

CAESAR: RISE OF THE APES

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EYES. Expressive, alive. Human?

No. They belong to a FEMALE CHIMPANZEE: BRIGHT EYES.

EXT. GROVE OF TREES - DAY

She sits in a tree with ALPHA, her mate - large and muscular, a PROMINENT WHITE BIRTHMARK ACROSS HIS SHOULDER, LIKE A SHOOTING STAR.

Around them, under the TREE CANOPY, a COMMUNITY OF CHIMPANZEES naps, eats, plays.

EXT. WEST AFRICAN JUNGLE - DAY

A DOZEN POACHERS on horseback slog through the jungle. They're working towards the GROVE, visible in the distance.

As they near it, the LEADER points, sending the MEN moving quietly, NETS and RIFLES ready.

EXT. CANOPY - DAY

Alpha sits up, sensing something. BIRDS take sudden flight.

He stands on the branch and YELLS OUT A WARNING. FEAR ignites the community - but too late.

POACHERS BURST INTO THE CLEARING, horses' hooves kicking up dirt. CHIMPS SCATTER.

Bright Eyes wants to stay by Alpha's side, but he bares his teeth and sends her off.

Then he drops, landing firmly on the clearing floor. All around him, POACHERS pursue terrified apes, nets swinging.

MALE CHIMPANZEES jump up and down, SHOUTING AND SCREECHING - an aggressive show. A futile attempt to protect the tribe.

Alpha zeroes in on a POACHER attempting to scoop up a YOUNG CHIMP. He streaks across the clearing, KNOCKS THE POACHER FROM HIS MOUNT.

Alpha POUNDS his CHEST, letting out a BATTLE CRY - trying to rally a counter-attack.

But the other chimps pay no heed. There's no organization to the defense. It's chaos.

SHOTS RING OUT. The Chimps mauling the Poacher drop, one by one. Others take off.

Alpha spots Bright Eyes across the clearing, dragged off in a net. He RUSHES to save her, leaps in the air...

A SHOT RINGS OUT.

BRIGHT EYES WATCHES - HORRIFIED - AS ALPHA CRUMPLES IN THE AIR AND FALLS TO THE GROUND. LIKE A STONE.

FADE TO WHITE

TWO FACES wearing SURGICAL MASKS lean in and peer down at us. FRANKLIN - broken horn-rimmed glasses - and CAROLINE - curly red hair under a sterile cap.

CAROLINE

Nanotherapy, beta version: Tuesday,
March 10, 2011. Female Test
Subject Number four.

Franklin reaches for us, smiles...

FRANKLIN

Here we go, Bright eyes.

A MIST fogs our view for a moment.

CAROLINE

Not too much. She needs to be
calm, but alert.

VOICE THROUGH INTERCOM

Go ahead - send her through.

A LOUD HUM and we start moving, sliding into a tunnel - a tubular CT SCAN - with a MIRROR on the top.

Now WE SEE OUR FACE REFLECTED: A FEMALE APE IN A GAS MASK. Bright Eyes.

INT. OBSERVATION ROOM - SAME

WILL RODMAN - late twenties, lab coat over a T-shirt and jeans - stands at the glass, watching the terrified chimpanzee slide into the machine.

The focus in his eyes belies the casual dress.

WILL

Start the scan.

A TECHIE sits at a computer screen beside Will.

TECHIE

Scanning.

INT. WHITE ROOM - DAY

Another tech, DONNIE - skinny, tattooed - controls the machine, sending the restrained animal into the scanner.

Caroline moves to an IV STAND beside the scan. The bag's full of a PHOSPHORESCENT GREEN LIQUID.

DONNIE

Stuff looks like Kool-aid.

CAROLINE

Go ahead, I'm sure you could use it.

(opening valve)

Starting the therapy....

INT. OBSERVATION ROOM - SAME

Will looks at a monitor showing the BRAIN SCAN OF THE CHIMP. The image starts to shake. Concerned, he looks to the other room - where he can see the CHIMP'S LEGS SHAKING IN THEIR RESTRAINTS.

FRANKLIN

She's convulsing.

Caroline sticks a stethoscope in the tube, listens to Bright Eyes' heart.

WILL

(into intercom)

Please keep the monkey still.

He focuses back on the monitor.

CAROLINE (INTERCOM)

She's not a monkey.

Will looks from the monitor to Caroline. His look is intense, tough to read. She blushes slightly at the heat of his gaze.

CAROLINE (INTERCOM) (CONT'D)

She's an ape. Chimpanzees, gorillas and orangutans, they're all apes.

WILL

Good to know. Just *keep it from moving.*

She's stung, wonders, why does he have to be such a *jerk* sometimes.

He's oblivious to this, instead intent on getting the scan right. The green liquid moves through the chimp's neck...

TECHIE

Here we go.

Will stares at the scan, his eyes willing the test to succeed...the green liquid LIGHTS UP THE CHIMP'S BRAIN.

CHEER FROM THE GROUP.

Will fights a CONTRACTION OF EXTREME EMOTION that passes across his face. He quickly hides it - offers up a smile for the others.

WILL

We're on our way.
(beat)
Good work.

INT. WHITE ROOM - DAY

CAROLINE

What is this?

Caroline holds up a picture of a tree for Bright Eyes, who sits at a table in front of a LEXIGRAM, a lit-up board with colorful symbols.

Bright Eyes presses a button.

ELECTRONIC VOICE

Tree.

SUPER: "ONE MONTH LATER."

Caroline holds up a picture of an acorn.

CAROLINE

And this?

The chimp presses another button.

ELECTRONIC VOICE

Acorn.

CAROLINE

Where does the acorn come from?

Bright Eyes considers... then presses a button.

ELECTRONIC VOICE

Acorn.

CAROLINE

Yes, but where does the acorn *come from?*

ELECTRONIC VOICE

Acorn.

CAROLINE

No -

Bright Eyes interrupts, now pressing *three buttons*.

ELECTRONIC VOICE

Acorn. Tree. Acorn.

The chimp looks at Caroline, who's stunned, trying to process the ADVANCED THINKING JUST MANIFESTED. Then she presses another button.

ELECTRONIC VOICE (CONT'D)

Surprise.

The unnatural voice - paired with Bright Eyes' eerily human-like gaze - is somehow CREEPY... The IMAGE FREEZES and we....

PULL BACK TO REVEAL: WILL'S OFFICE

Diplomas on the wall, books everywhere. Bright Eyes looks out at Will from a computer screen. He's got two CT SCANS sitting on the desk in front of him.

CAROLINE

We started the therapy four weeks ago. This was yesterday.

Will's studying the scans. They look good. Real good.

CAROLINE (CONT'D)

There's been clear cell growth. Both on the frontal lobe and the neocortex.

She's purposely standing close in order to point this out. He notices but doesn't respond - there's history between them and he's regretting that - gets in the way.

WILL

I see that. But I don't understand the primate behavioral norms. She knows an acorn's a seed. Wouldn't any monkey know that?

CAROLINE

No - it's *conceptual*. Acorn gives us a tree, which gives us an acorn.

WILL

Abstract thought...

CAROLINE

In a chimpanzee. Unheard of.

Will turns the possibilities over in his mind. Caroline moves away from him. He barely notices her now.

CAROLINE (CONT'D)

You're calling her a monkey just to piss me off, aren't you?

WILL

Start the other's on the 112.
(beat)
And double this one's dose.

EXT. GEN-SYS LABORATORIES - DUSK

Will climbs into his truck. Alone, he allows his excitement to show. *Abstract thought!*

He pulls away from the BIO LAB, which is tucked in a corner of an old military base.

EXT. GOLDEN GATE BRIDGE - DUSK (AERIAL)

Will drives over the majestic Golden Gate Bridge.

EXT. WILL'S HOUSE - NIGHT

Will pulls up in front of his house.

Set in a hillside neighborhood, it's neat, nondescript. The home of a bachelor who hasn't given it much thought.

As Will pulls into the driveway, WE HEAR C SHARP PLAYED OVER AND OVER ON A PIANO.

INT. WILL'S HOUSE - NIGHT

WALTER RODMAN, 60, sits at the piano dressed in a robe, stabbing at the key with his finger.

Will enters, his posture almost visually changing with the emotional weight of this man, his father.

WILL

Hey Dad.

Walter looks up, whispers...

WALTER

John... is that you?

WILL

It's me. Will.

WALTER

As thou dost, Anthony.

(staring at the keys)

...he hears no music. No music....

VOICE

(heavy Russian accent)

He's been doing that all day.

A Home Aide enters, grabs her coat. This is IRENA.

IRENA

He found an old book of his.

She pulls a worn paperback of Julius Caesar from Walter's pocket. He snatches it from her, puts it back.

IRENA (CONT'D)

(shrugging on coat)

I had no idea you liked Shakespeare so much, Mr. Walter.

WILL

My mother was the one. She liked Shakespeare...

IRENA

(kisses him)

Good night, Walter, hone-ee.

She heads out. Will gently takes his father's arm.

WILL

Come on, Dad.

INT. WALTER'S ROOM - NIGHT

Will helps his father change into pajamas.

WILL

Remember I told you we were using Basic Fibroblast Growth Factors on the apes? Well the therapy seems to be working. We've seen definite signs of adult brain neurogenesis.

Walter holds up his arms for Will to slide on the pajama top.

WILL (CONT'D)

Board of Directors is coming in a couple weeks to talk about Phase 2 - that's clinical trials.

Walter gives no hint he's even listening, much less understanding what Will's saying.

WILL (CONT'D)

Human trials, Dad. Soon.

WALTER

I rather tell that what is to be feared than what I fear: for always... I am Caesar...

There's no way to reach him tonight. Still Will tries...

WILL

I'm going to make you better - I swear it.

His father looks at him. *A moment of recognition?*

WALTER

John....?

WILL

(disappointed)
No, Dad, it's me. Will.

Will helps the old man under the bedcovers.

WILL (CONT'D)

John's gone.

He moves to the door, pausing to take in the diplomas on the walls - Walter's name on all of them. (Physics, Astronomy.)

Will looks at his father lying there on his back, staring up at the ceiling. The once brilliant man now slipping away.

INT. WILL'S STUDY - LATE NIGHT

It's late. Signs of a half-eaten frozen dinner on the desk beside numerous papers, charts, and Will's computer.

He looks exhausted, gulps from a cup of coffee as he works.

INT. PRIMATE LAB - DAY

Franklin moves from cage to cage, greeting the apes.

FRANKLIN
 Good morning, Felix. Bam Bam.
 Monty. Hey - what's the matter,
 don't like my cooking?

SUPER: TWO WEEKS LATER

He pauses in front of Bright Eyes, huddled at the back of her cage.

FRANKLIN (CONT'D)
 You okay back there?

CAROLINE
 Something wrong with Bright Eyes?

FRANKLIN
 I'll check on her when we're done.

Franklin unlocks a cage and leads a CHIMP - LUCKY - into the next room, where Caroline waits beside the CT scanner.

Lucky's head is shaved, exposing a long, curving scar on his cranium.

From Bright Eyes' vantage point she can see through the open door as Lucky's strapped down.

EXT. GEN-SYS GROUNDS - SAME

Will - dressed in an ill-fitting suit off the rack, hair brushed in an attempt at neatness - meets STEVEN JACOBS as he steps from a beautiful BLACK JAGUAR.

JACOBS
 You could at least try to look
 excited.

Will's too nervous to look excited. He eyes the FOUR SUITS disembarking from nearby TOWN CARS.

WILL

I'm not good with this stuff.

Jacobs puts a hand on Will's back, leads him inside.

JACOBS

You'll do fine. Just speak English. Keep the science simple.

INT. LAB - SAME

From the back of her cage, Bright Eyes watches through the open door as the ape on the table convulses.

CAROLINE

Okay. Back it out...

DONNIE

Your turn.

Bright Eyes RUSHES FORWARD, HER HANDS GRIPPING THE BARS SO DONNIE CAN'T OPEN THE CAGE.

DONNIE (CONT'D)

C'mon - Let go -

She understands what he wants but she won't do it. THAT'S WHEN HE NOTICES: HER HANDS ARE BLOODY.

DONNIE (CONT'D)

Hey! Something's wrong with number four!

Franklin looks over - he's still dealing with Lucky on the table...

FRANKLIN

Be right over -

Donnie looks closely at Bright Eyes. There's something different in her face today. Rage? Force of will?

DONNIE

What's the matter with you?

INT. BOARDROOM - SAME

Will stands at the head of a table. A BIG PLASMA SCREEN behind him shows a BLOW UP OF A BRAIN SCAN. As Will speaks, he gestures at it with a LASER POINTER.

WILL
 (awkward)
 Alzheimer's affects the entire
 neocortex, the hippocampus, and
 large subcortical regions of the
 brain....

INT. LAB - SAME

Donnie and Bright Eyes are at a standoff. Once more he tries to open the cage, once more she yanks it shut.

Again he tries... and is taken by surprise when *SHE GRABS HIS HAND AND PULLS IT THROUGH THE BARS.*

DONNIE
 Hey!!!

Now Donnie's smashed up against the bars. Hard. The other apes begin to SCREECH.

Donnie hasn't panicked quite yet, but he's about to.

DONNIE (CONT'D)
 Someone get her off of me!

CAROLINE
 Hang on -

Franklin struggles to hold onto Lucky as Caroline hurries over. He eyes the chimps in their cages - GOING CRAZY.

INT. BOARDROOM - DAY

Will continues his presentation. Stevens looks around at the board members - they're lost.

WILL
 In the past, it's been impossible
 to target specific areas, both
 because of the Blood Brain Barrier -

Jacobs stands, interrupting Will.

JACOBS
 What Dr. Rodman has done is to
 invent a virus that can, for the
 first time, cross the membrane that
 protects the brain and deliver a
 genetic, therapeutic, payload.

WILL
 (trying to sell)
 This 'payload' would directly
 affect the areas of memory, higher
 function - and, of course, the
 motherlode: intelligence.

The board members stare, trying to comprehend.

BOARD MEMBER
 Meaning?

WILL
 Meaning.
 (deep breath here)
 If Phase 2 goes as planned, we're
 looking at a cure for Alzheimer's.

With an elbow prompting from Jacobs, Will takes a SAMPLE VIAL from his jacket pocket and awkwardly holds it up for dramatic effect.

INT. LAB - DAY

DONNIE
 She's breaking my hand!

CAROLINE
 Let go, Bright Eyes! You're
 hurting him!

She tries to help pull Donnie away.

CAROLINE (CONT'D)
 Let go!

In the next room Franklin's having troubles of his own.
 LUCKY - RILED UP FROM THE COMMOTION IN BRIGHT EYES' CAGE AND
 THE SCREAMING FROM THE OTHER CHIMPS - BREAKS AWAY.

HE CRASHES OUT OF THE LAB, DRAGGING HIS LEASH.

FRANKLIN
 Lucky no! Stop!
 (to Caroline)
 Hit the alarm!

Caroline lunges to an ALARM BUTTON and pounds it.

DONNIE'S SCREAMS BECOME OTHERWORLDLY AS WE GO TO...

INT. LAB SECURITY ROOM - SAME

LOUD BEEPING as two GUARDS look to a BLACK AND WHITE SCREEN of a corridor. They see Lucky dragging his leash as he scampers - unattended - down the hall.

GUARD #1

Uh oh.

Guard #2 turns to another screen - where DONNIE IS VISIBLE IN SILENT AGONY, PUSHED UP AGAINST THE CAGE, CAROLINE TRYING TO GET HIM FREE.

GUARD #2

Hey, Len...?

Bright eyes is pulling Donnie's arm right from its socket...

Donnie falls to the floor at Caroline's feet...

EXT. GEN-SYS GROUNDS - DAY

Lucky BURSTS from the lab building and runs across the grounds. He leaps over a car, then heads for the nearest building.

INT. BOARDROOM - DAY

The room is still thrumming with the excitement of Will's pronouncement.

BOARD MEMBER

What about the safety of the virus?

WILL

Perfectly safe. We're using the most stable -

A COMMOTION outside. Someone SCREAMS.

Then a BLACK BLUR as LUCKY CRASHES THROUGH THE GLASS WINDOW.

WILL (CONT'D)

NO!

Lucky turns on Will with a growl, lurching toward him and pinning him to the wall. It happens fast.

The chimpanzee opens his powerful jaw, exposing DEADLY INCISORS.....

BAM! BAM! BAM! Security Guard #1 SHOOTS LUCKY IN THE BACK. The chimp turns, leaps for the Guard - who FIRES again.

Will watches as the chimp - and all of Will's dreams - collapses on the boardroom table.

EXT. GEN-SYS GROUNDS - NIGHT

Rain and fog. An AMBULANCE pulls out, past POLICE CRUISERS and two CDC (CENTER FOR DISEASE CONTROL) VANS.

Will - face cut, clothing torn - finishes with a DETECTIVE and walks through the chaotic aftermath. He watches Caroline walk alongside a stretcher carrying Donnie, his shoulder packed in ice.

He spots Jacobs, who looks wrecked. He hurries over to him.

WILL
Are they gone?

JACOBS
Long gone.

Will knows the answer, but has to ask anyway.

WILL
Did they say anything before they left? I mean, about Phase 2.

JACOBS
Look around you, for Christ sakes. We'll be lucky if we don't go to jail.

Will's gutted - devastated.

WILL
But we're so close.

JACOBS
You think you're the only one who's got something at stake here? I've got my own skin in this game!

WILL
What happened had nothing to do with the 112.
(desperate to clarify)
Take an already aggressive animal, make it smarter - you're going to get a potentially dangerous situation -

JACOBS

What makes you so damned positive about that?

(pauses for emphasis)

What if this drug does things you don't understand? Are you going to take responsibility for that? Because I'm sure as hell not going to.

Here Will hesitates.

JACOBS (CONT'D)

We're not ready for human trials. Hell, we weren't ready for *monkey* trials.

WILL

They're apes.

JACOBS

This is what we're going to do: You're taking a sabbatical. I'll let the board handle the lawsuit. When this blows over I'll bring you back and we'll start over - we'll do it right this time. With mice. Tiny mice that can't hurt anybody.

Will finds to his dismay that he's got nothing to say.

