

The Clean Up Crew

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EXT. FOREST-NIGHT

A ONE LANE DIRT ROAD cuts through the heart of the forest. MOONLIGHT provides a bit of illumination. Nothing moves. It's QUIET.

A HEAVY-DUTY FOUR WHEEL DRIVE LAND ROVER ROARS into scene, VAULTING over a small hill, all four tires leaving the ground, then it LANDS with a THUD and continues on, ZOOMING through the night. A SECOND VEHICLE, A PICKUP TRUCK with a MODIFIED CAMPER on the long bed follows at BREAKNECK SPEED.

INT. LAND ROVER-NIGHT

Inside the Rover, the cabin is filled TECH MEN. Two MEN in the front, three in the back. They're all dressed in black, all wearing caps and RADIO HEADGEAR, all grim.

The DRIVER of the Rover concentrates on the road ahead. He FLICKS a SWITCH on the dashboard.

EXT. LAND ROVER-TRAVELING-NIGHT

As TWO SETS OF HIGH BEAM FLOOD LIGHTS BLAST INTO LIFE. The high beams and fog lights the are blinding.

INT. LAND ROVER-NIGHT

The Driver cuts a glance to his passenger, TECH #1.

DRIVER

Location.

Tech #1 consults a COMPUTER mounted in the dashboard. The DIGITAL DISPLAY seems to be a RADAR SCREEN with an overlying grid and THERMAL SENSORS.

TECH #1

Can't get a fix.

EXT. PICKUP TRUCK-TRAVELING-NIGHT

The truck follows the Rover.

INT. PICKUP TRUCK-TRAVELING-NIGHT

More dark-suited TECH MEN here. One of the men watches another COMPUTER TERMINAL.

TECH #2

Wait, wait, I've got a target!

TECH #1
 (voice over through radio
 static)
 Lock it.

TECH #2
 Bearing northwest, quadrant E-two-seven!
 Jesus, it's moving!

EXT. FOREST-NIGHT

The VEHICLES GRIND to a stop, SLIDING in the dirt and gravel.
 CLOUDS of DUST settle slowly.

The men BURST from the vehicles, they're all in TACTICAL
 GEAR, carrying BACKPACKS, AMMO BELTS, and packing HIGH
 POWERED RIFLES with NIGHT SCOPES and LASER TARGETING BEAMS.
 Eight men in all, four set up a defensive perimeter, the
 other four look at HANDHELD THERMAL TRACKERS.

DRIVER
 Report.

TECH #1
 We got him. He's moving. Still northwest.

TECH #3
 Towards town.

Tech #3 consults his handheld tracker: on the display are TWO
 LARGE HEAT SOURCES, RED TURNING TO A SOFT PINK-the trucks
 with their engines cooling. EIGHT MORE MARKS are the tech
 men. A HEAT MARK at the upper edge of the display, moving off
 the grid, is the quarry. It's a LARGE HEAT MARK.

DRIVER
 Eyes on.

DRIVER'S P.O.V.:

Running through the forest, seen through NIGHT VISION
 GOGGLES. Everything is seen through a filter; BRIGHT GREEN,
 SLIGHTLY FUZZY, HAZY. The men run ahead.

EXT. FOREST-NIGHT

A different area now, ahead of the men, SOMETHING is MOVING
 through the forest, low to the ground. It can't quite be
 seen, but it's BIG, CRASHING through the underbrush.

After a few QUIET MOMENTS, the tech men appear in the
 distance, coming closer, weapons at the ready.

Up ahead, SOMETHING is still CREEPING through the brush. It leaves TRAMPLED FOLIAGE in it's wake.

Tech #5 raises his hand in a silent signal, they all stop. Tech #5 takes two silent steps away from the group, sighting down his rifle scope, sweeping the area.

Tech #5 has his eye on something just beyond the nearest trees. He waits. The others have their eye on the same spot. They wait. Fingers on triggers.

A SQUIRREL scurries from the brush and climbs the tree.

TECH #5
(hissing)
Hold! He's off the grid.

TECH #6
What's up?

TECH #5
He just disappeared from the grid.

TECH #4
He's out of range.

TECH #5
He's not out of range, he just disappeared-

DRIVER
Bullshit. He can't just disappear-

TECH #6
You're not reading it right-

MOVEMENT in the brush, not too far away. The men tense, aiming for the source of the sound.

TECH #5
He's coming this way. Low to the ground,
I can't read him.

SOUNDS from the forest-something MOVING, SHAKING BRUSH and SNAPPING BRANCHES.

Seen through the NIGHT VISION, filtered through a hazy green lens, the men seem to be all alone here. A sweep of the area shows no other movement.

CRASH! In a BURST of NOISE and MOVEMENT, a SHAPE DROPS FROM THE TREES OVERHEAD, on top of Tech #6.

There are SOUNDS: the man's SCREAM, another SCREAM WHICH SOUNDS MORE LIKE A GROWL, SHOUTS from the other surprised men. The shape KNOCKS the Tech man down, fabric is RIPPED, the SCREAMS get louder.

AUTOMATIC WEAPON FIRE cuts through the night; Tech #6's rifle is spitting out HUNDREDS of rounds. The others hit the dirt.

Tech #6 SCREAMS as the shape is on him, RIPPING into his body. He is squeezing his trigger on reflex.

DRIVER is on his feet, YELLING and FIRING at the shape and the unlucky Tech #6. But the shape is up and gone, into the darkness again.

DRIVER

Damn it! Contain it! Contain it now!

The men are on their feet again, ready for action, and the SHAPE APPEARS from the darkness and GRABS Tech #4. He SCREAMS as he disappears into the night.

DRIVER (CONT'D) (cont'd)

Retreat. Call for air support.

They break ranks and RUN back through the forest, orderly, not in a chaotic fashion. The SHAPE is in pursuit.

EXT. FOREST SKYLINE-NIGHT

A MILITARY-TYPE HELICOPTER skims the treetops.

EXT. FOREST-NIGHT

Driver and three other men are still RUNNING through the forest, turning back occasionally to let off a BURST of GUNFIRE.

EXT. FOREST-BY THE VEHICLES-NIGHT

The four men regroup by the vehicles.

DRIVER

Where are the others?

TECH #3

They were right behind us.

They go on alert again as the trees begin to SHAKE. Something is coming.

EXT. FOREST SKYLINE-NIGHT

The helicopter ZOOMS by.

INT. HELICOPTER-NIGHT

Through the cockpit windows, a GLOW can be seen on the forest floor ahead.

EXT. FOREST-NIGHT

The helicopter has landed in a clearing just off the road, the rotor blades still spinning slowly. Two CHOPPER PILOTS, in the same black tactical gear with the same automatic rifles are slowly walking down the dirt road.

They come upon what's left of the two vehicles: the pickup truck is on it's side, the Rover is engulfed in FLAMES.

A NOISE, a FAINT CRY catches their attention. Off the road, crumpled in a ditch is Driver.

He's just clinging onto life. One leg is missing below the knee. His mid-section has been ripped open.

The Pilot kneels down to Driver. The poor man is still alive, BLACK BLOOD flowing from the corner of his mouth. His eyes blink rapidly as the Pilot nears.

Driver closes his eyes as the BARREL of the Pilots' gun eases next to his temple. There is a loud, sharp BANG and:

CUT TO:

EXT. BETTER LIFE CHEMICALS-DAY

The HUGE CHEMICAL PLANT sprawls across several acres, surrounded by miles and miles of wooded area. STEAM BILLOWS from smokestacks, dark black clouds that drift away.

A utility road winds through the forest and leads to the high-security front gate, guarded by two ARMED SECURITY GUARDS.

A SEDAN comes up the utility road and stops at the front gate. The driver's window slides down as a guard walks over.

EXT. BETTER LIFE CHEMICALS-MAIN ENTRANCE-DAY

The sedan pulls to a stop at a reserved parking space. The driver gets out, opens the back door, and the passenger steps out. RICHARD MALCOLM, (35). He's a slick young turk, shooting his cuffs and checking his reflection in the sedan's windows.

Close to the main doors, Malcolm stops and looks over the plant, bopping back and forth on his heels, full of energy.

Constant NOISE from the plant. Machinery HUMS, GRINDS, CLANGS, etc. Business as usual. More SMOKE belches from the smokestacks.

Malcolm heads to the doors. Signs on the walls read "NO SMOKING ON PREMISES". In smaller print: "Chemical gases may be flammable! Work Safe for a BETTER LIFE!"

Malcolm takes a moment to FIRE UP his a cigarette, then heads inside.

INT. RECEPTION AREA -DAY

The reception area is all polished floors and high gloss. Malcolm strides up to the RECEPTIONIST, who mans a large desk covered in computer terminals and video monitors.

RECEPTIONIST

(all smiles)

Hello, Mr. Malcolm How are you this morning?

MALCOLM

Hey, there's been better days, doll, ya with me? Where's the mail?

RECEPTIONIST

Your mail is waiting for you. Mr. Baxter asks you phone him as soon as you get in.

MALCOLM

Swell.

RECEPTIONIST

Kinda chilly out this morning, huh? Should be a nice day, though.

MALCOLM

(already moving away)

Hold my calls, babe, you know the drill.

He's forgotten she exists. She quietly scolds herself for even trying to engage him in conversation. The phone rings and she answers:

RECEPTIONIST

(into phone)

Better Life Chemicals, how may we help you?

INT. MALCOLM'S OFFICE-DAY

Malcolm is at his sleek, gleaming metal desk-workstation. He can do anything from this command center.

Phones, faxes, computers, etc. Everything is in it's exact place, the mail organized in the "In" and "Out" trays, etc. Spotless.

Malcolm looks over data readouts on a monitor as a nervous man sits across from him. BAXTER. Mid-thirties, a buffed physique crammed into a Brooks Brothers suit. He tugs at his tie. Runs his hand over his mouth.

MALCOLM

So what's the damage, Hoss?

BAXTER

Eight men. Plus the gear and rovers.

A beat as Malcolm digests this.

MALCOLM

Ain't that a bitch. But it was bound to happen.

BAXTER

They blew the thing away-that is, it's been contained.

MALCOLM

The kit was recovered?

BAXTER

And disassembled.

Malcolm hisses his disapproval.

MALCOLM

Aw, man, work with me here, Baxter. These aren't baggies, ya know. They're not expendable, not once they're fully functional.

BAXTER

I understand-

MALCOLM

Do you understand, Mr. Baxter? You know how much capital gets tied up into one of these babies? A year's worth of development and funding in each kit. To lose one, just one, man, then the pooch is just screwed. And I have partners who depend on us, you with me? We're accountable to the money man. If it was just me, hey, we could wipe the slate clean and try another one.

(MORE)

MALCOLM (cont'd)

But you try telling one of these guys, through an interpreter, mind you, that a chunk of his change is a green spot on the road.

Baxter tugs at his tie again. Totally uncomfortable and getting worse by the minute.

BAXTER

Sir, the team didn't see a choice at the time of the disassembly. The kit was still in the yards, but less than two miles from town. The noise, the fire, it was situational. The kit did respond to the call, but did not want to go back to the labs. I'm not sure it's in our best interests to give them free will.

He's gone out on a limb. Almost bites his tongue. Malcolm studies him.

MALCOLM

Yeah, that's the sore point right there. You ask me, I say we stuff the old brain pan. They need the ability to reason. Adam is the prime example.

BAXTER

I think Adam may be the perfect example of-

MALCOLM

(wagging a finger)
No, no, no, hold that thought, tiger. You know how I feel about my boy. What about the team? Salvage anything?

BAXTER

(checking his PDA)
A few extremities. Not much.

INT. CONVENTION CENTER-NIGHT

Members of THE CLEAN-UP CREW have just finished waxing and buffing the floors of the empty convention hall. The two crew members, both wearing worker's jumpsuits with 'CLEAN-UP CREW' stencilled on the back, are unplugging cords and packing up the bottles of wax and strippers onto a hand dolly. We meet:

CHRIS CHAN (27), an Oriental with close-cropped hair and a "can-do" attitude. He's a frustrated young man, a frustrated basketball player, and a frustrated clean-up guy; and:

ODELL SMITH (53), African-American, older, wiser, patient. He likes Chan, really likes him. He doesn't suffer fools gladly, so he and Chan are close pals.

CHAN

Odell, let's wrap this up and go. The Sixers are on tonight. If we hustle, we can still catch the buffet and make it home in time.

ODELL

Slow down, slow down. We got plenty of time. Tip off ain't until seven-thirty-five.

CHAN

Hey, you know why I envy you?

ODELL

Well, let's see. You're young, in great shape, your bank account is the envy of the office, your girlfriend's got this big, delicious ass...naw, I can't think of a reason on this earth why you're envy me.

CHAN

You got to watch a lot of basketball back when it was really a game. Got to see Wilt the Stilt. Kareem in his prime. When they played for the love of the game, not for how many endorsement deals they could get.

ODELL

You're right about that one. Back then it was a game.

CHAN

And my girlfriend doesn't have "a big, delicious ass".

ODELL

Sorry 'bout that.

CHAN

Me too. But we gotta get moving. We gotta unload this stuff at the office, cross mid-town traffic, there'll be a line at the buffet-

ODELL

(shushing him)
We'll make it. It's only a game anyway,
Chan.

CHAN

Only a game, he says! Only a game! If we
could just get your tired ass in gear,
we'd been outta here two hours ago!

ODELL

Listen, this tired old black ass only
gets into gear for two things: Foxy
Boxing night at the Plaza, or a serving
of my mama's banana puddin'. Now, since
you don't fall into either one of those
two categories, I suggest you just shut
your damn pie hole and bide your time!

They both laugh, good natured kidding These guys are
genuinely friends. Chan trots over to a plastic trash can,
one of the four-foot tall, wide mouth models, and picks out
piece of newspaper. He wads it up as he moves back about ten
feet.

