

BATTLEGROUND

Written
by
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FADE IN:

EXT. OUTER SPACE - MARS ORBIT - NOT SO DISTANT FUTURE

An OBJECT approaches the red planet. A manned space capsule finally comes into view. The craft's designation: ARES-7.

It's large, sleek -- nuclear powered. An American, Russian, and Japanese FLAG are prominently displayed on the side of the vessel.

PILOT'S VOICE

Houston, we're at final approach.

INT. ARES-7 COMMAND MODULE

The voice belongs to MAJOR FRANK GORMAN (40). Stern features with a marine crewcut.

He is flanked by two other astronauts; CAPTAIN SERGEI TOPOLEV(30) and COMMANDER HIRO KAGAWA(40).

GORMAN

E-T-A descent at twenty-seconds and counting. Five by five.

THE ARES-7 LANDING GEAR

Settles on the rust-colored Martian surface. Her engines power down.

INT. ARES-7 MODULE

Gorman and Topolev exchange relieved glances.

GORMAN

Mission control, Ares Seven has landed. I repeat, Ares Seven has landed. It's a touchdown fellas.

INT. MARS MISSION CONTROL - DAY

Mission specialists stand and cheer.

INT. ARES-7 MODULE

Gorman flips a switch on a panel that hangs suspended above him.

GORMAN

Launching exterior video camera.

EXT. ARES-7 COMMAND MODULE

A HATCH OPENS. A radio controlled, micro-jet propelled VIDEO CAMERA emerges.

The camera hovers. It lands outside the ship. It FOCUSES its spherical lens at the Ares Seven command module.

INT. MARS MISSION CONTROL - DAY

More cheers erupt as the crisp, clear image of Ares Seven appears on the jumbo monitor that overlooks the center.

INT. CNN NEWS CENTER - SAME

As the LIVE FOOTAGE broadcasts on the monitor behind him, a CNN REPORTER(50) looks into the camera. He struggles to speak over the applause of his colleagues and crew.

CNN REPORTER

It's taken eight years and nearly two hundred billion dollars but the joint American, Russian and Japanese astronauts of Ares Seven have laid the foundation for mankind's colonization of Mars. Like their Apollo predecessors they are the first human beings to set foot on the red planet surface.

EXT. MARTIAN SURFACE

Topolev and Gorman dig for soil samples outside the Ares Seven module.

Gorman looks out at the Martian landscape; he smiles.

GORMAN

Scarred and lifeless and it's still the most beautiful sight I've ever seen.

KAGAWA

Scans the soil with a digital scanner. The device reacts with an AUDIBLE PULSE AND INCREASING NUMERICAL READOUT.

KAGAWA

Gorman! Topolev! Over here!

Gorman and Topolev make a low gravity run/hop over to Kagawa.

KAGAWA (CONTD) (CONT'D)

Think I've found something! A half meter below us!

GORMAN

What is it? Metal ore?

KAGAWA

This has structure!

The astronauts dig up the soil beneath their boots with a frantic intensity. The alien dust settles.

Gorman kneels down. He reaches into the freshly dug hole. He pulls out two small pieces of flattened metal attached to a chain.

TOPOLEV

What are they?

Gorman stands. He holds the man-made metal pieces up to his visor for a better look. Topolev and Kagawa watch, astonished.

GORMAN

I'll be damned.

KAGAWA

What are they?

GORMAN

Son of a bitch. They're dog tags.
(dead serious)
American. Standard military issue.
Same as ours.

INT. ARES-7 - ON MONITOR - LATER

Gorman, Kagawa, and Topolev gather near COMS for Mission Controls update. On one screen, an image of the discovered dog tags.

On another the image Mission control specialist BILL MCCLENAN(50), appears.

MCCLENAN'S IMAGE

Sorry for the delay, boys. We sent the images you transmitted over to the National Archives in D.C.

GORMAN

Find anything?

MCCLENAN'S IMAGE

The dog tags you found belonged to a missing American soldier: Captain Alan Northrop. He disappeared in nineteen forty-four near the end of the second world war while on a reconnaissance mission. His body was never recovered.

The men share a look of confusion.

KAGAWA

Second world war?? That's not possible.

MCCLLENAN'S IMAGE

There's something else. I was denied access to Northrop's military records. His file was sealed under orders from then President Franklin Roosevelt.

KAGAWA

Just what the hell's going on here?

MCCLLENAN'S IMAGE

Wish I knew. It seems someone, somewhere is trying their best to hide the fact Northrop ever even existed.

GORMAN

That's not the real mystery.

Gorman walks over to the view port window. He looks out at the lifeless, Martian landscape with Topolev and Kagawa at his side.

GORMAN (CONT'D)

The real mystery is how someone from World War two could have made the hundred and sixty million mile journey from Earth to Mars...

(turns back to
Mcclenan's image)

When the technology for space travel didn't even exist.

With astonished eyes, Gorman gaze at Northrop's dog tags in his hand.

GORMAN (CONT'D)

Just how in God's name did he do it.

EXT. MARTIAN SURFACE

A blinding STORM moves across the Martian landscape. The Ares-7 soon disappears. Consumed by a violent ballet of wind and alien soil.

EXT. ABOVE THE SKIES - DAY

SUPER: SOMEWHERE OVER EUROPE: 1944

A group of American B-25 bomber soars at 30,000 feet...

INT./EXT. AMERICAN BOMBER COCKPIT - FLYING

A CREWMAN (20), climbs into the cockpit with a thermos.

CREWMAN

Coffee?

CAPTAIN

Thanks.

The Crewman pours a coffee into a small mug. He passes it over to the Captain who takes a sip -- then spits it back.

CAPTAIN (CONT'D)

Jesus. Is this coffee or piss?

CREWMAN

(grins)

You don't wanna know.

CO-PILOT

Captain, bogey at our one o'clock.

The Captain turns his gaze at a small, bright, disc-shaped OBJECT on the horizon.

Sunlight flickers off its polished hull. It spirals into a thick cloud formation and vanishes.

CAPTAIN

What the hell was that? Did you see that?

He beams a suspicious gaze as his bomber approaches the same cloud formation -- that now pulsates with an eerie glow.

He switches on the bomber's internal radio.

CAPTAIN (CONT'D)

Captain here. All right, boys. I want guns locked, loaded and ready to bear. We have a possible, incoming enemy target. I say again, possible enemy targets at our one o'clock-

THE BOMBER

It penetrates a massive cloud bank.

THE CAPTAIN

He squints as he tries to see past the clouds.

CAPTAIN (CONT'D)

Thick as pea soup. Wait a sec. I think I see something...

Turbulence strikes the bomber. The aircraft shakes violently.

CO-PILOT

What the hell!

An object breaches the cloud bank -- it's the disc.

It spirals directly into the bomber's path.

CAPTAIN

Jesus!

The Captain pulls up hard on the steering column to avoid the collision.

Too late. The disc RIPS THROUGH the bomber. She's torn in half.

The bomber's payload EXPLODES from the brutal collision. The fiery wreckage plummets helplessly toward the earth.

THE UFO

It plunges through a thick patch of clouds -- and vanishes.

INT. MILITARY HOSPITAL WARD - DAY

CAPTAIN ALAN NORTHROP (40s), with slight discomfort, slowly flexes his bandaged right hand. His face is heavily scarred, his physique leanly muscled. He's a soldier forged on the battlefield.

He stuffs his gear into his military-issue backpack. A DOCTOR (60), limps his way over to Northrop with the aid of a cane. He has the look of a physician who's been there and seen it all.

DOCTOR

Captain Northrop?

NORTHROP

Hey, Doc.

DOCTOR

How we feeling, Captain? Pain's not too bad is it?

NORTHROP

No.

(wiggles his fingers
on the wrapped hand)

I never got around to thanking you.

DOCTOR

I wasn't talking about your hand.

NORTHROP

You lost me, doc.

DOCTOR

You mean the Chaplain hasn't been around to see you?

NORTHROP
Chaplain? What for?

He face drops after seeing the Doctor's grim expression.

NORTHROP (CONT'D)
What's with the sour puss, doc?

DOCTOR
Have a seat.

NORTHROP
A seat? Must be something serious.
If you don't mind, I'll take it
standing.

The Doctor opens Northrop's medical folder.

DOCTOR
When we operated on your wound we
performed a routine blood test. We
do it to rule out infections and
other communicable diseases. It's
standard procedure.
(beat)
Except in your case we found something
else.

NORTHROP
Just spit it out, will ya, Doc?

DOCTOR
You have carcinoma lymphoma. It's a
highly aggressive form of cancer.
It's already spread to your lungs
and liver. That's the pain you've
been feeling in your abdomen. The
cancer's eating you up from the
inside.
(beat)
I'm afraid it's terminal. I'm sorry,
son.

Northrop sits. His eyes swell with tears as the full impact
of what's been said hits him.

NORTHROP
And I always thought I'd die staring
down the barrel of a German rifle.

DOCTOR
Under the circumstances, I don't see
any reason for you to go back into
combat. I have your discharge papers
right here.

He hands them to Northrop.

DOCTOR (CONT'D)

You just have to sign them. Before you know it, you'll be back home.

NORTHROP

How long do I have?

DOCTOR

There's no precise way to measure-

NORTHROP

Please, doc.

DOCTOR

Six months. With treatment maybe nine.

Northrop continues to fight back the tears. He clears his throat. He glances at the discharge paperwork in his hands.

He tears them up.

DOCTOR (CONT'D)

What're you doing?

NORTHROP

I'm not going home.

DOCTOR

Captain, you need to begin treatments as soon as possible. You can't do that here.

NORTHROP

You said so yourself, doc. Six months is all I've got. I'm not going to wait around and spend my last months coughing up my insides.

DOCTOR

I could report this to your C-O.

NORTHROP

You could. Or you could just lose my paperwork behind a file cabinet. Army does it all the time.

Northrop grabs his helmet and gear. Heads out the door. He turns back to the Doctor.

NORTHROP (CONT'D)

I'm a soldier, Doc. If I have to die, I'll do it fighting for my country.

He puts on his helmet. With a determined expression he heads out the door.

INT. HOSPITAL WARD - CORRIDOR - DAY

Northrop heads towards the exit. The Doctor rushes up behind him.

DOCTOR

Captain!
(catches up)
Come with me.

INT. MEDICAL SUPPLY ROOM - DAY

The Doctor quickly rummages through boxes marked KL MORPHINE. He hands a box to Northrop.

NORTHROP

What's this?

DOCTOR

K-L five. It's still in the experimental stages. Five times more powerful than morphine but with minimum side effects. Your pain's going to grow more intense as the cancer spreads. This'll just make it more tolerable, is all.

NORTHROP

I don't get it, doc. Why the favor?

DOCTOR

I've seen soldiers try every trick in the book to keep from being shipped back to the front lines. You're the only one I've seen that has a real reason to go home but decided to stay and fight. I think that's worth something, don't you?

They shake hands. Northrop stuffs the box of morphine in his sack and walks out.

EXT. FOREST AREA - DAY - ESTABLISHING

SUPER: PEENEMUNDE: GERMAN V-1 ROCKET ASSEMBLY AND LAUNCH SITE

EXT. CAVE ENTRANCE - DAY

A massive opening with railroad tracks that lead inside the mountain itself.

Jewish SLAVE WORKERS push heavy machinery back and forth within the cavernous opening.

Heavily armed German oversee the facility.

AN ELDERLY MALE PRISONER

Falls down from utter exhaustion.

GERMAN GUARD
(in German; subtitled)
Get up!

The Prisoner struggles but he's too weak. The guard pulls out his pistol.

GERMAN GUARD (CONT'D)
(In German; subtitled)
I said up!

MAJOR HERTA HEINRICH (25), sees the event unfold. She's an SS Officer with an athletic build, icy demeanor and dark, predatory eyes.

She rushes over to the Guard.

HEINRICH
Is there a problem, Sergeant?

GERMAN GUARD
This prisoner is not making his daily quota, Herr Major.

Heinrich steps over to the elderly prisoner who is now on his knees -- coughing up blood.

Heinrich grabs him by his stained collar. She drags him over to a ditch. She pushes him down into it.

The Prisoner tumbles. He lands on his stomach.

Heinrich removes her pistol. She FIRES two bullets into the ditch.

With a detached casualness, she places her pistol back in its holster.

HEINRICH
Next time I have to do your job, you go on report. Understood?

GERMAN GUARD
(salutes)
Yes, Herr Major.

INT. HEINRICH'S LIMO - DAY

Heinrich climbs in. She's handed a large envelope by an INTEL MESSENGER who sits in the passenger side.

THE CAR

Drives off.

INT. HEINRICH'S LIMO - MOVING

Heinrich opens the pouch. She gazes its contents.

INSERT: PHOTOS

Black & whites of UFOs captured in various forms of flight.

HEINRICH

How old is this information?

INTEL MESSENGER

Only a few days, Herr Major.

EXT. ISOLATED RUSSIAN VILLAGE - DAY

Calm and serene. A landscape of ice and snow. Icicles dangle from snowcapped trees.

The extreme cold doesn't stop the Russian villagers who are born and bred to this difficult land and its harsh environment.

They go about their daily chores.

INT. BARN - DAY

An ELDERLY FARMER (60) milks a goat. A young BOY (10) and YOUNG GIRL (7), rush inside the barn. They chase one another.

NOTE: ALL CONVERSATION IS IN RUSSIAN AND SUBTITLED.

ELDERLY FARMER

You two! Are you finished with your chores?

YOUNG BOY

Yes, Grandpa.

YOUNG GIRL

Yes, Grandpa.

ELDERLY FARMER

Your mother could use some help feeding the oxen.

YOUNG BOY

That's boring.

The Elderly Farmer points the goat's nipple at them both. He fires off a squirt of milk at each of them.

YOUNG BOY (CONT'D)

Hey!

ELDERLY FARMER

Off you go!

Both children race out of the barn. The Elderly Farmer smiles to himself.

EXT. CORRAL = DAY

Both children run across the thick snow. They both stop. They look out at the corral -- with stunned expressions.

THE CORRAL

Oxen lie in the snow, dead. The air around them is cold; silent.

YOUNG BOY

Where is mama?

They approach the corral. The Young Boy climbs on to the wooden fence.

YOUNG GIRL

(desperate whisper)

Pioter! Something is not right!

YOUNG BOY

Sh!

He stands over the body of an oxen that still breaths. He slowly holds out his hand to inspect its vital signs.

THE OXEN

Deflates like a squashed balloon! It SQUEALS. It SHRIEKS OUT IN AGONY.

A SPIKED TENTACLE WRAPS AROUND ITS TORSO. It drags the helpless animal out of the corral with lighting speed. If you blinked you'd miss it.

INT. BARN - DAY

CHILDREN'S SCREAMS slice through the cold air. The Elderly farmer jumps to his feet. He grabs his rifle.

He charges out of the barn toward the source of the children's SHRIEKS.

EXT. CORRAL - DAY - ON FARMER

His eyes widen in horror at the hideous sight that greets him.

SWARMS OF GLOBULOUS CREATURES

They slaughter villagers left and right with brutal efficiency.

Limbs torn, flesh eaten. It's a hideous nightmare.

AN ALIEN PARASITE

It spots the elderly Farmer. Using its tentacles it drags itself across the ice and snow -- right at him.

The elderly Farmer aims his rifle. HE FIRES. One shot, two shots. The creatures still bolts right at him.

THE RIFLE

It runs out of bullets. The Elderly Farmer tries desperately to reload. His hands shake from the terror and freezing air.

The creature SLAMS A VEIN-LADEN, TUBULAR APPENDAGE INTO HIS CHEST. It lifts him in to the air.

ELDERLY FARMER

Ahhhhhhhhhhhhhh!