INT. LAB REFRIGERATION ROOM - NIGHT

Will stands at the fringes of the room, watching MEN IN HAZMAT SUITS pull down SHELVES OF METAL CANISTERS LABELED ADV 112.

His work - destroyed.

EXT. BACK LOT, BEHIND THE LAB - NIGHT

Will climbs into his truck and pauses. He reaches into a jacket pocket and brings out a VIAL - IT'S THE VIAL of 112 HE USED IN THE PRESENTATION - THE ONLY REMAINING ONE.

TAP AT THE WINDOW. Franklin's face appears.

Will shoves the VIAL back into his pocket, rolls down the window.

FRANKLIN

Show you something, boss?

WILL
I don't work here anymore,
Franklin.

FRANKLIN
I just put down fifteen animals,
Dr. Rodman. The least you could do
is give me a moment of your time.

Will's shoulders sag with exhaustion. It's been a long,
devastating day.

WILL
Of course.

INT. PRIMATE LAB - NIGHT

The cages are empty, the doors open. Will notes used
SYRINGES on the table, filled body bags lined up on the
floor.

It's a creepy, horrible scene.

FRANKLIN
They're all gone.

WILL
I'm sorry, Franklin. Genuinely
sorry...

What's he got to do to get the hell out of there?

Franklin ignores him, steps inside Bright Eyes' cage. He
moves to the very back and pulls aside a blanket.

At first Will doesn't understand what he's looking at. The
lighting's dim and the thing's so small....

But then IT MOVES AND WILL REALIZES HE'S LOOKING AT AN INFANT
CHIMPANZEE.

Will stares at it for a long moment, his brain overloaded.

WILL (CONT'D)
It's impossible. How could a full-
term gestation go unnoticed?

FRANKLIN
They carry small. Must have been
pregnant when they brought her in.

Will tries to get his mind around the situation.

WILL
Who else knows about this?

FRANKLIN
No one.
(beat)
I'd bring him home, but my brother-in-law works for security. He'd rat me out in a second.

That's when Will realizes.

WILL
You want me to *take him*?

FRANKLIN
He's an orphan now.

WILL
I could be thrown in jail. He's a chimpanzee who's been exposed to a possibly dangerous drug.

FRANKLIN
You don't believe that.

WILL
Doesn't matter what I believe.

FRANKLIN
Just for a couple days. Until I can find a sanctuary.

WILL
That's not possible.

FRANKLIN
I heard you outside, fighting to keep them alive.

WILL
I was talking about the work, my *research* -

FRANKLIN
She was just trying to protect him.

WILL
What?

FRANKLIN

Bright Eyes - the mother. That's why she wouldn't let anyone into her cage.

Will looks down at the helpless baby.

WILL

I'm sorry, Franklin - I'm sorry - but there's nothing I can do here. He's got to be put down like the others.

FRANKLIN

Tell you what, Doc.
(producing a syringe)
I'm done for the day. So you be my guest.

Franklin hands the LONG NEEDLE to Will.

It's quiet. Will can hear the baby's WHEEZY breath. He enters the cage kneels beside it, regards his tiny body, his little hands.

Will readies the needle, brings it close to the chimp's belly... but there's no way he can go through with this.

Angrily Will tosses the needle aside. Turns to Franklin, who watches from outside the cage.

WILL

Two days. Then you have to figure it out.

INT. WALMART - NIGHT

A BOX OF DIAPERS pulled from the shelf and tossed into a cart.

Will moves down the aisle in a daze, the baby chimp - covered in a blanket - plastered to his chest.

He stops at the powdered formulas, overwhelmed by the array of choices.

INT. WALMART CHECK OUT - NIGHT

A TEEN rings up the baby goods.

TEEN CASHIER

Hey man. Congratulations.

WILL
Huh?
(realizing)
Oh. Thanks.

EXT. WILL'S HOUSE - NIGHT

Will pulls up in his truck.

EXT. FRONT DOOR - NIGHT

Will's coat is pulled forward to shield the baby at his chest. He barely has the key in the lock when Irena opens the door.

IRENA
It's Friday night. I had a date.

WILL
I'm sorry - there was -

She doesn't wait to hear his excuse, just moves down the walk, her footfalls pointed and angry.

He pauses there. Apparently no end to this bad day.

INT. KITCHEN - NIGHT

Will dumps the baby goods on the counter, heads for the refrigerator. The infant's still plastered to his chest.

He opens the fridge, grabs a crisper drawer, empties its contents in the sink.

Then Will REACHES INTO HIS JACKET POCKET AND TAKES OUT THE VIAL OF 112. CAREFULLY HE PLACES IT INTO THE DRAWER AND ROLLS THE DRAWER BACK IN THE FRIDGE.

INT. BEDROOM - NIGHT

Will sleeps the deep sleep of exhaustion. A HIGH PITCHED WAIL comes from another part of the house.

Will sits up, remembering.

INT. LAUNDRY ROOM - NIGHT

Will enters, half asleep, turns on the light. The baby chimp lies in a cardboard box on the floor and he's obviously sick, making UNNATURAL WHEEZING NOISES.

Will stares down at the little creature, trying to decide what to do.

INT. BATHROOM - NIGHT

Will turns on the HOT WATER. SHUTS the door. Holding the limp, feeble chimp in his arms, he puts down the toilet seat and sits.

WILL

It's okay. It's going to be okay.

Awkwardly, he even rocks back and forth a little bit.

Will looks down at the chimp, struggling for breath. The room fills with STEAM.

CUT TO:

A LARGE MALE CHIMPANZEE IN THE WILD. He stands at the top of a tree, an alpha male, eyeing the CHIMPS around him.

In a sudden BURST of movement, the CHIMPANZEE TAKES OFF, FLYING FROM BRANCH TO BRANCH with tremendous force, a FREIGHT TRAIN OF THREAT, POWER AND VIOLENCE.

Teeth bared in a terrifying display, the ape easily intimidates all the chimps around him.

REVEAL THAT THE CHIMP IMAGES ARE YOU-TUBE AND WILL'S WATCHING THEM ON HIS LAPTOP.

Abruptly he closes it. Looks down at the infant, so peaceful in his arms.

SUPER: "TWO YEARS LATER"

SOUND of a TOILET FLUSH.

INT. HOUSE - DAY

The chimp - looking like a toddler - walks out of the bathroom, hiking up a pair of shorts. WE FOLLOW HIM THROUGH THE HOUSE as he zig zags up and over furniture.

The house looks warmer, cluttered, more lived-in.

The chimp arrives at a hallway, where he leaps into the air and grabs hold of a CORD that hangs from the ceiling.

As his weight pulls it down, there's a SQUEAK and a FOLD DOWN LADDER opens from above. WE FOLLOW HIM up the ladder into...

INT. ATTIC - DAY

...the attic. Beams of light streaming through a LARGE VENT TO THE OUTSIDE. Rings and pegs for climbing are set into the walls. Toys, books and puzzles scattered across the floor.

SOUNDS of KIDS PLAYING and LAUGHING OUTSIDE.

The chimp heads for the vent and peers through. WE GO OVER HIS SHOULDER TO SEE...

EXT. THE OUTSIDE WORLD - DAY

From up here, the chimp has a commanding view of the entire neighborhood. A group of CHILDREN rides bikes. A MAN mows his lawn.

There's a HONK below, and the chimp watches as a TAXI pulls up to the HOUSE NEXT DOOR.

HUNSIKER - A MAN in an AIRLINE PILOT uniform - kisses his WIFE and young DAUGHTER, ALICE, then climbs into the cab with his carry-on suitcase.

Alice clutches a doll in her hand as she watches her daddy's Taxi disappear around the corner... Then TODD, the big brother, SWIPES THE DOLL FROM HER HAND and rides off on his bike. His FRIENDS LAUGH.

The chimp watches, riveted, as the Alice BURSTS INTO OUTRAGED TEARS and runs after them.

WILL (O.S.)
Caesar! Breakfast!

The chimp turns at Will's call. HIS NAME IS CAESAR.

INT. HOUSE - DAY

Will comes away from the ladder, heads for the kitchen.

The living room floor is strewn with puzzles and games. One of them has been completed. Will considers it, looks around for the box, reads the side...

AGES 12 and up. 12 and up.

Caesar runs past, jumps onto a chair at the kitchen table, picks up a fork and starts eating his eggs and potatoes.

Will walks over, sits across from him.

WILL
Please pass the ketchup.

Caesar slides the ketchup to Will.

WILL (CONT'D)
Thanks.

CAESAR
(using American Sign
Language)
You're welcome.

NOTE: Whenever Caesar communicates he's signing and there will be subtitles.

INT. GEN-SYS LAB - DAY

A MOUSE moves through a maze as a LAB TECH marks its progress. Will - in a lab coat - watches with intensity.

The mouse moves effortlessly through the maze until it reaches an ORANGE CONE at a crossroads. The mouse stops, studies the cone.

LAB TECH
Is he going to turn left or
right...?

The mouse turns left at the cone - and finds his way to a piece of cheese. Will does his best to hide the excitement blooming on his face.

WILL
There it is. Restored cognitive
function.

LAB TECH
Same success rate as the primates.
Congratulations.

EXT. SAN FRANCISCO ZOO - DAY

VISITORS buy tickets at the entrance gates. Will pulls around to an Employee Parking Lot.

INT. PRIMATE INFIRMARY, SAN FRANCISCO ZOO - DAY

Dr. Molly Stewart - late 20's, pretty tomboy - finishes taking Caesar's blood pressure.

STEWART
He's right on target. Height.
Weight...

She checks Caesar's ears.

CAESAR
Dairy Queen.

WILL
After. Sit still.

STEWART
What about diet?

WILL
A healthy diet. Fruits,
vegetables.

CAESAR
Ice cream.

Will ignores him.

STEWART
What's he saying?

WILL
He's hungry.

Caesar's angling to climb off the examining table. Will
sends him a look - *cut it out.*

STEWART
He seems extremely intelligent.
How many words does Caesar sign?

Beat.

WILL
You know, the basics.

CAESAR
Soft-serve.

STEWART
I've heard of apes learning up to a
hundred and fifty words. Is he
good with puzzles?

Will hesitates.

WILL
He's pretty good.

STEWART
Well, Caesar's healthy, obviously
happy. You're doing a great job
with him.
(doesn't want to alarm)
But there is an anomaly I noticed.

WILL
Like what?

STEWART
When I was examining his eyes, I
noticed a strange green
pigmentation.

WILL
Green?

His heart starts to pound.

STEWART
Green. Never seen it before.

She hands Will an OTOSCOPE.

STEWART (CONT'D)
Take a look.

Will peers through the magnification - and sure enough, finds
FLECKS OF BRIGHT GREEN PIGMENTATION - JUST LIKE THE 112.

STEWART (CONT'D)
It's faint, can you pick it up?

He sits down in the nearest chair - stunned. She eyes him.

STEWART (CONT'D)
You alright? Want a glass of
water?

WILL
No thanks.
(embarrassed)
Sure, that would be good.

She gets him one. Concerned, Caesar comes over.

WILL (CONT'D)
Forgot to eat today. Not a big
deal.

Stewart hands him the glass. He downs it.

WILL (CONT'D)
 (to Caesar)
 I'm fine.

Stewart puts her hand to the side of his neck. Feels good.

STEWART
 Carotid pulse is running a little
 fast.

WILL
 For a human or a chimpanzee?

First time he's seen her smile. It lights up her face.

STEWART
 Gotta remember to eat.

INT. MOVING CAR - DAY

Will drives Caesar, both of them licking soft-serve ice cream cones. He pulls up outside a store: "SMART CHILD" EDUCATIONAL TESTING TOYS.

WILL (O.S.)
 You have to move the whole tower to
 another peg, one block at a time.

INT. KITCHEN - DAY

Walter's parked in front of the TV, not watching it.

Caesar sits at the table looking at a flat board with three wooden poles. There are four colored blocks threaded on the first pole, stacked biggest to smallest, making a 'tower'.

Irena stands next to Will, watching Caesar. There's also a CAMCORDER on a tripod.

WILL
 Here's the hard part: you can't put
 a larger block on top of a smaller
 one.

Caesar studies the puzzle.

WILL (CONT'D)
 Understand?

Caesar's already started. He methodically begins moving blocks from one pole to another, pausing, backtracking, getting it right, never a bigger one on top of a smaller...

Will watches, increasingly amazed, as he re-creates the tower on a different pole. It's *easy* for him.

Finished, Caesar looks up at him. Will fumbles in his pocket, HANDS CAESAR SOME M&MS.

WILL (CONT'D)
(stunned)
He did it in fifteen moves.

IRENA
What's the best score?

WILL
Fifteen.

Will looks over at Walter, who's staring at the wall.

IRENA
(amazed)
I wonder where he gets such talent?

WILL
(eyes on Walter)
It was passed down from his mother.

INT. WILL'S STUDY - NIGHT

Will uploads the MPEG video of Caesar doing the puzzle and prepares to record an AUDIO ATTACHMENT.

WILL
(into computer mic)
At age two Caesar appears to exceed his mother's aptitude. He signs over three hundred words. He exhibits *no visible side effects* from the therapy...

INT. GARAGE - NIGHT

Will flips on a light. Enters. Closes the door behind him.

Taking a key from his pocket he approaches a SMALL, PADLOCKED REFRIGERATOR and unlocks it. Opens the door.

Inside WE SEE: THE SINGLE VIAL OF ADV 112.

INT. LIVING ROOM - NIGHT

Will sits on the edge of the sofa, the VIAL of 112 in his hand. He's deep in agonized thought.

Finally he takes a SYRINGE and FILLS IT WITH THE GREEN LIQUID. Then he stands, walks to a closed door.

INT. WALTER'S ROOM - NIGHT

The opening door sends a wash of light into the dark room. Walter's in bed. He opens his eyes, squinting at the brightness.

WILL
(syringe in hand)
Dad. I've got something that's
going to make you better.

Will closes the door behind him. WE HEAR A RHYTHMIC SQUEAKING NOISE as we...

CUT TO:

EXT. BACK YARD - DAY

The movement of a SWING. Caesar's strapped in it, and WE NOTICE IMMEDIATELY THAT HE'S GROWN OLDER.

SUPER: TWO YEARS LATER

Caesar's features are more mature. He appears more like a "little boy" - and his EYES HAVE TURNED A DEEP GREEN.

Back and forth Caesar goes, as high as he can manage.

At the height of his forward motion, he peers down into the neighbor's yard where, for just an instant, HE CAN SEE TODD PLAYING BALL WITH ALICE AND ANOTHER KID.

At the height of his backward motion he catches another glimpse.

Caesar pumps his legs, eager to get a better look...

INT. KITCHEN - DAY

Will's making sandwiches, his eye on Caesar through the window.

WILL
(to someone offscreen)
You want turkey or ham?

VOICE (O.S.)

Ham!

INT. LIVING ROOM - DAY

WE FIND WALTER just sitting down on the piano bench. He begins playing a competent version of "CLAIR DE LUNE."

INT. KITCHEN - DAY

Will pauses, listening to the MUSIC. He moves to the doorway to watch his father.

The happiness - the relief - is clear on his face.

EXT. BACK YARD - DAY

SQUEAK SQUEAK of the SWING, the PIANO FAINT from out here.

Caesar studies the harness that's keeping him in the swing. There's a clamp on either side and a clamp on the back. He undoes the one on his right side. CLICK. Then the left side. CLICK.

Caesar wriggles the harness around so that he can reach the clamp on his back with his long chimpanzee arms.

INT. KITCHEN - DAY

Will returns to his sandwich making. It takes him a moment to notice that CAESAR HAS DISAPPEARED FROM THE SWING.

The color drains from his face.

EXT. HUNSIKER BACK YARD - DAY

Caesar stands at the edge of the yard, unsure what to do next. All three kids - Todd, Alice and Todd's buddy - have stopped playing to stare at him.

Caesar spots a BALL lying on the grass. He picks it up and tosses it to Todd's Buddy. The Boy catches it, throws it back to Caesar.

TODD'S BUDDY

Check it. He wants to play.

Thrilled at the contact, Caesar throws the ball to Todd. But Todd has an idea, and the idea makes him smile.

Alice doesn't have a good feeling. She watches as her brother throws the ball to his Buddy OVER CAESAR'S HEAD.

TODD
Monkey in the middle.

Todd's Buddy LAUGHS. Caesar LAUGHS too, although he's not sure what's funny.

EXT. STREET - DAY

Will and Walter walk down the street looking for Caesar.

WALTER
Caesar!

WILL
He won't go far.

WALTER
You don't know that.

WILL
I do, Dad.

INT. HUNSIKER BACK YARD - DAY

Todd and his buddy throw the ball over Caesar's head, while Caesar jumps to try and catch it.

TODD AND FRIEND
Monkey in the middle, monkey in the middle...

Caesar's having fun, unaware that the game has become keep-away from him. Until he NOTICES ALICE'S EXPRESSION - SHE FEELS SORRY FOR HIM.

THEN, IN A STOMACH-LURCHING MOMENT CAESAR REALIZES WHAT'S GOING ON: HE'S THE BUTT OF A JOKE.

They're making fun of him.

"MONKEY", "MONKEY", "MONKEY"... The chanted words ring in Caesar's ears. He drops his arms and walks over to Todd, stepping close, hot rage escaping from his nostrils.

Todd tries to laugh it off, but the fear's plain on his face. Alice runs inside.

EXT. STREET - DAY

Will and Walter search down the street. Then they hear it: HUNSIKER'S YELL. Will runs for the neighbor's house.

EXT. HUNSIKER BACK YARD - DAY

Hunsiker approaches Caesar with a raised bat. The terrified chimp backs toward his fence.

HUNSIKER

Hah! Hah -

Will JUMPS INTO THE YARD AND PUTS HIMSELF BETWEEN HUNSIKER AND CAESAR. Caesar cowers behind him.

WILL

Hold on - it's okay - he's harmless!

HUNSIKER

Your monkey came onto my property!
Threatened my kids!

By now Caesar has climbed into Will's arms, burying his head in his neck. Will backs toward the gate.

WILL

It won't happen again...

HUNSIKER

Damn right it won't happen again!
I'll press charges if it does!

