

The Shifter
by
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FADE IN:

EXT. NSRA COMPOUND - RAVENSBACK, IL - NIGHT

In the middle of an open field, surrounded only by a small patch of woods, lies an ominous building with a sign on it that reads:

NSRA - Authorized Personnel Only.

Military guards patrol the grounds of this government research facility.

CHYRON: 16 YEARS AGO

INT. NSRA LAB - NIGHT

DR. PHILBIN, the lead scientist, early 30s, enters the lab as DR. HUNTER, mid to late 20s, who is hard at work on a secret experiment. Dr. Hunter is so lost in his work, he doesn't hear Dr. Philbin walking up behind him.

DR. PHILBIN

Hello Dr. Hunter. How's the latest experiment coming along?

Dr. Hunter looks up in surprise.

DR. HUNTER

Oh, hello Dr. Philbin. It's coming along quite nicely.

DR. PHILBIN

I'm surprised to see you here so late. Ya know, if I were you, and I had a beautiful wife waiting for me... And a newborn child, well, I wouldn't spend my time toiling away in this god-forsaken lab.

DR. HUNTER

Believe me, they're all I can think about. But until Mary comes back from maternity leave, I have to do the work of two people here.

DR. PHILBIN

You really should go home. Believe me, there's no rush on these experiments. The government will bury it, just like the rest. You should know that.

DR. HUNTER

Yeah, yeah, I know. Mary's still upset that they scrapped our genetics project.

Dr. Philbin's casual attitude changes to hostility.

DR. PHILBIN

Upset?! That's an understatement! I know you guys had good intentions going into to this thing, but come on! Surely you knew how dangerous this thing could have been. The cons far out weighed the pros.

DR. HUNTER

If we would've been given the chance, we could've worked out the bugs.

Dr. Philbin's anger starts to gradually build.

DR. PHILBIN

Bugs! I think a rabbit who can change his molecular structure from a rabbit, to a horse, to a knife, and then into a human is more than a minor glitch in a scientific experiment. I'd call it an abomination!

Dr. Hunter takes a defensive posture.

DR. HUNTER

They didn't have to kill it. We could have cured its shapeshifting ability. But we were close. We were so damn close to curing genetic defects.

Dr. Hunter starts to become emotional.

DR. HUNTER

It just wasn't fair.

Dr. Philbin suddenly realizes the error of his ways.

DR. PHILBIN

Look Mike, I knew you guys worked hard, and, I'm sorry for coming down on you like this. The stress of this damn place gets to me, ya know? Will our work help mankind, or destroy it?

(MORE)

DR. PHILBIN (cont'd)
Hell, will our work even matter at all? I agonize over that every day.

DR. HUNTER
So do I. But deep down I always know I'm doing the right thing.

DR. PHILBIN
I wish I had that kind of confidence.

Dr. Philbin then gets a slight smile on his face.

DR. PHILBIN
I meant what I said earlier.

Dr. Hunter can't believe Philbin would provoke another argument.

DR. HUNTER
You did?

DR. PHILBIN
Yes I did...You really should go home. Hey, you've earned it!

Both men laugh it up like they're old buddies.

DR. HUNTER
Yeah, maybe I should hit the road.

They both stroll out of the room and into:

INT. NSRA HALLWAY - NIGHT

Dr. Hunter heads toward an exit door where a GUARD stands alertly by. The guard, more of a doorman than a military man, opens the door for Dr. Hunter. Dr. Philbin makes like he's going into his office.

DR. PHILBIN
Say hello to your better half for me.

DR. HUNTER
Hey, I'm the better half!

They both chuckle and go their separate ways. As soon as Dr. Hunter is long gone, Dr. Philbin sneaks out of his office and into:

INT. LAB - NIGHT

Dr. Philbin snoops around ominously. His eyes suddenly light up as he picks up Dr. Hunter's personal notebook.

INT. DR. HUNTER'S CAR - NIGHT

Dr. Hunter is cruising down the open road, deep in thought.

DR. PHILBIN (V.O.)
I think a rabbit who can change his
molecular structure from a rabbit..

INT. LAB - NIGHT (FLASHBACK)

A group of SCIENTISTS surrounding a LAB RABBIT freak out when the rabbit suddenly turns into a HORSE. The horse bucks one of the scientists aside. Two other scientists grab it, trying to wrestle it to the ground.

DR. PHILBIN (V.O.)
...to a knife...

The horse morphs itself down to a KNIFE. The two scientists are now on the ground. One is holding it up by the handle. The other one has his hand sticking into the blade. This guy screams like crazy as he pulls his hand off the knife blade.

DR. PHILBIN (V.O.)
...and then into a human...

The knife transforms itself into a NAKED HUMAN MAN. The scientist on the floor is looking right at this guy. They both freak out. The scientist screams obscenities, while the naked man screams a bunch of gibberish. The scientists standing over them are in complete shock.

DR. PHILBIN (V.O.)
...more than a minor glitch in a
scientific experiment. I'd call it
an abomination.

INT. DR. HUNTER'S CAR - NIGHT

Dr. Hunter stares blankly ahead at the open road. A single word bellows around in his head.

DR. PHILBIN (V.O.)
...abomination...abomination.....
abomination...

INT. HUNTER HOME - NIGHT

MRS. HUNTER is sprawled out on the couch, exhausted after a hard day of mothering. She greets her husband as he strolls in.

MRS. HUNTER
(sarcastically)
You're home early.

Dr. Hunter returns the sarcasm.

DR. HUNTER
Yeah, Philbin insisted.

MRS. HUNTER
He should've insisted two hours ago! I don't want to be a single parent here.

DR. HUNTER
C'mon honey, you know how important our experiment is.

MRS. HUNTER
I know, but the NSRA doesn't. It'll be just like the....

DR. HUNTER
(interrupting)
Yeah, I know. Me and Philbin were talking about that.

MRS. HUNTER
(scolding)
You need to be careful. He's not on our side.

DR. HUNTER
He's not a bad guy. Well, you know, since he found God.

MRS. HUNTER
Just because he's going to church now doesn't make him a saint.

DR. HUNTER
Come on, you know he's on the level.

MRS. HUNTER
I don't know. Maybe I'm just being paranoid.

INT. NSRA LAB - NIGHT

Dr. Philbin is using Dr. Hunter's computer. He has a look on his face like he has found what he's looking for.

INT. HUNTER HOME - NIGHT

Dr. Hunter is in the bathroom. Mrs. Hunter is putting their BABY in his crib. She leaves the room, and goes down the hall. The baby morphs itself into a naked image of Mrs. Hunter. Dr. Hunter comes into the room.

DR. HUNTER
Honey, do we have.....

Dr. Hunter spots his wife sitting naked in the baby crib.

DR. HUNTER
(excited)
Wow! This is pretty kinky. I'll be right back!

Dr. Hunter rushes back to the bathroom, to finish up whatever he was doing. The baby transforms himself into the naked image of Dr. Hunter. Mrs. Hunter returns to the room, to find her husband naked in the baby's crib. Her reaction is a little bit different.

MRS. HUNTER
(startled)
What the hell are you doing?
Where's David?

This Dr. Hunter clone mumbles something in baby talk. Mrs. Hunter frantically looks around the room. Before her eyes, the Dr. Hunter clone transforms back to the baby. She stand there with a stunned look etched on her face. Dr. Hunter enters the room naked. He's strutting, trying his best to act sexy and suave.

DR. HUNTER
Are you ready for some good lovin'?

Mrs. Hunter is still frozen with shock. Dr. Hunter realizes she isn't in the mood for good lovin'.

DR. HUNTER
What's wrong?

INT. NSRA HALLWAY - NIGHT

Dr. Philbin struts towards his office, happily twirling around a flash drive. He's approached by FRIZZI, his assistant.

DR. PHILBIN
Mr. Frizzi. What's the good word?

FRIZZI
I'm afraid things are far from
being good, sir. There's something
you should listen to ASAP.

INT. HUNTER HOME - NIGHT

DR. HUNTER
Are you sure about this? Maybe you
were hallucinating or something.
Are you still taking those pills?

MRS. HUNTER
(agitated)
Don't patronize me! I know what I
saw! You were in the crib, and then
you changed into David!

DR. HUNTER
That's impossible! We never
experimented on ourselves.
Only the animals!

MRS. HUNTER
I don't know how it happened, but
it did! So what are we going to do
about it?

DR. HUNTER
Well, I guess we should tell the
NSRA.

INT. SMALL ROOM AT NSRA. - NIGHT

Philbin and Frizzi are listening to the conversation.

MRS. HUNTER (O.S.)
Are you crazy? If they found out
about this, they'd probably kidnap
David, and throw him in a cage!

Philbin nods.

MRS. HUNTER (O.S.)
We'd better get the hell outta
here! Tonight!

Philbin has a look of disappointment on his face.

DR. PHILBIN

Do you believe that? Instead of bringing the creature in to be destroyed, or at least studied, they're going to run off like fugitives, and release this evil upon the world.

FRIZZI

What should we do sir?

DR. PHILBIN

I think you know what must be done.

INT. HUNTER HOME - LATER THAT NIGHT.

Mrs. Hunter is hurriedly packing. Dr. Hunter is pacing around.

DR. HUNTER

So where do we go?

MRS. HUNTER

I figure we can go to London.

DR. HUNTER

(confused)

Why London?

MRS. HUNTER

My brother Ryan lives there, remember?

DR. HUNTER

I know. But this is ridiculous. We just can't pick up in the middle of the night, and fly off to some flat in England! Come on, we have to think this through.

MRS. HUNTER

There's no time! I'm telling you, they'll find out.

There's a ring at the door. Mrs. Hunter gasps.

DR. HUNTER

Don't worry honey. I'll take care of it.

Dr. Hunter goes down to open the door. Mrs. Hunter looks on from the bedroom door. Two BIG MEN in dress suits stand at the front door.

DR. HUNTER
Can I help you?

They pull out their guns (with silencers) and unload into Dr. Hunter. Mrs. Hunter screams and slams the bedroom door. The two men barrel after her.

INT. HUNTER BEDROOM - NIGHT

Mrs. Hunter looks around frantically, but realizes she's trapped. She puts the baby under the bed, and grabs one of Michael's golf clubs. The two Big Men burst in the room, and blow her away before she gets a chance to swing the club at them.

They then proceed to look around the room for the baby. Big Man #1 reaches under the bed, and begins screaming wildly. He pulls his arm out from under the bed, to find a SNAKE with its fangs deeply sunk in. He throws it against the floor. Upon impact, it turns into the baby.

Big Man #1 is about to shoot the baby, but his gun is knocked away by Big Man #2. Big Man #2 grabs the baby, and both men make a hasty retreat.

INT. NSRA OBSERVATION ROOM - LATER THAT NIGHT

Dr. Philbin and Frizzi stand in the middle of the room, discussing the fate of the shapeshifting baby.

DR. PHILBIN
We can keep the creature in here.
As soon as we're done with our
tests, we'll destroy it.

FRIZZI
Sir, I implore you. You can't kill
this baby. It's not a creature, but
a boy with special powers. With our
guidance, under these controlled
conditions, he could be a great
benefit to mankind.

Philbin thinks about it.

DR. PHILBIN
Perhaps you're right. Prepare this
room for the...child. This will be
his new home.

FADE TO BLACK:

CHYRON OVER BLACK: PRESENT DAY

FADE UP:

INT. NSRA OBSERVATION ROOM - NIGHT

DR. PETOFI, a rotund old man with a grey beard is watching a video of a young man, DAVID. David is sitting on a bed, staring blankly at the wall. Dr. Philbin, a little older and greyer, approaches Dr. Petofi.

DR. PHILBIN
Dr. Petofi, I heard you'd be
stopping by.

Dr. Philbin reaches out his hand. Petofi ignores his gesture and gets down to business.

DR. PETOFI
(sternly)
You know why I'm here?

DR. PHILBIN
(sarcastically)
I'm guessing it's not a social
call.

DR. PETOFI
Project Shift. What's the status?

DR. PHILBIN
Surely you have clearance to my
reports.

DR. PETOFI
Those reports are nonsense. I want
you to tell me what's really going
on.

DR. PHILBIN
If there's something in those
reports that you weren't able to
understand, I can explain it to you
in simple terms.