The creature drains him of every ounce of bodily fluid. His face shrivels. He's reduced to a pile of wrinkled flesh

He shrieks out in utter agony. His cries reach an ear-piercing crescendo:

EXT, RUSSIAN FOREST - SUNSET

The VICTORY CRIES of the creatures ECHO among the valley of snowcapped trees.

INT. CORRIDOR - DAY

SUPER: BRITISH SECURITY COORDINATION - LOCATION: TOP SECRET

British soldiers line the length of the corridor. Northrop is escorted toward a main entrance.

INT. BSC BRIEFING ROOM - DAY

Opulent with a massive globe and map of the world covering a wall.

Three men await Northrop's entrance. They are: BRITISH GENERAL BERNARD MONTGOMERY (50), GENERAL GEORGE S. PATTON (50), and PROFESSOR ELIZABETH CAVENDISH (30), attractive, slim; demure.

Sitting quietly in a large leather chair is PRIME MINISTER WINSTON CHURCHILL (60).

Northrop enters. He stands at attention and salutes.

GEN. PATTON
At ease, Captain.

NORTHROP
Yes, Sir.

GEN. PATTON
(introduces)
This is General Montgomery, British
command, Lieutenant Elizabeth
Cavendish -- Advisor U-S Army. And
I'm sure you know Prime Minister
Churchill.

He pours himself a drink.

GEN. PATTON (CONT'D)
Tell me, Captain, what do you know
about unidentified flying objects?

NORTHROP
I'm not sure what you mean.

GEN. PATTON
We've received reports of unidentified
aircraft engaging our fighters.

GEN. MONTGOMERY
Their speed is superior to anything
the United States or our allies
currently have in the air.
Intelligence believes them to be the
new rocket planes the Germans have
been working on.

NORTHROP
I heard rumors. Figured that's all
it was.

GEN. PATTON
We received reports that one of these
German aircraft collided with a bomber
three days ago. As best we can piece
together it's just sitting there in
the Russian forest fully intact.

GEN. MONTGOMERY
That's where you come in Captain.
We're dispatching a team to
investigate and if at all possible,
retrieve the aircraft itself.

GEN. PATTON

We know the Germans have spies within our intelligence community. That's why for security reasons no record of this mission is being kept.

(beat)

Only those in this room and the President will have any knowledge of your mission.

NORTHROP

With all due respect, Sir. Why me?

GEN. PATTON

Jesus Christ, son. I've read your war record. You've fought in just about every campaign this war has to offer under the worst conditions possible. Not to mention you've got three Purple Hearts under your belt and you're asking why you've been picked for a mission of this importance?

(grins)

Now that's God damn modesty for you.

He raises his glass to Northrop and takes a drink in his honor.

ELIZABETH

May I also say, Captain Northrop that I'm looking forward to working with you.

NORTHROP

Excuse me?

GEN. MONTGOMERY

Lieutenant Cavendish will be your scientific advisor on this mission. She's with our foreign technology, division. You'll find her a valuable asset to your team.

NORTHROP

What the hell do I need with a scientific advisor? Look, women shouldn't be on the front lines, let alone on a reconnaissance mission.

ELIZABETH

With all due respect, Captain, I don't believe you have even a remote clue of what to look for once you're out there.

NORTHROP

So, draw me a picture.

ELIZABETH

Do you know anything about celestial mechanics?

NORTHROP

No.

ELIZABETH

Quantum theory?

NORTHROP

No.

ELIZABETH

Partial Differential Equations?

NORTHROP

No--

ELIZABETH

What about subatomic compositions of base metals--

NORTHROP

All right. I get your point, Lieutenant. You're the smart one.

Churchill rises from his seat. He walks over to Northrop.

CHURCHILL

You stayed and continue the fight against Germany because you believe as we do that fascism is a yoke that hangs from the neck of every human being who desires freedom. You can refuse to go this mission. You may walk out that door and no one will think the lessor of you. However, in the end, should Germany manage to produce this aircraft on a massive scale, it shall make them the superior force on land, sea and air.

(beat)

And every soldier who ever laid down his life will have done so in vain.

Northrop eyes the room and assesses the moment.

NORTHROP

I'll need a combat ready squad.

Patton grins.

GEN. PATTON
 Your team's already been assembled.
 Here's the list of men.

He hands Northrop a clipboard. Northrop eyes the list with concern.

NORTHROP
 With all due respect, General, this
 a joke? These soldiers are currently
 in the stockade.

INT. MILITARY STOCKADE - CORRIDOR - DAY

Northrop marches down the corridor; an MP at his side.

GEN. PATTON (V.O.)
 It's no joke. On their last mission,
 they liberated a French town the
 Germans had occupied for six months.
 Wiped 'em out despite being
 outnumbered ten to one.

NORTHROP (V.O.)
 They sound like God damn heroes.

GEN. PATTON (V.O.)
 And they would have been. If they
 hadn't gotten piss drunk and burned
 the village to the ground while
 celebrating their victory.

INT. STOCKADE CORRIDOR - PRISONER'S AREA - DAY

The MP removes the key from his pocket. He opens the main door.

MP
 I think I should warn you, sir.
 These men hate officers.

NORTHROP
 You just described every enlisted
 man in this army. Open her up.

INT. STOCKADE - CELL - DAY

Northrop's team lie on their cots, their eyes rimmed with exhaustion. They are:

SGT. TED BUTOWSKI (30). Brutish, unshaven; unkempt but all muscle. A bulldozer with legs.

PRIVATE IRVING SHAPIRO (20). Jewish; boyish demeanor. Blind as a bat without his thick eyeglasses.

PRIVATE JAIME PEREZ (20). Puerto Rican. Fair-skinned. Heavy Spanish accent; Proud of his heritage.

PRIVATE FRANK SCALZETTI (25), Italian; Brooklyn born and bred. Cocky with his sarcasm left in the "on" position.

PRIVATE PATRICK KELLY (20). Irish, red hair and freckles. Religious; God fearing with a bible to prove it.

PRIVATE CHUCK GALLOW (25). Bug-eyed; belly-acher. A paperweight with a rifle.

PRIVATE WENDELL P. MYRTLE (19). Six-foot-three, ninety-eight pounds. Southern; wears a cowboy hat instead of a helmet.

CORPORAL DONNY SPARKS (MEDIC) (21). Quiet, introspective. Can sew a man back together under heavy fire in a fox hole.

Private Scalzetti paces back and forth. He takes a puff from his cigar.

Northrop stands and eyes the prisoners from the other side of the bars. The MP opens the cell door. Northrop steps inside.

GUARD

Ten-hut!

The soldiers stand at attention. All except one - Private Scalzetti who stands in line with a hang dog expression.

NORTHROP

I'm Captain Alan Northrop. Effective immediately, I'm your new commanding officer.

He walks down the line of soldiers. He eyes them up and down.

NORTHROP (CONT'D)

I need volunteers for a top secret mission. It'll be dangerous. Some of you may not come back alive. But in return for your cooperation, each of you will have your sentences overturned.

Stunned silence. The soldiers smile -- all except Private Scalzetti.

PVT. SCALZETTI

Bullshit.

NORTHROP

What's your name soldier?

PVT. SCALZETTI
 Private Franklin Scalzetti. My
 friends call me Frankie. But you
 can call me Mister Scalzetti.

The squad smile and laugh.

PVT. SCALZETTI (CONT'D)
 See, I know something about military
 law. Only a general can give us a
 reprieve.

Northrop holds up a piece of paper.

NORTHROP
 You mean one of these?

Scalzetti looks at the official release. He eyes Northrop
 with a slight embarrassment.

Northrop steps nose to nose with Scalzetti.

NORTHROP (CONT'D)
 Look, you stupid bastard. You want
 to stay here, sweat out the rest of
 the war in this roach infested, shit
 smelling, six-by-eight cell be my
 guest, Mister Scalzetti.

He turns to the rest of the squad.

NORTHROP (CONT'D)
 As for the rest of you, those who
 want to volunteer, step forward.

The entire squad take one step forward. Except Scalzetti.
 He hesitates; spits-chew... and finally steps forward.

Northrop regards his men with a satisfied look.

NORTHROP (CONT'D)
 Briefing's in one hour. Departure's
 at oh-six hundred.

He marches out.

EXT. GERMAN U-BOAT HANGER - NIGHT

Heinrich leads a squad of German soldiers aboard. She walks
 up the plank that leads into the interior of the ship.

There the U-BOAT CAPTAIN and his SECOND OFFICER watch. Both
 officers salute Heinrich.

U-BOAT CAPTAIN
 Welcome aboard, Herr Major.
 (MORE)

U-BOAT CAPTAIN (CONT'D)
 (holds out his hand)
 May I have your orders?

Heinrich ignores the request. She leads her squad down an open hatch to the sub's interior.

HEINRICH'S SQUAD

Their uniforms carry the mark of the SS with a SILVER MEDAL IN THE SHAPE OF A WOLF'S CLAW.

The U-Boat Captain's eyes widen with astonishment as he comes to a self realization.

U-BOAT CAPTAIN (CONT'D)
 I don't believe it.

SECOND OFFICER
 Captain?

U-BOAT CAPTAIN (CONT'D)
 The Phantom Wolves.

SECOND OFFICER
 Sir?

U-BOAT CAPTAIN
 The Phantom Wolves. The Fuhrer's secret elite. Only those in the Fuhrer's inner circle are permitted to know of their existence.

Both men watch with concerned expressions as the last Phantom Wolf soldier climbs down and in to the U-boat.

SECOND OFFICER
 And those who are not in the Fuhrer's inner circle such as you and I?

The U-boat Captain places a consoling hand on the Second Officer's shoulder.

U-BOAT CAPTAIN
 We do what is expected of us. No more, no less. Prepare to disembark. Engines at one third.

SECOND OFFICER
 ... Aye Captain.

TOW LINES

They're tossed onto the dock. The U-Boat's engines ROAR. The vessel moves out of its hanger and submerges.

INT. AIRPLANE HANGER - NIGHT

Northrop's squad pack their gear. Scalzetti sits on his own gear -- smoking a cigarette. Sgt. Butowski looks on.

SGT. BUTOWSKI

Private, Scalzetti! Get ya gear stowed!

PVT. SCALZETTI

I'm on a coffee break.

Butowski marches over. He snatches the cigarette from Scalzetti's mouth and tosses it to the side.

SGT. BUTOWSKI

I said get ya gear stowed! That's an order, Private!

Scalzetti jumps to his feet. He locks eyes with Butowski.

PVT. SCALZETTI

If this were New York City, I'd have my friends unscrew your head and use it for a door stop, pal.

SGT. BUTOWSKI

That dream's three thousand miles away, Huckleberry.

Scalzetti cracks a grin. He backs down. He grabs his gear and climbs into the plane -- his furious eyes still fixated on Sgt. Butowski.

PVT. GALLOW

Careful, Sarge. Word is he's got connections with some heavy hitters back in Chicago and one of them's Al Capone.

SGT. BUTOWSKI

(unimpressed)

Back in Chicago Scalzetti was nothin' but a nickel and dime bag man who got used to people calling him Sir. The man's ego is almost as big as his mouth.

PVT. GALLOW

You seem to know Scalzetti pretty well.

SGT. BUTOWSKI

I should. He's my kid brother.

INT. MILITARY PLANE - STORAGE COMPARTMENT

Northrop finishes injecting himself with his pain killer. He breathes deeply as the pain from his cancer subsides.

He sits the empty syringe on the deck. REVEAL: Scalzetti watches through the cargo as Northrop stows his medicine.

Scalzetti frowns. His expression is one of: What the hell's going on with this guy?

He takes a quiet step back. He climbs back out.

EXT. MILITARY PLANE - DAY

Shapiro and Myrtle check weapons and artillery. A military jeep approaches. It parks a few feet from them both.

It's Lieutenant Elizabeth Cavendish. The driver removes her gear.

PVT. SHAPIRO

Hey, who's the dame?

PVT. MYRTLE

That there's must be that specialist Captain Northrop said be comin' along.

PVT. SHAPIRO

Hot damn. I think I may be in love, Myrtle. Or at least in lust.

PVT. MYRTLE

Better watch yourself. She's an officer.

PVT. SHAPIRO

Yeah? Then I'll salute her right after I unzip my fly.

Shapiro stands in a mock salute as Elizabeth climbs down from the jeep.

ELIZABETH

At ease, Private.

PVT. SHAPIRO

Yes, ma'am. Can I help you with that, ma'am?

ELIZABETH

No thank you, Private. I can manage.

Shapiro and Myrtle watch her ass as she walks past with her gear.

PVT. SHAPIRO
 I'll be... Take a good look, Myrtle.
 'Cause that there's what we're
 fighting for.

PVT. MYRTLE
 Her rear? I thought we were here to
 fight Nazis?

PVT. SHAPIRO
 Boy, you are a moron.

INT. PLANE - CARGO HOLD

Northrop sits, alone. He rubs his abdomen, holds in his
 discomfort as the cancer's pain continues to subside.

He reaches into his pocket. He leans back and gazes at a
 photo.

THE PHOTO

Northrop and a young woman. Both in a loving embrace.

BACK TO SCENE:

Elizabeth climbs in. Northrop sees her. Surprised, he rises
 to his feet instantly; puts the photo in his pocket.

ELIZABETH
 I didn't mean to startle you.

Northrop lifts a box of ammo. He cringes in pain once again.
 Elizabeth looks at him with a sympathetic gaze.

ELIZABETH (CONTD) (CONT'D)
 You all right, Captain?

NORTHROP
 That's no concern of yours,
 Lieutenant. I'll be fine.

ELIZABETH
 My apologies, Sir. I didn't mean to --

NORTHROP
 Was there something you wanted?

ELIZABETH
 There is something I've been meaning
 to discuss with you before we leave.

NORTHROP
 Which is?

ELIZABETH

You've made it clear your feelings regarding my accompanying you and your men on this mission.

NORTHROP

Indeed I have.

ELIZABETH

I just want you to know, Sir that I do not wish to be treated any differently simply because I'm a woman.

NORTHROP

You won't have to worry about that, Lieutenant. I never had any intention of treating you any differently.

ELIZABETH

Thank you, Sir.

NORTHROP

Now move your God damn ass and stow your God damn gear.

Elizabeth tries not to appear stunned at his response.

ELIZABETH

Yes, Sir.

She grabs her gear; salutes. Northrop watches as she heads for the exit.

EXT. TARMAC - US MILITARY HANGER - NIGHT

Elizabeth and several of the men board the carrier with their gear. Sgt. Butowski walks along the length of the plane.

He walks over to Private Kelly who's on one knee. Eyes closed.

SGT. BUTOWSKI

Kelly, let's go! We're moving out!

PVT. KELLY

Be there in just a second, Sarge!

Northrop rushes over.

NORTHROP

What's the hold up?

SGT. BUTOWSKI

No hold up, Capt --

PVT. KELLY

If the Captain don't mind, I was just blessin' this here mission. I've been on good terms with the Lord and he's seen fit to hear me out.

NORTHROP

Make it fast, private.

PVT. KELLY

Yes, Sir.

Kelly bows his head and closes eyes. Northrop and the rest of the squad watch.

PVT. KELLY (CONT'D)

Dear Lord, please bless this here mission of ours. Please bless our Captain and give him the wisdom to make the right decision and get us all home alive and in one piece.

NORTHROP

That's beautiful, Kelly. Now--

PVT. KELLY

Also Lord, if it ain't too much trouble, I'd really appreciate it if you could bless our guns and in particular the high yield explosives I'm carryin' so that we can in thy name blow the ever lovin' shit out of they fucking enemy, Amen.

He makes the sign of the cross.

NORTHROP

That was, uh... deeply moving, Kelly.

Kelly grins ear to ear.

