.V. from the backseat. Malik's hanging out the passenger side window, firing his shotgun as Kristen drives.

From out the window, a WARSHIP comes into view. The warship FIRES, hitting the road just in front of the car. The blast sends the car tumbling end over end, coming to a stop upside down in middle of the road.

Kristen and Malik dangle upside down in the flipped over car. They unbuckle from their seats, crawling towards the broken window.

Outside, we hear the hum of energy and power.

MALIK

Get out of the car!

Another BLAST of light and energy hits the side of the road, kicking up concrete and dirt. The car is rocked on its side.

Kristen climbs out of the car. Malik enters the frame. He pulls Tyler out of the car and onto the...

HIGHWAY

Tyler's P.O.V as he's dragged by Malik. A view of the stars in the sky, then, a WARSHIP, circling back. Tyler's view tilts to Kristen, firing a shotgun at the low flying warship.

Another BLAST from the warship hits the car. Kristen's hit by a shard of metal debris. She's down.

MALIK

Kristen!

Malik fires away at the warship swirling overhead. Tyler blacks out once again.

DISSOLVE TO:

INT. ROAD - NIGHT

Miles of nothing in all directions. A strong wind brings the sting of the dust.

Tyler's P.O.V. as Malik heats up the barrel of his gun. Kristen's sitting on the road beside Tyler. Her arm's a bloody mess.

Malik leans down to Kristen. She takes a few quick power breaths, readying herself.

Kristen nods to Malik. She's ready. Malik lays the red hot barrel of his gun against her wound. Kristen screams out.

BLACKOUT.

IN THE DARKNESS

Another voice speaks to Tyler.

FEMALE VOICE

Tyler...

EXT. PLAYGROUND - CENTRAL PARK

A beautiful summer day. Softball fields in the background. Kids playing in the sandbox.

Tyler sits on a park bench. His son, Kevin, at the top of a slide, flashes a bright smile.

There's a woman, sitting back to back with Tyler on a park bench. It is his wife, Samantha.

A break from reality? A fever induced dream? Whatever it is, for Tyler, it's real.

SAMANTHA

Kevin made his first snow angel.
And he knows how to ride a bike
now. He was so embarrassed using
those training wheels.

TYLER

I remember that.

SAMANTHA

We talk about you all the time.

Tyler watches Kevin playing in the sandbox. Kevin gives a heartbreaking wave and a smile to Tyler.

TYLER

He's still seven. My God. He's
still seven.

From a place beyond the park, a voice calls out:

KRISTEN (V.O.)

Tyler!

SAMANTHA

She sounds nice. Kristen. She
likes you, and you like her.

TYLER

We're still married. We never got
divorced. We never fell out of
love, or had a fight.

Tyler turns around to Samantha who is still as beautiful as
the day he said good-bye.

TYLER (CONT'D)

We're still married.

SAMANTHA

If you need to hear me say it, then
I'll say it... it's okay. I want
you to be happy.

Tyler turns back around. The sandbox is empty. Kevin's
gone. The trees are dying. Tyler's hands are beginning to
shake. Tyler turns back around. Samantha's gone. He gets
up and runs through the park-- across the barren softball
field, through a gathering of trees as we...

BLACKOUT.

FADE IN:

INT. CLASSROOM - DAWN

ON TYLER

His eyes flutter open. He squints into the rising sun
shining through the window.

Things come into focus. A blackboard. Crayon drawings hung
up around the room. The letters of the alphabet taped above
the blackboard.

Tyler's laid out over the teacher's desk. And every so often
there's a LOUD BANGING coming from outside.

Malik is over by the window across the room. Kristen sits
beside Tyler. Her arm is bandaged. She looks like hell.

KRISTEN
(with a brave face)
Hey.

TYLER
Hey.

BOOM. BOOM.

The force is enough to rattle the room. Tyler feels the red, wet gauze over his shoulder wound. He pulls it back to see it's raw and infected.

BOOM. BOOM. BOOM.

TYLER (CONT'D)
Where are we?

KRISTEN
We're in a high school, just east
of the base.

TYLER
The base? We're here?

KRISTEN
We're less than a half mile away
from the facility.

BOOM. BOOM.

TYLER
What's that sound?

MALIK
That, is them.

Tyler gets up. He's even weaker now. Frail in body. His legs are rubbery, but he's on his feet. He moves to the window with a full view of the dilapidated school yard. Beyond that, a rotting football field thick with weeds.