Dr. Petofi becomes agitated at Philbin's sarcasm.

DR. PETOFI
What kind of covert training is he
getting?

DR. PHILBIN
What do you think?

DR. PETOFI

I think he's a social misfit that's of no use to us. We need a super spy, instead you've created a mental patient.

DR. PHILBIN

(sternly)

I've stated in the past that it would be too dangerous. What if he turned on the U.S.?

DR. PETOFI

If that happened, we'd deal with it. Right now this administration needs every weapon we've got. You know what's going on in the world.

DR. PHILBIN

Bad politics of the past. That's what's going on.

Dr. Petofi looks at David on the screen.

DR. PETOFI

Is there any more like him?

DR. PHILBIN

Not that we know of.

DR. PETOFI

Any success in replicating his shape shifting abilities?

Dr. Philbin jerks back at the mention of this. He collects himself, and tries his best to sound like he's telling the truth.

DR. PHILBIN

None. It looks like David will be a one of a kind.

At that moment, Frizzi enters the room.

FRIZZI

That's a lie.

DR. PHILBIN

(surprised)

Frizzi! What are you doing here?!

Frizzi walks over to Dr. Petofi. Frizzi has a devilish grin on his face. He speaks very calm, yet cocky.

FRIZZI

Dr. Philbin came up with a way to duplicate it. He just doesn't want to test it out on anyone.

DR. PHILBIN

(angrily)

Don't listen to this man! He's a subordinate I had to let go recently. In fact, let me call security.

DR. PETOFI

There's no need. Mr. Frizzi is the new leader of Project Shift. You'll be reassigned on Monday.

DR. PHILBIN

(whining)

You can't do that!

DR. PETOFI

It's already been done. Let's go to your office. We have a lot to discuss.

FRIZZI

Yeah. A lot.

Philbin reluctantly follows the men out of the room.

INT. DAVID'S ROOM - NIGHT

David continues to stare blankly at the wall. The CELL GUARD looks through a slit in the door. David sees the Guard peeping through. He stands up and starts running toward the door. He jumps towards the slit, and morphs himself into a KNIFE. The knife flies through the slit, and right into the Guard's eye.

INT. HALLWAY - NIGHT

The Guard screams like crazy as he pulls the knife out of his eye, and throws it against the wall. The knife transforms itself into David, who lands with a thud.

David gets up and grabs the Cell Guard's gun. He then transforms himself into the likeness of the Cell Guard, and starts to make his way out of the compound.

INT. DR. PHILBIN'S OFFICE - NIGHT

Dr. Petofi and Frizzi are sitting at a desk looking over some files. Philbin nervously paces around the room. The sound of faint gunfire fills the room. Petofi and Frizzi almost at once jump up from their chairs.

DR. PETOFI
(startled)
What was that?

DR. PHILBIN
(calmly)
Sounds like gunfire.

DR. PETOFI
What's going on? Who's attacking?

DR. PHILBIN
I have no idea.

FRIZZI
Are you crazy Philbin? You think
you can stage some kind of coup?

DR. PHILBIN
How could I've planned anything? I
didn't know I'd get screwed over.

Dr. Petofi pulls out an old rustic revolver.

DR. PETOFI
Enough of this nonsense. Philbin,
go find out what's going on.

DR. PHILBIN
Why should I do it? Why not have
your boy here look into it?

Philbin gestures to Frizzi. Frizzi looks over at Petofi with an uneasy look. Petofi levels the gun towards Dr. Philbin.

DR. PETOFI
I insist.

DR. PHILBIN
(sarcastically)
You're the boss.

Dr. Philbin strolls out of the room, leaving Frizzi and Petofi to continue their worrying.

EXT. HALLWAY - NIGHT

Philbin talks to the two GUARDS stationed in the hallway.

DR. PHILBIN

What's going on? Why is there gunfire?

GUARD #1

We don't know sir. We can't get anybody on walkie that knows anything.

GUARD #2

Sir. We have secured this general perimeter. I suggest we stand our ground here.

DR. PHILBIN

Negative. (To Guard #2) You're coming with me. (To Guard #1) You stay here, and guard my office. Don't let anybody in or out. Especially out. Understood?

GUARD #1

Yes sir!

Dr. Philbin and Guard #2 run down the hall. Coming up the other end of the hall is a SOLDIER (David). He goes up to Guard #1.

GUARD #1

Do you know what's going on out there?

SOLDIER (DAVID)

Yeah, David has escaped.

GUARD #1

How'd he get out?

SOLDIER (DAVID)

We don't know. Where's Philbin at?

GUARD #1

He just left. I gotta warn him!

Guard #1 reaches for his walkie. The Soldier (David) screams:

SOLDIER (DAVID)

Look out! Behind you!

Guard #1 spins around, but doesn't see anything. The soldier (David) pulls out a knife and slits his throat. The soldier (David) then looks over at Philbin's office door.

INT. SECURITY OFFICE - NIGHT

Philbin and Guard #2 step over the bodies of TWO DEAD SOLDIERS to get up to the security monitors.

On one monitor are the dead bodies outside David's room. The monitor next to it shows David's room empty.

DR. PHILBIN
(angrily)
He's gone!

GUARD #2
Who?

DR. PHILBIN
David! He's not in his room!

GUARD #2
Oh my God! Is it terrorists?

DR. PHILBIN
It could be anybody. We'd better find out who we're dealing with.

Dr. Philbin plays back the camera that was in David's room. He sees David transform into the knife as it glides through the door slit.

DR. PHILBIN
He actually thinks he can escape.

GUARD #2
(confused)
How could he've killed all of them?! They had him outgunned!

Dr. Philbin tries to reason it out.

DR. PHILBIN
He's a shifter. Once he killed the guard, he probably changed himself into that guard. The soldiers came running when they heard a commotion. David tricked them. Got the jump on them. (A beat) He could be anybody. He could be....

Philbin picks up a gun and points it at Guard #2.

PHILBIN
Drop your gun! Drop it! Drop it
right now!

GUARD #2
(startled)
Sir? What's going on?

PHILBIN
You've got to the count of three!
One, Two...

Guard #2 drops his gun.

DR. PHILBIN
You think you can outsmart me?

GUARD #2
(confused)
What are you talkin' about?

PHILBIN
Run against that wall as hard as
you can! Let's see your true self.

GUARD #2
Have you gone crazy?!

PHILBIN
Do it! Or I swear I'll shoot you
right in the head!

Guard #2 reluctantly runs full force into a wall. He crashes
down to the ground, screaming in pain.

GUARD #2
Ahhh!

PHILBIN
Alright, get up and grab your gun.
We gotta find him!

GUARD #2
My arm! It really hurts!

PHILBIN
Will you get up already! You can
cry later.

Dr. Philbin jerks him up.

DR. PHILBIN
I can at least trust you. We need
to stick together, and find this
kid.

As Guard #2 tries to collect himself, his attention focuses
on one of the monitors.

GUARD #2
Who's that in your office?

On the monitor, a Soldier (David) with his back to the camera
is talking to Frizzi and Dr. Petofi. The Soldier (David)
suddenly shoves Petofi to the ground.

GUARD #2
Is this happening right now?

DR. PHILBIN
I think so.

The Soldier (David) aims his gun at Frizzi, and then fires.
A faint gunshot can be heard in the distance.

DR. PHILBIN
(excited)
We've got him!

INT. HALLWAY OUTSIDE PHILBIN'S OFFICE - NIGHT

Philbin, with Guard #2 struggling to keep up, comes upon the
dead body of Guard #1. Philbin goes into his office to find:

INT. PHILBIN'S OFFICE - NIGHT

Petofi's body is curled up motionless in the corner. Frizzi
is on the ground, struggling like he just got the wind
knocked out of him. Philbin kneels down next to Frizzi.

DR. PHILBIN
Frizzi! Where is he?!

FRIZZI
(weakly)
I tried to stop him. It was David.

Dr. Philbin quickly surveys the room to make sure David isn't
hiding.

DR. PHILBIN
We know! Where is he now?!

FRIZZI
He changed, and then he left.

DR. PHILBIN
Don't worry. We'll find him.

FRIZZI
You've got to take him alive.

Philbin looks around to make sure Guard #2 isn't looking into the room.

DR. PHILBIN
Don't worry. Project Shift is no longer your concern.

Dr. Philbin proceeds to smother Frizzi to death.

INT. HALLWAY - NIGHT

Guard #2 is talking to a FRONT GATE GUARD on walkie talkie.

GUARD #2
Front gate. Do you copy?

F.G. GUARD (V.O.)
Go for front gate.

GUARD #2
Is there any activity out there?

EXT. FRONT GATE GUARD POST - NIGHT

The Front Gate Guard looks around for any signs of life. He spins when he sees movement out of the corner of his eye. He sighs when he sees that's its only a RABBIT.

The rabbit makes it way out of the compound, and into the surrounding grounds outside the gates.

F.G. GUARD
There's nothing out here. Well, except for a rabbit. But otherwise there's no signs of life. What's the situation in there?

INT. HALLWAY - NIGHT

GUARD #2
We've got a lot of casualties in here. Be on the lookout for a caucasian male in civilian clothes. He's armed and very dangerous.

Dr. Philbin walks out to the hallway.

DR. PHILBIN
What's the word from the guard
post?

GUARD #2
They haven't seen him.

DR. PHILBIN
They haven't seen anything at all?

GUARD #2
Nothing. (A beat) Except a rabbit.

DR. PHILBIN
(exploding)
What! You idiot! Give me that!

Philbin grabs the walkie talkie out of the guard's hand.

DR. PHILBIN
(frantically)
Philbin to Guard Gate! Philbin to
Guard Gate! I need a 20 on that
rabbit!

GUARD #2 (O.S.)
Is this some kind of joke?

DR. PHILBIN
Negative! Now where is it?

EXT. FRONT GATE GUARD POST - NIGHT

F.G. GUARD
It hopped out on to the surrounding
grounds, sir.

DR. PHILBIN (O.S.)
Go after it! When you find it, kill
it.

The Front Gate Guard ventures out to:

EXT. SURROUNDING GROUNDS - NIGHT

The guard, flashlight in hand, wonders around until he spots
the rabbit (David). He turns away from it and talks into his
walkie talkie.

F.G. GUARD
I've located the rabbit sir.

DR. PHILBIN (O.S.)
Good. Now kill it!

F.G. GUARD
Are you sure this is necessary?
It's just a rabbit.

Behind the guard, the rabbit shifts into David.

EXT. NSRA GROUNDS - NIGHT

Dr. Philbin and Guard #2 are fast walking towards the front gate. Philbin has a walkie in hand.

DR. PHILBIN
(desperately)
It's not a rabbit! It's.....

Philbin gets cut off by the F.G. Guard's screams.
Philbin and Guard #2 break out into a run.

EXT. SURROUNDING GROUNDS - NIGHT

Philbin and Guard #2 come upon F.G. Guard's dead body.
David is nowhere in sight.

DR. PHILBIN
Check the grounds! He couldn't have
gone far!

Guard #2 begins to search the grounds. Philbin gets on walkie talkie.

DR. PHILBIN
Is anybody on walkie?! Sound off!
(A beat) This is Dr. Philbin to
anybody who can hear me?
Does anybody copy?

There's no response. Guard #2 wanders into a patch of woods.
He trips and falls. Philbin, gun drawn, spins around and
screams towards the woods.

DR. PHILBIN
David! Get out here right now!

Guard #2 walks out of the woods.

GUARD #2
What are you screaming about?

DR. PHILBIN
Drop it! Drop that gun right now!

GUARD #2

What's going on? Do you think
I'm David?! Don't tell me we have
to go through this again.

DR. PHILBIN

I'll give you to the count of 3. 1,
2....

Guard #2 drops his gun.

GUARD #2

There, are you happy?

Dr. Philbin takes aim. He cocks the gun and prepares to fire.
Guard #2 makes a lunge for his gun, but is shot dead.

Dr. Philbin walks over to Guard #2's dead body. Philbin
realizes it's not David he just shot.

DR. PHILBIN

You shouldn't have reached for the
gun.

Philbin heads towards the woods.

EXT. OTHER SIDE OF THE WOODS - NIGHT

David comes out of the woods, and surveys the scene.
There's a couple of run down houses, separated by a long
stretch of road, which leads towards a small town named ROME.

