

# INDEPENDENCE DAY

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## AN AMERICAN FLAG

Oddly still, posted in gray dusty sand.

## WIDEN TO REVEAL:

## EXT. LUNAR SURFACE - THE MOON

One small step for man, one large pile of garbage for moon-kind. Untouched for years, the flag stands next to the castoff remains of the Apollo mission. Slowly the discarded equipment begins to RATTLE and SHAKE.

AN ENORMOUS SHADOW creeps towards us blotting out the horizon, a loud RUMBLE is heard.

Suddenly we are covered in DARKNESS as the SHADOW engulfs us. Only the lonely image of our EARTH hangs in the air, until a huge silhouetted OBJECT suddenly blocks our view.

## CUT TO:

## EXT. NEW MEXICO - RADIO TELESCOPE VALLEY - NIGHT

A field of large satellite dishes scan the skies.

Super up: S.E.T.I. INSTITUTE, NEW MEXICO

## INT. INSTITUTE - MONITORING CONTROL CENTER - SAME

A lone TECHNICIAN works on his putting skills. Behind him, wall to wall technical equipment quietly sifts through data. A RED LIGHT begins to flash.

The Technician turns and slowly walks towards the source. One by one a series of LIGHTS turn on. The Technician (TECH ONE) grabs a pair of headphones. His eyes widen.

## INT. SLEEPING QUARTERS - SAME

Sleepily a SUPERVISOR picks up the phone.

## SUPERVISOR

If this isn't an insanely

beautiful woman, I'm hanging up.

**INT. CONTROL CENTER - SAME**

**TECH ONE**

Shut up and listen.

He holds the phone up to a speaker, increases the volume. A strange FLUCTUATING TONE plays out in sequential patterns.

**INT. SLEEPING QUARTERS - SAME**

HEARING it, the Supervisor BOLTS UP, banging his head on the bunk above him.

**INT. CONTROL CENTER - MOMENTS LATER**

A pajama party on acid. Five other technicians, in various states of undress, hover anxiously around the main console. The Supervisor enters, tying his robe.

**SUPERVISOR**

God, I hope it's not just another damned Russian spy job.

**TECH THREE**

(overlapping)

Negative. Computer affirms the signal is unidentified.

**TECH TWO**

(hanging up the phone)

The boy from Air Res Traffic say the skies are clear. No terrestrial launches.

**TECH ONE**

It's the real thing. A radio signal from another world.

The room becomes quiet as they realize that after years of searching the heavens, they might have finally found something.

**SUPERVISOR**

Let's not jump the gun. Run a trajectory source computation.

Tech Three slides over to another computer.

**SUPERVISOR (cont'd)**

I want to know exactly where it's coming from.

**TECH THREE**

This can't be right.

Tech Three just stares at his screen in disbelief.

**SUPERVISOR**

What's wrong?

**TECH THREE**

Calculated distance from source is  
at three hundred and eight five  
thousand kilometers.

(turning to Supervisor)

It's coming from the moon.

The Supervisor reaches over and turns up the volume on the speaker. As they listen to the strange TONES we...

**CUT TO:**

**INT. HALLWAY - PENTAGON - SAME**

Elevator doors OPENS revealing four star GENERAL GREY, Commander in Chief U.S. Space Command. Understandably nervous, the COMMANDING OFFICER escorts him down the hall.

**GENERAL GREY**

Who else knows about this?

**COMMANDING OFFICER**

S.E.T.I. in New Mexico identified a  
signal but they're even more  
confused than we are.

The General shoots him a disapproving glance.

**COMMANDING OFFICER**

Excuse me, Sir.

He slides his security card through the lock and the doors fly open.

**INT. SPACE COMMAND - THE PENTAGON - CONTINUOUS**

Banks of computers, Technicians and assistants working feverishly through the night. The Officers cross the room.

Super: SPACE COMMAND - THE PENTAGON

**COMMANDING OFFICER**

Satellite reception has been  
impaired but we were able to get  
these.

They arrive at a glass table. The surrounding officers snap to attention as a SECOND OFFICER quickly brings over a large transparency. We SEE a grainy image of a large vague OBJECT.

**GENERAL GREY**

Looks like a big turd.

The two Officers exchange a glance.

**COMMANDING OFFICER**

We estimate it has a diameter of  
over five hundred and fifty  
kilometers and a mass roughly one  
fourth the size of our moon.

The General turns to the Second Officer, concerned.

**GENERAL GREY**

A meteor?

**SECOND OFFICER**

No Sir. Definitely not.

**GENERAL GREY**

How do you know?

**SECOND OFFICER**

Well, er... it's slowing down.

**GENERAL GREY**

It's doing what?

**SECOND OFFICER**

It's... slowing down, Sir.

The General walks over to a phone, picks it up.

**GENERAL GREY**

Get me the Secretary of Defense.

(pause)

Then wake him up.

**CUT TO:**

**INT. WHITMORE'S BEDROOM - FRE-DAWN**

Laying in bed THOMAS J. WHITMORE reads a stack of papers. The  
phone RINGS.

**WOMAN'S VOICE**

(filtering through phone)

Hi. It's me.

The warm look on Whitmore's face tells us everything about how  
he feels about the woman on the other end.

**WHITMORE**

Hi honey. What time is it there?

**INT. HOTEL ROOM - NIGHT**

Dressed in a night gown, MRS. MARGARET WHITMORE unpacks her  
briefing papers lays them out on a small desk as she talks.

Through the window we SEE Los Angeles at night.

**MARGARET**

Two in the morning. I know I  
didn't wake you?

**WHITMORE**

(filtered)  
As a matter of fact you did.

**MARGARET**

(smiles)  
Liar.

**INT. WHITMORE BEDROOM - SAME**

Whitmore sits up.

**WHITMORE**

I have a confession to make.  
There's a beautiful young blonde  
sleeping next to me.

Sleeping next to him, his six-year-old daughter, PATRICIA.

**MARGARET**

(filtered)  
You didn't let her stay up  
watching T.V. all night?

**WHITMORE**

Of course not.

The little girl stirs awake, looks up.

**PATRICIA**

Mommy?

**WHITMORE**

You're flying back right after the  
luncheon? Okay, here she is.

Whitmore hands her the phone and gets out of bed. Habitably  
he turns on the television.

**T.V. - NEWS PROGRAM**

Several "Pundits" sit around a MaLaughlin-type news discussion  
program. The picture quality is snowy, static ridden.

**PUNDIT #1**

... the inexperience in public  
office was inevitably going to  
catch up with him. He's  
scarified his ideals for  
"politics as usual."

Whitmore ties on his robe as he adjusts the picture quality.

**PUNDIT #2**

...I said this during the campaign. Leadership as a pilot in the Gulf War has no relationship to political leadership. It's a different animal...

Suddenly the channel changes. A cartoon comes on. Whitmore turns to his daughter who holds he remote.

**PATRICIA**

(into phone)  
Daddy let me watch Letterman.

**WHITMORE**

Traitor.

Whitmore exits the room.

**INT. HALLWAY - CONTINUOUS**

As Whitmore steps out of his bedroom, a Security guard snaps to attention. Someone hidden behind a newspaper, sits on a bench.

**SECURITY GUARD**

Good morning, Mr. President.

**WHITMORE**

Good morning, George.

The paper is dropped revealing CONSTANCE HALBROOK, mid-thirties, aggressive, sharp, the President's communications director. Quickly she gathers her things and follows Whitmore.

**INT. BREAKFAST TABLE - CONTINUOUS**

Two servants are preparing breakfast as Whitmore and Constance enter. Whitmore sits down, grabs a coffee.

**WHITMORE**

You're up early this morning, Connie.

She tosses him one of the many newspapers in her hands.

**CONSTANCE**

They're not attacking your policies, they're attacking your age.  
(another paper; reading)  
"...addressing Congress, Whitmore seems less like the President and

more like the orphan child Oliver asking, 'please sir, I'd like some more.'

**WHITMORE**

Clever.

**CONSTANCE**

Age was never an issue when you stuck to your gun. You were thought of as young and idealistic. But the message has gotten lost. There's too much compromise, too much politics.

**WHITMORE**

(pointedly)

Isn't it amazing how fast everyone can turn against you.

Realizing she may be pushing him too far, she hands him another paper.

**CONSTANCE**

Well, the Orange County Register has named you one of the ten sexiest men of the year.

**WHITMORE**

You see, substance at last.

An AIDE appears at the doorway.

**CONSTANCE**

Excuse me, Mr. President. It's the Secretary of Defense.

Whitmore goes to the phone, picks it up.

**WHITMORE**

Yes? Say that again?

**CUT TO:**

**AN OLD RUSSIAN SATELLITE**

Drifting away from us the old Russian satellite becomes smaller and smaller. We PAN with it as we SEE it's on a collision course with something huge.

Suddenly the satellite EXPLODES on IMPACT with the much larger object that dwarfs the puny piece of hardware. As huge as it is, we get the feeling we've only seen a portion of the total.

**NEW YORK SKYLINE - EARLY MORNING**

A slow crane down from the Manhattan skyline, revealing...

**EXT. CLIFFSIDE PARK - NEW JERSEY - MORNING**

With the New York skyline across the Hudson behind them, old men sit in this small park playing chess. Unlike the others, DAVID MARTIN is in his early thirties, sixties hippie meets nineties yuppie nerd.

He concentrates intensely on his next move. MOISHE. sixties. smokes a cigar impatiently.

**MOISHE**

What are you waiting? My social security will expire, you'll still be sitting there.

**DAVID**

I'm thinking.

**MOISHE**

So think already.

David makes a move. Instantly Moishe counters his move. David furls his brow in thought.

**MOISHE**

Again he's thinking.

Moishe reaches into a paper bag and retrieves a coffee in a Styrofoam cup.

**DAVID**

You have any idea how long it takes for those things to decompose?

**MOISHE**

You don't move soon. I'll begin to decompose.

Just as David finally makes his move, Moishe counters again. David shoots him a look and stares back down to the board.

**MOISHE (cont'd)**

David, I've been meaning to talk with you. It's nice you've been spending so much time with me, but...

**DAVID**

Dad, don't start.

**MOISHE**

I'm only saying, it's been what? Four years, you still haven't signed your divorce papers.

**DAVID**

Three years.

**MOISHE**

Three, four. Move on. It's not healthy.

Moishe takes a big puff on the cigar and coughs.

**DAVID**

Look who's talking healthy.

Suddenly David's beeper goes off.

**MOISHE**

How many times is that now? You trying to get fired?

David moves his queen.

**DAVID**

Checkmate. See you tomorrow, Dad.

He gives his father a quick kiss and hurries away.

**MOISHE**

That's not checkmate I can still... Oh.

(yelling after him)

You could let an old man win once in a while, it wouldn't kill you.

**CUT TO:**

**EXT. NEW YORK CITY STREETS - MINUTES LATER**

David pedals his bike through mid-town Manhattan. He arrives at COMPACT CABLE SYSTEMS.

**INT. COMPACT CABLE OFFICES - LATER**

His bike hoisted on his shoulder, David squeezes through the revolving doors. MARTY GILBERT, short, nervous and harried, comes rushing over.

**MARTY**

What the hell is the point of having a beeper if you don't turn it on?

**DAVID**

It was turned on. I was ignoring you. What's the big emergency?

**MARTY**

Started this morning. Every channel is making like it's

nineteen fifty. Snow, static, all kinds of distortions. No one knows what the hell is going on.

David deposits his bike in the kitchenette as Marty tosses his coke bottle in the trash. David retrieves it.

**DAVID**

Damn it, Marty. There's a reason we have bins labeled "recycle."

Finding more bottles in the trash, David turns to Marty accusingly.

**DAVID**

What the hell is this?

**MARTY**

So sue me.

Before David can say anything, Marty ushers him out of the room.

**INT. TRANSMISSION FEED - CONTINUOUS**

Technicians are working feverishly. Clearly every monitor is experiencing varying degrees of signal disruption. David moves over to the main console.

**DAVID**

Did you try to switch to transponder channels?

**MARTY**

Please, would I be this panicked if it was that simple?

David examines the readouts, puzzled.

**DAVID**

Let's retrofit the dish to another satellite.

**MARTY**

We've tried. It's not working. It's almost as though they weren't even there.

David looks up, puzzled.

**DAVID**

That's impossible.

**CUT TO:**

**A TELEVISION SET**

Bad reception. A hand SMOCKS the side of it. No use.

**WIDEN TO REVEAL:**

**INT. MOBILE HOME - DAY**

Eleven-year-old TROY BRENNON tries to fix the television.  
His older brother MIGUEL, seventeen, cooks breakfast.

**MIGUEL**

Stop it.

**TROY**

It's all fuzzy.

**MIGUEL**

You're gonna break it. Just leave  
it alone. Here, take your  
medicine.

Miguel sits a small bottle of medicine and a spoon down in  
front of Troy. Troy pushes the bottle away.

**TROY**

I don't need it.

**MIGUEL**

(pushing it back)  
Just take it, dick head.  
(turning to his sister)  
Alicia! Make sure he takes his  
medicine.

His sister, ALICIA, fourteen, hormones kicking in, testing  
boundaries, listens to her walkman while putting on too much  
makeup. Miguel throws a dish towel to get her as Troy hits  
the television again.

**EXT. TRAILER PARK - SAME - MORNING**

A beat up pick-up truck comes down a dirt road and skids to a  
halt on the gravel next to the Brennon Mobile Home at this  
small shabby countryside trailer park. An angry FARMER jumps  
out, slamming his door.

**INT. BRENNON MOBILE HOME - SAME**

Alicia opens the front door and smiles flirtatiously at the  
angry farmers, LUCAS, who marches over. Miguel edges her out  
of the doorway, wanting to handle this himself.

**MIGUEL**

Morning, Lucas.

Lucas holds a bowl full of rotted vegetables.

**LUCAS**

You like these! I've got a whole  
goddamned crop full!

Unceremoniously, he dumps them at Miguel's feet.

LUCAS (cont'd)  
Where the hell is your father?  
You know what time it is?

**MIGUEL**  
He had to re-fuel. There musta  
been a problem.

**LUCAS**  
We both know what the problem is.  
He's a damned nut case, is what he  
is. I musta been out of my mind.

Troy SMACKS the television again.

**MIGUEL**  
Troy, stop it! I swear to God!

**LUCAS**  
Miguel, if he's not in the air in  
twenty minutes, that's it. I'm  
getting someone else.

Lucas storms away. Again, Troy whacks at the television.

**MIGUEL**  
Stop it, Troy! I swear to God!

Determined, Troy HITS the television again. This time the  
picture goes out completely.

**CUT TO:**

**EXT. SPACE - THE ORBIT - SAME**

Rolling over us, the immense under-belly of this enormous  
craft obliterates our view. A loud SCREECH. Suddenly the  
bottom begins to SEGMENT.

Dozens of large sections begins to DISENGAGE, extracting  
themselves, twisting away from the larger bilge.

The separated SEGMENTS themselves are enormous. Slowly they  
twist downwards on a collision course to the blue planet  
below... Earth.

**CUT TO:**

**INT. WHITE HOUSE - BASEMENT CORRIDORS - DAY**

Under a barrage of questions from her own staff, Constance  
hurries down the corridor.

**AIDE #1**

CNN is running a story that we're covering up some kind of nuclear testing experiments...

**CONSTANCE**

Tell them to run with it if they want to embarrass themselves.

**AIDE #2**

NASA has been up my butt all morning. They want to know our position.

**CONSTANCE**

Our official position is we don't have an official position.

**AIDE #3**

Connie, what the hell is going on?

Constance escapes into the elevator, turns around.

**CONSTANCE**

(smiles confidently)

Come on, people. Would I keep you guys out of the loop?

**AIDE #1**

In a second!

**AIDE #2**

Absolutely.

Before she can retort, the elevator doors close.

**INT. OVAL OFFICE - WIDE SHOT - SAME**

The President, General Grey, the SECRETARY OF DEFENSE and White House Chief of Staff ALBERT NIMZIKI are gathered around the couch.

**SEC. OF DEFENSE**

At the moment, our satellites are somewhat unreliable. Isn't it possible that thing may just pass us by?

**NIMZIKI**

What if it doesn't "pass us by?" Let's retarget some ICBMs to blow it out of the sky...

**GENERAL GREY**

Forgive me, but with the little information we do have, the only

thing that would accomplish is  
turn one dangerous falling object  
into many.

Just then the door opens and Constance enters.

**PRESIDENT WHITMORE**

What's the damage?

**CONSTANCE**

The press is making up their own  
stories at this point.

**NIMZIKI**

(to General Grey)  
Get on the horn with Atlantic  
Command. Let's upgrade the  
situation to DEFCON 3.

**GENERAL GREY**

That's not your call to make, Mr.  
Nimziki.

**CONSTANCE**

Isn't that a little premature?

**NIMZIKI**

I don't think so.

**SEC OF DEFENSE**

We're two days away from the fourth  
of July. We have over fifty percent  
of our armed forces on weekend leave,  
not to mention the troops and  
commanders we have in town for the  
Fourth of July parade. We call them  
back now, we're sending up a major red  
flag.

They go quiet as Commanding Officer from Space Command dashes  
into the room.

**COMMANDING OFFICER**

Our intelligence tells us the  
object has settled into a  
stationary orbit.

**NIMZIKI**

Well that's good news.

**COMMANDING OFFICER**

Not really.

He lays out the diagrams and photos on the table. Everyone  
gathers around.

**COMMANDING OFFICER**

Part of it has broken off into  
nearly three dozen other pieces.

**PRESIDENT WHITMORE**

Pieces?

**COMMANDING OFFICER**

Smaller than the whole, yet over  
fifteen miles in width themselves.

**NIMZIKI**

Where are they heading?

**COMMANDING OFFICER**

They should be entering our  
atmosphere within the next twenty-  
five minutes.

The room is silenced. All eyes turn to the President who says  
nothing. Nimziki leans in close to him.

**NIMZIKI**

Like it or not, we're at DEFCON 3.  
Recall the troops and put them on  
yellow alert.

**CUT TO:**

**YELLOW LIGHTS FLASHING ON**

as an ALARM quickly BUZZES. David leans into frame and opens  
the door to the microwave. We WIDEN to reveal...

**INT. DAVID'S CUBICLE - COMPACT CABLE - DAY**

David retrieves his home-make cup-a-soup. We SEE this cubicle  
clearly has the David touch; ecology posters, plants, tons of  
computers and electronic gizmos.

**MARTY**

Please, tell me you're getting  
something.

Marty enters, looking over David's shoulder as he eats.

**DAVID**

There's good news and bad news.

**MARTY**

What's the bad news?

**DAVID**

You're in meal penalty for  
disturbing my lunch.

**MARTY**

And the good news is you won't

charge me.

**DAVID**

No. The good news is I found the problem and it's not our equipment. There's some weird signal embedded within the satellite feed.

**MARTY**

That's the good news?

David slides over to another computer and turns on an intricate computation program.

**DAVID**

Yes, because the analog signal has a definite sequential digital patterns embedded within it. When I find the exact binary sequence and I apply a phase reversed signal to that calculated spectra analyzer I built you last Christmas, we should be able to block out the overlay completely...

**MARTY**

...and we'll be the only guys in town with a clear picture? That's my man.

**CUT TO:**

**EXT. CALIFORNIA FARMLANDS, IMPERIAL VALLEY - DAY**

Racing over back roads behind a long open field, Miguel rides his beat-up motor bike, searching. Looking up he SEES something in the air.

MIGUEL'S POV - AN OLD BI-WING AIRPLANE

converted into a crop-duster, BUZZES overhead. Spraying insecticide wildly, the plane zigzags over the field.

**MIGUEL**

(yelling)

Russell! God damn it, Russell!

Looking down from the cockpit, RUSSELL BRENNON waves stupidly. Shaggy blonde hair and two days' growth, Russell is the image of a fifty-one-year-old little boy.

Miguel follows him below, screaming at him. Russell, flying recklessly, looks down at Miguel not understanding. By the time he looks back he SEES...

**A LINE OF TREES**

at the edge of the field, nearly on top of him. In a trick move, Russell turns the plane on ITS SIDE, and SLICES through the narrow gap between the trees.

