

FADE IN:

EXT. UTAH DESERT DAY

Heat shimmers off the barren, rocky terrain as the sun beats down, unencumbered by a single cloud.

There is a MALE FIGURE on the horizon, so small we can barely make him out at first.

ON BLACK:

The CREDITS roll

EXT. UTAH DESERT DAY

The unidentified MAN shuffles toward us slowly. He is off-balance, awkward -- about to collapse.

His sluggish progress is INTERCUT with the title credits; each time we cut back, he's noticeably closer -- but still quite distant.

As the credits end, he's *almost* close enough for us to make out his face.

TITLE CARD, ON BLACK: "SATURDAY"

The jarring blast of a TRUCK HORN.

EXT. ROADSIDE INN DAY

An EIGHTEEN WHEELER races through the frame, revealing the ROADSIDE INN, a flat, rundown desert motel. It's the kind of out-of-the-way shithole that survives (barely) on long-haul truckers and people whose cars overheat on the I-15.

There's a battered, dusty JEEP CHEROKEE parked outside of ROOM #12. It looks like it's been on the losing end of a Monster Truck rally.

INT. ROADSIDE INN/ROOM #12 - DAY

The curtains are closed, and the room is consumed by DARKNESS. We hear the SHOWER RUNNING through the bathroom door.

KEN PENDLETON (19) sits on the bed, watching TV. He's a thin, angular kid who looks like he hasn't slept in days. His eyes are on the screen, but he's not really seeing anything.

ANGLE ON - TELEVISION:

A local FEMALE REPORTER stands in the middle of the desert. It's a hectic, ugly scene behind her, with some MILITARY HUMVEES, FIRE TRUCKS and a C.D.C. MOBILE UNIT. A thick column of BLACK SMOKE is visible in the distance.

The screen reads "TOXIC SPILL" in big, block letters. The bottom crawl teems with staccato bursts of bad news.

REPORTER  
(filtered, on TV)  
...cannot confirm the exact nature of the spill, only that it involves materials of a highly toxic nature. In addition to the fire itself, authorities are expressing concern over possible health risks posed by the massive cloud of smoke you see behind me.

DISSOLVE TO:

TITLE CARD, ON BLACK: "WEDNESDAY"

We hear the muffled sounds of CONSTRUCTION EQUIPMENT. The noises get louder and more distinct, like the machines are digging their way down to us.

ADDITIONAL TITLE: "(3 Days Earlier)"

Finally, there is a loud, awful SCRAPING SOUND. A large, elliptical HOLE appears in the blackness.

SUNLIGHT pours in as chunks of TOPSOIL and CONCRETE fall toward us.

HOWIE (o.s.)  
(shouting)  
Whoa! Manny, shut it down! Shut it down!

The earthmover noises STOP abruptly.

Seconds later, HOWIE (27) peers down into the hole. He's a classic gung-ho good-old-boy, right down to the mullet and goofy moustache.

HOWIE (CONT'D)  
What the fuck is that?

EXT. CIA HEADQUARTERS - EVENING

The sky is just getting dark, but all the lights are on in the nerve center of America's intelligence community.

INT. CIA BUILDING/CRYPTOGRAPHY - EVENING

STAN FOSTER (32) is at his desk, baby-sitting a decryption program and sipping coffee from a paper cup.

He's fit but soft, the way you get when you spend thirty minutes every morning on a treadmill and the rest of the day sitting at a desk.

His pale blue eyes flicker between his workstation and an attractive FEMALE CO-WORKER who's bent over a desk on the other side of the room.

Without warning, his computer LOCKS UP. The screen freezes, then goes black. Stan doesn't notice -- he's still eyeballing the girl.

The computer lets out a long, annoyed BEEP. The screen goes haywire, spitting out line after line of unreadable spaghetti-code.

STAN

Aw, what the hell?

Stan lunges toward his terminal. He tries to set his coffee on the desk, misses, and DUMPS it all over his lap.

STAN (CONT'D)

DAMMIT!

Now Stan doesn't know what to do -- clean up the spill, or try to fix the computer. He waffles for a second, then reaches into his desk for some napkins.

He's just starting to sop up the mess when his intercom BUZZES.

INTERCOM VOICE

(filtered)

Stan? Chief Schnitzler is ready to see you now.

Stan looks at his soaking crotch. *Great. Just great.*

EXT. CONSTRUCTION SITE DAY

The construction site is located in a giant, empty patch of scrub desert.

An aluminum CONSTRUCTION TRAILER sits next to a CAVITY in the earth about half the size of a football field. Idle men and equipment surround the site.

The foreman, TOM JOYNER, squats next to a backhoe. He's a paunchy 40-something with the leathery skin of a man who's spent his life working outdoors.

Howie hovers nearby with another construction guy, MANUEL SANCHEZ. Manuel is a burly, dark-skinned Latino with a shaved head and almost no neck.

They gawk at a massive CONCRETE PIPE which has been partially unearthed. There are four long, finger-like GOUGES in the concrete, and a meter-wide hole where the pipe has caved in.

Joyner tosses a few PEBBLES into the hole. There is a faint ECHO when they strike the bottom.

HOWIE

What do you think? Some kind of utility line?

JOYNER

No. It's too big for that, and it's empty. It almost looks like some kind of service tunnel.

HOWIE

(laughing)

Service for what?

Joyner scans the desolate surroundings. He shrugs.

JOYNER

Hell if I know.

MANUEL

What do we do now?

JOYNER

Not much we can do, I figure. We'll have to shut down, at least for a day or two.

HOWIE

Boss ain't gonna like that.

JOYNER

No. No he won't.

(checks his watch)

County recorder's office'll be closed by the time I can get there. I'll head over first thing in the morning, try and find out what we missed.

HOWIE

We didn't "miss" anything, Tom. We ran the paper back over thirty years. There's no record of any permits or construction plans for this site. Ever.

JOYNER

(sharply)

Well, that pipe had to come from somewhere.

(pause)

As of now, we're off the clock. Go on home for today. I'll let ya know tomorrow if I find anything.

Howie starts to protest, but there's nothing more to say. Joyner heads off to send the crew home. He gets about three steps when Manuel SPEAKS.

MANUEL

Why don' we just go down there?

JOYNER

(turning)

What?

HOWIE

Yeah. What?

MANUEL

Sure. Me and Howie can grab a couple flashlights, head down there and see where it goes. Be faster than waiting for the recorder's office.

Joyner chews on the idea. Part of him clearly likes it, but the Jimminy Cricket portion of his brain is on Red Alert.

HOWIE

We only get paid if we're workin', right?

JOYNER

(squints at pipe)

Mmmm. It's a good thought, Manny, but...no. If something happened to you two down there, the insurance company'd skin me alive.

HOWIE

Aw, come on, Tom. You sound like an old lady. Manny and me're big boys. We can take care of ourselves.

Joyner chews on his thumbnail. When he speaks, it's in very careful tones.

JOYNER

Look. There's no way I can let you guys go down there. A'right? I just can't.

Howie rolls his eyes. Manuel nods, dejected.

JOYNER (CONT'D)

What I CAN do is ask you guys to stay here overnight, and make sure the site is secure. But once I leave, that means you two assume *full responsibility*.

The only thing missing is the wink and the nod. Manuel and Howie smile broadly.

JOYNER (CONT'D)

I mean it, now. Anyone finds their way into that hole after I'm gone, it's on you guys. Ya got that?

MANUEL

Absolutely.

HOWIE

Yeah. Sure. Safety first, right?

Joyner nods, and starts gathering his papers.

JOYNER

Good. I'm gonna send the rest of the boys home, then. I'll see you two in the morning.

Howie and Manuel are gathering rope and checking their flashlights before Joyner is even halfway across the site.

INT. CARRIE & STACY'S APARTMENT - NIGHT

Basic one-bedroom apartment. Neat but lived-in, with lots of hand-me-down furniture and posters of rock stars and kittens.

CARRIE HALLIWELL (21) and STACY CARTER (21) have been roommates since freshman year. They're best friends and they act like it -- which means they constantly needle each other and bicker like an old married couple.

Carrie is clean, fresh-faced. The sort of girl who would be dangerous if she had any idea how pretty she is. She's at her computer, playing Party Poker.

Stacy is in trying on clothes in front of the mirror. She's only slightly better than average-looking, but sexy in a way that screams 'dirty fun'. Her outfits are all low necklines and high-cut club skirts.

STACY

What do you think of this one?

Carrie's head turns a good three seconds before her eyes follow.

CARRIE

I think it looks hoochie-rific.

Stacy makes a FACE, and then tosses the outfit into the SUITCASE she has open on the floor.

STACY

Whatever.

CARRIE

(to screen)

Oh, *nice*.

ANGLE ON - COMPUTER SCREEN

Carrie is holding pocket Jacks. The flop comes 5-Jack-6.

There are only two other players in the hand. The guy with the screen name "JaxOfff" just threw in 300 chips - about half Carrie's stack.

Carrie quickly CALLS.

STACY

You'd better pack some fucking club clothes, too, y'know. I'm not going out by myself every night so you can sit at some stupid poker table.

The turn card is another 5. Carrie's got a Full House. "JaxOfff" goes all-in.

CARRIE

(to screen)

Oh, you are SO full of shit.

(to STACY)

Watch this. I'm about to double-up on this guy.

(to screen)

Heck yeah, I call.

STACY

Are you even listening to me?

CARRIE

Hang on a second...

The river comes a 10 of Clubs. Carrie lets out a WHOOP.

CARRIE (CONT'D)

Yeah, buddy! Nnnnn! Full house, baby! Jacks over...

"JaxOfff" turns over pocket fives. Four of a kind.

CARRIE (CONT'D) (CONT'D)

...FIVES? Pocket FIVES? You gotta be --

The pile of chips slides away from Carrie, leaving her with nothing. She flops back in the chair, stunned. Stacy peers over her shoulder.

STACY

Wow. Four of a kind. Rough.

CARRIE

I don't believe it. I had a FULL HOUSE!

STACY

O-kay, psycho. Relax. It's not like  
it's real money.

CARRIE

It will be when we get to Vegas.  
(pause)  
DAMMIT!!

STACY

(sweetly)  
That just means you'll have more  
time to go dancing with me!

CARRIE

This is the kind of stuff that ONLY  
happens to me...

INT. CIA HEADQUARTERS/CRYPTOGRAPHY - NIGHT

Stan walks back to his desk like a condemned man on the Green  
Mile. A single piece of paper dangles from his left hand.

MARTY WHITSETT (38), a jolly, jowly little techie in short  
sleeves is at Stan's terminal. He's frowning at the screen,  
fingers flying over the keyboard.

Stan slumps into a chair behind Marty.

MARTY

Jesus, Foster. You look like somebody  
kicked you in the balls.

STAN

More like cut 'em off.

Stan slides the piece of paper to Marty.

MARTY

(reads, then)  
Aw, no. Again?

STAN

Again.

MARTY

(hands back the paper)  
Sorry, man. That's too bad.

STAN

This is the *fourth time* Field  
Section's rejected me. Four! It's  
bullshit! Field Section's the whole  
reason I came here, y'know. To be  
OUT there, doing shit. Not stuck  
down here encrypting files with the  
rest of these losers.



A couple of the "losers" in question turn and GLARE at Stan, who doesn't notice.

MARTY  
(smiles weakly)  
He didn't mean you guys.

There is an awkward silece while Marty fumbles for some words of comfort. He's got nothing.

MARTY (CONT'D)  
Anyway, I figured out what was  
screwing up your computer.

STAN  
Yeah?

MARTY  
Yeah. Turns out it's some really old  
Defense Department sentry.

STAN  
Defense? Why would MY computer  
register an alarm from the D.O.D.?  
I'm not even wired into their network.

MARTY  
I know. But remember after 9-11, the  
Pentagon shifted some of their low  
priority stuff to our servers?

STAN  
Yeah.

MARTY  
Well, apparently this is one of the  
programs they wired in. When they  
moved everything back, this one got  
left behind.

STAN  
So what is it?

MARTY  
I'm not sure, actually. This code is  
old, man. Like, "Donkey Kong"—style  
old.  
(punches buttons)  
The contact name that's coded in  
here? He *retired* ten years ago. The  
file's never even been updated.

ANGLE ON - COMPUTER SCREEN

A MAP of the U.S. Concentric circles radiate out from the  
source point, somewhere in Utah.

STAN  
Does D.O.D. have this yet?

MARTY  
I don't think so. If it was never  
purged from our system, it was  
probably never copied back to theirs.

Stan nods. You can almost see the gears spinning behind his eyes.

STAN  
Right on. Tell you what. Why don't  
you leave that contact name with me?  
I'll run it down.

Marty punches a few more keys, and the monitor blinks back to its normal readout.

MARTY  
You sure? I really don't --

STAN  
(playing disinterested)  
No, it's fine, man. It's a phone  
call. I don't mind.

MARTY  
(shrugs)  
Cool. I'll shoot you an e-mail when  
I get back to my desk.

STAN  
Thanks, Marty.

MARTY  
No problem. Keep your chin up, huh?

They bang fists, and Marty waddles off. Once he's out of sight, Stan punches up the MAP again.

EXT. CONSTRUCTION SITE - NIGHT

The scene is quiet, bathed in pale moonlight. A length of ROPE stretches to the pipe, disappearing down the hole.

INT. PIPE - NIGHT

Manuel is tearing ass back toward the ROPE, gasping for breath, eyes wide with fear. The beam of his FLASHLIGHT bounces wildly in the darkness.

He TRIPS. The flashlight clatters away, the beam pointing back at him. He crawls forward to retrieve it.

Howie's voice echoes from behind.

HOWIE

Manny! Please! Don't leave me! MANNY!  
HELP --

Howie's cry becomes a SCREAM, then a sickening GURGLE.

For a moment, all is quiet. Then come the echoes of sub-human GRUNTS and GROWLS...and they're getting closer.

*Screw the flashlight.* Manuel takes off, making a mad dash for the rope.

Behind him, the flashlight beam projects four long SEMI-HUMAN SHADOWS on the wall. Their movements are awkward, disjointed, but QUICK. Whatever they are, they're gaining on him.

He takes two quick steps and LUNGES for the rope. We see a large, ugly BITE WOUND on his right forearm.

EXT. CONSTRUCTION SITE/PIPE - NIGHT

Panting, Manuel hoists himself out of the pipe and collapses in the dirt. He rolls over, wincing.

The NOISES from the pipe are getting louder. Manuel sees the rope suddenly TWIST and begin to move.

Something is trying to come up...