He spots BILLY, a roly polly old man in overalls, going out
to a tool shed. David transforms himself into a DOG, and runs
over to the man.

BILLY

(spotting dog)

Hey fella. What's your name?

The dog (David) is wagging his tail, waited to be petted.
Billy gingerly plays around with it. As soon as he turns his
back, the dog (David) jumps up and attacks him.

INT. BILLY'S HOUSE - NIGHT

Billy's wife JOANNE, likewise old and dumpy, is milling
around the house. David, disguised as Billy, walks in.

JOANNE

Hey Billy. There ya are. Supper
will be in 10 minutes.

BILLY (DAVID)
What are we eating?

JOANNE
Ha Ha. Real funny. You know this is
meatloaf night. Now I don't want to
put up with any of your nonsense.
Just sit down and watch your show.

BILLY (DAVID)
(sternly)
O.K. But hurry it up. I'm starving.

Billy (David) sits down to watch some TV, while:

EXT. OUTSIDE WOODS - NIGHT

Dr. Philbin barrels out of the woods. He looks around, and spots the two houses. He goes to the house across the street, and bangs on the door.

INT. HOUSE - NIGHT

An ELDERLY WOMAN opens the door. She opens the door, to find Philbin, gun drawn. She has a puzzled look on her face, as Philbin puts a bullet in her head. He stands over her, waiting for the transformation into David. It doesn't happen.

DR. PHILBIN
(stoically)
Damn.

Philbin runs out of the house, and heads for:

INT. BILLY'S HOUSE - NIGHT

Joanne is startled. She goes over to the window, and frantically looks in every direction to try to figure out where the sound came from.

JOANNE
Did you hear that? It sounded like
a gunshot!

Billy (David) jumps out of his chair. He paces around like a caged animal.

BILLY (DAVID)
That's because it is. They're
following me.

Billy (David) wildly looks around, trying to figure a way out. Joanne slowly walks over to him.

JOANNE

Billy! Who's after you?!

Billy (David) goes into the kitchen and over to the stove.

BILLY (DAVID)

You'll find out soon enough.

Billy (David) switches the knobs on the oven, and then shrinks himself down to a MOUSE, and scurries off. Joanne is frozen in disbelief at what she's just seen.

Philbin kicks the door open, firing wilding. Joanne goes down with a bullet in her heart. Philbin is shooting and kicking everything in sight. But he doesn't realize that:

EXT. OUTSIDE BILLY'S HOUSE - NIGHT

David, disguised as a dog, runs off in the direction of downtown Rome. More shots ring out, and then a huge explosion bellows through the night.

EXT. DOWNTOWN ROME - THE NEXT DAY

This is your typical small town row of buildings that's considered downtown. All the buildings are very old and worn. Some look like they came from an old west set.

This period looking street is contrasted with modern cars driving down the street. One of these cars pulls up next to a greasy spoon diner called "Blarney's".

Three cute teenage girls exit the car. ALICE BRODY, a blonde bimbo cheerleader type, gets out of the back. KRISTEN HERNANDEZ, a feisty lesbian, comes out of the passenger side. And NANCY DOUGLAS, a virginal brainy beauty, emerges from the driver's seat.

Alice's cell phone goes off. Nancy and Kristen let out a collective moan.

NANCY

Does your cell phone ever stop ringing?

ALICE

What can I do? Everybody loves me.

Nancy rolls her eyes. Kristen laughs. Alice checks the caller ID before answering.

ALICE
(giddy)
Alright, it's my man!

Kristen jokes around.

KRISTEN
Oh no! It's the Brad!

Alice smiles, and gives Kristen the middle finger. She then answers her phone.

ALICE
Hey baby, how ya doin'?

Kristen does a mock impression of Alice.

KRISTEN
Oh Brad, I love you!

Kristen and Nancy laugh. Alice ignores them and continues her phone conversation.

ALICE
I'm with some friends. We're about to get breakfast.

Kristen playfully mocks Alice.

KRISTEN
Oh Brad, I want to suck your pee pee!

Kristen and Nancy are busting laughing. Alice is getting annoyed, but tries to ignore them.

ALICE
I've got to get going. How'd you like to get together later?

KRISTEN
We can get together and make babies!

More chuckling from Kristen and Nancy. Alice wraps up her call.

ALICE
Alright, I'll see you then.

KRISTEN
I love you Brad!

Alice hangs up. She shakes her head.

ALICE

You guys are so immature!

Nancy tries to play innocent.

NANCY

I didn't say anything.

The three girls walk into Blarney's.

A couple seconds later we see David walking around the downtown area. He looks over the buildings, surveying the scene.

The town's SHERIFF walks out of one of the stores. He's in his 50s. A little overweight, but in good enough shape that he could chase a man down if he had to.

The Sheriff spots David, and starts to walk over to him. David is oblivious to the Sheriff until he's right on him. The Sheriff introduces himself in a booming yet friendly voice.

SHERIFF

Hey there. Ya knew in town?

DAVID

(uneasily)

You might say that.

SHERIFF

Name's Sheriff Brody.

DAVID

I'm David.

Sheriff Brody outstretches his hand. David awkwardly shakes hands with the Sheriff.

SHERIFF

Whereabouts are you living?

David stands there for a couple seconds, trying to come up with a story. He sloppily tries to lie his way through the conversation.

DAVID

(awkwardly)

I haven't moved here. That is, me and my parents haven't moved here yet. We're staying at a hotel, just looking around at places.

SHERIFF

This is a great place to live.
There's virtually no crime at all
here. It seems like the only
criminals I deal with is teenagers
speeding.

INT. BLARNEY'S - DAY

In this small family owned restaurant, the 3 teenage girls
are chomping away at their breakfast. Kristen spots The
Sheriff and David talking on the street corner.

KRISTEN

Hey Alice, who's your dad talking
to?

Alice looks out the window. She shrugs her shoulders.

ALICE

I don't know. It must be some new
kid. I can't tell if he's cute or
not.

NANCY

Why would you care if he's cute?
You've already got a guy.

ALICE

Well Brad said he'd be open to me
being with another guy. He wants to
tape it and put it up on the net.

Kristen gets a sly grin on her face.

KRISTEN

If he's open to you being with a
girl, let me know.

NANCY

(disgusted)
That's awful! Why would Brad want
you to be with another guy?

ALICE

Hey, it's not like we're married or
anything. I like the idea. I could
become an internet star!

KRISTEN

Yeah, and some adult film director
could discover you and fly you out
to L.A.

ALICE

That would be great! Getting paid big bucks to have sex with cute guys with big ones! Count me in!

NANCY

That's so wrong!

KRISTEN

We definitely need to get you laid baby!

ALICE

Yeah Nancy, we gotta pop that cherry of yours. Then you'll know what you're missing.

NANCY

C'mon, you know I'm waiting for marriage.

KRISTEN

Why wait? Don't you want to feel pleasure?

NANCY

There's other ways to get to nirvana. I'd rather have some brew than a screw.

ALICE

Now you're talking. After I have my "date" with Brad, I can come on over.

NANCY

Yeah, we can have a small little party at Kristen's house. Your mom's working late, right?

KRISTEN

Yep, we've got it all afternoon.

Kristen spots The Sheriff and David as they come into the restaurant.

KRISTEN

Heads up. 5-0 daddy-0 coming this way.

The Sheriff leads David to the girls' table.

SHERIFF

(To Alice) Hey princess (To Girls).
Girls. I'd like you to meet David.
He's going to be moving here and
going to school with you guys.
David, this is Alice, Kristen, and
Nancy.

Alice and Kristen give a half hearted greeting. Nancy is more friendly.

NANCY

Nice to meet you. Where are you
moving from?

David hesitates at first, then gives a weak answer.

DAVID

I'm uh, from a town, a little ways
from here.

NANCY

That narrows it down. What's the
name of the town?

DAVID

Ravensback.

SHERIFF

Ravensback? Yeah, my friend Billy
and his wife Joanne moved out there
a couple years ago. It's been
awhile since I've talked to good
ole Billy. You know Billy and
Joanne, right?

David feels a rush of nervousness come over him. He tries his best to conceal the truth.

DAVID

I don't get out much.

The Sheriff laughs, and gives David a friendly slap on the back. David is caught off guard, but then smiles.

SHERIFF

Well, hopefully you'll get to know
Rome better than you did
Ravensback.

DAVID

That's what I'm hoping.

SHERIFF
 Maybe the girls can show you
 around.

ALICE
 (protesting)
 Dad!

Alice shoots a look at her dad like he just made the
 stupidest proposition in the world. She then tries her best
 to get out of this.

ALICE
 We've got stuff to do.

SHERIFF
 What kind of stuff?

Kristen comes to the rescue.

KRISTEN
 Homework. Big test to study for. No
 fun this weekend.

SHERIFF
 (disbelief)
 I'll bet.

Nancy looks at David longingly.

NANCY
 Maybe we can all do something
 another time?

DAVID
 Maybe. I'll see ya around.

David sulks out dejectedly. The Sheriff looks at the girls
 with disappointment.

SHERIFF
 You girls couldn't take a couple
 hours out of your day to make a new
 kid feel welcome?

ALICE
 (viciously)
 The guy's a loser dad.

SHERIFF
 (defensively)
 C'mon, he seems like a good kid to
 me.

KRISTEN

She's right. He seems kind of weird.

ALICE

Yeah, he's probably some psycho killer. Or one of those kids who shoots up the school.

NANCY

I think he's just, I don't know, lonely is all. I think he's probably a real sweet guy.

KRISTEN

(taunting)

Ooooh. Looks like Nancy is in love!

ALICE

(sarcastically)

Yeah, he can take you to the prom! And you can get married, and raise little computer hackers!

NANCY

You guys are so immature.

ALICE

I know you are, but what am I?

NANCY

An idiot.

ALICE

I know you are, but what am I?

Nancy sticks out her tongue. Alice sticks her tongue in return. The girls have a good laugh at their silliness. The sheriff just shakes his head.

SHERIFF

Alright, I can't take any more of you potato heads. I'll leave you guys to your little "study" group.

ALICE

Catch ya later, daddy-O.

SHERIFF

See ya tonight. I want you home by midnight. No later.

ALICE

I'll try.

SHERIFF

Ya got your cell phone with ya?

ALICE

Maybe.

SHERIFF

I'll take that as a yes. Call me if you need anything. But no texts! I don't have time for that nonsense.

The Sheriff kisses Alice on the forehead, and starts to walk off. He stops, and comes back to the table.

SHERIFF

One more thing. Just do me a favor Alice. Please try to be nice to that kid.

ALICE

(innocently)

I will.

ALICE

So Nancy, are you going to do this to David?

Alice sucks feverishly on her straw. Kristen laughs. Nancy just shakes her head, and throws a wadded napkin at Alice.

EXT. MOTEL - DAY

A shabby Motel sits on the edge of town. It has 10 rooms, all in a row. There's three cars parked in the small lot. A sign in front of the building reads:

Motel Hello - Vacancy

INT. MOTEL HELLO OFFICE - DAY

RUSTY, a cantankerous old fellow, is at his Front Desk checking in a new guest, who we can't see at the moment.

RUSTY

Here ya go. You're in Room number 2.

Rusty hands a key marked #2 over to his newest guest. The man turns out to be Dr. Philbin. Dr. Philbin looks very tired and unkempt. He's obviously been up all night.

DR. PHILBIN

Thanks.

RUSTY

If ya need anything, just give ole Rusty a holler.

DR. PHILBIN

(confused)

Who's Rusty?

RUSTY

You're looking at him.

DR. PHILBIN

Actually, Rusty, I won't need anything. In fact, I prefer not to be disturbed.

RUSTY

Works for me. Low maintenance guests make my life easier.

DR. PHILBIN

I do have a question though. Just out of curiosity, is this the only motel around here?

RUSTY

Yep. With a town like this, you only need one. I hardly get any business. In fact...

Rusty jokingly looks side to side to make sure no one is around.

RUSTY

If it wasn't for horny teenagers, I'd go bankrupt!

Rusty cracks up at this observation. Philbin's expression doesn't change.

DR. PHILBIN

Speaking of teenagers, has a teenage boy checked in recently.