Miguel screams with delight at his prowess. Miguel looks pissed.

**ANGLE - OTHER SIDE OF TREES - MOMENTS LATER**

Miguel races over, skidding to a halt next to the landed Bi-with plane.

**MIGUEL**

Just what the hell do you think you're doing?

**RUSSELL**

(climbing down)  
I'm bringing home the bacon.  
Earning my keep. And doing a fine job if I do say so myself.

**MIGUEL**

It's the wrong field, you idiot!  
Lucas' farm is on the other side of town.

**RUSSELL**

You sure?

**MIGUEL**

Damn it, he was doing you a favor.  
You know how hard it is to find someone who doesn't think you're completely crazy?

**(MORE)**

What are we supposed to do now?  
Huh? Where are we supposed to go now?

Pissed, Miguel peels away, kicking gravel back at Russell. Pathetically, he reaches into his jacket and pulls out a bottle of Jack Daniels. He takes a healthy swig.

**CUT TO:**

**EXT. IRAQI DESERT - REFUGEE CAMP - NIGHT**

A tent city. Ubiquitous overcrowding and poverty. Several hundred refugees settle down for the night.

Super: Northern Desert, Iraq

A BEDOUIN stokes a small fire besides his family's tent. Suddenly a group of shouting SCREAMING TRIBES PEOPLE come rushing past him.

The Bedouin watches them with confusion. Overcome with curiosity he goes against the tide of people, up the hillside.

As the Bedouin reaches the top of the hillside, his mouth falls open, aghast as he SEES...

THE SKIES - THE PHENOMENON

Creeping from across the horizon above the rocky mountain terrain, a wide FIREBALL high in the sky, flaring and exploding. A terrifying sight.

**CUT TO:**

**EXT. USS EISENHOWER - AIR CARRIER - ESTABLISHING - DAWN**

Super: Battle Carrier, USS Eisenhower - Persian Gulf

**INT. USS EISENHOWER - RADAR ROOM - DAY**

A loud KLAXON ALARM is ringing out. The FIRST LIEUTENANT comes rushing in.

**LIEUTENANT**

Ensign, status?

**SAILOR #1**

We have a total radar black out over a thirteen kilometer area.

The Lieutenant moves over to the main radar screen. The entire upper portion of the screen is BLANK. And the blank area is MOVING.

**LIEUTENANT**

Have a complete diagnostic run...

**SAILOR #1**

Excuse me sir, radar may be malfunctioning but infrared is off the map!

He diverts the Lieutenant's attention to another screen; A BRIGHT SEA OF RED light bleeds off the map.

**LIEUTENANT**

Get the CINC Atlantic Command on the line.

**CUT TO:**

**INT. PENTAGON - COMMANDING CENTER - DAY**

A technical OFFICER rips off a data sheet as it shoots out of the printer and rushes over to the Commanding Officer.

**OFFICER**

Sir, we now have visual range with incoming over Iraqi airspace.

**COMMANDING OFFICER**

A second sighting?

**OFFICER**

Yes Sir, this just came in from the Eisenhower.

The Commanding Officer grabs a phone laying off the hook.

**COMMANDING OFFICER**

Correction, we have two confirmed visual contacts. One over Iraq, one over the Pacific.

**INT. OVAL OFFICE - DAY**

The room is packed. The President and his chief advisors are there along with the Joint Chief of Staff. Representatives from the Atlantic Command and U.S. Space Command have formed small clusters around telephones.

**GENERAL GREY**

Where in the Pacific?  
(turning to the President)  
They've spotted one off the California coast line.

Surrounded by the Secret Service, the President is speechless. Constance Halbrook comes rushing into the room and whispers to the President.

**PRESIDENT**

Put it on.

Constance moves over to a cabinet and turns on the T.V. (the reception is still fuzzy, picture "rolling"). The CNN News broadcast shows the phenomenon over Novosibirsk, Russia. There is mass hysteria behind the reporter.

**NEWSCASTER**

(filtered)  
...sightings of this atmospheric phenomenon have been reported here in Novosibirsk, Russia and other parts of Siberia. Moving too slowly to be a comet or meteor, astronomers are baffled as to its origin...

Everyone is locked onto the television, mesmerized.

**NEWSCASTERS (cont'd)**

(filtered)

...Widespread panic has gripped the countryside as thousands have taken to the streets and clogged the highways. Hundreds have been injured...

General Grey confers with the Atlantic command CINC. He nods, turns to the President and whispers.

**GENERAL GREY**

Mr. President, we have an AWAC on the west coast. E.T.A. with contact point, three minutes.

**INT. AWAC AIRPLANE - DAY**

Wall to wall computer, radar and intelligence gathering equipment. Technicians frantically try to adjust as the system goes hay wire.

**RADAR TECH #1**

(reporting into radio)  
It's no use. Side radar doesn't see a thing!

**RADAR TECH #2**

(reporting)  
That's correct. We're IMC blind, sir.

We TRACK across them over to the pilots and into the cockpit. Cloudy skies. The PILOT squints out the window as he speaks.

**PILOT**

Negative. We still have zero visibility.

**EXT. AWAC AIRPLANE - CLOUDY SKIES - DAY**

ZOOMING overhead as we SEE the AWAC sailing through a thick cloudy sky.

Super: Pacific Coastline, California

The AWAC disappears from view into the clouds.

**INT. OVAL OFFICE - SAME**

The President and his top advisors are gathered around a speaker phone listening to the pilot of the AWAC.

**PILOT**

(filtered)  
Instrumentation is malfunctioning. We can't get any kind of reading on what's in front of us.

**INT. AWAC - SAME**

The Pilot squints as he tries to see through the clouds.

**PILOT**

Wait a minute, it may be clearing.

Suddenly the clouds part before us and we're face to face with a WALL OF FLAMES.

**INT. AWAC - SAME**

The speaker phone cracks and distorts.

**PILOT**

(filtered)

Jesus God! The sky's on fire!

**EXT. AWAC AND PHENOMENON - SAME**

The AWAC attempts to climb sharply as we get our first real look at the atmospheric phenomenon. Majestic and monstrous. The AWAC is not going to be able to make it.

Quickly it is ENGULFED in the flames.

**INT. OVAL OFFICE - SAME**

The phone line goes dead. General Grey spins to an AIDE.

**GENERAL GREY**

Get them back on line.

**AIDE #1**

(on other phone)

Line's gone, sir.

The ATLANTIC COMMAND CINC, turns from a different phone.

**AAC CINC**

Two more have been spotted over the Atlantic. One is moving toward New York, the other is headed this direction.

**CHIEF OF STAFF**

How much time do we have?

**AAC CINC**

Less than ten minutes.

**NIMZIKI**

(turning to aid)

Organize a military escort to Crystal Mountain.

**GENERAL GREY**

(to President)  
Sir, I strongly recommend we  
move you to a secured location  
immediately.

... The President hesitates, he turns to Constance.

**PRESIDENT**

Can we expect the same kind of  
panic here as in Russia?

**CONSTANCE**

More than likely.

**NIMZIKI**

Mr. President, you can discuss  
this on the way.

Torn, the President grapples with a decision. Finally...

**PRESIDENT**

I'm not leaving.

**NIMZIKI**

We must maintain a working  
government in a time of crisis...

**PRESIDENT**

I want the Vice President,  
Secretary of Defense, the whole  
Cabinet and the Joint Chiefs taken  
to a secured location.  
I'm staying here. I am not going  
to add to a public hysteria that  
could cost lives.

**NIMZIKI**

But, Mr. President...

**PRESIDENT**

So far these things have not  
become hostile. For the moment  
let's assume they won't.

(to Constance)

Connie, let's issue statements  
advising people not to panic, to  
stay home and take cover.

Constance issues commands to her staff as they quickly  
exit along with most people in the room. General Grey goes  
over to the President.

**GENERAL GREY**

With your permission, Mr.  
President, I'd like to remain my  
your side.

**PRESIDENT**

I had a feeling you would.

**GENERAL GREY**

Sir, what happens if they do  
become hostile?

**PRESIDENT**

Then God help us.

**CUT TO:**

**INT. DAVID'S CUBICLE - DAY**

On the T.V. behind David, news footage of the phenomenon in Russia plays silently. Oblivious, David works his computers.

**FEMALE CO-WORKER**

(stopping in doorway)

David, are you watching this?

David waves her away, deep in concentration. Suddenly a computer BEEPS. Excitedly David prints out his finding. He grabs it and exits.

**INT. COMPACT CABLE OFFICE - CONTINUOUS**

Engrossed in his printout, David walks past his co-workers who are glued to the distorted picture on the television, watching the phenomenon.

**INT. MARTY'S OFFICE - CONTINUOUS**

Marty stares at his television watching General Grey addressing the press. David enters, staring at his reading.

**DAVID**

I've got a lock on the signal  
pattern. We can filter it out.

**MARTY**

(distracted)

Huh? Oh, good, hood.

**DAVID**

Strange thing is, if my  
calculations are right it'll be  
gone in approximately seven hours  
anyway. The signal reduces itself  
every time it recycles.  
Eventually it will disappear. Are  
you listening?

**MARTY**

(still glued to T.V.)

Can you believe this?

**DAVID**

What re you talking about?

**MARTY**

Haven't you been watching?

David turns for the first time to the television and sees the phenomenon. Constance comes on addressing the press.

**CONSTANCE**

(filtered)

...so far the phenomenon has not caused any damage. In all likelihood it won't...

**INT. WHITE HOUSE PRESS ROOM - SAME**

More reporters rush in from the back quickly setting up as this hastily called press conference continues.

**CONSTANCE**

...everyone should remain calm. Take cover where you can but the important thing is not to panic.

**INT. BRENNON MOBILE HOME - SAME**

Miguel, Alicia and Troy watch the static riddled T.V.

**CONSTANCE**

(filtered)

...we have a fix on three different occurrences about to appear over American cities. One is headed toward Los Angeles...

**INT. MARTY'S OFFICE - SAME**

**CONSTANCE**

(filtered)

...the other two are on our Eastern seaboard headed towards New York and Washington, D.C...

Suddenly hectic CO-WORKER #2 appear at the door.

**CO-WORKER #2**

Jamie says this building has an old bomb shelter. We're heading down there now.

**MARTY**

(dry; to David)

Feel no shame in hiding.

**INT. HALLWAY -- CONTINUOUS**

A crowd of people head down the hall for the shelter while others stay glued to the set. There is a mix of fascination and panic. David watches the commotion, dumb struck.

**MARTY**

Oh shit, I better call my wife.

**INT. AIRPORT DINER - LATE MORNING**

Depressed Russell nurses a beer at the counter. Three FLIGHT MECHANICS walk in, having a good laugh. One of them spots Russell and moves over to him.

**MECHANIC #1**

Hey, Russ, heard you had a little trouble this morning. Dusted the wrong field?

The Mechanics laugh. Russell tries to ignore them.

**MECHANIC #2**

I know, you're probably still a little confused from your hostage experience.

**MECHANIC #2**

Hostage experience? Something happen to you, Russ?

**MECHANIC #1**

He ain't never told you!? Seems years back our boy here had been kidnapped by aliens. Did all kinds of experiments on him and such. Tell him, Russ.

**RUSSELL**

Not today, guys. Okay.

Russell gets up and heads for the door.

**MECHANIC #1**

You just gotta get a couple more beers in him, he'll tell you all about it. Crazy stuff. Won't you, Russ?

**EXT. SMALL AIRPORT - CONTINUOUS**

The Mechanic follows Russell outside, his buddies in tow.

**MECHANIC #1**

Hey, Russ, when they took you up in their space ship, they do any sexual things to you?

The mechanics crack up laughing. Suddenly the things around

them begin to RUMBLE. The SHADOW engulfs them, silencing the Mechanics.

Panicked they turn and RUN AWAY. Russell just looks up at the sky, grabs his Jack Daniels and takes another swig.

**EXT. TRAILER PARK - SAME**

Dogs bark and people stumble out of their trailers as an enormous SHADOW creeps over them.

**INT. BRENNON MOBILE HOME - CONTINUOUS**

The windows grow DARK and the room begins to RUMBLE. Miguel rushes to the door, ushering his siblings out.

**EXT. TRAILER PARK - CONTINUOUS**

Alicia and Troy step out the door, stopping dead in their tracks. Miguel follows them only to look up and SEE...

THE PHENOMENON - DARK CLOUDS

The flames are burning out, replaced by huge plumes of dark smoke billowing around the edges of the phenomena. Only small traces of extinguishing flames illuminate it.

**INT. COMPACT CABLE - STAIRWELL - SAME**

David pushes past the people making their way down, fighting against the tide. Another CO-WORKER (#3) stops halfway.

**CO-WORKER #3**

Aren't you coming, David?

**DAVID**

No way, I've got to see this.

**EXT. WASHINGTON MONUMENT - SAME**

Frightened tourists run for cover as the colossal SHADOW approaches. Reflected in the water below we SEE the fiery apparition transfigure into the dark foreboding clouds.

**THE LINCOLN MEMORIAL - WASHINGTON, D.C. - SAME**

The SHADOW writhes up the detailed statue of Lincoln, devouring him completely until we are left in total darkness.

**INT. WHITE HOUSE - HALLWAYS - SAME**

People are being evacuated from their offices. Patricia, the President's daughter, breaks away from her nanny.

**INT. WHITE HOUSE - OVAL OFFICE - SAME**

The President talks on the phone. Constance waits nearby.

**PRESIDENT WHITMORE**

(into phone)

Of course, Russia and the United States are in this together. Yes, Mr. President, you have my word. Yes, Das Vedanya.

The President hangs up.

**CONSTANCE**

What is their position?

**PRESIDENT WHITMORE**

I think he was drunk.

Patricia bursts through the door and runs into her father's arms, terrified. A SECRET SERVICE man appears.

**SECRET SERVICE GUY**

Mr. President, we have to go.

Abruptly, the room DARKENS as it begins to RUMBLE.

**EXT. WHITE HOUSE - SAME**

The long, dark SHADOW moves across the entire White House, engulfing it in darkness.

**EXT. HUDSON RIVER, NEW YORK - STATUE OF LIBERTY - SAME**

In the distance we SEE the mutated phenomenon's dark gray clouds nearing Miss. Liberty. As it approaches we SEE the New York skyline begin to darken.

**EXT. BLACK TOP BASKET BALL COURT, NEW YORK - SAME**

Kids playing basket ball. A young BOY stops playing, staring skyward. One by one, they all look upwards, stunned as a long dark SHADOW creeps over them.

With a loud CRASH, several New York Cabs SLAM into one another in the street. Two more cars crash into them. A pile up ensues.

**EXT. WALL STREET - SECOND LATER**

Foot traffic stops as the long SHADOW crawls over the entire area.

**EXT. ROOFTOP - COMPACT CABLE - SAME**

Large satellite dishes beset a doorway to the roof which flies open. David steps out just as a long, dark SHADOW covers over him, sending the city into darkness. David looks up to SEE...

**SKYLINE AND ALIEN CRAFT**

Protruding through the dark clouds we get a glimpse of the underbelly of a colossal ALIEN CRAFT, its outer veneer of smoke and clouds beginning to fade away.

Below we see PANIC, cabs SLAMMING into one another, people staring, people screaming. No one knows how to react.

David runs to the other side of the rooftop, overlooking Central Park, to get a better look.

**DAVID'S POV - CENTRAL PARK - SAME**

The entire park is plunged into darkness as the craft above blots out of the sun. Amazing as it may seem, the hovering craft BLANKETS THE ENTIRE PARK and BEYOND. We still have NOT seen an entire craft.

**DAVID**

(realizing)

My God. The signal.

**EXT. LOS ANGELES BASIN - WIDE ANGLE - LATER MORNING**

A panoramic view of the Los Angeles basin. Slowly filling the screen, we SEE a portion of the enormous space craft as it creeps towards the city, obliterating our view.

**EXT. HILLSIDE RESIDENTIAL AREA - SAME**

A station wagon, filled with kids and a harried HOUSEWIFE, comes to a stop. The passenger door opens and a young six-year-old boy, DYLAN steps out.

**HOUSEWIFE**

Dylan, tell your mom you can stay overnight again Thursday.

Suddenly a car SAILS over a nearby hill in front of them, hitting the ground with a BANG. Two more cars follows, air bound. As the Housewife turns she SEES...

**SPACE SHIP - SAME**

Rising over the mountain we SEE the Space Ship as it nears the city, blocking out the sunshine.

Panicked, the Housewife hits the gas and peels out, leaving a confused Dylan staring skyward.

**INT. BEDROOM - CONTINUOUS**

Two people sleep as Dylan runs into the room.

**DYLAN**

Mommy, look at!

He rushes away. The SHADOW moves past the window, darkening the room. His mother, JASMINE DUBROW, stirs.

**JASMINE**

(re: darkness)

It's too early, baby.

She turns back over. Suddenly the room briefly RUMBLES.

**MAN**

Earthquake?

**JASMINE**

Not even a four pointer. Go back to sleep.

Shrugging, the man does.

**HOLLYWOOD SIGN (FORMERLY SC. 72) - SAME**

In Los Angeles. The SHADOW slowly covers the sign.

**EXT. WHITE HOUSE - WINDOW - SAME**

The President and his daughter cautiously approach the window staring in awe at the amazing sight above them. Several others approach from behind.

Cautiously some people begin to walk outside, staring up at the leviathan, mouths agape.

**INT. OVAL OFFICE - SAME**

Slowly staff members approach, gazing out the window. Constance steps up behind the President.

**CONSTANCE**

What do we do now?

**PRESIDENT WHITMORE**

Address the nation. There are a lot of very frightened people out there right now.

**CONSTANCE**

Yeah. I'm one of them.

**EXT. WASHINGTON D.C. - ALIEN CRAFT - SAME**

All of Washington is under the shadow of this gargantuan alien craft. A stunning tableau.

**CUT TO:**

**INT. JASMINE'S DEBROW'S BEDROOM - SAME**

The man sleeping next to Jasmine's beagle BOOMER drops

Steven's tennis shoes on top of him, waking him.

**JASMINE**

He's trying to impress you.

**STEVE**

He's doing a good job.

He pats the dog on the head and takes the shoes. Steven gets up and makes his way to the bathroom.

**INT. BATHROOM - CONTINUOUS**

As Steve takes a pee, he SEES out the window a family packing up their car, others standing around staring at something in the distance. A HELICOPTER flies overhead.

**STEVE**

Neighbors are moving. I think they're tired of earthquakes.

He finished and flushes.

**INT. LIVING ROOM - CONTINUOUS**

Steve enters the living room. The television is playing a news broadcast.

**NEWSCASTER**

...with little damage reported to the southland area. People are advised not to panic...

**STEVE**

Hon, something's on the table 'bout the quake.

Jasmine sits up in bed, yelling out to Steve.

**JASMINE**

Dylan out there?

Steve turns, looking for Dylan when the doggie door pops open and Dylan crawls through.

**STEVE**

What have you been up to, Sport?

**DYLAN**

(holding his gun)  
Shooting aliens.

Steve musses up the boy's hair, smiling.

**JASMINE**

(entering)  
Coffee?

Steve mumbles an affirmative as he exits.

**EXT. JASMINE'S HOUSE - CONTINUOUS**

Steve picks up the morning paper and opens it. He doesn't notice the DOZENS of neighbors quickly packing up and rushing to get away as he reads the paper oblivious.

**JASMINE (O.S.)**

You want milk with your coffee?

Jasmine appears behind him, her view, too, obscured by the open newspaper. Suddenly another HELICOPTER room overhead. Annoyed, Steve lowers his paper.

**STEVE AND JASMINE'S POV**

As the paper is lowered we SEE the helicopter SWOOP down. As it flies away we SEE...

THE ALIEN CRAFT

Covering all of Los Angeles. This is the first time we see the entire craft. It is stupendous. Steve's jaw hits the floor. The milk goes CRASHING as Jasmine SCREAMS.

**CUT TO:**

**INT. STAIRWELL - DAY**

Running for all he's worth, David sprints down the stairs.