PVT. KELLY

Thank you, Sir.

SGT. BUTOWSKI

All right, lets move out!

He and the men grab their gear and board the plane. The propellers kick to life. It's engines spit black soot.

EXT. RUNWAY - NIGHT

Northrop's plane races up the runway. It takes flight to an unknown destiny.

INT. NORTH SEA - NIGHT

Two WHALES glide effortlessly among the ocean depths. Their MATING CALLS pierce the watery blackness.

Another sound. This one man made. A large cylindrical object MOVES past the massive water mammals. It's a German U-boat.

INT. U-BOAT - CARGO HOLD

A boyish, U-BOAT CREWMAN (18) enters the cramped space. The Phantom Wolves turn their pale blues eyes at him.

The U-Boat crewman timidly addresses the stern-faced men.

U-BOAT CREWMAN

W-would any of you like something to eat? Something to drink perhaps?

No response. He steps over to one of the SS Wolves and calmly holds out a small bowl of hot, steaming biscuits.

U-BOAT CREWMAN (CONT'D)

I made them myself. You must all be hungry from your journey.

A Phantom Wolf soldier looks down at the bowl of freshly made biscuits. Silent and stoic -- he takes the bowl.

He grabs one biscuit. He then passes the bowl to the second Phantom Wolves soldier who sits beside him.

The second Phantom Wolves soldier repeats the same process. The bowl goes down the line with each Phantom Wolf taking a biscuit.

The Phantom Wolves all bite and swallow -- at the exact same time.

The image of their synchronized chewing unsettles the U-Boat Crewman.

Unnerved, the U-boat Crewman takes one cautious step back after another toward the hatch.

U-BOAT CREWMAN (CONT'D)

I have to go now.

The Phantom Wolves' collective blue eyes follow him.

U-BOAT CREWMAN (CONT'D)

Please forgive the intrusion.

The U-Boat Crewman closes the hatch behind him. The Phantom Wolves resume their synchronized chewing.

INT. U-BOAT - TORPEDO ROOM

The U-Boat Captain watches Heinrich and one of his Phantom Wolves complete the deployment of explosives

HEINRICH
Is that all of them?

PHANTOM WOLF SOLDIER
Yes, Mein Herr.

HEINRICH
Very good. Rejoin your men.

The Phantom Wolf soldier salutes. He exits the torpedo launch bay.

U-BOAT CAPTAIN
I have prepared a letter... for my wife. It mentions nothing of our mission, I swear it. It is... a good-bye to my family.

HEINRICH
You have a wife, yes?

U-BOAT CAPTAIN
Yes, Herr Major.

HEINRICH
Children?

U-BOAT CAPTAIN
A boy. Jurgan is his name.
(swallows)
I just want them to know, I did in performance in my duty.

He reaches into his coat pocket and pulls out an envelope. He hands it Heinrich who stuffs it in her coat pocket.

HEINRICH
Do not worry. I will see they receive your letter and news of your bravery to the Reich.

(beat)
I assure you, your sacrifice to Germany will not be forgotten. I promise it will be quick and painless.

U-BOAT CAPTAIN
Thank your, Herr Major.

EXT. GERMAN U-BOAT - NIGHT

Sitting on the ocean surface, against a FULL MOON in the b.g.

Two rubber rafts loaded with Heinrich and her men maneuver through waves en route to the distant shore.

EXT. GERMAN U-BOAT - MOMENTS LATER

It submerges. It vanishes beneath the dark waters.

INT. U-BOAT TORPEDO ROOM

The U-Boat Captain stands alone. He regards a black & white photo lovingly -- his wife and son.

REVEAL: armed torpedoes all around him. He walks over, places one hand on a switch --

U-BOAT CAPTAIN
(proud salute)
Heil Hitler!

He throws the switch --

EXT. GERMAN U-BOAT (UNDERWATER) - SAME TIME

KABOOM. A massive EXPLOSION tears through the length of the vessel as it breaks in half.

EXT. SHORELINE - NIGHT - SAME

As they move ashore, Heinrich and crew look back. The water erupts as the brutal explosion reaches the surface.

Heinrich reaches into her vest pocket. She pulls out the U-boat Captain's letter to his wife.

She tears it to pieces. She tosses it to the side. The torn pieces float away into the darkness.

Heinrich flips open her lighter. She casually lights up a cigarette.

EXT. AIRPLANE - FLYING-- MORNING

Northrop's plane flies toward an oncoming sunrise.

INT. COCKPIT - DAY

The PILOT and CO-PILOT sit at the controls. The Pilot eyes the terrain below.

Northrop enters the cockpit.

NORTHROP
How soon will we hit the target area?

CO-PILOT

According to the last reports we should see something any time now. Hang on a second! Sir-

PILOT

I see it.

THEIR POV

A massive outcrop of uprooted trees and snow. A trail of carved out earth leads to the bottom of a valley.

CO-PILOT

What the hell hit this place?

NORTHROP

Can you land this thing anywhere?

PILOT

Down there? Not a chance, Sir. The outcrop of snow down that valley's just too darn steep to land this thing upright.

INT. PLANE - CARGO HOLD - FLYING

Northrop climbs back over to the squad.

NORTHROP

All right, listen up. We're not able to land here! We're going to be dropped just north of the target area!

The squad casually strap on their gear -- all except Elizabeth who's clearly terrified.

She shoves her way past the squad and over to Northrop.

ELIZABETH

Excuse me, Captain!

NORTHROP

Lieutenant?

ELIZABETH

We're not landing??

NORTHROP

Problem, Lieutenant?

ELIZABETH

With all due respect, Sir, I have no intention of leaving the safety of this aircraft! Sir.

NORTHROP

I wouldn't worry. It's perfectly safe. You jump out when the light turns green. You count to five, then you pull your rip cord.

ELIZABETH

My What?

Northrop adjusts the goggles on her face.

NORTHROP

It's the metal ring on your chest. It releases the parachute.

ELIZABETH

Really? And all this time I assumed it was a decorative piece.

NORTHROP

You're joking.

ELIZABETH

I'm British. We never joke.

The jump signal lamp changes from RED to GREEN.

NORTHROP

Let's go!! Move! Move!

One by one the squad members leap from the aircraft...

Elizabeth is last. She's guided by Northrop to the exit. Elizabeth looks down.

ELIZABETH'S POV

A landscape of snow and ice waits to greet her.

BACK TO SCENE:

The cold wind strikes her face. She pulls down her goggles. She looks back at Northrop.

ELIZABETH

I suppose there's no chance of turning this plane around!

Northrop smiles.

NORTHROP

None!

ELIZABETH

With all due respect, Captain, if I didn't know any better I'd say you were enjoying my predicament!

NORTHROP
And you'd be right!

He pushes her out the door. She screams.

ON ELIZABETH

As she falls.

ELIZABETH
Three, four, five!

She yanks the cord to her parachute. It rockets open. It slows her free fall with an upward, hard yank.

She glides toward a patch of trees below.

ELIZABETH (CONT'D)
Uh oh...

EXT. FOREST - BALD SPOT - DAY

Northrop and his squad land. They each quickly unhook their parachutes. They quickly gather them up.

PVT. SHAPIRO
I think my fingers froze off.

PVT. SCALZETTI
Don't be a wuss.

NORTHROP
Where's Lieutenant Cavendish?

They all look through the tree line.

ELIZABETH (O.S.)
Excuse me!

The soldiers look up.

ELIZABETH

She hangs upside down, her parachute caught in a tree branch.

ELIZABETH
Little help?

EXT. SHORELINE - DAY

Heinrich and her squad arrive at the shore's edge. She flips open a map and compass.

HEINRICH
Half a mile north. We should arrive
at the vessel's crash site by morning.

She leads the way. Her men follow right behind.

EXT. ICY PATH - DAY

Northrop and his squad trek through a frozen forest.

PVT. PEREZ

So, Captain, explain this to us again.
We're out in search of some super
secret, advanced German plane?

NORTHROP

That's right, Perez. And from all
reports the Nazis designed it so
well it can out maneuver anything
we've got in the air.

PVT. PEREZ

You ask me, it's all a waste of time.
I mean, I come all the way from Puerto
Rico just so I could join the army
and serve my country by killing
Germans. And where do they put me?
In the middle of nowhere freezing my
cojenes off.

PVT. KELLY

Ya can always go AWOL, hop on a boat
back to Puerto Rico and go back to
sellin' tamales and killing
cockroaches.

Laughter from the squad...

PVT. PEREZ

How about I come over there and shove
a grenade up your culo instead, huh,
Kelly you Irish prick?

PVT. KELLY

Just try it ya greasy Mexican.

PVT. PEREZ

I'm Puerto Rican, pendejo.

ELIZABETH

I'd always heard that war creates a
bond that brings soldiers together
and makes them brothers. I see you
both have yet to embrace that concept.

SGT. BUTOWKSI

Captain, if this plane is as advanced
as army intelligence says it is,
makes sense the German High Command's
gonna send a team of their own to
retrieve it.

Northrop stops. He turns to Sergeant Butowski. He beams a determined gaze.

NORTHROP

Then we blow it to kingdom come before
we let those bastards lay one finger
on it.

SGT. BUTOWSKI

Yes, Sir.

PVT. SCALZETTI

Listen, Lieutenant, if we run in to
any Germans, don't worry, I'll protect
ya.

ELIZABETH

I didn't volunteer for this mission
to stroke your ego, Private.

PVT. SCALZETTI

(laughs)

That's okay Lieutenant. I got
something else for you to stroke.

Northrop grabs Scalzetti by his collar. He shoves him up
against a tree.

NORTHROP

Watch the mouth, Private. She's
your superior officer. We clear?

PVT. SCALZETTI

Yeah, sure thing, pal.

NORTHROP

Try "Yes, Sir" on for size.

PVT. SCALZETTI

Yes, sir.

Northrop releases his grip on him then moves on. Scalzetti
beams a lethal gaze at Northrop -- the look of a bruised
ego.

EXT. FOREST - DAY

Heinrich and her squad continue their long trek across ice
and snow.

THE EARTH RUMBLES BENEATH THEIR FEET. An INHUMAN GROWL erupts
from within the forest.

Heinrich's squad exchange unsettling glances as the sound
QUICKLY FADES AWAY.

Now only the dense snow and silence surrounds them.

Heinrich regains her composure. She removes the pistol from its holster. She gives the signal to march on.

EXT. SNOW TRAIL - DAY

Northrop and his squad are hit with a BLAST OF WIND. THE GROUND TREMBLES BENEATH THEIR FEET.

The trees shake violently. Snow from their tops plunges to the ground as a massive GROWL echoes in the distance.

PVT. GALLOW

Wha-what the hell was that?

NORTHROP

Sounded like a bear.

PVT. GALLOW

M-Maybe it was a dog.

PVT. PEREZ

(frightened)

Yeah, right. One big Chihuahua.

NORTHROP

Keep your eyes peeled.

He leads the soldiers further into the unknown forest void.

EXT. FOREST - DAY

Silent. Northrop and his men walk across an icy path. Snow crunches beneath their combat boots.

EXT. SNOW CAPPED HILLTOP - DAY

The soldiers gather above the ledge. A Russian village lies at its base.

Northrop eyes the village through his binoculars.

NORTHROP'S POV

Empty, lifeless. The carcass of dead bodies lay scattered everywhere.

NORTHROP

What the hell...

PVT. GALLOW

Holy Mary. What the hell hit this place? Germans?

SGT. BUTOWKSI

Orders, Captain?

NORTHROP

We're allies with the Russians,
Sergeant. That means we render aid.
Assuming of course there's anyone
still breathing down there.

EXT. RUSSIAN VILLAGE - DAY

Northrop and his men enter silently. They race across the farm -- weapons primed and ready.

INT. VILLAGE BARN - DAY

Northrop kicks the doors open. He charges inside with his men.

BODIES

Shriveled like prunes lie in the dirt.

Private sparks kneels down beside one of the bodies. He lifts its arm with the end of his machine gun. It wobbles like a rag doll's.

NORTHROP

What the hell...

PVT. SPARKS

It's as if all the fluid in the body's
been drained. Even bone.

Elizabeth sees the horrific sight. She turns and throws up. She takes a gasp of air. She regains her composure.

PVT. PEREZ

You okay?

ELIZABETH

I'm fine... fine.

She throws up again.

PVT. PEREZ

Yeah. I can see you're really keeping
it together, Lieutenant.

EXT. CENTER OF RUSSIAN VILLAGE - DAY

Private Shapiro and Private Myrtle hurry over to Northrop as he emerges from the barn.

NORTHROP

Anything?

PVT. SHAPIRO

Not a soul left alive.

(MORE)

PVT. SHAPIRO (CONT'D)
 What the hell happened to these
 people, Captain?

NORTHROP
 You tell me, Private.

ELIZABETH
 Perhaps the Germans are testing a
 new weapon. One that renders the
 body desiccated.

PRIVATE MYRTLE
 Desi-what??

ELIZABETH
 It means without fluid.

PVT. MYRTLE
 (tips back his helmet
 slightly)
 Holy Toledo.

SGT. BUTOWKSI
 What now, Captain?

NORTHROP
 We move on and continue with our
 mission objective.

ELIZABETH
 (stunned)
 Sir, innocent men, women and children
 have just been murdered. War crimes
 have just been committed. We need
 to report this to command-

NORTHROP
 All right, let's move out.

ELIZABETH
 Sir-

Northrop takes her by the arm and to the side, away from the
 rest of the squad.

NORTHROP
 Look, this whole war is one great
 war crime. I don't need a moral
 compass. In the meantime you can
 just impress the hell out of me and
 follow orders. We clear, Lieutenant?

ELIZABETH
 As glass, Sir.

Northrop walks off. Scalzetti smiles at Elizabeth.

PVT. SCALZETTI
Ain't he sweetie pie?

EXT. FOREST - DAY

Heinrich and her squad struggle as they make their way through the dense snow and ice.

A THICK MIST envelopes the forest before them.

ON HEINRICH

As she pulls back the bolt action to her machine gun. She watches the white mist as it creeps along the ground with an almost conscious malevolence.

The fog increases in size. It exhales A HIGH PITCHED SQUEAL that increases in intensity.

HEINRICH'S SQUAD

With trained precision they take aim in the direction of the approaching sound. A RUMBLE of hooves at full gallop...

THE MIST

A SET OF HORNS advances through the thick haze. Only portions of its body can be seen as it lumbers toward the soldiers.

HEINRICH

Even in the freezing cold, a bead of sweat trickles down the side of her face. She's transfixed on what's to come...

Then.. DEERS, BEARS and OTHER WILDLIFE materialize from the mist.

They charge right for the soldier's stance -- fleeing something.

The soldiers take cover. They watch the massive exodus of forest animals bolt past them.

Heinrich looks back at her Phantom Wolves. She snaps an uneasy glance as she sees something on their faces -- fear.

EXT. SNOWY CLIFF - DAY

Northrop and his men arrive at the cliff's apex. They gaze down at an astonishing sight.

A FLYING DISC

The classic shape. Some twenty meters across. Part of its hull lies buried beneath the snow and earth.

PVT. SCALZETTI
I'll be damned. Looks like something
right out of Flash Gordon.

ELIZABETH
Flash who?

PVT. SCALZETTI
You're kidding. You ain't ever heard
of Flash Gordon??

ELIZABETH
No.

PVT. SCALZETTI
And you call yourself a scientist?

NORTHROP
All right, let move.

The squad begins the climb down to the crash site.

PRIVATE KELLY

Pulls out his Saint Christopher medal from beneath his uniform
and looks skyward --

PVT. KELLY
Lord, protect me from any and all
enemies the devil shall place in my
path.

He plants a hard kiss on it.