Rusty stops laughing, and gets very serious.

RUSTY

Well, if you're looking for teenage boys, that's your business. But if you want to do any of that kind of stuff, you can't do it here!

Dr. Philbin awkwardly tries to explain himself.

DR. PHILBIN

No, nothing like that! It's my, uh, my nephew. Yeah. My nephew has run away. I'm here to look for him.

RUSTY

Oh, I'm sorry. Yeah, I haven't seen any young guys come through.

DR. PHILBIN

Has anybody new checked in recently?

RUSTY

Yeah, a gentleman checked in this morning. Room number 1.

Rusty looks at his registry.

RUSTY

Mr. Stubblefield. He's the only other guest. No teenagers.

DR. PHILBIN

Thanks.

Dr. Philbin leaves the office and goes to...

EXT. MOTEL HELLO - DAY

Dr. Philbin goes to Room #1. He draws his gun, and knocks on the door.

INT. ROOM #1 - DAY

MR. STUBBLEFIELD, a kindly looking old fellow, is sitting on his bed watching some violent movie on T.V. He tries to ignore the knocking noise, but at last gives up. He turns down the audio, and goes over to the door.

Mr. Stubblefield tries to look through the keyhole to see who it is, but there seems to be something blocking it.

MR. STUBBLEFIELD

(growling)

Who is it? I thought I said I didn't want to be disturbed.

DR. PHILBIN (O.S.)

Room service.

MR. STUBBLEFIELD
 (puzzled)
 I didn't order room service.

DR. PHILBIN (O.S.)
 It's on the house sir.

Mr. Stubblefield starts to open the door. The door is kicked in the rest of the way. Mr. Stubblefield goes sprawling down to the floor. Philbin rushes in, gives him a swift kick. He waits for Mr. Stubblefield to turn into David. He doesn't.

DR. PHILBIN
 (apologizing)
 Sorry. My mistake.

Dr. Philbin walks out. Mr. Stubblefield rolls around in pain.

EXT. TOWN - DAY

David is walking around, looking over the town. He comes to a gas station, just outside the main town square. He looks around, and then strolls in.

INT. GAS STATION - DAY

David nods at the CASHIER, and goes into the bathroom. When he comes out of the bathroom, he's changed himself into the Sheriff. The cashier is surprised.

CASHIER
 Sheriff! How'd you get in here? I
 didn't see ya come in.

Sheriff (David) pulls out a knife, and points it at the cashier.

SHERIFF (DAVID)
 Give me all the money in the
 register!

The Cashier can't believe what he's seeing. He's startled and confused.

CASHIER
 Is this some kind of joke or
 somethin'?

The Sheriff (David) smacks the Cashier.

SHERIFF (DAVID)
 You think this is a joke? Give me
 the money, or you're dead!

CASHIER

O.K. Whatever you say.

The Cashier hands The Sheriff (David) the money. The Sheriff (David) smiles.

SHERIFF (DAVID)

Thanks.

The Sheriff (David) stabs him repeatedly, and runs out, still disguised as the Sheriff.

INT. HOTEL ROOM #2 BATHROOM - DAY

The sink is filled up to the rim with water. Dr. Philbin dunks his head in, and then cups the water in his hands and throws it at his face.

He towels off, and stares at himself in the mirror. He had hoped the water would give him the renewed energy he'll need. It only slightly relieves his pain.

Dr. Philbin closes his eyes, and clasps his hands in prayer. He speaks to an unseen entity.

DR. PHILBIN

Please help me. Please give me strength to continue on. I know I survived the night because of you. You want me to finish this. The abomination will be stopped. No matter what the cost.

Dr. Philbin concludes his prayer. He pops some pills out of a container marked "aspirin". He throws them back in his throat, and then washes them down with whatever liquid is in his flask. More than likely hard liquor.

Dr. Philbin pauses to look at his hand, which appears to be slightly burned. He then stares into the mirror one last time.

DR. PHILBIN

You'll find him. And then you'll kill him.

EXT. BLARNEY'S - DAY

The girls walk out of the diner, and stand next to Nancy's car.

ALICE

So Kristen, is your mom going to be working tomorrow night too?

KRISTEN

I should have the whole place to myself all weekend long.

ALICE

We can party all weekend then!

The girls don't notice, but The Gas Station Cashier (David), is slowly approaching them. He's looking them over from head to toe.

NANCY

I've got to study on Sunday. You guys better too, or you'll be screwed come test time.

ALICE

Who cares about grades. Like any of that crap could be applied to any job I'd do. When you're as pretty as I am, you don't have to do normal jobs.

NANCY

What are you gonna do when you lose your looks?

ALICE

Who cares. That's not gonna happen anytime soon.

The Gas Station Cashier (David) reaches out and strokes Nancy's hair. Nancy screams and jumps forward. The three girls spin around to confront the man. Alice pulls out a taser from her purse.

ALICE

Back off asshole!

The Cashier (David) is surprised by the reaction he just got. He awkwardly apologizes.

CASHIER (DAVID)

I'm sorry. It was an accident.

The Cashier (David) storms off around a building. The girls are still recovering.

ALICE

Do you believe that perv?

Kristen comforts Nancy.

KRISTEN
You alright baby?

NANCY
Yeah, that just freaked me out is all.

ALICE
Ya never know when some creep will come up on ya for a cheap feel. That's why I carry this baby. Some guy tries to grab my ass, boom, he's on the ground shitting his pants.

Alice lights up the taser. Nancy looks in the directing that the Cashier had walked to.

NANCY
There was something strange about that guy.

KRISTEN
That's an understatement.

NANCY
Beyond that. Something felt strange about him.

Alice puts the taser back in her purse and chuckles.

ALICE
That's the most action you've ever had. That's why it's strange.

NANCY
Seriously, there was something not right about him. As a person.

KRISTEN
We just need to get out of here. Some alcohol will straighten you out.

NANCY
You're right. Well Alice, I guess we'll see ya later.

ALICE
(jokingly)
Knowing Brad it won't be too long before I'll be over.

KRISTEN

Maybe you should go to the drug store and pick up some viagra while you're waiting.

ALICE

That reminds me. I need to pick up some birth control.

KRISTEN

Better hurry up before Romeo comes by.

David had transformed into his original self, and now emerges from where the Cashier had retreated. Alice spots David heading towards them.

ALICE

Nancy's Romeo is headin' this way.

NANCY

(agitated)

Will you guys stop that already!

ALICE

I'll see ya guys when I see ya.

Alice heads off to the drug store. David approaches Nancy and Kristen.

DAVID

Hello Nancy. Kristen.

KRISTEN

I've got a quick call to make. I'll leave you guys alone.

Kristen pulls out her cell phone, and climbs into the passenger side of Nancy's car.

Nancy and David stand there a couple seconds in awkward silence.

NANCY

We're gonna be leaving soon. Got to get crackin' on that homework.

DAVID

(sincerely)

You're very beautiful.

Nancy blushes at this compliment from out of nowhere.

NANCY
Why, thank you. You've very
handsome yourself.

DAVID
Would you like to go out on a date
sometime?

NANCY
Maybe.

DAVID
I've got money.

David pulls out the wad of bills he stole from the gas station. Nancy tries to act impressed.

NANCY
That's great.

DAVID
We could go out tonight.

Nancy realizes she doesn't want to go out with David. She tries to get out of it.

NANCY
Maybe. Do you have a number I could
call you at?

DAVID
(sternly)
Give me your number.

NANCY
O.K. Let me write it down.

Nancy hurriedly writes down a phone number, and hands it to him.

NANCY
I've got to get going. Bye.

DAVID
See ya later.

Nancy hurries to the car. David has a look of love etched in his face, as he watches her jump in the car, and speed off.

INT. POLICE STATION - DAY

This is a small, no frills jail. It looks like it could have come from an old episode of "The Andy Griffith Show".

The DEPUTY, a wiry guy in his 20s is hard at work trying to solve a Rubex Cube. The Sheriff strolls in and sizes up his associate.

SHERIFF

Haven't you solved that thing yet?

DEPUTY

No, but I'm getting close.

SHERIFF

You've had that thing since the 80s and you still can't solve it?

DEPUTY

Before my time. I got this at the mall last week.

SHERIFF

(sarcastically)

Ya know, this might be a radical idea, but you could drive around and do your patrol.

DEPUTY

I did that already. Nothing happening as usual.

SHERIFF

Well, maybe you should do it again. Maybe something happened in between then and your Rubex Cube fest.

DEPUTY

C'mon, you know nothing happens in this town.

SHERIFF

There's a first for everything.

With one final twist, the Deputy solves the cube.

DEPUTY

You're right about that. Now let's see if I can actually find some bad guys.

The Deputy starts to walk out as Dr. Philbin walks in.

DEPUTY

Can I help you?

DR. PHILBIN

Yes, I'm looking for the Sheriff.

The Deputy points over to the Sheriff, who now is kicking back at his desk.

DEPUTY

There's the man right there.

The Deputy exits. Philbin greets the Sheriff.

DR. PHILBIN

Hello, my name is Dr. Philbin. I need your help finding someone.

SHERIFF

Who would that be?

DR. PHILBIN

His name is David. I've got a picture.

Dr. Philbin pulls out a picture of David and hands it to the Sheriff. The Sheriff immediately recognizes him.

SHERIFF

Yeah, I just saw this kid today!

DR. PHILBIN

(lying)

He's my nephew. He ran away last night.

SHERIFF

I'll patrol around and try to find him. Can I keep this picture? I'll need to show this to my Deputy.

DR. PHILBIN

Sure. (A beat) One thing you need to know. He's very dangerous.

The Sheriff sits straight up. He becomes very worried and nervous.

SHERIFF

What do you mean dangerous?

DR. PHILBIN

He's mentally imbalanced. He has violent mood swings. I'm the only one who can calm him down.

SHERIFF

My daughter! Her friends! They met him today! I've got to warn them!

The Sheriff frantically picks up the phone and starts dialing.

EXT. TOWN SQUARE - DAY

Alice pulls out her vibrating cell phone. She looks at the caller I.D. She then mutters to herself.

ALICE
I don't have time for dad's
bitching.

Alice let's the call go to voicemail.

David is back in the main square, looking over the stores. He spots Alice, and strolls over to talk to her.

DAVID
Hey there.

ALICE
(surprised)
Oh, hi.

DAVID
What're you doin' today?

ALICE
Hangin' out with my boyfriend.
He'll be here any minute to pick me
up.

DAVID
Is he always late pickin' you up?

ALICE
Sometimes.

DAVID
Maybe he's got another girl on the
side?

Alice takes offense to David's rudeness.

ALICE
Maybe you should stop asking all
these questions.

DAVID
(defensively)
No need to get mad. I was just
making conversation. That's all.
(A beat) Could you tell me about
your friend Nancy?

ALICE
What about her?

DAVID
What's she like? She seems like a
real sweet girl.

ALICE
She is. She's a great girl. She's
probably my best friend.

DAVID
Nancy and I are going out on a date
tonight.

Alice feels sorry for Nancy.

ALICE
(sarcastically)
That's great. I'm sure she'll have
a whole lot of fun on that date.

DAVID
She loves me.

ALICE
(surprised)
She told you that?

DAVID
Not in words. I could tell by the
way she looks at me.

ALICE
O.K. Well, my boyfriend is going to
be by any time. Nice talking to ya.

David doesn't pay any attention to her hints at ending the
conversation. He is almost in a trance thinking about Nancy.

DAVID
Nancy is the kind of girl I'd love
to marry and have kids with. I'll
bet she's the kind of girl who'd
stand by her man no matter what.
Understand him, even if he was,
different.

ALICE
(sarcastically)
You're definitely different.

DAVID

You're a lot different than she is.
She would make a good wife, and
you'd make a good whore. Maybe I
can have both!

Alice looks at him with utter disgust. At that moment, her jock boyfriend BRAD walks out of a store and heads over to them. He gives David a cold stare.

BRAD

Hey baby. Who's this?

ALICE

Nobody. Let's go.

They both walk off. David starts walking behind them. They try to ignore him, but Brad can't take it.

BRAD

Hey buddy. Are you following us or something?

DAVID

Yeah.

BRAD

What do you want?

DAVID

(taunting)

I want to screw your girlfriend.