**INT. COMPACT CABLE OFFICE - CONTINUOUS**

Dashing off the stairs, David stops seeing that the room is now completely empty. The wall of monitors play for no one. David walks up to one, adjusting the volume.

**T.V. - CNN BROADCAST - (DISTORTED BROADCAST SIGNAL)**

A space ship logo spins next to the words VISITORS: CONTACT OR CRISIS. Wolf Blitzer comes on screen live from the Pentagon.

**WOLF BLITZER**

Pentagon officials are reporting more ships have just arrived over the capitals of India, England and Germany.

As he speaks we get quick glimpses of the other ships.

**MARTY (O.S.)**

I know, babycakes. Calm down.

David spins around at the sound of the voice but the room is still empty. David leans down and looks under a desk where he

finds Marty still on the phone with his wife.

**DAVID**

Tell her to get the kids and leave town.

**MARTY**

What happened?

**DAVID**

(yells)  
Just do it!

Marty realizes David is dead serious.

**MARTY**

Babycakes, pack the kids up and take them to your mother's. Don't ask. Go.

Mary hangs up, crawls out from under the table.

MARTY (cont'd)

Okay, why did I just send my family to Atlanta?

**DAVID**

Remember I told you that the signal hidden within our satellite signal is slowly recycling down to extinction.

**MARTY**

Not really...

**DAVID**

That signal. It's a countdown.

**MARTY**

(confused)  
A countdown to what?

**DAVID**

Think. It's like in chess. First you strategically position your pieces. Then, when the timing's right. You strike.

David motions to the television.

**BLITZER**

...there are additional unconfirmed sightings over Japan, the Mediterranean, and China...

**DAVID**

They are positioning themselves

all over the world and using this one signal to synchronize their efforts. In approximately six hours the signal will disappear and the countdown will be over.

**MARTY**

Then what?

**DAVID**

Checkmate.

Marty takes a beat to digest. Then, grabbing the phone....

**MARTY**

I gotta call my brother, my bookie, my lawyer... fuck my lawyer...

David also grabs a phone. Suddenly the bank of monitors synchronize into one enormous image across the entire video wall; the President addressing the nation.

**INT. PRESS ROOM, WHITE HOUSE - SAME**

The President stands at the podium giving his address.

**PRESIDENT WHITMORE**

My fellow Americans, a historic and unprecedented event has taken place. The question as to whether or not we are alone in the universe has been answered...

**ANGLE - SIDE ENTRANCE TO PRESS ROOM**

As Constance watches the President, she unconsciously mouths the words of his speech, after all, she did write them. A PRESS AIDE tugs on her sleeve. She tries to wave her off.

**PRESS AIDE**

He says he's your husband.

Her expression drops. She takes the phone from her.

**CONSTANCE**

What do you want?

**DAVID**

(filtered)

You have to leave the White House.

**CONSTANCE**

This is not the time or the place to have this same old discussion.

**INT. COMPACT CABLE OFFICES - SAME**

**DAVID**

You don't understand. You have to leave Washington.

**INT. SIDE OFFICE, WHITE HOUSE - DAY**

Impatient, Constance tries to get off the phone.

**CONSTANCE**

In case you haven't noticed, we're in a little bit of a crisis here.

**DAVID**

(filtered)

I've worked with embedded loading. They're communicating with a hidden signal. They're going to attack...

**CONSTANCE**

You're being paranoid.

**DAVID**

(filtered)

It's not paranoia. The embedding is very subtle. It's probably been overlooked...

Constance hangs up. Her face betrays mixed emotions.

**INT. COMPACT CABLE OFFICES - SAME**

David stares at the phone, pissed. Something on T.V. catches his attention. Through the snowy image he SEES...

**PRESIDENT WHITMORE**

(filtered)

...My staff and I are remaining here at the White House while we attempt to establish communication...

Hanging up the phone, David sprints for the exit.

PRESIDENT WHITMORE (cont'd)

...so remain calm. If you are compelled to leave these cities, please do so in a safe and orderly fashion.

**SMASH CUT TO:**

**CABS SLAMMING TOGETHER - NEW YORK CITY STREETS**

The rush to get away creeps slowly as cars jam the streets in total grid-lock. David pedals his bike furiously through

traffic.

**EXT. GEORGE WASHINGTON BRIDGE - NEW YORK - DAY**

The mass exodus has reached the bridge. Total congestion. David fights his way through.

**EXT. CLIFFSIDE, NEW JERSEY - LATER**

The New York skyline behind him across the Hudson, David jumps off his bike, and races towards a row of tract houses.

**EXT. MOISHE'S TRACT HOUSE - SECONDS LATER**

David BANGS on the door. It flies open. Moishe is holding a hunting rifle, pointing it at David.

**DAVID**

Pops!

**MOISHE**

The television said they've started with the looting already Vultures.

**DAVID**

You still got the Olds?

**MOISHE**

You want to borrow the car? You don't have a license.

**DAVID**

That's okay. You're driving.

**CUT TO:**

**INT. JASMINE'S HOUSE - DAY**

Steve, wearing his Marine flight officer uniform, shoves the last of his things into his duffel bag. We notice there are small figurines of dolphins everywhere. Jasmine hovers nervously behind him.

**JASMINE**

You can't go. Call them back.

**STEVE**

Baby, you know how it is. I have to report to El Toro right away.

**JASMINE**

You said you were on leave for the Fourth.

**STEVE**

They cancelled it. Why are you

acting like this?

Jasmine grabs the blinds and yanks them away. We SEE the alien craft through the window.

**JASMINE**

Why? That's why. That thing scares the piss out of me.

**EXT. DEBROW HOUSE - CONTINUOUS**

Dylan sits behind the wheel pretending to drive. Steve grabs him, pulling him out. He reaches into his duffel, grabs a small brown paper bag.

**STEVE**

Here. I got these for you. Be careful with them.

Dylan opens the bag; fireworks. Jasmine walks over.

**DYLAN**

Cool.

Steve tosses his gear into the back, opens his door.

**JASMINE**

Wait. I have to tell you something.

**STEVE**

What?

**JASMINE**

(loses her nerve)  
Be careful.

**STEVE**

Look, after your shift tonight, why don't you grab Dylan and come stay with me on base.

**JASMINE**

Really? You don't mind?

**STEVE**

(smiling)  
Naw. I'll just tell my other girlfriends they can't come over tonight.

Pissed, she hits him. He loves it.

**JASMINE**

You know, you're not as charming as you think you are.

**STEVE**

Yes, I am.

**JASMINE**

Dick-weed!

**STEVE**

Butt-munch.

They kiss. Steve hops into his car and peels out. Jasmine takes the bag from Dylan.

**JASMINE**

I'll take these.

**DYLAN**

Mommmmmmmmm...

**CUT TO:**

**EXT. JERSEY - HIGHWAY - LATER THAT DAY**

A perfectly preserved '68 Olds drives cautiously down the highway. Around him we see other cars packed to the gills as they make their escape from New York.

**INT. OLDS - SAME**

Not the most confident driver, Moishe holds the steering wheel close to his chest.

**MOISHE**

It's the White House, for crying out loud. You can't just drive up and ring the bell.

**DAVID**

Can't this thing go any faster?

**MOISHE**

You think they don't know what you know? Believe me, they know. She works for the President. They know everything.

**DAVID**

They don't know this.

**MOISHE**

And you're going to educate them? Tell me something, you're so smart how come you spent eight years at M.I.T. to become a cable repairman?

**DAVID**

Dad...

**MOISHE**

All I'm saying is they've got people who handle these things, David. They want HBO, they'll call you.

**CUT TO:**

**INT. HOTEL LOUNGE, LOS ANGELES - LATE AFTERNOON**

Mrs. Whitmore is at a house phone. Behind her we see several news crews waiting for interviews.

**PRESIDENT WHITMORE**

(filtered through phone)

I want you out of there.

**MARGARET**

You're staying there to keep people calm. It's the right thing to do. I'm not going to let them criticize you for it.

**INT. WHITMORE BEDROOM - WHITE HOUSE - SAME**

The President sits on his bed, his daughter lays next to him, watching T.V. The signal distortion is getting worse.

**PRESIDENT WHITMORE**

Okay, fine but the second your interviews are done, I have a helicopter ready to take you to Nellis Air Force...

**MARGARET**

(filtered)

How's the munchkin?

**PRESIDENT WHITMORE**

She's glued to the T.V., just like the rest of the world. I love you too. Here she is...

He hands Patty the phone as General Grey and Nimziki appear in the doorway. The President walks over to them.

**GENERAL GREY**

More ships keep arriving, fifteen in total so far.

**NIMZIKI**

This is crazy. We're loosing our first strike capabilities!

**GENERAL GREY**

We're trying to communicate with

them on all frequencies but we're getting nowhere. Atlantic Command is working on a type of visual communication.

**PRESIDENT WHITMORE**

What the hell are they up to?

**CUT TO:**

**EXT. TRAILER PARK - NIGHT**

A long crowded highway of people trying to escape from Los Angeles can be seen in the distance. The huge space craft hovering behind them.

Miguel is on the roof of the trailer, adjusting the T.V. antenna trying to get a picture. Suddenly the image clears and we SEE a group of people in a crowded hallway.

**REPORTER**

(filtered)

...a local crop duster was arrested today attempting to land at Edwards Air Force Base...

On the T.V. we SEE Russell being escorted to a police car. Mortified, Miguel can't believe what he's seeing.

**RUSSELL**

They've got to do something. I was abducted by space aliens ten years ago. They did all kinds of experiments on me. They've been studying us for years, learning our weakness. We've got to do something before they kill us all!

**TROY (O.S.)**

Just as Troy starts to climb up, Miguel changes the channel to Mrs. Whitmore. Troy sits down next to Miguel.

**MRS. WHITMORE**

(filtered)

...we need to remain calm. As more people decide to leave the cities, safety is key...

**MIGUEL**

Troy, you remember Uncle Hector, from Tucson?

**TROY**

He's got that SEGA Saturn CD, 64 bit, right?

**MIGUEL**

Yeah. What would you think if we went there to live for a while?

**TROY**

That'd be cool!

Miguel thinks for a second, makes a decision.

**MIGUEL**

Pack up, we're going.

Miguel jumps down from the roof. Troy climbs down the ladder.

**TROY**

(yelling after him)  
What about Dad?

**ALICIA AND OLDER BOY**

Kissing. It's getting hot. Alicia laughs, pushes him away.

**OLDER BOY**

This could be our last night on Earth. You don't want to die a virgin, do you?

**ALICIA**

What makes you think I'm a virgin?

The Older Boy is taken off guard. Before he can answer the tarp they were hiding under is ripped away. Miguel stands there.

**MIGUEL**

Come on, we're going.

**ALICIA**

I'm not going anywhere...

Miguel grabs her by the wrist and pulls her away.

**EXT. FREEWAY - OUTSIDE WASHINGTON - NIGHT**

We see the long highway leading to Washington, the space ship hovering above it. One side of the freeway is packed solid, the other completely empty, save for one car...

**INT. MOISHE'S OLDS - NIGHT**

Moishe looks to the other side of the freeway, jam packed. On his side, they are the only car for miles.

**MOISHE**

The whole world is trying to get out of Washington and we're the only schmucks trying to get in.

As Moishe drives, David distracts him as he unpacks his backpack unloading his laptop. He grabs a CD.

MOISHE (cont'd)

What the hell is that?

**DAVID**

This, pops, is every phone book in America.

**MOISHE**

You think an important person like Constance is going to be listed?

**DAVID**

She always keeps her portable phone listed, for emergencies. Sometimes it's just her first initial, sometime her nickname...

David starts to look it up. Suddenly...

#### **DOZENS OF CARS HEADING STRAIGHT FOR THEM**

In the attempt to get out, hundreds of cars have been re-directed by the military to use the opposite side of the highway.

**MOISHE**

Oh my God!

Moishe SWERVES violently to avoid collision, barely missing the oncoming traffic. Dodging right to left, Moishe hangs on for dear life.

A Military Office, assisting in diverting the cars turns just in time to see the Olds whiz by.

David and Moishe are bounded around the inside of the car as Moishe tries to veer through traffic.

Suddenly A TRUCK blocks off their only escape route.

Moishe turns HARD and drives up onto the right shoulder.

#### **OVERHEAD ANGLE - OLDS AND TRAFFIC**

The Olds is the only car in headed that direction. Using the shoulder, swerving to miss barricades, they drives off an exit ramp.

**DAVID**

Nice driving, pops!

Dangerously close to a heart attack, Moishe is, for once, at a loss for words. Over their adrenaline pumped faces...

**MALE VOICE (V.O.)**

...put your hands together for  
Sabrina!

**CUT TO:**

**INT. STRIP CLUB - LOS ANGELES - NIGHT**

A bikini-clad Sabrina twirls gracefully on the stage. As she comes to a stop we reveal Sabrina is actually Jasmine. She looks out into the audience and her expression DROPS.

**REVERSE ANGLE - JASMINE'S POV - EMPTY CLUB**

Five strippers and eight customers. All crowded near the television watching the news.

**ANGLE T.V. - ROOFTOP - LOS ANGELES**

Helicopter footage of people gathered on the rooftops of downtown Los Angeles holding up drawings of space aliens.

**NEWSCASTERS**

(filtered)

...from the "it could only happen  
in California" file, hundreds of  
UFO fanatics have gathered on the  
rooftops of downtown Los Angeles,  
welcoming the new arrivals...

**INT. DRESSING ROOM - CONTINUOUS**

Jasmine storms into the dressing room. Wiping off her makeup, she sits down next to TIFFANY who watches the same report on a small b&w.

**JASMINE**

I can't believe I even came in  
tonight. What was I thinking?

**TIFFANY**

(re: T.V.)

Isn't this cool? And you thought  
I was nuts. Oh, look, I brought  
mine with me.

Tiffany holds up a drawing of a space alien.

**JASMINE**

You're not thinking of joining  
those idiots?

**TIFFANY**

I'm going over there soon as I'm  
off. Wanna come?

Jasmine turns to Tiffany, dead serious.

**JASMINE**

Tiffany, I don't want you to go up there. Promise me you won't.

(Tiffany pouts)

Promise!

**TIFFANY**

I promise.

**JASMINE**

Okay. I'm gone. I'm outta town for a while.

Her boss MARIO enters and walks over to his private office in back. He opens the door and finds Dylan playing with his dog, Boomer.

**MARIO**

What the hell's your kid doing here?

Jasmine rushes past picking up Dylan and carrying him away as she heads for the exit. Boomer follows.

**JASMINE**

You try to find a sitter today.

**MARIO**

Where do you think you're going? You leave, you're fired.

**JASMINE**

(out the door)

Nice working with you, Mario.

**CUT TO:**

**EXT. WASHINGTON D.C. - NIGHT**

The streets are nearly deserted. Millions of small lights on the underbelly of the craft cast strange reflections on the streets below. The Olds drives on its way towards the Capitol building.

**INT. OLDS - CONTINUOUS**

David types frustratedly on his laptop.

**MOISHE**

Not listed, huh?

**DAVID**

I just haven't found it yet. I tried C. Halbrook, Connie Halbrook, Spunky Halbrook...

**MOISHE**

Spunky?

**DAVID**

College nickname.

**MOISHE**

You try Martin?

**DAVID**

She didn't take my name when we were married.

Moishe shrugs. David gives it a shot. Finds it. The machine **BEEPS**.

**MOISHE**

(sarcastic)

So what do I know?

**CUT TO:**

**INT. LOCKER ROOM - EL TORO MARINE CORPS STATION - NIGHT**

A crowded locker room. Steve enters.

**MALE VOICE (O.S.)**

Where the hell've you been?

**STEVE**

Ah, were you guys waiting for me?

Several Marines throws towels at Steve as he makes his way to his locker. His best friend, JIMMY, sits next to him.

**JIMMY**

Can you believe it? This is serious shit, Stevie. They've recalled everyone!

As Steve sits he SEES some envelopes stuck into the side of his locker.

**STEVE**

Well, the mail's still working.

He flips through the envelopes and FREEZES when he sees one with the NASA insignia on it. Jimmy snatches it away from him.

**JIMMY**

Junk mail. You don't want this.

Steve quickly snatches it back, right it open and reads. From the disappointment on his face we can tell it's bad news. Realizing, Jimmy puts a hand on Steve's shoulder.

**JIMMY**

I don't believe it. They make you learn how to fly everything from an Apache to a Harrier and still they turn you down? What else do they want you to learn?

**STEVE**

How to kiss ass.

Steve crumples at the letter and tosses it. Angrily he opens his locker. Pasted on the locker door we see photos of Jasmine next to the photos of the space shuttle, Apollo Missions, and a NASA insignia bumper sticker.

As Steve stuffs his jacket into the locker, something falls out. Before Steve can grab it, Jimmy snatches it up first.

**JIMMY**

(embarrassed)

Jasmine has this thing for dolphins. I had them make it...

**STEVE**

I thought you said you were doing to break it off.

Steve snatches it back, embarrassed.

**JIMMY (cont'd)**

Steve, listen to me, you're never gonna get to fly the space shuttle if you marry a stripper.

Steve knows he's right. He's torn.

**CUT TO:**

**EXT. WHITE HOUSE - MOMENTS LATER - NIGHT**

The Olds stops near the White House. From here we can SEE tanks and armed patrols. A small group of protesters have gathered, upset about the military hardware. Signs: "Don't provoke" "Violence begets Violence."

**INT. ODS - CONTINUOUS**

David adjusts a small portable satellite, connecting it to his phon and laptop computer.

**MOISHE**

So, you want to ring the bell or should I?

David flips open the phone, dials the number on the screen.

**DAVID**

Perfect, she's using it.

**MOISHE**

It's perfect the line is busy?

**DAVID**

Yes. I can use the signal to triangulate her exact position in the White House.

**MOISHE**

You can do that?

Shooting his father a look.

**DAVID**

(sarcastic)

All cable repairmen can.

**INT. WHITE HOUSE - HALLWAY - MOMENTS LATER**

Constance is just finishing a call on her cellular phone.

**CONSTANCE**

...Sally, take my cat with when you leave. No I'm staying here at the White House. Take care.

The moment she hangs up, it RINGS. Surprised, she answers.

**CONSTANCE**

What?

**DAVID**

(filtered)

Connie, don't hang up.

**CONSTANCE**

David? How'd you get this number?

**DAVID**

Walk to the window. Right in front of you.

Constance looks up to the large glass windows. She walks over to it, looking out.

**CONSTANCE**

What am I looking for?

**CONSTANCE'S POV - STREET - OLDS - DAVID**

Between two of the tanks outside, Constance can SEE David standing on top of the Olds across the street. Moishe steps out, waves. Constance is stunned.

**CONSTANCE**

(to herself)

How does he do that?

**CUT TO:**

**INT. BRENNON TRAILER - NIGHT**

Sulking, Alicia sits in back with her walkman on. Troy sleeps while Miguel drives. Suddenly Miguel hits the brakes, as something comes SAILING DOWN FROM THE SKY.

We realize it's the B-WING PLANE landing on the stretch of roadway directly in front of them.

**EXT. ROADWAY - CONTINUOUS**

The plane lands, skids into a turn. Russell jumps out, walks over to the trailer. We can tell he's drunk again.

**MIGUEL**

They let you out?

**RUSSELL**

Just what the hell do you think you're doing?

Miguel moves to meet Russell away from the trailer, not wanting the others to hear.

**MIGUEL**

We're leaving, don't try and stop us.

**RUSSELL**

You're not going anywhere. You hear me? I'm still your father.

Miguel explodes, this has been building up for some time.

**MIGUEL**

No, you're not! You're just the man who married my mother. You're nothing to me!

Russell is momentarily silent, stunned. Recovering...

**RUSSELL**

Troy's still my son no matter how you feel about me.

**MIGUEL**

For once in your life think about what's best for Troy. Who has to beg for money to buy him medicine when you screw up? Who?

Suddenly we hear glass CRASHING. Both men spin to find Troy standing behind them.

**TROY**

Stop it! I'm not a baby! I don't need your stupid medicine. I don't need anyone to take care of me!

Miguel leans down to see the broken MEDICINE BOTTLE on the floor. Miguel rushes over to him, furious.