EXT. UFO CRASH SITE - DAY

North and the squad arrive. Elizabeth approaches the craft
with the expression of a child just given a new toy.

ELIZABETH
Astonishing! Look at it! No
airfoils! No external engines of
any kind! Simply a marvel of
engineering!

PVT. SCALZETTI
What's next? You gonna plant a big
sloppy one on Hitler?

She runs her hand along the side of the craft's hull.

ELIZABETH
No rivets, no seams. It's as if the
aircraft were made from a single
piece of alloy.

PVT. MYRTLE

I'm from Burnt Corn Alabama and even I know this here ship weren't built by no Nazis.

All heads turn to Private Myrtle.

PVT. SCALZETTI

Look-ee what we have here. A comment from the peanut gallery.

ELIZABETH

I didn't realize you had an engineering background in modern avionics, Private.

PVT. MYRTLE

Me? Shucks, no ma'am. Didn't get past the third grade. But I seen me Flash Gordon at the Matinee to know what rockets from outer space look like.

PVT. SCALZETTI

That's good enough for me. Thank you Professor Myrtle.

NORTHROP

Lieutenant, what do you make of these?

Elizabeth looks in Northrop's direction.

THE CRAFT'S HULL

It has symbols that resemble hieroglyphics imprinted on its side.

ELIZABETH

I don't know. It isn't German.

PVT. MYRTLE

See? Told ya.

ELIZABETH

In fact it doesn't resemble any language I'm familiar with.

PVT. PEREZ

If you think that's something, take'a look over here.

They walk over to a section of the craft where Private Perez stands.

A TORN OPENING

Within the fuselage of the craft. It's huge. A soft GLOW emanates from within.

ELIZABETH

Appears to have suffered damaged from its mid-air collision.

Northrop beams a suspicious glance at the torn opening.

NORTHROP

This wasn't the result of any collision. This wasn't caved in. It was caved out. Something tore its way out from inside.

SGT. BUTOWKSI

Tore it's way out?

Northrop points to the snow.

SNOW PRINTS

Multiple, large indentations in the earth suggest something otherworldly emerged from the ship -- lead in to the forest.

NORTHROP

Those look like any German boot prints you ever saw?

ELIZABETH

My God. You realize what we may have here??

PVT. SCALZETTI

Here she goes again....

ELIZABETH

A space craft. Possibly from outside our universe! Imagine the potential of scientific advancements! What we could learn!

PVT. MYRTLE

Wait until I write home about this!

NORTHROP

Save the letter, Private. We still don't know what crawled out of this thing. It could greet us or eat us. Take your pick.

He looks at the forest with cautious glance.

SPARKS

Looks out at the forest around him; suspicious. He steps away from the group and stands out in the open.

THE TREES

Sway gently in the light wind. The sight is almost too serene. The wind suddenly subsides, enveloped in silence.

Sparks sees a something in the distance. He looks over at Northrop.

PVT. SPARKS

Captain, I got movement --

ZIP! A sniper's round tears through his chest. Sparks crumples to the ground. Blood pools in the snow around him.

Northrop and his men hit the ground. They return fire -- shooting randomly into the trees.

Butowski leaps over to Sparks' body. He drags it back over to the ship. He checks his vital signs. He's dead.

SGT. BUTOWSKI

Dammit!

He abandons Sparks' dead body. He crawls and tumbles into a ditch as BULLETS TEAR UP THE GROUND AROUND HIM.

PVT. SCALZETTI

Where the hell they shooting from!!

PVT. SHAPIRO

Just shoot!

PVT. PEREZ

I'm shooting! I'm shooting!

TRACER FIRE. Rounds streaks past Northrop's head striking the earth around him.

THE FOREST EXPLODES WITH MORE GUNFIRE.

Northrop yanks a gas grenade from his vest. He pulls the pin.

He throws it out into the open. Perez throws another. The gas grenades EXPLODE. A cloud of red smoke envelopes the area.

NORTHROP

Move! Move!

As the they leap from their positions, Northrop and his men lay down suppressive fire...

They take refuge behind the UFO's massive, protruding landing gear.

More TRACER FIRE streaks in and out of the red smoke.

German BULLETS STRIKE THE UFO'S HULL. THEY BOUNCE OFF AND RICOCHET.

The enemy ceases fire. There's now a calm silence. Northrop watches as the red gas dissipates.

Heinrich appears within the gas cloud. She stands there, expressionless, as if having been conjured by a magician.

PVT. SHAPIRO

Holy goose fuck. We got us a Nazi, sir!

(to himself)

A damn good lookin' one too.

HEINRICH

I wish to speak with the commanding officer.

NORTHROP

Well, you got him!

HEINRICH

I am SS Major, Herta Heinrich.

NORTHROP

Captain Alan Northrop. State your purpose.

HEINRICH

Captain Northrop, you and your men are surrounded by elite forces of the Waffen-SS unit. You wish to live, yes?

Perez and Scalzetti exchange a confused look.

NORTHROP

I'm listening.

HEINRICH

I thought perhaps we could discuss a complete and unconditional surrender.

NORTHROP

Great. Just tell your boys to drop their weapons and surrender.

HEINRICH

I was referring to yours.

Northrop aims his machine gun at Heinrich. He chambers a round.

NORTHROP

I'd rather blow your head off, if it's all the same to you.

HEINRICH

This is no time for your American heroics, Captain. I won't make this offer again. You have my word as an officer no harm will come to you or your men if you choose to turn around and abandon your mission.

NORTHROP'S POV

Heinrich's men are laid among trees; their guns at the ready.

NORTHROP

Is that the same word you gave to those men, women and children at the village before you slaughtered them?

HEINRICH

Village? I know of no village.

PVT. SCALZETTI

Lyin' Nazi bitch!

HEINRICH

I suggest your accept my terms while the offer still exists.

NORTHROP

And the ship?

HEINRICH

It is now the property of the Third Reich.

PVT. SHAPIRO

Permission to put a bullet between the eyes of this Nazi, bitch, Sir?

NORTHROP

If it's all the same to you, Major, we'll stay and fight.

HEINRICH

You have been watching too many of your American John Wayne movies. This is not the wild west.

NORTHROP

Actually, I was always partial to Humphrey Bogart.

HEINRICH

Pity. And I always believed American officers were smarter than this.

NORTHROP

Yeah. I know. We're a big disappointment.

PRIVATE MYRTLE

Looks over at the side of the ship. SOMETHING slithers beneath the snow -- right toward his position.

PVT. MYRTLE

Captain!!

Northrop looks past Myrtle's direction.

CLOSER - THE SNOW

It's a German soldier camouflaged to appear as snow.

THE BARREL OF A GERMAN MACHINE GUN EMERGES FROM THE CAMOUFLAGE. THE SOLDIER BENEATH IS ABOUT TO OPEN FIRE!

Northrop aims his weapon to fire. He unexpectedly drops to his knees; then to his side in agony as the cancer pain returns with a vengeance.

Heinrich sees this. She runs off!

HEINRICH

(to her men in German;
subtitled)

Kill them!! Kill them all!!

SGT. BUTOWSKI

Captain!

The Phantom Wolves unleash a barrage of GUNFIRE.

Butowski bolts over to Northrop. The Rest of the squad return fire. They manage to hit one Phantom Wolf in the chest.

It's a brutal exchange of firepower...

In agony, Northrop's hand trembles as he reaches into his vest pocket. He removes a syringe of the experimental pain killer.

He pops off the cap with his mouth. He slams the uncapped end of the syringe into his abdomen.

German bullets tear up the ground around him.

The pain killer does its job. It instantly suppresses the cancer's pain.

With lightning hands Northrop cocks back the hammer to his machine gun. He returns fire.

A GERMAN SOLDIER

He spots Northrop. He aims his weapon at him; gets ready to fire!

GERMAN SOLDIER'S POV

He looks through the scope to his rifle. Gets ready to fire. A NON-HUMAN OBJECT STEPS IN HIS FIELD OF VIEW.

BACK TO SCENE

The German soldier pulls his eye away from his rifle's scope.

He looks up. His terror-filled eyes are greeted with the sight of a hideous creature:

A PARASITE

Thick, green scales drape an immense, gelatinous body. Razor sharp tentacles spring from its sides with the vibratory speed of a rattle snake's tail.

It lets out a high-pitched SHRIEK. It fires a tentacles at the German soldier's chest. It punches a hole through his body.

It lifts him into the air like a rag doll. It catches him with its open mandibles.

The German soldier screams out in agony as he's swallowed whole by the alien nightmare.

It's total chaos. MORE CREATURES EMERGE FROM THE FOREST. Northrop, Heinrich and their squads turn from shooting at one another -- to shooting the creatures.

PVT. SHAPIRO

What the hell's this!!

The Barrage of firepower only seems to piss the Creatures off.

They scurry across the ground. They leap onto a German soldier -- almost too fast.

INT. DITCH - DAY

Scalzetti, Butowski, Heinrich and the rest of her squad line the ditch.

They unleash an uninterrupted barrage of machine gun fire at the creatures.

PVT. SCALZETTI

You can all kiss my red, white and blue ass!!

A MASSIVE HOWL ERUPTS FROM WITHIN THE FOREST.

THE TREES

Are shoved apart with massive force. They CRACK as they topple over. They SLAM onto the snow.

MORE ALIEN CREATURES STAMPEDE TOWARD THE SOLDIERS.

These are more fierce and sleeker. Their lower abdomens are transparent. WE SEE their repugnant, internal organs and fluids undulate.

ELIZABETH

Dear God...

PVT. SCALZETTI

This is turning out to be a real
shitty day let me tell ya!!

The soldiers continue to fire weapons at the charging creatures.

Multiple tentacles emerge from their sides. They use them to drag their bodies across the snow at amazing speed.

They EMIT an ear-piercing SHRIEK!

Two more German Phantom Wolves soldiers are caught by the creatures.

Their screams are cut midway as they're both drained of bodily fluids and bone...

Their lifeless, shriveled carcasses are thrown aside.

Heinrich empties her revolver. She throws her pistol to the side. She bolts over to a dead member of her squad.

She pulls the dead soldier's pistol from its holster. She races over to a boulder at the cliff base for cover.

ELIZABETH

Her eyes lock onto a section of the alien predator's body.

ELIZABETH'S POV

A thin, transparent membrane is all that protects its underbelly.

BACK TO SCENE

Elizabeth aims directly at it. She unloads a barrage of gunfire at the membrane. The bullets RIP IN TO IT.

A cauldron of steaming alien organs spill out onto the snow. The parasite lets out an ear-piercing DEATH CRY.

ELIZABETH

It's lower torso! The gut! It's unprotected! Shoot them there!

German and American squads do just that. They blast away at the creature's transparent undersides.

A GERMAN SOLDIER

He trips. He falls face down, A TENTACLE GRABS HIM AT THE ANKLE.

GERMAN SOLDIER

(in German; subtitled)

Help me! Help me!!

With ruthless efficiency the alien creature tosses the helpless soldier into the air.

It catches his entire body in its mouth. It swallows him whole.

The alien creature SCREAMS AND HOWLS in triumph despite German and American bullets ripping open its massive body.

NORTHROP

Throws a grenade at the hideous monster. The creature steps on the grenade.

The grenade EXPLODES. The BLAST splits the creature in half. It lets out an ear-piercing DEATH CRY.

The creature's organs release steam as they make contact with the snow and ice.

Heinrich, Northrop and their men emerge from their positions.

They encircle the now dead alien beast. Stunned, they don't even bother to open fire upon one another.

NORTHROP

What the hell is it...

ELIZABETH

I've seen something like this before. Only in the lab.

PVT. SCALZETTI

You gotta be shitting me. Where'd you see something like this?

ELIZABETH

Under a microscope. It has all the characteristics of a single cell, self replicating organism.

PRIVATE GALLOW

A killer germ??

ELIZABETH

More like a cancer cell.

PVT. SHAPIRO

This is what came out of that ship?

PVT. SCALZETTI

That's one ugly son of a bitch.

PVT. GALLOW

Jesus... H... C-Christ.

More sinister SHRIEKS cry out from within the forest. The ominous sounds INCREASE IN INTENSITY.

PVT. GALLOW (CONT'D)

We got company! Inbound!

ELIZABETH

We have to leave now.

NORTHROP

Well, Major, Heinrich. We could leave or finish the fight we've started.

HEINRICH

My men and I have a mission. I intend to complete it.

NORTHROP

I'm not sure if that's German courage or German stupidity.

HEINRICH

Make of it what you will. Leave now. While you still can.

NORTHROP

Just as soon as I finish what I came here to do. Kelly.

PVT. KELLY

Sir.

NORTHROP

Now!

PVT. KELLY

Yes, Sir.

Kelly pulls out a detonator. He turns the small handle. AN EXPLOSION RIPS THROUGH THE UFO'S UNDERBELLY.

Its landing gear is BLOWN OFF. Multiple charges IGNITE ALONG THE SHIP'S HULL. The craft topples further into the snow.

What was once a near perfect spacecraft is now a charred metal hulk. Plumes of dark smoke reach up to the sky like pitch-black fingers.

Heinrich and his men look on, stunned at the sight.

NORTHROP

She's all yours, Major.

HEINRICH

You, Sir, are no officer.

NORTHROP

Or a gentleman. Have a nice day.

Heinrich pulls out her revolver to fire. Northrop returns the gesture. He aims his machine gun at her.

THE HOWLS GROW CLOSER.

NORTHROP (CONT'D)

We could waste our ammo on each other or on whatever the hell is heading for us. Take your pick.

THE TREES

They topple brutally one by one as more creatures stampede toward them.

NORTHROP (CONT'D)

Let's move out! Now!

He leads his men in the opposite direction of the oncoming alien hoard.

Heinrich hesitates. With no choice she follows Northrop into the forest.

EXT. FOREST - THE SOLDIERS - DAY

They run like hell. Some trip, others fall. They quickly get to their feet as the unearthly foe HOWLS and SHRIEKS.

A GERMAN SOLDIER

He trips over a tree branch.

MYRTLE

Looks back. He sees the German soldier try to get to his feet. He races over to him.

Northrop sees Myrtle turn back to rescue the German soldier.

NORTHROP
Myrtle! Let's go!!

Myrtle helps the grateful German soldier to his feet.

PVT. MYRTLE
(to German soldier)
You okay?!

GERMAN SOLDIER
Ya! Danka!

PVT. MYRTLE
Heck of a sneeze ya got there!

They both race for their lives.

EXT. DITCH - DAY

Heinrich, Northrop and their men leap into an elongated ditch. They line the edge with their weapons.

NORTHROP
Here they come!

A THUNDEROUS HERD OF ALIEN CREATURES

Storm what is now a battlefield. Northrop and his men fire at the moving targets, fighting for their lives.

THE CREATURES

SCREAM and SHRIEK as white hot projectiles tear away massive chunks of alien flesh.

A CREATURE

A muscular tube, peppered with veins extends from its back. It FIRES jelly-like BALLS INTO THE AIR AS IT DIES.

THE EMBRYONIC GLOBS

They land into the ditch.

PVT. SHAPIRO
What the hell are those!?

The balls break open. PARASITIC HATCHLINGS emerge. They attack with the speed of voracious rodents.

Northrop, Heinrich and their men scream as they try and shoot the tiny, lethal creatures.

PVT. KELLY
Shoot 'em!!

PVT. MYRTLE
Move move!!

PVT. SCALZETTI
Dammit! Get out of my way!!

PVT. GALLOW
(terrified)
Get away from me! Get away!!

The German soldiers scream the same terror laced language in German.

A German soldier falls. His gun GOES OFF. The bullet hits Scalzetti in the leg. Scalzetti screams.

A PARASITE

It lands and wraps itself around a German soldier's face.

It melts into his skull. It drains the bone and fluid from his head leaving a headless torso.