Tyler presses against the window, searching for movement in the darkness.

TYLER
I can't see a--

WHOOM. An alien dog throws its body against the window,

MALIK
(calls out)
Board.

Kristen tosses a board. Malik catches it. They've become a good team as Malik hammers the board against the window. Tyler stares out through another section of unboarded window. Out in the yard, an ALIEN DOG circles around the abandoned swings.

Tyler goes into a coughing fit. Spits up blood. It's painful -- watching someone die. But that's all Kristen and Malik can do. Tyler knows they're watching him.

TYLER

How are we on ammo?

MALIK

Ain't no more ammo, or food, or water.

That silence is the wind being knocked out of Tyler.

TYLER

Are all the exits secure? Every door. Every window.

MALIK

Yeah.

TYLER

We'll walk the halls in shifts -- checking and rechecking every lock and window latch.

MALIK

And then what?

TYLER

Let's just sit for a while -- see what it does.

Tyler reads the look on Malik and Kristen's face. Confidence is at an all-time low.

TYLER (CONT'D)

Let's see what happens.

EXT. SCHOOLYARD - LATER

The dog slams its body against the door -- hungry for a way in.

INT. HALLWAY

Malik walks the halls, checking the exit door.

INT. CLASSROOM

Tyler's sitting in small chair at a small desk built for a 5th grader. He's writing in a journal. The banging from outside is jarring. BOOM. BOOM. BOOM.

Kristen walks in and spots Tyler writing at the desk.

KRISTEN
Is that my journal?

Tyler stands up. Busted. He holds up the journal, checking out the cover and inside binder.

TYLER
Yes. Yes it is.

KRISTEN
You were reading my journal?

TYLER
Me? No. But if I was, I'd ask who Robbie is.

KRISTEN
Robbie? Robbie was my fifth grade crush, and you're an ass.

BOOM. BOOM. BOOM.

Kristen snatches the journal back. She flips to the back page and reads silently.

TYLER
You weren't suppose to read that now.

Kristen looks up. Her eyes are filled with tears. She shuts the book. They share a look of mutual understanding that's broken by the teeth rattling sound of an EXPLOSION.

KRISTEN
Was that a sonic boom?

TYLER
Yes.

Tyler moves to the window. Malik rushes in.

Outside, in the pitch black night, standing beside the alien dog is the silhouette of a human looking shape marching out from the dark.

TYLER (CONT'D)

We have to go.

A crash can be heard from down the hall.

MALIK

They're in the building!

Tyler rips off the boards from the window.

An alien dog spots Tyler and charges.

Tyler bails on the escape route and runs out into...

INT. HALLWAY

Tyler and the group are frozen. Down the hall, the alien humanoid is blocking their path. It charges at the group in a full out sprint.

Tyler and the group take off running. Tyler's moving slowly, bringing up the rear. He collapses to the ground.

MALIK

Come on!!!

Malik and Kristen get Tyler up and running again -- racing through an exit door.

EXT. SCHOOLYARD - DAY

Kristen and Malik keep Tyler on his feet. The sky begins to crackle. A low sound of thunder. An audible surge of energy and power.

TYLER

Get down!

A concentrated surge of blue energy and fire hits the school, blowing up the entire building, obliterating the dogs inside.

Rising up from behind the dust and flames is not one, but TWO ALIEN WARSHIPS. Tyler, Kristen and Malik take off towards the...

HIGHWAY

There's a fence across the road. The sign reads WESTMORELAND AIR FORCE BASE. Malik helps Kristen over the fence. Tyler grabs onto the links of the fence, unable to pull himself up.

MALIK
Come on solider! Get up that
fence! Get up!

Tyler tries, then falls to the ground. The warship begins to power up again. Malik gets Tyler up on his feet.

MALIK (CONT'D)
Come on. You can do this. Pull
yourself up.

Tyler grabs the fence. It's a struggle, but Tyler climbs over, crashing down to the grounds of the Air Force Base on the other side.

The warship sends a burst of energy, tearing up the road alongside the fence. Malik starts to scale the fence, but stops. Behind him is an alien humanoid.

Malik climbs off the fence.

MALIK (CONT'D)
I'll catch up.

KRISTEN
Malik--

MALIK
Go!

Kristen helps Tyler up to his feet as they make a run for it. Malik turns back to the alien.