**MIGUEL**

You know what this stuff costs?  
Do you want to get sick again!?  
Do you!?

Frustrated, Miguel shoves Troy aside and heads back into the trailer. Wobbly from the drinking, Russell stands there pathetically, watching.

**EXT. ANDREWS AIR FORCE BASE - NIGHT**

A large group of press rush over toward FOUR APACHE HELICOPTERS, each refitted with a large LIGHT BOARDS, as they slowly lift off the ground. Cameras flash, reporters yell questions to the Officers assigned to keep them at bay.

Several news organizations do stand up remotes. We TRACK past them to the CNN crew.

**CNN REPORTER**

What you see behind me are four Apache helicopters...

**INT. BRIEFING ROOM - WHITE HOUSE - SAME**

On the television plays the CNN broadcast. The reception is intermittently disrupted.

**CNN REPORTER**

(filtered through T.V.)  
...each has been refitted with what Pentagon officially hope will be our first step in communicating with the alien craft...

We WIDEN to reveal a large contingent of military personnel along with the President's chief advisors gathered around several monitors, (the center monitors are momentarily blank).

Suddenly everyone snaps to attention as the President enters.

**PRESIDENT**

Where are we?

**GENERAL GRAY**

They're in the air.

**CUT TO:**

**INT. OFFICE OF THE COMMUNICATIONS DIRECTOR - SAME**

Moishe inspects a photo of Constance with the President, impressed he nods with approval.

**MOISHE**

(to himself)

Very nice.

Constance is looking at David's laptop displaying the breakdown of the alien signal.

**CONSTANCE**

And when is the countdown supposed to expire?

**DAVID**

(checking)

Fifty six minutes, forty five seconds.

Constance runs her fingers through her hair, exasperated. Moişhe turns, listens.

**CONSTANCE**

What do you want me to do?

**DAVID**

I want you to leave with us. Right now.

**CONSTANCE**

I can't leave. We have to tell this to the President.

**DAVID**

He's not going to listen to me.

Surprised at his son, Moişhe steps forward.

**MOISHE**

Sure he'll listen. Why wouldn't he?

**DAVID**

Because last time I saw him I punched him in the face.

**MOISHE**

You punched the President in the face?

**DAVID**

He wasn't the President then.

**CONSTANCE**

David thought I was having an affair, which I wasn't.

**MOISHE**

Punched the President? Oh my god.

**APACHE HELICOPTERS**

ZOOM by overhead. In the distance we see they are headed for the enormous alien craft.

**INT. HELICOPTER - PILOT - CONTINUOUS**

The PILOT adjusts his radio.

**PILOT**

Echo one, we are closing in.

**EXT. SKIES - CONTINUOUS**

The choppers alter their formation, aligning themselves alongside one another. As the helicopters near the craft, we see how tiny they appear against the gargantuan space ship.

**INT. HALLWAY - ELEVATORS - WHITE HOUSE - MINUTES LATER**

The elevator doors open and Moishe steps out, overwhelmed and impressed. Constance leads them down the hall. Moishe turns to David, whispers.

**MOISHE**

If I had known I was going to meet the President, I'd a worn a tie. Look at me, I look like a schlemiel.

**INT. OVAL OFFICE - CONTINUOUS**

The Office is empty as the trio walks in. Moishe can't believe he's in there. He straightens himself up, combs his hair.

**CONSTANCE**

Wait here. I'll be right back.

David sets up his laptop.

**MOISHE**

Not on his desk.

**INT. BRIEFING ROOM - NIGHT**

The middle monitors are now on. They show the night vision P.O.V. of the helicopters as they approach. On the side

monitors we SEE the various news broadcast of this event.

**NEWSCASTER**

(filtered)

...the helicopters are making  
their final approach...

On the middle monitor, through the night vision camera on the lead helicopter we SEE the side of the craft as the helicopters near. Everyone in the room watches, tense.

Constance enters and kneels down next to the President, whispering in his ear. The President gets up and follows Constance. Chief of Staff Nimziki objects.

**NIMZIKI**

You're leaving now?

The President silences him with a look. As they exit.

**CONSTANCE**

I don't know how you put up with him.

**PRESIDENT**

He used to run the NASA. He knows where all the bones are buried. Comes in handy.

**CONSTANCE**

I'll bet.

**INT. OVAL OFFICE - SAME**

The door flies open and Constance and the President enter. The moment President Whitmore sees David, he freezes.

**PRESIDENT**

What the hell's he doing here?

Moishe, bursting, steps forward.

**MOISHE**

Moishe Martinsburg, Mr. President.

**CONSTANCE**

My ex-husband works in satellite communications.

**PRESIDENT**

I don't have time for this...

With a BANG, David suddenly KNOCKS everything off the President's desk and starts to draw on the ink blotter.

**DAVID**

It's about "Line o sight," Mr.

President...

David draws a circle representing Earth and a smaller circle just away from it. The President reluctantly nears.

**DAVID**

...If you wanted to coordinate with ships all over the world, you couldn't send one signal to every place at the same time. That's called line of sight...

Drawing a line from the ship of either side of the Earth, we SEE that you could not send a signal to the other side.

DAVID (cont'd)

...you'd need to relay your signal using satellites...

David draws small satellites surrounding Earth.

DAVID (cont'd)

...to reach each ship. I have found a signal hidden inside our own satellite network.

Suddenly an aide, ALEX, appears in the doorway.

**ALEX**

Excuse me, Mr. President. They're starting.

The President turns to the monitor in his office. We SEE the helicopters turning on the light boards affixed to the front of their cockpits. He turns back to David.

**DAVID**

Mr. President, they are using our own satellites against us and the clock is ticking.

**EXT. HELICOPTERS - SAME - NIGHT**

The large light panels TURN ON, multi-colored lights slowly begins to flash in a repeating sequential patterns.

**REVERE ANGLE - HELICOPTERS AND SPACE CRAFT**

The helicopters are puny little specs next to this Goliath. The light boards continues to FLASH but there is no reaction from the ship.

**INT. BRIEFING ROOM - SECONDS LATER**

Everyone is glued to the monitors as the President storms in.

**PRESIDENT**

General Grey, co-ordinate with Atlantic Command. Tell them they have twenty five minutes to get as many people out of the cities as they can.

**GENERAL GREY**

But Mr. President...

**PRESIDENT**

And get those helicopters away from the ship. Call them back immediately.

General Grey obeys, turning to an assistant who quickly grabs a phone. Nimziki steps up to the President.

**NIMZIKI**

What the hell's going on?

**PRESIDENT**

We're leaving.

An AIDE motions to the monitors.

**AIDE**

They're responding.

The room goes silent, everyone turns to the monitors.

MONITOR - NEWS PROGRAM & NIGHT VISION VIDEO

On all screens we SEE the space ship as a long thin line of WHITE LIGHT suddenly emits from the side of the craft, illuminating the four Apache Helicopters.

**EXT. APACHE HELICOPTERS - SAME**

The light boards are overpowered by the bright light coming from the space craft. Suddenly with a loud SCREECHING NOISE, the white light spills out as the huge OPENING unfolds at the side of the craft.

The four helicopters have to flight to hold their positions, as something powerful emits from the schism in the ship.

Then like a gigantic bug-zapper, the four pesky little Apache Helicopters are BLOWN OUT OF THE SKY, one by one. They leave no time to retreat.

**INT. HOTEL SUITE - NIGHT**

Mrs. Whitmore packs her bag, as the horrifying image of the destruction of the helicopter replays on the T.V.

**SECRET SERVICEMAN**

Mrs. Whitmore? The President has

ordered the evacuation. We have  
to leave, now.

She slams her valise SHUT and quickly exits.

**POLICE HELICOPTER**

SOARS over us, headed directly for downtown Los Angeles.

**EXT. ROOFTOP - SAME**

The UFO true believers are still there, holding up their signs. Making her way through several of them we see Tiffany. She looks up to the spacecraft above.

**TIFFANY**

(awed)  
It's beautiful.

She digs her drawing of an alien out of her purse as she excitedly rushes up to the others. She holds it up to the sky, proudly.

**POLICE HELICOPTER**

From out of nowhere the helicopter LIFTS up over the side of the building, shining its spotlight down the believers below.

**POLICE (P.A.)**

...we are evacuating the city.  
Please leave the building at once.

The sign holders begin to "boo" the police, ignoring them.

**EXT. CITY STREET - PASADENA THROUGHWAY - SAME**

The freeway is packed on both sides, every car headed out of town. There is no opposing traffic.

**INT. JASMINE'S CAR - SAME**

Dylan holds Boomers as Jasmine drives. The news plays over her car radio.

**RADIO VOICE**

...authorities have called for a complete evacuation of Los Angeles County. People are advised to avoid the highways whenever possible.

**JASMINE**

Now he tells me.

**EXT. WHITE HOUSE - SAME**

The President stops on his way to the Presidential helicopter as an aide brings his daughter outside. The President ushers her into the helicopter. He turns back and see a military guard holding back Moishe and David.

**PRESIDENT**

They're okay. Let them on!

**INT. HELICOPTER - CONTINUOUS**

The President steps inside, turns to General Grey.

**PRESIDENT**

Is my wife in the air?

**GENERAL GREY**

She should be shortly.

David flips open his laptop which reads: 09:07. 09:96...

**EXT. WHITE HOUSE LAWN - HELICOPTER - CONTINUOUS**

The Presidential helicopter lifts off as several other helicopters wait behind, people filing into them.

**EXT. ROOFTOPS - LOS ANGELES - SAME**

The Police helicopter is still flashing their lights at the UFO believers who refuse to budge. Suddenly the entire rooftop is BATHED IN WHITE LIGHT. They all grow silent staring up at the craft.

Above them another SCHISM has opened at the bottom of the craft, the white light spilling out.

As though the heavens had opened, the UFO believers lift their arms, waiting to be taken.

**BELIEVERS**

Take me! No, take me! Take me!

Slowly, this beam of light from the base of the ship INTENSIFIES directly on the top of this building.

**EXT. HELIPORT - SAME**

Standing on this rooftop heliport directly across from the UFO believers, the First Lady watches them, concerned.

**SECRET SERVICEMAN**

(yelling over helicopter)

Mrs. Whitmore!

Reluctantly, the First Lady turns and runs for the helicopter. The door is shut and the helicopter takes off.

**EXT. THE CAPITOL BUILDING - SAME**

With a ROAR, the Presidential helicopter ZOOMS past, behind it we see an enormous SCHISM opening beneath the space craft.

**EXT. WHITE HOUSE - SAME**

Alex is helping people get onto the remaining helicopters. Suddenly he is bathed in WHITE LIGHT. He looks up and sees the SCHISM, its WHITE BEAM coming directly down upon the White House.

**EXT. EMPIRE STATE BUILDING - SAME**

The pinnacle of this landmark is abruptly illuminated in WHITE LIGHT. We PAN UP to the space craft above, the beam intensifying from the SCHISM below the ship.

**EXT. ANDREWS AIR FORCE BASE - SAME**

The Presidential helicopter lands. The President and his group are ushered over to AIR FORCE ONE which stands only hundred yard away.

**INT. AIR FORCE ONE - SAME**

The door OPENS and the President and his advisors rush in. David flops down into a seat, quickly flips open his laptop which reads: 00:05, 00:04...

**EXT. ROOFTOP - LOS ANGELES - SAME**

As the light amplifies, the believers chant, louder and louder. Suddenly the white light DISAPPEARS. The believers are stunned. In a brief moment it is replaced with a BLAST.

A DESTRUCTION BEAM BLASTS down onto the rooftop, splintering everything there, Police helicopter included, into a billion tiny particles.

Tiffany is the epicenter, from here the WALL OF DESTRUCTION GROWS outwardly, destroying everything in its path.

**EXT. EMPIRE STATE BUILDING - SAME**

Just as the BLAST HITS, the historic building is DECIMATED.

**EXT. WHITE HOUSE LAWN - SAME**

Alex shuts the door on a helicopter. As he steps back the white light VANISHES. He looks up as the BLAST replaces the beam.

**ANGLE - WHITE HOUSE**

Just as one of the helicopters pass us, the White House **SPLINTERS BEFORE OUR EYES.**

**EXT. ANDREWS - RUNWAY - AIR FORCE ONE - SAME**

Air Force One quickly taxis down the runway toward us. Behind them in the distance we can SEE the DESTRUCTIVE beam GROWING OUTWARDLY from the epicenter.

**THE CAPITOL BUILDING**

The WALL OF DESTRUCTION reaches the Capitol Building, fragmenting into a trillion particles.

**THE PENTAGON**

Washed under the WALL OF DESTRUCTION, the Pentagon, too, is blown to smithereens.

**INT. AIR FORCE ONE - SAME**

Thick with tension. Everyone is white-knuckled, anxious for take off as they taxi quickly down the runway.

**EXT. ANDREWS - RUNWAY - AIR FORCE ONE**

Air Force one, full throttle. It LIFTS OFF just in time to miss the WALL OF DESTRUCTION as it rips apart the airport behind them, dangerously close.

**WIDE ANGLES - WASHINGTON, D.C.**

We SEE the WAVE OF DESTRUCTION growing outwardly from the epicenter, ENGULFING ALL OF WASHINGTON.

Air Force One is just barely making it out in time.

**EXT. PASADENA FREEWAY - SAME**

Jasmine's car is caught in traffic just outside the tunneled underpass at the Griffith Park Mountains.

**RADIO NEWSMAN**

(filtered)

...My God. It's destroying everything in its path. Widening...

Suddenly the radio CUTS OUT. Jasmine turns around and SEES...

**JASMINE'S POV - FREEWAY & DOWNTOWN**

Far off the devastation of downtown can be seen. The WALL OF DESTRUCTION growing towards us.

Reacting, Jasmine grabs Dylan and dashes out of the car. Boomer follows. Every drivers who can, jumps out of their cars, running in all directions.

Jasmine heads for the tunnel.

**ANGLE - FREEWAY**

The grid-locked cars have nowhere to run as the WALL OF DESTRUCTION grows out from downtown. All the cars are WIPED OUT in a row, sitting ducks.

**ANGLE - OVERPASS - BRIDGES**

Packed with cars. They're quickly demolished as the WALL OF DESTRUCTION blasts by.

**INT. TUNNEL - SAME**

Jasmine turns back from the tunnel entrance.

**JASMINE'S POV - WALL OF DESTRUCTION**

Ever nearing, only moments away.

Jasmine spots an open MAINTENANCE ALCOVE deep within the tunnel. She runs to it, puts Dylan inside and climbs in after him.

Leaning back out, Jasmine looks for Boomer who stares at her, wagging his tail.

**JASMINE**

Boomer, come. Come boy!

Boomer LEAPS inside and Jasmine ducks to the side of the WALL OF DESTRUCTION hits the tunnel entrance, cars are JAMMED TOGETHER, SMASHING into one another.

Suddenly the car ARE BLOWN CLEAR THROUGH THE TUNNEL like so many toy Hot Wheel cars.

Inside the Maintenance alcove, Jasmine shields Dylan and Boomer with her body.

**EXT. MANHATTAN - WIDE ANGLE - SAME**

From a distance we WATCH as all of Manhattan is consumed from its center outwardly by the growing WALL OF DESTRUCTION. Within seconds all of Manhattan is gone.

The WALL OF DESTRUCTION reaches its outer most edges and fades away.

The SCHISM under the craft slowly CLOSES. The ship now hovers over a completely wiped out Manhattan.

**SLOW DISSOLVE:**

**INT. BRENNON TRAILER - PRE-DAWN**

A hand adjusts the trailer radio.

**RADIO**

(filtered)

...reports are unclear as to the extent of the devastation, but from all accounts, Los Angeles, Washington and New York have been left in ruins...

Russell shoots a worried look over to Miguel. Suddenly Troy moves up to the front on wobbly legs.

**TROY**

Guys, I don't feel so good.

**RUSSELL**

When was the last time you had your medicine?

**TROY**

Four days... five?

Troy looks really sick. Miguel is shocked.

**MIGUEL**

But I gave you some this morning.

**TROY**

I didn't take it. I thought I didn't need it anymore.

**EXT. DESERT HIGHWAY - SAME**

The trailer, with Russell's Bi-wing in tow, pulls over. Troy rushes out, vomiting on the side of the road. Miguel comes to his aide. Russell steps out and walks to the curve in the highway.

**RUSSELL**

Miguel? Come take a look at this.

Reluctantly Miguel leaves his brother's side.

**POV - RUSSELL AND MIGUEL**

Below an entire valley filled with campers, trailers and busses. An instant refugee city, if you will, for as far as the eye can see. Spectacular.

**CUT TO:**

**INT. EL TORO - BRIEFING ROOM - MORNING**

Thirty-five pilots are being briefed by their Commanding Office, CAPTAIN WATSON who points to a fuzzy photograph of the craft over Los Angeles.

**WATSON**

You will be the first wave in our counter attack. Though surveillance satellite reconnaissance has been impaired, we have a fix on our primary target.

Steve and Jimmy sit next to each other near the back of the room

**STEVE**

(whispered)

You won't exactly need radar to find it.

Jimmy chuckles. Watson is annoyed.

**WATSON**

You want to add something to this briefing, Lt. Hill?

Steve smiles confidently.

**STEVE**

Sorry, Sir. Just real anxious to kick some alien ass.

Everyone chuckles, including Captain Watson.

**EXT. EL TORO MARINE CORPS AIR STATION - MOMENTS LATER**

Huge hangar doors open revealing an F/A-18 HORNET, one of the U.S.A.F.'s elite.

**TARMAC - OVERHEAD SHOT**

Thirty F/A-18s await take off on the tarmac as Technicians and Flight Crews race for position.

**ENGINE BLAST**

The heat waves momentarily obscure our view as the F/A-18s take to the air.

**INT. AIR FORCE ONE - SAME**

The President is deeply contemplative. Constance sits down next to him. She knows what he's thinking.

**CONSTANCE**

You saved a lot of lives.

**PRESIDENT**

I could have evacuated the cities hours ago.

(beat)

You know, when I flew in the Gulf War everything is simple. We knew what we had to do. It's not simple anymore, Connie. A lot of people died today. How many didn't have to?

Constance realizes there's no comforting him. She supports him silently by being there. General Grey comes over.

**PRESIDENT**

Any news on my wife?

**GENERAL GREY**

The helicopter never arrived at Nellis and there's been no radio contact.

The news rocks the President. They both know what that means.

**GENERAL GREY (cont'd)**

The fighters are in the air.

Whitmore nods and follows the General to the back of the plane.

**COMMAND CENTER - AIR FORCE ONE**

Military Command has been set up on Air Force One, a kind of flying NORAD. Military and technical crew are seated at the controls. Nimziki is already there.

**GENERAL GREY**

All satellites, microwave and ground communications with the cities are gone. We believe we're looking at a total loss.

Maintaining his composure, the President looks up at the many tracking screens.

**PRESIDENT**

Where are they?

**GENERAL GREY**

(pointing)

ETA with target; four minutes.

**EXT. BLUE SKIES - TACTICAL FIGHTERS - SAME**

Five F/A-18 fighters move into frame. As we WIDEN we REVEAL a total of 30 F/A-18s in attack formation, destination Los Angeles.

**INT. STEVE'S FIGHTER - SAME**

Steve pulls a long cigar out of his breast pocket.

**STEVE**

(into radio)

Jimmy crack corn, do you have  
victory dance?

**INT. JIMMY'S FIGHTER - SAME**

Jimmy pulls his cigar out. Examines it.

**JIMMY**

(into radio)

That is an affirmative. I have  
victory dance. Mmmmmmmmm.

**STEVE**

(filtered)

Don't get premature on me, Jimmy.  
We don't light up 'til the Fat  
Lady sings.

**JIMMY**

I hear you.

**INT. AIR FORCE ONE - PASSENGER SECTION - SAME**

Air sick, David holds a "barf bag" as Moishe talks.

**MOISHE**

It's Air Force One for crying out  
loud. Still he gets sick?

**DAVID**

Moishe, please, don't talk.

Moishe pats his belly.

**MOISHE**

Look at me, like a rock. Good  
weather, bad, doesn't matter.  
(motions with his hands)  
We can go up and down, back and  
forth, side to side...