Will holds Caesar close and hurries home.

INT. STEWART'S OFFICE - DAY

STEWART

What does he do for fun?

Will's brought Caesar in for a check-up. He's a little thrown by the question.

WILL

Well we've got puzzles, games, a swing set...

STEWART

My guess is he needs more. More exercise, more space.

WILL

We'll work on that.

Stewart continues examining Caesar. Will watches her listen to his heart. Closing her eyes for a moment, listening.

He gets up his nerve.

WILL (CONT'D)
 What about you?
 (beat)
 What do you do for fun?

She opens her eyes, looks at him. He thinks she doesn't understand the question.

WILL (CONT'D)
 How about dinner and a movie?

Stewart pulls the stethoscope from her ears.

STEWART
 I'm sorry, did you say something?

He starts to try again - but the moment's gone.

WILL
 No - nothing.

Caesar meets Will's eyes, obviously disappointed.

Stewart lingers a moment, certain she's missed something - but Will doesn't say more.

EXT. MUIR WOODS, ESTABLISHING - DAY

From high above, WE PASS OVER the Golden Gate Bridge, the link between the bustling city and a huge, green FOREST.

INT. MOVING CAR - DAY

Caesar - driving with Walter and Will - looks out the window, extremely excited.

EXT. PARKING LOT, MUIR WOODS - DAY

As Caesar scrambles out of the truck, WILL HOOKS A HARNESS TO HIS COLLAR and helps Walter from the car.

The chimp looks around at the SOARING TREES. *What is this place?* The three of them head into the forest, Caesar tugging at the leash.

WALTER
 Take him off the leash.

WILL
 There's a place up ahead.

EXT. PARK/CLEARING - DAY

They've walked deep into the park. No people here. Will kneels next to Caesar.

WILL

Don't go far. Stay where I can see you.

Will takes OFF CAESAR'S HARNESS. The chimpanzee runs, begins flying from tree to tree. Will watches, nervous. But it's gratifying to see Caesar so happy.

The CHIMP DISAPPEARS around a corner. A moment passes, then another. The men follow... and discover CAESAR STANDING IN A GROVE OF TREES.

WILL (CONT'D)

(yelling)

Remember - stay where I can see you
- if you got lost in these woods
I'd never find you.

BUT CAESAR BARELY HEARS HIM. HE'S UTTERLY CAPTIVATED. THE SPOT IS BEAUTIFUL, WITH GREEN, LUSH BRANCHES JOINING TO FORM A CANOPY OVERHEAD.

WALTER

Go ahead. Climb!

The men sit down on a log, watching as Caesar swings from the branches. Free, elated. An animal in his element.

Caesar begins climbing a redwood. Our view of him is obscured by the leaves. As his dark form ascends, Will and Walter become smaller and smaller down below.

SUPER: THREE YEARS LATER

RUSTLING LEAVES whisper Caesar upward. He moves with an easy grace, exhilarated by the freedom.

At the TOP of the giant redwood CAESAR EMERGES THROUGH THE LEAVES - AND WE SEE THAT HE'S GROWN, FILLED OUT - THE CHIMP EQUIVALENT OF A FULL-BLOWN TEENAGER.

HIS DISTINCTIVE LOOKS ARE MORE PRONOUNCED NOW: EYES A DEEP GREEN, FEATURES SOMEWHAT LESS SIMIAN, PERHAPS MORE HUMAN...

Caesar looks across the bay to San Francisco, looks north at the mountains. Then down to Will below.

Will's pointing to his watch.

CLOSE ON A HARNESS. Will has it waiting as Caesar lands beside him on the forest floor.

Will attaches the harness and they walk together. Caesar's much taller now - over five feet.

WILL

Sorry to rush you - got to get home
and check on Walter.

They approach a WOMAN with a LARGE DOG on a leash - a GREAT DANE. The dog BARKS, lunging menacingly. The Woman struggles to control him.

WOMAN

(incredulous)
Is that a *chimpanzee*?

WILL

Don't worry - he's harmless. Very
sweet.

The big dog keeps BARKING.

Annoyed, Caesar finally turns and gives him a LARGE, CHIMPANZEE SNARL, BARING HIS TEETH.

The Great Dane immediately WHIMPERS - terrified - and pulls the Woman away.

WILL (CONT'D)

Guess he had it coming.

Caesar watches as the Woman walks off with the dog, HIS GAZE LINGERING ON THE LEASH.

THEN HIS EYES MOVE TO HIS OWN LEASH. *Is he a pet too?*

EXT. ZOO - DAY

Will drives up, Caesar in tow. The ZOO'S BEING RENOVATED - machinery everywhere.

INT. STEWART'S OFFICE - DAY

Will leads Caesar inside the examination room - and finds himself face to face with a YOUNG MALE VETERINARIAN.

WILL

Where's Dr. Stewart?

VETERINARIAN

She doesn't work here anymore.

Doesn't work here anymore?

WILL

Do you know where she went?

VETERINARIAN

I'm sorry - I don't.

Will's deeply disappointed.

EXT. ZOO - DAY

Disoriented because of the construction, Will makes a wrong turn as he leads Caesar to the car.

They find themselves in front of THE PRIMATE ENCLOSURE.

Caesar goes rigid, staring at a DOZEN CHIMPS in the branches of the trees - *behind bars*. They stare back at him. One CHIMP, a GRIZZLED OLD MALE, STEPS FORWARD - OMINOUS. HE LOOKS AT CAESAR AS IF LOOKING INTO HIS SOUL.

Caesar's transfixed.

Will looks back and forth between the chimps and Caesar. Neither makes a sound.

WILL

Come on.

As Will drags Caesar off, the apes in the enclosure climb higher in the tree to watch. Suddenly they ALL BEGIN TO SCREAM IN A DEAFENING CHATTER.

INT. ATTIC - DAY

Caesar stands at the vent watching the neighborhood TEENAGERS walk home from school.

One BOY walks with a blonde teenage GIRL, books clutched to her chest. Caesar watches the Boy flirt with her. The girl smiles, flirts back.

One of the younger Kids runs by, bopping the Boy on the head. The BOY SHOOTS HIM THE FINGER and returns to the girl.

Caesar's fascinated by these antics. He wants to be with these teens. He wants to be one of them.

INT. BATHROOM - DAY

Caesar stands in front of a FULL LENGTH MIRROR, shirtless. He stands up straight, like a human. Tries to imitate their posture, their gait.

BUT FROM THE MIRROR A CHIMPANZEE STARES BACK AT HIM. A CHIMPANZEE WITH GREEN EYES.

THERE'S A PROMINENT WHITE BIRTHMARK ON HIS SHOULDER - JUST LIKE ALPHA'S.

He runs two fingers down the length of it.

INT. KITCHEN - NIGHT

Caesar, Walter and Will sit at the dinner table. There's tension here, but we can't place it yet.

Then WE SEE that WALTER IS STRUGGLING TO EAT BECAUSE HE'S USING THE WRONG END OF THE SPOON. He clutches the utensil, staring at it.

WILL

Turn it around, Dad. You're using the wrong end.

Walter looks at Will, uncomprehending.

With care and compassion, Caesar reaches over and helps the old man, adjusting the spoon.

Will watches. Heartbroken.

INT. LAB - DAY

A MOUSE runs through a MAZE. It reaches a fork in the path, leading to two different plastic objects, one green, one orange. The mouse hesitates, confused.

He backs away from the cone.

A LAB TECH makes a note. Will and Jacobs stand behind him, reading the number results on a monitor.

Will's obviously discouraged.

WILL

The drug's not staying ahead of the disease.

JACOBS

But we're still making progress,
right?

Will tries to tamp down the frustration he's sure is written
all over his face.

WILL

Sure. At this pace we'll get to
trials by the time Hell freezes
over.

Jacobs - embarrassed in front of the Tech - pulls him aside.

JACOBS

This isn't graduate school -
there's a procedure we have to
adhere to.

WILL

It'll take forever. I need to
start developing a primate version
now.

Jacobs looks at Will. He's known him a long time.

JACOBS

How's your father? Haven't seen
him in a while.

WILL

This isn't about him.

JACOBS

He's worse, isn't he?

Will wants to tell Jacobs the truth - *he's tempted to tell
him about Caesar, about Walter's treatment* - but he can't.

WILL

(evasive)
He's fine.

WE HEAR A PERSISTENT C SHARP COMING FROM A DISTANT PIANO.
It's a familiar, baleful SOUND that continues over the
following....

INT. WILL'S STUDY - DAY

Will sits in front of the computer, looking at a file crammed
with MPEGs of Caesar doing puzzles and games.

WILL

(into computer mic)

Caesar continues to maintain a high level of cognition. But Walter's disease has caught up to the neurogenesis treatment. Nearly all initial improvement has been erased...

Will stops recording. KICKS his desk in frustration.

INT. LIVING ROOM - DAY

Walter sits at the piano, hitting his one note.

Caesar passes him, heads for Will's study.

INT. WILL'S STUDY - DAY

Caesar enters, finds Will at the desk, head in hands. Will senses his presence. Looks up.

CAESAR

Who Caesar.

WILL

What do you mean?

CAESAR

Who.

With effort, Will pulls himself from his own thoughts and tries to understand what Caesar wants from him.

CAESAR (CONT'D)

Who.

WILL

Caesar is an ape.
(signing)
A chimpanzee.

CAESAR

No "what". "Who".

Will is taken aback - beginning to realize the intellectual leap Caesar's taken.

WILL

Are you asking about your *identity*?
That's abstract thought, Caesar.

Caesar couldn't care less about 'abstract thought.'

CAESAR
*Walter Will father. Will Caesar
father?*

Will looks at the chimp - sees the intensity, the pain on his face. *How to begin to answer?*

WILL (O.S.)
This is where you were born. It's
the place where I work.

INT. MOVING CAR/PARKED CAR - DAY

Will and Caesar are PARKED ACROSS THE STREET FROM THE GEN-SYS LAB GROUNDS, its buildings visible through the fencing.

WILL
I never knew your father, but your
mother came to live here. This is
where you were born.

CAESAR
Caesar mother?

WILL
She was very very smart. And she
passed that onto you through her
blood.

Caesar strains for a better view. Undoes his seatbelt.

CAESAR
Caesar go. Caesar see.

Will locks the car door.

WILL
She's not here anymore. I'm sorry,
Caesar - she died. That's when I
brought you home to live with me
and Walter.

Caesar's getting worked up - he wants out of the car.

CAESAR
Caesar mother...

Will grows concerned.

WILL
No. This is a bad place for you,
Caesar. We're going to go now.

As Will pulls away Caesar strains for a last glimpse, twisting around to look out the back window.

VOICE (O.S.)
Let's see if we can find something
for you on the TV...

INT. LIVING ROOM - DAY

Walter has a new HOME AIDE - a pale, hard-looking older woman. He sits on the sofa staring at the TV's moving images as she changes channels.

The Aide settles on a news show covering preparations for a SPACE LAUNCH. ASTRONAUTS wave to the PRESS CORPS as they board a SHUTTLE.

TV REPORTER
The Icarus crew is led by Commander
Colonel George Taylor. This is his
fifth space mission...

INT. ATTIC - DAY

CLOSE ON a crude drawing of an ape. Caesar sits on the floor, working on its details. As he draws the white birthmark - like a falling star - WE REALIZE it's a self-portrait.

EXT. BACK YARD - DAY

The Home Aide lights herself a cigarette, sits down on a deck chair.

INT. LIVING ROOM - DAY

TV's still blaring, but the sofa's empty.

REVEAL Walter, standing in the middle of the room, confused. As if he's not sure where he is.

Abruptly he turns and heads across the room... and OUT THE FRONT DOOR.

EXT. STREET - DAY

Walter pauses on the porch, blinking in the sun. The street ahead of him is quiet. No one around.

Walter wanders down the front path. When he arrives at the sidewalk he keeps on going, STEPPING OUT INTO THE STREET.

He's immediately startled by a SUDDEN HONK, the SOUND of SQUEALING BRAKES, and a car fishtailing out of control. The car SMASHES into a nearby tree.

INT. ATTIC - DAY

Hearing the CRASH, Caesar jumps to his feet, rushes to the vent. He sees Hunsiker emerge from the smashed car, unhurt.

Caesar watches as Hunsiker inspects the ruined front fender, then turns to YELL at someone.

That's when Walter comes into Caesar's view.

He's in the street, afraid, disoriented - while Hunsiker rages, jabbing a threatening finger towards Walter's chest.

In a flash Caesar's down the attic stairs.

EXT. STREET - DAY

Walter backs up as Hunsiker approaches, still jabbing the menacing finger.

HUNSIKER

Look at the front of my car you
stupid, stupid old man! You should
be locked up! Your son's going to
pay for that damage -

CAESAR EXPLODES OUT THE DOOR.

No time for anybody to react. The chimpanzee BODY SLAMS HUNSIKER to the ground.

WALTER

Caesar...

Straddling Hunsiker, teeth bared, Caesar pounds him with his fists.

HUNSIKER

Help! Get him off -

WALTER

Caesar... no... Stop!

Walter grabs Caesar by the shoulders, tries to pull him back. But Caesar's too carried away by his rage - he shrugs the old man off his back.

Then he grabs one of Hunsiker's hands and BITES OFF THE "JABBING" POINTER FINGER.

HUNSIKER

Aaaaaaaah!

Walter struggles to his feet and grabs Caesar again. A PULSE OF HUNSIKER'S BLOOD STREAKS ACROSS HIS NECK.

WALTER

Caesar!

Caesar hesitates. Blood dripping down his chin, he looks over his shoulder and meets Walter's eyes.

WALTER (CONT'D)

Please stop.

Hunsiker uses the distraction. He scrabbles to his feet and sprints for his house.

CAESAR CATCHES A GLIMPSE. ANIMAL INSTINCT TAKES OVER - IT'S TOO BIG TO FIGHT.

He races after Hunsiker. WALTER FALLS TO THE GROUND. HIS HEAD HITS THE PAVEMENT, stunning him.

EXT. HUNSIKER'S HOUSE - DAY

Just as Hunsiker's about to reach his front door, Caesar flies from behind - his feet hitting the door - and lands to block Hunsiker's entrance.

White with terror, Hunsiker - clutching his bleeding hand to his chest - takes off running down the sidewalk.

EXT. STREET - DAY

Hunsiker runs for his life. He looks over his shoulder - Caesar's galloping behind, in hot pursuit.

He tries to speed up - can't go any faster. Again he glances over his shoulder - Caesar's closing in.

Breath coming hard, Hunsiker sprints, scrambles, desperate to escape. He looks over his shoulder...but this time CAESAR HAS DISAPPEARED. HE'S NOT ANYWHERE, UP OR DOWN THE STREET.

Unsure where to go, half-stumbling, Hunsiker keeps running.

Then, OUT OF NOWHERE, CAESAR SWINGS DOWN FROM A TREE. HE LANDS SQUARELY IN FRONT OF HUNSIKER, BLOCKING HIS PATH.

Hunsiker backs up, changes direction, runs across the street.

Enjoying the chase, taking his time, Caesar grabs a tree branch and swings from tree to tree.

With one giant jump, he makes it to the top of a tree across the street, tracking Hunsiker like prey.

Hunsiker's running out of steam. Caesar swings down in front of him and KICKS him in the chest, sending him flying.

Calmly he stands over Hunsiker, who cowers.

HUNSIKER

Please no....

Caesar pounds his chest, YELLING in triumph.

But then he sees something across the street that abruptly pulls him out of his euphoria: WALTER - STRUGGLING, BLOODY - BEING HELPED TO HIS FEET.

He looks down at Hunsiker, cringing.

All at once CAESAR REALIZES WHAT HE'S DONE.

EXT. COUNTRYSIDE - DAY

Will's car drives down a two-lane highway.

REPORTER (V.O.)

...chimpanzee named Caesar,
terrorizing the quiet family
enclave and mauling neighbor
Douglas Hunsiker, a pilot for
Global Airlines.

INT. JACOBS' LIVING ROOM - DAY

Jacobs watches the evening NEWS.

REPORTER

The defense claimed the chimp was
merely trying to protect its owner
from perceived aggression.

FOOTAGE OF WILL LEAVING A COURTHOUSE, avoiding News Crews.

Jacobs sits forward, turns up the volume.

REPORTER (CONT'D)

The chimpanzee's distraught owner,
Wilson Rodman, has raised the
animal since he was an infant.

(MORE)

REPORTER (CONT'D)

He pleaded to keep Caesar at home,
citing the ape's remarkable
intelligence.

Will and a chimpanzee? Jacobs stares at the TV, dumbfounded.

INT. MOVING CAR - DAY

Will and Caesar drive. Caesar's dressed up - khaki pants and a Polo shirt.

WILL

We're visiting a place called "The
Ranch". They have animals.

CAESAR

Real animals?

WILL

You bet. Apes. Chimpanzees,
gorillas, orangutans...

Caesar GRUNTS, excited.

WILL (CONT'D)

It'll be good. You'll like it very
much.

Caesar looks at Will, picking up on something.

CAESAR

Will sad?

WILL

What? No, I'm fine.

EXT. THE RANCH - DAY

As Will pulls into the entrance, Caesar's glued to the window.

INT. MOVING CAR - DAY

They pull into a CLEARING. Ahead is a new world - CONCRETE AND STEEL BUILDINGS set incongruously into the bucolic countryside.

A HOUSE/OFFICE, a LIVING QUARTERS, a HORSE PADDOCK - all cold, efficient structures.

CAESAR

Where animals?

Will sees the **PRIMATE CAGES** in the distance, next to a **GIANT RED METAL ATRIUM**.

WILL
Inside, I think...

EXT. THE RANCH - DAY

As they climb from the car, MR. LANDON, 50's, emerges from the office. DODGE, 20's, hangs back.

WILL
You must be Mr. Landon.
(shaking hands)
This is Caesar.

MR. LANDON
Nice to meet you, Caesar. This is Dodge, helps me run the place.

WILL
I've been telling Caesar about the animals you have here. How much fun it is.

MR. LANDON
Yes, we have a big play center where the chimpanzees like to climb.
(to Caesar)
Want to see the play center?