MALIK (CONT'D)
23 and 0. 19 knockouts. Ranked
8th in the world.

The alien charges. Malik puts his hands up. He dips, then throws a right hand that misses.

The alien SLAMS Malik against the fence. It throws a right hand of its own, knocking Malik to the ground.

Malik gets to his feet. Blinks off the pain. Malik swings and misses again. The rust is evident. His timing's shit.

The alien humanoid connects with a right hand to Malik's face, dropping him to the ground. Malik looks up, spotting Tyler and Kristen a safe distance away.

The alien stands over Malik and begins to pound on his face. In seconds, Malik is a bloody mess. Never has he had an ass whooping like this. Malik gets up on his feet. He's wobbly, spitting out blood.

Malik cocks his hand back but catches another punch to the face, knocking him to the ground.

The alien flashes its teeth -- ready to kill when in one motion, Malik springs up and connects with a vicious right hand to the alien's head, snapping its head back. Knockout.

MALIK (CONT'D)

24 and 0.

EXT. WESTMORELAND AIR FORCE BASE - DAY

Kristen keeps Tyler on his feet.

They run through the main road of the base, coming up on another section of gates. These gates are busted open and are marked WARNING: NATIONAL DEFENSE AREA.

ON THE TWO WARSHIPS

Moving over the outer gates of the air base.

BACK TO TYLER

Barely on his feet. Struggling. Fading. They cross a row of barracks, past the 319th Missile Squadron sign.

KRISTEN

We're almost there.

Tyler picks up the pace -- fueled by adrenaline. Tyler starts to run on his own, growing strength from hope.

TYLER

We're here. We're here!

Tyler and Kristen slow to a walk, then to a full stop, staring ahead.

TYLER (CONT'D)

No.

KRISTEN

That can't be right. This isn't right.

Malik has caught up with Tyler and Kristen. They all stare straight ahead -- numb. No one can believe what they're seeing. In front of them is their destination...

EXT. MISSILE ALERT FACILITY

Destroyed. Nothing left but twisted metal and rubble.

Tyler has nothing left. His legs betray him as he falls to the ground. Kristen kneels down to Tyler. They stare up at the remains of the facility -- their hopes and dreams, now twisted metal.

TYLER

All this way. All these miles.
For this?

THE WARSHIPS

Moving over the barracks -- hovering over Tyler and Kristen. The ships begin to hum... powering up. This is what the end looks like. Before the warship has a chance to fire...

A MISSILE sails over the missile facility and strikes the warship.

Another missile flies overhead, racing across the sky, taking out the second warship.

The ground begins slide back, revealing a massive rampway for an UNDERGROUND TUNNEL. Pouring out of the tunnel is the 90TH MISSILE SECURITY FORCES SQUADRON.

SOLDIERS run up the ramp on foot, flanking a caravan of HUMVEES coming up from the underground tunnel, surrounding Tyler, Malik and Kristen.

COMMANDER BILLETT, 50's, steps out of the Humvee and approaches Tyler's fallen body.

COMMANDER BILLETT

You the guy?

Tyler nods. It's all he's capable of right now.

Thunder sounds. A SONIC BOOM. In the horizon, with the rising sun, comes...

THE MOTHERSHIP

Moving over the base. The force and turbulence it takes to move this thing rumbles the earth.

MALIK

The gang's all here now.

COMMANDER BILLETT
Everybody underground, now!!!

The soldiers scramble, loading Tyler into the Humvee. They lay him down a little too hard.

COMMANDER BILLETT (CONT'D)
(to the soldier)
Like your son! Like he was one of
your own!

Billett gives Tyler a "hang in there" look.

Soldiers push away mounds of thick brush and weeds revealing a...

TWO LANE HIGHWAY LEADING STRAIGHT INTO THE GROUND.

Kristen and Malik board Tyler's transport Humvee. The caravan drives down the highway leading underground. The soldiers re-camouflage the entrance.

INT. UNDERGROUND TUNNEL

The convoy comes to a stop as Tyler is hustled off. This is a well rehearsed drill as the soldiers do not miss a beat. They carry Tyler into OPERATING ROOM 7.

KRISTEN
(to Commander Billett)
All these years. We were never
sure if you were listening.

COMMANDER BILLETT
In the first three years, six of
our bases were compromised because
of vulnerabilities in our COM. We
had to stay silent. We listened,
and we heard you.