David can't take any more of this story and takes off running  
for the bathroom.

**MOISHE**

What I say?

Constance comes over, sits next to Moishe.

**CONSTANCE**

He still gets air sick, huh? In  
all of this I didn't get the  
chance to thank you two.

**MOISHE**

Think nothing of it, Spanky.

Constance smiles, corrects him.

**CONSTANCE**

Spanky. He told you about that?

**MOISHE**

(nods)

All he could think about was getting to you. There's still love there I think.

**CONSTANCE**

(sadly)

Love was never our problem.

**MOISHE**

All you need is love. John Lennon. Smart man. Shot in the back, very sad.

**EXT. SKIES - SAME**

In the distance we can see the devastated Los Angeles, the space craft still hovering above it. The Fighters zoom into frame.

**INT. STEVE'S FIGHTER - SAME**

Steve looks down, becomes worried.

**STEVE**

I shouldn't have left her.

**JIMMY**

(filtered)

Don't worry, big guy. I'm sure she got out of here before it happened.

Steve nods absently.

**STEVE**

Let's lock and load.

**INT. AIR FORCE ONE - SAME**

The center F/A-18 on the radar map begins to FLASH yellow, just under its image. We SEE a video display of its FLIR (forward-looking infrared) targeting system, locked on.

**TECHNICIAN**

Los Angeles attack squadron has AMRAAM missiles locked on target.

**TECHNICIAN #2**

Washington and New York squadrons,  
reporting lock on.

**GENERAL GREY**

Fire at will.

**EXT. STEVE'S FIGHTER - SAME**

An Advanced Medium-Range Air-to-Air Missile (AMRAAM) DROPS  
down from the underbelly of the fighter, DARTING OFF.

Radar targeted, the missile BANKS hard, adjusting. We SEE it  
is joined by FOURTEEN other missiles, all rocketing towards  
their target.

**EXT. ALIEN SHIP - SECONDS LATER**

The missiles are headed straight for the alien ship.  
Suddenly about a quarter mile before they reach it, they  
EXPLODE, as though blown out of the sky.

When the smoke clears we see there has been zero damage.

**INT. STEVE'S FIGHTER - SAME**

**STEVE**

Damn it!

**JIMMY**

(filtered)

I didn't even see them fire!

**STEVE**

Command, Eagle One. Switching to  
"sidewinders." We're moving in.

**EXT. SKIES - SAME**

In unison these amazing birds DIVE together, realigning  
themselves into six groups of five, spreading out to attack  
different areas of the ship.

**STEVE'S GROUP**

The first attack group, Steve's, are the first to near the  
colossal alien craft. Simultaneously they drop their AIM-9  
sidewinder missiles.

**PACK OF AIM-9 SIDEWINDER MISSILES**

They reach the same quarter-mile proximity and EXPLODE.

**INT. STEVE'S FIGHTER - SAME**

**STEVE**

They must have some kind of

protective shield surrounding  
their hull. Pull up.

Most of the fighters do, but one is too late and SMASHES into  
the ship's protective shield.

**EXT. SKIES - SAME**

Steve's squadron BANKS hard, skirting the edge of the ship's  
protective shield.

As the fighters approach, the alien ship's enormous ATTACK BAY  
doors OPEN. Suddenly DOZENS OF ALIEN ATTACKERS dart out  
towards our fighters.

**STEVE**

(filtered)

Evasive maneuvers! Check Six!

Just moving away in time, our Fighters barely dodge the  
oncoming enemy Attackers as they FIRE a HAILSTORM of FIREPOWER  
(tracker bullet-like lasers) showering the sky.

As Steve's plane DIVES, an Attacker follows. Jimmy's plane  
pulls up behind the attacker.

**HEADS UP DISPLAY - HUD**

Jimmy's HUD has the alien attacker in his sights.

**JIMMY**

(filtered)

Got you covered, Stevie.

Jimmy FIRES, another AIM-9 Sidewinder TAKES OFF.

**ALIEN ATTACKER**

The Sidewinder overtakes the attacker as Steve ROLLS AWAY out  
of position. Five yards before the sidewinder can get to the  
Attacker, it EXPLODES.

**JIMMY**

Shit! They've got shield too.

**STEVE'S FIGHTER**

Banks back around to get a shot. Just as he turns, three  
American Fighters are BLOWN TO RIBBONS from Attacker tracer  
fire.

The Attackers are in hot pursuit of Jimmy's fighter. The  
Fighter flying next to Jimmy is DEMOLISHED.

**STEVE**

Jimmy, roll right. I'll cover.

Jimmy's fighter narrowly rolls away from the tracer fire as Steve fires another Sidewinder, momentarily distracting the Attacker.

Jimmy falls in line with Steve as the attackers turn on them. Both fighters jerk downwards at a ninety degree angle at MACH ONE. Narrowly missing the ground, they bank away. The Attackers can't follow.

**INT. AIR FORCE ONE - SAME**

Fighter after fighter begin to disappear from the display screens.

**CONSTANCE**

We're losing them.

**PRESIDENT**

Then get them out of there.

Suddenly one of the large radar display maps FIZZLES OUT.

**TECHNICIAN**

We've lost the satellite.

Before he can adjust, another monitor FIZZLES AWAY.

**EXT. LOS ANGELES - SAME**

One by one we SEE the fighters getting TAKEN OUT. Fireballs litter the laser-tracer fire covered skies.

**STEVE**

Maybe we can out run them. Follow my lead.

Jimmy and Steve bank away from the craft, hit the supercruise, BOLTING AWAY at Mach 2.

Both Jimmy and Steve are held tight against their seats, straining against the G-Force.

Two Attackers spot them and follow in hot pursuit.

Steve and Jimmy are flying at breakneck speeds, the attackers slowly gaining on them.

**STEVE**

Jimmy, kick it! They're gaining.

**JIMMY**

We're already over Mach 2!

**STEVE**

So push it!

Readouts show the planes flying beyond measurement.

**INT. JIMMY'S FIGHTER - SAME**

As the planes accelerate, Jimmy fights to remain conscious.

**JIMMY**

Stevie... I can't...

**STEVE**

Jimmy, stay with me.

Jimmy slowly loses consciousness. His fighter slows, drifting off to the right.

**STEVE**

**JIMMY!**

**ALIEN ATTACKERS**

gain on them. One catches up with Jimmy's fighter and FIRES.

**JIMMY'S FIGHTER**

Laser-tracers SHOWER the Fighter. It EXPLODES. Job done, his Attacker banks away, returning to Los Angeles.

**STEVE**

No!!!!

Steve's Attacker stays right with him, slowly gaining. Steve kicks his harder, keeping the distance.

**CUT TO:**

**INT. EL TORO - AIR TOWER - SAME**

A radar OPERATOR spots something on his screens. He turns to Captain Watson.

**OPERATOR**

We have incoming.

**WATSON**

Friendly?

**OPERATOR**

I don't think so.

Watson hits an alarm which ROARS.

**EXT. EL TORO - TARMAC - SECOND LATER**

A dozen PILOTS race out onto the field, running for their planes. Before anyone can reach them, the sky darkens with ALIEN ATTACKERS who STRAFE the runway.

**INT. TOWER - SAME**

Through the front glass of the tower we SEE the Attackers firing. One fires directly at the tower. Watson DIVES for cover as everything around him erupts into a gigantic **FIREBALL.**

**WIDE ANGLE - EL TORO**

The entire base goes up in flames.

**CUT TO:**

EXT. SKIES - FIGHTER & ATTACKER - SAME

Steve looks down over the side of his fighter.

**STEVE'S POV - THE GRAND CANYON - SAME**

Steve HITS THE BRAKES. Surprised, the Attacker SAILS PAST.

Taking the moment, Steve DIVES down INTO THE GRAND CANYON.

**STEVE**

(to himself)

Okay, jerk-off. Let's have some fun.

The Attacker recovers, dives after Steve who flies dangerously close to the canyon walls. The Attacker has trouble keeping up with him but does.

Steve puts on a clinic in advanced aerobatics, banking, diving, swerving.

The Attacker seems to be improving, following closer and closer.

Steve ducks into smaller canyons, twisting sideways. Still the Attacker follows close.

**FUEL GAUGE - RUNNING LOW**

Near empty. Frustrated, Steve gets pissed.

**STEVE**

Damn it!

Steve turns down a dead end side canyon. The Attacker is right on his tail.

**STEVE**

Let's see if you're fully equipped.

The Fighter is on a collision course with the end of the canyon wall. Suddenly Steve yanks his ACES II - EJECTION **SEAT.**

Steve SAILS UPWARDS into the air.

The Fighter CRASHES into the canyon wall.

The Attacker can't turn in time. He tries to pull up, over it, just misses the top of the canyon wall.

As the nose of the Attacker hits the tip of the canyon wall the Attacker is FLIPPED OVER, ROLLING END OVER END over the top of the canyon.

The parachute on Steve's ejection seat pops OPEN.

**EXT. TOP OF CANYON - CONTINUOUS**

Rolling end over end, the Attacker is banged up BADLY as it finally comes to a stop.

Not far away, Steve has a quick, hard, landing. Rolling over, Steve quickly pops the buckles on the chute and frees himself.

He stands and looks around. Spotting the beat up and incapacitated alien Attacker, Steve gets an angry resolved look. He marches over to the fallen alien Attacker. He scans it quickly, spots a type of door that has been knocked ajar.

With all his might, Steve YANKS the door OPEN.

**AN ALIEN**

For the first time we get a quick glance at these aliens, an odd hybrid creature with fluctuating skeletal structure.

The reason we only get a quick glance is because the moment it turns woozily towards us, Steve rears back and SLUGS HIM IN THE FACE, knocking the alien totally unconscious.

His anger finally subsiding, exhaustion taking over, Steve stands over the craft, slowly withdrawing the prized Victory Dance cigar. He lights it and takes a long angry puff.

**STEVE**

Now that's a close encounter.

**CUT TO:**

**INT. TUNNEL - PASADENA FREEWAY - ALCOVE - SAME**

It's dark. The hole Jasmine had entered is now blocked. She pushes but it won't budge. Exhausted, she ignites her lighter to get a better look around.

As it lights we SEE that we are inside a maintenance garage. Jasmine rushes over to a phone but the line is dead. Taking Dylan by the hand she moves to the large garage doors but she can't open them.

She turns around and see a large maintenance truck, a huge land-mover shovel attached to the front. She smiles.

**EXT. GARAGE DOORS - SECONDS LATER**

With a ROAR the large door BLAST APART as the maintenance truck SMASHES through. Once out, Jasmine hits the brakes.

**REVERSE ANGLE - JASMINE'S POV - DEVASTATED L.A.**

Total devastation. Remnants of cars and buildings smoldering. Three scattered survivors crawl from the wreckage. A nightmare of destruction. The space craft above, slowly leaving.

**DYLAN**

Mommy, what happened?

**JASMINE**

(astonished)

I don't know, badly.

**CUT TO:**

**EXT. DESERT - REFUGEE TRAILER CAMP - DAY**

We see dozens of trailers packing up their gear, some already on the road. Miguel talks with one of the drivers, then hurries away, running.

**INT. BRENNON TRAILER - SAME**

Russell wipes down Troy's forehead, he's burning up. Alicia brings over a cold compress.

**RUSSELL**

You know, you're just like your mother. She was stubborn too. I had to twist her arm to get her to take her medicine.

**TROY**

I'm sorry, Dad.

(beat; scared)

I'm not goin to die like mom, am I?

**ALICIA**

You're going to be fine.

Miguel comes rushing in, pulls Russell aside.

**MIGUEL**

I couldn't find anything. Everyone is packing up, they're leaving. Word is a space ship is

heading this way.

**RUSSELL**

We should leave too.

**MIGUEL**

There's a group heading south,  
they said there's a hospital just  
a couple hours away. I think we  
should follow them.

Russell nods in agreement. A knock on the door. Alicia turns to find a handsome young boy, PHILIP in the doorway holding a bottle of pills.

**PHILIP**

Penicillin. At least it will help  
keep his fever down.

**ALICIA**

It's really nice of you to help  
us.

**PHILIP**

I wish I could do more but we're  
moving out.

**ALICIA**

(too eager)  
We're going with you. I mean,  
we're going too.

**PHILIP**

Cool.

Alicia nods, smitten. Philip smiles charmingly and leaves.

**CUT TO:**

**INT. AIR FORCE ONE - SAME**

Back in the passenger section, the President sits with General Grey and Chief of Staff Nimziki. The Technician from the command module is briefing them.

**TECHNICIAN**

They must be targeting our  
satellites. We've lost all  
satellite communication, tracking  
and mapping.

**GENERAL GREY**

Have NORAD relay intelligence to  
our on board computers?

The Technician nods and exits. Defeated, the President slumps sullenly.

**GENERAL GREY**

We've moved as many of our forces away from the bases as possible but we've already sustained heavy losses.

The President nods his approval absently. Coming out of the bathroom, David overhears.

**NIMZIKI**

I spoke with the Joint Chief when they arrived at NORAD. They agree, we must launch a counter offensive with a full nuclear strike. Hit 'em with everything we've got.

**PRESIDENT**

Above American soil?

**NIMZIKI**

If we don't strike soon, there may not be much of an America left to defend.

The Technician returns, his face is white with fear.

**GENERAL GREY**

What's the latest from NORAD?

**OFFICER**

It's gone, sir. They've taken out **NORAD**.

**NIMZIKI**

That's impossible...

**GENERAL GREY**

My God, the Vice President and the Joint Chiefs...

**NIMZIKI**

Mr. President, we must launch. A delay now would be more costly than when you waited to evacuate the cities!

That stings the President. He considers the option. David is shocked.

**DAVID**

You can't be seriously considering firing nuclear weapons?

**CONSTANCE**

David, don't...

David pushes past her.

**DAVID**

If you fire nukes, so will the rest of the world. Do you know what that kind of fall out will do? How many innocent people...

The General gets up running interference. Constance tries to pull David back.

**GENERAL GREY**

(stern)

Sir, i remind you that you are just a guest here...

**CONSTANCE**

(overlapping)

David, please...

**DAVID**

This is insanity! You'll kill us and them at the same time. There'll be nothing left!

**NIMZIKI**

(interrupting)

Sit down and shut up!

Suddenly Moishe is on his feet, interrupting.

**MOISHE**

Don't tell him to shut up! You'd all be dead, were it not for my David. You didn't do anything to prevent this!

As everyone is about to besiege Moishe, the President tries to calm him down.

**PRESIDENT**

Sir, there wasn't much more we could have done. We were totally unprepared for this.

**MOISHE**

Don't give me unprepared! Since nineteen fifty whatever you guys have had that space ship, the thing you found in New Mexico.

**DAVID**

(embarrassed)

Dad, please...

**MOISHE**

What was it, Roswell? You had the space ship, the bodies, everything locked up in a bunker, the what is it, Area fifty one. That's it! Area fifty one. You knew and you didn't do nothing!

For the first time in along time, President Whitmore smiles.

**PRESIDENT**

Regardless of what the tabloids have said, there were never any space crafts recovered by the government. Take my word for it, there is no Area 51 and no recovered space ship.

Chief of Staff Nimziki suddenly clears his throat.

**NIMZIKI**

Uh, excuse me, Mr. President, but that's not entirely accurate.

The President and General Grey turn to Nimziki, shocked.

**SMASHED AND BURNED OUT CARS**

laying across the roadway. Suddenly SMASH, Jasmine's maintenance truck BLASTS through.

**EXT. HIGHWAY - CITY LIMITS - SAME**

With the massive devastation in the b.g., Jasmine drives the maintenance truck down the highway. In the back, the few survivors she's found.

In the back, four INJURED PASSENGERS lay across the flatbed as a thin, older man, TEDDY tends to them.

**INT. MAINTENANCE TRUCK - SAME**

Jasmine spots a TALL MAN, his clothes in tatters RUNNING down the highway, his arms in the air.

**TALL MAN**

The end has come! He speaketh his word and the end hast come!

Jasmine pulls up along side him.

**JASMINE**

Hop on. We're heading out to El Toro.

**TALL MAN**

You cannot defy what has come, it is the end!

The tall man moves off, screaming to the heavens. As Jasmine watches him drift away she SEES...

#### **OVERTURNED MILITARY HELICOPTER**

Still smoldering from the crash. A woman can be seen inside, still alive. Jasmine jumps out.

#### **JASMINE**

Give me a hand.

Teddy joins Jasmine as they pry open the door. Inside, the pilots have been killed, but Mrs. Whitmore, THE FIRST LADY, lays there in great pain, blood across her blouse.

#### **JASMINE**

Let's get her out of here.

They erase her from the wreckage, laying her on the ground. Dylan comes over, standing next to his mother.

#### **TEDDY**

She's bleeding pretty bad.

Suddenly we HEAR the CLICKING of a rifle COCKING.

#### **MALE VOICE (O.S.)**

Who's got the key?

Jasmine turns and see a REDNECK leveling his rifle at her. Behind him a small damaged sports car pulls up, packed to the gills with stolen, looted appliances.

#### **REDNECK**

(yelling to pals)  
Looks like I've solved our  
transportation problem.

#### **JASMINE**

Hey, you're welcome to come with  
us. We're leaving here anyway...

#### **REDNECK**

We're not. Give me the key.  
(yelling back)  
Get 'em off.

Two GUYS rush from their vehicle over to the maintenance truck, pulling the injured off the tailback.

#### **TALL MAN (O.S.)**

Repent! Sinners! Repent! The  
end hast come!

Running up from behind, the Tall Man comes over screaming. The Redneck turns his gun on him.

**REDNECK**

Back off. This ain't your  
business.

As the Redneck is distracted, Jasmine spots the bag of fireworks protruding out of Dylan's back pocket.

**TALL MAN**

You cannot go against the word,  
brother.

**REDNECK**

Sure I can.

The Redneck SHOOTS the Tall Man. His buddies laugh.

**REDNECK (cont'd)**

Now give me that key, bitch.

As he turns back to Jasmine, Boomer starts BARKING wildly. Just as he turns to shoot the dog, Jasmine lights a key ROCKET from the fireworks bag. The rocket BLASTS into the Redneck, his shirt IGNITING ON FIRE.

The Redneck drops the rifle, attempting to put out the flames, his cronies rush to his aid. Jasmine picks up the gun, moves in on them.

**JASMINE**

This "bitch" was born in Alabama  
with a Daddy who loved to hunt.

(cocking the weapon)

So don't think for one second that  
I don't know how to use this.

She FIRES the rifle. Quickly the rednecks scamper away.

**CUT TO:**

**EXT. DRY LAKE - DESERT - LATER**

Dragging a heavy bundle wrapped in his parachute, Steve marches across the desert floor. The alien ARM/TENTACLE dangles out of the parachute.

Exhausted, Steve stops to wipe his brow. He hears something, turns around.

**STEVE'S POV - THE TRAILER ARMADA**

Several hundred of the trailers from the refugee camp are headed en mass towards him. Smiling, Steve signals them.

The trailers pull up on either side, surrounding him. Miguel leans out of his trailer.

**MIGUEL**

(sarcastic)

Need a lift?

**STEVE**

When I flew overhead, I saw some  
kind of base, not far.

Confused, Miguel checks his map.

**MIGUEL**

It's not on the map.

**STEVE**

Trust me, it's there.

**EXT. AIR FORCE ONE - LATER**

Flying over the desert, Air Force One sails over an immense valley, Area 51 below - hangars, a few buildings, a small air strip, not much.

Super: N.I.A. Base - "Area 51", Nevada

**EXT. RUNWAY - LATER**

Air Force One lands. Wheels touch down, skid.

**INT. HANGAR - LATER**

The large hangar doors open and Air Force One is rolled inside. The President and his entourage are met by a contingent of base personnel led by field operative, LT. MITCHELL. He escorts them to a side hallway.

**INT. HALLWAY - CONTINUOUS**

Lt. Mitchell walks over to an odd wall switch as the President and his entourage wait in the center of the hall. With a loud hydraulic HUM, the entire hallway begins to SINK DOWN, an enormous ELEVATOR.

**PRESIDENT**

Why the hell wasn't I told about  
this place?