Caesar nods. *Absolutely.*

EXT. CAGED ATRIUM - DAY

A HUGE CAGED STRUCTURE, the size of a gymnasium. Inside are climbing constructions, ropes, toys, and, in the middle, a **LARGE TREE**, reaching up through the top bars.

A **CAGED-IN BRIDGE** leads to a row of **DARK DENS**. But for now... it's empty. No apes in sight.

Caesar approaches with Will and Mr. Landon.

MR. LANDON
What do you think, Caesar? Want to give it a try?

Trying to mask his growing dread, Will removes Caesar's harness.

WILL

Go ahead.

He watches Caesar - unsuspecting - move through AN OPEN, GATE-LIKE SLIDING DOOR.

EXT. ATRIUM - DAY

Caesar scampers up the ledges and leaps to a bar. He swings from bar to bar, then hits the ground and runs for the tree.

EXT. OUTSIDE CAGED ATRIUM - DAY

Will can barely watch AS DODGE ROLLS THE SLIDING DOOR CLOSED, LOCKING IT.

He braces himself.

EXT. ATRIUM - DAY

Caesar joyfully climbs the sprawling tree until he HITS THE TOP OF THE CAGE. Branches continue through spaces in the bars, but HE'S REACHED...

A DEAD END.

CAESAR TURNS, FINDS WILL BELOW. What he reads in Will's eyes gives him a sudden, sharp sense of dread.

HE LOOKS TO THE CAGE ENTRANCE, SEES THAT THE GATE IS LOCKED.

HE'S LOCKED IN. TRAPPED.

Caesar SHRIEKS, speeds down the tree.

Other SHRIEKS join in. EXCITED APE NOISES - coming from UNSEEN, CAGED APES - fills the atrium.

The STRANGE ANIMAL VOICES FUEL CAESAR'S PANIC. He runs to the gate, tries to shake it open.

WILL

It's okay, Caesar. It's going to be okay...

The words are for him as much as Caesar.

WILL (CONT'D)

You're going to live here for a while. This is what the Judge says we have to do.

WHAT? Caesar can't believe what he's hearing! He frantically signs, desperate, pleading.

The SHRIEKS of the UNSEEN APES continue, feeding Will's apprehension. *Caesar doesn't belong here.* It takes every bit of restraint he has not to take Caesar out, to run...

WILL (CONT'D)

They'll take good care of you here.

DODGE

That's about it for visiting hours.

Will shoots him a look of daggers.

MR. LANDON

What Dodge means is, in our experience, longer you drag out the leave-taking, harder it is. On both of you.

Caesar WHIMPERS, tries to bend the bars apart. When this doesn't work, he tries prying them open with his teeth.

WILL

I'm sorry to trick you this way, but you would never have agreed. I was afraid they'd hurt you if they forced you -

MR. LANDON

He'll be fine.

Will gives Caesar a last, long look. The pain in his eyes is matched only by Caesar's.

WE STAY WITH CAESAR as Will forces himself to walk away.

Caesar's SHRIEKS build. The SURROUNDING APES chime in...a CACOPHONY OF PRIMAL ENERGY.

CAESAR HURTLES HIS BODY AGAINST THE CAGE.

DODGE

Caesar. Hey. I can get you out.

Dodge stands at the end of the atrium, BECKONING.

DODGE (CONT'D)

This way.

Caesar follows Dodge to the far end of the play area, then through the CAGED-IN BRIDGE. Will's almost out of sight. Caesar can see that he's nearly reached the car.

He GRUNTS with stress as he follows the bridge into...

INT. CHIMPANZEE HOUSE - DAY

...the Chimpanzee House - and stops in his tracks.

This is the source of the APE NOISE. It has an open, indoor area in the center, bordered by cages of CHIMPANZEES.

Caesar's TAKEN ABACK BY THE LOUD, DARK FORMS POUNDING AROUND THEIR CAGES.

DODGE

Caesar - over here.

Dodge stands at a cage door. Caesar sprints for it, as for salvation...but AS SOON AS HE CROSSES THE THRESHOLD, HE REALIZES IT'S A DEAD END.

He turns, but DODGE SHUTS THE DOOR IN HIS FACE AND LOCKS IT. CAESAR FINDS HIMSELF TRAPPED IN A 10' BY 10' CAGE.

DODGE (CONT'D)

Stupid monkey.

FOR A MOMENT CAESAR'S IN SHOCK, HIS MIND UNABLE TO PROCESS THE BETRAYAL.

Then he begins frantically grabbing at the bars, jumping to the ceiling, searching for a way out.

To his left: the faces of THREE HUGE, AGITATED CHIMPANZEES pound the concrete floor, YELLING at him. To his right: THREE MORE CHIMPANZEES.

Caesar lets out a PRIMAL, BLOOD-CURDLING SCREAM. WE FOLLOW THE SCREAM as it spreads out over the property...

EXT. MOVING CAR - DAY

...and finds the Will's car, driving down the winding road, away from the Ranch.

INT. MOVING CAR - DAY

Will keeps driving, TEARS streaming down his face.

INT. CAESAR'S CAGE - LATER

Time has passed. Long shadows of late afternoon.

Caesar sits on a bed of twigs and straw in a corner of the cage, heavy head resting on his arms.

He slowly becomes conscious of a RHYTHMIC SCRAPING NOISE, followed by a LOUD BANG. He looks up.

In the cage next door, Caesar sees a strapping, MUSCULAR CHIMP, JET BLACK, WITH A LONG SCAR RUNNING DOWN HIS FOREHEAD ACROSS HIS NOSE, PAST HIS MOUTH AND CHIN.

This is ROCKET.

He shoves a PLASTIC 'PLAY REFRIGERATOR' across the cage floor... then SLAMS IT AGAINST THE WALL.

He repeats this movement over and over - all the time with a challenging eye to Caesar.

SCRAPE AGAINST CONCRETE... BAM! SCRAPE... BAM!

A terrifying display of power and dominance.

DODGE (O.S.)
Okay, assholes. Dinner time.

Rocket - slowly and deliberately, with a last threatening look to Caesar - moves off.

Caesar crawls to the edge of his cage and peers out.

Dodge and another animal wrangler, RODNEY, move from cage to cage, SHOVELING PRIMATE CHOW INTO TROUGHS. Rodney tosses in an occasional rotted vegetable.

The APES enthusiastically receive the food. Dodge shovels food into Caesar's trough. Caesar stares down at the wet-looking dog food.

DODGE (CONT'D)
Mmmmm mmm. Grade A primate chow.
Bet you don't get none of that in
the suburbs.

Caesar reaches into the disgusting goop and THROWS A HANDFUL IN DODGE'S FACE. The apes SCREAM with LAUGHTER. Rodney looks away so Dodge doesn't see him laughing too.

DODGE (CONT'D)

Think that's funny? That funny to
you, you hairy prick?

Caesar stares at Dodge... then SHOTS HIM THE FINGER.

RODNEY

Look at that!

Infuriated, Dodge grabs a hose, drags it to Caesar's cage.

DODGE

One thing you can count on: Long as
there are humans on this earth,
you'll always be a monkey in a
cage.

The BURST from the HOSE sends Caesar flying backwards.
Pinned into a corner, he curls himself into a ball, using his
back as a shield.

The water BLAST is relentless.

Eventually, Dodge turns the water off. The two men take a
long look at Caesar. He's left battered and soaked on the
floor.

RODNEY

What about his clothes? Might
cause problems with the other apes.

DODGE

Leave 'em.

EXT. BACK YARD - DAY

Walter's frail hand runs along the cold rail of Caesar's
swing set. Empty. Useless in the back yard.

The Aide stands nearby, sending a text message.

INT. WILL'S HOUSE - DAY

Will looks terrible. He's unshaven, pale, drawn. He sits on
the sofa, surrounded by reminders of Caesar - puzzles, games,
etc. The newspaper's unread beside him.

WALTER (O.S.)

John?

Walter enters, looks at Will.

WALTER (CONT'D)
John - where's Caesar?

The old man looks stricken.

WALTER (CONT'D)
Shouldn't we look for him? Isn't
there something we can do?

Will looks up at his father. He's just had an idea.

INT. LAB CAFETERIA - DAY

WE FOLLOW Will as he strides purposefully into the cafeteria. He's shaved, pulled himself together.

Will spots Jacobs, lunching with his Blackberry, in a corner. He heads for him. Jacobs looks up, sees Will coming.

Will slides into the seat across from him.

JACOBS
You've been gone a week.

WILL
I was sick.

JACOBS
Too sick to return my calls? You know it was a funny thing, but I was watching the news and they started talking about a seven-year-old chimpanzee that went nuts - and all of a sudden, there you were on the TV. *A seven year old chimp, raised since birth.*

The cafeteria gets a little awkward as Jacobs raises his voice. Neither man cares.

WILL
He's the son of chimp 4. And he's smart. Off-the-charts smart. *Because of the 112.* The genetic therapy was passed in utero - from the mother to the son. Without a single negative side-effect.

JACOBS
Aside from biting off a man's finger.

WILL

He was protecting my father. The same way his mother was protecting him.

JACOBS

We've had this conversation already. We knew the 112 was making the apes smart -

WILL

(interrupting)

I tried the 112 on my father.

A conversation stopper. Jacobs is stunned. That's the effect Will was after.

WILL (CONT'D)

I had a sample vial.

JACOBS

You're out of your mind.

Like a chess player, Will lets the unasked question sit there. And Jacobs is undeniably, voraciously curious.

WILL

Don't you want to know if it worked?

Jacobs can't resist...

JACOBS

Did it?

WILL

It was miraculous. Unquestionable adult neurogenesis - development of fresh nerve tissue.

(beat)

It brought my father back.

But Jacobs is confused.

JACOBS

You told me he was failing.

WILL

It's just like with the mice. Alzheimer's is a *progressive* disease, you need to keep it at bay - you need boosters.

Will can see Jacobs turning this over in his mind - the possibilities. The money.

JACOBS

Why have you waited so long to tell me this?

WILL

I couldn't risk losing him.

JACOBS

'Him'?

WILL

Caesar.

JACOBS

The ape?

Jacobs looks at his old friend, wondering about his sanity.

WILL

We've discovered a safe treatment. It's the payday you've been waiting for. I'll recreate the primate version of 112 for you.

(beat)

But only under one condition.

It takes Jacobs a moment before he gets outraged.

JACOBS

You're giving me conditions? I could have you arrested for what you've done.

WILL

But you won't - you need me to build the drug. Here's what I need: I want you to get Caesar back.

JACOBS

(thrown)

How the hell can I do that?

WILL

However they do things in your part of the world. Get attorneys into it. Write checks. Slip cash into the right pockets.

(pausing for emphasis)

Make it happen.

INT. CHIMPANZEE HOUSE/CAESAR'S CAGE - MORNING

Early morning sun through the tiny window of Caesar's cage. He wakes shivering with cold. Notices that the other cages are empty - that his cage door is open.

Tentatively, he makes his way into the common area.

INT. CHIMPANZEE HOUSE/COMMON AREA - MORNING

Caesar looks around. No chimps. The hose lies on the wet floor, along with the detritus of feeding time.

He can HEAR the APES in the distance.

Caesar tries the GATE/DOOR to the outside. LOCKED. He pauses, then makes his way toward the BRIDGE.

EXT. ATRIUM/BRIDGE - MORNING

Caesar walks across the bridge. To his left, (connecting to the bridge) he sees TWO MORE APE HOUSES CONNECTING TO THE BRIDGE:

THE ORANGUTAN HOUSE - which is empty.

And **THE GORILLA HOUSE**, which houses only one lone gorilla, **BUCK**, who stares out at Caesar. Caesar registers THE FACT THAT BUCK'S NOT OUT WITH THE OTHER APES. Then he moves on toward the atrium.

The APES are visible inside. CAESAR GETS HIS FIRST GOOD LOOK.

Over two dozen CHIMPANZEES and three ORANGUTANS roam around the atrium. The groups don't mix - chimps hang with chimps, orangutans with orangutans.

They haven't noticed him yet.

EXT. ATRIUM - DAY

Caesar enters, heads for the tree. One by one, the apes take notice. They STOP AND STARE at this new arrival - DRESSED LIKE A HUMAN.

HE'S ONE OF THEM, BUT LOOKS VERY SUBTLY DIFFERENT. GREEN EYES, FACE CONTOURED WITH SLIGHTLY HUMAN FEATURES, POSTURE MORE UPRIGHT...

Caesar looks around, finds THIRTY PAIRS OF APE EYES ON HIM. *Should he continue to the tree? Go back to the cage?*

He spots a BALL across the way. Moves to it - the eyes follow him. He picks it up. The eyes wait.

Caesar rolls the ball to a nearby chimp. It receives the ball, gives Caesar nothing - no smile, no connection - then tosses it to Rocket.

Eyes on Caesar, Rocket discards the ball like a piece of trash. His look is insolent, an unmistakable challenge.

AFRAID, CAESAR TURNS, HEADS BACK TOWARD HIS CAGE. ROCKET SWINGS OVER A COUPLE OF BARS AND LANDS IN FRONT OF HIM.

Caesar tries to walk around. Rocket blocks his path, reaches out and pulls at Caesar's sleeve, as if to examine the material. Caesar jerks his arm away.

Rocket bares his teeth, raises his arms.

Caesar considers the options - should he run? Before he can make a move, Rocket GRUNTS, grabs his shirt at the chest. Caesar tries to push Rocket away, but the larger chimp throws Caesar to the ground, pinning him.

Caesar struggles to get away, accidentally SLAPPING Rocket across the face.

OUTRAGED, Rocket SLAMS his hand on Caesar's chest and starts POUNDING him. Caesar tries to block the blows, but they're coming hard and fast: his head, his stomach, his chest.

Apes SHRIEK, jump up and down, egging Rocket on.

Caesar manages to break loose, crawling away. Rocket grabs at his shirt, drags Caesar closer.

He opens his mouth wide, moving sharp teeth toward Caesar's face. Caesar struggles, barely holds him off - and...

...ROCKET BITES HIS ARM. BLOOD SPURTS.

BAM! A SHOT RINGS OUT. Chimps scatter.

Stunned, Rocket spins around - HIS MOUTH FULL OF CAESAR'S BLOOD - AND SEES DODGE OUTSIDE THE CAGE, RIFLE IN HAND. He pulls a TRANQUILIZING DART from his shoulder.

Caesar starts to move off -

BAM! DODGE SHOOTS A TRANQUILIZER DART INTO THE SIDE OF CAESAR'S NECK - HE GRABS AT THIS THROAT AND FALLS.

BAM! DODGE SHOOTS ROCKET AGAIN.

Caesar rolls over to look up... as Rocket topples onto him.
Out cold.

INT. RANCH INFIRMARY - DAY

Caesar lies on a medical table, NECK AND LEFT ARM BANDAGED.

His shirt's ripped, and he's still wearing the khaki pants,
now filthy and torn. TIGHT STRAPS RUN ACROSS HIS CHEST,
PINNING HIM TO THE TABLE.

It's a small room furnished with meagre medical equipment.
Rocket's across the way, unconscious but breathing,
restrained to a medical table.

Caesar opens his eyes. Takes a moment to get his bearings.

VOICE

Caesar.

Stewart stands over him. The light shines behind her head.

STEWART

Do you remember me? I'm Dr.
Stewart.

She hands him a cup of water with a straw.

STEWART (CONT'D)

Drink.

Caesar doesn't want the water. He signs. She clearly
doesn't understand. He signs again.

STEWART (CONT'D)

I don't understand.

Caesar's desperate. He opens his mouth, makes a LONG, LOW
SOUND. She's taken aback - is he trying to *speak*?

STEWART (CONT'D)

Can you show me? Show me what you
need.

Caesar pulls at the restraints.

STEWART (CONT'D)

I can't take those off.

Caesar sags with defeat, overcome with DESPAIR.

STEWART (CONT'D)
I'm sorry this has happened,
Caesar. So sorry.

Stewart stares at him. Moved at the complexity of his emotion, the obvious intelligence behind his pain.

STEWART (CONT'D)
I'm here once a week. I'll do my
best to look after you.

EXT. STORAGE SHED - DAY

Dodge pulls heavy bags of Primate Chow from a truck, stacking them in a SHED. He spots Stewart striding towards him, and--

Ducks out of sight, vainly brushing back his hair.

STEWART (O.S.)
What were you thinking?

DODGE
Oh, hey Doc.

STEWART
That chimp needs *protection*.

Dodge's face falls.

STEWART (CONT'D)
You could've gotten him killed.

DODGE
(a lie)
I told Rodney not to open his cage.

STEWART
Can't you see how sensitive he is?
How intelligent?

DODGE
Yeah, no, he's a real smart
dresser.

STEWART
I want him moved to the orangutan
house. He'll be safe there until
we re-introduce him to the group.

DODGE
I'm sorry, since when do volunteer
animal doctors make the rules
around here?

STEWART
Please. Just do it.

DODGE
Whatever you say, doc.

Dodge returns to stacking the chow.

DODGE (CONT'D)
You're the one with the college
education.

INT. 'VIRUS FACTORY', GEN-SYS LABS - DAY

A spinning machine, test tubes, a giant propagation tank.

Empty canisters labeled *ADENOVIRUS 113*.

REVEAL WILL in the doorway, watching it all very carefully.
A VIRUS TECHNICIAN approaches him. He's tentative, nervous.

VIRUS TECHNICIAN
Dr. Rodman - I think there's been a
mistake.

Will's been waiting for this observation - he's surprised it
took so long to come up.

VIRUS TECHNICIAN (CONT'D)
I've double-checked the replication
rate of the 113 - and it's
enormously fast compared to the
112.

WILL
That's why we're using it. We need
the drug quickly.

VIRUS TECHNICIAN
But... isn't it risky? I mean, at
this rate of propagation, we
greatly increase the possibility of
mutations that are out of our
control. It's a highly unstable -

WILL
I appreciate your concern - but
it's going to be fine. We plan on
taking precautions.

The Technician pauses, not entirely satisfied. But Will's
look tells him the conversation is over.

BEEP BEEP BEEP...

EXT. GEN-SYS LABORATORIES - DAY

A large truck backs onto a loading dock. Will watches as a **NEW GROUP OF CHIMPANZEES** are unloaded from the truck and brought into the lab.