With a burst of strength (or, more likely, terrified adrenaline), Manuel scrambles to his feet.

He jumps behind the wheel of his PICK-UP TRUCK, and peels away in a shower of dirt and gravel.

EXT. GOLDSTONE/TRAILER PARK - MORNING

Daybreak over western Utah. Half the tiny cattle town of Goldstone is already awake, getting a jump on the daily chores.

The sleep-to-wake ratio isn't nearly as good at the Desert Brush Mobile Home Park. There is barely any movement among the small cluster of dilapidated double-wides and Airstream trailers.

Manny's truck is parked clumsily in front of a homey-looking single wide, next to a well-used Toyota Corolla.

INT. SANCHEZ TRAILER/BEDROOM - MORNING

Sunlight streams through half-open blinds. The bedroom is small and messy. In another room, an insistent CHILD CRIES.

ROSIE SANCHEZ, a thin, pretty Latina in her mid-20's, slowly blinks awake.

ROSIE  
(half-asleep)  
Manny? Manny, wake up. The baby's  
crying.

She rolls over. His side of the bed empty. She sits up, sleepy and confused, and calls out.

ROSIE (CONT'D)  
Manito? Honey? Donde estás?

The baby's cries momentarily fall silent. When they come again, they are different -- frightened now, with an edge of pain.

Rosie hears the change. In an instant, she's wide awake. She jumps out of bed, throws on a robe, and hurries out to the living room.

The baby's CRIB is in the far corner of the room, against the kitchen counter. Rosie gets about two steps into the room and FREEZES.

MANUEL SANCHEZ is hunched over the crib with his back to Rosie. He's still wearing his muddy work clothes.

ROSIE (CONT'D)  
Manny? Que es -- ?

Manuel TURNS. His face is distorted, animal-looking. His eyes are pale yellow. BLOOD drips from his mouth and chin.

Rosie SCREAMS.

In the crib, their BABY BOY is crying. There is a large, gruesome BITE WOUND high on his right shoulder. His pajamas are soaked with blood.

Growling, Manuel LUNGES at Rosie. She stumbles back against the wall, then BOLTS for the bedroom, shrieking.

The Manuel-Thing lumbers after her. He's just through the bedroom door when she SMASHES a lamp across his skull. He sprawls face-first to the floor.

Rosie jumps over him, racing back out for the baby. She snatches up the screaming toddler and carries him out the front door.

Suddenly, she STOPS. She whirls around and yanks her KEYRING off the wall. Manuel CHARGES from across the room.

Rosie pulls the door closed a half-second before Manuel RAMS it at full speed. The cheap wood BULGES and splinters. A second later, he PUNCHES through it with an animal roar.

EXT. SANCHEZ TRAILER - DAY

Sobbing, Rosie races to the Corolla and throws open the back door. She dumps the baby into his car seat, and fumbles with the clasp.

Manuel SMASHES the front door into splinters. He GROWLS savagely and lumbers toward the car.

Rosie gives up on the seat belt. She kisses the baby on the forehead, slams the door, and scurries for the driver's side. Her hands are shaking so badly she drops the keys.

ROSIE

SHIT!!

She stoops to grab them. When she sits up, Manuel fills the windshield. There is no trace of humanity left in his face.

Rosie plants the key in the ignition. The car sputters to life. She REVS the engine, and wipes away a tear.

Manuel pounds on the hood. He ROARS, almost as if trying to match the revving of the engine.

Rosie slips the car into gear and STOMPS on the gas.

The Corolla shoots forward and CRASHES into the side of the trailer, pinning Manuel.

The reverse lights flicker, and the Toyota crunches back through the debris. It bounces down the gravel driveway and into the street.

A BALDING NEIGHBOR (50) comes out to investigate all the commotion. He stares dumbly as Rosie peels off down the street.

Manuel is still thrashing around, trying to free himself. The neighbor hurries over.

NEIGHBOR

Jesus, Sanchez! Are you okay?

As the neighbor bends to help, Manuel BOLTS up and bites savagely into his neck. The SCREAM echoes through the empty courtyard.

INT. COROLLA - DAY

Rosie wipes tears from her eyes as the car barrels along. She whips around a curve, onto a narrow rural road.

ROSIE

It's okay, baby. We're okay. Daddy won't hurt you anymore. Mommy's got you now.

The words are meant to calm Rosie as much as they are the kid. She says it over and over, like a mantra.

ROSIE (CONT'D)

Don't worry, baby. It's okay. It's gonna be okay. Mommy's got you.

Rosie realizes there's no sound coming from the back seat -- no crying, no sniffing. Nothing. Her eyes flick to the rearview mirror.

ROSIE'S POV - Her eyes lock on the child safety seat in the back. It's EMPTY.

Rosie's eyes go wide. The panic rushes back. She turns half around in her seat.

ROSIE (CONT'D)

Alex?

Rosie is still turning when Baby Alex SPRINGS up from the back seat. He's clearly now his father's son: yellow eyes bulging, face twisted in a feral snarl.

EXT. RURAL HIGHWAY - DAY

The COROLLA jerks left, then right. It swerves again, crossing the opposite lane and careening through a ditch.

CRASH! The car smacks into a telephone pole and stops dead. The HORN BLARES for several long seconds as the telephone pole sways back and forth.

It slowly tilts, then CRASHES down atop the car. The horn goes silent. Nothing else moves.

EXT. IU CAMPUS/COLLINS DORMITORY - DAY

Students mill around the quad, smoking cigarettes, playing Frisbee.

A dark blue JEEP GRAND CHEROKEE pulls into a parking space in front of the main building.

INT. COLLINS DORMITORY/KEN'S ROOM - DAY

Ken sits on the bed, glumly stuffing t-shirts into an oversized duffel bag. A pair of ALUMINUM CRUTCHES rest nearby. He's got a CORDLESS PHONE cradled between his right ear and shoulder.

KEN

They should be here any minute now.  
(pause)

I don't know. We'll probably stop a few times to eat and stuff, but  
(MORE)

KEN (CONT'D)  
 otherwise I think the plan is to  
 drive straight through.  
 (pause)  
 Yeah. I'm excited to see you, too.  
 (pause)  
 No, I'm not bringing the chair.

Ken casts a quick glance at a WHEELCHAIR, folded and parked  
 in the corner by his desk.

KEN (CONT'D)  
 (annoyed)  
 Cause I don't need it, Dad. I get  
 around just fine on the --  
 (pause)  
 Why don't you let me worry about  
 that? Okay? Besides, I don't even  
 know if they have room in the --

The voice at the other end of the line cuts him off. Ken  
 rolls his eyes; his patience is clearly wearing thin.

KEN (CONT'D)  
 Hang on, Dad. I've got another call.  
 (clicking over to  
 second line)  
 Hello?

EXT. COLLINS DORMITORY - DAY

Carrie is behind the wheel of the Cherokee.

CARRIE (V.O.)  
 Um, hi. Is this Ken?

INT. JEEP - DAY

Carrie has a cell phone in one hand and a small STENO PAD in  
 the other. She's checking a page of neatly handwritten notes.

Stacy's in the passenger seat, with her feet on the dash and  
 a cigarette dangling out the window.

CARRIE  
 Hi, Ken. It's Carrie Halliwe-- Right.  
 Are you ready to go?  
 (pause)  
 Okay, well, we're downstairs. It's  
 the blue Grand Cherokee. We're right  
 out in front.  
 (pause)  
 No problem. We'll be here.

Carrie folds up the cell phone and hands it to Stacy.

CARRIE (CONT'D)  
 He'll be down in a minute.

Stacy twirls her finger in mock enthusiasm.

INT. KEN'S DORM ROOM -- DAY

Ken clicks back to his first call.

KEN

Dad? I gotta go. That's them.

(pause)

Dad?

No answer. Ken hits the FLASH button, but only gets a dial tone. The other line is gone.

Whatever. Ken puts the phone back on the charger, zips up his bag and grabs his CRUTCHES.

EXT. COLLINS DORMITORY -- DAY

Carrie stands at the back of the car, tapping the notepad against her thigh. Stacy leans on the rear door.

STACY

It's not too late, you know. We can still ditch this guy.

CARRIE

Jesus. Are you going to be a rag like this the whole way out there?

STACY

Until we get rid of the dead wood, yeah.

CARRIE

Don't forget the "dead wood" is paying for gas. Besides, maybe he'll be cute.

Stacy rolls her eyes.

STACY

(sarcastic)

Oh, goodie! A cute little Mormon boy! Maybe I can finally settle down and have ninety kids!

(matter-of-fact)

Besides, there's no chance he's cute.

CARRIE

No?

STACY

No. Ride board people are never cute. They're lame. If they weren't, they'd have real friends and they wouldn't have to bum rides off total strangers.



Ken makes his way across the courtyard. He moves well, despite the crutches -- quickly and with confidence.

CARRIE  
See? He's kinda cute.

STACY  
And lame. Literally. How nice.

Carrie elbows Stacy, hard, just as Ken reaches them.

KEN  
Hi. Are you Carrie?

CARRIE  
Yes, I am. Hi.

They shake hands.

CARRIE (CONT'D)  
This is my roommate, Stacy Carter.

Stacy smiles half-heartedly and jerks her chin at him.

STACY  
Hey.

KEN  
How's it going?

Carrie casts a glance at Ken's duffel bag.

CARRIE  
This all you're bringing?

KEN  
I got a couple of CDs for the drive,  
but yeah. This is it.

Ken fumbles with his duffel bag, pulling it over his head.

CARRIE  
(awkward)  
You, uh, need any help with that?

KEN  
No, thanks. I'm good.

Another moment of struggle, then the bag is loose. Ken PLANTS on his left crutch, and swings the bag into the luggage hold with a soft GRUNT.

As soon as he moves away, Carrie steps in and obsessively MOVES the luggage around until everything is just so.

Ken watches, vaguely amused. His eyes catch a weathered NRA bumper sticker that reads, "From My Cold Dead Hands!" He SMILES. Carrie sees him looking and grins, embarrassed.

CARRIE

It's from my dad. He's pretty hardcore.

KEN

Yeah. My dad's got the exact same sticker on the back of his truck. You do much shooting?

CARRIE

No. I used to shoot trap and skeet when I was a kid, but...no. You?

KEN

Not for a while, no.

Carrie nods. *Right. Sorry.* She shuts the back hatch and checks her notepad.

CARRIE

Okay. So. According to Mapquest, it's about 24 hours drive time to Goldstone.

KEN

Sounds right.

CARRIE

Cool. Figure three eight-hour shifts, then.

(to STACY)

You want to do the overnight, and I'll do first and third?

Stacy shrugs, bored. She wants to get on the road.

STACY

Whatever.

KEN

I can drive, too, if you want.

CARRIE

No, that's alright. I don't mind. I like driving.

KEN

(not letting go)

Seriously. I mean, I can't do much with my left leg, but...it's not a stick shift, is it?

CARRIE

No. It's an automatic...

KEN

OK.

(MORE)

KEN (CONT'D)

Well...if you change your mind or get tired or anything, I'll be more than happy to drive for a while.

CARRIE

Sweet. I guess we're all set, then. You want to take shotgun, or...

Stacy FROWNS. Ken catches it.

KEN

Nah. I'll ride in the back.

(to STACY)

I mean, if you don't mind...

Stacy flashes a big, fake smile.

STACY

Go right ahead.

Ken settles into the backseat. As he shuts the door, Stacy does the "Jimmy" voice from South Park.

STACY (CONT'D)

I mean, if you d-don't mind. Very much.

Carrie gives her the stink eye. Stacy looks innocent and flicks her cigarette into the street.

CARRIE

Behave.

EXT. HIGHWAY -- DAY

We follow the Jeep as it moves west along I-70. The hills of southern Indiana bleed into the grassy flats of Illinois and Missouri.

Suddenly, we ZOOM ahead, flying over the interminable mid-section of the country, through the Rockies, and into the sun-baked desert.

We slow as we leave the highway, twisting and turning along dusty rural roads. We pick up a RED S.U.V. just as it reaches...

EXT. CONSTRUCTION SITE -- DAY

The S.U.V. belongs to TOM JOYNER, who pops out of the front seat with a Thermos full of coffee.

JOYNER

(shouting)

MANNY! HOWIE! You guys awake yet?

Joyner sees the ROPE going down into the pipe. Suddenly the silence is deafening.

JOYNER (CONT'D)  
(shouting, edgy)  
This ain't funny, boys!! Where are  
you?

Despite the blazing sun, Joyner suddenly feels very COLD. He hurries toward the pipe.

JOYNER (CONT'D)  
Aw, no! I fuckin' KNEW --

There is a loud CRASH from inside the construction trailer. Joyner STOPS and looks back. He notices Manny's truck is gone.

JOYNER (CONT'D)  
(stomps toward the  
trailer)  
Alright, boys. You got me. Couple of  
goddamn comedians, you are. The  
both of you. For a minute there, I --

Joyner throws open the door of the trailer. His face goes WHITE.

An EMACIATED YOUNG MAN looms in the doorway. He is shirtless, with ARMY FATIGUE PANTS and DOG TAGS around his neck. His skin is gray, almost transparent, his eyes yellow.

He GROWLS at Joyner, then DIVES on top of him.

EXT. INTERSTATE 70 -- DAY

The kids are just past the Gateway Arch into St. Louis.

INT. CHEROKEE -- DAY

Stacy is FIDGETING, anxious.

STACY  
Why can't we just stop now?

CARRIE  
Because we're not scheduled to stop  
again for an hour. Relax. You can  
go when we stop for gas.

STACY  
Oh my GOD. You're killing me.

CARRIE  
I told you not to super-size that  
Coke.

Stacy is annoyed, but not surprised. Carrie's obviously a big fan of plans and schedules.

STACY

Fine. But when we DO stop, don't be surprised if there's a puddle on the seat...

Carrie smiles, shaking her head.

As they drive, Carrie keeps looking in the rearview mirror at Ken, who's flipping through a copy of Sports Illustrated.

CARRIE

I don't know how you're able to do that.

KEN

(looking up)  
Do what?

CARRIE

Read like that in the car.

KEN

(closes magazine)  
I'm sorry. I didn't mean to be rude.

CARRIE

Oh, no. I didn't mean like that. I just can't read in a moving car. I get really queasy.

KEN

Huh. I've never had a problem with it.

CARRIE

You must have a pretty strong stomach.

KEN

(shrugs)  
Maybe...

They are quiet. Carrie realizes she's left the conversation no place to go. She quickly shifts gears.

CARRIE

So, Ken...were you born in Utah, or did your family move there?