**NIMZIKI**

Two words, Mr. President.  
Plausible deniability.

General Grey shoots Nimziki a pissed off look. When the elevator stops, a door SLIDES open.

**INT. RESEARCH FACILITIES - CONTINUOUS**

Stepping out of the elevator, they walk into a large state of the art, sterile clean research facility. It is amazingly

well staffed and organized.

**PRESIDENT**

I don't understand. Where did all this come from? How did this get funded?

**MOISHE**

You didn't think they actually spent ten thousand dollars for a hammer and thirty thousand for a toilet seat, did you?

The President shoots him a look. They are greeted by a group of SCIENTISTS in white coats led by, DR. OKUN.

**MITCHELL**

Mr. President, I'd like to introduce you to Dr. Okun. He's been heading up our research here for the last fifteen years.

Dr. Okun is an odd, hyper-energetic man who's spent too much time in isolation.

**OKUN**

Mr. President, a real pleasure. They don't let us out much, you you.

**PRESIDENT**

(uncomfortable)

Yes.

**OKUN**

Well, I guess you'd like to see the big tamale? Follow me.

They walk up a ramp at the end of the room. Large heavily enforced doors SLIDE open.

**INT. STORAGE LAB - CONTINUOUS**

The group steps inside and nearly gasps at...

**THE ALIEN ATTACKER**

Just like the one that chased Steve. The entourage stares in horror and wonder. We can SEE the patch-work repairs they've made on the ship over the years.

**OKUN**

She's a beaut, ain't she?

Moishe leans close to David and Constance.

**MOISHE**

(smug)  
Never any space ships recovered by  
the government, huh?

**PRESIDENT**

We've had this for forty years and  
you don't know anything about  
them?

**OKUN**

Hell no, we know tons about them.  
The nearest stuff has only  
happened in the last few days.

The President slowly walks around the ship as Okun talks.  
David, mouth agape, just stares at it.

**OKUN (cont'd)**

See, we can't duplicate their type  
of power so we've never been able  
to experiment. But since these  
guys started showing up, all the  
gizmos inside turned on. The last  
twenty four hours have been really  
exciting!

**PRESIDENT**

(exploding)  
People are dying out there. I  
don't think "exciting" is the word  
I'd choose to describe it!

The room goes silent, letting the President blow off steam.

**PRESIDENT**

(calming)  
What can you tell us about the  
enemy we're facing?

**OKUN**

Not all too dissimilar to us.  
Breathes oxygen, comparable  
tolerances to heat,  
cold...probably why they're  
interested in our planet.  
(suddenly excited)  
Hey, you wanna see them?

**INT. MEDICAL RESEARCH VAULT - MOMENTS LATER**

The lights slowly TURN ON, illuminated the vault. Okun leads  
the group to a sealed partition.

**OKUN**

This is vault, or as some of us  
have come to call it, the "freak  
show."

Okun hits a switch and the sealed partition lifts revealing...

**FORMALDEHYDE TANKS - ALIENS**

Three dead aliens float in the milky formaldehyde tanks. The murky fluid and condensation obstructs our view. What we do see is not pretty.

**OKUN**

When we found them they were wearing bio-mechanical suits. Once we got them off, we were able to learn a great deal about their anatomy; eyes, ears, bipolar digestive system... no vocal cords though. We're assuming they communicate with each other through other means.

David cannot contain his fascination. He steps forward.

**DAVID**

What kind of other means? Hand signals, body language?

**OKUN**

Some kind of extra sensory perception. Telepathy.

**PRESIDENT**

Can they be killed?

**OKUN**

These three died in the crash. Their bodies are as frail as our own. You just have to get past their technology, which is, I'm sorry to say, far more advanced.

The President turns to David.

**PRESIDENT**

You unlocked a part of that technology. You cracked their code.

**DAVID**

All I did was stumble onto their signal. I don't know how helpful I can be...

**PRESIDENT**

Show them what you've discovered. Work together. We've got to find a way to beat them.

**EXT. SECURITY GATE - SAME**

Four armed GUARDS watch the gate. An armada of trucks and trailers heads right for them. They move into position to block their entrance as a blue pick-up skids to a halt before them. Steve stands up from the back of the pick up.

**GUARD**

Sorry, Lt. Colonel, I can't open the gates without clearance.

**STEVE**

You want to see my clearance?

Impatiently Steve grabs the Guard by the collar, pulling him over the side of the truck putting him face to face with the bundled parachute in the flatbed. Steve rips the fabric aside revealing...

**THE ALIEN CREATURE**

Still unconscious, the alien stirs. The Guard JUMPS BACK, shitting in his pants. Quickly he signals for the other to open the gate.

The armada quickly drives past.

**BLACKNESS**

Total darkness. Suddenly light pours in as a door is open. We see the faces of Okun, David and three technicians all peering at us with inquisitive expressions.

**OKUN**

See the gizmos flashing?

**REVERSE - INSIDE ALIEN CRAFT**

Sure enough, tons of gizmos with lights flashing. High tech meets organic organisms. This alien ship looks familiar to our own technology and completely different at the same time.

**OKUN (cont'd)**

We've been working around the clock trying to get a fix on all this crap. Some stuff we figured out right away.

David climbs in, fascinated. He touches everything. Okun points to everything as he describes it.

**OKUN (cont'd)**

This thing we're pretty sure is the life support for the cabin, this do-hickey over here is connected with the engines, this crap...we have no idea what that

stuff is for.

David is transfixed by it. He stares at the small screens with flashing light patterns on them.

OKUN (cont'd)

But this over here is clearly what they use to navigate and guide the craft.

But David still stares at the small screens.

**DAVID**

Someone grab my laptop for me?

One of the technicians rushes off as Okun leans close.

**OKUN**

Find something interesting?

**DAVID**

Maybe.

The technician hands David his retrieved laptop which he quickly flips open and turns on.

**DAVID**

These patterns here, they're repeating sequentially, just like...

David turns his laptop around for Okun to see. The pattern on David's laptop flashes identically as the alien screen.

DAVID (cont'd)

...their countdown signal. Their using this frequency for computer communications. It's how they coordinate their ships.

**OKUN**

You know, you're really starting to make us look bad.

The two men exchange a smile. Another TECHY pops his head inside.

**TECHY**

(out of breath)

They got one! They got one, alive!

**INT. HALLWAY OFF MAIN HANGAR - AREA 51 - SAME**

The bundled alien lays on a stretcher that's wheeled quickly into the hall. Okun and his staff surround it. Trailing behind them is Steve, Russell and Miguel.

**OKUN**

How long has it been unconscious?

**RUSSELL**

Excuse me Doctor...

**STEVE**

Three hours.

**OKUN**

Get him into containment, stat.

**RUSSELL**

My boy is very sick, he needs  
immediate attention.

Okun ignores Russell, hitting the elevator switch on the wall,  
the room begins its hydraulic HUM.

**OKUN**

He's dying out. I want him  
sprayed down with saline.

Russell SLAMS his fist against the switch, the room stops. He  
GRABS a doctor nearby, gets in his face.

**RUSSELL**

My boys is slipping into a diabetic  
coma. If you don't do something  
about it right now he will die.

Miguel is surprised and proud of Russell as he holds DOCTOR  
ISAACS, meaning business.

**DR. ISAACS**

O'Haver, Miller, come with me.  
(to Russell)  
Take us to him.

**CUT TO:**

**EXT. ROAD - MAINTENANCE TRUCK - NIGHT**

Headlights pierce the darkness as the maintenance truck rolls  
to a stop. Jasmine climbs down out of the truck, her face  
ashen.

She walks past a sign reading: El Toro Marine Corps Air  
Station. Tears begin to roll from her eyes. We follow her  
gaze to see...

**EXT. EL TORO MARINE CORPS AIR STATION - CONTINUOUS**

The entire facility is smoldering, the last remnants of the  
fire burning itself to extinction. Jasmine is devastated.

**CUT TO:**

**INT. AREA 51 COMMAND CENTER - NIGHT**

General Grey and Nimziki are in a heated argument.

**GENERAL GREY**

You were the head of the National Intelligence Agency! You knew all about this. When were you planning on informing the rest of us!?

**NIMZIKI**

It had been deemed classified.

**GENERAL GREY**

Christ, why didn't you say anything about this when they first arrived? You could have warned us before we launched a counter attack that cost us hundreds of American pilots!

Just then the President enters along with Constance and some other ADVISORS. He examines a paper map of the United States, tacked to the wall, each major city circled in black.

**PRESIDENT**

Atlanta, Chicago and Philadelphia, destroyed?

**GENERAL GREY**

(composing himself)

And there are scattered reports of sightings over Miami, Ft. Worth, And Memphis.

The President and his team take seats at the large conference table.

**GENERAL GREY (cont'd)**

We've learned that NATO and western allied installations were the first to be taken out. We were next. They knew exactly where and how to hit us.

Grey sneaks an accusatory glare at Nimziki.

**PRESIDENT**

And our forces?

**GENERAL GREY**

We're down to approximately fifteen percent, Sir.

(beat)

If you calculate the time it takes them to destroy a city and move on, we're looking at world wide destruction of every major city within the next thirty six hours.

**PRESIDENT**

We're being exterminated.

The room is quiet. Constance runs her fingers through her hair. The door to the room opens and Lt. Mitchell enters with Steve.

**MITCHELL**

Mr. President, this is Lt. Colonel Steven Hill.

The President quickly gets to his feet, anxiously shaking Steve's hand.

**PRESIDENT**

Lieutenant, congratulations.

**STEVE**

Thank you, sir.

**PRESIDENT**

Where is the prisoner now?

**MITCHELL**

We have him in isolation. The doctors are very hopeful he will survive.

**PRESIDENT**

I'd like to see him.

**MITCHELL**

Yes, sir.

The General is concerned but the President is determined. They head for the door.

**STEVE**

(to General Grey)  
General, I'm anxious to get back to El Toro.

**GENERAL GREY**

Didn't anyone tell you? I'm sorry. El Toro was destroyed in the attack.

Steve is shattered, he had no idea.

**CUT TO:**

**EXT. EL TORO BASE - NIGHT**

The injured are gathered around a small camp fire. Jasmine walks up, dumping a box full of charred can goods.

**JASMINE**

These should last us a while.

As Margaret tries to move, she winces in pain. Jasmine rushes to her aid. The color from her face drained, Margaret looks like she's taking a turn for the worse.

**JASMINE**

Don't move. Stay still.

Jasmine adjusts the bandages as Margaret turns and see Dylan curled up next to Boomer, too adorable. Slowly he starts to wake up.

**MARGARET**

Your son.

**JASMINE**

He's my angel.

**MARGARET**

Was his father stationed here?

**JASMINE**

He wasn't his father. I was kinda hoping he'd want the job, though.

Jasmine becomes sad, remembering. Margaret changes the subject.

**MARGARET**

So, what do yo do for a living?

**JASMINE**

I'm a dancer.

**MARGARET**

Really? Ballet?

**JASMINE**

(laughs)  
No. Exotic.

**MARGARET**

Oh. Sorry.

**JASMINE**

Don't be. I'm not. It's good money.

(re: Dylan)  
'Side, he's worth it.

The bandages changed, Jasmine sits down next to Margaret.

**MARGARET**

And when the dancing's over? What about your future?

**JASMINE**

Funny, it used to scare me when I thought about the future.  
(looking around)  
Guess it doesn't really matter anymore.

Dylan comes walking over.

**JASMINE**

Dylan, come here. I want you to meet the First Lady.

**MARGARET**

(surprised)  
I thought you didn't recognize me.

**JASMINE**

Didn't want to say anything. I voted for the other guy.

**CUT TO:**

**INT. CONTAINMENT LAB - NIGHT**

Okun and two Medical assistants examine the alien creature. His arms and chest have been strapped down to the examining table.

For the first time we get a good look at the head of this creature, long tentacled-type cords interlocked, covering the face. The doctors attach clamps to each of the cords.

**OKUN**

Everyone ready?

The doctors exchange nervous glances, nod to each other. At the same moment all they pull on the clamps, unraveling the interlocked cords. As the cords unravel, we SEE that this is in fact a bio-mechanical SUIT as we REVEAL...

**THE ALIEN**

Beneath the cords lay the unconscious face of the alien, his skin translucent, his body fluids, capillaries, muscle tissue, alien's skin.

**OKUN**

Do we have life support monitors recording?

**MED ASSIST #2**

Yes. If we fuck up it'll all be on tape.

**OKUN**

Can we get some ventilation in here? I can't take this smell.

**MED ASSIST #2**

They've conquered space travel but not b.o.

As Okun begins to put on a pair of surgical gloves he suddenly grabs his forehead.

**MED ASSIST #1**

You all right?

**OKUN**

Yeah. It's just that stink gives me a headache.

**MED ASSIST #2**

He's moving!

Instantly everyone's attention is riveted to the arm of the alien as it moves beneath the sheet. Unseen by the others the alien creature's EYES OPEN.

Another SHARP PAIN hits Okun who SCREAMS, stumbling backwards grabbing his head. The others turn in surprise.

**THE ALIEN**

Suddenly SPRINGS up, the restraining straps SNAPPING. Before Med #2 can react, one of the alien's tentacles SMASHES her across the face. She is sent sprawling backwards.

**LOW ANGLE - THE ALIEN**

Standing before her. In a wink of an eye, he ATTACKS, leaping on her.

Together they TUMBLE back into a formaldehyde tank. Hoses are ripped from their sides and STEAM pours out. We get quick glimpse of their struggle as the steam engulfs them.

**INT. HALLWAY - SAME**

Mitchell leads the Presidential party down the hall. They turn and enter the Medical lab.

**INT. CONTAINMENT LAB - CONTINUOUS**

The group slows as they enter the room. They see the containment room through the glass is covered with white steam. Nothing can be seen. It's eerily quiet.

Cautiously they approach. Suddenly Okun is SLAMMED AGAINST the glass partition, the creature's tentacles wrapped around him. Pressed firmly to the glass, his eyes are shut, his expression pained, but when he speaks the voice is angry.

**OKUN/ALIEN**

Release...me.

**MITCHELL**

Open the door. Get him out of there.

Suspicious, General Grey stops him.

**GENERAL GREY**

Wait.

(to Okun)

Can you hear me?

**OKUN/ALIEN**

Will kill...release me. Now!

They follow the tentacles with their eyes, up to the ceiling of the containment tank. Suddenly the alien LEAPS DOWN, startling them, landing before them behind the glass.

We see he's holding Okun against the glass, speaking THROUGH HIM. This is the first real good look we get at the this bizarre creature. Everyone in the room is repulsed and compelled by it at the same time.

**EXT. AREA 51 - NIGHT**

Through the hundreds of campers and trailers parked outside, Steve runs past until he reaches the open tarmac.

A transport helicopter sits on the edge of the landing area. Steve runs up to it and climbs inside.

**INT. TRANSPORT HELICOPTER - CONTINUOUS**

Steve quickly starts it engines, preparing to take off. A SOLDIER rushes over to the cockpit.

**SOLIDER**

(yelling)

What the hell are you doing? Get out of there!

**STEVE**

I'm just going to borrow it.

The Soldier pulls out his pistol, taking aim.

**SOLIDER**

No you're not, sir.

**STEVE**

You really want to shoot me?

Steve stares the Soldier down. Reluctantly he lowers his gun.

**SOLDIER**

Shit. I'm gonna catch the hell for  
this.

Steve smiles and gives him a quick salute then TAKES OFF.  
Quickly the bird RISES UP and darts off into the night.

**INT. MEDICAL LAB - SAME**

The President has moved closer to the glass and is talking  
with the alien. The alien uses Okun like a ventriloquist's  
dummy.

**PRESIDENT**

Why did you people come here?

**OKUN/ALIEN**

Air...water...your "sun."

**PRESIDENT**

Where do your people come from?

(no answer)

Where is your home?

**OKUN/ALIEN**

Here...now.

**PRESIDENT**

And before here?

**OKUN/ALIEN**

Many worlds...

**PRESIDENT**

Can we negotiate a truce? is  
there room for co-existence?

(no answer)

Can there be peace between us?

**OKUN/ALIEN**

Peace? No peace.

**PRESIDENT**

What do you want us to do?

**OKUN/ALIEN**

Die.

The Alien moves closer to the glass staring at the President.  
Suddenly the President clutches his head in pain.

**NIMZIKI**

Mr. President?

**OKUN/ALIEN**

We kill you...all.

The pain becomes more severe and the President SCREAM OUT.  
There is general panic as people rush to the President's side.

**GENERAL GREY**

(to Mitchell)

Is that glass bullet proof?

**MITCHELL**

No sir.

The General draws his pistol. Mitchell and the other military officers follow his lead. Simultaneously they all begin to  
**FIRE!**

The glass SHATTERS into a billion pieces. The Alien is cut to ribbons, falling backwards.

The President collapses. So does Okun. A STAFFER rushes over to Okun, checks his pulse.

**STAFFER**

He's dead.

General Grey moves to the President who slowly recovers.

**GENERAL GREY**

Mr. President, are you okay?

Woozily the President sits up, a strange look in his eye.

**PRESIDENT**

He wanted me to understand. He communicated with me.

(turning to Grey)

They're like locusts. They travel from planet to planet, their whole civilization. After they've consumed every natural resource they move on. And we're next.

The President stands with a new resolve. He stares at the dead alien on the floor.

**PRESIDENT**

(cold)

Prepare a nuclear strike.

**INT. STORAGE LAB - MINUTES LATER**

The research staff are working near the recovered alien attacker. Constance comes rushing in. She looks around for

David. Through the glass of one of the offices she sees him.

**INT. OFFICES - CONTINUOUS**

Holding a bottle of Jack Daniels, David fishes through a small refrigerator as Constance enters.

**DAVID**

Just my luck, no ice.

**CONSTANCE**

I take it you've heard.

**DAVID**

A toast to the end of the world.

David toasts her with the bottle, takes a swig.

**CONSTANCE**

He didn't come to this decision  
lightly.

David nods, he doesn't want to argue. He smiles cynically.

**DAVID**

You still believe in him.

**CONSTANCE**

He's a good man.

**DAVID**

Better be. You left me for him.

**CONSTANCE**

I wanted a career. Didn't you  
ever want to be part of something  
special?

David stares daggers at her.

**DAVID**

I was part of something special.

Constance realizes he means their marriage. She's hurt him and can see it. She turns and leaves.

**CUT TO:**

**EXT. DARK SKIES - NIGHT**

A black shadow is vaguely seen in the dark night. As we pass some moonlit clouds we recognize the shadow is, in fact, a B-2 **STEALTH BOMBER.**

As we WIDEN, we see that the bomber is part of a squadron of eight. These mighty winged giants fly together in attack formation.

**INT. COMMAND CENTER - ARE 51 - SAME**

A tracking screen comes to life, eight blips flashing.

**TECHNICIAN #1**

We've got the AWAC on line.  
Signals coming in low.

The President's group takes their position behind the technicians.

**EXT. BLACK SKIES - NIGHT**

The eight B-2 Stealth Bombers break formation, each heading off to their different target destinations.

**INT. COMMAND CENTER - SAME**

On a large map, we see the eight target destinations and the planes heading for them.

**PRESIDENT**

Who will we reach first?

**COMMANDER**

Houston, Texas. Intercept ETA,  
six minutes and counting down.

**PRESIDENT**

Oh my God, Houston.

**GENERAL GREY**

The major cities have been  
deserted. Civilian casualties  
should be at a minimum, sir.

One map screen, ENLARGES, tracking the bomber on route to Houston.

**EXT. LIQUOR STORE - OUTSIDE HOUSTON - NIGHT**

Looters take all they can carry through the broken glass store front. A large heavily armored TANK rolls up front.

**INT. ARMORED TANK - SAME**

Nervous military technicians work equipment as their TANK COMMANDER pulls down a periscope.

**TANK COMMANDER POV - SPACE SHIP OVER HOUSTON**

Through the periscopes cross-hairs we SEE downtown Houston, the City Destroyer space ships settling in above it.

**EXT. B-2 STEALTH BOMBER - SAME**

Silhouetted against the shimmering waters on the bay, they Stealth Bomber can be seen as it approaches Houston.