INT. WILL'S STUDY - NIGHT

Will's in his sweats, working. DOORBELL.

EXT. WILL'S HOUSE - NIGHT

Will opens the door to FIND STEWART STANDING THERE. For a moment he's too shocked to say anything.

STEWART

Sorry to drop in on you like this.
The clinic at the zoo gave me your
address but they didn't have a
phone number -

WILL

(recovering)

Don't worry about it. You want to
come in?

INT. WILL'S HOUSE - NIGHT

They stand awkwardly by the door. She looks great.

WILL

Can I - you want a cup of coffee or
something?

STEWART

No - thanks. I just wanted to let
you know that I've seen Caesar.

Seen Caesar?

WILL

How?

STEWART

I volunteer once a week at The
Ranch.

WILL

Is he alright?

She hesitates, wanting to be honest but not alarming.

STEWART

Yeah. He had a rough start, but things should get smoother from now on...

In the other room, Walter and his Aide become visible. Will follows Stewart's curious gaze.

WILL

That's my dad. He's not doing too well.

STEWART

Oh. Sorry.
(beat)
Anyway, Caesar's going to be okay. I'm looking after him.

WILL

Thank you... I appreciate that.

Awkward beat.

STEWART

Well. If you give me your number I'll let you know from time to time how things are going -

WILL

Let's grab a drink.

Takes her by surprise. Maybe takes him by surprise too. She's happy he asked.

STEWART

Love to.

EXT. RANCH GROUNDS - NIGHT

Nighttime.

INT. ORANGUTAN HOUSE - NIGHT

A repulsive bowl of primate chow. Caesar - bandaged, beat-up and miserable - picks at it. In the next cage, the orangutans sleep.

ROCK AND ROLL MUSIC. Dodge and Rodney drive up in a truck, windows down, radio blaring. Dodge gets out, cigarette in his mouth, and moves drunkenly to the storage shed.

He emerges with two BEERS, throws one to Rodney.

Caesar watches as Dodge offers a beer can to a chimpanzee.

DODGE
Want a beer?

The chimp reaches but Dodge pulls it away.

DODGE (CONT'D)
Here's a little taste of beer...

He unzips his fly and PISSES INTO THE CHIMP'S FEEDING TROUGH.

Caesar watches, disgusted.

INT. ORANGUTAN HOUSE - MORNING

A LEVER THROWN OPEN.

Caesar watches as Dodge opens all the chimpanzee house cages in succession.

Rodney moves to the orangutan house. CAESAR PAYS CLOSE ATTENTION TO THE LOCK AS IT SLIDES OPEN.

DODGE & RODNEY
Move it! Let's go!

Dodge and Rodney herd the apes from their cages, brandishing ELECTRIC CATTLE PRODS. The primates rouse themselves, move across the bridge.

On his way out, an orangutan, MAURICE - WISE COUNTENANCE, ORANGE AND WHITE BEARD - takes a moment to check Caesar out, then moves off to join the others.

Caesar maneuvers to get a better view.

Rocket walks, king-like, among the apes. Caesar watches him push a smaller MALE aside. The Male defers, extending his arm forward, palm up, supplicating. ROCKET CASUALLY RUNS HIS HAND, PALM DOWN, OVER THE OUTSTRETCHED ONE.

Rocket's the cock of the walk - the ALPHA MALE.

Caesar shifts his attention to the GORILLA, Buck - still alone in his cage, staring through the bars, miserable.

Why doesn't the gorilla ever get to go out?

Then something across the ranch catches Caesar's eye: WILL'S CAR'S DRIVING UP TO THE OFFICE.

His heart skips a beat. He moves to the bars, barely able to contain his excitement.

EXT. RANCH GROUNDS - DAY

Will waits at a picnic table as Dodge approaches with Caesar on a leash. He's immediately struck by Caesar's injured appearance, but he plasters a smile on his face. Caesar's clearly thrilled to see him.

WILL

There you are! I heard what happened.

CAESAR

(signing)

Home now. Caesar home.

He tugs Will away from Dodge.

WILL

I'm going to get you out of here, but not today. I'm working on it.

Caesar's face falls.

WILL (CONT'D)

Soon. I promise.

Will notices Dodge's ELECTRIC CATTLE PROD.

CAESAR

(signing)

Home.

Still a question, a flicker of hope.

WILL

(kills him to say it)

Not yet. I can't yet.

Caesar realizes: *Will's going to leave him here.*

First incredulous - then *outraged* - Caesar turns away and starts walking back to his cage.

WILL (CONT'D)

Wait a second - Caesar, where are you going?

Caesar doesn't respond, doesn't turn, just keeps walking. Dodge catches up with him.

DODGE
 (loud enough for Will)
 No place like home, huh monkey boy?

WILL
 Caesar - come back here!

He watches Caesar's retreating back, Dodge trotting alongside him. Realizes Caesar's nearly breaking into a run.

EXT. ORANGUTAN HOUSE - DAY

Dodge locks Caesar in his cell. Then moves around to the...

EXT. STORAGE SHED - DAY

...storage shed. He notices Will's car still parked in front of the office... just as -

BAM! WILL DECKS HIM WITH A FIST TO THE FACE. Dodge hits the ground. Will stands over him, too livid to realize he might've just broken his hand.

WILL
 You son of a bitch.

Dodge scrabbles to his feet, wipes the blood from his nose.

DODGE
 That was not a smart thing to do.

Dodge is clearly much tougher, stronger than Will, but Will's too angry to care.

WILL
 If I find out Caesar's been hurt,
 if he's mistreated in any way, I
 swear I'll have you brought up on
 charges.

Dodge looks towards Landon's house, restrains himself.

DODGE
 That wild-eyed chimp isn't yours
 any more. He's *mine* now.

The truth of the statement is worse than any punch.

DODGE (CONT'D)
 And you're on private property.
 Now get the hell out of here.

WILL
 Forget jail. I'll come back and
 kill you.

EXT. STORAGE SHED - LATER

A bag of CHIPS AHOY COOKIES. Caesar - looking morose -
 watches as Rodney pops a cookie in his mouth and stuffs the
 bag into the shed...

STEWART (O.S.)
 Morning Caesar.

INT. ORANGUTAN CAGE - DAY

The door slides open. Stewart enters, followed by Dodge.

STEWART
 How's your arm? Mind if I take a
 look?

Stewart rummages in her MEDICAL BAG. CAESAR WATCHES AS SHE
 PULLS OUT A PAIR OF SCISSORS, cuts off his bandages.

STEWART (CONT'D)
 Looking good...

Caesar makes eye contact with Dodge over Stewart's shoulder.
 She pulls a harness from her bag.

STEWART (CONT'D)
 I'm taking him out. Thought I'd
 cheer him up, show him the horses.

DODGE
 No way.

As she walks to Dodge, CAESAR GLANCES INTO HER MEDICAL BAG.

STEWART
 What are you going to do? Use a
 cattle prod on me?

DODGE
 If you're into that kind of thing.

STEWART
 I'm safer with him than I am with
 you.

DODGE
 Answer's no.

Stewart turns to Caesar, who's retreated onto a bed of straw.

STEWART
I can't take you.
(glancing at Dodge)
Maybe another time.

INT. ORANGUTAN CAGE - NIGHT

RAIN. The apes sleep. Except for Caesar.

Standing in the corner of his cage, Caesar pulls STEWART'S SCISSORS and a roll of MEDICAL TAPE out from the STRAW.

He kneels at his bedding, gathering sticks and straw. Then he begins weaving the tape through several sticks, binding them and extending them end to end.

Caesar pauses, sensing something. He looks over his shoulder, discovers MAURICE THE ORANGUTAN watching him.

They hold each others' gaze, Caesar taking his measure. Then Caesar puts a finger to his lips. "Shhhh."

Maurice makes no movement, but the agreement is clear. Caesar returns to crafting the tool.

INT. LAB/PRIMATE HOUSE - DAY

Dark FORMS in cages, illuminated by GREEN FLUORESCENT LIGHT.

The DOOR OPENS. EYES OPEN, HEADS TURN.

Will enters - WE SEE THAT HIS HAND HIS BANDAGED.

The apes watch as he walks along the cages, eyes searching the dark chimpanzee faces.

EACH LAB CHIMP HAS A DIFFERENT COLORED IDENTIFICATION WRIST BAND.

WILL
Which one of you wants chocolate...

Chimpanzees stare back at him, giving him nothing.

NOISE FROM BEHIND. Will turns. Down the row, A CHIMPANZEE ARM EXTENDS FROM A CAGE, PALM UP - WITH A RED BAND.

Will walks to the cage, chimp #11, reads the label beside it.

WILL (CONT'D)
"Koba."

He peers inside. Koba stares back, EYES MURKY AND SMALL BENEATH A HEAVILY PROTRUDING BROW, DARKENED PIGMENTATION STREAKS DOWN EACH CHEEK. A SINISTER FACE.

He DROPS AN M&M INTO KOBA'S PALM. Eyes on Will, Koba secrets it to a "storage spot" inside the cage.

Then he puts out his hand again.

VOICE (O.S.)
Nanotherapy, beta version: Male
Test Subject Number eleven.

INT. PRIMATE RESEARCH LAB - DAY

Koba doesn't resist as Will straps him to the table.

He watches as a HANDLER - EVANS - moves into the next room, opens a refrigerator with a strange BIOHAZARD SYMBOL and pulls out CANISTER labeled ADENOVIRUS 113.

Evans and Will each slip on HAZMAT masks, making sure they're secure. Then Evans hands the 113 to Will.

All of this avidly taken in by Koba's dark eyes.

Will inserts the adenovirus 113 nozzle into a plastic oxygen mask.

Koba's eyes are on him as he brings the mask toward the chimp's face.

EVANS
(through mask)
Boy, he's a calm one, isn't he?

Will tilts the nozzle, releasing a BLAST OF AEROSOL MIST INTO KOBA'S NOSE AND MOUTH.

THE CHIMPANZEE CONVULSES ON THE TABLE.

INT. STEWART'S KITCHEN - NIGHT

CHOP STICKS digging into take-out Chinese. Stewart and Will sit in her kitchen, eating. It's clear from their state of dress (or undress) that they've been intimate.

Because his hand is still bandaged, he's having a hard time with the chopsticks.

STEWART
You actually *punched* him?

WILL

I did.

She thinks it's funny.

STEWART

I've been wanting to do that since
the day I met him.

WILL

I don't advise it. My hand's
killing me.

STEWART

Here. Let me help you out.

She begins feeding him the Chinese food. He puts down his
chopsticks.

WILL

I'm going to get him out of there.

STEWART

I know you are.

WILL

And I'm going to get my dad back
too.

INT. ORANGUTAN HOUSE - NIGHT

Caesar tapes sticks together. WE SEE that he's created a
THREE-FOOT LONG "ARM". He tapes the scissors firmly to its
end, finger holes sticking out. Finished.

Silently he moves to the edge of the cage. USING THE
CONTRAPTION, HE LOOPS THE FINGER HOLES OVER THE LATCH.

He tries once. Misses. Twice. Misses again. Caesar keeps
trying... until finally the loop's in place.

Then he begins to tug. Tug. Tug. CLICK - the LATCH OPENS.

He glances over to Maurice, who silently watches.

Caesar pushes open the cage door. MAURICE'S EYES FOLLOW HIM
INTO THE NIGHT.

EXT. BRIDGE AREA - NIGHT

Caesar walks across the bridge. He passes the entrance to
the chimpanzee house - and keeps going.

EXT. GORILLA HOUSE - NIGHT

He arrives at the Gorilla House.

Buck's visible in his cage, asleep on a bed of straw. Caesar unlocks the door latch and opens the cage door.

He waits, but Buck doesn't budge. He's still fast asleep. Caesar hesitates. Then he slowly...

INT. BUCK'S CAGE - NIGHT

...enters the cage, edging up to the sleeping gorilla.

From this vantage point, Buck looks enormous, his vast chest rising and falling with sleep. Caesar very carefully wiggles his toe.

There's a GRUNT and a WHIRL OF BLACK FURRY MOVEMENT. Caesar finds himself staring into the huge, angry gorilla face.

Caesar - nervous - beckons toward the open door.

Buck understands but can't believe it. For a moment he doesn't move. Caesar makes the gesture again - "Come on, let's go."

Before he can finish, Buck bursts past him...

EXT. BRIDGE - NIGHT

...across the bridge...

EXT. ATRIUM - NIGHT

...and into the atrium. Caesar follows.

The full moon shines down on Buck, the tree, the climbing structure.

The gorilla feels his feet on the grass, savoring every step. Then he begins to run. He runs as fast as he can, all the way across the atrium, then all the way back.

Back and forth, GORILLA WIND SPRINTS of freedom.

Caesar stands back, silently watching.

EXT. STORAGE SHED - MORNING

A morning like any other. Dodge goes through his routine: opening the door, wheeling out a wheelbarrow.

He makes his way to the ape houses.

EXT. GORILLA HOUSE - MORNING

Dodge and his wheelbarrow approach the Gorilla House. Closer and closer to the cage.... until they're right in front.

The CAGE DOOR'S CLOSED, BUCK INSIDE. Dodge shovels primate chow into the gorilla's trough.

BUCK TAKES A HANDFUL AND LOOKS ACROSS TO CAESAR, WHO RETURNS HIS GAZE FROM THE ORANGUTAN HOUSE.

INT. ORANGUTAN CAGE - MORNING

Caesar senses something: Maurice is staring at him. Caesar's beginning to wonder what Maurice wants when the ORANGUTAN DOES SOMETHING REMARKABLE: HE USES SIGN LANGUAGE.

MAURICE
Happy gorilla.

Caesar's shocked.

MAURICE (CONT'D)
Surprise.

CAESAR
Signing orangutan.

MAURICE
Maurice circus orangutan.

CAESAR
More ape sign?

MAURICE
No. Maurice alone.

They HEAR DODGE'S WHEELBARROW APPROACH.

CAESAR
Careful. Stupid human no like smart ape.

Dodge begins shoveling primate chow into the troughs. Maurice and Caesar stop signing and blend in.

INT. CHIMPANZEE HOUSE/ROCKET'S CAGE - NIGHT

Rocket sleeps. Pieces of primate chow hit him in the head.

He wakes with a start. SEES THAT HIS CAGE DOOR IS OPEN.

Rocket gets to his feet, sees CAESAR STANDING IN THE COMMON AREA.

Rocket GRUNTS and sprints after him - through the chimpanzee common area - toward the door -

Where WHAM! CAESAR WHACKS HIM IN THE HEAD WITH ROCKET'S PLASTIC REFRIGERATOR.

ROCKET STAGGERS, TRYING TO RECOVER, AND LANDS ON HIS BUTT. HE LOOKS UP TO SEE CAESAR... AND BEHIND HIM, STANDING LIKE A MOUNTAIN: BUCK.

Buck raises his arms and SLAMS them down with a MIGHTY ROAR: Caesar slings the plastic refrigerator aside, sending it SKITTERING across the CONCRETE.

The chimpanzees, awake now, watch to see what will happen.

Rocket looks from Buck to Caesar. He's beaten.

STRETCHING OUT HIS HAND, PALM UP, ROCKET MAKES THE SUPPLICATING GESTURE. CAESAR RUNS HIS HAND - PALM DOWN - OVER ROCKET'S, SEALING HIS DOMINATION.

A COLLECTIVE GASP OF AWE moves through the house.

Rocket crawls back to his cage, defeated. Caesar - walking at full height - follows. He CLOSES ROCKET'S CAGE DOOR AND LOCKS HIM IN.

Then Caesar walks upright around the cages once more, making eye contact with each and every chimpanzee. He exits with his Lieutenant, Buck, in tow.

CHIMPANZEE HOUSE HAS A NEW ALPHA MALE.

INT. PRIMATE RESEARCH LAB - DAY

Will and Evans (the handler) are wearing hazmat masks as they administer Adenovirus 113 to chimp after chimp.

Chimp after chimp convulses on the table.

They lead Koba to the table. Koba knows what to do. He lies down, allows himself to be strapped in.

All routine. Everyone's guard is down.

But as soon as the BLAST OF AEROSOL MIST is released, KOBA THRASHES OUT AN ARM, HITTING EVANS IN THE SIDE OF THE HEAD.

WILL
Hold him steady!

Evans tightens the straps on Koba's flailing arm.

WE SEE THAT EVANS' MASK HAS BEEN KNOCKED ASKEW.

Will finishes administering the drug. Koba goes limp on the table.

WILL (CONT'D)
You okay Evans?

EVANS
Yeah. I'm good.

INT. PRIMATE RESEARCH LAB - DAY

Will demonstrates the "Tower of Hanoi" puzzle. Koba watches.

WILL
You can't put larger blocks on top
of smaller ones.
(pointing to right side)
Move the stack from here to here.

Koba takes the puzzle and ROTATES IT 180 DEGREES CLOCKWISE,
SO THAT THE LEFT STACK IS INDEED NOW ON THE RIGHT SIDE.

Will looks at Koba. Koba looks back.

WILL (CONT'D)
(demonstrating)
You've got to take the blocks off
and stack them again, like this.

Will turns the puzzle back around.

WILL (CONT'D)
Let's see you try.

Koba puts out a palm - asking for an M&M.

WILL (CONT'D)
I'll give you an M&M if you can get
the blocks to the other side - but
*don't do it the way you did last
time.*

Koba thinks, then ROTATES THE PUZZLE AGAIN - THIS TIME
COUNTERCLOCKWISE. Ingenious in its own way.

WILL (CONT'D)

You know what I want. You're just not going to give it to me.

Koba puts out a palm. There's A LOOK IN HIS EYE, MALEVOLENT, DISQUIETING.

AND SOMETHING ELSE: HIS EYES HAVE CHANGED. THEY LOOK SOMEWHAT LIKE CAESAR'S - GREENER, LESS SIMIAN...

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

What do you think of Koba?

INT. PRIMATE HOUSE - DAY

We look through cage bars at Will and Franklin, who stand far away, across the room.

FRANKLIN

You wanna know if I think the 113's making him nuts.

WILL

I know he's smart. But there's something else, something worrisome. He challenges me. Taunts me.