KEN

Nope. Born and raised.  
(pause)  
I can't imagine anyone moving to Utah by choice.

CARRIE  
How 'bout Brigham Young?

KEN  
(laughing)  
Besides him.

CARRIE  
Goldstone a pretty quiet town?

KEN  
It's not much of a "town" at all,  
really.

CARRIE  
How many people?

KEN  
I don't know. Seven hundred? Something  
like that.

CARRIE  
Are you gonna ove back home after  
you graduate, or...?

Ken LAUGHS.

CARRIE (CONT'D)  
I guess that's a 'no'?

KEN  
Yeah. Big 'no'.

CARRIE  
Where do you want to live?

KEN  
Chicago. Definitely.

CARRIE  
Oh, god. Another one.

KEN  
Another what?

CARRIE  
Everybody I've met at IU wants to  
move to Chicago. It's like they have  
an alumni magnet buried under Wrigley  
Field or something.

KEN  
Chicago's a great place!

CARRIE  
Have you ever been?

KEN

Oh, yeah. A bunch of times. I have an uncle who lives near Grant Park.

CARRIE

Yeah. Well, visiting and living there are two VERY different things. Believe me. I grew up in Chicago. We lived there for nine years before my family moved to Indy. Between the crime and the traffic and all of that...not that great.

Stacy is doing the pee-pee dance in the passenger seat. She's heard just about enough.

STACY

I hate to interrupt "The Country Mouse and the City Mouse", but if we don't pull over soon, I'm swear to God I'm going to pee my pants.

Ken tries to hide a CHUCKLE. Carrie rolls her eyes and signals for the exit lane.

INT. CIA HEADQUARTERS/STAN'S DESK -- DAY

Stan is on the phone when KAITLIN STAPH (46) drops a thick manila file folder on his desk. It lands with a muffled THUD.

STAN

(into phone)

I'll have it for you Monday. Okay. Okay. Bye.

(to KAITLIN)

Is that it?

KAITLIN

Yep. Not that there's much there to read.

STAN

What are you, kidding me? That's got to be three hundred pages.

KAITLIN

334. And at least two-thirds of them have redacted.

STAN

What?

Stan grabs at the file and starts flipping pages.

ANGLE ON - THE FILE

Almost every page has been blacked out, in whole or in part.

BACK TO - SCENE

STAN (CONT'D)

God damn.

KAITLIN

Yep.

STAN

How is this...? I'm cleared Top Secret.

KAITLIN

I don't know. But whatever this guy's been up to...we're not cleared for it.

Kaitlin walks away. Stan flips through the file again, practically drooling.

EXT. INTERSTATE 70 -- NIGHT

It's the middle of the night in the middle of nowhere. This stretch of highway is mind-numbing in broad daylight. At night, it's deadly.

The Cherokee is the only thing on the road that isn't a long-haul trucker.

INT. CHEROKEE -- NIGHT

It's Stacy's turn to drive. Carrie is sacked out in the back seat, and Ken DOZES up front.

Stacy RUBS her eyes hard and opens the window for some air. The rush of WIND wakes Ken. He sees Stacy struggling to stay awake.

KEN

What time is it?

Stacy points at the dashboard clock. It's 1:15.

KEN (CONT'D)

How you holding up?

STACY

(shrugs)

Fine.

KEN

You sure? 'Cause I can drive for a while if you --

STACY

I said, I'm fine.

Ken puts his hands up in a gesture of surrender.



Stacy lights a cigarette, glances at Ken from the corner of her eye. She's hasn't warmed to him at all. But she's tired, and needs something to keep her awake.

STACY (CONT'D)

So what's up with the crutches?

Ken is startled by her directness.

KEN

What?

STACY

The crutches. What's the story?

(pause)

If I'm being too personal, you can --

KEN

No, I just -- no.

(pause)

I was in car accident. Pick-up truck rolled going down a hill.

STACY

Yikes.

KEN

Yeah. There was some nerve damage...my right leg's about 50 percent. Left leg's pretty much useless.

STACY

You driving?

KEN

No. I was only fourteen.

STACY

Well, that's something. At least it wasn't your fault.

KEN

Yeah.

(desperate to change  
the subject)

Is this your first trip to Vegas?

STACY

Yeah. I just turned 21 a few weeks ago.

KEN

Oh. Happy birthday. Is this like your big birthday roommate road adventure?

STACY

It was *supposed* to be, yeah...

She says it a little too sharply. *That explains the attitude*, Ken thinks. They lapse into a long silence.

STACY (CONT'D)

I wanted to go for my actual birthday, but Carrie wouldn't skip any classes.

(pause)

Jesus. This is the most boring stretch of road I've ever seen...

KEN

Just wait. It gets worse.

STACY

Seriously?

KEN

Yeah. I mean, the Rockies are pretty cool, but after that it basically sucks.

STACY

If it's such a lousy drive, why not just fly home?

KEN

Ah. See, that assumes I'm in some kind of hurry to get home.

Stacy's eyebrows arch.

STACY

Mmmm-hmmm. Do I detect a little drama with the fam?

KEN

Maybe a little.

Stacy nods, waiting for more. Ken stays silent.

Outside, a lighted billboard appears:

TRUCK STOP. DINER. GIFT SHOP. 10 MILES.

STACY

You wanna stop for a bit? I'm dying for a cup of coffee.

Ken looks at Carrie, still sound asleep in the back seat.

KEN

Sure. I'm in.

(nods at CARRIE)

You think she'll mind an unscheduled stop?

Stacy tosses her cigarette out the window and smiles.

STACY  
Not if she sleeps through it.

INT. TRUCK STOP -- NIGHT

Dingy, over-lit DINER. Classic country on the jukebox. Two beefy TRUCKERS sit at the counter, talking to a WAITRESS who looks to be about 100.

Ken and Stacy are in a BOOTH next to the window. He's picking over some hash browns. She nibbles at a dry English Muffin.

KEN  
(laughs)  
She does seem pretty buttoned down.

STACY  
Please. She's like the fucking *poster child* for O.C.D. It's ridiculous.

KEN  
That's got to get old after a while.

STACY  
You'd think. But it works for her, somehow. She makes it "cute". You should see her at the bars, guys go nuts. She sits there, sprinkles pepper on her coaster and they fall all over themselves.

KEN  
Pepper on her coaster? What's --

STACY  
I don't know. It's her thing. She can tell you...

KEN  
And guys go for this?

STACY  
Oh my GOD. I think it just feeds that whole "naughty librarian" vibe of hers.

KEN  
Huh. I'd have thought...I mean, you seem more suited...y'know. The whole bar scene...

She looks at him, not following. He stumbles for the words to make his point.

KEN (CONT'D)  
I don't -- my friends? Obsessive compulsive's a turn-off.

STACY  
You ever play "Marry, Fuck, Kill"?

KEN  
What's that?

STACY  
Someone names, like, three celebrities  
or three of your friends. And you  
have to say who you'd marry, who  
you'd fuck, and who you'd kill.

KEN  
Oh. Okay.

STACY  
Well, whenever our names get thrown  
out there, she's ALWAYS "Marry". And  
I'm ALWAYS "Fuck".

There's a sad edge to that last line that she didn't mean to  
put out there. Ken looks awkwardly at the tabletop.

KEN  
Well...at least you're not "Kill".

STACY  
There is that.

KEN  
(nodding toward the  
door)  
Uh-oh. Busted.

Stacy turns. CARRIE, still wiping sleep from her eyes, stomps  
toward the booth.

CARRIE  
You are such a bitch.

STACY  
(laughs)  
Whatever.

Stacy slides over to make room in the booth.

STACY (CONT'D)  
(to KEN)  
You were right. I think she's mad.

CARRIE  
Mad? Why would I be mad? You only  
left me alone in the back of an  
unlocked car at a truck stop in the  
middle of B.F.E.

Carrie settles into the booth, grabs Stacy's English muffin  
and DOWNS IT in two giant bites.

STACY

Um, okay. Help yourself there.

CARRIE

How long was I asleep?

STACY

A little over two hours.

CARRIE

Are we still in Kansas, then?

KEN

No. Colorado. We crossed the state line about fifteen miles back.

STACY

Oh. Hey. Martha Stewart. Explain to him...the pepper thing.

KEN

Oh, yeah.

CARRIE

Ugh. Seriously?

STACY

Come on.

Carrie sighs.

CARRIE

Fine. See that?

She points to Ken's WATER GLASS. Condensation has wet the NAPKIN underneath. Carrie lifts the glass; the napkin comes off the table with it.

CARRIE (CONT'D)

It sticks. See? Now...

She peels the napkin off, sprinkles it with PEPPER. She sets the glass down. When she lifts it again, it comes away clean.

KEN

I've seen that. But I always use salt --

CARRIE

Salt will dissolve eventually. Pepper does not.

Ken GRINS, impressed. Carrie slides out of the booth.

CARRIE (CONT'D)

Get the check. We gotta stay on schedule.

Carrie heads for the door. Ken watches her go. Stacy shakes her head.

STACY  
Every freakin' time.

INT. LANG HOUSE/LIVING ROOM -- DAY

A small, unassuming house. Trophies and relics of a long military life abound.

GENERAL BRODERICK LANG (RET.) is in his living room, doing push-ups on his knuckles. He's in great shape for a guy pushing 70 -- or, for that matter, one pushing 25.

LANG  
(teeth clenched)  
Ninety-eight. Ninety-nine. 100.

He finishes and rolls over on his back, panting.

The DOORBELL rings. Lang is on his feet in a flash. He grabs a bottle of water off a nearby end-table and makes his way to the front door.

STAN FOSTER is standing on the porch.

INT. LANG HOUSE/KITCHEN DAY

Stan is on a barstool at the kitchen counter. Lang is next to the coffeemaker. His kitchen is spotless -- ready for inspection, just like the General himself.

LANG  
I'm not sure how much help I'll be  
to you, Agent Foster. I'm afraid I  
haven't really kept up since I  
retired.

He sets a cup of coffee in front of Stan.

LANG (CONT'D)  
You want cream or sugar?

STAN  
Umm...do you have any soy milk?

Lang stares at a question too ridiculous to dignify with a response.

STAN (CONT'D)  
Sugar, please.

Lang pulls a five-pound bag of sugar from the cupboard. He sets it (with a spoon) on the counter in front of Stan.

LANG

Sorry there's no bowl. I don't use a lot of sugar myself.

STAN

No problem.

Silence. Stan sips his coffee.

LANG

(prompting)

You'd said something about an alarm?

STAN

Mmm. Yes. Uh, late Wednesday evening, our network registered an alarm that, well, doesn't make a lot of sense. It could just be a computer glitch. It's an old system, and the contact files are very outdated.

LANG

You're a long way from Langley for a computer glitch, aren't you?

STAN

Yes, sir. But here's the really odd part. The alarm carries a priority code that, as far as I know, doesn't even exist.

Stan watches Lang for a reaction, but the General gives him nothing.

STAN (CONT'D)

CIA's system peak is a D-5 threat level. And that's only for scenarios involving compromised nuclear codes. But this thing, whatever it is, registered as a D-6.

LANG

That's damn peculiar.

Lang is still smiling amiably, but it seems more forced.

STAN

A little bit, yeah. You can see where I'm curious. Not to mention this mysterious emergency alarm is coming from a patch scrub desert in Utah...

Lang smiles without humor. He suddenly GRABS Stan, pulls him across the counter, and SLAMS him against the fridge.

The young analyst is too surprised to struggle. Lang presses his forearm into Stan's throat.

LANG

I don't know what kind of fishing trip you're on here, boy, but you picked a BAD spot to drop your line.

Lang takes a PARING KNIFE off the counter, and presses the tip under Stan's jaw.

LANG (CONT'D)

I'm only gonna ask you once. Who the hell are you, really?

STAN

(barely audible)

I told you! I -- I'm CIA!

LANG

Bullshit! The Agency would never put a little piece of weasel spooge like you in the field. You a reporter? Is that it?

STAN

My -- my wallet...

Stan fumbles in his pocket for his ID. The front of his pants are WET, and it isn't spilled coffee this time.

He finally fishes his ID out of his wallet. Lang examines it for a long moment before he abruptly lets go.

LANG

A fucking *cryptographer*? Jesus H. Christ!!

Stan slides down the wall, gasping for breath. Lang drops the knife and takes a deep breath.

LANG (CONT'D)

A cryptographer...

(pause)

The Agency didn't send you, did they?

Stan has scraped together just enough dignity -- and air -- to croak out a reply.

STAN

I'm here in a -- *\*cough\** -- unofficial capacity.

LANG

(after a pause)

When EXACTLY did this alert come down?

STAN

Wednesday night. 18:20 hours, Eastern Daylight.



LANG  
(doing the math)  
How about since then? Any additional  
alarms? Signs of distress?

STAN  
No. I -- not that I know of. When I  
left D.C. last night, this was still  
assumed to be a computer hiccup.

Lang nods to himself, thinking. He helps Stan to his feet.

LANG  
Come on. There isn't much time.

INT. LANG HOUSE/BEDROOM -- DAY

Not all of the General's keepsakes are on display. He rummages through an old FOOTLOCKER in the back of his closet.

The locker holds a couple of HANDGUNS (with spare clips), a LARGE KNIFE, and three GRENADES. He stuffs them all into a large GREEN DUFFEL.

A loose PHOTOGRAPH falls out, depicting a much-younger Lang in full dress uniform next to a STRONG-JAWED MAN in a white lab coat. Both are smiling wide.

Lang examines the picture with guilty eyes, then stuffs it back in his footlocker.

INT. LANG HOUSE/GARAGE -- DAY

Lang pulls two M-16 RIFLES from a locked cabinet. He checks them briefly and puts them in the duffel, too. He grabs a handful of additional supplies...including what looks like a couple pounds of plastic explosive.

EXT. LANG HOUSE -- DAY

Stan stands next to his RENTAL CAR, watching nervously. The garage door begins to close as Lang emerges. He looks ready to take on an entire army alone.

LANG  
Let's go.

EXT. UTAH DESERT -- DAY

Carrie's Jeep cruises through desolate sandstone mountains. Interstate-70 dead-ends into I-15; they head north.

Occasional exit signs flash by, reading "RANCH ROAD ONLY. NO SERVICES." After a few miles, the Jeep leaves the highway for a dusty RURAL ROAD.

INT. CHEROKEE -- DAY

Ken is driving now. Carrie is wide awake in the passenger seat, scribbling in her little notepad. Stacy dozes in the back.

CARRIE  
--then going back I'll take a LEFT,  
right?

KEN  
Right.

CARRIE  
And I can just follow that back to  
the 15?