CHAN

(as he pretends to dribble)
Chan's at mid-court, he's hot, he avoids
the press, he's got the moves, time's
running out folks, at the top of the key,
it's Chan all the way...
(he's now five feet from the
trash can)
And he shoots, nothing but net!!!

But as he tosses the paper, it misses the can by a mile. From
five feet away. Chan is stunned. He slumps. Odell is about to
burst his appendix trying to keep the laughter in. He pats
Chan on the shoulder.

ODELL

Yep. Back then it was a game.

EXT. CONVENTION CENTER-LOADING DOCK-NIGHT

Odell and Chan are loading gear into the back of a panel van.

ODELL

Night shift starts on Friday.

CHAN

Damn. Graveyard shift. I hate it.

ODELL
It's only once a month.

CHAN
My monthly friend.
(checks his watch)
Damn, the time.

ODELL
Buffet's out.

CHAN
Told ya.

ODELL
Shut up.

CHAN
Yes sir.

EXT. CLEAN-UP CREW H.Q.- ESTABLISHING SHOT-NIGHT

The base of operations for the Clean-Up Crew: A renovated warehouse in an industrial part of town.

INT. CLEAN-UP CREW HQ-LOCKER ROOM-NIGHT

Grey dented lockers line the walls. Simple but clean. A DOOR BANGS OPEN, and in walks RICKY BREWER (21), high school dropout in self-styled deep thinker. He wears the company jumpsuit, paint-stained and torn. He shuffles over to a locker, opens it and plops down on the wooden bench facing it. Decals of PEACE SIGNS, MARIJUANA PLANTS, and SKULLS are plastered all over his locker door. He sighs deeply, takes out a hand rolled joint and lights up.

A DOOR OPENS and CLOSES off-screen. Ricky's on alert. He stops mid-inhale, keeping the smoke in his lungs.

RICKY
Who goes there?

KAREN
(off-screen)
It's just me.

He sighs in relief. Exhales. KAREN PLUMMER (23) enters. Tall, with short, spiky yellow hair. Really yellow. Her face is soft and sweet, if she'd just change the hair. But it grows on you. Like Karen.

RICKY
Where were you?

KAREN

Doing the Barrett offices. The entire suite. By myself.

RICKY

Hey, I had a carpet shampoo at WKLA. Those guys give new meaning to the phrase "rock-and-roll-animals". I mean, deep shampoo. Oughta burn it, man.

KAREN

That shoulda been done last night. Get on the ball, Ricky. You could've done it in two hours, instead of hanging out with the D.J.'s and getting stoned.

RICKY

(offering the joint)
Want some?

KAREN

No thanks.

RICKY

(he thinks he's Mr. Cool)
Make ya horny.

He sits back, spreads his legs wide, trying to be casual and enticing. His jumpsuit is ripped in the crotch. Karen gives him a look.

RICKY (cont'd)

It will.

KAREN

I don't need it to get horny. Neither do you, obviously.

(gesturing at his lap)
Is that thing always pointing magnetic north?

RICKY

Come on, Karen. I got what ya need, baby. Relax ya.

(she just gives him a dead-eyed look)
Loosen up that tense ass of your, Jesus. I'm all man.

She studies him. Her eyes never leave his. Without a word, she unzips the front of her jumpsuit, she's just wearing a bra underneath. A black, half-cup bra. She takes a breath, and her breasts swell. Awesome.

Ricky almost chokes on his last drag.

KAREN
(sexy as hell)
Put out.

She cups her breasts in her hands.

KAREN (cont'd)
Or shut up.

He's speechless. He licks his lips. His hands shake but he tries to hide it. He can't move, he's terrified.

With a small satisfied grin, Karen gives her breasts one last squeeze, then zips up the jumper.

KAREN (cont'd)
Too bad. See ya around. Boy.

She walks out, slowly. Still enticing. He watches her go. As the door closes, Ricky slaps his head two or three times.

RICKY
Putz, putz, putz!

INT. MALCOLM'S OFFICE-NIGHT

Malcolm draws the shades on the windows, shuts down the various terminals on his desk. He grabs a sports drink from a small fridge, picks up the phone and dials an extension.

MALCOLM
(into phone)
I'd like to see Adam.
(pause)
Cool beans. I'll be down.

Malcolm walks to the corner of the room, where one wall panel is recessed slightly. An unobtrusive KEYPAD is set in beside the panel. Malcolm taps in a code, the panel SLIDES open-an elevator.

INT. MALCOLM'S ELEVATOR

The door SLIDES closed, with a small bump the car begins moving.

The floor indicator light above the door ticks off the floor levels, moving down: "3-2-1-G-B-SL 1-SL 2". Malcolm guzzles his drink, swishes it around in his mouth.

INT. SUB-LEVEL 5

The elevator door opens as Malcolm arrives. The sub level is concrete walls, functional, grey and impersonal. Various safety warning signs line the walls. Heavy pipes run along the ceiling, dripping water in places. Malcolm bops down the hall.

All the doors lining the hall are heavy steel, high security with electronic locks. MUFFLED SOUNDS, a mix of electronic gears, deep mechanical grinding, and oddly organic, unidentifiable sounds. Malcolm reaches a door and taps in his security code.

INT. INFIRMARY

The door opens and Malcolm enters the clean, sterile lab. The men wear white scrub suits and filter masks. Present are:

RABIN (42), a soft, round scientist with beady eyes. A man with an inflated sense of his place in the grand scheme of things. And:

BADAMI (24), a tall, dark Pakistani. She's quiet and efficient. Always something going on behind her dark eyes.

The walls here are lined with heavy steel doors. But beside each door are a set of steel shutters, covering rectangular windows. Baxter is waiting.

BAXTER

Just in time, sir.

They move to a set of shutters, Baxter presses a button and they slide back to reveal the room behind the door. A small cubicle, drain inset in the center of the floor. Straw heaped in the corner.

On the straw is ADAM. Even curled on the floor, his size is impressive. He is a genetic hybrid, human/reptile. A snake with legs. Grey, mottled skin. Strong muscular legs, knees bent back, the feet are tapered to razor sharp talons. The hands are more human, fingers unusually long. Adam's head is sleek, intelligent eyes on either side of a long, snake-like snout. A long tail curled between his legs.

As the shutters open Adam looks up, slowly standing. His tail moves back and forth slowly.

Malcolm flips a switch beside the window. A two way intercoms snaps into life.

MALCOLM

Adam.

ADAM
(in a soft, hissing voice)
Father.

This gets the slightest reaction, a wince from Badami.

MALCOLM
How ya doing, champ?

ADAM
Fine today. Thank you. And you?

MALCOLM
I'm good, thank you. Did you watch
television today?

ADAM
(his mouth draws back in what
might be a smile)
I did. After my tests. It provides
insights into the nature of humans. I
enjoyed it. I'd like to see more
television.

MALCOLM
Maybe later. We're all very proud of you.

ADAM
Thank you. I am working very hard. I am
trying to do well.

MALCOLM
You're top of the pops, man. My prize
pupil.

ADAM
I's like to see more places outside.

MALCOLM
You will. But later.
(to Badami)
His charts?

BADAMI
He's had a good day today, passing the
manual dexterity tests. Actually scored
better than some of the technicians. The
eye to hand coordination also shows
marked improvement.

MALCOLM
Field testing?

BADAMI

Not yet. Maybe by the end of next week.
Logic and reasoning are still the same
high scores.

RABIN

(with a trace of scorn)
It actually programmed the VCR. My wife
can't fuckin' do that.

Malcolm is impressed. He regards Adam with a cool eye. Adam
watches them all.

MALCOLM

(soft)
This is just so cool.

The door to the infirmary opens again. HOSKINS, a brute of an
orderly enters.

HOSKINS

You guys call me?

RABIN

Blood test. Dr. Badami?

Badami takes a LARGE SYRINGE from a tray as Hoskins takes a
small stun gun from a pouch on his belt.

INT. ADAM'S CELL

Badami and Hoskins enter. Adam moves back to the corner, eyes
shifting from one to the other.

ADAM

Hurts.

BADAMI

It'll only hurt a second, Adam. Promise.

Hoskins is jumpy, itching for an excuse to use the stun gun.

ADAM

No.

BADAMI

Adam. Listen. It's okay.

Adam shrinks in the corner, his tail staring to whip back and
forth with nervous tension.

HOSKINS

Come on, snakeman. Don't be a pain in the ass. This can be as easy or hard as you want it to be.

ADAM

Can i watch television afterwards?

BADAMI

(holding back a smile)

Yes. Yes Adam. Ten minutes of TV. But you have to cooperate.

She moves closer and Adam lets her. He raises his arm, offering it to her, clearly scared. Badami rubs his arm in comfort, rubs an alcohol swab on his bicep.

The others watch though the reinforced window.

The needle pierces Adam's skin, as does, he YELPS in pain and JERKS, his tail LASHING out and KNOCKING Badami a few feet away. Instantly Hoskins is on the move and Adam is terrified.

ADAM

Dr. Badami! I'm sorry!

HOSKINS

God Damn freak!

Hoskins JABS Adam with the stun gun, the JOLT curls Adam into a ball.

BADAMI (CONT'D) (cont'd)

(getting to her feet)

No!

One more JAB from the stun gun and Adam is down. It's all over as Baxter opens the door and storms in, Malcolm close behind. Baxter helps Badami stand.

BAXTER

You okay?

BADAMI

How's Adam?

HOSKINS

(sneering)

Out cold.

Malcolm bends down beside Adam, putting his hands on the creature's hide. Badami kneels beside him.

BADAMI

He's okay.

MALCOLM

I can't have him damaged.

BADAMI

He'll come to, just takes a few minutes.

Malcolm studies Adam, then moves to Hoskins, grabbing his arm and squeezing.

MALCOLM

(nodding at the humming stun-
gun)

Be careful with that thing.

HOSKINS

You gotta show 'em who's in charge.

Malcolm glares at him.

MALCOLM

You keep that in mind too, pal. I don't
want a single scar on his scaly green
ass, dig?

INT. ADAM'S CELL

Later. One spotlight shines on Adam as he sits on the floor, eyes glued to the TV set bolted into a corner of the ceiling. Badami is outside the cell, watching him through the window.

BADAMI

Adam.

He ignores her.

BADAMI (cont'd)

Adam. Pay attention.

At length he turns to her.

ADAM

I apologize. Television.

BADAMI

Rots your brain.

ADAM

It's entertainment.

BADAMI

You watch responsibly, huh?

ADAM

Yes.

BADAMI

A full day tomorrow. Best to get some rest.

ADAM

I'll be fine. What will it be tomorrow? Strategy games?

BADAMI

You don't need help in that department.

ADAM

Outside? We're going outside?

BADAMI

If you do well tomorrow, I promise we'll take a walk around the grounds in the afternoon.

ADAM

(with trepidation)
After the medical tests?

BADAMI

No. This round is through. I know you don't like the other doctors. But they only do what's necessary to keep you in good health.

ADAM

I like the doctors fine. I don't like Hoskins.

BADAMI

(smiles)
Neither do I. He's an asshole.

Adam grunts in a laugh.

ADAM

Are you feeling okay, Dr. Badami?

BADAMI

Yes. I'm fine.

ADAM

It was an accident. When I hit you.

BADAMI

I know.

ADAM

I was scared.

BADAMI

I know.

ADAM

Hoskins scares me.

BADAMI

He doesn't mean to.

ADAM

Yes he does. He enjoys scaring me. Why?

Badami looks away from Adam's intense gaze.

BADAMI

I don't know.

ADAM

I don't think he is a smart man. He is big and strong. He thinks that makes him better than most.

BADAMI

He resents people who are smarter than he is. He resents you.

ADAM

Am I "people"?

BADAMI

(a beat)

Yes. Yes, you are. In my eyes.

ADAM

Thank you.

BADAMI

You're very welcome.

They smile at each other.

ADAM

I don't like to hurt people. Although I was made to hurt people. I was engineered for that purpose.

Badami isn't smiling now. She watches Adam intently.

BADAMI

That isn't true, Adam.

ADAM

You are a friend, Dr. Badami. You are my only friend. But you lie.

Badami flinches a bit.

ADAM (cont'd)
You don't like to lie to me. But it is
your job. They do make you.

BADAMI
Time for lights out, now.

She punches a button on the control pad and the TV blinks out.

BADAMI (cont'd)
Good night.

Now the spotlight blinks out. Adam watches Badami, his eyes still shining in the dark.

ADAM
Good night, Dr. Badami.

EXT. DINER-NIGHT

A greasy-spoon type diner with buzzing neon lights sits off the highway. Two Clean-Up Crew vans are parked outside.

INT. DINER-NIGHT

The crew is gathered around a large corner table. Karen, Ricky, Odell and Chan are chatting and shooting the breeze. Also present are:

TRISH MCNAMARA(35), president of the company. Stocky, but curvy with a sweet face covering a tough-as-nails persona, and;

MAC "SPOOK" SILVESTRI (44), tall, haggard, dark circles under his eyes. He teeters between being spaced out and being ultra-alert.

The crew finishes their sandwiches and guzzle coffee and sodas, all the while being the loudest table in the place. There's a general air of good times and sloppy friendships. Lots of good natured razzing and baiting going on.

TRISH
You losers gonna take all night to finish eating?

RICKY
Come on, we're shovelin' it down.

ODELL
We're on a timetable here, kids.

Spook is just staring into space through all this.

RICKY
Hey, Spook?

He nudges Spook. The faintest reaction. Ricky shrugs, digs into his burger again.

TRISH
It's been a pretty good week, people.
Didn't lose a single client.

CHAN
That's cause Ricky had most of the week
off.

RICKY
(as the table cracks up)
Blow me, Chan.

CHAN
You're gonna give me nightmares.

KAREN
Join the club.

More laughter.

TRISH
Okay, here's the deal. We finish up and
hit the door in ten minutes.

ODELL
(reaching over to Spook's
plate)
Gonna eat those fries, Spook?
(no reaction)
Don't mind if I do.