A BULLET

Blasts the creature as it grows. It's killed instantly.

NORTHROP

He pulls out a bazooka. He loads it. He aims it at the last alien creature that charges toward his position.

NORTHROP
I'm right here! Come on you son of
a bitch! Say "Ahhhhh!"

He SHOOTS. The shell strikes the creature DEAD ON -- in its mouth. Its membrane EXPLODES.

The vile parasite SLIDES to a dead stop -- inches from Northrop's face.

Exhausted, the soldiers now stagger to their feet.

MORE HOWLS AND SHRIEKS IN THE DISTANCE

Terror approaches the soldiers. They gaze at the forest with a collective, stunned silence.

PVT. GALLOW

This is a nightmare! It's a
nightmare! They're everywhere!

PVT. SHAPIRO

Shut up! You're gonna give us away!

PVT. GALLOW

But you saw 'em! What they do!
Jesus! Am I the only one who sees
we're in deep here?!

HIENRICH

They are attacking in waves. Trying
to exhaust us as well as exhaust our
ammunition.

PVT. KELLY

You talk like those things can
actually think.

ELIZABETH

There are many species of insects
here on earth that use military
tactics. The common ant--

PVT. GALLOW

The hell with the insect lesson,
lady! We're all gonna die!!

NORTHROP

Calm down, Gallow!

ELIZABETH

We need to find shelter so we can
rest and develop a plan. Now!
While there's still time!

HEINRICH

Your Lieutenant is correct.

NORTHROP

All right. Let's move.

Northrop leads the way. He looks back at Heinrich who
hesitates to follow.

NORTHROP (CONT'D)

You coming, Major?

HEINRICH

Yes. However, let us understand
neither my men or myself are taking
orders from you.

Heinrich waves her men to follow Northrop.

EXT. CAVE ENTRANCE - NIGHT

RAIN POURS down upon the snow. Northrop shines a light at the cave's entrance.

He climbs inside.

NORTHROP (O.S.)

It's safe!

EXT. FARM - DAY

A bright and sunny day. It's Northrop as a young BOY (9). He runs across a wheat field with his dog.

BOY

Hey, boy! Come on!

The dog runs toward him. They tumble joyfully upon the ground.

MOTHER'S VOICE

Alan! Time for lunch!

BOY

Be right in mom!

He grabs the dog and plays with its floppy ears.

BOY (CONT'D)

Who's tough? Think you're tough,
huh?

The dog pounces playfully on his chest. An alien PARASITE appears behind young Northrop. It raises its razor tentacles at him.

It rips off his head.

NORTHROP

Jolts awake from his nightmare. He hears a VOICE. He looks over at Private Gallow who operates the portable radio.

PVT. GALLOW

Captain! I raised Charlie Baker
Three! Signal's weak but I got 'em!

Northrop staggers slightly. He grabs the mike from Private Gallow.

The soldiers, both American and German, crowd around Northrop.

NORTHROP

This is Able Baker Two to Charlie
Baker Three, over.

VOICE (V.O.)

This is Charlie Baker Three. Who is this, over?

NORTHROP

This is Captain Alan Northrop. We are eighteen miles east of grid twelve. We are pinned down by...

(to Elizabeth)

Just how the hell do I describe the shit hole we're in?

ELIZABETH

Tell them the truth.

NORTHROP

Charlie Baker Three. We need you to relay the following message through Command Baker to General George S. Patton, over.

VOICE (V.O.)

Patton?? Listen buddy, we have no record of any squad or any other soldiers in your theater of operation, over.

PVT. SCALZETTI

That's because we're on a secret mission you asshole!!

(calmly)

Over.

NORTHROP

Charlie Baker Three, you can either follow a direct order of superior officer or surrender yourself for a God damn court martial! Your choice!

PVT. SHAPIRO

That's telling the son of a bitch.

Silence. Then a more cooperative tone of voice emerges from the radio.

VOICE (V.O.)

You say your name is Captain Alan Northrop? Over?

NORTHROP

The one and only.

VOICEI (V.O.)

Message is as follows, Sir? Over.

NORTHROP

Message reads: downed aircraft not of German design. Origin unknown. Hostile enemy. Inhuman. Lethal. Recommend all available fighters and bombers be diverted to these coordinates to destroy craft and occupants. Got that Charlie Baker Three?

VOICE (V.O.)

Holy shit. Yeah, yeah, I got it.

NORTHROP

Get moving!

VOICE

Y-Yes, sir! Charlie Baker over and out!

Northrop drops the mike. He leans back, exhausted. The soldiers around him stand down; relieved.

INT. CAVE - NIGHT

The soldiers rest in the warmth of a crackling fire.

NORTHROP

Coughs into a handkerchief. He looks down at it.

THE HANDKERCHIEF

Peppered with large droplets of blood.

Northrop grimaces from a sharp pain. His cancer signs becomes more obvious.

He reaches into his vest pocket. He pulls out another vial of pain killer.

HEINRICH

Opens her tired eyes. She sees Northrop slam the syringe into his abdomen.

HEINRICH

Is bad sickness, yes?

NORTHROP

I got it under control. Just go back to sleep.

HEINRICH

Not if it requires morphine to cope.

NORTHROP

What're you now? A doctor?

HEINRICH

No. Merely an observer.

NORTHROP

Tell me, Major. What were you before they slapped that uniform on you and taught you to jump every time they'd snap their fingers and shout "Sieg Heil?"

HEINRICH

A German with no direction in her life. Now, thanks to our glorious Fuhrer, Germany stands at the brink of a thousand year Reich.

NORTHROP

It'll be pulverized out of existence before it ever takes those first steps. You can count on it.

He turns over, closes his eyes and rests. Heinrich gets to her feet and walks away.

MYRTLE

He looks over at TWO GERMAN SOLDIERS who watch him smoke a cigarette.

PVT. MYRTLE

You boys smoke?

They nod yes with eager faces. Myrtle leans over and gives them each a cigarette.

Scalzetti limps over.

PVT. SCALZETTI

What the hell do ya think you're doing?

PVT. MYRTLE

Just bein' friendly. We all in the same boat now, ain't we?

PVT. SCALZETTI

They're still the enemy you corn fed hick! That one shot me in the leg!

PVT. MYRTLE

I thought he grazed you?

PVT. SCALZETTI
 It still hurts all the same!
 Besides, they killed Sparks! They
 shot him in the neck and took out
 his wind pipe!!

GERMAN SOLDIER#1
 I... sorry for leg.

Scalzetti turns a stunned expression at the German soldier.

PVT. SCALZETTI
 What did you say to me you piece of
 shit? So you speak English??
 (stands with a grin)
 Read too, do ya?

German Soldier #1 nods yes.

PVT. SCALZETTI (CONT'D)
 Yeah? Well both a you can just pucker
 up and kiss this...
 (points to his butt)
 Right here.

A SECOND GERMAN SOLDIER, angry at Scalzetti's rudeness stands
 up for his comrade.

GERMAN SOLDIER#2
 I do not need gun to kill you!

Scalzetti smiles. He stands there, smug with arms crossed.
 It's David versus two Goliaths.

PVT. SCALZETTI
 Two against one, huh? Well, you
 krauts are in for one hell of a
 surprise. Because my boys behind me
 will back me up. Ain't that right
 fellas?

SGT. BUTOWSKI
 Nope.

PVT. PEREZ
 You're on your own.

PVT. SCALZETTI
 Myrtle?

PVT. MYRTLE
 Corn fed hick, huh.

Scalzetti smiles at the German soldier who shot at him
 accidentally.

PVT. SCALZETTI
Apology accepted.

He turns and slinks back down.

ELIZABETH

Sits away from both sides. She scribbles with intensity onto a small pad when Heinrich walks over to her.

HEINRICH
Your Captain is dying.

ELIZABETH
Excuse me?

HEINRICH
I have seen this face... on the battlefield. You are next in command, yes?

ELIZABETH
Is there something you wanted, Major?

HEINRICH
You are an officer. I speak to you as a kindred equal.

ELIZABETH
I'm also Jewish.
(beat)
Are we still equal?

HEINRICH
I have nothing against Jews.

ELIZABETH
No offense, Major but I do find that rather hard to believe.

HEINRICH
You know as well as I do we shall never make it out of this forest alive. Not with the weapons we have.

ELIZABETH
A rather bleak outlook, wouldn't you say?

HEINRICH
A more realistic one. There is no guarantee your message to headquarters is being taken seriously. We are alone. We must rely upon one another.

She takes Elizabeth's hand and caresses it.

HEINRICH (CONT'D)

You have the hands of one who has
been pampered all her life. These
are the hands of wealth and privilege.

(beat)

They're quite exquisite.

Uncomfortable at her touch, Elizabeth pulls her hand away.
She shoves it back in her coat pocket.

ELIZABETH

Americans are crude, rude and have
little in the way of manners.

However, they do have one
characteristic I've learned to
appreciate: They get to the point.

Elizabeth's firm response sparks an impressive glance from
Heinrich.

HEINRICH

I believe that we can defeat these
creatures by going back to their
spacecraft.

ELIZABETH

Going back?

HEINRICH

There may be weapons there which
could help us. Speak to your Captain.
Convince him it is our only
alternative.

NORTHROP (O.S.)

All right.

Heinrich turns. Northrop stands behind her.

NORTHROP (CONT'D)

I'm in.

(walks past)

We move out at first light.

He lies down near his gear. Closes his eyes.

Heinrich walks back over to her men -- all of whom sit beside
Private Kelly as he recites from the bible.

She beams a disapproving gaze at them.

PVT. KELLY

Dear Lord, intercede on our behalf...

EXT. FOREST - AERIAL VIEW - JUST BEFORE DAWN

Northrop, Heinrich and their men forge ahead along an icy path.

EXT. FOREST - DAWN

The soldiers march toward a snow capped hilltop.

HEINRICH

She keeps a keen eye on Northrop who's pain becomes more obvious.

EXT. UFO CRASH SITE - DAWN

Northrop, Heinrich and their men take flank positions around the alien ship.

THE FLYING SAUCER

Is fully intact. Not a scratch anywhere on its hull. Northrop runs his hand along the skin of the vessel.

NORTHROP

Doesn't make any sense. We turned this thing into scrap metal.

ELIZABETH

It's somehow managed to repair itself.

HEINRICH

Repair itself? How is that possible?

Elizabeth removes her glove. She runs her hand along the side of the ship.

ELIZABETH

My God. I don't know why I didn't notice it before.

NORTHROP

Notice what?

ELIZABETH

This ship isn't made from any metal. Its hull feels just like...

She pulls her hand away and stares at her palm, astonished.

ELIZABETH (CONT'D)

It's a biological form of life.

HEINRICH

You speak as if the ship were alive.

ELIZABETH

This is more than a ship. It's a living, breathing organism. I'm convinced of it.

(beat)

And it's in the process of healing itself.

NORTHROP

Lieutenant. We're here to find weapons that could help us destroy those creatures and that's all. That's our shopping list for today. We clear?

ELIZABETH

Yes, Sir.

Northrop spots a section of hull that hasn't sealed itself yet. The opening is large enough to climb through.

NORTHROP

Sergeant, I want you and the men to stay out here. If you see those things coming and we're not back in time you run like hell. Understood?

SGT. BUTOWSKI

Yes, Sir!

INT. FLYING SAUCER - BRIDGE - DAY

Northrop, Heinrich and Elizabeth enter through the damaged hole in the deck. Their weapons still poised and ready to shoot.

They walk along the bridge. Their combined flashlights reveal an interior more reminiscent of a castle with advanced electronics.

NORTHROP

What do you suppose happened to the crew?

HEINRICH

Perhaps they ejected from the ship before the collision.

ELIZABETH

Or perhaps there was never a crew to begin with.

EXT. FLYING SAUCER - DAY

Scalzetti pulls out a folded piece of paper. He holds it out to Butowski.

SGT. BUTOWSKI

What's this?

PVT. SCALZETTI

I wrote it last night. It's for ma.
In case anything happens to me...
that is, if I don't make it back...

(beat)

Just take it.

SGT. BUTOWSKI

Anything you gotta say to ma you'll
tell her yourself when you get back.

PVT. SCALZETTI

Listen, God dammit, I got a funny
feeling I ain't gonna come outta
this thing alive, see? So, I'm asking
ya, as my brother. Do me this one
favor.

Scalzetti remains silent. He continues to hold out his
mother's letter to Butowski.

Reluctant, Butowski accepts the letter. He shoves it into
his vest pocket.

INT. FLYING SAUCER - BRIDGE

Elizabeth, Northrop and Heinrich continue their exploration
of the craft.

Advanced panels line the interior.

Pulsating ribbons of light indicate energy flowing back and
forth within the vessel.

ELIZABETH

My God. Look at it. The technology
from another world.

Footsteps approach the bridge. All three soldier raise their
weapons.

A LITTLE GIRL (11)

Dressed with pigtails and ribbons enters. Elizabeth's eyes
widen with astonishment.

ELIZABETH

Melody?

MELODY IMAGE

Hello, mommy.

Elizabeth's eyes fill with tears. She slowly falls to her
knees.

ELIZABETH

It can't be you.

NORTHROP

Who is she?

ELIZABETH

My daughter. She was killed eighteen months ago. The German's bombed London. I was at headquarters the night of the raid. When I arrived, there was nothing. Our home was reduced to nothing but smoking ash and rubble.

HEINRICH

How is this possible?

ELIZABETH

She's not real.

MELODY

You have to leave. All of you. Now.

ELIZABETH

Melody..

MELODY IMAGE

I'm merely a projection used to interact with your species. This one you call Melody still holds a strong emotion within you.

She touches a panel. It lights up.

MELODY IMAGE (CONT'D)

We meant no harm to you or your species.

NORTHROP

It's a little late for apologies.

HEINRICH

These creatures... what are they.

MELODY IMAGE

The last of their kind. Weapons from a war before time even began by your reckoning.

She turns to them.

MELODY IMAGE (CONT'D)

A war which ended in peace. But not before hundreds of billions of worlds and lives were lost.

NORTHROP

So why come to earth?

MELODY IMAGE

Our being here was an accident. Our navigation system failed. Our vessel drifted through space for millions of your years. Given time our ship would have repaired itself and we would have left your world as we came: in peace.

NORTHROP

In peace? Right now, those weapons of yours are out there. And sorry to say we're getting our asses kicked.

MELODY IMAGE

They were designed to exterminate an enemy. That is their purpose.

NORTHROP

I don't believe in the invincible enemy. Let's go. We're wasting our time with this glorified mouthpiece.

ELIZABETH

Captain, if what she says is true the races that used these creatures as weapons were millions of years ahead of us technologically.

(beat)

And were still beaten.

NORTHROP

Maybe they lost because they lacked the one thing we have.

Elizabeth snaps a confused gaze at Northrop.

ELIZABETH

Sir?

NORTHROP

Hope.

ELIZABETH

With all due respect, Sir, hope is no substitute for strategy.

NORTHROP

Sometimes hope is the only strategy.

SGT. BUTOWSKI (O.S.)

Captain! You better get out here!

EXT. FLYING SAUCER - DAY

Northrop, Elizabeth and Heinrich climb out from the still torn opening of the ship.

SGT. BUTOWSKI

(points)

Here they come!

THE TREES

Massive sections topple under the powerful stampede of an approaching alien army.

THE PARASITES

They emerge in full view. SNOW ERUPTS behind them as their massive weight pounds the ice beneath their repulsive bodies.

PVT. GALLOW

They're heading right for us!

PVT. KELLY

Oh my god. How could there be so many of 'em?

ELIZABETH

They appear to have the ability to breed at will. Greater numbers gives them a superior tactical advantage.

Northrop watches with a helpless gaze upon his face. He tries to remain standing as his pain suddenly returns.