Brad can't believe David actually had the guts to challenge him like that.

BRAD

What?!

DAVID

I said I want to screw your girlfriend. And there's nothing you can do to stop me.

BRAD

(angrily)

Oh is that a fact? You are so dead.
Let's settle this over in that alley.

Brad points to an alley barely visible.

DAVID

Sounds good to me.

David walks into the alley. Brad turns to Alice.

BRAD
I'll be right back.

ALICE
Don't take too long.

BRAD
I won't.

Brad starts to walk away. Alice stops him.

ALICE
Don't hurt him too bad.

Brad gives her a stone cold stare, and then proceeds to make his way into the alley.

About a minute later, Brad (David) comes out of the alley, and joins Alice.

BRAD (DAVID)
Let's get outta here.

Brad (David) and Alice head off.

In the alley, we see Brad's lifeless body.

INT. POLICE STATION - DAY

The Sheriff slams down the phone.

SHERIFF
She isn't picking up. Although she's done this to me before.

DR. PHILBIN
Do you have her friends' numbers?

SHERIFF
Yeah, in fact they were going over to Mrs. Hernandez' house. Let me try that.

The Sheriff flips through a rolodex. Dr. Philbin pulls off one of his black gloves, and massages his slightly burned hand. The Sheriff takes notice.

SHERIFF
You might want to get that checked out.

Dr. Philbin is annoyed by this observation.

DR. PHILBIN
I'll get around to it.

SHERIFF
How'd it happen?

Dr. Philbin takes a defensive posture.

DR. PHILBIN
It was just an accident. That's all.

The Sheriff eyes him suspiciously. His attention then shifts to his walkie talkie. His Deputy's frantic voice blasts out loud and clear.

DEPUTY (O.S.)
Sheriff! Sheriff! We got a situation here!

The Sheriff quickly responds.

SHERIFF
What happened? Where are you?

INT. GAS STATION - DAY

The Deputy frantically paces in front of the counter. His hands shake so much he can barely hold onto his walkie talkie.

DEPUTY
I'm at the gas station. Bobby is
(A beat) he's, he's dead!

SHERIFF (O.S.)
What?! Are you sure?!

The Deputy quickly takes a look over the counter. He gets a quick glimpse of Bobby the cashier's bloody, lifeless body, and then jerks back.

DEPUTY
He's all cut up. And he ain't movin'? What should I do?

INT. POLICE STATION - DAY

The Sheriff is like a deer in head lights. He has never had to deal with anything of this magnitude. He chokes under the pressure.

SHERIFF

Uh, you should, uh, um....

Philbin grabs the walkie out of the Sheriff's hand and takes control of the situation.

DR. PHILBIN

(sternly)

Is there any witnesses?

DEPUTY (O.S.)

There's nobody here. Except Bobby.

DR. PHILBIN

If there's a security camera, grab the videotape. Get back here, and we'll figure something out.

DEPUTY (O.S)

I'm on my way.

Philbin sets down the walkie talkie. The Sheriff tries to regain his composure.

SHERIFF

Shouldn't we do something at the crime scene? Dust for finger prints? Draw a chalk outline? Something?

DR. PHILBIN

I already know who did it.

The Sheriff eyes him suspiciously.

SHERIFF

You do?

DR. PHILBIN

(to himself)

He did come here. He's probably still here.

SHERIFF

Your nephew?

Dr. Philbin hesitates, then side steps the question.

DR. PHILBIN

You should get an ambulance to pick up the body. I need to make a call.

Dr. Philbin walks into a back room and slams the door.

INT. HERNANDEZ LIVING ROOM - DAY

Nancy is sprawled out on the couch. Kristen walks in with two beer bottles. She takes a seat next to Nancy. Handing one beer off, and keeping the other for herself.

KRISTEN
Here ya go baby.

NANCY
Alright! Now this is the way to
spend the day.

KRISTEN
Cheers!

Kristen and Nancy toast their beer bottles. Kristen chugs a good portion of her beer down. Nancy takes a couple sips.

KRISTEN
(teasing)
You drink like a girl.

NANCY
(returning the tease)
Well you drink like a boy.

KRISTEN
You drink like a girly girl!

NANCY
You drink like a girly boy!

The girls laugh at their silliness.

KRISTEN
Too bad Alice isn't here. Then we'd
have all Three Stooges chillin'.

NANCY
She'll be by soon enough.

KRISTEN
We need to hurry up and drink all
the beer before she gets here.

NANCY
Does your mom keep count of the
beer?

KRISTEN
I don't think she cares. She hasn't
said anything to me about it.
(MORE)

KRISTEN (cont'd)

As far as she's concerned, drinking is the least of my problems.

NANCY

Has she ever said anything about, well, you know?

KRISTEN

(confused)
What, drugs?

NANCY

No, not that.

KRISTEN

Are you talking about the fact that I like girls?

NANCY

Bingo.

KRISTEN

It's hard to tell with her. There's times she'll say things regarding that, although without actually saying it. I don't know. She's probably just praying it's a phase I'm going through.

NANCY

Is it?

KRISTEN

Maybe. Maybe not. All I know is I can't see changing my mind any time soon.

NANCY

You seem to have no problem finding girls to hook up with.

KRISTEN

Yeah, thanks to the net. I wonder how people hooked up in the old days?

NANCY

(jokingly)
Maybe they just walked up to somebody at the grocery store, or church, or something and said "Hi, would you like to come over to my house to have sex?"

The girls laugh, and take a couple swigs out of their beer.

KRISTEN

We gotta get out of this town.

NANCY

I'm with ya.

KRISTEN

When I grow up, I want to move to some town where it's all girls who like girls. And it's close to a beach.

NANCY

Just give me any big city. I can't stand this small town stuff.

KRISTEN

I hear ya. Everybody making your business their business. Everybody watching your every move.

NANCY

Exactly. A big city you just blend right into the crowd. Do whatever you want to do. Be whoever you want to be.

Kristen holds her beer bottle up.

KRISTEN

To freedom.

Nancy holds her beer bottle up to toast.

NANCY

To freedom.

They both take a drink. Kristen holds her bottle back up.

KRISTEN

To getting laid.

Nancy toasts her bottle yet again.

NANCY

Or not getting laid.

The girls finish their bottles. Kristen holds up her empty beer bottle for one last silly toast.

KRISTEN

To me getting my ass off this couch
and getting more beer.

The girls do a fake toast, and laugh.

INT. SHERIFF'S OFFICE - BACK ROOM - DAY

Dr. Philbin has his cell phone pressed to his ear. He's frantically pacing back and forth. The voice of a SECRETARY comes on the phone.

SECRETARY (O.S.)

General Smith's office.

DR. PHILBIN

(sternly)

Hello, this is Dr. Philbin. I need
to talk to the General immediately.

SECRETARY (O.S.)

One moment.

Philbin continues to pace around wildly. GENERAL SMITH's voice chimes in.

GENERAL SMITH (O.S.)

Smith here.

DR. PHILBIN

General, we've got a problem here.

GENERAL SMITH (O.S.)

You've got all kinds of problems.
You left behind quite a mess.

DR. PHILBIN

It's all been caused by the subject
of Project Shift. I've followed him
to a small town called Rome. He's
already causing fatalities. We need
to send a sweep team in. Wipe out
this town before he goes from town
to town killing more innocent
people.

GENERAL SMITH (O.S.)

There is no Project Shift, and
you're not to mention it ever
again.

DR. PHILBIN

What are you talking about? Project Shift is a 16 year old experiment that's out of hand! I need you to help me here!

GENERAL SMITH (O.S.)

The person you're after is no longer our concern. It's a civilian problem now.

DR. PHILBIN

Are you crazy? Civilian police can't handle this! They have no idea what they're dealing with!

GENERAL SMITH (O.S.)

It's not our problem. What will be a problem is if you don't report back immediately.

DR. PHILBIN

I'm not going anywhere until I find him, and kill him.

GENERAL SMITH (O.S.)

This isn't a request. You've got 24 hours, or we'll send some people to find you. At that point, they won't be escorting you back.

DR. PHILBIN

(exploding)

You're threatening me?! You think you scare me?! When I come back I'll put a bullet right in your heart, you piece of....

General Smith hangs up before Philbin can finish his rant.

Philbin takes his cell phone, and throws it hard into a wall. He then storms out of the back room to find:

INT. POLICE STATION - DAY

The Sheriff and Deputy stand in front of a TV/VCR combo. The Deputy puts a tape in a VCR and hits play. On the screen is the Sheriff stabbing the Gas Station Cashier.

SHERIFF

(disbelief)

What the hell is this?

The Sheriff and Deputy are shocked at what they have just seen. The Deputy snaps out of it, and does his job.

DEPUTY

Sheriff Daniels, I'm placing you under arrest for the murder of Chad Smith.

SHERIFF

(defensively)

This is insane! I didn't do that! That wasn't me!

DEPUTY

I'll have to ask you to surrender your firearm, and go into a cell.

The Sheriff pulls his gun on the deputy.

SHERIFF

I'm not doing anything until we figure this out. You best just back off boy.

The Deputy pulls his gun out.

DEPUTY

Sir, you're a murder suspect! Now put down your gun, and let me read you your rights!

Dr. Philbin backpedals out of the way of this impending shoot-out.

SHERIFF

I don't believe this! After all these years, you think I would rob a gas station?

DEPUTY

Sir, I'll give you to the count of 3, and then I'm opening fire.

SHERIFF

Wait a minute Bobby. Let's just put down our guns and try to figure this out.

DEPUTY

One.

SHERIFF

(pleading)

Don't do it!

DEPUTY

Two.

SHERIFF

Wait!

A gunshot is heard. Both the Sheriff and Deputy check themselves to see if they're alright.

They both slowly turn to see Philbin with the smoking gun. He had fired a warning shot into the ceiling. Both the Sheriff and Deputy instinctively swing their guns in Philbin's direction.

DR. PHILBIN

(sternly)

I don't have time to play around. There's a kid out there that needs to be stopped, and we can't stop them if we're all dead.

DEPUTY

The Sheriff is the one who needs to be stopped here. Put down the gun or you'll be locked up too.

SHERIFF

I didn't do anything!

DEPUTY

Of course you did! It's right there on video tape! Unless you've got a twin, you're busted!

DR. PHILBIN

It wasn't the Sheriff. It was somebody disguised as the Sheriff.

DEPUTY

Some disguise! It looks exactly like him!

DR. PHILBIN

I'm sure the explanation is on that videotape. I'll set my gun down if you rewind it and watch it from the beginning.

DEPUTY

You've got yourself a deal. Just don't try anything funny.

Philbin throws his gun on the floor.

DEPUTY
You too Sheriff.

SHERIFF
Alright. But there better be
something on there to prove my
innocence!

The Sheriff like wise throws down his gun and takes a few steps back. He stands side by side with Philbin.

The Deputy visually rewinds the tape until he sees David on screen. The Deputy does a double take, and stops the tape.

DEPUTY
Who the hell was that?

DR. PHILBIN
It's David. The kid I'm tracking.

The Deputy rewinds and plays David walking into the gas station. David walks to the back. And then momentarily the Sheriff walks up and attacks the cashier. The Deputy stops the tape.

DEPUTY
(confused)
This doesn't make any sense.

DR. PHILBIN
The Sheriff was David in disguise.

DEPUTY
Nobody could throw on a disguise
like that.

DR. PHILBIN
He's a shifter.

SHERIFF
(confused)
A what?

DR. PHILBIN
A shifter. A shape shifter. He can
transform himself into anything he
wants.

DEPUTY
So you're saying this kid is some
kind of space alien?

DR. PHILBIN
No, nothing like that. He's human.
But a genetics experiment found
it's way into his genes.

SHERIFF
And you're his uncle?

DR. PHILBIN
I'm his doctor. I work at the NSRA.

DEPUTY
What's the NSRA?

DR. PHILBIN
It's the National Science Research
Administration.

SHERIFF
Is that the place in Ravensback?

DR. PHILBIN
Yeah, he escaped there last night.

The Sheriff shakes his head.

SHERIFF
The kid said he lived there.

DR. PHILBIN
He grew up in our facilities. The
government took him in when his
parents abandoned him.

SHERIFF
What happened to his parents?

Dr. Philbin plays it cool.