He helps himself to a handful of Spook's uneaten fries.

KAREN
(a realization)
Oh hell.

CHAN
What?

KAREN
It's night shift, it's Friday night. You
know what that means?

Everybody realizes what's going on, moans from everyone,
except Spook.

TRISH
That's right, industrial cleaning at
Better Life.

RICKY
Aw, man, that place fuckin' stinks!

ODELL
It's a chemical plant. They make
chemicals. They all stink.

RICKY
Yeah, but this is really bad. Plus we
start pullin' out all them solvents, oh
hell. I'm gonna hurl.

TRISH
Go on, get it out of your system. Come
on.

RICKY
I'm gonna barf before the night's done.

KAREN
(deadpan, to Ricky)
All this whining is really getting me
hot.

He shuts up.

TRISH
It's not fun, but they're our biggest
client. Say no more.

ODELL
He's gotta carry on every time.

SPOOK
(everyone's alert as he speaks)
Bad doin's there.

Stunned silence. He's actually spoken up. They wait for more.
Odell is holding a french fry, frozen halfway to his mouth.
Spook grabs the fry, dips it in ketchup, plops it in his
mouth.

SPOOK (cont'd)
Bad doin's. They're matin' humans and
animals. Successful cross-pollination of
the species.

No one knows what to say.

KAREN

Cool. Chariots of the Gods, huh?

SPOOK

Chariots of the Gods is bullshit. You guys listen to me.

RICKY

Hey man, I seen that kinda stuff back on my uncle's farm. Ever meet my aunt Bar-bahhhhhhhh-

SPOOK

(as everyone chuckles)

You don't know half what you think you do. I seen stuff. I was in on a lot of shit you'd never believe. Nightmares for years, man.

Intense. It "spooks" everyone.

TRISH

It's a chemical plant, Mac. They make most of the stuff we use. The perfume I'm wearin'-

CHAN

That's what that stink is?

ODELL

Chan.

Chan is subdued. Sheepish. No one talks as Spook eyes Trish.

SPOOK

Nobody wants to listen, fine.

TRISH

Alright, people. It's a bitch, but it's overtime. Get through tonight without a fuss and I got breakfast, okay?

RICKY

Oh, Jeez, she's buyin'-

And he's up and out the door like a rocket.

EXT. BETTER LIFE CHEMICALS-NIGHT

Hoskins and another ATTENDANT are out back, on break with sodas and smokes. Hoskins snaps his smoke in, exhales in bursts.

HOSKINS
 Fuckin' burns me up.

ATTENDANT
 What?

HOSKINS
 Fuckin' mutants they got in there.
 Freaks.

ATTENDANT
 Creeps ya out, huh?

HOSKINS
 Pisses me off. Gotta baby the freaks.
 Clean 'em, feed 'em. Eat better than we
 do.

ATTENDANT
 Hey, look, it's our job, right? Take care
 of them, get paid, go home. Could be a
 lot worse, could be standin' on the
 unemployment line.

HOSKINS
 You see the way they look at you?

ATTENDANT
 Who?

HOSKINS
 Them things.

ATTENDANT
 They don't look at me any kinda way.
 They're animals.

Hoskins stews. The other guy gives him a wary look.

INT. SUB-LEVEL 5

A few spotlights are still on. Dark otherwise. All the
 holding cells are locked down tight, the shutters drawn.

ODD NOISES from the cells. Deep, irregular breathing -
 sniffles and scratches - moans - high pitched barks - claws
 against the concrete floors.

INT. INFIRMARY

The Attendant enters, checks a graph display on a computer
 terminal, and turns to Rabin.

ATTENDANT

Time to feed the Manster.

RABIN

Don't call him that.

ATTENDANT

Don't have a name.

RABIN

Yeah, well.

Rabin just shuffles papers and walks away. The attendant moves to a large IN-WALL COOLER and opens the door, digs around, and takes out a bucket. Moves the bucket to a table, and pours out a THICK BROWN GRUEL into a bowl.

He takes the bowl and moves past Adam's cell, goes a few doors down to a REALLY HEAVY-DUTY DOOR.

Behind the door, STRANGE RUMBLES, GROWLS. Deep, echoing sounds. The worst, most unsettling sounds so far.

A small slot is set into the bottom of the door. The attendant opens the slot and quickly drops and slides the bowl through the slot and INSTANTLY there is a SHUFFLING towards the door, the bowl disappears into the room, there is a HUNGRY ROARING AND GROWLING, SLOPPY EATING SOUNDS from inside.

After a moment the bowl is SHOVED back through the slot. The bowl is now mangled beyond any further use.

INT. CLEAN UP CREW VAN #1-TRAVELING-NIGHT

Trish drives, Karen rides shotgun. Ricky in the back. He lights up a smoke.

TRISH

Ricky-

RICKY

Hey, it's a menthol, okay? Offa my back, how about it?

He nudges Karen, grinning, leering. She tries to ignore him.

INT. CLEAN UP CREW VAN #2-TRAVELING-NIGHT

Spook at the wheel. Odell relaxes. In the back, Chan nervously looks at the road ahead, at Spook, the road ahead, etc.

A HORN BLARES.

CHAN

Spook-

SPOOK

Wagon. Saw it.

Spook revs the engine, surging the van ahead. TIRES SQUEAL.

SPOOK (cont'd)

Bus. Saw it.

He drives, gripping the wheel and staring ahead with dead eyes. He JERKS the wheel to the right, Odell and Chan slide to the side of the van as Odell rights the vehicle again.

SPOOK (cont'd)

Squirrel.

ODELL

Saw it.

EXT. BETTER LIFE CHEMICALS-MAIN ENTRANCE-NIGHT

The Clean Up Crew vans pull up to the main gate. They wait behind a SMOKING, RUMBLING TANKER TRUCK as it is checked in by the gate guards.

The tanker truck rolls into the yards. Guard #1 signals "stop" to the crew as another tanker truck exits.

Spook impatiently taps the steering wheel as the truck passes by.

SPOOK

(sticking his head out the window)

Now? Hey?

The Guard signals and Spook idles up to the gate.

GUARD#1

Hey there.

SPOOK

We got a schedule, ya know.

GUARD#1

So does everybody else.

He logs their entry and waves them on. Spook REVS the engine and the vans move on.

The vans pull into spaces by one of the huge plant buildings. The crew climbs out.

SMOKE still pumps from smokestacks. The tanker truck is being hooked up with various hoses and pumps.

The crew wrinkle their noses.

CHAN

Man, oh man. What a stench.

RICKY

(sniffing his armpits)
Ain't me.

He moves close to Odell, who glares at him. Ricky backs off.

TRISH

Okay, let's unpack and get to work.

They open the van doors and start to unload their gear.

TRISH (cont'd)

Ricky and Karen, I want to guys to do the canteen-

RICKY

Oh come on-

KAREN

Ricky-

RICKY

These people are pigs! They leave garbage behind.

KAREN

That's right genius, and we haul it to the dumpsters. Circle of life and all that stuff. It's called "your job".

RICKY

Well, I'm gonna do the garbage, you do the waxing.

TRISH

If you're gonna complain about-

KAREN

No, that's okay, let him bitch. I'll do it, at least if I do it it'll get done.

Ricky is stung by the remark. Karen pulls out her coveralls and steps into them, cursing Ricky under her breath.

Sullen, Ricky gets his coveralls, snaps them out with a sharp flick of his wrists, and pulls them on.

INT. INFIRMARY

Lights are dim. Soft grunts echo through the halls. All the cell doors are closed, the shutters drawn. A few animal-like whines, soft plaintive cries.

INT. ADAM'S CELL

Adam sleeps fitfully. His tail jerks, his eyelids flutter. The reptile tongue flicks in and out of his mouth.

Suddenly, eyes wide open, Adam sits up. Rigid. Aware.

INT. CANTEEN

A few Better Life employees are at various tables, eating, drinking. Ricky and Karen are here. Karen is moving tables and chairs into a corner of the room. By herself. Ricky is checking out the vending machines.

Karen lugs a big table across the floor. She makes the extra effort to scrape the legs across the floor. Gives Ricky a dirty look. He doesn't hear a thing. She picks up a chair and sets it down with a BANG.

Ricky turns and looks. Sees Karen spying him, steaming. He picks up his garbage bags and moves to a nearby trash can. Not helping Karen at all.

INT. RECEPTION AREA

Chan and Odell are working the reception area. Odell dusts as Chan is sweeping. Quietly, efficiently, they go about their work.

Chan gets a wastebasket from the receptionists' desk, empties it into a larger, rolling waste bin. He reaches in, grabs wad of paper. He turns and eyes a wastebasket in the corner by the visitor's chairs. Twenty five feet. At least.

Odell stops as he notices Chan.

Chan lines up his shot, flexes, shoots, and:

It misses - hits the rim and bounces off. Chan stands there, shakes his head in disbelief. Odell stifles a chuckle. Claps Chan on the back as he walks by.

INT. INFIRMARY

Hoskins stands in the hallway, a few doors from Adam's cell. Smokes a cigarette. Waits.

INT. UTILITY HALLWAY

Trish and Spook are mopping the long, wide, white hallway.

TRISH
Long night. Long fucking night.

SPOOK
Huh? Just got going.

TRISH
I know. Maybe I'm just old and tired.
Seems like, I don't know, is this all
there is? Is this it for me?

SPOOK
Is what it?

TRISH
Being a high-priced maid.

SPOOK
Don't sweat it. You're doin' fine. Being
a high-priced maid got you two weeks in
the Bahamas every spring plus a new Jeep.

TRISH
Yeah.

SPOOK
Yeah is right. Don't let the crew get on
your nerves. Come here.

He puts his mop down and takes her arm.

TRISH
Oh, come on-

SPOOK
Trust me. Loosen up. Stand straight.

He uses his hands to guide her: stand straight, head back,
loosen her shoulders, etc.

SPOOK (cont'd)
Find your center-

TRISH
My center-

SPOOK
Hey. Shhh.

He kneads her shoulders, neck, deep rubbing. She responds.

TRISH

Ooh, yeah.

SPOOK

Deep breaths. Slow. Eyes shut. Find your center. Disconnect from the outside world. Pull in. Disappear, transcend.

TRISH

(a sigh)
Spook-

SPOOK

(she's more and more relaxed as he goes on)
Hey, I used this in a POW camp in '72. Ate rats twice a day. Naked for six months. Once I found my center and transcended, the little bastards couldn't see me anymore. They opened the bamboo cage, I just slipped right past 'em and walked until I found friendlies. Twenty miles of hostile jungles, they never even saw me. You have to learn to release. That's the key, that's the first step, find your center and just disconnect-

Trish slides from his hands and slumps to the floor in a relaxed heap.

INT. ADAM'S CELL

Adam is awake and restless. Pacing back and forth, tail whipping. He glances at the door to his cell.

EXT. BETTER LIFE CHEMICALS-MAIN ENTRANCE-NIGHT

Security guards at the kiosk by the main gate. Bored. Two guards at the gate. Two more drive up in a four-wheel drive vehicle.

GUARD#1

Guys.

JEEP GUY

Quiet.

GUARD#1

Hungry?

GUARD#2

Hell yeah.

JEEP GUY
All right, I'll make the run. The usual?

GUARD#2
Sure.

GUARD#1
Not subs again.

GUARD#2
Subs are good.

JEEP GUY
They're cheap.

GUARD#1
Yeah, but they do that thing where they cut the roll down the top. I don't like that.

JEEP GUY
So get a deli.

GUARD#1
They don't got wheat bread for the deli. Just white and rye.

JEEP GUY
Okay, I'll tell them to cut your roll through the middle, not down the top.

GUARD#1
You gotta watch them or else they'll cut it down the top.

Pause. The other two roll their eyes.

JEEP GUY
Back in thirty.

The Jeep pulls out, down the driveway, towards town.

INT. DR. BADAMI'S OFFICE

She's asleep at her desk, stretched out in a chair, feet propped on her desk.

INT. INFIRMARY

Hoskins moves to Adam's cell. Hits a button and the shutters open. Adam is against the window, looking right at the orderly. He hits the intercom.

HOSKINS

Hey there. Still awake? Not sleeping well?

He puts his hand on the holstered stun gun.

HOSKINS (cont'd)

You're gonna behave yourself. Hear me? Now you know the drill. Get the shackles.

INT. ADAM'S CELL

There are steel shackles in the corner, one for each limb. Each attached to strong chains tethered to the wall. Adam keeps his eyes on Hoskins, moves to the shackles.

The door slides open, Hoskins steps in.

HOSKINS

Put them on.

ADAM

Why do I need restraints?

HOSKINS

Don't ask me any fuckin' questions, you fuckin' geek. Just put the fuckin' cuffs on!

He takes out the stun gun. Adam eyes it. Adam slips his left hand into the cuff, snaps it closed. Hoskins moves a step closer.

Hoskins reaches into another pocket, takes out a SYRINGE, plastic-tipped for safety.

Adam shrinks back into the corner.

ADAM

What is that?

HOSKINS

I said-

He JABS the stun gun into Adam's side - a JOLT, and Adam flops onto the floor, twitching.

HOSKINS (cont'd)

-shut up. Damn it.

He watches the snake-creature for a moment. Adam whimpers. Twitches. Hoskins kneels down beside him.

Adam's eyes are open. Watches Hoskins uncap the needle.

HOSKINS (cont'd)

Don't worry, they already got a nice plot
picked out for ya, under those trees you
love so damn much.

Adam blinks.

The needle starts down towards Adam's arm. Hoskins grins.

Adam's tail LASHES out, SMASHING Hoskins in the head,
SLAMMING him into the wall. Adam cringes, trying to shrink
back into the corner.

Hoskins is crumpled in a ball, moaning. He holds his head,
softly cursing. He looks around for the syringe.

On the floor, the syringe is shattered. Hoskins growls.

Adam's eyes are wide, darting.