Ken's eyes narrow and he brings the Jeep to a STOP. Carrie looks, puzzled, then turns to follow his gaze.

CARRIE'S POV - The road is blocked by a downed TELEPHONE POLE, which rests atop a sun-scarred TOYOTA COROLLA.

CARRIE (CONT'D)  
Holy crap! What happened?

Without a word, Ken grabs his crutches and CLIMBS OUT. Stacy sits up, blinking.

STACY  
What's going on? Why'd we stop?

Carrie points out the window. Stacy reacts, horrified.

STACY (CONT'D)  
Oh my God...

EXT. RURAL ROAD -- DAY

Ken hobbles slowly to the crushed car, circling around to the driver's side.

Carrie follows, stopping a few yards shy of the wreck.

CARRIE  
Wait! Don't touch anything.

He looks at her, eyebrows raised.

CARRIE (CONT'D)  
You know...fingerprints, or --  
whatever.

Ken nods. He shuffles in for a closer look. The driver's door is open, the seat covered in DRIED BLOOD. A cloud of FLIES buzz in the withering sunlight.

CARRIE (CONT'D)

Is there anybody inside?

KEN

No. There's a lot of blood, though.

Stacy stands at Carrie's side. She regards the crumpled car like a museum exhibit.

The tumblers click in Ken's brain, unlocking something that's gnawed at him the whole trip. Carrie notices the change in his face.

CARRIE

What? What is it?

KEN

Right before we left, I was on the phone with my Dad. You guys beeped in. And when I clicked back over, he was gone. I figured we just got disconnected, but...

CARRIE

(shaking her head)

C'mon. No way. That was, what? 23? 24 hours ago? No way this has been here that long.

(pause)

Right?

Stacy gets a good look at the back seat. Her eyes BULGE.

STACY

Oh, SHIT!

CARRIE

What?

KEN

(points to the empty  
child seat)

There may have been a kid in here when it crashed.

CARRIE

WHAT?!

Forget keeping your distance. Carrie RUSHES over and peers in the back seat.

CARRIE (CONT'D)

Holy Christ. Look at all the blood.

(To KEN)

Where could they have gone?

Ken scans the landscape. There's the road, the horizon, and little more than rocks and sand in between.

KEN

I have no idea.

Stacy trembles, still staring at the empty child seat. Carrie wraps an arm around her.

CARRIE

Should we look for them?

Ken shakes his head.

KEN

I don't -- I'm not sure what we'd be looking for.

(pause)

It's only a few miles into town. I think we should go to the sheriff's and report this.

CARRIE

Okay. Fine. Good idea. Stace? You okay?

Stacy nods dully. Carrie squeezes her tight.

CARRIE (CONT'D)

Alright. Let's get going..

Ken takes a final, worried look at the Corolla, then follows the girls back to the Jeep.

INT. CHEROKEE -- DAY

Carrie is back behind the wheel. Stacy rummages through her purse, hands shaking.

STACY

I don't know. I think we should've tried to find that kid. We could've called the cops from back there.

KEN

No, we couldn't.

STACY

Uh, yeah. I've got my cell phone right here.

KEN

Look where you are. There's no signal out here.

STACY

Oh, PLEASE. I can get service in, like, 93-percent of the country.

Stacy finally digs her phone out of her purse. Sure enough -- no signal.

KEN

Welcome to the land of seven percent.

Disgusted, she dumps the phone back in her purse.

STACY

What the fuck? Seriously. Why would anyone live this far out in the fucking sticks?

KEN

(defensive)

Y'see why I'm never in any hurry to get back here?

The three drive on in prickly silence.

EXT. GOLDSTONE/MAIN STREET -- DAY

The name "Main Street" is almost a joke. Goldstone is your classic three stoplight town -- but without the three stoplights. Or any need for them.

Even for a small town, things are oddly quiet today. There are only two or three cars in sight, and not a single person ANYWHERE.

Carrie parks the Cherokee in a space in front of the TOWN HALL, a two-story building tucked between an auto repair shop and a cheesy-looking diner.

INT. CHEROKEE -- DAY

Carrie leaves the engine (and the air conditioning) on. She looks back at Ken.

CARRIE

Is it okay for me to park here?

KEN

Yeah, sure. The sheriff's office is on the first floor, in the back.

CARRIE

(to STACY)

You coming in?

STACY

How long you think you'll be in there?

Carrie looks at Ken, who shrugs.

KEN

Five minutes?

STACY

I'll wait in the car, then.

Carrie eyes her, concerned. Stacy forces a weak smile.

STACY (CONT'D)

I'm okay. Really.

Carrie gives Stacy's hand a gentle squeeze. She and Ken get out of the car.

EXT. TOWN HALL -- DAY

Carrie waits while Ken climbs the three steps to the glass double doors.

INT. TOWN HALL/LOBBY -- DAY

A large reception area, with a waist-high counter running the width of the room. Behind the counter, a door opens on a long corridor of offices.

Ken rings the little service bell.

KEN

Hello?

They wait several minutes, without any sign that anyone has heard them. Ken rings the bell again.

KEN (CONT'D)

Hello? HELLO? Anybody back there?

Ken keeps banging on the bell. Carrie decides to take matters into her own hands; she walks to the end of the counter and pops open the access door.

CARRIE

You coming or what?

KEN

Yeah.

Carrie holds the door open for him. It SLAMS noisily behind them, echoing loudly in the eerie stillness. They move off down the hall.

INT. CHEROKEE -- DAY

Stacy, still shaken, is playing with the radio. She lowers the window and fishes a CIGARETTE out of her purse.

A bulky MALE FIGURE passes quickly behind the car and out of view.

Stacy lights up, hands trembling. She inhales deeply, and lets the smoke trickle out her nose. It seems to take most of her tension with it.

Her eyes catch a quick flicker of movement in the mirror. Just then, a ghostly-gray MAN'S ARM reaches in and GRABS her around the shoulders.

Stacy SCREAMS and twists free. She scrambles across the front seat, terrified.

A ZOMBIE in MECHANIC'S OVERALLS is trying to crawl through the half-open window.

Stacy is too terrified to think. Luckily, her instincts are good ones; she flattens herself against the driver's door, and hits the button to raise the window.

The Mechanic writhes and snarls, his head and one arm trapped inside the car. He growls in frustration.

Stacy jerks the KEYS from the ignition and leans on the HORN.

INT. TOWN HALL/CORRIDOR -- DAY

Ken and Carrie are just outside the Sheriff's office when they hear the HORN. The noise doesn't stop.

CARRIE  
(worried)  
Now what?

KEN  
Go ahead. I'll get the Sheriff, we'll  
be out in a second.

Carrie nods and hurries back toward the car.

Ken opens the door and steps inside.

INT. TOWN HALL/SHERIFF'S OFFICE -- DAY

The office is like a set from "The Andy Griffith Show", only smaller and more provincial. The room is divided by an L-shaped counter. Behind the counter are two DESKS.

There is a SHOTGUN RACK on the back wall, and a small anteroom with a rarely-used HOLDING CELL.

With each step, Ken grows more and more unsettled. He knows all too well how quiet Goldstone normally is. But today is different, weird.

KEN  
Hello? Sheriff Hathaway? Sir?

INT. CHEROKEE -- DAY

The Mechanic, trapped, claws futilely at Stacy.

STACY  
(sobbing, hysterical)  
Get away from me!

There's a small MACE attached to Carrie's keychain. Stacy holds her arm out and squeezes off a short BURST -- right into her own eyes.

Still crying, she turns it on the Mechanic. She empties the canister into his face...doing little more than annoying him.

INT. SHERIFF'S OFFICE -- DAY

Ken peeks over the counter, and sees a pool of tacky BLOOD. Two FEET in brown uniform shoes stick out from behind the nearest desk.

KEN  
Holy shit! Sheriff Hathaway??

Ken pulls himself up on the counter, and swings his legs over to the other side. As he STANDS, one of his crutches SLIPS out from under him. He hits the ground hard and FREEZES.

KEN'S POV - The feet sticking out from behind the desk turn into legs, which turn into...nothing. The top half of the Sheriff's body has been RIPPED AWAY.

Ken scrambles to pull himself to his feet. As he does, he spots the bloody remnants of the sheriff's TORSO. His head is half gone, his innards scattered.

To his credit, the Sheriff had tried to defend himself; his SERVICE REVOLVER is still in his right hand.

Ken fights off a wave of nausea - unsuccessfully. He doubles over and VOMITS.

INT. CHEROKEE -- DAY

The Mechanic stops struggling. He cocks back his free hand and PUNCHES. The passenger window SHATTERS.

The monster is free. He snarls -- almost laughing -- and starts to climb in.

Stacy SCREAMS and fumbles with the door handle.

EXT. TOWN HALL -- DAY

Carrie steps into the sunlight, blinking. As her eyes adjust, she sees the Mechanic halfway in through the passenger window.

The driver's door pops open and Stacy TUMBLES to the ground, bawling.



All the irritation and fear that's been percolating inside Carrie suddenly crystallizes into RAGE. She storms toward the Cherokee, shouting at the top of her lungs.

CARRIE

HEY! You freaking PSYCHO!! Get the hell away from my --

Drawn by Carrie's screaming, the Mechanic has wiggled back out the window. When she sees his face, she almost chokes on the shock.

CARRIE (CONT'D)

(voice hoarse)

-- car.

The Mechanic HISSES. Stacy is forgotten; the monster has a new meal in mind.

INT. SHERIFF'S OFFICE -- DAY

Ken hears Carrie's SCREAM all the way down the hall. As quickly as he can, he clambers to his feet and starts for the door. Halfway there, he STOPS.

Whatever tore the sheriff apart could be outside. Ken snatches the revolver from the Sheriff's dead hand.

EXT. TOWN HALL -- DAY

The Mechanic advances on Carrie. She darts left, trying to cut around him. He moves with her, cutting off her angles as he closes in.

A block down, three TEENAGE GHOULS amble slowly toward Town Hall.

Stacy is still on the ground next to the car, blubbering.

A middle-aged FEMALE GHOUL comes around the corner and moves in on Carrie from the left.

BANG!! A GUNSHOT shatters the glass door behind Carrie. The shot kicks up a patch of DIRT a foot or two in front of the Mechanic.

Another shot booms, catching the Mechanic high in the chest, knocking him backward.

It's KEN. He's got the sheriff's revolver in his right hand, leaning hard on the crutch in his left.

The Mechanic ROARS and charges again. Ken steadies his aim and FIRES. The shot takes off the top of the Mechanic's HEAD, dropping him like a stone.

KEN  
(to Carrie)  
Are you alright?

CARRIE  
Ken! Look --

Snarling, the Female Ghoul CHARGES from the left. Ken spins, barely in time. The gun JERKS. The bullet catches her under the chin. She falls into Ken, her dead weight taking them both to the ground.

The GUN clatters down the steps into the street.

The Zombie Teens ROAR and come at them, fast. Carrie SPRINTS over to Stacy and pulls her to her feet.

CARRIE (CONT'D)  
COME ON!!

She leads/draggs Stacy toward the sidewalk. She stops to pick the gun up off the ground.

Ken is still working his way out from under the Female Ghoul.

Carrie FIRES wildly at the charging Teens. The bullet misses wide, shattering a window across the street. The noise draws more ZOMBIES from nearby doors and alleys.

Carrie and Stacy make it up the steps just as Ken gets to his feet.

KEN  
Get inside! C'mon!

Carrie hesitates. She glances at the Cherokee. The Zombies are too close. If they tried for the car, they'd never make it.

KEN (CONT'D)  
GO!

Carrie leads Stacy inside. Ken is right behind.

INT. TOWN HALL/CORRIDOR -- DAY

Ken clears the counter just as the first of the Zombie Teens reach the doorway.

KEN  
They're coming!

Carrie fires again. She takes her time with this one, and hits the lead Zombie in the chest, center-mass. It slows him down for maybe a second.

Ken hauls ass for the FIRE EXIT at the end of the hall.

KEN (CONT'D)

There's too many! Keep moving!

STACY

Carrie! Come on!

Annoyed, Carrie aims and fires again. The gun clicks EMPTY. She's had her six.

CARRIE

Shit!

The girls rush after Ken.

A zombie-fied TOM JOYNER lurches out of an office on the right, blocking the path to the fire door.

Ken SKIDS to a stop. The girls, still watching behind them, almost knock him over. Ken shakes the crutch off his right arm and SWINGS it like a baseball bat at Joyner's head.

The older man goes down in a heap. Almost immediately, though, Joyner SITS BACK UP and growls.

KEN

In there! GO! Head for the back room!

The three scurry into the sheriff's office. The chorus of grunts and hisses behind them grows louder.

Ken takes another swing at Joyner. It's a good one, strong enough to BEND the crutch almost in half.

CARRIE'S POV - She spies the GUN RACK on the back wall. She rushes over and pulls two shotguns off the wall, along with a box of shells.

Ken is backed up against the counter. He swings the crutch again, but Joyner bats it away.

CARRIE(o.s.)

Ken! Get down.

He TURNS. Carrie holds a shotgun in a textbook firing stance.

KEN

HOLY -- !!

Ken dives out of the line of fire just as Joyner charges.

The shotgun BOOMS. Joyner's head EXPLODES.

Ken crawls behind the counter. Carrie keeps the shotgun trained on the door.

CARRIE

We need a plan.

Ken's eyes dart frantically along the walls. He spots the KEYRING hanging by the back room door.

Two Zombies appear from the corridor, then three. Carrie BLASTS one in the chest. Again, it falls but doesn't stay down.

Ken is pulling himself along the floor on his elbows.

KEN

The head! Shoot 'em in the head!

Carrie nods automatically. Her eyes are wide, but there's a coolness to her, too. She fires three quick times -- all three kills.

Four more Zombies appear in the doorway.

KEN (CONT'D)

Grab the keys!

Carrie doesn't stop to think. She pulls the keys off the wall. Ken is halfway through the door. She YANKS him up and half-carries him.

KEN (CONT'D)

(gestures at cell)

Gimme the keys!

CARRIE

Are you nuts? We'll be trapped!

KEN

Just gimme the keys!

There's no time to argue. Ken quickly opens the cell door, and pushes Stacy inside. Carrie fires two more shots. She and Ken pile into the cell.

Ken pulls the door closed behind them. He reaches through the bars for the keys -- too late. Two Zombies rush the cell. Ken JERKS his hand inside as the keyring falls, just out of reach.

CARRIE

Great. So now we're locked in?

KEN

(panting)

Yeah. And they're locked OUT.

CARRIE

(getting it)

Nice.