DR. PHILBIN
I don't know. They up and vanished
one night. It happened when he was
a baby.

SHERIFF
So how do we stop this kid?

DR. PHILBIN
He can be killed just like anybody
else. The hard part will be finding
him. He could be disguised as
anybody at any time.

DEPUTY

Why wouldn't he just stay disguised as someone all the time? Why would he ever go back to being himself?

DR. PHILBIN

It takes concentration to keep himself transformed. The slightest jarring would return him back to his original self.

Philbin picks up a pencil from the Sheriff's desk.

DR. PHILBIN

Take this pencil for example. This could be David right here.

Philbin throws the pencil against the wall. They watch it roll to a stop.

DR. PHILBIN

If that was David, the impact would send him back to his original form.

Philbin picks up a couple more pencils, and throws them at the Sheriff and Deputy. They both jerk back.

SHERIFF

What the hell was that all about?

DR. PHILBIN

David could be disguised as anyone of us, at any time. If there's ever any doubt, we have to lash out at whoever we suspect.

DEPUTY

We should use tranquilizer darts to hunt this kid down. That way we don't accidentally kill each other.

Philbin has a grave look on his face. He mutters to himself.

DR. PHILBIN

I should have thought of that!

INT. MOTEL LOBBY - DAY

Brad (David) and Alice go up to Rusty at the front desk.

BRAD (DAVID)

We'd like a room.

RUSTY

I'm sure you would sport. It doesn't matter when you check out, you'll be charged for a full day.

BRAD (DAVID)

That's not a problem.

RUSTY

Good. I'll need the payment up front. That'll be \$50.

Brad pulls out the money, and hands it to Rusty. He gives Brad a key marked #3 in return.

RUSTY

Here ya go. #3. Don't do anything I wouldn't do.

BRAD (DAVID)

(smiling)

We definitely will.

Brad and Alice giddily walk off.

INT. POLICE STATION - DAY

The Sheriff, Deputy, and Philbin are busy working out a game plan to find David.

DR. PHILBIN

We need to totally bum rush this whole town. Go door to door looking for him.

DEPUTY

Are we supposed to attack everyone in town?

DR. PHILBIN

We have to do what we have to do. Do you have enough tranquilizer darts?

DEPUTY

We don't have that many!

The Sheriff looks at a picture of his daughter displayed on his desk.

SHERIFF
(gravely)
We've got to find my daughter and
her friends.

Dr. Philbin fakes concern.

DR. PHILBIN
I'm sure they're fine.

SHERIFF
I have to know they're fine. Alice
is all I have. This whole town can
burn down for all I care. But she
has to be O.K.

DR. PHILBIN
Alright. Tracking her down can be
top priority. Hey, we could work it
to our advantage. Use them as bait
to lure David out.

The Sheriff gives Philbin a cold stare. The Sheriff then
picks up the phone and starts dialing.

INT. HOTEL ROOM #3 - DAY

On a night stand next to the bed, a cell phone vibrates like
crazy inside Alice's purse.

Brad (David) and Alice are kissing on the bed. The cell phone
goes unanswered.

INT. POLICE STATION - DAY

The Sheriff slams down the phone.

SHERIFF
She's still not answering.

Philbin musters up some fake sympathy.

DR. PHILBIN
I'm sure she's fine. Like you said,
she's probably just blowing you
off.

INT. HOTEL ROOM #3 - DAY

Brad (David) and Alice are having sex on the bed. Alice seems
to not be into it at all.

ALICE
Can we stop for a minute?

Brad (David) pulls out, and lays next to her.

BRAD (DAVID)
(puzzled)
What's wrong?

ALICE
(awkwardly)
I don't know. Something just
doesn't feel right.

BRAD (DAVID)
Am I doing something wrong?

ALICE
It just feels weird.

BRAD (DAVID)
It's weird for me too. But it's
wonderful! It feels great! I feel
so alive!

ALICE
I'm glad you're happy, but it's not
doing anything for me.

BRAD (DAVID)
I'm doing it right, aren't I? Is
there some other way I'm supposed
to do it?

ALICE
You've done me a million times
that's been better this. I don't
know. It's like you've never done
this before.

BRAD (DAVID)
I haven't.

ALICE
(smiling)
Well, I seem to remember being
there when you have.

BRAD (DAVID)
This is a mistake. I should be
doing this with Nancy.

Alice is insulted.

ALICE
(agitated)
You want to have sex with Nancy?

David realizes that he needs to pretend to be Brad.

BRAD (DAVID)
I was just kidding. C'mon, let's
just try it again. I promise I'll
do better.

ALICE
Alright, but ya better get it right
this time!

Brad (David) gets back on top of Alice, and the love making is back on. Brad (David) tries to do a good job. Alice has her eyes closed, trying to enjoy it.

Brad (David) reaches his climax, and jolts like he's just been electrocuted. This jolt transforms Brad back into David. David is lying on top of Alice. Alice still has her eyes closed.

ALICE
Are you done already?

DAVID
You were wonderful!

Alice is startled when she hears David's voice. She opens up her eyes, and sees David lying on top of her. She screams a blood curling scream.

INT. POLICE STATION - DAY

The Sheriff is nervously tapping a pencil on his desk. Dr. Philbin paces the room. The Deputy is looking out the window.

DR. PHILBIN
Have the tranq darts ever been
tested?

SHERIFF
We've never had to use it on
humans.

DEPUTY
We did use them once on a pretty
mean pit bull.

DR. PHILBIN

I wish we knew what the effects were on humans. Does it knock them out right away, or do they have time to move around before they're out?

The Deputy spots a car pull up to the building.

DEPUTY

(shouting)

Looks like we got company!

DR. PHILBIN

(sternly)

Stay sharp! It could be him.

SHERIFF

Looks like we get to test those darts out right now.

DR. PHILBIN

(to Deputy)

Bring him in to the center of the room. Then we form a circle around him and fire.

The Deputy goes to the front door. The Sheriff and Dr. Philbin go to opposite ends of the room.

In walks Mr. Stubblefield. He greets the Deputy.

MR. STUBBLEFIELD

Hello young fella. I need to report an assault.

DEPUTY

Right this way sir.

The Deputy leads Mr. Stubblefield to the center of the room. The Sheriff and Dr. Philbin close in. Their tranq guns are at their side, ready for a quick draw.

MR. STUBBLEFIELD

I don't know what kind of town you're running here where folks get attacked in their own.....

Mr. Stubblefield's rant is cut short as he sees Dr. Philbin. Mr. Stubblefield acts like he's seen a ghost.

MR. STUBBLEFIELD
(screaming)
That's him! That's the man who
attacked me!

The Sheriff and the Deputy look at Philbin for answers.
Philbin thinks fast on his feet.

DR. PHILBIN
It's a trick! Get him!

Dr. Philbin shoots Mr. Stubblefield in the chest with a tranq
dart. The Sheriff follows up with a dart in Stubblefield's
back.

DR. PHILBIN
Hold your fire!

Dr. Philbin's order was heard too late by the deputy, who
shoots his tranq dart in Mr. Stubblefield's leg.

Mr. Stubblefield falls down hard to the ground. The Sheriff
kneels down and checks out Mr. Stubblefield.

SHERIFF
He's not changing.

DR. PHILBIN
Well, that's one less person we
have to worry about. And we know
that three darts will take a man
down fast. Too bad we don't know if
just one would have done it.

DEPUTY
What should we do with him?

SHERIFF
We could dump him in a cell for
now.

The Sheriff pauses for a moment.

SHERIFF
I just need to make one more phone
call. Could you guys go ahead and
bring him on over to the cell?

DR. PHILBIN
(sarcastically)
Alright, but if I throw my back out
I'm suing.

The Sheriff points down to Mr. Stubblefield.

SHERIFF
 (retorts)
 Stand in line behind him.

The Deputy and Dr. Philbin awkwardly move Mr. Stubblefield into a cell.

The Sheriff looks up a number in his rolodex. He picks up the phone and starts dialing.

INT. HERNANDEZ LIVING ROOM - DAY

Kristen and Nancy are sitting on the couch, enjoying their buzz. The ringing phone snaps them out of their haze.

NANCY
 My heads ringing.

KRISTEN
 It's the phone, you knucklehead.

NANCY
 Well answer it then.

KRISTEN
 I'll let the machine take it.

The machine sounds off with a wacky message, followed by the beep. The Sheriff's voice comes on.

SHERIFF (O.S.)
 I'm calling for Alice. This is your dad. Please call me back as soon as possible. There's a serious problem in town. I've got to find you. Whatever you do, if you see that David kid, stay away from him. He's very dangerous. Please, call me back right away.

The message clicks off. Nancy sits up. A worried look is etched on her face.

NANCY
 That sounded serious. I wonder what's going on?

KRISTEN
 Probably just Alice's dad overreacting again. I'm sure it'll end up being something stupid as usual.

NANCY
 (softening)
 Yeah, you're probably right.

KRISTEN
 I wonder what your boyfriend did
 that makes him public enemy number
 1?

NANCY
 (annoyed)
 Will you stop with that boyfriend
 stuff! Alice was right. The guy's a
 loser.

Kristen throws it right back at her.

KRISTEN
 Well if he's such a loser, then why
 did you give him your number?

NANCY
 I didn't give him my number.

KRISTEN
 (confused)
 Who's number did you give him?

NANCY
 Beats me. I just made up one.

KRISTEN
 (jokingly scolding)
 Nancy Lynn Douglas! You're one
 sneaky little devil.

INT. MOTEL ROOM #3 - DAY

David is crouched in the corner, holding in one hand what he believes to be Nancy's number, and feverishly punching in the numbers on Alice's cell phone with the other.

David listens as the phone rings. The PHONE VOICE appears to be that of an elderly old woman.

PHONE VOICE (O.S.)
 Hello?

DAVID
 (screaming)
 Just let me speak to Nancy! It's
 important!

PHONE VOICE (O.S.)
I told you there is no Nancy here!

DAVID
Quit lying to me bitch! Put her on
the phone now!

PHONE VOICE (O.S.)
If you keep calling, I'll report
you to the police.

DAVID
(pleading)
Please, I just need to talk to her.
We're in love. You can't just keep
her away from me.

PHONE VOICE (O.S.)
For the last time, you've got the
wrong damn number! Good bye.

The line goes dead. David screams.

INT. HERNANDEZ LIVING ROOM - DAY

Kristen and Nancy continue to speculate about David.

KRISTEN
So what do you think Crazy Boy did
to have Alice's dad looking for
him?

NANCY
Who knows. It's probably something
stupid like jaywalking.

KRISTEN
Or downloading music.

They both chuckle.

INT. MOTEL ROOM #3 - DAY

David is in the fetal position on the floor crying.

INT. HERNANDEZ LIVING ROOM - DAY

The girls are both kicked back. They're savoring their
stupor.

KRISTEN
I could sit in this couch all day.

NANCY
I've got to get up and move around
or I'll never leave this couch!

Nancy gets up and does some stretches. Kristen is checking her out.

KRISTEN
(smiling)
Ya know, your ass looks pretty nice
in those jeans.

Nancy laughs.

NANCY
I thought guys were supposed to be
the ones with the lame pick up
lines.

KRISTEN
I'm not mackin' on ya. Just
admiring the view.

Nancy sits back down.

NANCY
I see how ya are. Bring me to your
house. Get me wasted. Take
advantage of me. I'm on to ya.

KRISTEN
Hey, I wouldn't do that. Although
it's a shame to let that body of
yours go to waste.

Nancy just shakes her head.

NANCY
There will be plenty of time to do
all that when I'm married. To a
man.

KRISTEN
Your parents definitely didn't
raise you right. C'mon, ya gotta
get with the times. 13 year olds
have more experience that you do.

NANCY
We'll see how they end up. Probably
all messed up like you and Alice.

KRISTEN

Your first guy is going to expect you to know what you're doing. Have some kind of experience. Otherwise it'll be a disaster.

NANCY

(flirting)

I guess you want to tutor me, huh?

KRISTEN

I'd love to. I wouldn't even charge for classes.

NANCY

I don't know.

KRISTEN

You've got to do the flight simulator before you fly the plane.

Nancy thinks about it.

NANCY

Alright.

KRISTEN

Are you sure?