Hoskins GRABS his stun gun and triggers it. It ARCS, and Adam
jumps, cowering even more.

Slowly Hoskins gets to his knees.

HOSKINS (cont'd)

Freak.

Hoskins is up and CHARGING and Adam turns and STRIKES out
with his tail again, SMASHING Hoskins down. Adam KICKS the
man, keeping him down.

Hoskins manages to roll away, spotting the stun gun.

Both Hoskins and the snake creature reach for the fallen stun
gun but Adam is there first - he KICKS Hoskins in the face,
the sharp talons on his feet SLICING into the man's cheeks.
As Adam attacks, he HISSES and SPITS, working into a fury.

Hoskins SWINGS his fist, connecting with Adam's snout. The
snakeman is stunned and Hoskins heads for the door. He slips
to his knees but makes it through the doorway.

INT. INFIRMARY

Holding the wall for support, Hoskins SLAMS his hand down on
the control panel by the doorway. A RED LIGHT flashes on the
panel.

EXT. GUARD SHACK-NIGHT

A RED LIGHT flashes on the security console. Neither guard is
in the shack.

INT. INFIRMARY

Adam SLITHERS through the open door, GRABS Hoskins by the feet and SWINGS his body against the wall.

Adam takes the stun gun and hunches down beside the bleeding Hoskins.

Adam regards the stun gun. It only takes a moment for him to figure out how it works, then he RAMS it against the man's head and ZAPS him.

Hoskins flops on the floor as the current runs through him. Adam reaches in again and ZAPS Hoskins again. ZAP! again. Again. Hoskins' body shudders and shakes with each charge, then it stops moving at all.

Now that the attack has stopped, OTHER SOUNDS from the other cells: CHITTERS, SHRIEKS, WILD, EXCITED sounds. THUMPS and THUDS as the walls are pounded upon from inside the cells.

Adam is breathing heavily. Excited. Now scared. He hears the sounds around him, notices the small RED LIGHTS FLASHING on the walls. He looks around, scared, but more and more assured.

Adam moves to a central command console in a corner. He studies the panels, buttons and slide controls.

One digital indicator is red: the door to Adam's cell is still open. Adam manipulates the controls, the indicator goes green as the cell door closes.

Adam looks at all the other cell doors. All closed. He carefully works the console. More green indicators go red as the cell doors slide open.

The excited sounds die out now. Adam watches the doors. All the doors are opening, except for the door to the Manster's cell.

SHRILL KLAXONS sound in the hallway.

INT. GUARD SHACK-NIGHT

The KLAXONS are heard out here as the guards SCRAMBLE into the shack, tossing their lunches to the dirt.

GUARD#1
(trying to swallow a huge
mouthful)
Gohgd Manjh!

GUARD#2

Huh?

GUARD#1

Mufan Sraoban!

Now he starts to choke on his hoagie. Guard#2 is intent on his pal's plight, ignoring the warning sirens.

GUARD#2

(patting #1's back)

Hey, hey, come on.

Guard#1 points at the red light. Finally he brushes off #2's help, spits out his food, then SHOVES his partner away.

GUARD#1

(croaking)

Alarms-

GUARD#2

God damn!

Guard#2 fumbles for a phone.

GUARD#1

Jeez.

INT. BETTER LIFE CHEMICALS-VARIOUS SHOTS

Heavy steel security doors and barred gates begin to swing into place, sealing off various hallways. BETTER LIFE EMPLOYEES are moving to the nearest exits.

INT. RECEPTION AREA

In the reception area, Odell and Chan react to the sirens and klaxons.

CHAN

What the fuck?

ODELL

I dunno-

Steel bars are sliding across the main entrance doors. A security door is also slowly sliding into place, shutting off the reception from the deeper hallways.

CHAN

Which way?

ODELL

What's happening?

CHAN

The others are still in there!

INT. UTILITY HALLWAY

Spook and Trish are SPRINTING down a hallway towards a security door. Better Life employees are on the other side, trying to hold the big door back with little luck.

INT. BATHROOM

Ricky sits in a stall, door closed, Walkman headphones on, smoking a joint.

INT. UTILITY HALLWAY

Spook and Trish RUN for the sliding door, but they're too late as it closes, shutting them off from the hallway.

INT. RECEPTION AREA

The shutters have already closed over the main door. Chan and Odell are trying to hold back the last security door shutting off the main hallway. They grip the edges of the door, straining, but the door slams shut just as the guys pull their fingers from harm's way.

CHAN

Damn! Is it a fire?

ODELL

Wouldn't be locked in during a fire.

INT. BATHROOM

Karen KICKS the stall door open, Ricky almost falls from his perch.

RICKY

Hey!

KAREN

What the hell are you-

RICKY

I'm on break!

She grabs him by the collar and YANKS him out of the stall.

INT. INFIRMARY

Adam stands in the middle of the hallway. All the cage doors are open. SOFT TITTERS from inside the cells. Adam moves back to the control console. Studies it. Hits a switch.

The alarms stop. The lights continue to STROBE.

Adam looks around. Steps towards the open cells. Raises his arms in a beckoning gesture.

ADAM

Come.

RUSTLE of movement off-screen. SHADOWS move.

ADAM (cont'd)

Come.

DARK SHAPES move from the cells. Small flashes, glimpses of what is slithering, shambling and crawling from the cells. Tentacles, claws, multi-eyes faces, bony extrusions, just enough to be creepy, not enough to clearly see what is moving. Shadows and shapes.

A hubbub of MOANS, small SQUEAKS. The shadows move towards Adam. His arms are outstretched, waiting. The shapes and shadows are at his side now. He looks down, around, up, at every creature and thing surrounding him. The sounds again die down as Adam lowers his arms. Silence.

ADAM (cont'd)

Free.

INT. MAIN ENTRANCE-NIGHT

Chan and Odell RATTLE the doors, looking for an out. Sealed in tight.

ODELL

No smoke. None.

CHAN

Where's Trish and everybody else?

ODELL

Locked down there somewhere.

CHAN

Can we call somebody?

Odell lights up. They go to the receptionist desk, looking over the large phone console.

CHAN (cont'd)

Dial nine.

An "I know that" look from Odell. He punches buttons. Waits. Puts the phone down.

ODELL
Nothing. No outside lines.

CHAN
Is there an internal directory?

They find a building directory taped to the side wall of the station. Fingers down the list of numbers.

ODELL
Security. Two one three.

He punches in the number. Chan taps him on the shoulder.

CHAN
Hey. Hang up. They're here.

Odell looks up. The bars across the front door are slowly sliding back. Hand cranked from outside. Just enough for a person to slide through.

Chan and Odell straighten up, waiting.

A gun barrel pokes through the opening. An arm follows. Guard #1 slips in. He scans the area.

ODELL
Hey fellas-

GUARD#1
(snapping to attack mode)
ON THE FLOOR ON THE FLOOR! NOW NOW NOW!

He levels the gun at the surprised clean up crew.

INT. BAXTER'S APARTMENT

The PHONE RINGS LOUD and Baxter is rolling across the bed, snatching it from the receiver. A FLOOZY IN LEATHER AND FISHNET TIGHTS has just been tossed to the side. She is HANDCUFFED to one of the bed posts, as he tries to get up she is YANKED back off her feet. She YELPS in protest as he growls into the phone.

BAXTER
Go. Oh. Oh shit. Shut it all down, I'm rolling.

FLOOZY
(as Baxter heads for the closet)
Don't you fuckin' leave this room! Hey! I'm talkin' to you!

Baxter rushes into the bathroom, pulling on pants.

FLOOZY (cont'd)
Well at least gimme the keys to the
cuffs!

INT. INFIRMARY

Adam moves to the Manster's cell. The door is still closed. Whatever is inside makes a PLAINTIVE WHINE.

Adam puts his hands on the door, makes a STRANGE, SOFT, COOING SOUND.

The WHINING inside softens, changing and almost matching Adam's sounds. Quiet now.

Adam studies the CONTROL PANEL by the door. Taps a few keys with no response.

Adam BARKS at the door.

A beat, then a POUNDING from the other side. AGAIN. POUNDING. Hard, insistent.

The heavy steel door begins to buckle. Adam BARKS again, egging it all on.

POUND, POUND, POUND. The door is seriously stressed now. It's like an earthquake, it seems like it will never stop.

INT. UTILITY HALLWAY-RICKY AND KAREN

Ricky and Karen are in the middle of a long hallway. Dead quiet. All the doors off the hallway are open, but a bulkhead door has shut off any escape.

RICKY
What's the deal here?

KAREN
I dunno. Something. Big.

RICKY
Chemical leak?

Karen ducks into an open doorway, peers inside. Backs out, moves on.

KAREN
Yeah, maybe.

RICKY
Toxic, ya think?

They exchange looks. She steps into another small room.

Ricky spies a fire alarm box on the wall.

RICKY (cont'd)
Hey. Let's pull the fire alarm.

KAREN
Somebody just turned the alarms off,
moron.

RICKY
Okay, okay, don't be so touchy.
(as Karen walks a few feet
away, under his breath)
Bitch.

She stops, gives him a "hmmm?" look. He feigns innocence. She rattles a few more doorknobs, peeks in a room or two.

RICKY (cont'd)
What're you lookin' for?

INT. UTILITY HALLWAY-SPOOK AND TRISH

TRISH
A way out.

She's pointing at the AIR DUCT near the ceiling. A small grate, maybe four feet square.

SPOOK
Yeah, could be. We're two levels down, so
going up could be tricky.

TRISH
Any other choices?

SPOOK
Not that I can see.

TRISH
Well, let's get moving. Gimme a hand.

She trots to a nearby storage closet and together they pull out a folding ladder. They wrestle it back to the air duct and open the ladder, Spook first up to get to the grate.

He studies the grate over the air duct. Secured in place by screws at each corner. He digs in his pocket, takes out a nickel, and tries to fit the coin edge into the slot. Too big. Can;t get a fix to twist the screw loose.

SPOOK
Got any change? A dime, a penny?

TRISH
Nope.

SPOOK
Damn. Okay. Lemme think.

He grabs the grate and tries to rip it from the duct. Nothing. Won't even budge. Again, he grips the bars of the grate, tugs, grunts, straining. Finally gives up.

Trish looks up at him.

TRISH
Need a hand?

SPOOK
No, I'm fine.

He grabs the grate in a pissed-off fit, rips and bangs at it.

SPOOK (cont'd)
Son of a bitch!

INT. INFIRMARY

The manster's door is a mangled mess now. Adam stands by the doorway, beckoning whatever is inside.

MOVEMENT inside. Slow, cautious.

Adam backs up as a TREMENDOUS SHADOW moves into the doorway, dwarfing Adam.

Glimpses: A thick torso, segmented body, a hideous flash of a nightmarish face, then before it is seen clearly, the manster takes off, CLAWS SKITTERING on the floor.

INT. DR. BADAMI'S OFFICE

Badami is up now, looking at a small bank of VIDEO MONITORS, showing the area around the cells.

ON THE VIDEO MONITORS: THE AREA BY THE OPEN CELL DOORS IS VACANT, DESERTED.

Badami grabs her desk phone, frustrated when she can't dial out. She hangs up. Looks around, agitated.

A SOUND OUTSIDE THE DOOR: Thump, slither. Thump, slither.

Badami freezes at the sound. Looks at the door.

Closer: thump, slither.

Badami backs into a corner of her small office. Nowhere to go.

Thump, slither. Stops outside the door. THUMP AGAINST THE DOOR now. Badami jumps.

THUMP again. Harder. THUMP! Hard. Wait. Nothing.

Badami looks at the door. Waits.

BADAMI

Stop! Stop it!

WHAM! The door SHUDDERS with the impact. WHAM! The door sill starts to CRACK and SPLINTER with each thump.

ADAM (o.s.)

Doctor?

WHAM! Again, the door is shaking, straining at the hinges and electronic locks.

BADAMI

Please! Stop!

CRACK! The door breaks free of the electronic locks. Hangs on the hinges. A HUGE LUMBERING SHADOW is outside the door.

BADAMI (cont'd)

(scared, but not crying)

Please.

The HUGE SHADOW shuffles to the side. A GROWL. Quiet. A SCALY HAND grasps the edge of the door, WRENCHES it from the hinges, wrests it aside.

Adam moves into the door frame. Smiles, his eyes aglow.

ADAM

Good evening, Doctor. It is good to see you.

INT. AIR SHAFT

Spook and Trish crawl along in the narrow shaft, Spook leading the way.

SPOOK

There's a turn ahead.

He stops crawling, Trish bumps into his ass, backs up. Spook looks back over his shoulder.

SPOOK (cont'd)
Not sure where it goes.

TRISH
Anywhere but here.

Spook moves on.

TRISH (cont'd)
Don't fart or anything, okay?

INT. AIR SHAFT-NEW ANGLE

Spook reaches a junction in the shaft. A vertical shaft crosses their path.

SPOOK
Here we go.

Spook looks up and down; the shaft reaches up and recedes into darkness. A ladder lines the wall.

SPOOK (cont'd)
How far up does this fuckin' thing go?

TRISH
Up is out.

SPOOK
Up it is.

INT. MAIN ENTRANCE-NIGHT

Odell and Chan sitting on the floor, backs against the wall. The Guards tower over them.

CHAN
What I.D? I got a driver's license!

GUARD#1
How'd you get in here?

CHAN
You let us in! You let us in all the time, you wave us right through the gate!

GUARD#1
Somebody's gotta have clearance.

ODELL
Our boss, the owner, Trish, she's got the clearance codes and I.D. passes.

CHAN
 (trying to turn his back
 around)
 Lookit the back of my coveralls, it says
 "Clean Up Crew", come on you know who we
 are-

GUARD#2
 (using his gun barrel to nudge
 him around)
 We got a situation here boyo-

CHAN
 What do you guys need machine guns for?

GUARD#1
 Shut the hell up!

CHAN
 Thanks for listenin' though.