Ken shrugs modestly. He starts loading rounds into the second shotgun.

KEN

A little trap and skeet, huh?

STACY

What is WRONG with these people? Why are they doing this?

Ken is quiet for a long moment.

KEN

I don't know.

Outside, the crowd of Zombies is getting louder and more agitated. Ken recognizes a couple of them

KEN (CONT'D)

Mr. Wyatt? Mr. Wyatt, it's me. Ken Pendleton. Craig's son.

(tries another)

Josh? Is that you? What's going on?

He looks each one in the eyes. He sees no hint of recognition or humanity.

CARRIE

What do you want to do?

KEN

(struggles with it)

I don't know. These people -- I don't know what's wrong with them.

STACY

I want to go home!

KEN

I just --

STACY

NO!! I want to get out of here!  
RIGHT NOW!!

CARRIE

(softly)

She's right. We can't stay here.

KEN

I want to find my dad.

CARRIE

Okay.

KEN

(nods grimly)

Okay.

Ken chambers a round and braces himself against the bars. Carrie checks her load.

CARRIE

Aim for their heads, right?

Ken nods. Stacy's eyes go wide.

STACY

Oh my god! Carrie! What're you --  
You can't just KILL these people!

CARRIE

(sharply)

You want to get out of here or not?

STACY

But -- can't we?

(pause)

Oh, Jesus.

If the Zombies know what's coming, they don't show it. There are NINE of them now, crowding the bars, clawing to get in.

CARRIE

(to KEN)

Ready?

KEN

Yeah.

Carrie nods and wipes a tear from her eye. Ken makes the sign of the cross.

KEN (CONT'D)

(hoarse)

I'm sorry.

Ken takes a deep breath. His shotgun BOOMS, impossibly loud in the tiny holding cell. Carrie fires, too, and an angry Zombie growl is cut short.

The monsters hesitate as two of their number hit the floor. The kids share a hopeful glance. Then, with a primal ROAR, the creatures resume clawing at them through the bars.

BOOM! BOOM! BOOM! The shotguns fire again and again.

Blood covers everything. Stacy cowers in the corner, hands clamped over her ears. Silent tears stream down her face.

EXT. INTERSTATE 84 -- DAY

Stan's rental car zips past a sign welcoming motorists to Utah.

INT. RENTAL CAR -- DAY

General Lang is driving. Stan cowers in the passenger seat. There is no conversation. Stan's phone VIBRATES.

STAN  
(checks display)  
That's my section chief. I'd better  
take this --

LANG  
Put it away.

STAN  
I really ought to --

LANG  
Answer that call, I swear to God  
I'll put a bullet in you.

He's not kidding, and Stan knows it.

STAN  
Alright. Fine. I sent it to voicemail.

LANG  
Lemme see your phone.

STAN  
What? Why?

Lang STOMPS on the brake. The car fishtails to a stop. Stan's head bounces off the dashboard. He looks at Lang, dazed and confused. The General is pointing a gun at him.

LANG  
I don't have time to fuck around  
with you, Stan. Until I know *exactly*  
what's going on, I want a complete  
communications blackout. If you  
can't do that, I have no problem  
shooting you dead and going on alone.  
You understand?

Stan NODS

LANG (CONT'D)  
Good. Now, give me your phone.

Stan hands it over. Lang takes off the battery and tosses it out the window. He hands the phone back to Stan.

LANG (CONT'D)  
Thank you.

With that, the General pulls back into traffic and they speed away.

DISSOLVE TO:

INT. SHERIFF'S OFFICE/HOLDING CELL -- EVENING

The place looks like a slaughterhouse. Blood and viscera cover everything -- the floor, the walls, the kids. A score of headless CORPSES lie in heaps outside the cell.

Ken works to roll one of the bodies with his crutch. Carrie is on the bunk, staring at nothing with tired, faraway eyes.

CARRIE

How long have we been in here?

KEN

'Bout three hours.

He grunts. The body turns to reveal the KEYRING underneath. Ken pulls the keys inside the bars.

KEN (CONT'D)

(to himself)

Sweet!

(to GIRLS)

Alright. What d'you say we get out of here?

CARRIE

Do you think it's safe? To go out?

KEN

I don't know. I guess it's -- yeah.

CARRIE

How long's it been since one of those things came in here?

KEN

Half an hour? Forty-five minutes?

(pause)

I say we get out of here before any more of 'em show up.

Carrie nods vaguely.

CARRIE

Where do we look for your dad?

KEN

Start at the ranch, I guess.

Carrie jerks her head toward Stacy, who's still huddled in the corner. Ken SHRUGS.

CARRIE

How 'bout it, Stace?

She makes no reply. Ken moves over in front of her.



KEN

Don't worry. It'll be okay --

Stacy KICKS Ken square in the balls. She jumps up, screaming.

STACY

Fuck you! Don't you fucking talk to me! You don't KNOW...you stupid piece of shit!

Ken rolls on the floor in agony. Stacy keeps kicking at him until Carrie pulls her away.

CARRIE

Stop it! Stop! What wrong with you?

STACY

What's wrong with ME? We should be in Vegas right now, not stuck in the middle of nowhere with a bunch of crazy people trying to tear us apart!

KEN

(groaning)

You're right.

Ken leans against the wall, face red, his voice raspy.

KEN (CONT'D)

You guys wouldn't be here if it wasn't for me.

(pause)

You should go. Get back on the road.

CARRIE

What about you?

KEN

Don't worry about it. I'll be okay.

CARRIE

We can't just leave you here...

STACY

Like hell we can't!

CARRIE

Shut up, Stacy!

(to Ken)

If we leave, you're coming with us.

KEN

No. No. I've gotta find my dad.

STACY

(talking over him)

I will not "shut up"! I want to get the hell out of here!

Ken starts to speak, but Carrie cuts him off.

CARRIE

You two are both idiots.

(to KEN)

I don't know when you turned into Clint Eastwood, but I'm not gonna leave you hobbling around the desert by yourself.

(to CARRIE)

And you need to chill the fuck out. Right now.

STACY

I just want to go home...

CARRIE

Guess what? I do, too. But kicking each other in the crotch isn't gonna help things. We're gonna take him home, and then we're getting out of here. All of us. Okay?

STACY

Screw that! I'm not going anywhere with *him*.

Carrie starts to speak, but PAUSES. New idea.

CARRIE

No. You're right.

(pause)

You should stay here.

STACY

WHAT -- ?!

CARRIE

Just for now. You're safer here then you will be out there.

STACY

Uh-uh. NO WAY!!

CARRIE

So you want to come with us?

STACY

No.

CARRIE

It's gotta be one or the other.

STACY

Yeah, but --

CARRIE

What?

STACY

(softly)

-- what happens if you don't come  
back?

Carrie's face softens. She holds Stacy's face in her hands  
and smiles encouragingly.

CARRIE

Oh. Stacy. I'll come back. I promise.

(pause)

In the meantime...

Carrie picks up a shotgun and jacks a round into the chamber.  
She hands it to her startled roommate.

CARRIE (CONT'D)

Take this. If anything other than us  
comes through that door, shoot it.  
And aim for the head.

(to KEN)

You ready?

Ken stares, wondering what happened to the shrinking violet  
he came in with.

KEN

Um...yeah. Let's go.

EXT. TOWN HALL -- MOMENTS LATER

The shadows along Main Street have grown long and dark.  
Carrie's Cherokee kicks up a fine spray of gravel as it peels  
away.

EXT. CONSTRUCTION SITE -- EVENING

At that same moment, Stan Foster's RENTAL CAR zooms by the  
idle construction site. Lang hits the brakes, backs up, and  
pulls alongside the trailer.

INT. RENTAL CAR -- EVENING

General Lang checks a GPS monitor, then plots the site's  
location on an aerial map.

STAN

General?

Lang ignores him. His eyes sweep the site, coming to rest on  
the exposed concrete pipe.

LANG

We're here.

Without another word, Lang's out of the car. Stan stares  
after him.

STAN  
(muttering)  
Wherever the hell "here" is...

EXT. CONSTRUCTION SITE -- MOMENTS LATER

Lang rummages through his GREEN DUFFEL BAG. He pulls out a RIFLE and leans it on the bumper, then a 9MM HANDGUN in a shoulder rig.

STAN  
Why all the hardware, General?

Again, Lang ignores him. He shrugs on the holster and checks the rifle's magazine.

Stan's finally had enough. He SLAMS the trunk shut.

STAN (CONT'D)  
Enough, goddammit! I want to know  
what this is all about!

Long, contemptuous pause.

LANG  
You want answers? Come with me.

Lang strides off toward the pipe. Stan quickly stumbles after him.

STAN  
Wait! Shouldn't I have a gun?

INT. PIPE -- NIGHT

Stan and the General carefully pick their way through the darkness. Stan is in front with a FLASHLIGHT; Lang eases along behind him, rifle at the ready.

LANG  
Pay attention. Mind the light.

Stan turns without thinking, shining the beam directly in Lang's eyes. The General spins him around, pointing sternly where he wants the light.

LANG (CONT'D)  
Back and forth. Keep it tight and  
steady.

STAN  
Sorry.

They continue in silence, until the beam of light catches on an open BLAST DOOR.

LANG  
Damn.

Lang whole demeanor changes. He suddenly seems deflated. He hands Stan the 9mm.

LANG (CONT'D)

Okay, Agent Foster. I guess it's time you knew what you're up against.

He takes the flashlight, and steps through the open door.

LANG (CONT'D)

This way.

Stan HESITATES. He's come all this way, but is not sure hew wants to go any farther. Finally, though, curiosity wins out.

LANG (CONT'D)

There was a lot of talk and blather in the press after 9-11, people going on and on about how the world had "changed". But we'd war gamed for attacks like that since back in '83.

STAN

The Marine barracks? In Beirut.

LANG

Exactly.

MONTAGE - Quick flashes of archival NEWS FOOTAGE: bodies being pulled from the rubble, flag-draped coffins coming home. Lebanese gunman dancing in the street. American flags burning.

LANG(v.o.) (CONT'D)

Suicide attacks were nothing new, but before they had always been an anomaly. Beirut changed the whole game.

We see quick shots of more SUICIDE BOMBERS. Unassuming men getting onto buses, followed by explosions. A woman blows up in a crowded marketplace.

LANG (CONT'D)

Scary as the Russians were, at least we knew what we were doing with them. But "Mutually Assured Destruction" only works if the enemy's worried about dying. Truth is, there's no real limit to what one man can do with a shitload of explosives and a death wish. God forbid they were ever to lay hands on a nuke. Brass was running around with their hair on fire, wanting to know how we were gonna handle it.

INT. PIPE -- NIGHT

They reach a second open BLAST DOOR. Beyond it are the blackened, burned-out ruins of a massive LABORATORY. The only light comes from an OPEN DOOR on the far wall.

As Lang looks around the lab, it TRANSFORMS. We see it as he remembers it -- gleaming white, busy with activity. Men in white lab coats (including the STRONG-JAWED MAN we saw in Lang's old photograph) bustle back and forth.

The YOUNG LANG stands over a computer station, talking with another SCIENTIST. He looks up and sees the Strong-Jawed Man smiling at him. He smiles back.

STAN(o.s.)  
General Lang?  
(pause)  
GENERAL LANG!

Lang snaps back to reality. His eyes refocus on Stan.

LANG  
Up here.

INT. LAB/LIGHTED CHAMBER -- NIGHT

The walls are spotless, gleaming white. Four CRYOTUBES line each wall. All eight are wide open.

Lang sags with the weight of realization, his worst fears confirmed.

STAN  
General? What is this place?

LANG  
This? This was our answer.

STAN  
Answer? Answer to what?

Lang brushes past him, back into the lab. For the first time, we see there are IDENTICAL DOORS all around the room.

The General hurries to the next chamber and OPENS it. Inside are eight more Cryotubes, each with a body inside.

LANG  
How do you fight an enemy who's not  
afraid to die?

Stan looks blank.

LANG (CONT'D)  
With soldiers who are already dead.

DISSOLVE TO:

INT. LAB -- FLASHBACK

The lab is consumed by CHAOS. A handful of Zombies are chomping their way through the scientists and military personnel throughout the room.

One frightened soldier manages to hit the PANIC BUTTON. Klaxons blare, and the doors to all the cryochambers SLAM CLOSED.

Young Lang is at a console in the middle of the lab. He punches buttons with one hand, a .45 in the other. He keys in the AUTO-DESTRUCT code.

A :30 countdown clock appears. Lang pushes a button, and the numbers start backward. A HALF-NAKED ZOMBIE rushes Lang, who calmly puts two bullets in its skull.

Lang keys another button. The blast door on the far side of the room opens with a WHOOSH.

LANG

Scott! Twenty seconds!

SCOTT is the Square Jawed Man. He's cowering behind a table on the other side of the lab.

Lang hauls ass for the exit. A few yards away, a DYING SOLDIER screams as three Zombies rip him to pieces. Lang SHOOTS him with the .45.

The countdown is at :15 when Lang reaches the blast door.

He turns back, worried.

Scott lies in a pool of blood, a horrific wound open at the back of his head. A Zombie perches on his chest.

LANG (CONT'D)

NO!!

Lang BLASTS the Zombie and hurries to his friend's side.

LANG (CONT'D)

Scott!

Scott looks at Lang with pleading eyes. Almost begging.

LANG (CONT'D)

No...

Scott nods weakly. Lang hesitates, then puts a bullet between his friend's eyes. He runs off, tears in his eyes.

Lang makes it out just as the blast door slams shut behind him. The muffled screams of dying men can still be heard as the countdown reaches :00.

The lab walls belch FIRE. A massive fireball engulfs the room, and the screen goes white.

EXT. RURAL ROAD -- EVENING

Stan's rental car speeds toward town. Stan and the General are looking for signs of life...or trouble.

They turn in at the Desert Brush Mobile Home Park. Lang sees lumbering shadows pass between trailers, but says nothing.

STAN

If these...things...are that dangerous, why aren't we calling in tactical support?

LANG

Right now our main priority is search and rescue.

STAN

But why --

LANG

Look. The minute Washington knows what's going on here, they will quarantine this area and burn everything to the ground. Including us, and any survivors. So we need to find anyone who's still alive and get them away from here.

There is a long, heavy silence. Both men continue to scan outside for movement.

STAN

Quarantine. That's the order?

LANG

That's the order.

STAN

How do you know?

LANG

Because I'm the one who wrote it.

Lang brings the car to a stop. The whole trailer court is deserted, doors banging open in the night breeze. A few of the units are on FIRE.