NANCY

Let's do it!

Nancy and Kristen lean in for a kiss. They're interrupted by a knock on the door.

KRISTEN

Looks like Alice finally showed up.

NANCY

Do we have to let her in?

KRISTEN

The more the merrier. Maybe we can make a three way out of this.

Kristen stumbles to the door. She swings it open, and sees what appears to be Alice standing there.

KRISTEN

Hey girl, it's about time you showed up. Get that cute butt on in here.

As Alice (David) walks in, Kristen notices that she's holding her address book, opened to the page with Kristen's address.

KRISTEN

Brad must have done you so hard it rattled your brain.

Alice (David) has a panicked look on her face.

ALICE (DAVID)

What's that supposed to mean.

Kristen gestures to the address book.

KRISTEN

Did you forget where I lived?

Alice (David) shoves the book in her pocket.

ALICE (DAVID)

(defensively)
Of course not.

KRISTEN

Well, you're here. That's all that matters. Ya missed out on the party favors. Now it's time to throw back some jello shots.

ALICE (DAVID)

It's cool that your parents would let you drink.

KRISTEN

(puzzled)
Parents? Well, my MOM doesn't care what I do. Just as long as she doesn't know what I'm doing she's cool.

Nancy eyes Alice (David), suspecting something is not right.

KRISTEN

I'll go start the jello shots.

Kristen starts to head down the hall towards the kitchen. She stops, remembering something.

KRISTEN

Oh yeah, Alice, you should call your dad when you get a chance.

ALICE (DAVID)

I'll call him later.

Kristen heads down the hall. Nancy is eying Alice (David) suspiciously.

NANCY
So, how'd it go with Brad?

ALICE (DAVID)
Fine.

Nancy comes up with a question to trip up Alice (David).

NANCY
So how's your brother doing? Is he still overseas?

ALICE (DAVID)
Yes, he's still over there. He's doing fine.

Nancy gets a startled look on her face. Alice (David) senses that there's something wrong.

ALICE (DAVID)
Is something wrong?

NANCY
(defensively)
No, nothing's wrong. I just feel sick. I never could hold my liquor. I've got to go to the bathroom.

Nancy grabs her purse from next to the couch, and goes into:

INT. BATHROOM - DAY

Nancy locks the door. She pulls out her cell phone from her purse, and starts dialing. The Sheriff picks up the line.

SHERIFF (O.S.)
This is Sheriff Brody.

Nancy is shaking. She's so panicked she can barely get the words out.

NANCY
It's Nancy. You've got to come over here quick! There's something wrong!

SHERIFF (O.S.)
What is it?

NANCY
It's Alice.

SHERIFF (O.S.)
(frantically)
Is she hurt?!

NANCY
No, it's the way she's acting. I know this sounds crazy, but I think she's been taken over by the pod people!

Dr. Philbin's voice interjects.

DR. PHILBIN (O.S.)
Hello, my name is Dr. Philbin. Listen, there's no time to explain. Where are you?

NANCY
I'm at Kristen's house.

DR. PHILBIN (O.S.)
Keep her there. And try to stay calm. Don't let her know there's anything wrong. We'll be right there.

Nancy hangs up. She throws her cell phone back in her purse. She then slowly makes her way into:

INT. LIVING ROOM - DAY

Alice (David) is standing there waiting for her.

ALICE (DAVID)
Feeling better?

Nancy is startled at first, but then tries to act naturally.

NANCY
Yep, got it all out.

ALICE (DAVID)
I didn't hear a toilet flush.

Nancy knows she's been busted, but tries her best to talk her way out of it.

NANCY
It's a quiet toilet. Barely makes a noise.

ALICE (DAVID)
It sounded like you were talking to
someone.

NANCY
I wasn't talking to anyone.

ALICE (DAVID)
(agitated)
Don't lie to me. I heard you
talking.

NANCY
I was just talking to myself.
That's all.

ALICE (DAVID)
You better tell me the truth. I
won't hurt you if you tell me the
truth.

NANCY
I don't know what you're talking
about.

Alice (David) starts to walk towards Nancy. Nancy is back
peddling.

ALICE (DAVID)
Did you call somebody?

NANCY
Of course not.

ALICE (DAVID)
I don't have a brother, do I?

Nancy starts to scream, but Alice (David) grabs her, and puts
his hand over her mouth. Alice (David) wrestles Nancy to the
couch. Nancy is about to be smothered with a pillow. She
grabs a pair of scissors on the floor, and jabs Alice (David)
in the side with it.

Alice (David) falls to the ground. Nancy gets up, catches her
breath, and starts to head towards the front door. She
hesitates as she sees David get up from the floor.

NANCY
(shocked)
David!

David grabs Nancy, and they struggle. She starts to claw at
his face. He throws her down hard on the ground.

At that moment Dr. Philbin comes blazing in through the front door. He fires his tranquilizer gun. David falls backward, just barely missing the darts.

As David falls, he transforms into a MOUSE. The mouse scurries off down the hall.

Philbin chases after the mouse. Rounding the hallway it scurries past Kristen, who's got her hands full with a tray of jello shots.

Philbin rounds the corner, and fires a tranq dart into Kristen. She falls down, glass shattering. Philbin sees it's not David, and continues on.

INT. BACK OF HOUSE - DAY

The Sheriff and Deputy slowly come in through the back door. Ahead of them they can go either straight ahead or to rooms to their right.

SHERIFF

I'll head straight up, you go right.

DEPUTY

(confused)
Right?

The Sheriff motions in the "right" direction.

SHERIFF

That's right. If you see me again, you know what to do.

DEPUTY

Yes sir.

The Sheriff and Deputy split up. We follow the Deputy as he's scoping out the rooms. Every corner he does a quick draw. He's clearly never done this before.

The Deputy hears a creaking behind him. He turns around with gun drawn, and sees The Sheriff (David), who pleads with the Deputy not to shoot.

SHERIFF (DAVID)

Don't shoot! It's just me!

The Deputy hesitates, and then lowers his gun.

DEPUTY

What are you doin' back here?

SHERIFF (DAVID)
Philbin got him.

DEPUTY
Alright!

The Deputy starts to head down the hall. The Sheriff (David) pulls out a knife and stabs him in the back.

INT. MIDDLE OF HOUSE - DAY

Philbin is slowly looking around. He passes a mirror, and jumps at seeing a figure out of the corner of his eyes. Even though he sees it's himself, he shoots at the mirror thinking he's seeing David in disguise. The mirror shatters.

DR. PHILBIN
(muttering to himself)
That's all I need. More bad luck.

Philbin collects himself, and makes his way towards...

INT. BACK OF HOUSE - DAY

Philbin is smoothly casing the room, but doesn't bother to look at the ground. He trips over something, and falls hard to the ground. His tranq gun flies across the room. He looks to see what he tripped over, and finds the Deputy's dead body.

Philbin hears someone coming. He pulls out his real gun and fires. The Sheriff falls down with a thud. He's dead before he hits the ground.

Philbin kneels down by the Sheriff, and he sees he's a bloody dead heap. Philbin waits for the Sheriff to transform, but he never does.

As Philbin is looking over the bodies, a mouse slowly starts to make its way towards Philbin. It stops, apparently hearing approaching footsteps. It scurries into the shadows. Nancy comes upon Philbin, and is startled by seeing him over the dead bodies of the Sheriff and Deputy.

NANCY
(screaming)
Oh my God. You killed them!

Dr. Philbin springs up. He pathetically tries to explain the situation.

DR. PHILBIN

Look, I shot the Sheriff, but I didn't kill the Deputy.

NANCY

What's going on here?!

Dr. Philbin shakes his head. He realizes it's going to be a waste of valuable time to try and explain everything.

DR. PHILBIN

He's getting away! I don't have time for this.

Philbin picks up his tranq gun and shoots Nancy. She falls with a thud. Philbin throws the tranq gun down and runs to the hall.

Gun up, he cautiously maneuvers around the house, anticipating anything to jump out at him.

He hears some commotion towards the back door. He makes his way there, and sees a mouse trying to fit itself under the door. It transforms into an ANT, and heads outside.

Philbin shoots wildly at the bottom of the door, shattering it into pieces. He runs out of ammo, and quickly begins to reload.

EXT. HERNANDEZ HOUSE - DAY

David is on the ground, stunned by wooden shrapnel that hit him. He shakes it off, and quickly gets up and sprints down the driveway.

MRS. HERNANDEZ, home early from work, is pulling groceries out of her car. She's startled as David runs by her, nearly colliding with her.

As David runs out of sight, Philbin comes barreling out of the house. He sees Mrs. Hernandez, and unloads his clip into her. Bullets fly through the grocery bag, and into her chest. She falls hard onto the pavement. Milk, mixed with blood, runs down the driveway.

Philbin stands over her, sees that it's not David, and then kicks around the groceries in anger.

Philbin cools down, pulls himself together, and runs to his car. He jumps in the car. The car fires up, and speeds away.

INT. RICHARDSON HOUSE - DAY

MRS. RICHARDSON, a rotund elderly woman, looks out her window at Dr. Philbin's car speeding past. She mutters to herself.

MRS. RICHARDSON
My God, that must have been a drive
by shooting.

Mrs. Richardson does the sign of the cross.

MRS. RICHARDSON
What's this world coming to?

Mrs. Richardson goes over to the telephone, but stops in her tracks when she hears a crash coming from her kitchen.

Mrs. Richardson grabs a broom, ready to wield it like a sword. She proceeds into...

INT. RICHARDSON KITCHEN - DAY

Mrs. Richardson walks into her kitchen to find David, slumped over next to the sink, trying to catch his breath.

MRS. RICHARDSON
(screaming)
What the hell you doing in my
kitchen boy?!

David looks over at her. He tries to breathe normally. He attempts to gasp out an explanation.

DAVID
Hi mom, or grandma. Whoever you
are. I was just getting some water.
Just need to catch my breath for a
minute.

MRS. RICHARDSON
I don't know who you are, but you
better get out of this house, or
I'm calling the police.

David picks up a framed little league picture of a boy named TY RICHARDSON.

DAVID
Don't you recognize me? I'm, I'm
this kid. I'm Ty. I'm your little
Ty.

MRS. RICHARDSON
I don't know what you're on boy,
but please just leave.

David starts to walk towards her. He holds the picture up next to himself. Mrs. Richardson backs up.

DAVID
Look at me! I'm Ty!

MRS. RICHARDSON
I don't have any money.

David continues to advance on her.

DAVID
(exploding)
What the hell is the matter with
you?! I'm Ty! I'm Ty!

MRS. RICHARDSON
(pleading)
There's nothing in this house for
ya. There's no drugs. Nothing.
Please just leave.

David stops his advance. He notices himself in the mirror. He realizes that he is in his normal form.

DAVID
Wait a minute. I'm me. How am I me?

David thinks about it for a couple seconds.

DAVID
I must be too tired to transform. I
didn't transform into Ty at all.

David turns his attention to Mrs. Richardson. David breaks into a crazed laugh.

DAVID
You must think I'm pretty crazy,
huh?

MRS. RICHARDSON
No, you're a very nice young man.

DAVID
You seem like a nice woman. Sorry I
have to do this.

David starts to advance on her.

MRS. RICHARDSON
Please don't hurt me!

David continues to advance on her. Mrs. Richardson holds her ground. She starts wildly swinging the broom stick.

David dodges a couple swings. He grabs the broom out of her hand. He breaks it in half. He raises the handle up, ready to bring it down on Mrs. Richardson. Mrs. Richardson screams.

INT. DR. PHILBIN'S CAR - DAY

Philbin is driving around, frantically looking around at everybody he passes. As his frustration builds, he starts talking to himself.

DR. PHILBIN
This is hopeless! He could be anybody! How am I gonna catch him?! He'll always be two steps ahead of me! (A beat) What the hell?

EXT. HOTEL - DAY

Philbin's car pulls up next to an ambulance. He sees two PARAMEDICS haul out Alice's lifeless body. The Front Desk Clerk is pacing nervously. Philbin walks up to him.

DR. PHILBIN
What happened?

RUSTY
(gravely)
Some punk kid killed his girlfriend.

DR. PHILBIN
Where's he at?!