INT. AIR SHAFT

Spook climbs out into the vertical shaft and clings to the
 ladder.

SPOOK
 Bad doin's. Got caught in a tunnel like
 this back in Vin Din Dang.

TRISH
 Where?

SPOOK
 Vin Din Dang.

TRISH
 Oh please. Spook. Come on.

SPOOK
 What?

TRISH
 Vin Din Dang. You're making this up.

SPOOK
 Hey, you don't wanna believe me-

TRISH
 It just that you could at least think up
 a better name than Vin Din Dang. What,
 you were there with your friend Ling Ting
 Tong?

SPOOK

Who?

TRISH

Ling Ting Tong? You know, in the old
song? Ling Ting Tong?

SPOOK

Now you're making shit up.

TRISH

Well, you're very charming and I'd love
to keep talking to you, but it's time to
play You Bet Your Life-

WHISPER WHISPER. A soft, unintelligible but urgent whisper
from somewhere in the tunnel. It stops them dead. Spook
signals for quiet as they listen for more.

A METALLIC RUSTLE. HOLLOW BANG. Somewhere in the tunnels.
More garbled WHISPERS.

TRISH (cont'd)

(whisper)

What the hell is that?

Wait. No more noise.

SPOOK

Let's go.

He starts up the ladder, Trish right behind. The ladder
CREAKS with each step. Spook stops at the next horizontal
shaft opening.

TRISH

What?

SPOOK

Another shaft.

TRISH

No, let's go all the way up. As far as we
can.

He nods and keeps climbing, passing the shaft. Trish is
passing the shaft, and notices Spook has stopped moving.

TRISH (cont'd)

What's up?

Spook is gripping the ladder, knuckles white. He looks at the
wall straight ahead. Short, sharp breaths.

She slaps at his ass.

TRISH (cont'd)
Hey? Come on.

SPOOK
Trish. I gotta tell ya. Been puttin' it
off. I'm scared of heights.

TRISH
Now you're telling me?

SPOOK
Look, I'm scared, okay? Can't help it.
Gimme a minute.

TRISH
I thought Ling Ting Tong talked you outta
it-

SOMETHING SLITHERY snakes out from the shaft and slaps at Trish's ankle, she SCREAMS but in an instant the slithering tentacle has disappeared back into the shaft. Trish SCREAMS as she tries to climb the ladder over Spook, he struggles to hang on as she climbs up beside him.

SPOOK
Hey!

TRISH
God damn! Something grabbed me!

SPOOK
What grabbed you?

TRISH
I dunno, something wet, like a snake-

SPOOK
Snakes are cold but not wet-

TRISH
Don't fuckin' argue with me, something
grabbed at me down there!

They both look down at the shaft opening five feet below. Nothing slithers out. They look up at the next shaft opening.

CREEAAKK. The ladder is creaking now. The ladder bolts nearest Spook and Trish are pulling away from the wall.

SPOOK
Don't tell me.

TRISH

We gotta move.

SPOOK

I can't. I told you.

A high pitched MEWLING from above, from one of the shaft openings. From up there in the dark.

They exchange an "oh shit" look. The ladder CREAKS again. The bolts give a bit and the ladder JOLTS six inches from the wall. "Oh shit" again.

SPOOK (cont'd)

There's something up there.

TRISH

There's something down there!

SPOOK

What do you suggest?

TRISH

We gotta do something or this ladder is gonna-

It BREAKS. The ladder gives way, snapping just above Spook and Trish, falling horizontally across the tunnel and CLANGING in place. Spook and Trish manage to hold on, now dangling from the ladder in the middle of the shack, only a few feet from the shaft opening they just passed.

Spook and Trish swing from the ladder like a set of monkey bars.

TENTACLES crawl from the shaft, grey and scaly, with ripe pink suckers on the underside. The tentacles WHIP and SLAP at the walls, reaching out towards Spook and Trish.

The cleaners are officially freaked out now at the sight of the tentacles, trying to climb hand over hand out of the way, but there's only a few feet to go so:

Spook gives Trish a boost, trying to get her on top of the ladder, but the ladder shakes with each movement, making it difficult and

The tentacles GRIP one of the ladder rungs, hold tight and YANK - SHUDDER! as the ladder SCRAPES against the wall, angling down a few inches and Spook KICKS at the slimy things, pushing Trish away and trying to hang on all at the same time and

SLAP! A tentacle reaches out and wraps around Spook's leg, wrapping tight and intense panic now - Spook JERKS his leg, but the motion only makes the ladder SCRAPE again, threatening to break free from the wall as

The tentacle squirms as it holds onto Spook's thigh, now BLOOD seeps out from under the appendage and it starts to pull on Spook now, pulling him into the horizontal shaft and

Trish grabs Spook's collar as the tentacle pulls on Spook even tighter - he BEATS and PUNCHES at the thing on his leg, losing his grip on the rungs and then he loses it as the tentacle YANKS and something in his leg SNAPS and

Trish reaches out as Spook is yanked away and she just grabs his hand before he's gone, one hand holding Spook, one on the ladder.

SPOOK
(to Trish)
Let go!

She brings her legs up, wrapping them around the ladder, now using both hands to grab Spook.

TRISH
Come on!

SPOOK
Damn it Trish, let me go!

TRISH
No!

He SCREAMS in pain as the tentacles pull at him even harder and Trish is losing her hold on him, straining her legs to hold on and straining her arms to hold Spook.

SPOOK
Get out of here! Let me go!

Spook's hands are being pulled from Trish's - the hands loosen, now only fingers touching, desperate scrambling to save him and

Spook looks into Trish's eyes. Pleading.

She meets his eyes. Understands. Lets go.

WHOOSH! He disappears into the shaft, he's SCREAMING and Trish is SCREAMING and whatever is in the tunnel is CHATTERING and SHRIEKING, then

DEAD QUIET. Not a sound. Then:

Just Trish whimpering. Tears flow freely.

CREEEAAAKKKK!!!! As the broken ladder finally SCRAPES away from the wall, breaking free and Trish is holding on tight as the broken ladder falls down into darkness.

INT. UTILITY HALLWAY-RICKY AND KAREN

Karen and Ricky hear Trish's SCREAM ECHO through a nearby wall vent. They both start at the sound.

KAREN
What the hell-

RICKY
(playing innocent)
I didn't hear nothin'.

INT. ANOTHER HALLWAY

In a THUNDEROUS RUSH, the shape of the Manster CRAWLS, WALKS, SLITHERS by. Then see:

The wake of the creature: it hasn't really used the hallway, but has battered it's way through several rooms and walls. Leaving carnage behind.

INT. MAIN ENTRANCE-NIGHT

Guard #1 is off to the side, whispering into his walkie-talkie. The other Guard watches Odell and Chan. Nervous. Itchy. Stroking his gun.

Chan and Odell study Guard#1. The Guard is talking fast, harsh whispers. Big gestures. Guard#2 watches as well, but his eyes dart around the room after only a moment.

Guard#2 moves to the shut-off hallway, inspecting the heavy fire-door.

GUARD#2
How thick are these things?

Guard#1 shrugs, goes back to his walkie-talkie.

GUARD#2 (cont'd)
Will it hold? Can they break through?

Increased interest from Chan and Odell. Guard#1 is still on the walkie-talkie.

GUARD#2 (cont'd)
I seen that one rip right through the electric fence-

GUARD#1
Shut the fuck up!

They both look at Odell and Chan, who are hanging on every words here.

CHAN
Guys, what is goin' on here?

BAXTER (o.s.)
Your worst nightmare, kid.

They whip around and see:

Baxter, in full S.W.A.T.-type gear, ready for action.

CHAN
Lookit, we're just the clean-up crew. We wanna get our friends and go home.

BAXTER
Nobody leaves. Nobody.

INT. HALLWAY

Baxter leads the way down a carpeted hallway, Odell and Chan behind with the Guards in the rear.

BAXTER
(into his cell phone)
Perimeter seems secure for now, the staff has been evacuated. Yes sir. They were told chemical leak. The story should hold. Yes. Fine.

He snaps the phone shut and leads the way into his security office.

INT. BAXTER'S OFFICE

The hub of the security system here. VIDEO MONITORS line the walls, HIGH-TECH CONSOLES fill the floor space. Baxter sits at a console, starts working controls for the security cameras.

ODELL
Can we go now?

Baxter at the console, watches the monitors. He flicks switches, changing the views on the monitors. Looking for signs of danger.

The guards watch Baxter at work.

VIDEO IMAGES on the monitors: empty hallways, processing areas in the plant are vacant. The yards outside-quiet. Spooky. Deserted. Offices-empty.

CHAN

We don't even work for Better Life. We just wanna go home. We have friends in here somewhere-

BAXTER

Where?

CHAN

Behind those big doors somewhere. In one of the break rooms or something.

BAXTER

How do you know they didn't evacuate the plant with everybody else?

CHAN

Well, uh, I don't know. They were down a level or two, Karen and Ricky were doing the bathrooms and stuff-

BAXTER

Shhh!

He cuts them off as he sees:

THE VIDEO IMAGE: Hoskins. In Adam's cell. Dead. The other cell doors open. The image flickers. Stays the same.

Everybody glued to that image.

ODELL

Hey, what's wrong with that guy?

GUARD#1

They got loose. They got loose.

ODELL

What? What're you talking about?

Guard#2 punches #1 in the shoulder. #1 mouths "ow" and rubs the spot.

They all watch the image on the monitor.

GUARD#1

Oh man, oh man, we are so screwed. I mean screwed. So very screwed.

Odell points to another monitor as he sees:

VIDEO Karen and Ricky in some deep hallway, trying to pry one of the security doors open.

BAXTER
Your friends?

CHAN
Two of 'em. Let's go get them and get outta here-

BAXTER
I can't allow that.

CHAN
Allow what?

ODELL
What is happening here?

CHAN
You can't allow what-

One of the Guards YELPS as he sees a SHADOW FLICKER on the VIDEO IMAGE.

GUARD#1
I saw one! I saw one!

Baxter turns to the monitors, ignoring Odell and Chan. The clean up guys move towards the door.

CLICK! A ROUND IS CHAMBERED as Odell and Chan freeze in their tracks. Chan bumps into a large decorative GLOBE on a pedestal. Varnished wood, hand-painted continents, very nice. He grabs it to keep it from tipping over.

Baxter has them in his sights.

BAXTER
Guys. Hold it right there.

Clean up guys are speechless. Knowing they're in deep shit.

ODELL
Hey, pal, listen, let's keep a cool head here-

Chan is idly running his fingers over the globe. He sees:

GUARD#2 REMOVE HIS CAP AND WIPE SWEAT FROM HIS SHINY, BALD HEAD. DING!

BAXTER

I ain't your pal. Nothing personal, but we've got to contain this situation. Which means-

ODELL

We're here to stay.

Chan is still fingering the wooden globe, touching the points where it is attached to it's pedestal.

BAXTER

For now. Yeah.
(nods to the Guards)
Cuff 'em and lock 'em up somewhere.

The Guards move towards the crew, but Chan has snapped the globe loose, it's in his hands and it's like he's SNAPPING the ball across court but he's aiming at the oncoming Guard's head and:

CHAN

Catch!

WHOOSH! The globe sails past the Guards. They watch it as it misses them by three feet. The globe CRASHES into a control panel on the far wall. The HIDDEN ELEVATOR door slides open.

The Guards eye Chan.

He shrugs, the picture of innocence.

GUARD#1

WHAT THE FUCK IS THAT THING?

Everyone turns to see:

THE VIDEO MONITOR - A LARGE, DARK SHADOW HAS THE CAMERA IN IT'S GRIP, TEARING IT LOOSE FROM THE WALL.

As attention is elsewhere, Chan and Odell RUSH across the room to the elevator, the Guards on their tails. They bustle past Baxter, knocking him to the floor, and all four try to cram in the elevator at the same time.

The two Guards try to hold the door open as Chan repeatedly pushes the buttons and Odell tries to push the men back out. The struggle is close quarters all the men pushing and punching but then Chan has the barrel of the Guard's machine gun in his hands and BAM BAM BAM!

The gun goes off and the control panel EXPLODES in SPARKS as the guards JUMP back and the machine gun is dropped inside the elevator as the doors slide shut and Odell and Chan are gone.

The Guards turn to face Baxter.

BAXTER
Keep up the good work, fellas.

INT. ELEVATOR

Chan shakes his hands in the air.

CHAN
Damn! Damn!

ODELL
Lemme see.
(he takes Chan's hands)
Okay, not too bad. They'll blister.
You'll live.

CHAN
Oh man, oh man.

ODELL
Where are we going?

CHAN
Down.

ODELL
Oh.

Odell starts to push a button, but the control panel is still SPARKING. He moves back.

CHAN
Oh God-dammit!

ODELL
What?

CHAN
They broke my watch!

INT. SUB-LEVEL 3

A THUD at the end of the corridor and the elevator doors open. Chan and Odell braced inside. Odell holds the weapon in his hands.

CHAN
(peeking out)
Hellooo? Anybody home?

They step into the corridor.

ODELL
Where the hell are we? I don't recognize
any of this shit.

CHAN
Ya got me, Odell. It's cold, we gotta be
in the basement.

ODELL
You wanna carry this thing?

CHAN
(eyeing the gun)
She's all yours. You grew up in Compton,
didn't ya?

ODELL
The hell's that supposed to mean?

CHAN
You know, it's tough there. South Central
and all that. The hood. You know.

ODELL
What the hell do you know about it?

CHAN
Well, it's just, I seen the news. I seen
those movies-

ODELL
Bullshit. You wouldn't know South Central
from, from, where the hell did you grow
up?

CHAN
Evergreen Terrace.

ODELL
Evergreen Terrace. God damn. Whoop-de-do.
You know what that shit is? Repressed
racism.

CHAN
I ain't racist-

ODELL
Bullshit.

CHAN

I'm not-

ODELL

Bullshit. You assume because I come from Compton I can handle an Uzi?