Stan jumps, startled, as a FAT ZOMBIE slaps its hammy palms against his window.

STAN

Sweet Jesus CHRIST!!



Lang sees two more ZOMBIES scrambling at them from a few trailers away. A FOURTH stands in front of the car, snarling.

The General STOMPS on the gas. The car bounces over the Fourth Zombie, dragging it several yards. It finally shakes loose with a sickening THUMP.

Stan gawks, appalled, at the mangled body in the road behind them. He's even *more* freaked out a moment later, when it SITS UP and begins to crawl after them.

Stan stares open-mouthed at General Lang, who drives on in silence.

INT. HOLDING CELL -- NIGHT

STACY stabs at the buttons on her CELL PHONE. She's dialing every number she knows, but every time she hits 'SEND', it's the same thing.

BEEP. No signal.

STACY  
Fucking Cingular!

Frustrated, she throws the phone at the wall. It SHATTERS into a dozen pieces. She closes her eyes tight and starts to cry.

EXT. RURAL ROAD -- NIGHT

The Cherokee bumps along the desert floor at 75 m.p.h.

EXT. PENDLETON HOUSE -- NIGHT

It's an unassuming, A-frame ranch house with a large, steel-framed attached garage. The place is completely dark, with no sign of activity - human or otherwise.

The Jeep brakes HARD in front of the house. Ken is halfway out of the car before it's even stopped moving.

KEN  
(frantic)  
DAD? DAD!!

He FALLS, but scrambles up again quickly. He's running on pure adrenaline and willpower. Carrie leaps out, shotgun in hand.

CARRIE  
Ken, wait! Slow down.

KEN  
FUCK YOU, "slow down"!! It's my  
fucking DAD --

Carrie grabs his arm. Her grip is like steel. She stares straight into his eyes.

CARRIE

(softly)

We'll find him...okay? But we need to be careful.

Ken's chest is heaving. After a long moment, he gets himself back under control. He NODS.

INT. PENDLETON HOUSE -- NIGHT

Carrie comes through the door, shotgun up. Ken is right behind her.

KEN

Dad? Dad, are you home?

Silence. They listen hard.

KEN (CONT'D)

Dad!

Ken pulls the Sheriff's revolver out of his waistband.

KEN (CONT'D)

Stay here and keep an eye on the door. I'll go check the back.

Ken disappears down the hallway.

Carrie crosses to a BOOKSHELF on the far side of the room. There are lots of framed pictures of happier days:

Ken with his DAD and an OLDER BOY.

Ken in a Little League uniform, smiling and holding a big trophy.

The two boys on HORSEBACK.

The older boy with Ken in a headlock, laughing.

BACK TO - KEN

He pushes open a bedroom door. The only things inside are a stripped twin bed with moving boxes labeled 'KEN' haphazardly piled on top of it.

KEN (CONT'D)

(muttering)

Unbelievable...

Ken paws through the boxes, clearly annoyed at the carelessness on display. He pulls a few bent and damaged items out of the top box.

KEN (CONT'D)

Look at...ugh.

He tosses his things back on the bed and moves to the room next door.

The décor is classic "Adolescent Boy": there is a neatly-made bed with dated posters of Karl Malone (in a Jazz uniform) and Creed cover the walls.

There's no one in here, either. Judging from the stale, dusty air, there hasn't been for years.

BACK TO - CARRIE

She's still looking at photos and keepsakes. There are several TROPHIES on a high shelf. Most have Ken's name on them. The others read 'ERIC PENDLETON'.

Ken comes storming back down the hall. He's angry, making no effort to hide it.

KEN (CONT'D)

He's not here. Let's go.

CARRIE

Where else would he --

KEN

I don't know. He could've...

Ken's voice trails. He stares at the large WOODEN CROSS on the wall behind the dining room table.

INT. CHEROKEE -- NIGHT

Ken is staring out the window, talking as much to himself as he is to Carrie.

KEN

I'm an idiot. I shoulda thought of it earlier. It's the first place he would've gone...

They are silent for a long while.

CARRIE

Is Eric your brother?

KEN

(distracted)  
What?

CARRIE

The kid in the pictures. Eric? Is he your brother?

Ken stares at her, like it's the dumbest question in the world.

KEN

Yeah. He was my older brother.

Carrie misses the past tense.

CARRIE

Does he go to school, too, or...?

KEN

(face tight)

He died a few years ago.

CARRIE

Oh, wow. I'm sorry. I didn't mean --

(pause)

How did --?

KEN

Car accident. He was driving a truck and it rolled over.

CARRIE

Oh. Wow.

Awkward silence.

CARRIE (CONT'D)

I, uh, saw your baseball trophies. You must've been really good.

KEN

I used to be.

(pause)

I "used to be" a lot of things.

Carrie flinches. Rather than risk stepping in it again, she opts for silence. The Cherokee speeds back to town.

INT. HOLDING CELL -- NIGHT

Stacy dozes fitfully. She wakes to a pathetic SCRAPING SOUND.

Little ALEX SANCHEZ is pawing weakly at the bars. He looks like a starving refugee kid in a Sally Strothers commercial.

STACY

Awww. How'd you get here, little guy?

The Zombie-Toddler makes a low, pitiful moan. Stacy's compassion overwhelms her common sense. She crawls over to the bars.

STACY (CONT'D)

Oh, baby... what happened? Where are  
your parents?

Alex looks up at her, his yellow eyes glinting. He SWIPES at her through the bars. Stacy YELPS, scrambles back toward the bed.

Baby Alex starts SQUEEZING through the bars. His head barely fits, but he keeps pushing. His LEFT EAR tears away as his head finally pops through.

Stacy grabs the SHOTGUN, resting barrel-up at the end of the bed. Suddenly, she realizes: she has NO IDEA what to do with it.

Zombie Alex is still thrashing between the bars. He's only a second or two from getting inside.

Stacy is frozen. She's staring down the barrel at a two year old boy...

STACY (CONT'D)

(shouting)

Help me! Somebody!

It's no use. It's just her and the kid.

Suddenly, Alex is THROUGH. He scrambles toward Stacy. She KICKS him hard, sending him sprawling.

She tries to get to her feet, but he's already recovered.

With a guttural snarl, Alex sinks his teeth into her LEFT LEG. Stacy CLUBS at him with the shotgun. Blood - she can't tell who's - drips from his chin.

He lunges at her again. Stacy brings the shotgun up and FIRES. The recoil kicks her back into the wall.

The smoke clears slowly. Stacy's face goes white as she stares at the wet, bloody PULP where little Alex's face used to be.

EXT. MAIN STREET -- NIGHT

Lang jams on the brakes half a block from the Town Hall.

INT. RENTAL CAR -- NIGHT

STAN

What? What is it?

LANG

I heard a shot.

The headlights shine over the headless Mechanic's body in the street. Lang eyes the shattered glass door, the fresh tire marks, and the dead woman's body on the Town Hall steps.

LANG (CONT'D)

There's someone inside that building.

The General floors it to the curb, parks, and JUMPS OUT of the car.

LANG (CONT'D)

Stay here. Keep the engine running.

Before Stan can respond, Lang bounds up the steps and inside the building.

Stan buries his face in his hands. He runs his fingers through his hair, and bangs his head on the headrest.

STAN

Mother-FUCKER. What the hell am I doing?

He takes the 9mm out and holds it in both hands. His legs are shaking violently. He looks at the DASHBOARD, then slowly reaches out and pushes a BUTTON on the console.

MALE VOICE(v.o.)

(filtered)

On-Star Network. This is Jerrod. How can I assist you?

INT. HOLDING CELL -- NIGHT

Stacy is trying to wrap/cover the bite wound on her leg. She hears FOOTSTEPS racing down the hall.

LANG(o.s.)

Hello? Is anybody in here?

Stacy is thrilled to hear a real, live human voice.

STACY

I'm back here! Help! Help! Back here!

EXT. TOWN HALL -- NIGHT

At that same moment, Ken and Carrie drive up in the Cherokee.

INT. RENTAL CAR -- NIGHT

Stan is yammering frantically at Marty when the Jeep's headlights wash over him.

STAN

-- as many people as they can send!  
Have them move on this location RIGHT AWAY!!

MARTY(O.S.)

(filtered)

Stan, this is crazy! I --

Stan sees Ken and Carrie pile out of the Jeep, both with shotguns in tow.

STAN

Just do it, Marty. I...I've gotta go!

CARRIE

Hey! You! In the car!

INT. HOLDING CELL -- NIGHT

Lang is trying to pick the lock and get Stacy out. He hears FOOTSTEPS. He spins, lightning-quick, pointing his gun at the door.

CARRIE (O.S.)

Stacy!! Stace, we're back!!

Stacy frantically grabs at the General through the bars.

STACY

My friends! That's them! Don't shoot!

Ken and Carrie round the corner, with Stan just a few steps behind. Carrie runs over and hugs Stacy through the bars. Everyone begins talking at once.

CARRIE

Oh my god! Stacy, are you okay --

STACY

What took you so long? I was so scared --

STAN

General, these kids --

KEN

"General"? Who are you people...?

LANG

Quiet down! All of you!

They all fall silent. Ken tosses Carrie the keys, and she opens the cell door. Stacy stumbles out and hugs her, tight.

LANG (CONT'D)

Are any of you kids from around here?

KEN

Yeah. Me. I am.

LANG

Is there anyone still alive out there?

KEN

I don't know. I think -- we were  
gonna check the church.

LANG

The church? Good. That's good. We'll  
follow you.

(to STAN)

Come on.

Lang marches out of the office, waving for Stan to follow.

LANG (CONT'D)

I told you to wait in the car...

Carrie notices little Alex's body inside the cell for the  
first time. She looks at Stacy, then back at the body.

KEN

We should get going...

CARRIE

Yeah. Give us a sec.

Ken's face creases, but he hobbles back toward the car without  
asking.

CARRIE (CONT'D)

Are you okay?

STACY

(sniffles)

Yeah.

CARRIE

What happened? Did you --

STACY

I just...can we get out of here.  
Please?

Carrie's gaze lingers on the headless toddler's body. She  
looks sideways at Stacy, but decides not to press.

CARRIE

Yeah. Sure. Let's go.

EXT. ST. MARY'S CHURCH -- NIGHT

ST. MARY'S is a modest white wood church that sits at the  
far western edge of Goldstone.

A sign out front reads, "I am the Resurrection and the Life".  
The sign -- and the church -- are ringed by some two dozen  
ZOMBIES.



INT. ST. MARY'S CHURCH -- NIGHT

There are TWELVE SURVIVORS scattered throughout the church:

RON KRAMER is in the rafters, standing look-out. He's a solid, stocky man in his mid-40's.

MARGARET UDALL and JOANNE BROOKS are scurrying around, gathering up first aid supplies.

MISS BROOKS

These are all I could find. I don't think it's enough.

Mrs. Udall is a tiny, 60-ish woman; Miss Brooks is a prim, prudish schoolteacher in her early 30's.

MRS. UDALL

Don't worry, dear. We'll make do.

In the back corner of the church, SCOTT DuBAKEY(28) and PEGGY HOON(42) lie groaning. Both have been bitten, but they haven't turned -- yet. It's clear, though, that it won't be long.

MATT HIGHBAUGH, a fat 50-something in an ill-fitting suit, is hammering boards over the windows. He's getting help from ELBERT FOREST, a spry, silver-haired senior.

Nearby, DENNIS COLLINS is half-heartedly trying to move a pew into the aisle. His plastic-looking wife, DANIELLE, hovers over him nervously.

DANIELLE

Denny, be careful. You don't want to throw out your back again.

Collins nods, and puts even less effort into it. They are what passes for "High Society" in a small town, although their country club threads look hand-me-down.

In the center of the room CRAIG PENDLETON strains to move another pew. He looks just like his picture, but the smile is gone, replaced by the haunted eyes of a man who's seen way too much death.

MR. PENDLETON

Hey, Collins!! You want to give me a hand with this thing?

Collins turns, irritated. He starts to speak but thinks better of it. Craig's eyes burn with the message *Don't screw with me, Dennis. Not now.*

COLLINS

Um. Sure...

He trots over and takes the end of the pew. He tries to look helpful without actually doing any work.

BACK TO - BALCONY

At the window, Mr. Kramer sees two sets of HEADLIGHTS approaching.

KRAMER  
(shouting)  
Somebody's coming!

Mr. Pendleton drops the pew and hurries over to stand under Kramer.

KRAMER (CONT'D)  
Two cars! They're coming from town.

Mr. Pendleton peers through the boarded-up windows that flank the front doors. Elbert and Highbaugh drift up behind him.

ELBERT  
Who is it? Can you tell?

MR. PENDLETON  
I can't really see.

HIGHBAUGH  
Whoever they are, how are we gonna  
get them in *here*?

INT. CHEROKEE -- NIGHT

That exact question is on Carrie's mind as they approach the church. She sees the throng of Zombies outside the building, and realizes they have no plan for getting past them.

KEN  
(reads her mind)  
Drive around. I'll look for a way  
in.

EXT. CHURCH -- NIGHT

Carrie speeds around the church in circles. General Lang keeps the rental car right on her bumper.

The Zombies begin chasing the cars around the building.

The front door opens slightly. Kramer and Ken's dad slip outside. Both men carry HANDGUNS. They move to opposite corners of the building. As the cars come around again, they FIRE into the air.

INT. CHEROKEE -- NIGHT

Carrie SLAMS on the brakes, startled.

KEN  
(sees the men)  
Dad?

EXT. ST. MARY'S -- NIGHT

The twin gunshots have stopped the Zombies in their tracks. Slowly, they turn and advance on the men outside. Kramer and Mr. Pendleton begin FIRING into the lurching mob.

INT. ST. MARY'S/BALCONY -- NIGHT

Mrs. Udall shouts from the upstairs window.

MRS. UDALL  
Run to the front door! HURRY!!

EXT. ST. MARY'S -- NIGHT

The crowd has parted like the Red Sea, leaving a clear path to the church door. Ken and the girls quietly pile out of the Cherokee.

Stan and General Lang are already alongside. Lang has his green duffel bag slung over his shoulder.

LANG  
(whispering)  
Don't stop for anything! MOVE!!

Lang grabs Ken and helps/draws him toward the church. Carrie follows, pulling Stacy along behind. Stan brings up the rear, nervously waving his gun from side to side.

One of the Zombies moves to cut them off. It gets two steps before Lang blows its head off.

The group reaches the front door. Matt Highbaugh waves them in. The General hands Ken off to him and takes up a firing position at the door.

HIGHBAUGH  
Ron! Craig! We've got 'em! Get back inside!