**INT. B-2 STEALTH BOMBER - COCKPIT - SAME**

The flight crew works their computers (similar readouts are seen at command center). The Multi-Function Display (MFD) flashing before each crew member.

**PILOT**

We have laser targeting locked.

**INT. COMMAND CENTER - SAME**

**TECHNICIAN #1**

Target is locked, sir. Do you wish to deploy?

Everyone turns to the President who does not answer.

**GENERAL GREY**

Mr. President, do you wish to deploy.

Still there is no answer.

**NIMZIKI**

Mr. President?

**PRESIDENT**

(softly)

Deploy.

**EXT. B-2 STEALTH BOMBER - WEAPONS BAY - SAME**

The bay doors open and a large Tactical Nuclear Cruise Missile drops down, flies parallel with the bomber as it adjusts its radar and laser tracking. Suddenly it SHOTS OFF.

The bomber BANKS AWAY.

**INT. B-2 STEALTH BOMBER - SAME**

We see the horizon twisting away as we bank off from target.

**PILOT**

She's away.

**INT. COMMAND CENTER - SAME**

On the big map we see one FLASHING target line tracking the missile as it approaches Houston.

**PRESIDENT**

(to himself)

May our children forgive us.

**INT. ARMORED TANK - OUTSIDE HOUSTON - NIGHT**

The Tank Commander readjusts the periscope.

TANK COMMANDER POV - SPACE SHIP & B-2 STEALTH BOMBER

We follow the Cruise Missile as it guides itself on a direct collision course with the space craft.

**INT. COMMAND CENTER - SAME**

The targeting map shows how close the missile is, nearly on top of the target. Everyone in the room holds their breath.

**EXT. SPACE CRAFT - SAME**

The nuke speeds closer. It HITS the protective shield and **DETONATES. A FLASH OF LIGHT.**

**WIDE ANGLE - HOUSTON**

With the B-2 Stealth Bomber in the foreground, the city behind it vanishes in a FLASH OF LIGHT, blinding us.

**INT. COMMAND CENTER - SAME**

We can see the extent of the explosion on the targeting map, tracking it -- an expanding ring around Houston.

**NIMZIKI**

(excited)

It's a hit!

The others are still waiting. The monitor shows the night vision picture of the growing MUSHROOM CLOUD rising above the city.

**EXT. HOUSTON - WIDE - SAME**

The MUSHROOM CLOUD engulfs the horizon.

**EXT. ARMORED TANK - SAME**

Rocked by the massive explosion, the shock wave ROCKS the armored tank but doesn't destroy it.

**INT. ARMORED TANK - SAME**

The men inside are KNOCKED around, hard from the explosion.

**INT. COMMAND CENTER - SAME**

**NIMZIKI**

We got the bastards!

General Grey shoots Nimziki a look. The President holds up a hand, silencing the room.

**PRESIDENT**

Can they see it? Did it destroy  
the target?

**TANK COMMANDER'S POV THROUGH PERISCOPE - SAME**

As the cloud begins to dissipate we see THE SPACE CRAFT IS  
STILL THERE, completely unharmed.

**INT. ARMORED TANK - SAME**

**TANK COMMANDER**

Negative. Target remains.

**INT. COMMAND CENTER - SAME**

On the monitors as well, we can see the target remain. The  
air is let out of the room, everyone deflated.

**PRESIDENT**

Call them back.

**NIMZIKI**

The other bombers might have more  
luck. We shouldn't just give  
up...

**PRESIDENT**

I said call them back.

As the technicians call the bombers away, the President sinks  
into a depression. His last hope of survival gone.

**CUT TO:**

**EXT. EL TORO MARINE CORPS AIR STATION - NIGHT**

Jasmine keeps Margaret company as the rest sleep around the  
last flames of their campfire. From the worried expression on  
Jasmine's face we can tell that Margaret has gotten worse, her  
wounds bleeding badly.

A WIND kicks up, the sound of an ENGINE approaching. Jasmine  
squints her eyes looking up into the wind when a BRIGHT LIGHT  
engulfs her.

**JASMINE'S POV - LIGHTS - NIGHT**

Bright lights in the sky growing nearer. Slowly the others  
begin to wake up, frightened as the lights INTENSIFY.

The others slowly begin to retreat but Jasmine stands, staring  
defiantly. A smile creeps across her face as she sees that  
the lights belong to...

**TRANSPORT HELICOPTER**

The Transport Helicopter touches down and Steve leaps out, racing towards Jasmine. Overwhelmed, Jasmine jumps into his arms.

**JASMINE**

You're late.

**STEVE**

You know how I like to make a big entrance.

They kiss.

**CUT TO:**

**INT. HALLWAY - NIGHT**

The double doors burst open as the President carrying his young daughter marches through. Doctor ISAACS comes over to them.

**PRESIDENT**

How is she?

**ISAACS**

I'm sorry, Mr. President. If only we could have gotten to her sooner.

The President puts his daughter down as he sees...

**PRESIDENT'S POV - MARGARET**

Margaret lays in bed, doctors and nurses surrounding her. Patricia rushes over.

**ISAACS**

She's bleeding internally.  
There's nothing else we can do.

Stunned, the President watches as Patricia hugs her mother.

**MARGARET**

Hiya Munchkin.

**PATRICIA**

Mommy, we were worried. We didn't know where you were.

**MARGARET**

I'm right here, baby.

Recovering, the President nods for the doctors to leave the room. As they begin to march out, he makes his way over to his wife and daughter.

**PRESIDENT**

Honey, why don't you wait outside  
so Mommy can get some rest.

Patricia kisses her mother, says goodbye and leaves. Out of sight, Margaret winces, fading away. The President grabs her hand for support. She squeezes tightly.

**MARGARET**

(through tears)  
I'm scared, Tom.

**PRESIDENT**

It's okay. The doctors said  
you're going to be just fine.

Margaret smiles at the man she knows all too well.

**MARGARET**

Liar.

The look between them says more than any words.

**INT. HALLWAY - OUTSIDE MARGARET'S ROOM - LATER**

The President exits the room, overcome with emotion. Constance, the doctors and some medical crew move to comfort him. He holds them off with a gesture.

He looks up and sees Jasmine, Steve and Dylan down the hall. He pushes through the crowd and makes his way over to them.

**JASMINE**

I'm so sorry.

**PRESIDENT**

I just wanted to thank you.  
You're a very brave woman.

Across the hall, Patricia sits in a chair, waiting. Whitmore walks over to her and kneels down next to his small child.

**PATRICIA**

Is Mommy sleeping now?

**PRESIDENT**

Yes, baby. Mommy's sleeping.

**FADE OUT:**

**A GARBAGE CAN**

Topples over with a BANG! A foot steps in and starts kicking trash all over.

**EXT. AREA 51 - NIGHT**

David is drunkenly knocking everything over, making a gigantic mess. Moishe comes up behind, restraining him.

**MOISHE**

David, David! What the hell are you doing!?

**DAVID**

I'm making a mess.

**MOISHE**

This I can see.

**DAVID**

We've gotta burn the rain forest, Pops. Dump toxic waste, pollute the air, rip up the ozone. Maybe if we screw this planet up enough they won't want it anymore.

**MOISHE**

David, you're drunk.

David slips, falls on his ass, hard. Moishe helps him back up on his feet.

**MOISHE**

I think you better sleep this off. Go back inside before you catch a cold.

Slowly David looks up towards Moishe, an idea.

**DAVID**

Pops, you're a genius!

**MOISHE**

What'd I say?

**DAVID**

A cold? Of course.

Sobered, David jumps kisses his father and bolts inside.

**CUT TO:**

**INT. STORAGE LAB - DAY**

A large crowd has been gathered here at the lab. General Grey and Nimziki walk up to Constance.

**NIMZIKI**

All right, Connie, we're here. What's this all about?

**CONSTANCE**

I really have no idea. He just

said to bring everyone down here.

Steve shows Dylan the alien space craft.

**DYLAN**

Does that thing fly in outer space?

Steve looks up at the craft admiringly.

**STEVE**

It certainly does.

When the President enters a technician rushes over and knocks on the hatch door on the alien attacker. The door swings open and David climbs down.

Grabbing a coke can from the "recycle" trash bin, David places the empty can on top of the alien attacker. David turns and faces the gathering.

**DAVID**

Could anyone please step back away from the craft?

They do and David nods to a Technician inside the craft. The Technician disappears inside, closing the door behind him. A loud HUM emits from the craft. David has to yell over it.

**DAVID**

Lt. Mitchell, would you mind drawing your pistol?

**MITCHELL**

What?

**DAVID**

From where you're standing, do you think you could shoot that can off the alien craft?

Mitchell shrugs affirmatively. David gestures for him to try. Taking aim, Mitchell SHOOTs.

The bullet RICOCHETS off the attacker's protective shield. Several people in the crowd duck, afraid of being hit by the errant bullet.

**DAVID**

Sorry 'bout that. You see, it's protected by the craft's shields. We can't penetrate their defenses.

**NIMZIKI**

We know that already. What's your point?

David walks over to his laptop, now connected directly to the craft by cables and starts typing furiously.

**DAVID**

My point is if we can't beat their defenses, then we must get around them.

David stops typing and stares at his wrist watch, silently counting down.

**DAVID**

Lt. Mitchell, would you please try to shoot it again?

Reluctantly Mitchell obliges. This time the can is BLOWN OFF THE CRAFT. Everyone in the room is shocked. The Technician re-opens the craft's door and the loud HUM disappears.

**GENERAL GREY**

How did you do that?

**DAVID**

I gave it a cold.

The President is fascinated, he steps closer. Moishe beams proudly at his smart son. Constance is amazed.

DAVID (cont'd)

More accurately, I gave it a virus. A computer virus.

David turns his laptop around for the President to see.

**GENERAL GREY**

Are you telling us you can send out a signal that will disable all their shields?

**DAVID**

Just as they used our satellites against us, we can use their own signal against them.

David walks over to a diagram he's made showing the relationship between the Mother Ship, the Space Crafts and the smaller alien attackers.

DAVID (cont'd)

If we plant the virus directly into the mother ship, it would then filter down into all the corresponding ships below.

**NIMZIKI**

And just how do we infect the "Mother Ship" with a virus?

David gestures to the alien attacker behind him.

**DAVID**

We'll have to fly their craft out  
of our atmosphere and dock with  
the mother ship.

Intrigued Steve turns and looks back at the alien attacker,  
sizing it up. David points to a satellite photo of the  
underbelly of the Mother Ship.

DAVID (cont'd)

We can enter here, upload the  
virus and set off an explosion  
that could disable it. This would  
disorient the smaller ship below  
and buy you some time to take them  
out.

Constance reacts, realizing David's participation in the plan.

**NIMZIKI**

This is ridiculous.

**GENERAL GREY**

How long would their shields be  
down?

**DAVID**

Once they discover the virus it  
could be a matter of minutes.

**NIMZIKI**

You want us to co-ordinate a  
massive world wide counter strike  
with a window of only a few  
minutes?

**GENERAL GREY**

With their shields down it might  
be possible.

**NIMZIKI**

Please, you're not buying into any  
of this nonsense, are you? We  
don't have the manpower or the  
resources to launch that kind of a  
campaign.

(gesturing to the alien  
ship)

Not to mention that this whole  
cockamamie plan is dependent on a  
machine that no one in the world  
is qualified to operate.

**STEVE (O.S.)**

I wouldn't say that, sir.

Everyone turns to Steve who steps through the crowd.

**STEVE**

I've seen them in action. I've watched their maneuvers. With your permission, sir, I'd like the opportunity to try.

**NIMZIKI**

That thing's a wreck. It crash landed back in the fifties! We don't even know if it's capable of flying.

David turns to the Technicians.

**DAVID**

Remove the clamps!

Technicians move to the large holding clamps on either side of the craft. With a loud CLANK, the clamps are pulled away.

For a moment the hulking craft TEETERS unevenly, but quickly stabilizes, FLOATING ABOVE THEM.

**DAVID**

Any other questions?

Everyone stares at the floating ship with wonder.

**PRESIDENT**

Let's do it.

**INT. HALLWAY - MOMENTS LATER**

Constance, General Grey and the President are walking down the hall. Nimziki rushes to catch up.

**NIMZIKI**

I understand that you're upset over the death of your wife but that's no excuse for making another fatal mistake...

The President whirls, grabs Nimziki and SLAMS him against the wall. Holding him tight, the President gets in his face.

**PRESIDENT**

The only mistake I made was appointing a sniveling little weasel like you Chief of Staff.

Constance is about to intervene when General Grey stops her.

PRESIDENT (cont'd)

But this is a mistake, I am thankful to say, I do not have to live with. Mr. Nimziki, you're fired.

The President releases him and turns to General Grey.

PRESIDENT (cont'd)  
Organize every plane you can find and get some Goddamned pilots to fly them.

**GENERAL GREY**

Yes, Sir.

He storms off leaving everyone stunned.

**NIMZIKI**

He can't do that.

**CONSTANCE**

(amazed)  
He just did.

**CUT TO:**

**INT. MILITARY TENT - CONTINUOUS**

Four BRITISH AIR PILOTS are gathered around a table going over a map. One pilot, REGINALD, is in charge.

**REGINALD**

...we've been told that there may be additional re-enforcement in hiding near the Golan Straights...

Suddenly the flap to the tent opens. All the pilots draw their pistols frightening the ARAB PILOT who stands in the doorway. The Arab Pilot speaks quickly in Arabic.

**REGINALD**

What the hell's he saying?

**THOMSON**

(explaining)  
Seems they're getting a signal.  
One Morse code.

**EXT. DRY LAKE - SECONDS LATER**

As they step out of the tent we SEE more than a HUNDRED FIGHTERS PLANES from different nations parked around them. They've all gone into hiding out here in the desert, divided into many smaller camps.

Reginald and Thomson follow their Arab cohort, walking through the many other campsites. Thomson gets some stares from the

**IRAQI PILOTS.**

**REGINALD**

I still get believe this.

**THOMSON**

The Iraqis don't appear altogether too pleased with this arrangement.

**REGINALD**

How do you think the Israelis feel?

Sure enough a campsite of ISRAELI PILOTS sits very near by.

**ANGLE - ARABIAN AIR FORCE CAMP**

Dozens of Arab pilots are gathered around a large radio as the Morse code comes through. Thomson quickly kneels down, taking notes.

**THOMSON**

It's from the Americans. They want to organize a counter offensive.

**REGINALD**

It's about bloody time. What do they plan to do?

**EXT. ICE PLATEAU - SIBERIA - DAY**

Several Russian Pilots are gathered around a radio, their dozen MIG FIGHTERS standing behind them.

**RUSSIAN #1**

(subtitled)

They claims to be able to bring down their shields.

**RUSSIAN #2**

When do they want to attack?

**EXT. VOLCANO BASE - FUJI - DAY**

At the base of a large Volcano in Fuji, several Japanese attack helicopters stand near their pilots, gathered around a radio.

**JAPANESE PILOT**

(subtitled)

The attack begins in thirteen hours.

**CUT TO:**

**INT. AREA 51 - WAR ROOM - DAY**

A large world map has been constructed. Several sites are marked with stickers reading: COMBAT READY. Another sticker is put onto Mr. Fuji.

Striding in, the President surveys the war room. General Grey rushes over to meet him.

**PRESIDENT**

How're we doing?

**GENERAL GREY**

Better than we thought.

General Grey leads the President over to the wall map.

**GENERAL GREY**

We have confirmed divisions of troops from different armies all around the world. Most of Europe, the Middle East and Asia are battle ready.

**PRESIDENT**

And our troops here?

**GENERALE GREY**

We've been collecting planes from all over but...

**PRESIDENT**

But what, General?

**GENERAL GREY**

Pilots, sir. We don't have enough people to get them in the air.

**PRESIDENT**

Then find them.

**CUT TO:**

**INT. BRENNON TRAILER - NIGHT**

Troy is sleeping peacefully in his bed. Russell sits at the kitchen table as Miguel enters.

**MIGUEL**

How' he doing?

**RUSSELL**

Just fell asleep. He's gonna be just fine. Join me in a little celebration?

Russell holds up his bottle of Jack Daniels. Clearly he's been drinking again. Miguel is crestfallen. Pissed he turns

and storms out.

**RUSSELL**

Miguel. Don't be mad. Miguel!

Drunkenly, Russell chases after him.

**INT. AREA 51 - REFUGEE CAMP - CONTINUOUS**

Making his way through the campers, Russell SEES a group of refugees around some MILITARY OFFICERS who addresses them.

**OFFICER**

(through megaphone)

...We're planning to launch a counter offensive...

Russell wanders over towards them.

**OFFICER (cont'd)**

...with our depleted manpower we must ask that anyone with any flight experience come forward. Military training is preferable but anyone who can fly a plane could be useful...

Russell pushes his way through the crowd.

**RUSSELL**

(slurred)

I can fly, I mean, I'm a pilot.

The officer just stares at the bottle of Jack Daniels still in his hand.

**OFFICER**

Sorry, sir.

Russell gets into his face, desperate.

**RUSSELL**

You don't understand. I've gotta be part of this. This is important to me. They ruined my life.

**OFFICER**

Why don't you go somewhere and sleep it off.

The Officers move on, taking a few volunteers with them. Russell watches them go, dejected. Angrily, he throws the bottle of Jack, SMASHING it.

**INT. STORAGE LAB - NIGHT**

A large MISSILE slides back into a LAUNCHER that has been attached to the top of the alien attacker. Some workers PAINT over the patch-work repairs. Below, Mitchell briefs Steve and David.

**MITCHELL**

We've hid the launcher in the ship's manifold.

Mitchell takes a small black box from a table near by.

**MITCHELL (cont'd)**

This will be attached to the ships main console.

**STEVE**

It's just like an AMRAAM launch pad on the stealths.

**MITCHELL**

Exactly. Use it the same way. Only the nuke won't detonate on impact. You'll have another thirty seconds to get as far away as you can.

**DAVID**

I'll see how they're doing with the radio transmitter.

**STEVE**

(checking his watch)  
Oh shit, we're late.

**DAVID**

We'll meet you there.

Steve dashes off as David moves toward the attacker. Constance has been eavesdropping. She walks to David.

**CONSTANCE**

Thirty seconds? Isn't that cutting it a little too close?

**DAVID**

We'll be well on our way out of there before we shoot that thing off.

David leans under the attacker where a TECHNICIAN is attaching another device.

**TECHNICIAN**

It's the strongest SHF transmitter we could get. It'll tell us when you've uploaded the virus.

**DAVID**

Then cross your fingers the  
shields go down.

David turns and walks away, Constance following.

**CONSTANCE**

With you? I don't understand why  
you can't just show someone how to  
plant the virus, somebody trained  
for this kind of mission?

**DAVID**

If anything goes wrong I'll have  
to think quickly, adjust the  
signal, who knows?

David stops, picking up a small trash can labelled "recycle."

**DAVID**

(smiling)

You know how I'm always trying to  
save the planet. This is my  
chance.

David rushes off. Constance watches him leave.

**CONSTANCE**

(to herself)

Now he gets ambitious.

**INT. SMALL GATHERING HALL - SAME**

Jasmine is kneeling as Dylan tries to zip up the back of her  
dress.

**DYLAN**

It's too tight.

**JASMINE**

I had to borrow it. I guess  
that's good enough.

Jasmine stands, turns to Dylan.

**JASMINE**

How do I look?

She looks great. But Dylan only gives her the "so-so" hand  
gesture.

**JASMINE**

You're a lot of help.

The door behind her flies open and Steve marches in.

**JASMINE**

You're late.

**STEVE**

You know me...

**JASMINE**

I know, you like to make a big entrance.

Steve moves next to Jasmine, takes her hand.

**STEVE**

Before we do this, I want you to know I'm sorry.

**JASMINE**

Sorry for what?

**STEVE**

(serious)

I should have done this a long long time ago.

**MALE VOICE (O.S.)**

Do you have the ring?

As we REVERSE ANGLE we see that we are in a military CHAPEL, a large crucifix on the wall. A CHAPLAIN stands by the altar.

**STEVE**

You bet.

Steve pulls out the famous "dolphin" ring.