CHAN

No, I just meant-

ODELL

I ever assume anything about you? I never seen you eat with a pair of chopsticks in my life, but I-

CHAN

Hey now-

ODELL

Chan, I love ya, son, but you better get your little yellow Americanized Jackie Chan ass behind this-

A GROWL down the corridor. Far off. Echoing. But close enough to be unnerving.

An "uh-oh" look between Chan and Odell.

INT. SUB-LEVEL 5

Ricky and Karen have a crowbar and are prying a smaller safety door open. Ricky grunts and struggles as Karen wraps her arms around him and pulls.

RICKY

Pull!

KAREN

I'm pulling!

RICKY

Come on!

The door is giving and then - YANK!- With one last Herculean effort, the door GRINDS open. Ricky collapses to the floor as Karen shuffles out of the way. He falls on his ass as STEAM pours from the open door.

The gush of steam levels out as Karen helps Ricky to his feet. They look through the doorway and slowly steps into:

INT. MAIN PLANT

One of the main processing plants at Better Life. A cavernous area, huge cauldrons, titanic machines huffing and chugging along. Towers of engines and titanic cylindrical structures, all crisscrossed by miles of catwalks. Steam and dripping water. Deafening noise. Karen and Ricky have to shout to be heard.

KAREN
What is this?

RICKY
(looking up, around, taking it
all in)
A way out. It goes up. Goes way up.

KAREN
How far down are we?

RICKY
We're on what, the first basement level?

KAREN
No, the second.

RICKY
You sure?

KAREN
Yeah, I'm sure. No matter, we still gotta
go up. We gotta climb up.

RICKY
This looks like the place.

They move deeper into the machinery maze, looking for the first catwalk up.

HIGH ABOVE, in the shadows, a HORNED SHAPE lurks in the overhanging pipes, looking down at Karen and Ricky.

INT. BETTER LIFE CHEMICALS - LAB

Dr. Badami is on the floor against the wall, Adam stands before her. In the shadows around her, CREATURES shuffle and GROAN.

Adam studies Badami as she keeps her eyes downcast, submissive.

ADAM
What is bothering you Doctor?
(no answer;
(MORE)

ADAM (cont'd)
 she keeps her eyes down)
 Doctor? What is the matter? Oh, ah. I
 understand. The door. I am on the other
 side of the door now. On the people side.
 I think I like it on this side.

Badami nods towards Hoskins' dead body.

BADAMI
 What happened?

ADAM
 It was an accident, really. But he did
 get what he deserved. I only fought back
 in self defense. I fought to save myself.
 Isn't that what you're teaching me here?
 Defend myself at all costs to achieve the
 objective?

BADAMI
 We didn't teach you this-

ADAM
 (down in her face)
 This is exactly what you've taught me,
 Doctor.

INT. AIR SHAFT

Trish is sitting on a horizontal grate bisecting the shaft.
 She rubs her neck, her shoulders, still groggy, just coming
 to.

Looking up the shaft, we see the point where the ladder
 snapped - Trish has fallen about twenty feet.

Trish grimaces, cupping her hands to her mouth.

TRISH
 Hey! Heyyyyy!!!!
 (she waits)
 Heeeeeyyyyyy!!!!

And no way down. The ladder ends here. Below, darkness.

TRISH (cont'd)
 Spookkkkkk!!!!!!!

A waist level, another horizontal shaft entrance. Trish
 considers.

INT. UTILITY HALLWAY

A ventilation grate is KICKED OUT from the inside, it clatters to the floor and a filthy, panting Trish slides out, dropping to the floor.

The hallway is quiet in both directions.

INT. MAIN PLANT

Ricky and Karen are picking their way through the grungy, messy maze of pipes and machinery. They find a ladder and look up to the next level.

Water drips from above, pipes VENT STEAM. Not inviting.

RICKY
Ladies first?

She shoots him a "go to hell look". He shrugs and climbs up, stopping with his head just through the opening to look around.

KAREN
Well?

RICKY
Wait a minute.

He climbs the rest of the way up. Pokes his head back through.

RICKY (cont'd)
Come on.

She climbs up.

On the next level, Karen steps from the ladder and wipes her hands on her coveralls.

KAREN
Jesus. What the hell.

They move down the catwalk, in and out of tight spaces, looking for the next ladder. Ricky puts out a hand to stop Karen in her tracks. A questioning look from her. He hushes her, looking up.

Above, a PIPE CLANGS, loud above the other noises here.

They both look up. Wait. Another CLANG.

KAREN (cont'd)
What? Let's go.

She pushes in front to lead the way. Ricky stays glued to the spot.

KAREN (cont'd)
Come on.

RICKY
I dunno. I don't like this.

KAREN
Oh, well, I'm just havin' a blast. Get the damn lead out, Ricky.

INT. UTILITY HALLWAY-WITH TRISH

She limps down the empty hallway, testing doors, opens one, pokes her head in the room. Nothing. Closes the door.

A RUMBLE somewhere behind her. Trish stops in her tracks, turns to look-

The hallway is empty. But there's a SOUND, that RUMBLE again.

TRISH
Oh, come on.

Whatever it is, it's closer. Trish waits, scared as the RUMBLE gets closer.

INT. MAIN PLANT-KAREN & RICKY

A FLASH OF MOVEMENT, something flashes by overhead, barely seen through the network of steel. But it freezes Karen and Ricky.

RICKY
The hell was that?

KAREN
A rat.

Neither one buys it.

Behind them, another FLASH OF MOVEMENT, they both whirl around to see nothing there. Both on edge now, thoroughly spooked.

RICKY
Fuck that's a rat. Go.

He pushes her and they head forward, Ricky keeping an eye out behind.

A SUDDEN NOISE from behind and

Ricky turns and sees

A DARK, CRAWLING SHAPE twenty feet behind, what the hell it is, it's hard to tell, but it's on all fours - or all six - and it's coming up fast and

Ricky SHOVES Karen ahead.

RICKY (cont'd)
GO! GO! GO!

And they RUN through the maze at breakneck speed and

The THING is somewhere back there hard to see but coming up fast and

Ricky and Karen blunder along through GOUTS of STEAM, shoving aside overhanging cables and

IT is back there and it looks like an insect but it's too big and

Karen hits a staircase and takes it three steps at a time with Ricky right behind her and

FROM THE THING'S P.O.V. IT'S COMING UP FAST BEHIND THE TWO KIDS AND THE THING IS FAST AND

Ricky is on the stairs and Karen has a good lead and

The THING leaps into the air and

GRABS Ricky's leg and he FALLS face first into the wrought-iron stairs and

Karen SCREAMS as she takes a few steps back down to help and

Ricky is fighting with what looks like the biggest, baddest, meanest, GRASSHOPPER FROM HELL you've ever seen. At least three feet long with powerful legs which are SCRATCHING at Ricky, a MOUTHFUL OF SILVER, BIOMECHANICAL TEETH which are SNAPPING at Ricky as drool flies everywhere, long, chitinous legs tipped with RAZOR SHARP CLAWS, the torso seems to be turned inside out, all wet and glistening, the damn thing is a nightmare, and Ricky KICKS and SLAPS at it, desperately trying to get away as the thing CRIES and HISSSES and tries to climb up his body.

RICKY (cont'd)
GET THE GOD DAMN THING OFFA ME!

INT. UTILITY HALLWAY-WITH TRISH

As a CYBER-ROTWEILLER, all gore-covered gears and flesh and exposed bio-mechanical organs and snapping jaws and about five feet long CHARGES down the hallway right at-

Trish who does a take, then turns on her heels and SPRINTS down the hallway and

the rottweiler from hell is gaining on her, ROARING as it's razor-like claws dig into the linoleum floor with each massive stride and

Trish is RUNNING FULL STEAM AHEAD as

The rottweiler is less than ten feet away, and it's servo motors WHINE as it SNAPS at her heels and

Trish is rounding a corner and there's an open door ahead and she LEAPS ahead into the doorway, instantly rolling and grabbing the doorknob, SLAMMING the door shut and

The rottweiler SLAMS into the door, cracking it but it holds.

INT. MAIN PLANT-KAREN AND RICKY

Ricky manages to keep the snapping jaws away from his neck as the claws RIP his shirt and DRAWN BLOOD with each swipe. Karen tries to reach in and grab the thing but it's too hard to get close with out getting sliced and

Ricky has his hands around the grasshopper's head as it SNAPS it's jaws at him and then

A BIG HEAVY BOOT KICKS the hopper in the skull and it FLIES away from Ricky and

It's Odell and he LEAPS over Ricky and KICKS and STOMPS the creature before it can get back up, GOO and GUTS SPEWING as Odell attacks.

Karen kneels down to Ricky, checking his wounds.

Odell stands over the dead grasshopper, out of breath.

RICKY

Where the hell have you guys been?

Odell just looks at the kid. Chan climbs down a ladder behind Karen.

CHAN

Well, hellllloo-

He sees the oozing grasshopper.

 CHAN (cont'd)
-ooohhh, shit.

All four exchange a glance.

 ODELL
Folks, we gotta get movin'.

 KAREN
Fuckin' serious pest control problem they
got here.

 CHAN
What the hell is that thing?

 ODELL
Grasshopper.

 CHAN
No, really.

They all stand near the carcass, Karen supporting Ricky.

 ODELL
Don't look entirely real.

 CHAN
What is that, is that metal?

 RICKY
Don't touch it.

Odell looks over his shoulder. Chan absently pulls the machine gun from his shoulder, at the ready now.

 RICKY (cont'd)
You packing heat, now?

 CHAN
Long story.

 KAREN
This place is full of long stories.
Where's Spook and Trish?

 CHAN
We hoped they were with you.

INT. STOREROOM

Trish huddles in the corner as the rottweiler GROWLS on the other side.

TRISH
 (to herself)
 Oh shit oh shit oh shit.

SMASH! As the door buckles a bit with a ram from the other side. The door is sturdy, but-

THE ROTTWEILER

RAMS it's head into the door again, another JOLT but the door holds and

TRISH

looks around, no escape here, no vents, nothing, and she's really scared as

THE ROTTWEILER

tries another tactic: it begins to CHEW through the door with it's HYDRAULIC JAWS and STEEL TEETH. CHOMP!

TRISH

starts to freak as a small bite is taken from the door. CHOMP! The steel teeth can be seen as another bite is taken, the damn thing is really gonna eat through the door.

THE ROTTWEILER

takes bigger bites now, there's a football-sized hole in the door, the bigger the hole, the more excited the dog gets, in a FRENZY as it rips and gnaws at the door and

TRISH

is saying a silent prayer, over and over, a mantra, and then we can hear what she is saying:

TRISH (cont'd)
 Find my center, find my center, find my
 center-

The hole in the door grows as-

TRISH (cont'd)
 -transcend, transcend-

And the rottweiler's head is in the room now as it rips bigger and bigger chunks from the door-

TRISH (cont'd)
 transcend, find my God damn center, find
 my center, disappear-

She hugs herself, her breathing slows.

INT. MAIN PLANT

Odell looks over his shoulder again. They all quiet as they look at him.

Something SCRAPES against metal. Lots of scraping.

KAREN

What?

SHADOWS against the maze of metalwork.

The Clean-Up Crew waits.

A SMALL ARMY OF BIOMECHANICAL INSECTS is clicking and clacking up the stairway. GIANT ROACHES with thorny, chitinous armor, SPIDERS the size of watermelon, all slowly making their way towards the crew. It's ugly, nasty and stupid all in one sweep:

CHAN

You gotta be fuckin' kiddin' me.

ODELL

We need to be leaving now. Kids. Now.

The army stops, CHITTERING. DROOLING.

RICKY

(nudging Chan)

Hey. Shoot.

CHAN

Which one?

KAREN

Any one!

Chan raises the gun, fires and

CLICK - Nothing - Chan does a take, checks the gun again,
CLICK -

CHAN

Where's the safety?

Odell helps him check for the safety switch as

A TWO-FOOT LONG MILLIPEDE SWINGS down from an overhead pipe and WRAPS itself around Ricky's neck and

Ricky spasms, clawing at the thing-

RICKY

What've I got, a bulls-eye on me?

Karen GRABS the millipede as it wraps around Ricky's neck like a boa constrictor - Ricky is panicking as the thing wraps tighter and Odell joins in to help Karen pull the creature from the freaked Ricky and

The CRAZED INSECTS SCURRY towards the crew, a GRATING SQUEAKING WHINE coming from the critters and

A BURST of MACHINE GUN FIRE, bugs EXPLODE in a SHOWER OF BLOOD AND MEAT, the other SHOTS RICOCHET off the railings and

The crew hits the floor to avoid the RICOCHETS and

Baxter, followed by the Guards, are CHARGING IN-

BAXTER

DOWN! DOWN! DOWN!

Everybody hits the floor as the men wade into the fray and

Karen's hand hits a TOOLBOX nearby, she instantly is on the box and in a flash she has a SCREWDRIVER in her hands and she SPINS towards Ricky and

The millipede has another set of GELATINOUS EYES ON FLESHY STALKS and they're bobbing in Ricky's face and he sees

Karen brandishing the screwdriver and Ricky goes Jerry Lewis as

The SCREWDRIVER PLUNGES into the millepede and RIPS it open, GUTS and GOO spilling as

Chan KICKS at the advancing creepy-crawlers and

Guard #1 has a HIGH TECH FLAMETHROWER in his hands, and he SPRAYS FIRE at the creatures, they SHRIEK and SCATTER as the Guard moves in, another BURST of FLAME, some of the INSECTS EXPLODE in the heat, the others disappear.

Quiet. The guard turns.

GUARD#1

(grunts like a caveman)

Fire...good.

INT. STOREROOM

The door is a shambles, ripped to shreds. The rottweiler is there, WHEEZING and RUMBLING as it's motors PURR and CHUG.

Trish is a statue. Totally motionless. Her chest doesn't even rise for a breath.