He cries out. He falls down onto one knee.

SGT. BUTOWSKI

Captain! You all right!

Sgt. Butowski and Elizabeth rush over to him.

ELIZABETH

Can you get to your feet!

HEINRICH

We must leave while we still can!
Leave your Captain! He will only slow us down!

SGT. BUTOWSKI

We don't leave our people behind you
Nazi fuck!!

Elizabeth quickly reaches into Northrop's vest. She pulls out a morphine stick and injects it into his neck.

SGT. BUTOWSKI (CONT'D)
What the hell was that??

ELIZABETH
Never mind! Help me get him up!

Sgt. Butowski lifts Northrop to his feet.

ELIZABETH (CONT'D)
(to Northrop)
You spoke to me about hope! Now you
give up like this?! Not on my bloody
time!

Northrop unleashes a violent cough. He spits up a profuse
amount of blood.

He staggers to his feet.

ELIZABETH (CONT'D)
Fight! You can do it!... Come on!

Northrop's strength returns as his pain subsides. He wipes
the blood from his mouth. He Looks out at the hills that
surround them.

NORTHROP
High ground. We've got to get to
high ground...

The soldiers run!

EXT. FOREST - DAY

American and German soldiers run for their lives.

THE CREATURES

They SHRIEK AND HOWL. They uproot, tear and SLAM trees out
of their path. They release their tentacles to prepare for
combat!

NORTHROP

With Elizabeth's help, hurries across a thick stretch of
trees. They push their way past tightly packed, sharp
branches.

NORTHROP
Keep moving! Don't look back!

SGT. BUTOWSKI
Damn right I ain't lookin' back!!

ELIZABETH
Captain--

NORTHROP
I said keep moving!

Elizabeth moves on ahead of him.

A PARASITE

Bolts right at Northrop with brutal speed. Northrop unloads round after round of gun fire at the ferocious animal.

His bullets rip open the creature's membrane. Its inner organs spill out onto the snow.

THE DYING ALIEN

Shot at by Northrop FIRES OFF an egg at him with its last alien breath.

THE PARASITE EGG

It lands. It rolls onto the snow. A clutch of new born parasites emerge. They let out ear-piercing BIRTH CRIES.

They waste no time. They scatter in search of human flesh.

A GERMAN SOLDIER

He's attacked by multiple creatures. He screams out as they inject their tubular membrane into his body.

They suck out his bodily fluids and liquefy his bones. The parasites leave his dead, shriveled carcass in their horrific wake.

PRIVATE GALLOW

Parasites encircle him. They each take a swing with their razor sharp claws and tentacles as they try to feast upon him.

PVT. GALLOW
Get away! Get away from me!

He fires randomly. The bullets only anger the creatures as they bounce off their upper, protective shells.

PVT. PEREZ
Get down!!

Perez aims. He shoots the creatures at their weakest spot -- their abdomens. They're killed instantly.

PVT. PEREZ
Gallow! Let's go! Come on!

Perez turns to run -- only to be impaled by one of the savage parasites.

He screams out in utter agony. He pulls the pins from multiple grenades.

PVT. PEREZ
Bese mi culo, maricon!!

The parasite swallows him whole. The GRENADES EXPLODE from within the creature.

The blast leaves a STEAMING ALIEN HUSK.

A GERMAN SOLDIER

His body is half way through the mouth of a parasite. It BITES DOWN AT HIS WAIST. He's SPLIT IN HALF as he screams!

The other parasites fight over the upper torso of the dead German carcass.

BULLETS suddenly tear through the creatures. They SCREAM AND SCREECH out in agony as their alien flesh are shredded with powerful projectiles.

Northrop and Heinrich look up to see where the bullets came from.

AMERICAN FIGHTER PLANES

They roar overhead. They unleash their deadly ammo to the cheers of Northrop and even Heinrich's men!

PVT. SHAPIRO
They came!! Son of a bitch they
came!! Hallelujah!

It's a shooting gallery as American P-51 fighters wipe out the creatures.

The soldiers continue to cheer -- all but Elizabeth. She sees the hellish creatures take an unusual position.

THE PARASITES

With an almost intelligence malevolence they press their bodies together. They form a collective BUBBLE.

MASSIVE CANNON-SIZE TUBULAR APPENDAGES APPEAR FROM WITHIN THE BUBBLE.

They aim them at the sky -- directly at the fighter planes.

ELIZABETH
Oh my God.

The creatures open fire with alien flak in the shape of small, translucent eggs.

AN AMERICAN PILOT

Globs of alien eggs strike his fighter plane. They crack open. Parasites emerge, hungry.

They rip through his canopy. They tear through his flesh. He screams.

The P-51 fighter loses control. It SLAMS into the earth. It explodes. Plums of black smoke spit from the wreckage.

The scene repeats itself over and over. The fighter squadrons tumble to earth as if swatted like flies.

Stunned faces from Northrop, Heinrich and their men as they watch the slaughter.

A B29 BOMBER

Gets hit. The eggs hatch on impact. They bore through the bomber's fuselage with frightening ease.

INT. B29 BOMBER - FLYING

The creatures attack the flight crew. They rip through flesh and bone. The suckle fluids from every living soul.

THE BOMBER PILOT

He screams. He pulls his gun from its holster. He shoots. No luck. The bomber shakes. He can't aim properly.

The creatures GROW as they eat. The spill into the cockpit and tears him limb from limb.

THE B29 BOMBER

Plunges toward the snow capped forest below.

EXT. FOREST - DAY

The bomber hits the ground sliding. It skids on fire. Ablaze it rams into a patch of trees. It EXPLODES.

EXT. FOREST - AERIAL VIEW -- CONTINUOUS

The sky is filled with American fighters and bombers -- all on fire. It's a mid-air massacre and mankind loses this one.

American aircraft after aircraft continues to get hit with the parasites. Silence and pitch black smoke now fill the skies.

EXT. FOREST - DAY

The soldiers watch with defeated gazes at the slaughter.

NORTHROP

We have to move! Now!

PRIVATE GALLOW

This can't be happening, God dammit!
We're the fuckin' Unites States!

The alien parasites detach from each other. They form multiple columns.

They turn their attention back at the Northrop, Heinrich and their squads. They charge right at them!

EXT. RIVER - DAY

Northrop, Heinrich and their men enter the ice cold, waist deep water. They reach the other side at the base of a cliff.

EXT. BASE OF CLIFF - DAY

The soldiers make the desperate climb to the top. Their fingers slip constantly as ice and snow make it difficult to hold on to rock.

THE PARASITES

They reach the river's edge but stop short of going into the water.

They SHRIEK AND HOWL AT THE SOLDIERS.

PVT. SCALZETTI

They won't go into the water!

PVT. MYRTLE

I'll be damned! They's afraid!
They's afraid!

NORTHROP

Keep climbing! Don't look down!

EXT. CLIFF WALL - DAY

The soldiers climb higher and higher. The massive rock wall makes them appear as tiny insects.

THE PARASITES

They expose their muscular tubes. They aim their hose-like appendages at the soldiers as they scale the cliff wall.

They OPEN FIRE and unleash a volley of LIVE EGGS.

PVT. SHAPIRO

Incoming!!

MULTIPLE EGGS

SPLAT! Their slick, sticky coating allows them to adhere to the rock wall.

They hatch. Baby parasites emerge. They crawl along the rock face and attack the soldiers.

A PARASITE HATCHLING

It SHRIEKS. It leaps from one section of the rock wall with terrifying dexterity.

Using his free arm, Scalzetti aims his machine gun. He fires. He misses.

PVT. SCALZETTI
Hold still you little shit!

Its mouth wide open the baby parasite leaps at Scalzetti who screams.

A BULLET RIPS THROUGH BABY PARASITE IN MID-LEAP. It's killed instantly.

Scalzetti looks to see where the bullet came from:

SGT. BUTOWSKI

He lowers his weapon. Scalzetti looks up at him.

SGT. BUTOWSKI
You okay!?

PVT. SCALZETTI
Yeah! I owe ya!

SGT. BUTOWSKI
Anytime, little brother.

They continue their desperate ascent.

EXT. TOP OF CLIFF - DAY

The soldiers reach the top. They fall to their knees, exhausted, wet and cold from the arduous climb.

PVT. KELLY
Where's the Captain!!

The men look over the cliff's edge. They watch, helpless as Northrop wrestles his way in agony to the top.

NORTHROP'S HANDS

Bleed as he buries his fingers into rock crevices, desperate to hang on.

He looses his grip. Falls backward --

ANOTHER HAND

Catches him. WIDER it's Elizabeth. Despite her small body, she still manages to hold on to Northrop.

Northrop, is deadly pale. Life slowly draining from his body.

NORTHROP

I'm finished... Let me go.

Elizabeth barely holds her footing. Cracks form in the stones beneath her boots.

ELIZABETH

You fall! We both fall!

Beads of sweat pour down the side of her face as she barely holds on to him.

NORTHROP

Please, I'm dying... just let me go.

ELIZABETH

Is this truly how you want it to end? And what about your men??

(beat)

Please... we need you more now than ever.

Their hands slipping apart, Northrop sees in Elizabeth's eyes her conviction and determination.

He gains strength from her tenacity.

Northrop grabs on to the rocks once more. He holds on for dear life. Weak, he fights with every ounce of strength left.

With Elizabeth's help, they scale the cliff wall.

EXT. TOP OF CLIFF - DAY

Northrop's men reach down. They pull him and Elizabeth to the top to safety.

THE REST OF THE SOLDIERS

They all look down at the parasites.

PVT. SCALZETTI

Why won't they cross the water?

Exhausted, Elizabeth looks down at the river water.

ELIZABETH

I don't know.

The parasites turn away. They race back into the forest.

HEINRICH

Where are they going?

ELIZABETH

Off to find food, I should think.
Hunting us may have weakened them.

She races over to Northrop. Too weak to help himself,
Elizabeth reaches into Northrop's vest pocket.

She pulls out a syringe. She slams the needle into Northrop's
abdomen. The soldier's see the event unfold.

PVT. SCALZETTI

What the hell was that?

ELIZABETH

It's a pain killer.

PVT. SCALZETTI

Pain killer? What the hell for?

ELIZABETH

(to Northrop)
You all right?

NORTHROP

Uhuh... The pain's slowly subsiding.

SGT. BUTOWSKI

Captain?

NORTHROP

I've got cancer, Sergeant. You and
the men might as well know.
(off their looks)
It's terminal.

PVT. MYRTLE

That mean you gonna die, Capt?

PVT. SHAPIRO

That's what terminal means, you lug
nut. How long, Captain?

NORTHROP

Long enough to see this mission
through.

PVT. SCALZETTI

Jesus.

(MORE)

PVT. SCALZETTI (CONT'D)
All this time you've been hiding it
from us!? Are you out of your mind?!

SGT. BUTOWKSI
That's enough! Now back off!

PVT. SCALZETTI
Like hell! His job was to lead this
squad into battle! Now look at him!
He can't even hold his own piss!

NORTHROP
I don't know how much time I've got
left, Scalzetti. I do know when it
came time to choose where I'd die, I
chose to do it here. With my men.

He rises to his feet with renewed strength.

HEINRICH
We should stop talking and keep
moving. Those creatures may find a
way around the river. We've got to
get to a safe place to start a fire
before we freeze to death!

NORTHROP
Which reminds me.

Northrop walks over to Heinrich. He slugs her across the
jaw.

She lands on her ass.

Heinrich's men watch, stunned. They aim their weapons at
Northrop.

NORTHROP (CONT'D)
(to Heinrich)
You ever mention leaving me or any
other soldier behind again and I'll
unscrew your head.

HEINRICH
Your condition makes you a
liability!

NORTHROP
And your lack of loyalty to your men
makes you one!! Let me ask you,
Major. You even care about your own
men?

He stands nose to nose with Heinrich.

NORTHROP (CONT'D)

It's a pity they don't know you the way I do. If they did, they'd know who their real enemy is.

He slowly limps away.

EXT. FOREST - DAY

Parasites congregate together. One of them is wounded. It bleeds translucent blood.

The other parasites surround the bleeding one. They lunge with merciless ferocity and tear through its flesh.

They cannibalize one of their own kind.

EXT. EDGE OF CLIFF- DUSK

The soldiers have set up a small camp. Elizabeth looks down at the river. Northrop walks over to her. A fire's been lit.

Safe and sound for now.

NORTHROP

You've been staring at that river for over an hour.

ELIZABETH

They had us. All they had to do was cross that river and they would have had us.

NORTHROP

You're probably right. But then again, I've never been one to turn down a miracle.

ELIZABETH

They weren't merely frightened of the water. They were terrified of it.

NORTHROP

What's your gut instinct tell you?

ELIZABETH

I'm afraid, Sir, my gut instinct has very little to say. As a scientist, I rely on empirical evidence. And all I have is that water is wet. That's not much to go on.

Elizabeth turns her attention to the sound of laughter. She looks on at Northrop and Heinrich's men -- who smoke and laugh before the warmth of a campfire.

NORTHROP
Amazing isn't it.

ELIZABETH
What is?

NORTHROP
A few days ago, they'd be at each other's throats.

ELIZABETH
We have a common enemy now.
(beat)
The enemy of my enemy is my friend.

NORTHROP
I was impressed with the way you handled yourself out there.

ELIZABETH
Sir?

NORTHROP
Fact is, you've got teeth, Lieutenant.
I'll give you that.

ELIZABETH
I have teeth? I like the sound of that. It's very American. Thank you, Sir.

She becomes fixated with the sight of Northrop and Heinrich's men sitting before the camp fire.

Her eyes gaze at the flames.

PVT. SHAPIRO
Hey, don't put your hands too close to the fire, you'll burn yourself, dummy.

PVT. GALLOW
I don't care. Water was so cold my ass nearly broke off.

Private Shapiro wraps his arm around Gallow and rubs his shoulders.

ELIZABETH
Bloody hell!

NORTHROP
What is it, Lieutenant?

ELIZABETH
It can't be that simple!

She runs off.

NORTHROP
Lieutenant! Where are you going!

ELIZABETH
To test a theory! Sir!

ELIZABETH

She tosses a rope over the cliff. She ties the other end around a tree.

PVT. GALLOW
What's sh-she doing!

NORTHROP
Beats the hell out of me! That's one crazy dame!

Northrop tries to go after her. It's too late.

EXT. BASE OF CLIFF - NIGHT

Elizabeth reaches the bottom. She removes her coat and rushes into the river waist deep.

She cringes in pain. The freezing water penetrates and burns her already exhausted body.

THE SOLDIERS

They watch with astonished eyes as Elizabeth makes her way to the shoreline.

EXT. SHORELINE - NIGHT

Elizabeth remains in the water, waist deep. She stands several yards away from the edge.

She's greeted with silence. No parasites appear at the shoreline. Only the calm gentle breeze of a beautiful moonlit evening.

ELIZABETH
B-B-Bloody hell.

She waits. Her body shakes as the water lowers her body temperature even more.

ELIZABETH (CONT'D)
Hello! Human meal here! Fresh meat!

Still no response. The view is still one of a serene, picturesque view.

ELIZABETH (CONT'D)

You want me! Come and get me! I'm
right here!

The WATER VIBRATES. The earth RUMBLES sending concentric circles around her waist.

PVT. KELLY

Looks down at Elizabeth. He kisses his Saint Christopher medal.

PVT. KELLY

Lord, bless this crazy broad.

TREES SHAKE. A group of Parasites appear. They uproot trees and advance toward the shoreline. They make a sudden stop at its edge.

Their jet-black bodies emerge to reveal a newly evolved appendage -- compound eyes.

They all stare at Elizabeth to her utter horror.

ELIZABETH

My God. You're beginning to adapt
to our world.