Will looks toward us, toward the bars.

WILL (CONT'D)

(almost to himself)

I don't want to try it on...

(catches himself)

...I don't want to start human trials if there's any chance of danger.

FRANKLIN

What you're seeing has nothing to do with the 113, Doc. The apes're just like us - they're complex. Some are loyal, some are selfish, some have a good sense of humor. And some are born rotten.

Koba moves into frame. We've been watching from his point of view, from inside the cage.

Now we look over his shoulder, where the sharp planes of his face frame the two men across the room.

FRANKLIN (CONT'D)

This one's a bad apple, that's all.

A chill runs down Will's spine.

EXT. GEN-SYS LABORATORIES/MAIN GATE - DAY

A car pulls up to the gate. Evans is driving. He looks ill.

GUARD

(opening gate)

Early day today, Evans?

EVANS

Actually I'm not feeling too good.

EVANS GETS A SHIVER.

GUARD

You know what: Whiskey, lemon,
honey and a cup of hot water.
Never fails.

EVANS

Thanks - I'm on it.

Evans drives off.

EXT. PADDOCK - DAY

Stewart sits atop one of the ranch horses, looking down at the chimpanzee area.

She watches CAESAR walking across the bridge. Caesar moves easily among the apes, his Alpha Male status clear as the others make way for him.

Stewart's relieved - and a little surprised - to see Caesar so at ease with the other apes.

INT. CHIMPANZEE HOUSE - DAY

ROCKET'S MISERABLE. Dodge and Rodney watch him through the bars.

RODNEY

Still won't eat, won't come out.

DODGE

I can fix that.

Dodge drags the hose to Rocket's cage.

DODGE (CONT'D)
Get that monkey ass out of there!

INT. ORANGUTAN CAGE - DAY

Caesar watches Dodge BLAST Rocket with WATER. Rocket doesn't struggle, doesn't fight back. The harsh jet pelts his back.

INT. CHIMPANZEE HOUSE/ROCKET'S CAGE - NIGHT

Rocket sleeps. The FEEDER BIN OPENS AND SHUTS, waking him.

Tentatively, Rocket peers inside the bin: A COOKIE. Never seen a cookie before. Rocket picks it up. Smells it. Takes a taste. Wow. He gobbles it down.

At that moment Rocket's CAGE DOOR OPENS.

Caesar stands holding a LARGE BAG OF CHIPS AHOY. He tosses a cookie to Rocket. Beckons him out of the cage.

INT. CHIMPANZEE HOUSE/COMMON AREA - NIGHT

Rocket exits warily, on his guard for anything....

But Caesar simply stands with the cookie bag. No gorilla. No shovel.

He hands the cookie bag to Rocket.

Rocket watches - confused - as CAESAR PULLS THE MAIN LEVER, OPENING ALL THE CAGES AT ONCE.

CHIMPS EMERGE, bewildered.

Rocket stands with the cookie bag, unsure what to do. Caesar makes a motion with his hand.

Now Rocket understands. He gives a cookie to the nearest chimp. Then another one. Then another.

The chimps go crazy for the cookies. THEY GATHER AROUND ROCKET, WHO PROUDLY DISTRIBUTES THEM. A TRANSFORMATIVE MOMENT - ROCKET'S FOUND HIS FOOTING.

Now Caesar opens the orangutan and gorilla cages. A moment of discomfort as Caesar leads the other apes in.

Caesar pulls an orangutan over to Rocket. Rocket hands the orangutan a cookie. The other orangutans and Buck immediately line up. Discomfort's gone - now it's one big party.

Caesar watches, satisfied, as the apes feast together.

EXT. ATRIUM/TREE - DAY

Caesar sits high in the tree, looking down at the apes. Rocket's part of the group again, but no longer the Alpha.

Caesar's got his eye on CORNELIA, a FEMALE APE, standing with a group of females. He follows her movements with his eyes...

Maurice climbs up next to Caesar.

MAURICE
Why cookie Rocket?

CAESAR
Need strong. All apes strong.

MAURICE
No understand.

Caesar grabs a small twig off the tree and BREAKS IT.

CAESAR
Gorilla.

He breaks another twig.

CAESAR (CONT'D)
Orangutan.

He breaks another.

CAESAR (CONT'D)
Chimpanzee.

He grabs a bunch of twigs and holds them together - now they can't be broken.

CAESAR (CONT'D)
Apes.

EXT. WILL'S HOUSE - MORNING

Establishing shot. A beautiful morning.

INT. WILL'S HOUSE - MORNING

Will's getting ready for his day. Hair wet from the shower, buttoning up his shirt, he pauses to pour himself a cup of coffee, look up at the clock.

He takes a sip, heads down the hall to his father's room.

WILL

Someone's sleeping late today -

Will opens the door - and FREEZES IN HIS TRACKS.

WILL (CONT'D)

Dad?

EXT. CEMETERY - DAY

LONG SHOT of Will sitting at a gravesite service, surrounded by twenty-odd PEOPLE. WE RECOGNIZE Stewart, Jacobs, one of the Aides.

EXT. RANCH - DAY

Will waits at the picnic table. He's been there a while. Finally Rodney appears.

RODNEY

Sorry - can't get him to come out.
He won't budge.

WILL

He knows I'm here?

RODNEY

I told him.

Will brushes by Rodney, heads for the cages.

RODNEY (CONT'D)

Hey - you are not allowed back
there -

Will ignores him, keeps going.

EXT. ORANGUTAN CAGE - DAY

Caesar sees Will coming. He turns his back, heads to a common area away from the bars.

Will runs up to the cage.

WILL

Caesar - please! I've got
something to tell you -

(beat)

It's about Walter.

WE FIND CAESAR deep out of sight in the orangutan cage. He's heard Will's words.

Will waits. Caesar's not coming out.

NEWSCASTER (O.S.)
NASA has temporarily lost
communication with the Icarus.

INT. WILL'S LIVING ROOM - NIGHT

Will sits with a glass of Scotch, watching TV. Stewart's looking at a FRAMED PHOTOGRAPH.

NEWSCASTER
Captain Taylor and his crew are
navigating the ship around the dark
side of Mars. Communication is
expected to be reestablished -

WILL
I was too late.

She puts the photo down, cuddles against him.

STEWART
You tried. You worked really hard.
Walter knew that.

WILL
Wasn't good enough though, was it.

ANGLE ON THE PHOTOGRAPH. It shows a younger Walter and his two teenage sons...

INT. LAB - NIGHT

Franklin's on the phone.

FRANKLIN
Just checking in. You didn't show
up at work today.

CUT TO:

INT. EVANS' APARTMENT - NIGHT

Crummy little place. TV's on with no sound. WE HEAR FRANKLIN'S VOICE through the phone machine.

FRANKLIN (O.S.)
Hope you're feeling better - let me
know if you need anything.

REVEAL EVANS, LYING IN BED, DEAD - a streak of brown dried blood across his cheek - as if draining from his lifeless eye.

EXT. RANCH - NIGHT

Deep night at the ranch. A moon half-hidden by clouds.

INT. ORANGUTAN CAGE - NIGHT

Caesar uses his contraption to get out of the cage. Maurice grabs his arm.

MAURICE

Where go?

CAESAR

Find Mother.

EXT. RANCH/PRIMATE HOUSES - NIGHT

Caesar slips out of the orangutan house, heads toward the GATE.

As he passes the chimpanzee house HE HEARS A CHIMPANZEE CALL OUT. He turns. Finds Rocket staring out at him, wanting to go with him.

Caesar hesitates. Rocket CALLS OUT LOUDER.

To quiet him, Caesar walks over to Rocket's cage, but as he gets closer, he sees something that gives him pause: ROCKET'S EYES HAVE CHANGED.

Caesar gets right up against the bars of Rocket's cage, takes Rocket's face in his hands and looks into his eyes: THEY ARE UNMISTAKABLY GREEN.

Reeling, Caesar tries to make sense of this. And then he remembers the bite. *Rocket bit him.* He looks down at the wound on his arm, now nearly healed.

Has Caesar's blood changed Rocket?

Caesar opens Rocket's cage. The chimp emerges, ready for anything.

EXT. CHIMPANZEE HOUSE - NIGHT

Caesar and Rocket barrel across the ranch, past the living quarters, past the barn, onto the winding road leading away.

EXT. NEAR-DESERTED TWO LANE HIGHWAY - NIGHT

Middle of the night, only a few cars.

Caesar and Rocket stick to bushes and shadows. They wait for a break in traffic, cross the highway.

EXT. OUTSKIRTS OF TOWN - NIGHT

In the distance the LIGHTS of the TOWN give a glow to the night sky. Caesar and Rocket gallop toward it.

EXT. SUBURBAN STREET - NIGHT

Dark, quiet. RUSTLING IN THE TREES, as if a storm is coming.

SUDDENLY CAESAR BURSTS THROUGH, SWINGING FOR THE NEXT TREE. A moment later ROCKET FOLLOWS.

Swinging from tree to tree, they make their way down the suburban street.

INT. WILL'S BEDROOM - NIGHT

CLOSE ON WILL'S SLEEPING FACE.

CREAK, CREAK...CREAK, CREAK.

WILL'S WAKENED by the NOISE. *What is that?*

CREAK, CREAK...CREAK, CREAK.

It's coming from outside.

REVEAL STEWART asleep next to Will. He gets out of bed, moves to the window, looks into the back yard.

THE SWING MOVES BACK AND FORTH, AS IF RECENTLY OCCUPIED.

Will scans the grounds - no movement, nothing to see.

Satisfied, he climbs back in bed and closes his eyes.

THAT'S WHEN A SHADOW PASSES OVER THE BED.

It's CAESAR'S SILHOUETTE, noiselessly emerging from the darkness.

He stands there, looking down at Will and Stewart.

His face is impossible to read.

INT. WILL'S LIVING ROOM - NIGHT

Rocket's fascinated by photos of Caesar with Will and Walter along the mantle.

Caesar emerges from Will's room and makes his way down the hallway.

INT. WALTER'S ROOM - NIGHT

Stripped bed, a couple of packed boxes. Caesar stands at the doorway, taking it in.

EXT. STREET - NIGHT

Feet pounding the pavement, Caesar and Rocket head away from Will's house.

EXT. OUTSIDE LAB - NIGHT

GEN-SYS RESEARCH SIGN. The grounds are deserted. A SECURITY GUARD listens to RADIO in the guard kiosk.

Caesar and Rocket - eyes on the Security Guard - stop at a spot hidden by a tree and scale the fence.

EXT. LAB GROUNDS - NIGHT

Caesar and Rocket drop down to the grass. They SNIFF THE AIR, head toward the Primate House.

INT. SECURITY KIOSK - NIGHT

The Security Guard yawns, checks his watch. Over his shoulder, on a monitor, WE SEE the dark forms of two chimpanzees run across the grounds.

EXT. PRIMATE HOUSE - NIGHT

Caesar and Rocket arrive at the Primate House. Caesar tries the big double door - locked. He looks upward, spies a ROW OF AWNING WINDOWS near the roof.

Rocket pushes a dumpster close to the building wall.

Then Caesar jumps on the dumpster and catapults himself to the window's ledge. Hanging by one arm, he swings himself in through the window.

Rocket follows.

INT. PRIMATE HOUSE/OFFICE - NIGHT

Franklin's got the graveyard shift. He's watching a movie on the office computer - doesn't hear anything.

INT. PRIMATE HOUSE - NIGHT

Eerie, darkly lit. SLEEPING CHIMPS stir. CAESAR and ROCKET drop to the cement floor.

Now they have a clear view of the cramped cages, DARKENED FIGURES INSIDE. Caesar walks alongside them, peering into each one, studying the shadowy, simian faces.

A HAIRY ARM EXTENDS THROUGH THE BARS, PALM UP - IT HAS A RED BAND AROUND ITS WRIST.

IT'S OFFERING AN M&M.

Caesar approaches the cage... FINDS HIMSELF FACE TO FACE WITH KOBA.

HIS EYES ARE BEADY, A STEELY GREY.

THE TWO CHIMPANZEES SIZE EACH OTHER UP. EACH SENSES SOMETHING IN THE OTHER, BUT NEITHER KNOWS WHAT IT IS.

Caesar moves on. HE'S INTENT, LOOKING FOR SOMEONE.

Rocket barrels forward, grabs the M&M from Koba's hand.

Koba offers up ANOTHER M&M. But ROCKET'S EYES ARE ON THE RED IDENTIFICATION BAND - THAT'S WHAT HE WANTS.

KOBA CAN SEE THIS. HE OFFERS IT UP - IN RETURN FOR OPENING HIS CAGE.

ROCKET CONSIDERS A MOMENT, THEN MOVES TO THE LATCH.

ANGLE ON Caesar.

He's nearly reached the last of the cages, and the DISAPPOINTMENT IS PLAIN ON HIS FACE.

These chimpanzees are distant, strange. No familiar face. NO CONNECTION.

Caesar reaches the last cage, where A YOUNG CHIMP, sick, stares back at him.

Caesar turns away, crestfallen.

He YELLS for ROCKET, and the two of them take off. The LAB CHIMPS start to SCREAM.

INT. PRIMATE HOUSE/OFFICE - NIGHT

HEARING THE COMMOTION, Franklin puts down his book, heads...

INT. PRIMATE HOUSE - NIGHT

...into the Primate House. Where he stops in his tracks. Koba STANDS IN THE MIDDLE OF THE ROOM, UPRIGHT.

They stare at each other.

Then Koba LEAPS FOR HIM.

EXT. LAB GROUNDS/GUARD KIOSK - NIGHT

Caesar and Rocket head for the fence. A GUARD approaches on his nightly rounds.

They look at each other, lay low.

To protect Caesar, Rocket takes off running. The SHOCKED SECURITY GUARD SEES HIM, GIVES CHASE, FUMBLES FOR HIS WALKIE-TALKIE.

But Rocket's too fast - in a moment he's out of sight.

EXT. ROAD OUTSIDE LAB - NIGHT

Caesar's waiting when Rocket runs up. They take off together.

INT. CHIMPANZEE HOUSE - NIGHT

Caesar and Rocket enter. That's when WE NOTICE: CAESAR'S KHAKI PANTS ARE GONE - HE'S NO LONGER DRESSED LIKE A HUMAN.

Caesar opens Rocket's cage. As soon as the door closes behind him, the huge chimp collapses, exhausted.

Caesar walks around the chimpanzee house, images of the night swirling through his head. Around him, the chimps sleep, oblivious.

Except for CORNELIA - she's wide awake. Staring at him.

INT. PRIMATE HOUSE - NIGHT

The apes have calmed down. Koba slips back into his cage and closes the door.

CLICK. It locks into place.

EXT. RANCH GROUNDS - EARLY MORNING

Dawn of a new day.

INT. CHIMPANZEE HOUSE/CORNELIA'S CAGE - EARLY MORNING

Sunlight reaches through the bars and streaks across Caesar's face. He opens his eyes. Looks at Cornelia, still asleep.

Caesar creeps toward the open entrance to her cage.

INT. CHIMPANZEE HOUSE/COMMON AREA - EARLY MORNING

Caesar emerges into the common area. The chimps are still asleep.

There's a CLANKING as the OUTSIDE GATE OPENS.

Caesar freezes.

Dodge enters with the wheelbarrow of Primate Chow and the shovel. Locks the door behind him.

He hasn't seen Caesar yet.

DODGE
Rise and shine, assholes.

The chimps wake. One by one they notice Caesar, standing in the common area.

THEN DODGE SEES HIM.

DODGE (CONT'D)
What the hell -
(seeing Cornelia's open
cage)
You sly son of a bitch. How'd you
do that?

Dodge is careful, slow, as he picks up the shovel and holds it in front of him.

He circles around the common area toward Cornelia's cage.

DODGE (CONT'D)
We're gonna go slow here, alright?
You're gonna go back in your cage,
you're not going to give me no
trouble.

The apes - chimps, orangutans, the gorilla - are silent, riveted, waiting to see what will happen.

Cornelia stands, watching.

Caesar doesn't take his eyes off Dodge, but his expression is unreadable.

Dodge reaches Cornelia's cage. He VIOLENTLY BANGS THE SHOVEL AGAINST THE BARS.

DODGE (CONT'D)

Back!

Caesar reacts, a snarl curling his lips.

Keeping his eyes on Caesar, sweat dripping down his temples, Dodge KICKS CORNELIA'S CAGE SHUT.

Now he starts moving forward, trying to back Caesar toward the orangutan cage.

DODGE (CONT'D)

We're going to have you fixed,
Einstein, that's for damn sure...
But first we're going to figure out
how you pulled this off...

CAESAR INCHES BACK, KEENLY AWARE OF EVERY APE'S EYE ON HIM.

DODGE (CONT'D)

Go on. Get in that cage.

Caesar stops, refusing to go any farther.

DODGE (CONT'D)

I said *get!*

But Caesar doesn't move.

Dodge pokes the shovel at him, then SLAMS it to the cement floor.

He edges closer to Caesar, grip tightening around the shovel handle. Then he rears it back, face contorted in rage.

DODGE (CONT'D)

Get in that cage, you damn dirty
ape!

CAESAR'S EYES NARROW. HE STANDS TALL, STRETCHING TO HIS FULL HEIGHT.

THEN HE STARES DODGE FULL IN THE EYES, DIGS DEEP, AND WITH TREMENDOUS EFFORT... SPEAKS.

CAESAR
(with his voice)
No!

STUNNED SILENCE.

THE WORLD STOPS SPINNING.

Dodge is thunderstruck - nearly loses his balance.

Caesar has spoken. Actually uttered a word.

Maurice, Rocket, Buck, and all the apes stare, dumbfounded, trying to comprehend what has just happened.

And then.... they go nuts.

SCREAMING. YELLING. JUMPING UP AND DOWN.

That's when Caesar attacks.

He rushes Dodge, wrestling the shovel from his hands.

Dodge spins around to defend himself - and CAESAR HITS HIM IN THE SIDE OF THE HEAD.

Dodge staggers back.

Caesar SLAMS the shovel in his stomach.

Dodge crumples forward.

CAESAR SWINGS THE SHOVEL UP, SMACKING HIM IN THE FOREHEAD.