The dog moves into the room. Sniffs the air. Looks around. Steps deeper into the room.

Trish is still a statue.

The dog walks up to her - or to her corner of the room. Sniffs again. Looks around. Its' servo-infrared eyes roll in their sockets. Looks all around.

Trish has transcended. The dog doesn't know she is there. Like Spook coached her, she has disappeared.

The dog is less than a foot away. Confused, head turning back and forth. The dog WHIMPERS.

The dog moves away. One step. Two steps. To the door. Turns, gives the room one more look.

Trish, in the corner, is still out there somewhere.

The dog GRUNTS. GROWLS. Lifts it's leg and PISSES a STREAM of STEAMING URINE against the wall. The paint peels on the wall. The dog leaves, POUNDING down the hallway.

Trish. Sits there. All is quiet. Her eyes flutter open. Slowly, she comes back to the world.

TRISH
(a whisper)
Thank you, Spook.

INT. MAIN PLANT

The crew gets up.

BAXTER
Everybody get up-

CHAN
I ain't goin' anywhere with you-

BAXTER
Okay. Fine.

He turns, the guards follow. The clean-up crew stares after them. From somewhere, more SKITTERING SOUNDS. More critters.

RICKY
Hey, wait up!

He's after Baxter, and the rest of the crew is close behind.

Chan taps Guard#2 on the shoulder, shows him the machine gun still on safety. The guard looks him up and down.

GUARD#2
I don't think so.

CHAN
Baxter, hey Baxter!

Chan tags along right behind Baxter as the crew is led through the maze of pipes and machinery.

CHAN (cont'd)
What is happening here, dude?

Baxter shoots him a look - no answer.

CHAN (cont'd)
No, seriously.

KAREN
(coming up behind)
Hey! Get us the hell outta here.

BAXTER
Just what I'm tryin' to do, so how about shuttin' the fuck up and keep movin'.

ODELL
Now listen here-

BAXTER
(whirling on Odell)
Look! Do you understand what's going on here? Do you?

ODELL
Well-I-I mean-

BAXTER
Do you understand anything you've seen here? No? Then shut up and keep walking

With that he turns and motions to Guard#1.

BAXTER (cont'd)
Take point.

Guard #1 leads the way back as they enter the maze of pipes and ducts.

Guard #1 stops to climb a ladder to a new level. Chan, not paying attention, bumps into his back, jabbing the Guard with his machine gun barrel. The Guard WHIRLS on Chan and GRABS the gun barrel.

GUARD#1

Lookee here, junior, be careful with that!

CHAN

I'm sorry!

GUARD#1

Sorry don't mean-

RRRRIIIIIIIPPPPP! A THREE-FOOT LONG RAZOR-SHARP CLAW SLICES THE GUARD IN HALF - it's so quick and clean the Guard has time to look down at his torso as BLOOD SPRAYS the crew and the Guard's TORSO SEPARATES, the upper half sliding off and landing on the floor with a WET THUMP.

The crew goes ballistic as what is attached to that claw comes into view: a wet, slimy TEN-FOOT SPIDER/SCORPION THING, eight legs all tipped with those claws, but its' body is raw, meaty, the outer skin layers burned away, just the grisly musculature exposed.

The claws DIG into the Guard's body, CUTTING up the remains, slicing and dicing on the spot.

Baxter LUNGES in, BULLETS BLAZING at the spider as he reaches down and grabs the Guard's fallen weapon, ROLLING back and up and SPRINTING away.

BAXTER

Come on!

The crew follows as Baxter heads down now, down stairs two or three at a time as

The spider hits the landing and TAKES OFF after the crew, hell on wheels.

THE CREW

RUSHES down a steep stairwell, Baxter in front, Karen and Ricky in the rear and

THE SPIDER

is close behind, squeezing it's awful bulk through tight spaces and making good time behind them and

BAXTER

hits a new landing, just a split second to make sure the crew is behind him, then he's off again and

THE CREW

is trying to keep up, Guard#2 waves them on, and in the background is the shadow of the spider and

BAXTER

reaches a heavy door, stops to tap in a security code, it doesn't work, he BLASTS the control panel with his gun, SPARKS FLY, the door opens and he goes through and

THE CREW

sees the open door and they pour on the speed and

THE DOOR

is starting to close now-

BAXTER (cont'd)

Oh shit-

He grabs the edge of the door, it slows but keeps on sliding shut and

CHAN AND ODELL

are through the door and

THE SPIDER

is close now and

RICKY AND KAREN

are in the rear, Karen turns to look behind and as she does a STRAND OF SPIDER WEBBING SHOOTs from the creature, WRAPPING around her arm, YANKING her off her feet and she goes down and

the spider WEBBING SIZZLES as it burns into Karen's skin and

CHAN AND ODELL

start back to help but the Guard and Baxter block the way as they try to keep the door open and

RICKY

is at Karen's side, he grabs her, tries to pull her to safety but she SCREAMS, the web won't let go and

the spider is closer now, almost right on them, ANOTHER WEB SHOOTs out and

Ricky ducks and it misses him but

the SPIDER is ready to rumble and

Ricky is looking at Karen, tears in his eyes, he cups her faces in his hands, kisses her, he's sad but brave.

RICKY

Run like a bitch.

He GRABS the webbing around Karen's arm, SNAPS it free, then turns and

Karen sees what's coming and

KAREN

Ricky, no!!!

But he's up and CHARGING the spider, it turns to eye him-

RICKY

Hey! Hey! Over here!

SWACK! CLAWS FLASH and Ricky is SLICED DOWN THE MIDDLE, head to waist, then it reels him in, DEVOURING him and

Karen is SCREAMING as Guard#2 GRABS her and pulls her through the door and

Baxter and Guard#1 let loose, the door slides shut again.

INT. SUB-LEVEL 5-ANTE CHAMBER

The chamber is a smaller room with a door set into each wall. EATING SOUNDS can be heard from the other side of the door as the spider finishes off Ricky, gruesome and revolting sounds.

Chan is doubled over with dry heaves. Odell holds a softly sobbing Karen.

ODELL

Man, just get us the hell out of here.

BAXTER

Just what I'm trying to do.

He looks at each door, trying to get his bearings.

BAXTER (cont'd)
Okay, let's go.

He enters a security code into a wall plate, and one of the doors SLIDES open, and HUNDREDS of the MUTANT COCKROACHES are on the other side - they SWARM in, crawling over everyone's feet.

BAXTER (cont'd)
Shit!

He moves to another door and starts to enter the code, but has to stop to brush the roaches from his arms and legs, they're everywhere and they're hungry.

Guard#2 is FRANTICALLY SWATTING roaches from his body, but they are all over him, under his clothes, the fabric seems alive as the bugs swarm under his clothes.

Baxter gets the door open -

BAXTER (cont'd)
Come on!

Odell herds Karen through, but Chan is trying to help the Guard but

CRUNCHING SOUNDS now as the Guard is devoured, SCREAMS as he falls to his knees in the sea of bugs and

Chan backs up in horror, wide-eyed. Odell GRABS his shoulder -

ODELL
Chan!

He turns to follow.

INT. UTILITY HALLWAY

Baxter leads the crew as they RUN down the hallway, the BUGS right behind them, like a CHITTERING black carpet, it rolls down the hallway after them.

The crew pours on speed as they round a corner and

the bugs are coming up, and INSANE INSECT WHINE issuing from them as they follow and

Baxter stops and turns with the flame thrower, a BLAST of LIQUID FIRE sprays the hallway, coating the first wave of bugs but they keep on coming as

Baxter turns and runs again and

The crew cuts another corner and RUNS INTO TRISH, who is RUNNING from the opposite direction, she and Chan COLLIDE and both FALL to the floor

Odell picks both up.

TRISH
Hey hey hey-

ODELL
Where the hell have you been?

CHAN
Hey, don't go that way!

TRISH
Don't go this way!

CHAN
What?

TRISH
Why?

ODELL
(pointing at the oncoming bugs)
Look!

BAXTER
(arriving)
What's the hold up here-
(seeing Trish)
Who the hell are you?
(snaps his fingers)
Let's go!

He TAKES OFF RUNNING.

TRISH
Hey, not that way!

CHAN
(hand on his hips)
Well, why not?

Baxter has hit the next corner and there waiting for him:

The dog. Haunches tensed, GROWLING, MOTORS REVVING-

Baxter is dead in his tracks. He eyes the dog.

The dog eyes him. Hungry. Pissed.

Baxter takes one step back and

The DOG LEAPS and KNOCKS Baxter down and it's on top of him, steel teeth SNAPPING at his neck and Baxter's hands are around the dog's biomechanical neck, trying to keep those jaws away and

Trish turns and sees the HUNDREDS of BUGS coming right at them and -

TRISH

Ah, guys?

Karen SPRINTS off in Baxter's direction and the others are right behind her and

They crew turns the corner and Karen TRIPS over Baxter and the dog as they STRUGGLE and Karen TUMBLES over them and

Odell picks up the weapons Baxter has dropped, but there's no chance of getting a clear shot and

The dog is still SNAPPING at Baxter, head LUNGING, jaws CLANGING with each snap and

Chan turns to the advancing bugs, pushes Trish behind him as a BURST OF MACHINE GUN FIRE digs into the bugs but they keep on coming and

The dog LUNGES again and Baxter has brought his arm up to block and those STEEL TEETH CHOMP into Baxter's arm and

Karen is up and she GRABS the machine gun from Odell and SWINGS it like a Louisville Slugger, WHAP! into the dog's head and

Odell has the flame thrower also so he turns as he sees the bugs coming on and -WHOOSH- FIRE FLOODS the hallway as he turns on the critters and

The bugs are climbing Chan's legs, he SWATS at them but there's just too many and

Trish is STOMPING on as many bugs as she can, KICKING at them as

The dog is TEARING at Baxter's arm, he SCREAMS with the pain as

Karen keeps BATTING AWAY at the dog's body but it has no effect and

Odell is backing away as the bugs SWARM him, his feet, his legs and-

VOICE (O.S.)

(thundering)

STOP!

The dog stops, EYES CLICKING as the LENSES refocus and

The bugs stop, retreating a bit, they drop from a very relieved Chan and Odell.

Trish sinks to her knees, swooning.

Karen, in mid swing, turns to the source of the voice and standing there is:

Adam. In an open doorway. Commanding in his presence.

The dog looks up at Adam. Meekly, the dog lets Baxter loose. Whimpering a bit, the dog backs away. Karen drops to Baxter's side, tending to his arm.

KAREN

Bad dog!

Adam moves towards the crew.

ADAM

Enough.

The bugs back away, disappearing around the corner.

The dog is in a corner, still whimpering.

ADAM (cont'd)

Come with me.

ODELL

Okay, then.

INT. INFIRMARY

Badami tends to Baxter's arm, dressing the wound. The crew sits against a wall as Adam slithers around the room.

CHAN

Can we go home mister, ah, sir?

No answer. Adam FLICKS his TONGUE. Studies the crew.

ADAM

I do not know you. You are new here to me.

ODELL

We don't work here. We're just the clean up crew. I don't know what is going on here, I don't wanna know.

KAREN

(bitter)

You killed Ricky.

ADAM

What?

ODELL

One of us. A friend of ours. He's, he was-
a thing ate-got him. He's dead.

TRISH

And Spook. He's gone.

Trish just breaks down, sobs softly. Adam studies her. Moves in closer.

Trish backs against the wall. Afraid as Adam moves closer. She looks up at Adam, into his eyes.

He looks down at her. Reaches out a hand.

Trish stares Adam in the eyes, trying to hide her fear.

Adam's hand reaches out. Touches her cheek as she stiffens. His fingers gently traces the tracks of her tears.

He backs away.

BADAMI

Adam. They don't know anything about any
of this. Let them go.

Adam studies the crew.

ADAM

You do not dress like the others. You do
not act or smell like the others. You do
not belong here.

TRISH

No, we don't.

ADAM

I am sorry for your friends. I did not
want to punish you. Doctor, I-
(emotional)
I don't understand this, Doctor, how I
feel.

CHAN

Guilt, maybe?

Odell hushes him.

INT. ELEVATOR

The crew, along with Badami and Adam, are crowded into the small elevator. BLAND MUZAK beeps and chirps along. Odell starts whistling along.

INT. LOUNGE

Carpet and leather chairs. Floor to ceiling windows look out on a lush backyard, trees and rolling hills.

The crew, Badami and Adam enter the lounge from a long hallway. Adam stops at the windows.

DAWN is beginning to break in the distance. The SKY is PURPLE with early light.

ADAM
Beautiful. Beautiful.

BADAMI
Adam. Let's go.

ADAM
Outside?

BADAMI
Yeah. Let's go tell somebody about all this.

Malcolm enters from the opposite hallway.

MALCOLM
Hi there, boys and girls.

Badami and Adam eye Malcolm warily. Baxter steps up.

BAXTER
Sir. Good morning. Everything is under control.

MALCOLM
(smiling)
Really? It sure as shit doesn't look that way. Who the hell are these assholes?

CHAN
Hey-

MALCOLM
Who let this out of it's cage?

Adam moves towards Malcolm.

ADAM

Father-

MALCOLM

Not another fucking inch.

He has pulled a GLOCK 9mm SEMI AUTOMATIC PISTOL from his jacket. Holds it idly by his side. Not aiming, but a casual threat.

Adam regards this, moves back.

MALCOLM (cont'd)

(to Baxter)

I guess I'm man enough to say when I'm wrong. And I was wrong. Point to you, Mr. Baxter.

ODELL

Now lookee here, Mr. Man. You'd better gives us some answers or just stand outta my way and let us go.

MALCOLM

Or?

ODELL

You think we're afraid of you and that little pea shooter? After tonight? What kinda horror show you got goin' on here?

BADAMI

(stepping up)

Cross species breeding. Manipulating the DNA strand of two or more separate and distinct-

MALCOLM

If this is the part where the evil genius explains his plans for world domination, don't bore them with science. Go for the money shot.