(beat)

Well! What're you all waiting for!
Look at you all. You're all starving
aren't you? I see it. Well, here I
am you bloody bastards! Come and
get me! It's a free lunch!

The creatures SHRIEK AND HOWL. Desperate for food they CHARGE INTO THE WATER at Elizabeth.

NORTHROP

Lieutenant!

Unprepared for their sudden and fierce reaction, Elizabeth falls back beneath the water.

BENEATH THE ICE COLD RIVER WATER

She struggles to return to the surface. The alien parasites, also submerged whip their tentacles beneath the water. They try and snatch her.

Elizabeth lets out a scream of bubbles as she kicks and swims back to save herself.

She resurfaces. Her lungs struggle to inhale air. She makes a desperate swim toward the other side of the shoreline.

She looks behind her. She watches, stunned as the parasites fight with every inch of their alien lives to remain afloat and make it back to shore.

ELIZABETH'S POV:

The parasites slow down. Their bodies exhausted, they succumb to the merciless, cold waters.

Their bodies freeze; become brittle. Their tentacles, frozen, CRACK THEN BREAK OFF.

The parasites release STEAM as the rest of their bodies BREAK OPEN from contact with the freezing river.

Elizabeth has nearly made it to the shoreline when Northrop splashes in after her.

EXT. SHORELINE - SAME TIME

Northrop drags Elizabeth to dry land. Elizabeth falls to her knees, utterly exhausted from the ordeal.

They both watch the parasites sink beneath the waters SCREAMING AND HOWLING -- then drown.

Elizabeth grabs Northrop by he collar.

ELIZABETH

(out of breath)

I was right... I was right!

NORTHROP

I still don't understand.

PVT. SCALZETTI

Yeah. Ya mind cluin' us all in on what the hell just happened??

ELIZABETH

Fire burns! So does water when it falls below freezing!

(smiles)

That's why they're afraid! Their bodies can't withstand the water's temperature!

NORTHROP

What about the snow? That's wet and cold and doesn't seem to affect them.

ELIZABETH

Their bodies generate sufficient heat to melt the snow around them as they move and attack. Under water they're can't survive submerged!

PVT. SCALZETTI

The dame makes sense. I mean, ma'am.

The group all turn their attention to the freezing waters before them. There's hope now for a victory.

EXT. FROZEN RIVER BED - DAY

Northrop, Heinrich and their men gather at the center of the frozen bed. They scan the terrain around them.

It's bleak. Snow drizzles across the frozen bed with the help from the gentle howl of wind.

PVT. SHAPIRO

Okay. Let me see if I got this straight, Captain. You wanna lure those things here.

NORTHROP

Exactly.

PVT. SHAPIRO

And then blow up the ice and drown them.

NORTHROP

I always said you were sharp, Shapiro.

PVT. SHAPIRO

Sharp, maybe. Not suicidal, Sir.

ELIZABETH

These creatures were bred to survive under the most hostile conditions. However, they do have a weakness.

HEINRICH

It is hard to believe a few degrees in temperature could kill such a resilient species.

PVT. SCALZETTI

You hear this God damn kraut?? She sounds like she respects the damn things.

HEINRICH

You're fortunate you are not a German soldier. Otherwise, I would discipline you myself.

PVT. SCALZETTI

No problem. Why don't I just bend over and you can spank me?

ELIZABETH

Damn your petty arguments both of you! We're not just fighting for our lives! These creatures must be stopped!

NORTHROP

You talk like it's the end of the world.

ELIZABETH

These creatures cannot be allowed to leave this valley! They're breeding too rapidly! They'll be in the millions within days if not sooner. After that, all the military might we will throw at them will be in vain and mankind as the dominant species on Earth will be extinct within, perhaps a year.

PVT. MYRTLE

Jesus.

ELIZABETH

I believe those few degrees in temperature are the key to defeating them. We should lure them here just after sunrise. The water should be at its coldest by then.

PVT. SCALZETTI

So who draws the short straw?

NORTHROP

No one. I'll be the bait.

ELIZABETH

Captain, with all due respect, you're in no condition-

HEINRICH

I shall volunteer as well.

NORTHROP

There's a good chance neither us will come out of this alive.

HEINRICH

I have a more optimistic appraisal, Captain.

NORTHROP

All right then. This'll be our final stand, right here. The human Race--
(MORE)

NORTHROP (CONT'D)

(to Heinrich)

Not the master race is what's at stake here. We get one shot. Let's make it count.

EXT. LAKE BED - DAY

Northrop, Heinrich and their men mine the lake with explosives.

MONTAGE

-- A German soldier finishes carving a hole in the ice. He plants explosives in the newly carved opening.

-- Scalzetti tosses detonation cables over to a German soldier.

-- A German soldier tosses explosives over to a Sgt. Butowski.

-- Private Myrtle wires the explosives together.

-- The cables are bundled into one. Both wired ends are twisted and tied to the detonator.

The soldiers complete the laying of explosives. They stand in a perfect circle.

A circular pattern of death and destruction has been laid for the parasites.

END MONTAGE

EXT. CAMP - NIGHT

Northrop inspects his weapons. Elizabeth walks over to him.

NORTHROP

Something on your mind, Lieutenant?

ELIZABETH

You could have ordered any one of your men to take the risk.

NORTHROP

I won't choose who lives and who dies anymore. Not this time.

ELIZABETH

I'm coming with you.

NORTHROP

The hell you are. You're staying here with the rest of the men --

ELIZABETH

I can't obey that order, Sir. In your condition you could cost us lives.

HEINRICH

She is right. Something could go wrong. We would need as you American's would say, "a backup?"

She walks off to get her gear.

NORTHROP

Something else you want to tell me, Lieutenant?

ELIZABETH

If by some miracle we should all survive this, do you really believe she'll just let us take possession of the ship?

NORTHROP

I guess we'll have to cross that bridge if we get there.

EXT. ICE BED - SHORELINE - DAY

Northrop, Elizabeth and Heinrich prepare their walk across the frozen bed to the opposite side of the shore.

Northrop looks over at Sergeant Butowski who has a concerned look upon his face.

NORTHROP

Something on your mind?

SGT. BUTOWSKI

Well, Captain... it's about the explosives.

NORTHROP

What about them?

PVT. SCALZETTI

Just tell him for Christ's sake!

SGT. BUTOWSKI

We don't know if they'll detonate in sub zero temperatures. Ours or the German's.

Northrop and Heinrich snap concerned looks at the frozen bed.

SGT. BUTOWSKI (CONT'D)
 There's a good chance they will. I
 mean, they ought to.

Northrop stands nose to nose with Sgt. Butowski.

NORTHROP
 I'm counting on you, Sergeant. Those
 explosives have got to detonate.

SGT. BUTOWSKI
 I'll do my best, Sir.

Private Kelly walks over to Northrop. He removes his Saint
 Christopher medal and holds it out to him.

PVT. KELLY
 I want you to have this, Captain.

NORTHROP
 Thanks, Kelly but God and I haven't
 spoken in years.

PVT. KELLY
 Not to worry, Captain. Saint
 Christopher won't hold it against
 ya.

Northrop smiles. He accepts the chain and places it around
 his neck.

PVT. KELLY (CONT'D)
 I've said a prayer for us all.

HEINRICH
 Are my men and I included in this
 prayer, private?

PVT. KELLY
 I'm afraid you'll have to settle for
 "good luck."

Heinrich smirks. Private Gallow walks over to Northrop.

PVT. GALLOW
 Sir. Permission to come along.

NORTHROP
 You've got nothing to prove, son.
 You've shown as much courage as any
 man here. Just be ready to set off
 those charges when the time comes.

PVT. GALLOW
 Yes, sir.

They exchange salutes. Northrop, Elizabeth and Heinrich make their way across the frozen ice bed.

EXT. OTHER SIDE OF SHORELINE - DAY

Northrop, Elizabeth and Heinrich arrive. With caution they approach the snow capped forest before them -- their weapons primed and ready.

HEINRICH

You do realize they could be waiting for us?

ELIZABETH

I doubt it.

HEINRICH

Oh? And why is that?

NORTHROP

They'd attack us right now. Their attack method isn't exactly a secret.

HEINRICH

And how do you propose we find them?

NORTHROP

Shouldn't be too hard. Maybe you could give them a yodel.

HEINRICH

That is why America will lose the war with Germany. You do not take your enemy seriously.

ELIZABETH

Tell me, Major. What exactly did you do before the war? That is, what was your profession before all the fascism and goose stepping took a foothold?

HEINRICH

So this the American's idea of chit chat?

NORTHROP

I can tell you exactly what the Major was before the war.

HEINRICH

Indeed. Please. Enlighten me.

NORTHROP

Let's see: You have a knack for killing indiscriminately.

(MORE)

NORTHROP (CONT'D)

Your pulse rate wouldn't skip a beat if you carved open both mine and the Lieutenant's chest open and handed each of us our hearts. So I'm going to guess you're nothing but a born loser who failed at everything she tried to accomplish in her life. That was until the war started and you found your true calling.

HEINRICH

Which was?

NORTHROP

To butcher the innocent and helpless.

HEINRICH

And you, Captain? Who were you before the war? Another penniless American looking for a hand out on some street corner until a Jew President saved your bankrupt economy by declaring war on Germany?

NORTHROP

I sold used cars.

Elizabeth lets out a small chuckle.

ELIZABETH

You're joking. You were a used car salesman?

NORTHROP

I was actually pretty good at it.

Heinrich snaps a startled response at Northrop's confession.

NORTHROP (CONT'D)

You ever need a used car, Major, I'm you're man.

HEINRICH

Americans. It still amazes me your country still has not surrendered.

EXT. FOREST AREA - DAY

Northrop, Elizabeth and Heinrich make their way along an icy path.

EXT. BASE OF HILL - DAY

Northrop signals Heinrich and Elizabeth to look up at a hill several yards ahead of them.

The faint, unearthly SOUND OF BEATING HEARTS triggers a stealthy climb to its zenith.

The sounds GROW IN INTENSITY as they reach the hill's zenith.

EXT. HILLTOP - DAY

Northrop, Elizabeth and Heinrich reach the edge. They peer down at the base of is a massive crater.

THOUSANDS OF PARASITES

Congregate for collective warmth. Their repulsive bodies undulate.

Their underbellies are gorged with egg sacks that drip embryonic fluid.

HEINRICH

My lord.

NORTHROP

There must be thousands of them.

ELIZABETH

Ten thousand, six hundred and forty-
Seven by my estimates.

Northrop and Heinrich snap startled glances at Elizabeth.

ELIZABETH (CONT'D)

That's one hundred per pregnancy
multiplied by --

NORTHROP

Yeah, Yeah. We get it.

HEINRICH

Many appear to be on the verge of
reproducing.

A PARASITE

Its underbelly splits open. Out pour dozens of gelatinous balls. Some immediately hatch; others are eaten by other parasites.

NORTHROP

Cringes. Not from the sickening sight of the parasites giving birth but from the cancer that eats away at his body.

HEINRICH (CONTD)

We have very little time.

Northrop ignores Heinrich. He pulls back the bolt to his machine gun.

NORTHROP

You two ready?

ELIZABETH

You must be joking. Who could ever be ready for something like this?

NORTHROP

Point taken. Get ready.

HEINRICH

Ready.

All three rise up from behind the hilltop. They hurl grenades down at the creatures.

The grenades hit their mark. Chunks of alien membrane fly into the air. The creatures HOWL IN AGONY.

Northrop, Elizabeth and Heinrich unleash a merciless barrage of GUNFIRE.

The bullets bounce off the creature's newly formed, resistant outer shells. They're not only hungry -- they're pissed.

Northrop, Elizabeth and Heinrich make a run for it.

EXT. FOREST - DAY

Northrop, Elizabeth and Heinrich race back through the same path of ice that brought them there.

The earth shakes beneath their feet as the massive STAMPEDE OF PARASITES APPROACH.

Northrop looks over his shoulder. The alien hoards leap over the hill by the thousands. They charge right at him!

They pulverize every tree in their path.

They ROAR as they knock boulders apart. They unleash a merciless volley of embryos.

THE EGGS

Land and hatch on impact. They charge at Northrop and Heinrich who open fire and kill them.

EXT. FOREST - DAY

All three soldiers lose one another among the thick and heavy branches.

NORTHROP

Lieutenant!?

The cancer pain returns. The intensity forces Northrop to fall to his knees. He hugs his abdomen in pain. He screams out.

His hands tremble as he removes another syringe of pain killer from his vest.

He tries to inject himself with the syringe. He's struck in the back of the head by the end of a machine gun.

THE SYRINGE

It's knocked from his hand. It lands in the snow. It's stomped and crushed under a soldier's boot.

Northrop looks up to find Heinrich standing over him -- with a machine gun to Elizabeth's back.

HEINRICH

She is not much of a soldier.
Pathetic and weak. Just as you.

NORTHROP

Let her go!

HEINRICH

Gladly.

She fires a round into Elizabeth's leg. Elizabeth screams. She falls to her side in agony.

With an arrogant grin, Heinrich steps over to Northrop. She aims her weapon at him.

She looks out at the sea of parasites that stampede toward them.

HEINRICH (CONT'D)

Look at them. Thousands all eager
to consume every living thing in
their path.

(beat)

Your bodies will provide them with
enough human flesh to consume and
ensure my escape.

Heinrich kicks Northrop in his abdomen repeatedly. Northrop screams out in agony.

Northrop rolls onto his stomach. He tries to crawl away but he's too weak from pain.

HEINRICH (CONT'D)

Can you feel the cancer as it eats
away inside you?

She stomps her boot onto Northrop's back and holds him down. She kneels beside him.

Heinrich grabs Northrop by the back of his hair and slams his head against a rock.

She lifts Northrop's bloodied face away from the stone.

HEINRICH (CONT'D)

Did you really believe I would allow you to have possession of that ship? I shall bring it to our glorious Fuhrer. We shall copy its design and Hitler shall crush your homeland beneath his boots.

She rises to her feet. She stands over Northrop with a victorious grin.

HEINRICH (CONT'D)

You asked me what I did before the war. I'll tell you: I was headmistress at a school for children.

ELIZABETH (O.S.)

Then here's an apple for the teacher!

Heinrich turns, horrified as -- CRACK. Elizabeth slams a rock against her skull.

Heinrich falls onto her back. On impact she spits up blood.

Elizabeth leaps onto her. They roll across the cold ice. They struggle for control of the machine gun.

Heinrich presses the gun's barrel against Elizabeth's neck.

Northrop, in his cancerous agony staggers to his feet to help Elizabeth.

He's too weak. He collapses.

Heinrich presses down harder on Elizabeth's throat.

HEINRICH

You're no soldier, you spoiled, aristocrat bitch!

ELIZABETH

I'm a proud British officer, you crazy Nazi pile of shit!

ELIZABETH'S HAND

She reaches the side of Heinrich's belt and manages to pull out her German Luger.

She shoves it between them both and pulls the trigger. The GUN FIRES. Heinrich screams.

She falls to the side. Steam escapes from the bullet wound as the hot projectile and ice cold air mix.

Northrop looks over at Elizabeth with a startled glance.

NORTHROP
Nazi pile of shit?

ELIZABETH
It seems I've been around you
Americans too long.

Northrop manages a smile. He staggers to his feet.

NORTHROP
Can you walk?

Elizabeth tries to stand. She screams.

ELIZABETH
The bullet passed through my leg but
the pain... I can't--

Northrop quickly reaches over to the ground and grabs the syringe knocked from his hand.

ELIZABETH (CONT'D)
-- What're you doing??

Northrop slams the syringe into Elizabeth's leg.

ELIZABETH (CONT'D)
That was your last one, wasn't it.