Lights out.

Caesar drags Dodge to Rocket's cage and opens the door. Rocket helps pull him inside.

THEN CAESAR OPENS ALL THE DOORS TO ALL THE CAGES - AND THE APES COME STREAMING OUT.

They gather around Caesar, who holds up STEWART'S SCISSORS AND SLICES OPEN HIS OWN PALM.

Then he walks to Rocket, who gets down on his knees and puts out his hand in the supplicating gesture. CAESAR TAKES THE SCISSORS AND SLICES ROCKET'S PALM, THEN PRESSES THEIR TWO HANDS TOGETHER.

He moves to Maurice, who offers up his hand. Caesar slices the palm and places his hand against it.

Then he turns to Buck - who stands up tall, beats his chest and YELLS... BUT THEN OFFERS UP HIS HAND.

And now Caesar looks around, as EVERY APE LINES UP, THEIR OPEN PALMS WAITING.

INT. WILL'S BEDROOM - DAWN

Will wakes, climbs out of bed, careful not to wake Stewart.

INT. HALLWAY - MORNING

He moves down the hallway, approaching Walter's room. He pauses, puzzled, at the door - which is AJAR.

Strange.

THE PHONE STARTS TO RING.

Will ignores it - slowly pushes the door open.... AND SEES CAESAR'S TATTERED PANTS LAID ACROSS THE STRIPPED BED.

He stands there, stunned.

JACOBS (O.S.)
Will? Hello? Will pick up the
goddamned phone!

INT. KITCHEN - MORNING

WILL
Hello?

INTERCUT WITH JACOBS AT THE LAB.

JACOBS
The animal handler - Franklin - was
killed last night. In the primate
house.

WILL
Franklin's dead?

JACOBS
Something very powerful broke his
neck. Snapped it in two.

WILL
Could it have been one of our
chimps?

JACOBS

All our apes are accounted for -
secured in their cages. But here's
the kicker: One of our security
guards swears he chased a
chimpanzee off the grounds last
night.

Will - with growing dread - looks out the window at Caesar's
swing.

JACOBS (CONT'D)

Where in the hell did that chimp
come from?!

EXT. WILL'S HOUSE - MORNING

Will speeds out of the driveway, Stewart by his side. She's
dialing her cell phone.

INT. RANCH HOUSE/LIVING ROOM - MORNING

Mr. Landon answers the RINGING PHONE. He's in his pajamas.

MR. LANDON

The Ranch. Landon speaking.

(listening)

Hey Stewart.

(listening)

Caesar? Dodge fed them breakfast
about half an hour ago...

He holds up a PAIR OF BINOCULARS, looks toward the atrium and
ape houses. Can't see anything wrong.

MR. LANDON (CONT'D)

Let me call you back...

He HEARS THE BACK KITCHEN DOOR OPEN. RUSTLING NOISES in the
kitchen. Opening and closing of cabinets.

MR. LANDON (CONT'D)

Hey Dodge - Stewart just called -

WE FOLLOW HIM out of the living-room, into the....

INT. RANCH/KITCHEN - MORNING

...kitchen.

MR. LANDON

She said that -

Landon goes pale. ROCKET AND TWO OTHER CHIMPANZEES ARE STANDING IN THE KITCHEN.

EXT. RANCH GROUNDS - MORNING

The two CHIMPANZEES drag Mr. Landon toward the Ape Houses. Rocket follows, munching cereal from a box of Cheerios.

IN THE DISTANCE

Rodney's visible, being dragged, SCREAMING.

EXT. RANCH GROUNDS - DAY

Will's car speeds up to the gate and stops.

STEWART
(on phone)
No one's answering.

In the distance they can HEAR the PHONE RINGING at the ranch house. From where the car is, nothing out of the ordinary is visible.

Will thinks a moment, gets out of the car.

WILL
You go get help.

STEWART
Not a way in the world. I'm coming with you.

EXT. RANCH HOUSE - DAY

They sneak into the back of the ranch house. All is quiet.

INT. RANCH HOUSE - DAY

But once inside, the level of destruction is immediately visible: Overturned table and chairs, plates smashed, cupboards emptied.

STEWART
Oh my God... I'm calling 911...

Will picks up Landon's BINOCULARS, moves to the front window.

HE SEES: Debris everywhere. Apes free, wandering... DODGE, LANDON and RODNEY BATTERED AND IN CAGES.

AND - IN THE ATRIUM - SURROUNDED BY HIS CLOSEST FOLLOWERS...

...CAESAR. CLEARLY THE ALPHA MALE. Clearly in control.

WILL

Caesar.

Will lowers the binoculars as Stewart rushes in. She's trembling.

STEWART

It's going to take them at least half an hour to get here.

He begins rummaging in drawers, in cabinets. There's an empty cookie bag, but Will's able to put his hands on a couple of stray COOKIES.

He has an idea.

Under the sink he finds what he's looking for: RAT POISON.

STEWART (CONT'D)

What are you doing?

WILL

I'm going to kill him.

STEWART

(horrified)

Caesar?

WILL

He's dangerous.

STEWART

You're wrong - he can't have been the one who killed that man -

WILL

There is no other explanation.

A BLACK SHADOW passes by the window. Then another. Stewart turns. Now there's another.

They're surrounded. She SCREAMS.

Will barricades the back door with a table.

Chimpanzees at every window BANGING ON THE GLASS, wanting in. GLASS SHATTERS.

Will and Stewart run to the front room, just as the door CRASHES OFF ITS HINGES - REVEALING BUCK.

INT. CHIMPANZEE HOUSE - DAY

WILL

Caesar! I need to talk to you!

Dodge, Rodney and Landon watch as Will and Stewart are pushed into the cage next door.

WILL (CONT'D)

Caesar!

DODGE

Welcome to the mad house.

STEWART

I called Animal Control - they'll be here soon -

WILL

(through the bars)

I just want to talk to you!

DODGE

Well this'll be interesting because your freak'll talk back.

RODNEY

Dodge thinks he spoke to him.

DODGE

He did! He said the word "no" - right to my face.

WILL

What do you mean?

DODGE

He can *talk*.

STEWART

That's impossible.

DODGE

Then he must have a voicebox in his ass, because I heard him!

Caesar walks up.

Will steels himself, feels in his pocket - the POISONED COOKIE is ready.

WILL

Caesar - people are coming. People with guns. You've got to make the apes go back in their cages.

CAESAR

(signing)

Apes no belong in cage. Human put apes in cage.

Will's heart sinks as he sees that Caesar is intransigent. He means what he's saying.

CAESAR (CONT'D)

(signing)

Never again.

Will takes a moment, DIGS DEEP TO MAKE HIMSELF DO WHAT MUST BE DONE.

Finally he brings the POISONED COOKIE from his pocket, holds it out.

WILL

I brought this for you.

Caesar eyes the cookie but doesn't take it.

WILL (CONT'D)

(it's killing him)

Don't you want it?

CAESAR

(signing)

Never.

They look at each other. Two creatures once so close, but now with a vast chasm between them.

WILL

You went to the lab last night. I know it was you.

Caesar doesn't deny it.

WILL (CONT'D)

(emotion spilling over)

How could you kill that man, Caesar? Once you kill you can't it back - that man's gone forever.

WILL SEES A GENUINE LOOK OF BEWILDERMENT CROSS CAESAR'S FACE.

It gives him pause.

CAESAR
(signing)
Caesar no kill.

WILL
But...

CAESAR
(signing)
Caesar no kill!

Caesar SLAPS the COOKIE from Will's hand.

Rocket immediately comes over to stand by Caesar, but Caesar doesn't want to fight. He's done - disgusted - with Will. He turns, begins to walk off.

WILL
Don't walk away. We need to talk.

CORNELIA FALLS IN STEP WITH CAESAR, BUT PAUSES TO SNIFF AT THE COOKIE ON THE GROUND.

WILL (CONT'D)
Don't - !

TOO LATE - SHE GOBBLES IT UP.

FOR GOOD MEASURE, ROCKET GIVES THE BARS A THREATENING SHAKE, AND THAT'S WHEN WILL SEES IT: KOBA'S RED WRISTBAND WRAPPED AROUND KOBA'S ARM.

WILL (CONT'D)
(shocked)
Where'd he get that wristband,
Caesar? That's Koba's band...
(realizing)
Did Koba get out of his cage??

Yelling after Caesar.

WILL (CONT'D)
Caesar wait!

But Caesar's not waiting.

EXT. RANCH GROUNDS - DAY

Caesar climbs onto the open tailgate of a pick-up truck. Apes gather around, expectant.

CAESAR
 (voice straining)
 No.

At the sound of Caesar's voice, the apes rise tall.

FROM THE CHIMPANZEE HOUSE Will and Stewart watch, stunned.

CAESAR (CONT'D)
 C...Cage!

The humans' jaws drop, petrified.

CAESAR (CONT'D)
 NO CAGE! NO MORE!

CAESAR FIERCELY POUNDS HIS CHEST. EXACTLY LIKE ALPHA.

THE APES SHRIEK TO HEAVEN.

BEAT OF JUNGLE DRUMS as CAESAR BOLTS FROM THE TRUCK BED.
 APES RACE TO FOLLOW HIM OFF THE RANCH.

Will - and the other humans - are blown away.

EXT. COUNTRYSIDE - DAY

The pack of apes, led by Caesar, emerges from the ranch gate and moves out over the countryside.

EXT. RANCH GROUNDS - DAY

ANIMAL CONTROL, AMBULANCE, POLICE VEHICLES stream onto the ranch.

VOICE
 They could be spread out all over
 the County by now.

Will and Stewart - released from the cages - speak to OFFICER HUFFS. Dodge, Rodney, and Landon huddle nearby.

WILL
 No - they'll stick together.

DODGE
 (interrupting)
 They're following one ape. You
 kill him, you stop them all.

HUFFS
 There's a leader?

DODGE
 (pointing)
 Ask *him* - he raised him.

All eyes to Will.

WILL
 His name is Caesar. If I can
 reason with him, I know I can put
 an end to this.

HUFFS
 Reason with him?

Huffs thinks he's nuts. He turns, starts toward his squad
 car. Will follows, Stewart on his heel.

WILL
 You don't understand - this chimp
 is smart - he'll listen to me -

HUFF
 (to nearby JUNIOR OFFICER)
 Get on the horn with every agency
 you can think of! We've got to
 track down these monkeys before
 they do major damage!

The Junior Officer - GRANGER - heads for his car. Dodge
 follows.

DODGE
 You need me riding with you. I've
 got experience with these animals.
 (eye on Will)
 I can point out the one you want.

EXT. GEN-SYS LABORATORIES - DAY

An AMBULANCE pulling away. Two POLICE CARS out front.
 Jacobs stands talking with a couple of POLICE OFFICERS.

OFFICER
 (handing Jacobs a card)
 If you think of anything else, this
 is where I can be reached -

A RUMBLING SOUND from behind.

They turn to see a RANCH APE ARMY heading their way.
 Shocked, they leap out of the way as best they can.

The apes STAMPEDE past them and SWARM INTO THE LAB.

INT. LAB/PRIMATE HOUSE - DAY

Caesar and his chimps BURST THROUGH THE DOOR.

No time is wasted. Cages are opened, LAB CHIMPS liberated.

Koba steps from his cage slowly, measuring the situation as apes around him go crazy.

EXT. LAB - DAY

A stunned Officer gets to his squad car walkie-talkie.

OFFICER

We have a situation at Gen-Sys
Laboratory! Approximately two
dozen apes, gorillas, I don't know
what the hell they are -

AUDIBLE CHAOS from inside the lab. YELLING, SCREAMING,
DESTRUCTION.

INT. MOVING SQUAD CAR - DAY

Huffs drives - Will in the front, Stewart in back. They can hear everything through the radio.

WILL

The lab.

HUFFS

You know anything about this?

WILL

That's where I work.

INT. LAB/PRIMATE HOUSE/TREATMENT ROOMS- DAY

ANARCHY OF MOVEMENT, BLURS of BLACK FUR running amok through white rooms, tearing everything up.

EMPLOYEES SCATTER - running for the exits. Some duck behind desks.

ANGLE ON REFRIGERATED CANISTERS OF 113.

Like everything else in the lab, torn down, stomped on, thrown against the wall.

Caesar and Buck walk through the lab, eyeing the destruction.

EXT. LAB - DAY

Jacobs, a Security Guard and the two Officers are huddled behind a squad car. Other Employees are hiding and watching from the safety of the parking lot. They suddenly realize that everything has GONE SILENT.

A moment later, LAB DOORS FLY OPEN.

OFFICER #1

Here they come!

A MASS OF PRIMATES BARREL TOWARD THEM.

OFFICER #2

There's more of them!

JACOBS

(realizing)

Those are my chimps...

They duck as the apes run by - some of them right up and over the car they're crouched behind.

BAM! BAM! BAM! as the chimps hit and leapfrog over the squad car - and their heads.

The apes stampede across the parking lot, where several use Jacobs' BLACK JAGUAR to VAULT OVER THE FENCE.

The last is BUCK, whose weight CRUSHES the car.

And then they're gone. Every last one of them.

Quiet now, except for CAR ALARMS.

INT. LAB - DAY

Jacobs enters the lab. In front of him is utter silence and devastation. Like the morning after a huge, destructive party.

Out of the quiet there's the PADDING SOUND OF FOOTSTEPS ON BROKEN GLASS.

Jacobs freezes.

KOBA APPEARS from around a doorway. He and Jacobs look at each other for a long moment.

Then Koba calmly walks past him.

Once outside Koba GALLOPS OFF. Jacobs can see him through the open doorway disappearing in the direction of the others.

Jacobs takes a stumbling step backwards, KICKING SOMETHING THAT GOES LOUDLY ROLLING ALONG THE CEMENT FLOOR.

IT'S A CRUMPLED CANISTER OF ADENOVIRUS 113. THE NOZZLE'S BROKEN OFF.

EXT. POLICE STATION - DAY

Four HELICOPTERS wait. Hoffs, Will and Stewart climb into one of them.

INT. ASCENDING HELICOPTER - DAY

HOFFS

Any idea where they're headed?

Will sees Dodge joining SHARPSHOOTERS in another helicopter below. He doesn't like it.

WILL

No.

HOFFS

They were seen heading north from the lab - let's start with that.

EXT. PLAYGROUND - DAY

A hillside park overlooking San Francisco bay. THICK FOG moving in.

KIDS EVERYWHERE - slides, seesaws, climbing structures.

A LITTLE GIRL plays in a sandbox. Her MOTHER reads on a bench nearby. The Girl looks up, claps her hands.

GIRL

Monkey!

OVER HER SHOULDER WE SEE A CHIMPANZEE HEADING OUR WAY. Then another. And another.

REVEAL THREE DOZEN APES EMERGING FROM THE FOG, MAKING THEIR WAY DOWN THE SLOPE.

Suddenly the Little Girl's not so sure.

PEOPLE START TO NOTICE - GRAB THEIR KIDS.

The Mother looks up from her book. SOMEONE SCREAMS.

GIRL (CONT'D)

Mommy?

The Girl's surrounded now by moving apes - the Mother can't get to her.

MOTHER

April!

Suddenly Caesar doubles back from the lead. He scoops her up and puts her down out of harm's way.

Then he continues herding the apes forward. He knows where he's going.

SIRENS APPROACH. Squad cars give chase.

INT. HELICOPTER - DAY

Fog rolls in off the bay. Will's strapped into his seat, looking down at the city below.

HUFFS

You see them?

WILL

No, I can't see -

STEWART

Oh my god.

Seated next to Will, she draws him to her window. FAR BELOW: it looks like a BLACK LOCUST moving through the urban sprawl - chased by numerous Squad Cars - directly behind them, along parallel streets...

She realizes something.

STEWART (CONT'D)

I know where they're going.

CUT TO:

EXT. SAN FRANCISCO ZOO - DAY

A SIGN: THE SAN FRANCISCO ZOO.

FAMILIES. Hot dog stands and ice cream vendors.

The fun is interrupted by the SOUND OF HELICOPTERS sweeping low overhead. Faces turn skyward...

A moment later, Caesar and his apes RUMBLE IN. Chaos.
PEOPLE scatter. SCREAM.

Released balloons float lazily upward.

INT. HELICOPTER OVER THE ZOO - DAY

Will watches Caesar moving the apes down the zoo's pathways,
dodging people, jumping over benches.

WILL

He's going to release the apes.

Looking to his left, Will sees a sniper try to get shots off -
but hesitate.

The apes are too interspersed with fleeing PATRONS.

EXT. SAN FRANCISCO ZOO - DAY

As the apes pass other enclosures, the ANIMALS GO NUTS.

Lions ROAR. Giraffes run back and forth.

INT. SAN FRANCISCO ZOO/APE ENCLOSURE - DAY

WRANGLER

What the hell am I supposed to do
when they get here?!

An APE WRANGLER screams into a wall phone at the Ape
Enclosure. The ZOO APES are agitated and anxious - they know
something's coming.

Suddenly the phone is ripped from wall. The Wrangler cowers,
turns to see Caesar and his apes.

Rocket rattles the door, bares his teeth.

The Wrangler understands - fumbles for his keys.

SOUND OF BOLTS AND LOCKS CLICKING OPEN.

INT./EXT. APE ENCLOSURE/ZOO - DAY

All kinds of apes - Chimps, Orangutans, Gorillas - rush from
their separate enclosures.

Caesar's apes are waiting for them.

Caesar makes eye contact with the GRIZZLED OLD MALE
CHIMPANZEE. Then - as a unit - they all run for the exit.

By now, ALL THE ANIMALS ARE GOING CRAZY.

Above, the sky is full of helicopters now - some Police, some News Crews.

INT. HELICOPTER OVER THE ZOO - DAY

Apes are visible streaming from the zoo and emptying onto the street.

DODGE

That's him! The one with the white
on his shoulder!

A SNIPER takes aim at Caesar - the BULLET RICOCHETS OFF THE
SIDEWALK.

CUT TO:

EXT. LAB - DAY

Jacobs watches a TOW TRUCK pull away with his ruined black Jaguar in tow.

He climbs into a waiting taxi. He looks like hell.