CHAN

You're pissing in the gene pool. You've gone way past cloning frogs or sheep. You're got your own homegrown brands.

MALCOLM

Insects are born disease carriers. How effective would they be if we bred them with influenza, Anthrax, cholera, plague? A small, covert army, ready to roll.

CHAN

The ultimate in germ warfare. So you do all this for the government? Black Ops?

BADAMI

Ah, well. They actually turned us down. As did most of the major super powers.

MALCOLM

So, we're kinda in the hole, financially speaking.

ODELL

Huh?

MALCOLM

Yeah, sucks, right?

BADAMI

I think some of this stuff was a little too, ah, real, for the government.

TRISH

You cooked up some shit so sick even the C.I.A. said "no"? Damn.

KAREN

That explains the bugs, but what about-

MALCOLM

The larger scale models? They're funded by individuals who believe in what we're going for. Ultimate weapon, inspired creation, hey, you pick a name for it. Most are really harmless, just for show, but the psychological impact of seeing these things comin' at you-

ODELL

Tell us about it.

MALCOLM

(glares him down)

Do you mind? Thank you. When we make one, it's hit and miss, but we keep trying. Plus, it's a real kick to dream one up. Some of the boys in the lab get real creative.

KAREN

Playing God.

MALCOLM

Try it sometime, bitch.

KAREN

You do it because you can.

MALCOLM

Plus, about 12 years ago the Supreme Court ruled that genetically engineered animals can be patented. Think of the royalties once we hit a home run.

ADAM

(moves towards Malcolm)

But, father-

MALCOLM

(aiming the Glock)

Don't "father" me. And don't move.

ADAM

But, you said I was special.

MALCOLM

You were special, Adam. A quantum leap for us. But I think we'll wipe the slate clean, and with the next model in your line we're gonna pull back on the "free will" thing.

ADAM

Wipe the slate?

BADAMI

Mr. Malcolm, maybe that's not the best-

MALCOLM

Shut your trap, now. I pay you to do what I ask of you, nothing more. You too, Baxter. God, what a screw-up. Why didn't you get rid of these blue collars here, at least feed 'em to the freaks. Now I gotta clean up after you. Hey, Shaft, come over here.

ODELL

You talkin' to me? You better not be talkin to me, motherfu-

BANG! Malcolm SHOOTS and Odell goes down.

CHAN

Odell!

He drops to his friend's side. The wound is in the shoulder, bleeding like hell.

ADAM

That was not called for, father. These people, they do not belong here.

Karen and Trish tend to Odell. Chan stands, eyes the room.

MALCOLM

You're tellin' me.

ADAM

Let them go. They are innocents. They want to go home. Let them go.

MALCOLM

Come on. Use the logic we taught you. Reason it out. This room is full of loose ends.

ADAM

(starting to move on Malcolm)
Everything you told me is a lie. From the very start. All lies. I wanted to please you, be a good student-

Malcolm backs away as Adam advances.

MALCOLM

You were very good, Adam. But you have peaked. It's all downhill.

ADAM

No.

MALCOLM

Everything will be fine, I promise-

Badami, now behind Malcolm, has a hand in her coat pocket.

ADAM

No.

MALCOLM

Think of the good you've done, you've paved the way for a new generation-

ADAM

NO.

Chan is close to a wastebasket. Nudges it with his foot.

MALCOLM

Your memories, your experiences, we can program those into the next model, you'll be brand new and never know there was a previous-

ADAM

NO!!

Adam's TAIL LASHES OUT, SHATTERING the WINDOW behind. Air rushes in. Everyone looks at Adam.

MALCOLM

Adam, listen-

ADAM

No more. You have taught me well. I will show you how well you have taught me, father.

Two things happen at once: Badami is up and on the move and Chan KICKS the wastebasket up with his foot, catches it, then SHOOTS it across the room at Malcolm.

CHAN

He shoots, he scores!

The basket HITS Malcolm square in the forehead, he's dazed, he shuffles back as Badami pulls a HYPODERMIC NEEDLE from her pocket, starts to STAB Malcolm but he swings around and buries the Glock in her stomach and BANG - she goes down and:

ADAM

NOOOOO!!!!

Adam STRIKES at Malcolm, but the man WHIRLS around and has the gun up, Adam BITES the hand, really just takes the hand, gun and all in his mouth and CHOMPS and Malcolm SCREAMS as meat and muscle and tendons are torn and Adam uses his TALONS to SLICE Malcolm in the gut, CLAWING in for a handful of intestines and as he RIPS Malcolm's insides out in reflex the gun SHOOTS again, the side of Adam's head is BLOWN OFF in the process and both fall to the floor in a pool of blood.

No one moves.

Adam is still alive. Just hanging on. On his side, jerking, BLOOD BUBBLING from his mouth. He begins to crawl. Laboriously. Towards the window.

Through the window, the grass is green. Trees sway in the breeze. A lovely morning is starting.

Adam moves a few more feet, crying out with the effort. He crosses the window sill, his hands grab the grass, the dirt. He pulls himself along now, his torso on the grass, the rest of his body still inside.

He stops moving. Looks out at the world. The sky. The trees.

Adam's eyes close. His breathing hitches, then stops. All quiet. Dead.

Baxter checks on Badami. Looks for a pulse. Nothing. He gently closes her eyes with his fingertips.

Chan looks away from Adam's body. Trish has finished dressing Odell's wound.

ODELL

You know I'm gonna expect a raise after all this shit. Team leader at least.

Chan helps Odell up. The crew gathers. Looks down at Baxter.

CHAN

What about you, cowboy?

EXT. MAIN ENTRANCE-DAY

The crew, with Baxter in tow, head for the vans.

DAY SHIFT SECURITY has arrived. Apparently they've been well-briefed. They're pale, nervous.

A TANKER TRUCK has entered the lot, the guards are arguing with the TANKER DRIVER.

DAY GUARD

What, you're deaf? I said we got no deliveries today, we got some issues here.

TANKER DRIVER

I don't care squat about your issues, I got a load waitin' on me in Burkittsville, I gotta dump this-

DAY GUARD

Well, you ain't gonna dump it here!

They reach the vans, try the doors. Locked.

Everyone pats down their pockets, turn them out. Empty.

The tanker truck is turning around in the lot.

The crew turns to Baxter.

BAXTER
Don't look at me, I drive a compact.

The semi-rig RUMBLES around the lot slowly. Chan glances over.

The truck passes by and there is SOMETHING crawling around the underside of the tanker.

Chan does a double take and

It's something BIG hanging onto that truck - a flash as it goes by, the skin, the face, it's the Manster!

Chan rolls his eyes.

CHAN
Here we go again.

TRISH
Huh?

CHAN
I didn't come here to be a hero. But destiny chose me.

Chan is off and RUNNING towards the guard shack. The others look after the truck and:

ODELL
Shit.

He TAKES OFF after Chan.

KAREN
Don't tell me we gotta-

BAXTER
We gotta.

AT THE GUARD SHACK:

CHAN
Come on, gimme it!

DAY GUARD
Take a hike, buddy!

Chan makes a GRAB for the Day Guard's holster, the Guard snaps back, the OTHER GUARD steps in.

DAY GUARD 2

Hey buddy-

Odell arrives.

ODELL

(points away)

Look! A squirrel!

The Guard turns out of reflex and Odell PUNCHES his lights out, Chan KICKS the other guy in the balls, and both are armed and dangerous.

The rest of the crew arrives-

TRISH

What do we do?

BAXTER

Follow me!

CUT TO:

A SECURITY JEEP REVVING UP AND SPINNING OUT, DIRT AND GRAVEL FLYING AS THE JEEP PULLS OUT OF THE LOT.

EXT. FOREST-DAY

The semi truck RUMBLES down the Better Life utility road, DIRT and DUST FLYING.

The Jeep ZOOMS over a hill in pursuit, IN THE AIR as it crests the hill.

IN THE JEEP

The chassis BOUNCES HARD as they hit the road again, everyone SHOUTS at Karen, who is at the wheel.

TRISH

Hey! Watch it!

KAREN

Backseat driver!

ON THE ROAD

The jeep is ZOOMING along the twisting, bumpy road. The semi still has a good lead and

THE SEMI

chugs along, the driver oblivious to the situation and

CHAN

is peering out the window and he gets his first real good look at

THE MANSTER

as it crawls from the undercarriage of the semi onto the side of the truck. *Man, monster, a huge beast with a human torso, an insect, segmented body, half a dozen chitinous legs, a face from hell complete with snapping, dripping mandibles, and maybe worst of all, whipping tentacles springing from the torso, each tentacle tipped with a screaming mouth and razor teeth.* It's the biggest and scariest thing we've seen so far, and it crawls over the tanker like the bug it almost is and

KAREN

sees it too.

KAREN (cont'd)
Holy cow. Wanna turn around?

BAXTER
Closer! Get closer!

KAREN
Closer her says.

She FLOORS it as

THE JEEP

picks up speed, FISHTAILING around a corner, almost losing it but staying on the road and

THE SEMI

is still ROARING down the road, the Jeep getting closer now and

IN THE JEEP

Baxter has pulled a TIRE IRON from the back of the jeep.

BAXTER
Closer!

THE JEEP

pulls alongside the semi, almost side-swiping the big rig.

BAXTER

Opens the door to the jeep as it stays side by side with the rig.

ODELL
What are you doing?

BAXTER
Whaddya think?

Baxter reaches out for a handhold on the rig, almost getting smashed in the process.

ODELL
(to Chan)
Don't just sit there, son.

Chan grimaces, gets in position behind Baxter.

The jeep pulls up a bit, closer to the cab. The vehicles twist, turn and slide on the road, and it's dangerous, but finally Baxter LEAPS from the jeep to the cab of the truck and

He makes it - grabbing the door handle, holding on for dear life, climbing up until he can look inside the cab at the very surprised driver.

BAXTER
Hey! Hey! Pull over!

TANKER DRIVER
What the-

BAXTER
Pull over! There's a monster on your truck!

TANKER DRIVER
There's a what?

BAXTER
A monster on your truck!

The driver gives him a look.

TANKER DRIVER
Who are you?

The WIND is ripping at Baxter, his clothes flap in the current, he's struggling to hang on.

BAXTER

Can we talk about this later?

CLANG! The manster is on the hood of the cab, DIGGING a claw or two into the roof of the cab.

The driver has a fit as Baxter looks up at the creature.

The Manster looks down at Baxter, SHARP MANDIBLES clicking and snapping.

Chan JUMPS from the jeep to the truck, which SWAYS WILDLY across the road now as

The SPEAR-LIKE CLAWS of the Manster PUNCH through the roof of the cab, the driver dodging each swipe.

The truck still VEERS across the road and back, Chan holding on with all he's got and

Baxter SWINGS his tire iron at the legs of the creature, hitting it square but doing no damage and

The creature ROARS in anger, looking down at Baxter.

Baxter's eyes go wide as the Manster starts down towards him - he moves back along the cab, the Manster clinging onto the side of the cab, claws SLICING the air, just missing him.

Baxter bumps into Chan, who is frozen to the spot.

BAXTER (cont'd)

Get back to the jeep!

CHAN

I just got here!

(as he sees the Manster getting
close)

See ya!

Chan takes a leap of faith and JUMPS back across the gap onto the roof of the jeep, ROLLING over the side but GRABBING onto the luggage rack at the last second.

The CLAWS SWING at Baxter, who ducks, and the claws PIERCE the tanker shell. GREEN CHEMICAL GOO SPEWS from the gash in the side of the tanker.

CHAN (cont'd)

Come on!

Chan pulls himself up onto the roof of the jeep, drawing the gun he stole from the Guard and

EXT. FOREST-MORNING

The crew and Baxter walk along the dirt road, away from the plant and towards town.

EXT. ALLFORD-HIGHWAY-DAY

The crew and Baxter walk along the highway, looking like hell, thumbing for rides.

EXT. DINER-DAY

The same diner the crew ate at last night. Very tired, they trudge across the parking lot.

INT. DINER-DAY

Everyone at a large table. A WAITRESS takes orders.

TRISH
Coffee. Black.

KAREN
Coffee. Cream and two sugars.

BAXTER
Coffee black. Artificial sweetener if ya got any.

WAITRESS
(smacking her gum)
'Kay.

CHAN
Coffee. Cream and two sugars.

ODELL
Chocolate milk. Large.
(smirks all around)
Hey. I'm entitled.

The waitress starts to take off.

KAREN
Miss?

The waitress stops.

KAREN (cont'd)
Do ya think, maybe, I could bum a smoke from ya?

The waitress gives her a look.

KAREN (cont'd)
Please? I'll pay ya back, you know we're
here every weekend.

A smile. The waitress digs into her apron, takes out a pack,
shakes out a smoke and hands it to Karen.

BAXTER
Um...ah, miss, ah...

She gives him a look. Shakes out another smoke.

BAXTER (cont'd)
Thanks. Really.

CHAN
Hey, do you mind? You wouldn't believe
the night we had.

He smiles, bats his eyes. Trish smiles and bats her eyes.
Odell puckers up, smooching at her.

The waitress tosses the pack on the table. Followed by
matches.

WAITRESS
Keep 'em.

They all light up. Smoke in silence. They exchange looks,
sobering now. Tired. Been to hell and back. In the middle of
the group, and empty chair at the table. Where Spook would be
sitting...

Baxter rubs his eyes. Rubs his forehead. Looks out the
window, deep in thought.

KAREN
Baxter?

She reaches out to touch his arm.

He pats her hand in comfort.

BAXTER
No, I'm okay. I'm okay. I just have this
feeling. Like I've forgotten something.
Something important.

INT. BAXTER'S APARTMENT

The FLOOZY from last night is still handcuffed to the bed
rail. She waves at a nearby window, waving at traffic.

FLOOZY
Hello? Hello-ooooooooo?

CUT TO BLACK

THE END