NORTHROP
Come on, get up.

Elizabeth manages to stand. Northrop helps her to her feet.

They quickly make their escape.

Heinrich crawls in agony. She gets on all fours. Blood squirts out through her uniform.

EXT. SHORELINE - DAY

Myrtle scans the other side of the shoreline with binoculars.

MYRTLE'S POV

Northrop and Elizabeth emerge from the forest. They race across the ice.

PVT. MYRTLE
There they are!

HEINRICH

Struggles to stand. She's getting weaker. She looks on at the stampeding wall of parasites that are about to consume her.

A MASSIVE BURST OF WIND GREET'S HER AS SHE'S SECONDS FROM BEING DEVOURED!

HEINRICH
Heil Hit--!!!

Multiple tubes slam into her body. The creatures drain her internal fluids and bone.

Her shriveled carcass is tossed to the side as the parasites continue to pursue Northrop and Elizabeth.

EXT. FROZEN RIVER BED - DAY

Northrop and Elizabeth run like hell across the frozen bed.

NORTHROP
Can you make it?!

ELIZABETH
Funny! I was about to ask you the same thing!

The hills behind them overflow with swarms of parasites.

SGT. BUTOWSKI
Get ready!

Northrop cringes from the agony of his cancer. He collapses to his knees once again.

Elizabeth lifts him to his feet.

ELIZABETH
Come on! Move your American ass!

NORTHROP
Tell them to blow the charge!
Now!!!

The last of the parasites make their way onto the middle of the frozen lake bed. It's now packed with them SHRIEKING.

NORTHROP (CONT'D)
Blow the god damn charge!

Northrop and Elizabeth lie there, exhausted and bleeding. The alien creatures charge forward in one gigantic mass.

SGT. BUTOWSKI
You heard him! Do it!

MYRTLE

Turns the handle on the detonator. Nothing happens.

NORTHROP

Stunned, looks back at the shoreline; at his men then back at Elizabeth.

NORTHROP
Do it.

ELIZABETH

Tears fill her eyes. She loads a bullet into her machine gun's chamber.

MYRTLE

He rips the side of the detonator off. He tweaks the wires. He turns the handle to build up a charge.

He pushes down on the detonator -- still nothing.

ELIZABETH

Aims her machine gun at the primary explosives. Northrop and her exchange quick, desperate glances.

Northrop nods, calmly, despite the hell that approaches.

NORTHROP (CONTD)
Shoot!

Elizabeth wipes away her tears. Aims her machine gun... FIRES a single round.

KABOOM. The charge EXPLODES. The blast obliterates THE ENTIRE FROZEN OUTER RIM OF THE LAKE BED.

The icy surface collapses beneath the parasites. They tumble into the freezing waters.

The creatures fight to remain above the surface. It's no use as their bodies react to the sub zero temperature of the water.

Powerless, they try to hold onto pieces of ice to remain afloat.

Their bodies harden; crack open. They SCREAM AND HOWL.

BENEATH THE WATER

The alien hoards quickly die as their insides SWELL AND EXPLODE.

EXT. THE LAKE BED - DAY

Thousands of dead carcasses float among the water which has become a floating graveyard.

The smoke clears with no sign of Northrop or Elizabeth. The water becomes still. There is silence now.

The soldiers watch with solemn expressions as the only sound is that of birds circling above.

GERMAN SOLDIER

His eyes lock onto something.

GERMAN'S SOLDIER'S POV:

A disturbance in the water grabs his attention.

GERMAN SOLDIER

(in German)

There! Look! Look!

Something moves within the water. It approaches the shoreline.

The soldiers immediately aim their weapons at OXYGEN BUBBLES THAT FLOAT TO THE SURFACE.

It's Elizabeth and Northrop. They gasp desperately for air as they make it to the freezing surface.

All the soldiers rush into the water. They grab and drag Northrop and Elizabeth to the shoreline.

They all kneel beside them both. Laughter and victory are the order for the day.

INT. ALIEN SHIP

Northrop climbs in through the still damaged opening. Elizabeth, her leg bandaged enters with the rest of the soldiers.

ELIZABETH

Think of it, Captain. This ship, its technology, what it can do for this planet.

NORTHROP

That's what worries me.

ELIZABETH

That's why we came back here isn't it? We won. "To the victor go the spoils," as they say.

NORTHROP

Right now, in the cargo hold of this ship, there are millions more of those things just waiting to be used as weapons. What do you intend to do with them?

ELIZABETH

We know their weakness now. We can safely --

NORTHROP

Wipe out an entire city? A country? A whole nation? That much power isn't a gift. It's a nightmare.

ELIZABETH

Captain, with all due respect, sacrifices were made, lives were lost --

NORTHROP

And it's in their memory we let this ship complete its mission.

He gestures Elizabeth and the soldiers to look at the damaged hole they climbed in through.

THE HOLE

They watch in amazement as it SHRINKS, until finally a solid floor appears.

NORTHROP

You said these ship was alive.
That it needed time to repair itself.
Well, we gave it the time it needed.

AN EXIT HATCH MORPHS IN TO EXISTENCE

Sunlight gleams within the ship. A ramp forms that leads to the ground outside.

MELODY

The image of Elizabeth's dead child appears once again. Elizabeth sees her. She walks over and stands before her,

ELIZABETH

I know you're not my daughter. But if it's all the same, I'd like to hug you.

MELODY

Proceed. However, expect no emotional reciprocation.

Elizabeth smiles with tears of relief. She hugs the image of her dead daughter.

NORTHROP

It's time we all get moving.

The soldiers advance toward the exit. They walk down the ramp. Private Shapiro stops.

PVT. SHAPIRO

(to Melody)

Hey, kid, any chance I could use the toilet before you leave?

Butowski grabs him by the collar and leads him down the ramp.

PVT. SHAPIRO (CONT'D)

Jeez, I was just askin'.

Elizabeth and Northrop head toward the exit hatch. Elizabeth gets halfway down the ramp when she glances back at Northrop.

She sees Northrop still standing at the exit.

ELIZABETH

Captain?

Northrop beams a reassuring smile at her.

NORTHROP

I thought I'd go along for the ride.

ELIZABETH

This ship won't be coming back.

NORTHROP

I know.

ELIZABETH

What of your wife? You can't just leave her.

NORTHROP

Miriam died four years ago. It was a traffic accident.

ELIZABETH

I don't understand. Then why go?

NORTHROP

Universe is a big place.

(MORE)

NORTHROP (CONT'D)

Well, I'm thinking just maybe, heaven is somewhere in the middle. Not much of a scientific reason is it.

Elizabeth smiles with tears in her eyes.

ELIZABETH

On the contrary, Sir. It's the best reason. God speed.

NORTHROP

Never underestimate hope, Lieutenant. You might want to factor that in to your equations every now and then.

ELIZABETH

I'll do that, Sir.

Scalzetti rushes back up the ramp.

PVT. SCALZETTI

Captain? You coming or what?

NORTHROP

I'm staying behind, Scalzetti.

PVT. SCALZETTI

I don't get it.

NORTHROP

You just remember that those German soldiers down there fought alongside us. Those are your brothers now. You make sure they get home too. That's my last order.

PVT. SCALZETTI

Yes, Sir.

Disappointed, he turns to walk back down the ramp. He stops and turns back to Northrop.

NORTHROP

Something else, Scalzetti?

PVT. SCALZETTI

I just realized this whole time... I ain't ever saluted you once. Ain't that something? Never had much use for officers. Until now.

His usual smirk drains from his face. He stands at attention and salutes.

Northrop looks down the ramp to find all the soldiers - his and even Heinrich's men all standing at attention.

They salute.

Northrop smiles. He proudly returns the gesture.

ELIZABETH

It was a pleasure serving with you,
Sir.

NORTHROP

The pleasure was mine, Lieutenant.

Elizabeth salutes -- then plants a gentle kiss on Northrop's cheek.

ELIZABETH

You find your way to her.

NORTHROP

You get yourself home, Elizabeth.

Elizabeth smiles at hearing Northrop use her name for the first -- and last time.

She wipes away her tears. She turns, walks down the ramp and climbs off.

THE RAMP

Retracts. The hatch MORPHS SHUT.

THE SOLDIERS

Watch as the saucer POWERS UP. Its living shell undulates as it slowly comes to life.

THE SHIP

Ascends... Mounds of snow and earth fall from its hull.

THE SOLDIERS

Watch the ship as the SHIP disappears in a FLASH of bright light.

INT. SHIP - NORTHROP

Northrop stands at a port window. He watches the flicker of distant stars as she ship leaves Earth's atmosphere.

He cringes in pain. He struggles to remain standing.

EXT. OUTER SPACE

The ship leaves Earth's orbit. It flies past the moon.

INT. SHIP CORRIDOR - NORTHROP

He falls to his knees. The massive pain of his cancer returns with a vengeance.

Melody Image enters. With a quizzical tilt of her childhood head she grabs Northrop as he slowly succumbs to his disease.

Gingerly she lifts him. She carries a barely conscious, dying Northrop.

NORTHROP

(weak)

So... hard to breath.

He stretches out his collar to comfort his neck. Instead he pulls off his dog tags.

THE DOG TAGS

Fall onto the cargo deck.

A door opens. Melody Image carries Northrop further along through the ship.

INT. SHIP - BRIDGE

Melody Image gingerly lays Northrop into his seat.

Northrop rubs his hand down along his abdomen in agony.

Beads of sweat trickle down the side of his face. His eyes grow weaker and weaker.

Melody Image gestures Northrop to look above him. Northrop's eyes fill with tears.

NORTHROP'S POV

The bulkhead above is TRANSPARENT. The view is that of stars and planets in all their majestic glory.

NORTHROP

So beautiful...

Melody Image stands over Northrop. She numbs Northrop's agony with an ENERGY BEAM from her palm.

Northrop sighs as the cancer's pain subsides. Melody Image takes his hand. She comforts him during his final moments.

A HOLOGRAM of the cargo bay appears in the enter of the bridge.

The IMAGE is that of thousands of parasites that lie entombed within transparent pylons.

Their gelatinous, embryonic bodies float within a blue-green fluid.

Melody Image holds in her palm a single device with a red button.

It's clearly a gesture for Northrop to have the honor of eradicating the last creatures once and for all.

Northrop looks upon the image of the creatures one last time.

NORTHROP (CONT'D)

We beat you.

(beat)

You bastards...

RELEASE BUTTON

Northrop pushes it.

INT.SHIP - CARGO BAY

The hatch OPENS. The entire parasite cargo is ejected.

INT. SHIP - BRIDGE

Northrop's eyes weaken. There's a relief in his expression as his breath becomes shallow.

He pulls out the picture of his wife.

NORTHROP

I'm coming home, hon... I'm coming home...

He smiles. He closes his eyes for the last time.

THE PHOTO

Falls from Northrop's hand.

MELODY IMAGE

She morphs in to a new image -- Northrop's dead wife.

THE ALIEN SHIP

Increases in speed. It GLOWS and enters a WORMHOLE FILLED WITH BRILLIANT COLORS. It vanishes.

EXT. MARTIAN SURFACE

An object approaches. It's the ejected ship's cargo with the embryos.

It skims along the Martian terrain at a massive speed.

The ship skids to a brutal stop. It's hull is peppered with impacts from stone.

A section of the hull now lies buried beneath the red soil.

NORTHROP'S DOG TAGS

They now lay partially covered in the Martian earth among the wreckage.

INT. BSC BRIEFING ROOM - DAY

Elizabeth and Northrop's squad stand before Generals Patton, Montgomery and Churchill.

GEN. PATTON

As of midnight last night, Germany surrendered unconditionally to the U-S and her allies. The war's over, gentlemen. You've served your country with honor. As a consequence your sentences have been overturned and you'll each be assigned to your new units. I want to make it clear as a condition of your freedom, you're not to speak of your mission to anyone. Ever. Consider it a forbidden subject. Dismissed.

ELIZABETH

General. A word if I may?

Patton turns to Elizabeth.

GEN. PATTON

Lieutenant?

ELIZABETH

I witnessed German and Americans fighting together, side by side. I wish you could have seen it. If there was only one miracle from this war it's that we're a species worth preserving.

She eyes the survivors of the squad with pride.

ELIZABETH (CONT'D)

I saw moments of courage, moments that are burned into my memory. I won't have you soil those sacrifices simply because you find them an inconvenience, Sir.

GEN. PATTON

You're making a serious career move if you intend to tangle ass with me, Lieutenant.

ELIZABETH

Yes, Sir. I am.

GEN. PATTON

Anything else you care to add?

ELIZABETH

I'd like Captain Northrop's record to reflect his... I want it to show he died in the line of duty.

CHURCHILL

It shall. However, no one will ever see it. No one shall ever know.

ELIZABETH

I will, Sir.

EXT. ARMY BASE - DAY

Elizabeth walks with Northrop's squad along the compound. Trucks carry soldiers past them on a mud slick road.

PVT. SCALZETTI

If ya ask me, we should have asked for more.

ELIZABETH

I would have thought a promotion would have satisfied even someone like you, Private Scalzetti.

PVT. SCALZETTI

I'm a business man, Lieutenant. When you've got the brass ring you're supposed to ask for the world.

ELIZABETH

You already have it, Private. Look around you. It's all here. Still in one piece. You're a hero.

PVT. SCALZETTI

What's the point of being a hero if nobody knows about it?

PVT. MYRTLE

Weird feelin' knowin' he's up there. All alone.

ELIZABETH

I think it's safe to say he's not alone.

She looks up at the clouds. She smiles. The squad notice.

SGT. BUTOWSKI

You know something we don't?

ELIZABETH

Only that you should never underestimate hope, Sergeant.

They walk with an almost triumphant stride.

THE CLOUDS ABOVE

Turn red with dust.

EXT. MARTIAN SURFACE - ARES 7 MODULE

Ready to launch...

INT. ARES 7 MODULE

Gorman stares at the Martian surface from his command chair.

GORMAN

You think we'll ever find out who this Northrop was?

TOPOLEV

There is an old Russian saying: "A drop hollows out a stone."

GORMAN

What's that mean?

TOPOLEV

Be persistent. Or patient. I could never tell which one it means.

KAGAWA

We've collected a great deal of material. Who knows, maybe one day it'll tell one hell of a story.

Gorman looks past the view window at the lifeless, Martian landscape one last time.

GORMAN

You mean a story no one will believe.

BILL MCCLENAN (V.O.)

(on radio)

Ares Seven. This is command.

(MORE)

BILL MCCLENAN (V.O.) (CONT'D)
You have a go for launch. Repeat,
we are go for launch.

GORMAN
Confirmed. Engine temperature core
at eighty-two degrees.

INT. ARES 7 MODULE

As her engines IGNITE. She lifts off. The ship rises higher
and higher.

EXT. MARS ORBIT

Ares Seven achieves full orbit. It speeds away from the red
planet.

INT. ARES

Gorman looks down at the Martian surface with a disappointed
gaze..

KAGAWA
You all right?

GORMAN
Yeah.

He smiles to himself then looks out at the stars.

He reaches into his vest pocket. He pulls out Northrop's
dog tags. He holds them up to the light and wonders...

EXT. OUTER SPACE - ARES

She glides effortlessly across a bed of stars.

GORMAN (V.O.)
Capcom, this is Ares Seven. We're
on our way home.

BILL MCCLENAN (V.O.)
That's a roger, Ares Seven. Have
confirmed your approach vector. See
you in eight months. In the meantime,
we'll remain in contact via Capcom
link. Enjoy the ride.

EXT. ARES 7 - LANDING GEAR

A PARASITE EMBRYO has attached itself to a section of strut.
IT PULSATES WITH LIFE.

ARES 7

Rockets back toward a distant earth... with a nightmare.

FADE OUT.

THE END