INT. TAXI - DAY

The TAXI DRIVER - a guy with a THICK MUSTACHE - turns around to face him.

TAXI DRIVER

Where to, my man?

JACOBS HAS A SHIVER.

JACOBS

24 Marigold.

TAXI DRIVER

Want me to turn down the air?

JACOBS

(despondent)

Whatever.

HE COUGHS.

CUT TO:

EXT. SAN FRANCISCO STREETS - DAY

Apes leap over cars, run in and out of traffic. PEDESTRIANS take cover.

SNIPER FIRE RINGS OUT from helicopters above - an APE FALLS.

Caesar's leading, running alongside Cornelia. She falters. Caesar slows with her, concerned.

SHE LOOKS ILL. But Cornelia digs deep and picks up her speed.

Caesar continues on.

INT. HELICOPTER- DAY

Will's plastered to the window, anxiously watching Caesar's progress.

Below, the BLACK LOCUST that is the pack of apes has grown larger, but they stay together, moving implacably North through the San Francisco streets.

Up ahead, the GOLDEN GATE BRIDGE COMES INTO VIEW - majestic, shimmering in the afternoon light.

And Will realizes the moment he sees it.

WILL

They're going to Muir Woods.

(turning to Huffs)

I'm sure of it. He doesn't want to hurt anyone - he's just trying to get the apes out of the City!

HUFFS

(into headset)

Shut down the Golden Gate Bridge!

WILL

No - let them through!

CUT TO:

EXT. GOLDEN GATE BRIDGE - DAY

Cars speed across the bridge in both directions. HIGHWAY PATROLMEN rush to block the entrances.

EXT. PARK OUTSIDE ENTRANCE TO GOLDEN GATE BRIDGE - DAY

FOG.

The apes arrive at the shadow of the great bridge - a stampeding phalanx with Caesar at the lead.

But Cornelia can't keep up any more. Losing her balance, she stumbles, falls.

Caesar rushes to Cornelia's side. By the time he reaches her, she's dead - a WHITE FOAM has formed at her lips.

She's been poisoned.

CUT TO:

FLASHBACK of Cornelia, sniffing the cookie. Will yelling "Don't"....

CUT TO:

Caesar - devastated, the rage building in his face.

He looks up as one of the HELICOPTERS BUZZES LOW - HE SEES WILL. THEY MAKE EYE CONTACT.

Caesar struggles to his feet with Cornelia in his arms - he's going to carry her across the bridge.

Other helicopters BUZZ low, SHOTS RING OUT, SIRENS CLOSE IN.

Apes take cover around trees and structures, but they're getting PICKED OFF.

Maurice takes Cornelia from Caesar's arms as Buck and Rocket urge him forward.

Koba hangs back, watching, fascinated, as Maurice lays Cornelia's body on the grass.

INT. HELICOPTER - DAY

Will's gone pale.

STEWART
(alarmed)
Is he hurt?

WILL
No - not him.

EXT. BRIDGE ENTRANCE - DAY

Two CHP PATROL CARS are frantically stopping new traffic from entering the bridge and waving exiting traffic through.

Suddenly, OUT OF THE FOG, THE APES APPEAR.

TRAFFIC slams to a halt.

PEOPLE are STUNNED as chimps, gorillas, orangutans VAULT OVER THEIR CARS, run down the middle of the traffic - stampeding across the bridge.

Helicopters BUZZ around like flies - SHARPSHOOTERS unable to get a safe shot.

AT THE NORTH END OF THE BRIDGE

Blocked off by CHP, all traffic stopped.

A few helicopters touch down - SHARPSHOOTERS jump out, rifles ready, and follow on foot behind SQUAD CARS, FOUR ACROSS, THAT SLOWLY DRIVE ACROSS THE BRIDGE - TOWARD THE APES.

DODGE IS AMONG THEM.

AT THE SOUTH END OF THE BRIDGE

Caesar and his apes race forward.

INT. HELICOPTER - DAY

Will and Stewart watch from above as the apes stream Northward, over and around stopped cars.

HUFFS
 (into headset)
 Tell them to hold their fire until
 they get past the traffic!

WILL SEES below that soon Caesar and the apes will reach a place on the bridge where there are no more cars.

Then they'll be open season.

Then HE SEES the FOUR SQUAD CARS slowly approaching from the north end of the bridge, SHARPSHOOTERS - and DODGE - on foot behind them.

ON THE BRIDGE

Caesar looks ahead - realizes that he's at the end of the bridge traffic.

Ahead is empty roadway. And the slowly approaching squad cars.

He looks up at the helicopters, rifles at the ready.

He sees the FOG, swirling in and out of the SUSPENSION CABLES.

Caesar SIGNALS TO MAURICE.

Maurice glances over the bridge railing. The Bay churns and swirls hundreds of feet below.

Caesar BARKS at Maurice, who then climbs over the railing, taking the orangutans and a handful of chimps with him.

Caesar BARKS a command at BUCK - who waits by the last car with a PACK OF GORILLAS and some chimps.

Then Caesar starts to climb. Shimmying up a cable and into the fog. Rocket's right behind.

The remaining apes follow.

INT. HELICOPTER - DAY

From the sky Will sees Caesar divide up his army.

Chimps ascend cables, disappearing in and out of patches of fog.

Orangutans and apes descend below the bridge deck.

And Buck with his gorilla, take refuge in the stalled traffic.

BELOW THE BRIDGE

Maurice finds bars and support beams. He and the below-deck apes begin swinging their way toward the north end.

ABOVE BRIDGE

Apes shimmying up cables appear out of the fog, arriving at the MAIN CABLE - the thick one running along the top.

They start scampering and swinging north, the FOG MOVING AND SWIRLING, CHANGING SHAPE AROUND THEM.

A SHARPSHOOTER from a helicopter takes a SHOT.

A CHIMP FALLS TO HIS DEATH. It's a long fall, until - SPLASH - the chimp hits the water.

They keep moving.

ON THE BRIDGE

The FOUR PATROL CARS stop, creating a barricade. The Sharpshooters line up their rifles, ready to shoot.

DODGE SEARCHES A SQUAD CAR, FINDS A RIFLE, AND LOCKS AND LOADS.

They FIRE at the apes above them, but it's tough going - the apes are in constant motion, and the fog obscures them.

BULLETS can be heard RICOCHETING off cables.

Another chimp falls to its death.

Then a heavy patch of fog rolls in, engulfing the middle part of the bridge, surrounding the barricade. Visibility's practically zero.

NOW THE MEN AT THE BARRICADE CAN HEAR THE APES MOVE PAST THEM IN THE FOG.

OFFICER

They're all around us!

Apes swing above them, scamper by them. Movement - WHOOSH - WHOOSH...

DODGE - nervous - crouches low. He edges backwards, hopeful of some visibility.

That's when he SEES CAESAR, CLEAR AND OUT OF THE FOG, CLIMBING UP THE ASCENDING CABLES OF THE NORTH SIDE.

WITH RELISH, DODGE READIES HIS RIFLE, AIMS AT CAESAR'S BACK. There's glare from a ray of sunlight that's broken through the fog.

He SHOOTS, BARELY MISSING. The bullet RICOCHETS off the main cable.

ROCKET, climbing behind Caesar, looks down - SEES DODGE AIMING AGAIN. He starts swinging towards Caesar.

Another shot from Dodge. This time the BULLET GRAZES CAESAR'S SHOULDER, AND CAESAR STUMBLES, STARTS TO FALL.

ROCKET REACHES HIM IN TIME - SNATCHES HIS ARM, HOLDING CAESAR UP.

Then, using all his strength, ROCKET PULLS CAESAR BACK UP TO THE MAIN CABLE.

BAM!

Rocket's hit in the back!

He and Caesar make eye contact as ROCKET FALLS OFF THE BRIDGE, TUMBLING TO HIS DEATH.

Caesar SCREAMS, looks down at Dodge, who aims again.

But Dodge is diverted by a RUMBLING - like an EARTHQUAKE ON THE BRIDGE.

The GORILLAS ARE IN MOTION. LEAD BY BUCK, THEY CHARGE TOWARD THE BARRICADE.

Like a freight train of menacing power.

Helicopters FIRE, MEN at the barricade SHOOT as they try to back up.

A gorilla falls... but they keep on coming.

And now, climbing up from below - behind the barricade - MAURICE AND THE ORANGUTANS join in.

Their sheer numbers and power are unstoppable.

BELOW THE BRIDGE

Koba hangs back. He's away from the action, but the battle waged above is audible.

He creeps along toward the North end of the bridge.

AERIAL VIEW

As the fog lifts for a moment, WE SEE APES SWINGING ON CABLES, APES RAMPAGING DOWN THE MIDDLE OF THE BRIDGE, AND APES SCAMPERING BELOW.

Vanquishing the humans.

ON THE BRIDGE

THE GORILLAS RUN UP, OVER THE BARRICADE, CRUSHING GUNS AND CARS.

BUCK'S EYES ARE ON ONE THING.

DODGE.

Terrified but refusing to run, Dodge fires, reloads, fires again, his face red with the tension of what's to come.

BUCK ARRIVES AT DODGE, PUTS HIS HUGE HANDS ON DODGE'S BODY, PICKS HIM UP, AND THROWS HIM OFF THE BRIDGE.

Dodge's body twirls through the air -

INT. HELICOPTER - DAY

Will, Stewart and Huffs watch, dumbstruck, as DODGE'S BODY HITS THE WATER.

Below, the victorious ape army finishes off the battle of the bridge and follows Caesar through the north exit...

...disappearing into the dense park.

EXT. MUIR WOODS PARK/PARKING LOT - DUSK

POLICE REINFORCEMENTS and EMERGENCY VEHICLES arrive. HELICOPTERS above.

Will's helicopter has set down. He and Stewart stand near an ASSEMBLING ARMY - an amalgamation of 'human special forces.'

Huffs and a small GROUP OF OFFICERS debate nearby.

OFFICER #1

We can't gas the forest! The slightest wind would take it over to Tiburon.

OFFICER #2

Well it'll take us months to find them in there.

OFFICER #3

Not to mention rounding them all up.

Will approaches the group.

WILL

I know where they are.

The Officers look at him. *Who the hell is this guy?*

Huffs - embarrassed - gestures toward Will.

HUFFS

This man owns one of the chimps.

(beat)

The so-called "leader". Says he can reason him out.

WILL

His name is Caesar. I think he'll listen to me. If he comes out, the other apes will follow.

Sounds pretty far-fetched.

OFFICER #1

You think you know where to find this monkey?

Will starts to correct him - lets it go.

WILL

I do. I used to bring him here.

The Officers look at each other.

OFFICER #1

We don't have a lot of options. Let's give it a try.

WILL

But you have to promise me - if I can get them out, you'll take them peacefully. Tranquilize them, cage them. No killing.

Beat.

HUFFS

Whatever it takes.

EXT. MUIR WOODS/EDGE OF FOREST - MOMENTS LATER

Will and Stewart stand at the edge of the woods. They're at the path Caesar and Will used to take.

She's terrified, trying to mask it.

WILL

You think this is a bad idea?

STEWART

Definitely.

He thought so.

STEWART (CONT'D)

He's never going to agree to come out with you.

WILL
I know. Got to try, right? I owe
him that much.

Will kisses her. Heads off down the path. Then he pauses,
turns to look at her.

WILL (CONT'D)
(yelling back)
Think he'll forgive me?

STEWART
(can't quite hear him)
What?

Will waves it off - never mind.

Stewart watches him walk down the trail... and disappear into
the woods.

EXT. DEEP WOODS - DUSK

Will walks. FLASH OF BLACK up ahead. His pulse quickens -
he follows it.

CRACKLING of BRANCHES.

More BLACK, swinging through the trees. *Is it Caesar?*

Will follows.

EXT. PARK/CLEARING - DUSK

Will enters the clearing.

He knows this place. Up ahead is the GROVE OF TREES with the
CANOPY that Caesar always loved.

EXT. MUIR WOODS/PARKING LOT - DUSK

Huffs stands looking at his watch. He looks up, turns to an
ASSEMBLED GROUP OF ARMED MEN.

HUFFS
Follow me.

Stewart double-takes, sees the ARMY HEAD OFF IN WILL'S
DIRECTION, GUNS READY.

STEWART
Hang on a second...
(to nearest Officer)
Where are they going?

Looks are exchanged. Someone grabs Stewart, who struggles with all her might.

STEWART (CONT'D)
WHERE ARE THEY GOING?!

EXT. PARK/CLEARING - DUSK

Quiet here. Will heads toward the Grove of Trees.

WILL
Caesar!.....

He keeps walking, almost there. A DARK FIGURE DROPS DOWN IN FRONT OF HIM.

IT'S KOBA.

Will takes a step back, fear crawling up the back of his neck.

WILL (CONT'D)
You.

Koba stands up tall. Eyes Will.

He takes his time - like he's enjoying every second of this... He walks towards Will, bares his teeth.

Suddenly CAESAR APPEARS, SLAMMING INTO KOBA, knocking him away.

ENRAGED, KOBA STARTS TO CHALLENGE CAESAR... BUT CAESAR JUST STARES HIM DOWN.

KOBA - THE COWARD - SLINKS OFF, DISAPPEARING INTO THE WOODS.

Which leaves just Will and Caesar.

CAESAR
Humans coming.

WILL
No. I'm alone.

Will pauses - there's so much he wants to say.

WILL (CONT'D)
I owe you an apology.

CAESAR
Will want Caesar dead.

WILL
I thought you had killed a man.
But I should have known better.

Caesar's face is unreadable. Will can't tell what he's thinking.

WILL (CONT'D)
I want you to know that all of this
is my fault. My responsibility.
(beat)
Can you forgive me?

BIRDS TAKE SUDDEN FLIGHT. Caesar's eyes shift to the path.
Will realizes he's been betrayed.

WILL (CONT'D)
(panicked)
Wait - no -

CAESAR
Will leave.

WILL
I won't -

CAESAR
Will leave now.

WILL
No. I'm staying with you.

Caesar pushes him. Will staggers backwards, falls down.
At that moment, HUFFS and his ARMY step into the clearing.
Huffs takes aim at Caesar.

WILL (CONT'D)
NO!

HE RUSHES CAESAR JUST AS HUFFS PULLS THE TRIGGER. THE BLAST
OF THE GUN SHATTERS THE FOREST'S SILENCE.

AT THAT SAME MOMENT APES DROP FROM THE TREES - IT'S AN AMBUSH
- a COUNTERATTACK.

Huffs and his men are taken by surprise. SHOTS are fired,
but not fast enough.

UNLIKE ALPHA'S BATTLE IN THE AFRICA, IT'S A SLAUGHTER IN THE
APES' FAVOR.

AS THE APES MAUL THE MEN, CAESAR CARRIES WILL THROUGH THE CARNAGE.

EXT. WOODS - DUSK

Caesar lays Will out on the forest floor. There's a lot of blood.

Will tries to speak. He looks up at Caesar.

Caesar takes him in his arms, cradles him with love.

Will looks into Caesar's green eyes. He relaxes. Lets go.

Then the life passes out of him.

EXT. PARKING LOT, MUIR WOODS - DUSK

Stewart sits in the back of a locked Police Car, looking out at the forest in the gathering darkness.

All is quiet.

The forest is vast, dark, green. Impenetrable.

HONK OF A HORN.

EXT. HOUSE - NIGHT

Hunsiker - Will's neighbor - exits his house with a small rolling suitcase. He's wearing his pilot's uniform.

INT. TAXI - NIGHT

Hunsiker enters, settles into the seat.

TAXI DRIVER

Where to, my man?

It's the Taxi Driver with the mustache - THE SAME ONE THAT GAVE JACOBS A RIDE HOME.

HUNSIKER

SFO. International terminal.

TAXI DRIVER

You got it.

The Driver COUGHS as he pulls away. Light sweat on his forehead - he doesn't look too good.

INT. AIRPORT TERMINAL - NIGHT

CLOSE ON WHEELS TURNING. Hunsiker pulls his suitcase on wheels through the airport terminal.

It's teeming with TRAVELERS. Holding on to the bannister, Hunsiker takes the escalator up.

INT. AIRPLANE - NIGHT

Hunsiker says hello to the FLIGHT STAFF and moves to the front of the plane.

INT. COCKPIT - NIGHT

Hunsiker shakes hands with his CO-PILOT and sits. He flicks a switch.

EXT. RUNWAY - NIGHT

The airplane takes off into the sky.

NEWSCASTER VOICE #1 (O.S.)

As the ape search continues, a virulent flu strain has exploded in and around San Francisco, sending shock waves and panic throughout the community.

EXT. CLEARING - DAY

We move along the ground of a clearing toward a lush canopy of trees. As we get closer, we notice flashes of movement.

NEWSCASTER VOICE #2

Authorities suspect the origin of the deadly virus might be Gen-Sys Laboratories - the same private company from which several laboratory chimpanzees escaped earlier this week -

We're still fifty yards away from the trees, but we can see it's filled with apes - chimpanzees, orangutans, gorillas.

We keep pushing in, closer and closer to the trees. As we move past the leaves WE FIND BUCK. MAURICE. AND, SITTING APART FROM THE OTHERS... KOBAS.

All of them have eyes in varying shades of GREEN.

NEWSCASTER VOICE #3

As the death toll rapidly rises,
Hospitals are desperately trying to
meet the growing demand...

Caesar sits alone, staring straight at us.

NEWSCASTER VOICE #4

(increasingly desperate)

Although isolated in the western
region of the country, the numbers
are catastrophic and quickly
rising....

Push in on CAESAR'S FACE.

NEWSCASTER VOICE #5

Efforts to quarantine appear to
have failed. The strain has been
spotted as far away as Singapore
and Australia...

CLOSER AND CLOSER ON CAESAR'S FACE.

NEWSCASTER VOICE #6

(ragged)

Casualties have reached apocalyptic
levels. Authorities urge you to
stay inside your homes...

(long beat)

For those of you who can hear me, I
say...

(voice breaking)

God's speed and so long to you all.

The NEWSCASTER'S VOICE is replaced by the WHITE NOISE OF A
SNOWY TELEVISION SET.

CAESAR'S EYES FILL THE SCREEN.