EXT. WESTMORELAND AIR FORCE BASE - ABOVE GROUND

Even more warships depart from the Mothership. But these are different.

Shaped almost like mosquitos, and for a reason. A long black tube starts to slither out from the back of the ship, attaching itself to the ground.

The ship powers up and sends repeated charges of concentrated lightening down to the ground. They're digging.

The dirt and concrete churn, rising up the funnel, spewing out from the top of the warship-- now pulverized in powder form.

INT. OPERATING ROOM 7 - SAME

Kristen and Malik walk into a bare bones operating room. Commander Billett enters and confers with the doctors. Tyler's shirtless on a stretcher in the middle of the room.

An EIGHT PRONGED MACHINE hovers over Tyler's chest, similar to the one back in New York, but bigger. Commander Billett steps up to Tyler, prone on the table.

COMMANDER BILLETT

We're going to extract the uranium from your blood now. The lab work showed considerable damage. We'll do all we can.

KRISTEN

That's not enough. He has to live.

COMMANDER BILLETT

Believe me, I want to save him just as much as you do.

KRISTEN

No, you don't.

And with those three words, Commander Billett understands.

TYLER

Kristen, they got a job to do. Let them do it.

KRISTEN

You have to live. I'm supposed to keep you alive.

TYLER

And you did.

Kristen promised herself she wouldn't cry. She's breaking her promise. Explosions come from above.

COMMANDER BILLETT

The process won't be comfortable. You understand what I'm saying?

Tyler nods.

COMMANDER BILLETT (CONT'D)

We'll try to leave you with enough
blood for a fighting chance of
survival, but we can't know how
much--

TYLER

--Give the order.

Commander Billett hesitates, feeling for the hero on the table. He gives the nod to two DOCTORS. They strap Tyler down to the table.

COMMANDER BILLETT

This is for your benefit. It hurts
more when you move.

Tyler looks up at Kristen and Malik who watch it all, their throats tight with emotion.

The eight pronged machine hums, powering up. It lowers inches from Tyler. A needle extends out from the metallic tentacles, PLUNGING into Tyler's arms and chest.

Tyler SCREAMS out. With all the science and technology, it's still painful.

The blood drains from Tyler's body, digested into the chest of the machine hovering over him where a loud and powerful centrifugation takes place.

One metallic tube fills with his blood. But the real gold is the metallic canister filling with uranium.

Kristen looks up at Tyler's vital signs. They're weakening. Commander Billett turns to a member of the MISSILE SECURITY FORCE sitting behind a monitor.

COMMANDER BILLETT (CONT'D)

Do we have it?

He shakes his head no. The ceiling begins to crack. Tyler fights, holding onto life -- watching the blood draining from his body.

KRISTEN

You're killing him!

Commander Billett is watching him die and it's insufferable.

COMMANDER BILLETT

Do we have it!?

After an agonizing beat...

SECURITY FORCE PERSONNEL
We got it! Executing the transfer!

The metallic canister is quickly relayed from the 90th
Missile Security Force Member to the 321ST MISSILE SQUADRON
LEADER.

COMMANDER BILLETT
Go, go, go!!!

The squadron leader bursts out the door, flanked by a
protective team of armed squadron members.

ABOVE GROUND,

Warships continues to burrow into the ground, expelling
concrete and dirt at an alarming speed.

INT. AIR FORCE BASE - UNDERGROUND TUNNEL

The squadron leader takes a hard left into a maze of...

CATWALKS

Multi-level walkways all zip zagging one another 100 feet off
the ground.

The squadron leader takes a hard right to the walkway leading
to the LAUNCH CONTROL CENTER.

The squadron leader is half way across when...

BOOM

The warship breaches the concrete support, weakening the
walls that hold the catwalk in place. One by one, the
catwalks rip away -- slamming into the squadron's catwalk.

Another walkway crashes on top of them as squadron members
are crushed under the weight. Their catwalk is starting to
buckle.

ON THE SQUADRON LEADER

Picking up speed. The metallic cannister, wobbly in his
hand. We hear the steel bending. Bolts fly out of the wall.
The catwalk snaps away from the wall, crashing onto a walkway
below.

The armed guards protecting the squadron leader are unable to
hold on, falling one by one...