No one needs to be told twice. Kramer and Ken's dad race for the front door, with Lang providing cover fire.

INT. ST. MARY'S -- NIGHT

As soon as the two men are back inside, Highbaugh and Elbert slam the doors and start hammering boards back over them.

Craig Pendleton looks up at the new arrivals. His eyes well with tears.

CRAIG  
Ken?

He rushes over and grabs his son in a giant bear hug.

CRAIG (CONT'D)

KENNY!!

He cries happily, holding Ken tight. Ken's crutches dig into his ribs.

CRAIG (CONT'D)

Oh, thank God! I was so worried. I was afraid - those things...

KEN

I know. I know.

CRAIG

This isn't...I know this doesn't sound right, but, I'm glad to have you home.

Meanwhile, Highbaugh and Forest are taking Lang and Stan around the church, bringing them up to speed.

LANG

What about the outlying areas. Is there anybody left?

HIGHBAUGH

Maybe, but...I wouldn't think --

ELBERT

Once people realized the phones were out, they headed into town --

HIGHBAUGH

And those, those *things*...they would just swarm anyone that came through. They were like locusts.

ELBERT

We tried to hole up in here, but...

LANG

How many?

HIGHBAUGH

Almost forty when we started, but --

ELBERT

Twelve. There's twelve of us. And we got a couple in bad shape.

Lang nods to himself as the full weight of it hits him. Out of seven hundred-plus residents, this is all that's left. He lets himself feel it, but only for a second.

LANG

Show me.

They make their way to the back, where Mrs. Udall and Miss Brooks are tending the wounded.

HIGHBAUGH

Mrs. Udall's been looking after them  
as best she can, 'long with Miss  
Brooks.

MRS. UDALL

These folks need a real doctor, and  
soon.

Lang leans in and examines DuBakey and Hoon. One look tells him all he needs to know.

LANG

Anyone else? Bites, scratches,  
anything?

HIGHBAUGH

Not as far as I know.

LANG

Ladies, would you step out of the  
way, please?

Mrs. Udall and Miss Brooks look at Highbaugh, who shrugs. They get to their feet and step away.

A few yards away, Carrie and Stacy watch in horror as the General whips out his .45 and SHOOTS DuBakey and Hoon twice each.

Miss Brooks SCREAMS. Stacy breaks down, but Carrie barely even blinks.

HIGHBAUGH

You...you MURDERER!!

Highbaugh CHARGES. Lang deftly sidesteps him, knocking Highbaugh to the ground. Before the heavyset salesman can try again, Kramer wraps him up.

KRAMER

I told you, it was the bites...

HIGHBAUGH

Those were our FRIENDS, damn you!  
We could have helped them, and that  
MANIAC just KILLED them!!

LANG

They were dead already. From the  
moment they were bitten. And if you  
cared at all about them, you'd have  
done the same.

Dani Collins nudges her husband. He musters all the courage he can and clears his throat.

COLLINS

Um, look, Mister. I don't know who you are, but --

Lang interrupts, in a voice loud enough for everyone to hear.

LANG

Listen. We don't have much time here. So unless you want to die - or end up like one of those things out there - I suggest you shut up and gather 'round.

EXT. ST. MARY'S CHURCH -- NIGHT

It's like a convention outside now. There are 50 to 60 Zombies ringing the church, with more coming every few minutes.

INT. ST. MARY'S CHURCH -- NIGHT

The survivors are assembled in front of the altar. Lang stands before them, like Patton addressing the troops.

LANG

I know you're scared right now. And all you want to do is batten down the hatches and wait for help to come.

Stan fidgets, taking a nervous glance at his watch.

LANG (CONT'D)

Problem is, there's no help coming. We're on our own here. If we're gonna get out, we'll have to do it on our own. And we'll have to do it soon.

ELBERT

Hold on a minute --

DANI

I'm not going back out *there* --

LANG

I'm sorry. But you don't have a choice.

KRAMER

All due respect, General...a town full of people doesn't just fall off the map. Sooner or later, someone's got to realize we're missing.

LANG

You're absolutely right. And when that happens, we need to be as far away from here as possible. Because whoever comes to clean this up - the Pentagon, the CIA - they won't take any chances. When they come in here, they will kill anything that moves. Even us.

The small group goes silent. Stan's face twitches with guilt and tension. He checks his watch again.

LANG (CONT'D)

I'm all the help you're gonna get. So you can either do as I say, or stay here and die.

(pause)

What's it gonna be?

Ken looks at his dad. They nod, as does Carrie.

Kramer NODS, resolute.

The others are more skeptical but, one by one, the will to fight spreads through the whole group.

MONTAGE - As Lang continues in VOICEOVER, we see preparations underway for Goldstone's last stand.

LANG (V.O.) (CONT'D)

Those things out there are relentless, but they're not smart. Rather than keeping 'em out, our best chance is to let 'em in.

The men are stacking the pews in front of the door to form a crude HOLDING PEN.

LANG (V.O.) (CONT'D)

We draw them inside, trap 'em, and then sneak right past 'em.

Kramer and Ken's dad help General Lang wire EXPLOSIVES to the front doorframe.

The women(Udall, Brooks, and Collins) assemble in the back of the church. Ken stands nearby, a sour look on his face. STAN pulls two handguns out of the duffel and hands them to Elbert and Mr. Collins.

LANG (V.O.) (CONT'D)

We'll position four guns around the corral. Set up a crossfire. The noise will cover the second group as they go out the back.

In the VESTIBULE, Carrie pries the boards off the Fire Door. A straining Highbaugh then pushes a heavy ARMOIRE in front of it.

STACY sits alone in the dark recesses of the balcony. She is pale and shivering.

BACK TO - THE ALTAR

LANG (CONT'D)

Agent Foster will lead the second squad out to the vehicles. When you go, be quick about it, cause we'll be coming right behind you. Alright? Shooters, let let me have...

(points to KRAMER)

you...

(points to CRAIG)

you...

He takes a long look at Collins, Carrie, and Ken. He points to Carrie.

LANG (CONT'D)

...and you.

Mr. Collins breathes a relieved sigh. Ken looks pissed.

KEN

Wait. What about me?

LANG

You'll go with Agent Foster and the others.

KEN

You mean the women and the old folks? I don't think so.

CRAIG

Ken --

KEN

I want to help! I want to fight!

LANG

I understand. But I can't let you slow the rest of us down.

KEN

Slow you...? I move just *fine*, thanks! Dad, tell him...

CRAIG

Kenny, I...

(pause)

I think we should do what he says.



Ken is speechless. He feels betrayed and angry, but the wind has gone out of him.

LANG

Good. Now that that's settled...let's get to work.

EXT. ST. MARY'S -- NIGHT

The Zombies outside the church are banging away at every door and window, trying to get in.

INT. ST. MARY'S -- NIGHT

The CORRAL is almost finished, with pews stacked about chest-high on all sides.

Carrie scans the room, looking for Stacy. Her worried eyes come to rest on the BALCONY.

INT. ST. MARY'S/BALCONY -- NIGHT

Stacy's curled tight, staring slackly into nothing.

CARRIE

Stace? You up here?

Carrie appears at the top of the stairs. Her face is tight with worry.

CARRIE (CONT'D)

There you are. What are you doing up here?

STACY

Trying to stay out of the way.

Carrie leans the SHOTGUN on a nearby chair, and kneels beside her friend. She puts a hand on Stacy's cheek.

CARRIE

Oh, sweetie. You're freezing.

Stacy pulls away. Carrie is stung, but only briefly. She sits and wraps an arm around her friend.

STACY

Not exactly how I pictured this weekend going.

CARRIE

I know. I thought I'd be down a couple hundred at a poker table by now.

(pause)

At least we're saving money, right?

The girls share a halting, rueful LAUGH. A quiet tear rolls down Stacy's face. Carrie hugs her close.

CARRIE (CONT'D)

Oh, don't cry, sweetie. We'll be okay.

STACY

No, we won't.

Stacy's tears come faster now. She makes no effort to fight them. She pulls up her pant leg and shows Carrie the BITE WOUND.

The realization hits Carrie like a freight train. Her eyes go wide.

CARRIE

Oh, no. Stacy, when did...?

Without realizing she's doing it, Carrie scoots backward, putting space between herself and Stacy.

CARRIE (CONT'D)

Oh my god. The little kid? In the jail cell?

STACY

Don't - don't tell anyone, okay?

Carrie clasps a hand over her mouth. She's still trying to wrap her brain around it.

STACY (CONT'D)

Please, Carrie. Don't tell!

Stacy GRABS Carrie by the arms. Her eyes are wild, her voice desperate.

STACY (CONT'D)

You heard the General guy. You saw what he did! If you say anything, he'll KILL ME! You can't let him do that, Carrie! PLEASE!

(weakly)

I don't want to die.

SOBS wrack Stacy's body. She collapses into Carrie's arms.

STACY (CONT'D)

You left me all alone...I didn't know how...I couldn't...

Carrie strokes Stacy's hair and whispers soothingly.

CARRIE

Shhh. Shhh. It's okay. I won't let them hurt you. I promise.

STACY

I'm scared.

CARRIE

(crying)

I know, honey. I know.

Carrie holds Stacy tight. After a long moment, she steps back and wipes her eyes.

CARRIE (CONT'D)

Stay here, okay? I'm gonna run downstairs and find you a blanket.

Stacy's not stupid. She smells a double-cross. Carrie sees her reaction and shakes her head.

CARRIE (CONT'D)

Relax, okay? I'm gonna go get a blanket and come right back. I won't say a word to anyone. Promise.

Stacy searches Carrie's face for some sign of betrayal. Seeing none, she relaxes.

CARRIE (CONT'D)

I'll be right back...

Carrie squeezes Stacy's hand and starts for the stairs.

Her body is slow and heavy, her eyes bright with tears. Lang's words echo through her brain:

*They were dead already. From the moment they were bitten.*

She stops, and picks up the shotgun.

*If you cared at all about them, you'd have done the same.*

We see only flashes of what comes next:

Carrie, wiping tears from her eyes.

The shotgun coming up, aimed at the back of Stacy's head.

Stacy, teeth chattering, oblivious.

BACK TO - THE CORRAL

The shotgun BOOM rings down from the balcony, freezing everybody.

Ken is the first to move. He bolts for the stairs, crutches working furiously. Lang is closer; he gets there first.

As they pound up the stairs, they see Stacy's body sprawled on the floor. Carrie pulls her sweatshirt over what's left of Stacy's head.

Ken starts toward her, but Lang holds him back. He shakes his head "no".

Carrie's face and clothes are covered in blood. She sits next to the body, crying and holding Stacy's lifeless hand tight.

The rest of the group arrive upstairs. They mill around exchanging awkward glances, not sure what to do next.

Standing in the back, Stan decides he's had enough. It's time to go. He creeps quietly back down the stairs.

Lang scowls, guilt eating at him. *Another dead kid*. Suddenly, his eyes narrow and he listens hard.

A moment later, the others hear it, too: a distant, steady sound that's getting louder and louder by the second.

EXT. ST. MARY'S -- NIGHT

The Zombies stare skyward at a bright BLUE LIGHT in the distance. It's a HELICOPTER, headed their way. They growl angrily at the noisy intrusion.

INT. ST. MARY'S/VESTIBULE -- NIGHT

Through the tiny stained glass window, Stan watches the Zombies turn and stagger off. He can't believe his luck.

Stan strains mightily to push the ARMOIRE away from the door. It finally gives way. Not much - maybe eight inches - but it's enough. He squeezes behind it and out the Fire Door.

INT. ST. MARY'S/BALCONY -- NIGHT

Lang peers out as the helicopter buzzes by overhead.

MISS BROOKS

What was that?

KRAMER

It's a chopper! Gunship, it looks like!

Dani Collins squeals with delight and hugs her husband.

DANIELLE

We're saved!

Lang frowns at her, disgusted.

LANG

No. We're SCREWED.

(pause)

Where the hell is Foster?

EXT. ST. MARY'S -- NIGHT

At that very moment, Stan is making a mad DASH for the rental car. He's about ten seconds away when the chopper makes another pass.

The Zombies are agitated, grunting and waving at the sky.

Stan's getting close to the car. Six seconds. Five... That's when the Zombies spot him.

Stan is two steps from the car when he DROPS the keys.

STAN

SHIT!!

The Zombies are closing in. Another second, they'll be on top of him.

Stan stoops for the keys. He fires twice with the 9mm, shattering the driver's window. Stan reaches in and unlocks the door.

The Zombies ROAR. Stan spins and fires, dropping the two closest to him. There are four more right behind them.

INT. ST. MARY'S/BALCONY -- NIGHT

Lang rushes to another window, looking for a better view.

He sees the rental car's headlights flicker on. The tires SPIN, and the car bounces through the mob of undead that surrounds it.

LANG

You chicken-shit son of a BITCH!

Within seconds, the rental car has disappeared out of sight.

EXT. ST. MARY'S -- NIGHT

At the back of the church, the Fire Door where Stan sneaked out bounces softly against the jamb.

He didn't bother to close it behind him.

INT. ST. MARY'S/BALCONY -- NIGHT

The group is stunned by Stan's retreat.

MISS BROOKS

W-w-what now? What do we do?

LANG

We stick to the plan.

(to the crowd)

Alright, people. Get downstairs and get into position! Let's move!!

The crowd breaks up and heads downstairs. Only Carrie doesn't move. She's completely disconnected from what's going on around her.

Ken lingers, wanting to talk to Carrie. Lang waves him off. Craig leads his son back downstairs.

LANG (CONT'D)  
(to CARRIE)  
We need you downstairs.

Carrie looks up at him, eyes hollow.

CARRIE  
I can't. I can't leave her.

Lang puts a gentle hand on her shoulder.

LANG  
You did what a friend would do. But  
you have to move on.

CARRIE  
Go to hell!  
(pause)  
I won't leave her.

LANG  
I understand. I do. You think you  
deserve this, to stay here and die.  
(softly)  
Maybe you're right.  
(firm, command voice)  
But there's about a bunch of people  
down there right now who *don't* deserve  
any of this. And they're not gonna  
make it unless you help me.

He kneels in front of her, looking her square in the eye.

LANG (CONT'D)  
Take a minute. Pull yourself together.  
But we need you downstairs.

INT. ST. MARY'S/ALTAR -- NIGHT

Elbert and Collins check their guns. Collins holds his at a distance, like it's a flaming bag of dog shit.

Ken is sulking nearby when Craig approaches. He smiles. Ken doesn't smile back.

CRAIG  
Kenny, I --

KEN  
Save it, Dad. Okay?