RUSTY
I don't know! He's gone! I heard screaming from Room #3. I just figured they were having sex. Hours later I decided to check out the room to make sure there was no damage. The boy wasn't there, but the girl sure was. My God, she was so bloody.

DR. PHILBIN
When did this happen?!

RUSTY

Not that long ago. I ran back to my office and called these guys. I tried to call the cops, but nobody answered.

DR. PHILBIN

This is my fault. I should've killed him when I had the chance.

RUSTY

Who?

DR. PHILBIN

The guy I'm in town to find. If I don't stop him, he could go on killing. He could go from town to town, do whatever he wants, as long as he wants to. Nobody would even know what's happening.

RUSTY

(confused)

What are you talkin' about?

DR. PHILBIN

He's gotta be stopped, right here in this town.

RUSTY

Who?!

Philbin gets a wild look in his eyes.

DR. PHILBIN

You.

Philbin pulls out his gun, and shoots Rusty in the head. He falls with a thud. Philbin stands over him, waiting for the transformation. It doesn't happen.

Philbin spins around to the two paramedics. He opens fire on them. They drop Alice's lifeless body on the ground as they fall.

A YOUNG MAN on a bike witnesses this grisly scene. He starts peddling away for all he's worth, only to be cut down by Philbin's gun.

Philbin frantically looks all around him. He has clearly snapped. He spots something above him. He fires off some shots. A BIRD falls to the ground. He looks at the bird, and then throws a childish tantrum when it doesn't turn into David.

Philbin jumps in his car and drives off.

FADE TO BLACK:

Over black we hear a frantic whisper.

KRISTEN (V.O.)
Wake up! Wake up! Everybody's dead!

FADE UP:

INT. HERNANDEZ HOUSE - DAY

Nancy looks up at Kristen shaking her to wake up.

Nancy sits up to talk to her. Nancy is groggy like she's waking up with a hang over.

NANCY
(groggily)
What happened?

KRISTEN
Some guy came in and shot us with
knock out darts. Alice's dad is
dead! And the deputy! They're both
dead!

Kristen points to the two dead bodies.

NANCY
(screaming)
It was David! He tried to kill me!

KRISTEN
No, it was some old guy.

NANCY
He was after David. He said David
killed the Deputy.

KRISTEN
I don't know what's going on, but
we've got to get the hell out of
here and find some help. Take this.

Kristen hands her the Deputy's gun. Kristen pulls out the Sheriff's gun.

KRISTEN
I got these off the bodies.

NANCY

I don't know how to use these.

KRISTEN

Just pull the trigger. That's all you have to do.

The girls, with guns drawn, get up and make their way...

EXT. HERNANDEZ DRIVEWAY - DAY

The girls come upon the lifeless body of Mrs. Hernandez. Kristen drops down next to her mom and cries.

KRISTEN

(screaming)

Momma! Momma!

Kristen looks over to Nancy, who's standing in disbelief.

KRISTEN

They killed her!

Nancy pulls Kristen up.

NANCY

(sternly)

We've got to get out of here!

KRISTEN

What about my mom?!

NANCY

We've got to leave her!

Nancy has her gun up in one hand, and she pulls Kristen along in the other. They both head towards Nancy's car.

Meanwhile in another suburban neighborhood, a car comes wildly careening down the street.

INT. PHILBIN'S CAR - DAY

Philbin is shaking. He's a nervous wreck. He starts rambling on and on.

DR. PHILBIN

(muttering to himself)

He's gotta be here somewhere. A small town like this. He can't hide forever.

EXT. SUBURBAN HOUSE - DAY

A TEENAGE GIRL, probably about 13, comes around the side of a house. Then an IDENTICAL GIRL comes out the front door.

INT. PHILBIN'S CAR - DAY

Philbin does a double take as he spots the duplicate girls.

DR. PHILBIN
(excitedly)
Got ya!

EXT. NEIGHBORHOOD STREET - DAY

Philbin's car comes to a screeching stop. He jumps out, and runs towards the house. The teenage girl who came out of the front is confused, and then scared at the sight of Philbin madly running towards her. She starts to run back to the house, only to be tackled to the ground by Dr. Philbin.

Dr. Philbin gives the girl a hard slap, and pulls out his gun, awaiting the transformation. It doesn't happen. The girl is crying.

DR. PHILBIN
(muttering to himself)
It's gotta be the other one!

Twin girl #2 comes running around from the side of the house.

TWIN GIRL #2
Get away from her!

Dr. Philbin jumps up, and fires into the approaching girl. She falls down hard on the ground. Philbin rushes over to her, but is puzzled as to why she doesn't transform into David.

DR. PHILBIN
C'mon David. Transform already.
What're you waiting for? Transform
already!

Dr. Philbin nudges and kicks the girl's dead body. Still nothing happens.

DR. PHILBIN
This doesn't make any sense.

From behind Twin Girl #1 throws a barrage of fists at Philbin's back.

TWIN GIRL #1
(screaming)
You killed her! You killed her!

Dr. Philbin turns around, and struggles with her. He fires a shot that sends her down.

Twin Girl #1 is on the ground, barely alive. Dr. Philbin looks over at Twin Girl #2, and then to Twin Girl #1. He starts to put two and two together.

DR. PHILBIN
(innocently)
You two related?

Twin Girl #1 doesn't answer. Dr. Philbin sees that she's suffering, and decides to put her out of her misery.

DR. PHILBIN
(gravely)
I'm sorry.

Dr. Philbin shoots one last bullet in her, and runs to his car. He hops in, and speeds off.

EXT. DOWNTOWN AREA - DUSK

Dr. Philbin's car pulls over in front of a couple rusty old store fronts.

INT. PHILBIN'S CAR - DUSK

Dr. Philbin is trying to collect himself. Trying to form some kind of workable plan. He rambles on and on to himself.

DR. PHILBIN
What am I gonna do? I can't just go
around killing people.

Dr. Philbin pulls out his flask, and throws back a swig.

DR. PHILBIN
But I have to. I have to kill
everybody in town! That's the only
way. There's no other choice!

Dr. Philbin throws back another swig. And then another. He starts to tear up at the hopelessness of it all.

DR. PHILBIN

There's gotta be a way to lure him out. If only I had more time. More people to help me.

Dr. Philbin takes one last drink from his flask, and throws it down hard on his floor.

DR. PHILBIN

I can't win. I've gotta quit while I'm behind. Go back in. Go back in before they hurt me. I can get David another time. I'll hire some bounty hunters. Yeah, let them sweat it. Not me. Them.

Dr. Philbin starts laughing a crazy laugh. He's obviously punch drunk.

An OLD LADY walks by to his right. She just shakes her head and his foolishness.

Dr. Philbin then looks over to his left, and does a double take. He sees the same Old Lady (David) on the other side of the street.

Dr. Philbin stumbles out of his car, towards the old lady closest to him.

DR. PHILBIN

Excuse me miss. Do you have a twin sister?

The Old Lady is puzzled by this question.

OLD LADY

Why, no. What kind of question is that? Have you been drinking young man?

Dr. Philbin pushes her down. He pulls out his gun, but she doesn't transform. He looks across the street, and sees the other Old Lady (David) run into an abandoned factory named "Peacock Tile".

Philbin runs across the street towards Peacock Tile.

INT. NANCY'S CAR - DUSK

Nancy is driving. A stoic look etched on her face. Kristin is crying.

KRISTEN
 (softly)
 We've got to find Alice.

NANCY
 I think she's already dead.

Kristin cries harder. Nancy begins to tear up herself.

A moment later, Nancy notices something up ahead.

NANCY
 (disbelief)
 Oh my God!

EXT. CITY STREET - DUSK

Nancy's car pulls up behind Philbin's car. Nancy gets out of the car, and runs over to the Old Lady, who's still struggling to get up.

OLD LADY
 I've fallen, and I can't get up!

NANCY
 Are you alright? Is anything broken?

OLD LADY
 No. I'm fine. Just help me up please.

Nancy begins to pull the Old Lady up. A realization washes over Nancy. She suddenly shoves the Old Lady back down to the ground.

Kristin jumps out of the car. She positions herself in between Nancy and the Old Lady.

KRISTEN
 (screaming)
 What the hell are you doin'?!

NANCY
 (sternly)
 This is David!

KRISTEN
 Have you gone crazy?

NANCY
 Trust me, it's David in disguise!

KRISTEN

Just get back, you crazy bitch!

Nancy backs up. Kristen kneels down to comfort the Old Lady.

INT. PEACOCK TILE - DUSK

Philbin, gun drawn, frantically looks around the factory for David. Out of nowhere, a figure knocks him to the ground. His gun flies across the room.

Philbin pushes the figure off him. He gets up, and stands face to face with someone that looks exactly like he does.

DR. PHILBIN (DAVID)

(taunting)

How do you like my new look?

DR. PHILBIN

(sarcastically)

It looks better on me!

DR. PHILBIN (DAVID)

Looks like we have a stand off.
Only one of us is walking out of here.

Philbin eyes his gun across the room. He slowly starts to inch his way over. He tries to buy time.

DR. PHILBIN

We can work this out. Just give yourself up, and everything will be fine.

DR. PHILBIN (DAVID)

I don't think the NSRA will be too happy with me.

DR. PHILBIN

I can cover it up. I'll say terrorists kidnapped you. I tracked them down, killed them, and rescued you.

DR. PHILBIN (DAVID)

Wouldn't that be nice. But I don't think so. I just don't trust you.

DR. PHILBIN

Of course you can trust me.

DR. PHILBIN (DAVID)
Tell me this. What happened to my
parents?

DR. PHILBIN
You know what happened.

DR. PHILBIN (DAVID)
I want to hear it again.

Dr. Philbin squirms at being put on the spot. He edges closer to the gun. He does his best to sound sincere.

DR. PHILBIN
When your parents realized you were
a shape shifter, they abandoned
you. The NSRA brought you in, and
we took care of you.

Dr. Philbin (David) shakes his head in disbelief.

DR. PHILBIN (DAVID)
I want to hear the truth. I'll come
with you if you tell me the truth.

DR. PHILBIN
Alright, alright. Your parents
didn't abandon you. They were
killed. The government killed them.
They wanted to kill you, but I
stopped them.

Dr. Philbin (David) starts to tear up. He fights back the tears.

DR. PHILBIN (DAVID)
I always knew they were dead. But I
tried to believe they were alive.
That one day I could find them, and
finally be part of a family.

DR. PHILBIN
You are part of a family. You're
like the son I never had.

DR. PHILBIN (DAVID)
Do you think I'm an idiot? That I
don't know when you're lying?

DR. PHILBIN
C'mon, you can trust me.

DR. PHILBIN (DAVID)
 (exploding)
 I know the truth! You killed my
 parents!

Philbin eyes his gun across the room.

DR. PHILBIN
 Everything I do in my life, I do
 for the good of mankind. Including
 this!

Philbin shoves Philbin (David) down, and run towards the gun. Philbin (David) temporarily turns back to his original form, but then turns right back into Philbin. Philbin grabs the gun, and spins around. Philbin (David) is right there. Both men are wrestling for control of the gun.

EXT. PEACOCK TILE - DAY

Kristin is still kneeling next to the old lady. Nancy is standing by the car, staring at Peacock Tile Factory.

A gunshot rings out.

Kristin gets up, gun up and ready. Nancy reaches into the car, and grabs her gun.

Emerging from the building is what appears to be Dr. Philbin, although we don't know for sure.

Philbin walks at a deliberate pace towards his car. Nancy awkwardly tries to get him to stop.

NANCY
 Freeze!

Philbin stops in his tracks, and gives her a hard stare.

KRISTEN
 Don't let him leave!

Kristin runs to the Peacock Tile building. Nancy shouts after her.

NANCY
 Wait! Don't go!

Kristin enters into the building. Nancy is left face to face with what appears to be Philbin.

NANCY
 Is David in there?

Philbin continues to stare at her.

NANCY
Did you kill him?

Again, nothing but a cold stare is etched across Philbin's face.

NANCY
(frantically)
Say something!

Philbin calmly gets in his car, and starts the car up.

A realization washes over Nancy.

NANCY
(softly)
David?

This man who appears to be Philbin gives her one last, cold stare. The car pulls away. Nancy just stands there, almost in a state of shock.

Philbin's car drives away into the sunset.

THE END