...leaving us with the squadron leader... the one holding the uranium -- dangling -- holding onto the steel mesh of the catwalk with one hand while holding earth's last hope in the other.

The steel mesh is ripping into his hand. He has to drop the container to live.

He's slipping... unable to hold on.

SQUADRON LEADER

God!!!

The squadron leader lets go... but is caught by another hand. Strong. Powerful. A hand belonging to...

MALIK

MALIK

Gimme the cannister!

The squadron leader reaches up and gives Malik the cannister. Malik now finds himself in the same dilemma. With the uranium in one hand, and the dangling squadron leader in the other. Malik is out of options -- but he's not ready to choose.

MALIK (CONT'D)

Hold on!

SQUADRON LEADER

My name is Jeff Malley. ICBM Squadron leader.

MALIK

No. Don't you do it!

SQUADRON LEADER

Son of Chuck and Janet Malley. Mt. Holly Springs, Pennsylvania.

MALIK

Don't do it!

Squadron Leader Jeff Malley lets go of Malik's hand, smashing into a pile of crumbled catwalk 100 feet below. Malik gets it together, and scales the steel mesh of the catwalk, making it to the other side.

INT. LAUNCH CONTROL CENTER - MOMENTS LATER

Malik hustles up to the door. It's locked. Cameras watch him from above.

MALIK
 You gotta be kidding me. Look!
 (holds up the canister)
 I got the shit!

Silence. They're not opening. They've been trained not to.

MALIK (CONT'D)
 Look, forget the protocol, all the
 years of training and just... we're
 running out of time! Open the
 door!

Exhausted, Malik leans against the door. He has nothing left.

MALIK (CONT'D)
 His name was Jeff Malley. Son of
 Chuck and Janet Malley. Mt. Holly
 Springs, Pennsylvania. He gave his
 life for this. A lot of good
 people gave their life for this.
 Don't let them all die for nothing.

Silence. Then a whoosh as the doors open. Malik's met by the...

ICBM SQUADRON

An ICBM TEAM LEADER steps up, grabs the container, and makes a run for it.

MALIK (CONT'D)
 (yells out)
 A "thank you" would be nice!

Malik walks through the door and into...

INT. STRATCOM COMMAND CENTER

Busy. Chaotic.

The ICBM leader watches Malik taking it in.

ICBM TEAM LEADER
 Welcome to STRATCOM Task Force 214.

Malik turns to a wall made of thick glass, looking down into the...

MISSILE SILO

The ICBM CREW transfers the newly acquired uranium into a W-87 WARHEAD. The crew backs away, giving the thumbs up.

ICBM CREW MEMBER
Take her up!

A crane lifts the warhead up, and positions it above a MINUTEMAN III MISSILE. Malik watches it all from behind the glass. The room rattles. Malik looks up to the monitors, watching the warship dig into the earth.

MALIK
Is that all happening in real time?

ICBM TEAM LEADER
On my mark. 60 seconds.

INT. OPERATING ROOM 7

Kristen and Tyler are the only two people in the room. No need for doctors and nurses anymore. No way does Kristen leave Tyler's bedside.

ICBM TEAM LEADER (V.O.)
...40

CUT TO:

ABOVE GROUND,

The alien warships continue to dig, spitting out rock.

ICBM TEAM LEADER (V.O.)
...30.

INT. UNDERGROUND CATWALK - SAME

The warships have fully breached the catwalks as concrete rains down, taking out the remaining catwalks.

ICBM TEAM LEADER (V.O.)
...20.

INT. HALLWAY - STRATCOM COMMAND CENTER

Men and woman are on their knees. Hands clasped together, deep in prayer.

ICBM TEAM LEADER (V.O.)
...10.

INT. STRATCOM COMMAND CENTER

All eyes are on the digital clock. Three... two... one...

ICBM TEAM LEADER
Fire.

EXT. MISSILE SILO - AIR FORCE BASE - SAME

The Minuteman III jets out from the silo, flying over the WARSHIP digging up rock -- on a direct path towards the mothership.

The warship aborts its mission, ripping away from the black funnel drill, and flies up in the direction of the missile. The warship begins to pick up speed -- bearing down on its target. It begins to hum... charging up for a blast.

The warship FIRES a charge of lightening that cracks through the sky. The missile evades the lightening bolt, but its evasive action causes it to miss the mothership entirely.

INT. STRATCOM COMMAND CENTER - SAME

Malik watches it all from the monitor in horror.