CRAIG  
What is your problem?

KEN  
I wanted to HELP, Dad. I wanted to help and you totally sold me out.

CRAIG  
I'm just trying to protect --

KEN  
I don't need you to "protect" me.  
Okay? I'm a grown man. Stop treating me like some helpless cripple!

Lang comes down the stairs and grabs his rifle.

LANG  
Shooters! Let's go! Get in position!

Craig looks at Ken. He doesn't want to leave it like this.

KEN  
Go. It's fine.  
(surly)  
I'll try not to slow everyone down on the way out.

Craig hangs his head. He starts to walk away, but stops.

CRAIG  
I don't look out for you because you're a cripple. I do it because you're all I have left.

The words hit Ken like a lightning bolt. He feels about six inches tall. Craig leaves without another word.

Carrie comes down the stairs, shotgun hanging limply at her side. She walks around to the far side of the corral, closest to the front doors.

EXT. ST. MARY'S -- NIGHT

At the back of the church, a stiff BREEZE blows the Fire Door open a crack. Three Zombies stagger around nearby. When the door creaks, they recognize the sound for what it is: an INVITATION.

INT. ST. MARY'S -- NIGHT

Everyone is in position. No one is saying a word.

Ken, Highbaugh, and the three WOMEN are clustered at the back of the altar, near the vestibule. Elbert and Mr. Collins are on either side, guns ready.

Carrie, Kramer, Craig, and General Lang are arrayed counter-clockwise around the holding pen.

Craig briefly locks eyes with his son. They silently wish each other good luck.

General Lang checks the switches on an IGNITION BOX, and takes one last look around the room.

LANG

Alright...everybody get ready! It's  
time to open the door!

He flips a switch, and the church doors EXPLODE.

Dust hangs heavy in the night air. For a long while, there is no movement. Then, the first Zombie appears at the door, with a dozen more right behind him.

EXT. ST. MARY'S -- NIGHT

The EXPLOSION brings most of the Zombies hurrying to the front of the church. But not all of them. The three Zombies at the rear door are trying to push past the bureau and into the Vestibule.

INT. ST. MARY'S -- NIGHT

Some 30 Zombies have crowded into the pen, with more pushing in all the time.

Lang holds up a finger, giving his shooters the "ready" signal. *Just a few more seconds...*

LANG

FIRE!!

Lang's voice is drowned out by a hail of GUNFIRE. It's an old-fashioned turkey shoot. The Zombies are cut down three and four at a time.

Carrie is the only one not shooting. She just can't bring herself to pull the trigger again.

BACK TO - KEN

He's watching the action at the front of the church intently.

KEN

(muttering)

Come on, Carrie. Come on!

BACK TO - THE CORRAL

The Zombies charge the barricade, furiously trying to break through. They find a weak spot in the wall between Carrie and Mr. Kramer.



BACK TO - KEN

He sees the wall starting to buckle. Carrie's still not shooting. He looks at the rest of the group around him. He shakes his head, and hobbles off toward the corral.

ELBERT

Ken! Get back here!

Ken ignores him.

BACK TO - HIGHBAUGH

Highbaugh stares in awe at the carnage in the holding pen. He hears a loud, low SCRAPING NOISE behind him. He takes a careless look back at the Vestibule.

Almost immediately, though, his eyes are drawn back to the front of the church.

He's not alone - the whole group is focused on the corral. Which means they never see (or hear) the trio of Zombies that staggers out of the Vestibule.

BACK TO - KEN

He's halfway to the corral when his bent crutch slips out from under him. He falls to the floor.

Elbert sees Ken hit the deck and hurries to help.

Cursing himself, Ken starts to get to his feet. He sees Elbert headed his way. There's a flash of motion behind the old man. Ken's eyes go wide.

BACK TO - MISS BROOKS

The young schoolteacher has her hands over her eyes, unable to watch the slaughter. A thin spray of BLOOD hits her in the face. She turns and SCREAMS.

Highbaugh's body crumples to the floor, blood spurting from a gruesome bite to his jugular. A Zombie snarls at her with bloody jaws.

BACK TO - CARRIE

She's still battling her own inertia when one of the pews between her and Kramer CRASHES to the ground. Within seconds, four Zombies are climbing over.

CARRIE

They're breaking through!

The first Zombie is halfway over the wall when Carrie blows its head off. She blasts a second one, but the others keep coming, unfazed.

BACK TO - KEN

He watches, helpless, as Brooks and Udall are ripped to pieces by the Zombies on the altar. One of the creatures grabs Dani Collins; her husband CLUBS at it ineffectually.

KEN

(to ELBERT)

Behind you! They're behind you!

BACK TO - LANG

The General sees Carrie in trouble from across the way. He sights down the barrel of his rifle. It's a lousy shot - she's too close and the angle's all wrong. But he's the only one with a chance.

BACK TO - ELBERT

He manages to get off three shots before the Zombies take him down. With his last ounce of strength, he slides his gun across the floor to Ken.

BACK TO - LANG

He's got a bead on the Zombie closest to Carrie. Before he can shoot, ANOTHER GHOUL rears up directly in front of him. He FIRES, cutting the surprise attacker in half.

BACK TO - CARRIE

She blasts two Zombies, but three more quickly take their place. It's like fighting a Hydra -- and she knows she's going to lose.

One of the creatures reaches out to GRAB her. Its head EXPLODES. Carrie looks across the corral at Lang, who nods. *You're welcome.*

BACK TO - KEN

He fires, still on the ground, hands shaking. It takes him seven shots, but he kills the three Zombies on the altar.

Several MORE ZOMBIES appear at the Vestibule door. Ken keeps firing until the gun clicks empty. Then he crawls frantically toward his father.

BACK TO - KRAMER

He's at the top of the pen, blasting away. There's a good number of bodies piled in front of him when his gun JAMS.

KRAMER

Aw, nuts...

Kramer shakes the gun, hard, and pounds sharply on the barrel. The gun JUMPS as it goes off, hitting Ken's dad high in the chest.

Craig slides to the floor, dumbfounded. He gapes at the blood stain quickly soaking through his shirt.

Kramer stares, horrified. His horror turns to panic a moment later, when two Zombies reach over and PULL HIM into the pen. He SCREAMS.

BACK TO - KEN

Ken reaches his dad just as Mr. Pendleton hits the floor.

KEN

DAD!!

Ken presses his hand to his father's chest. Blood pours through his fingers.

KEN (CONT'D)

Oh, Jesus! Dad, NO!

BACK TO - CARRIE

She sees Kramer being torn apart inside the corral. She then catches sight of the new Zombies lumbering in from the back of the church.

CARRIE

(pointing)

GENERAL!! GENERAL, LOOK!!

Lang finally sees his rear flank has been broken. He watches as Zombies feast on the handful of people he was so close to saving.

BACK TO - KEN

Ken huddles next to his father, unconscious of everything else going on around them.

KEN

Hold on, Dad! You're gonna be okay!  
Just hold on!!

Mr. Pendleton tries to speak, but the bullet has pierced his lung. He COUGHS, spitting up a bubble of blood. Ken tears off his shirt to try and bandage the wound.

KEN (CONT'D)

Stay with me, Dad. Come on. Stay  
with me.

Craig gives his son a weak smile and shakes his head. It's no use. He takes Ken's face in his hand.

Ken stares into his father's eyes, and in one moment they share an eternity. All the hurt feelings and petty resentments are gone, replaced by silent good-byes.

Craig coughs again, more blood. The light fades from his eyes for good.

A BURLY ZOMBIE in overalls lumbers toward Ken. Carrie and General Lang come running, guns blazing. The Burly Zombie crashes to the ground. Lang gazes at Ken and his dad in mute frustration.

There is a noisy CRASH as the Zombies break through another section of the corral.

LANG

Time to go.

CARRIE

Which way?

*Good question*, Lang does a quick count: SEVEN Zombies between them and the front door, and FIVE between them and the back.

Suddenly, Highbaugh SITS UP with a lurch. His eyes are yellow, his face twisted.

*That's SIX*, Lang realizes with more fresh kills that could spring awake at any moment.

LANG

Out the front. MOVE!

Lang muscles Ken to his feet and begins to carry him out. Ken holds his crutches in one hand. In the other, he hoists his father's shotgun.

They hurry along outside what's left of the holding pen. They shoot as they move, picking off as many Zombies as they can. When they reach the door, Lang passes Ken off.

LANG (CONT'D)

Here! Hold him!

The General barrels into the tottering pews, opening up a hole for the three of them.

CARRIE

How many of them are still out there?

LANG

We'll find out...

Lang BURSTS through the door, the kids right behind him. Almost immediately, they find themselves inside a SWARM of a dozen Zombies.

They fight their way toward the Cherokee. They fire until they're out of ammo, then swing the shotguns like clubs. They disappear inside the flailing mass of bodies.

Lang is like a whirling dervish, cracking skulls and trying to clear a path. They finally break through and run for the Jeep.

LANG (CONT'D)

(to KEN)

You got the keys?

KEN

Yeah.

LANG

Good. You drive.

They reach the car. Carrie throws open the passenger door and pushes Ken across the seat. She climbs in beside him. Lang stands frozen, staring back at the church.

CARRIE

(shouts)

What are you doing? Get in!!

LANG'S POV - The Zombies rush closer. The image slowly dissolves and we're back in the LAB, all those years ago. Once again the room goes up in flames, this time with Lang inside. Somehow, he remains unscathed.

CARRIE (CONT'D)

General! Come on!

BACK TO - THE PRESENT

Lang looks at the oncoming horde with a grim sense of purpose. He loads a new clip into his rifle. Ken slams on the horn.

KEN

Forget it! There's too many of them!!

LANG

You two move out, NOW!

CARRIE

WHAT?!

LANG

Leave! Now! That's an order.

CARRIE

Are you NUTS?! Come on!!

Lang looks back at the monsters he created...and the town he helped destroy.

LANG

They'll lock down the highways first.  
Stay on the back roads as long as  
you can. Good luck.

KEN

Yeah. You too...

Carrie is dumbstruck; Ken, though, understands perfectly. He slips the car into gear and stomps on the gas.

INT. CHEROKEE -- NIGHT

Carrie stares out the back window. She sees the Zombies close in on Lang, who fires in short, tight bursts. In seconds, the darkness has swallowed them and she can no longer see.

She looks at Ken, eyes desperate.

CARRIE

We can't just leave him!

Ken makes no reply. His jaw is set, his eyes locked on the road ahead. She casts one last look back at the church, then slumps in her seat, exhausted.

EXT. RANCH ROAD -- NIGHT

The Cherokee bounces over bumpy pastureland. It JERKS left, and careens over a fence.

More HELICOPTER LIGHTS are visible in the distance, closing in from the east.

The Jeep careens over a jagged rise. It lurches down the other side, meeting up with Interstate 15. The tires SQUEAL as Ken pulls the Jeep onto the deserted highway and heads south.

Within seconds, a caravan of MILITARY VEHICLES roars past them going the other way.

INT. CHEROKEE -- NIGHT

Ken watches the rearview mirror nervously, but the convoy continues on without stopping.

He and Carrie are in the clear. They look at each other for a long moment, then stare silently out the window.

EXT. ROADSIDE INN -- DAY

The sun is just starting to rise. We now recognize it is Carrie's battered Cherokee parked outside Room #12.

INT. ROOM 12/BATHROOM -- DAY

Carrie is in the shower, standing under the nozzle as hot water pours over her. She rubs her face, hard. After several long seconds, she blinks her eyes and looks down at the drain.

The water swirling down the drain is slightly PINK. It's tinted with a small amount of BLOOD. Her eyes go WIDE with panic.

INT. ROOM 12 -- DAY

Ken sits at the end of the bed. He hears the water from the shower shut off. A moment later, Carrie emerges from the bathroom, wrapped in a towel. Her face is shell-shocked.

CARRIE

(hoarse)

Ken?

He looks up at her, brow knotted in concern. She steps over to the bed and turns over her LEFT ARM. There is a small, deep BITE on her tricep.

Ken looks like he just took a shot in the gut from a cannon.

KEN

Oh, Christ...

CARRIE

It must have happened outside the church. I didn't even feel it.

He holds her arm gently, staring in disbelief. Her lip trembles, and they both begin to CRY.

KEN

Oh, no. No. I --

CARRIE

It's okay.

KEN

Oh, Jesus.

(pause)

I'm so sorry.

CARRIE

No. Don't. It's alright.

They are silent for a long while.

CARRIE (CONT'D)

I need you to do something for me...

Ken's face changes. His eyes dart around the room. He knows what comes next and wants no part of it.

KEN

No...

CARRIE

Ken...

KEN

Please. I can't.

CARRIE

(firmly)

Ken. It's okay.

(pause)

It's what a friend would do.

They look deep into each other's eyes and do not move. Finally, still crying, he nods once and bows his head.

EXT. ROADSIDE INN 00 DAY

There is no traffic on the road, no motion anywhere.

The shotgun BOOMS inside Room #12. It is the proverbial tree falling in the forest, a sound made all the worse because there's no one around to hear it.

After a respectful pause, the camera begins to fly slowly over the desert floor.

REPORTER(o.s.)

(filtered, on TV)

A spokeswoman for FEMA indicated that the clean up effort could take several days. Some 700 people live within the biohazard cordon. No word yet on how many of them may have been affected.

EXT. DESERT/MILITARY PERIMETER -- DAY

The Reporter we saw earlier has now been joined by several others.

EXT. GOLDSTONE/MAIN STREET -- DAY

Almost every building is in FLAMES. Men in yellow Biohazard suits with MACHINE GUNS and FLAME THROWERS move through the area in teams of four.

They torch anything that isn't already burning, and blast anything else that moves.

EXT. ST. MARY'S -- DAY

More Yellow Men pile bodies outside the church. A couple of the larger piles have already been set aflame.



General Lang's half-eaten remains are unceremoniously dumped atop the nearest pile. We continue to move from the church, over miles of sun-baked grazing land and burning ranches.

EXT. DESERT -- DAY

Miles beyond the far side of the security cordon, Stan Foster's rental car sits totaled in a deep gulley.

A thousand yards away, a FAT LIZARD sits blinking in the sunlight. A pasty grey HAND reaches in lightning-quick, SNATCHING it up.

The hand belongs to the man we saw staggering through the shimmering heat. The hand belongs to Stan Foster.

He brings the lizard to his mouth, and BITES its head clean off. He looks at it dully, with something that looks like disappointment in his yellow Zombie eyes.

With an ape-like grunt, he tosses the carcass aside and wanders off in search of more food.

FADE OUT