He looks to the smiling ICBM leader standing beside him

MALIK
What?

THE MISSILE

Continues upwards into the sky, and then begins to dip back down towards earth.

INT. STRATCOM COMMAND CENTER - SAME

Everyone watches the overhead monitor capturing real time video from the missile's internal guidance system.

It zeros in on a small tiny crack on the mothership.

MALIK
Mo-ther f'er.

THE MISSILE

Dives straight into the mothership's crack and explodes with the force of 500,000 tons of TNT. Through the growing mushroom cloud, we see the fire and explosions taking place at the point of impact.

What was once a crack is now a gaping hole going down the middle of the ship. Explosions break out all over face of the mothership.

Gravity starts to take the mothership down, now a flaming fireball as she falls from Heaven, hitting the ground. The force of impact sends dust and debris up to the sky.

INT. STRATCOM COMMAND CENTER - SAME

The room cheers as Malik stands in the back. His face is a cocktail of relief, joy, and pain. The roar of the cheers makes its way to...

INT. OPERATING ROOM 7 - SAME

Kristen sits beside a weakening Tyler. She moves to the door and opens it to find people hugging each other in celebration.

KRISTEN

They're celebrating. We're
celebrating!!!

Kristen turns back. Her smile fades away.

ON TYLER

His eyes, glazed over in a death stare. He's gone. We'll never really know if he lived to know the fate of the world. Kristen kisses him one last time, shuts his eyes, and rests her head on his chest.

TYLER (V.O.)

I wonder how it will be.

EXT. FIELD

Military vehicles surround the burning mothership.

The faces on the soldiers are ones of exhilaration and exhaustion.

They hug and high-five each other. It's a moment of celebration.

TYLER (V.O.)
When the last fight is fought.

EXT. ROAD - DAY

TANKS and JEEPS move towards a battle in the far distance. Another convoy is heading in the opposite direction. It's filled with aliens, now DETAINEES.

TYLER (V.O.)
*The day when normalcy finds its
place in the world again.*

EXT. AIRPORT RUNWAY

A crowd swarms a RED CROSS CARGO plane on the tarmac. No food on this plane. Its shipment:

FAMILIES

Parents, grandparents-- people of every age running down the steps of the plane.

Some jump into the arms of waiting husbands, children. Others search for a familiar face, and find none.

TYLER (V.O.)
*Will we learn to love more? Be
better friends, husbands, parents?*

EXT. UNITED NATIONS - NIGHT

Cranes work through the night, repairing the hole atop of the United Nations Dome.

The cranes all bear different flags... Japan, England, Korea. The flags of the United Nations rise up into the sky.

TYLER (V.O.)
*I want to believe we'll be better
this time around. To ourselves.
To each other. To our planet.*

EXT. HUDSON RIVER - DAY

Cranes fixed atop Navy ships hoist The Statue of Liberty up from the river. Cracked, and weathered, yet still beautiful after all these years.

EXT. WASHINGTON MALL - DAY

A massive crowd is gathered. Malik stands at the podium, a cord in his hands, looking out to a sea of people.

Malik pulls the cord. The sheet behind him floats down to the ground revealing...

A STATUE

A stone sculpture of Tyler, Kristen, and Malik standing together on top of a hill.

The crowd cheers on. Malik looks over to a ceremonial empty chair on the platform.

TYLER (V.O.)
Know that I am there with you.

EXT. HOUSE - DAY

TITLE: LAKE WINNIPESAUKEE - NEW HAMPSHIRE

If there is a trace of Eden, it's this place. A beautiful house set by the lake. Kristen walks out to the porch and sits on a swing.

Kristen pushes aside old gossip magazines and picks up her journal-- flipping to the back page. She's reading Tyler's entry.

TYLER (V.O.)
*Sitting on a swing. Making plans
for our future. Beautiful plans.
And you'll remember our deal...*

PAN DOWN to see Kristen holding her pregnant belly.

TYLER (V.O.) (CONT'D)
Keep me alive. Always.

Kristen closes her eyes and remembers.

TYLER (V.O.) (CONT'D)
*These are the better days. We have
our lives back.*

FLOAT UP from the house -- over the lake. Far enough that we
see the whole of the United States.

Push back further until we see...

EARTH

Never has she been this beautiful.

TYLER (V.O.)
We have our lives back.

FADE OUT.