**CHAPLAIN**

Witnesses?

Just then the doors open and David and Constance enter taking seats on opposing sides of the aisle.

**CHAPLAIN**

Then let's get this show on the road.

Steve and Jasmine take their places at the altar. Jasmine is radiant. Dylan rushes up and joins them.

As the ceremony begins, David and Constance share a pregnant glance. Slowly they reach across the aisle and hold hands as Steve and Jasmine exchange their vows.

**CUT TO:**

**HANGAR DOORS - PRE-DAWN**

Slowly spread apart revealing the myriad of different planes that have been gathered. Pilots, flights crews and refugees

prepare for the battle.

**EXT. AREA 51 - TARMAC - PRE-DAWN**

Walking out the President scans the motley collection of planes; old, new, high-tech, low-tech.

**GENERAL GREY**

Beggars can't be choosers, sir.

Nodding in agreement, the President walks among the rank and file. Slowly they turn their attention to the President.

**PRESIDENT**

Good morning. In less than one hour planes from here and all around the world will launch the largest aerial battle in the history of mankind...

(beat)

Mankind. The word has new meaning for all of us now. We are reminded not of our petty differences but of our common interests.

Constance, David and Moishe join the group, listening. Even David is moved.

**PRESIDENT (cont'd)**

Perhaps it's fate that today, July the Fourth, we will once again fight for our freedom. Not from tyranny, persecution or oppression. But from annihilation. We're fighting for our right to live, to exit. From this day on, the fourth day of July will no longer be remembered as an American holiday but as the day that all of mankind declared we will not go quietly into the night. We will not vanish without a fight. We will live on. We will survive.

The crowd erupts into applause and cheers. The President turns and walks over to an Officer holding a bundle of clothes. General Grey confronts the President as he begins to disrobe.

**GENERAL GREY**

Mr. President, just what do you think you're doing?

**PRESIDENT**

I'm a pilot, Will. This is where

I belong.

General Grey wants to argue but can't.

**INT. STORAGE LAB - SAME**

Constance and David embrace as Steve turns to Dylan.

**STEVE**

When I'm back we'll light those fireworks.

Jasmine hugs them both as Moishe walks over to David.

**MOISHE**

David, take these.

David looks down at the "barf bags" in Moishe's hand.

**DAVID**

Thanks, Pops.

**MOISHE**

I want you should know, I'm very proud of you, son.

That means more to David than Moishe could have known.

**CONSTANCE**

Be careful.

Constance hugs David as Steve suddenly freaks out.

**STEVE**

Damn it. We can't go yet. I gotta find some cigars.

Steve is about to bolt when Moishe grabs him, retrieving two cigars from his coat pocket.

**MOISHE**

My last two. With my blessings.

**STEVE**

You're a lifesaver.

Steve grabs them and climbs inside. David smiles awkwardly, then follows Steve.

**INT. ALIEN ATTACKER - CONTINUOUS**

The hatch shuts and David takes a seat next to Steve who hands him one of the cigars.

**STEVE**

Hang on to this. For our victory dance. But not 'til we hear the

fat lady sing.

Reluctantly David takes it. As he does Steve notices the "barf bag" on David's lap. Off Steve's look...

**DAVID**

I have a confession to make. I'm not real big on flying.

**STEVE**

Great.

**INT. STORAGE LAB - SAME**

Constance and Jasmine join the others behind the observation glass outside the room as the Attacker prepares for lift off.

Part of the ceiling suddenly PEELS AWAY, revealing an enormous SHAFT leading topside.

**INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME**

Strapping in and securing their equipment, Steve grabs hold of the throttle.

**STEVE**

You ready? Let' rock and roll.

Steve pulls back on the throttle but the attacker swings **BACKWARDS**.

**INT. STORAGE LAB - SAME**

The Alien Attacker SMASHES BACKWARD into the rear of the lab. Moishe winces as the others react fearfully.

**INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME**

Embarrassed, Steve adjusts the throttle.

**STEVE**

Oops.

Like a stick shift diagram of a car, a small hand written "post it" card is pasted onto the dash. Steve reaches over and turns it upside down, righting the problem.

**STEVE**

Let's try that again.

This time he pushes the throttle forward and the Attacker JERKS ahead.

**INT. STORAGE LAB - CONTINUOUS**

Shooting up into the ceiling shaft above, the Attacker ZOOMS out of the underground laboratory.

**EXT. AREA 51 - SHAFT - SAME**

With a WHOOSH the Alien Attacker ZOOMS out of the underground shaft and SOARS into the sky. Once high enough it goes into a wild barrel roll.

**INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME**

Just as it comes out of the roll.

**DAVID**

What the hell are you doing?

**STEVE**

Just getting a feel for her.

**EXT. MORNING SKIES - CLOUD BANK - SAME**

The Attacker arcs upward and disappears into the clouds.

**EXT. AREA 51 - THE PRESIDENT'S PLANE - SAME**

The President watches the Attacker flying away. His canopy locks down as he adjusts his helmet.

**PRESIDENT**

Grey, you read me?

**GENERAL GREY**

(filtered)

Roger, Eagle One, our primary target has shifted course.

**INT. WAR ROOM - SAME**

General Grey is standing by the large map tracking the alien ships over the United States.

**PRESIDENT**

(filtered)

Where's it headed?

**GENERAL GREY**

I think our secret is out.  
They're headed right for us.

**INT. PRESIDENT'S PLANE - SAME**

**GENERAL GREY**

(filtered)

ETA thirty six minutes.

The President gets a determined look in his eye. He FIRES UP his engine. Following his lead, engines ignite, canopies lock down and planes taxi to position.

**EXT. UPPER ATMOSPHERE - ALIEN ATTACKER - SAME**

The captured alien attacker soars higher and higher.

**INT. STEVE AND DAVID'S ATTACKER - SAME**

Slowly getting sick, David holds onto his "barf bag."

**STEVE**

You still with me?

David nods sheepishly. Steve's eyes go wide with wonder as the ship climbs to the edge of our atmosphere.

**STEVE**

(to himself)

I've waited a long time for this.

The ship begins to SHAKE, rattling harshly as it climbs. Through the window we SEE the blue sky EVAPORATE. Slowly a field of STARS take its place.

This is the moment Steve had wished for all his life. He's not disappointed. David, however, is not so thrilled.

**EXT. SPACE - STEVE AND DAVID'S ATTACKER - SAME**

Heading further into space, ZOOMING overhead.

**INT. STEVE AND DAVID'S ATTACKER - SAME**

Through the windshield we see a huge OBJECT floating in the distance, the moon behind it.

**DAVID**

That's it. Head straight for it.

But Steve gets distracted, something wrong with the controls.

**STEVE**

Something's happening. It's not responding.

David looks over at his laptop, connected to the ship's on board computers. Th signal is ADJUSTING.

**DAVID**

(thrilled)

I was counting on that. They're bringing us in.

**EXT. BLUE SKIES - MORNING**

The President's plane leads thirty fighters in attack formation.

**PRESIDENT**

We have visual.

**RESERVE ANGLE - ALIEN SPACE CRAFT**

The fifteen mile wide space craft peeks over a mountain range headed straight for us.

**GENERAL GREY**

(filtered)

Do not engage until we've confirmed the package has been delivered.

**PRESIDENT**

Roger.

**INT. WAR ROOM - SAME**

Constance is standing by Lt. Mitchell behind the Military cadre coordinating the battle.

**CONSTANCE**

What if that thing gets here before we can plant the virus?

**MITCHELL**

The entire compound is buried deep within the mountain. It should give us some protection.

**CONSTANCE**

But what about all the people outside?

Mitchell shoots her a worried look. Quickly they both dash outside.

**EXT. MOTHER SHIP - SAME**

Steve and David's attacker flies towards the gigantic Mother Ship. Hundreds of other attackers flow in and out of the Mother Ship through the many triangular portals. Steve and David's attacker's drawn into one of them.

**INT. PORTAL SHAFT - MOTHER SHIP - SAME**

Caught in a stream of attackers, they flow through the portal shaft leading into this planet sized space craft. They pass by enormous windows revealing the HUNDREDS OF ALIENS working within the Mother Ship.

We spill out of the shaft and into a gigantic cavity stretching out beyond visibility. Enormous TOWERS are scattered throughout.

**INT. STEVE AND DAVID'S ATTACKER - CONTINUOUS**

Neither can believe their eyes. Staring out the front window they SEES...

STEVE AND DAVID'S POV ALIEN TROOP PARADE GROUND

Below them THOUSANDS OF ALIENS can be seen as they are marched into dozens of enormous TROOP CONTAINERS docked at the edges of the parade grounds.

**DAVID**

Must be thousands of them. What are they doing?

**STEVE**

Looks like they're preparing the invasion.

**INT. DOCKING STATIONS - MOTHER SHIP - CONTINUOUS**

They pass the parade ground and head into the middle of this huge cavernous sphere, closing in on the many LANDINGS. Hundreds of attackers are docked at each one.

In the center of the Landing are large BAY WINDOWS, inside is a kind of control tower. We can SEE several ALIEN WORKERS through the glass. Steve and David's attacker is heading straight towards them.

**STEVE**

This won't work. They'll see before we can do anything.

Lifting up another hand written card labeled "window," David pushes the button underneath.

**DAVID**

These things are fully equipped. Reclining bucket seats, power windows...

A BLAST SHIELD lowers covering the window.

Slowly Steve and David's attacker lowers onto large docking CLAMPS which LOCK ON, holding it in place.

**DAVID**

We're in!

David starts typing frantically.

**INT. WAR ROOM - SAME**

Mitchell turns from one of the consoles to General Grey.

**MITCHELL**

He's uploading the virus.

**GENERAL GREY**

(into mic)  
Eagle One...

**EXT. BLUE SKIES - SAME**

The Presidential attack squadron zeroing in on target.

**GENERAL GREY**

(filtered)  
...the package is being delivered.  
Stand by to engage.

**PRESIDENT**

Roger.

**EXT. AREA 51 - BRENNON TRAILER - SAME**

Alicia struggles to drag out a large duffle bag. Philip (the boy who brought the penicillin earlier) rushes over.

**PHILIP**

Let me get that.

He grabs the bag for her. Alicia smiles. Miguel helps Troy down from the trailer. As they rush away, Miguel turns to Philip.

**MIGUEL**

Where's Russell?

**ANGLE - HANGAR - ENTRANCE TO COMPOUND**

Constance, Jasmine and Mitchell are helping to usher the refugees into the compound.

**CONSTANCE**

Hurry, we've got to get everyone inside.

Constance looks up and SEES off in the distance...

**THE ALIEN SPACE CRAFT**

Piercing the horizon, coming over the top of a distant mountain. Headed this way.

**INT. STEVE AND DAVID'S ATTACKER - SAME**

David finishes typing. The screen on his laptop flashes:  
**UPLOAD COMPLETE.**

**DAVID**

The virus is in. All we can do now is pray.

**EXT. BLUE SKIES - AMERICAN FIGHTERS - SAME**

**GENERAL GREY**

(filtered)

Delivery complete. Engage.

**PRESIDENT**

Roger.

The fighter jets GUN IT and overtake the smaller planes in front of them.

Below the President's plane the weapons bay door opens and a long range AMRAAM Missile DROPS DOWN, computes its target and **DARTS OFF**.

**INT. WAR ROOM - SAME**

Mitchell and General Grey move over to a monitor showing visual from the Present's Plane. They SEE the missile moving towards target.

**GENERAL GREY**

Keep your fingers crossed.

**EXT. AMERICAN FIGHTERS - SAME**

The pilots watch nervously as the missile nears its target.

**PRESIDENT**

Come on, baby.

**ANGLE - AMRAAM MISSILE**

Just as it gets to the shield perimeter, the missile EXPLODES. The shields are still up.

**INT. WAR ROOM - SAME**

They watch the missile blow up harmlessly. Deflated, General Grey grabs his mic.

**GENERAL GREY**

It didn't work. Disengage. Sir, get your people out of there.

**EXT. PRESIDENT'S PLANE - SAME**

The President is not ready to give up.

**PRESIDENT**

Not yet!

Below his plane another MISSILE drops down, and DARTS OFF.

**ANGLE - MISSILE**

This one goes past the point of the previous explosion. It

moves in closer and closer. Suddenly it HITS THE SIDE OF THE SHIP. A HUGE EXPLOSION, rips off a part of the side of this immense ship.

**INT. WAR ROOM - SAME**

We SEE the explosion on the monitor. Everyone in the room **CHEERS**.

**GENERAL GREY**

You did it! A direct hit!

**EXT. BLUE SKIES - AMERICAN FIGHTERS - SAME**

The pilots are thrilled.

**PRESIDENT**

We're going in! Squadron leaders,  
take point.

The fighters break off into six group of five. One by one, each fighter DROPS A MISSILE. We follow DOZENS OF MISSILES on their way to the space craft.

**ANGLE - SPACE CRAFT**

The Attacker Bay doors open and DOZENS OF ALIEN ATTACKERS shoot out. Spreading wide.

Guided missiles EXPLODES as they hit the City Destroyer, damaging the outer hull. The Attackers go after the American fighters. The six groups split wide. An aerial dog fight ensues.

**EXT. AREA 51 - REFUGEE CAMP - SAME**

Miguel searches for Russell as the refugees run for the hangar.

**MIGUEL**

Russell!

Miguel gets swept up in the tide. As the last of them enter the hangar, TWO ALIEN ATTACKERS arrive behind them, STRAFING the ground. The rows of trailers homes EXPLODE one after another.

**ANGLE - ELEVATOR HALLWAY - BACK OF HANGAR**

Constance ushers the crowd into the elevator hallway. Packed into the hallway together, they are panicked at the sound of the nearby explosions. As the last one is safely inside, Constance turns back and SEES...

**CONSTANCE'S POV - HANGAR AND ATTACKERS**

The attackers FIRE and the front half of the hangar EXPLODES.

Constance is KNOCKED back against the wall. She activates the elevator and the room begins to SINK.

As the hallway submerges, the entire hangar comes CRASHING DOWN behind them.

**INT. WAR ROOM - SAME**

Over monitors the General observes the aerial battle. This room, too, ROCKS from the explosions. The monitors FLICKER.

**INT. STEVE AND DAVID'S ATTACKER - SAME**

Steve struggles with the controls but is getting no where.

**DAVID**

Get us out of here!

**STEVE**

I can't shake her free.

**EXT. STEVE AND DAVID'S ATTACKER - SAME**

Though the attacker guns its engine, the CLAMPS below HOLD TIGHT.

**INT. STEVE AND DAVID'S ATTACKER - SAME**

David moves over to the computer to see if he can help. Suddenly the large window slowly begins to DROP DOWN.

**STEVE**

What're you doing?

**DAVID**

It's not me. They're overriding the system.

The blast shield continues to peel away. David and Steve drop down below the dash, hiding from view. As the view becomes unobstructed we SEE...

**POV - THROUGH WINDOW - THE LANDING**

Several Alien's looking across at us from the large bay window of the Landing's control tower.

**STEVE**

Damn!

David leans from his hiding position and SEES several other alien attackers are moving in on them. They are surrounded.

**DAVID**

Check and mate.

**INT. AREA 51 - RESEARCH FACILITY - SAME**

Like images from England during the blitzkrieg, the refugees are huddled on the floor, the lights FLICKERING and the muted sounds of distant EXPLOSIONS. Miguel moves through the refugees, searching for Russell.

A Yarmulke is unfolded. As it is lifted we realize Moishe is putting it on. He holds the hands with the people around him and begins to pray. Nimziki moves next to Moishe. Moishe takes his hand.

**NIMZIKI**

I'm not Jewish.

**MOISHE**

It's okay.

**ANGLE - PHILIP AND ALICIA**

As another bomb rocks the room, Alicia moves closer to Philip.

**ALICIA**

This could be our last night on Earth. I don't want to die a virgin.

**PHILIP**

If we do, we'll both die virgins. But at last we'll be together.

Alicia smiles, a nice guy at last.

**EXT. AREA 51 - SPACE SHIP - SAME**

The City Destroyer space ship is settling just above the compound as the American fighters circle it, chased by the attackers. Below the SCHISM begins to open!

**INT. WAR ROOM - SAME**

In all the commotion, no one notices as Miguel sneaks inside.

**OFFICER**

We're running out of missiles, Sir. We're just not causing enough damage.

**EXT. PRESIDENT'S PLANE - SAME**

**GENERAL GREY**

(filtered)

They're getting ready to fire the big gun. You're going to have to find a vulnerable spot, fast.

**PRESIDENT**

I've got an idea. Keep 'em off my

tail.

Taking the advice, the President DIVES. He's met by two flanking Fighters (EAGLES 9 & 2) as they cruise the underbelly of the City Destroyer. Sure enough, the SCHISM is opening, preparing to fire the WALL OF DESTRUCTION.

**PRESIDENT**

Let's take 'em out before they  
take us out.

The President locks the SCHISM hatchway into the center of his HUD (heads up display). Just as he FIRES, Eagle 9 is BLOWN OUT OF THE SKY. It rocks the President, sending his missile off target.

Off balance, the missile hits just wide of the hatchway and EXPLODES, rocking the entire ship.

**PRESIDENT**

I'm out of missiles! Eagle 2?

**EAGLE #2 PILOT**

I'm on it.

But before he can target, his fighter EXPLODES.

**INT. HALLWAY - SAME**

The lights continue to flicker. Jasmine grabs onto Dylan and Patricia, holding them tight.

**INT. WAR ROOM - CONTINUOUS**

On the monitor we SEE the SCHISM, and BRIGHT LIGHTS as several fighters fly past.

**GENERAL GREY**

We're out of time. Get out of  
there! Get as far away as you  
can.

**EXT. PRESIDENT'S FIGHTER - SAME**

Pissed, the President refuses to give up.

**PRESIDENT**

Doesn't anyone have any damned  
missiles left?!

**RUSSELL (O.S.)**

Sorry I'm late, Mr. President.

The President spins and SEES darting out of the clouds...

**RUSSELL'S OLD BI-PLANE**

Russell ZOOMS past the President and alien attackers, barely missing their FIRE.

**PRESIDENT**

(filtered)

Who is that? What are you doing?

**RUSSELL**

(into mic)

It's okay, Sir. I'm packin'.

We SEE he has a large MISSILES propped up in the seat behind him. A light on it flashes ARMED.

**INT. WAR ROOM - SAME**

**RUSSELL**

(filtered)

Just keep those guys off me for a few more seconds.

Hearing his voice, Miguel is shocked. He moves closer towards the monitors.

**EXT. CITY DESTROYER - SAME**

The remaining fighters lay down COVER FIRE for Russell's old bi-wing. Russell heads directly TOWARDS THE SCHISM.

**INT. WAR ROOM - SAME**

Everyone is gripped to the screen as we see it get closer and closer to the closing bay doors. Miguel is aghast.

**RUSSELL**

(filtered)

Do me one favor...

**OFFICER**

Who is that guy?

**MIGUEL**

Russell!

Miguel races over to the microphone, attempts to grab it.

**RUSSELL**

(filtered)

...tell my children I love them very much.

**EXT. CITY DESTROYER - SCHISM - SAME**

Russell nears the SCHISM, a hail of alien firepower erupting around him.

**MIGUEL**

(filtered)  
Dad! No!

Russell smiles at b being called "Dad."

**RUSSELL**

I've got to, kid. You were always better at taking care of them than I was anyways.

Russell turns off his radio as he banks UPWARD towards the open SCHISM. The climb is steep, and the bi-wing nearly stalls out.

Suddenly the bright lights VANISH and the beam begins to form.

Russell's bi-wing just makes it INSIDE THE OPEN SCHISM and disappears from view.

The President and remaining fighters BANK AWAY, clearing.

Suddenly, A GIGANTIC EXPLOSION, RIPS THROUGH THE CENTER OF THE SPACE CRAFT. It's causing a CHAIN REACTION of explosion.

Teetering, the entire space ship, turns away out of control.

**INT. WAR ROOM - SAME**

The room erupts in CHEERS. Everyone, that is, except Miguel.

**EXT. MOUNTAIN RANGE - SAME**

Not far away from Area 51, the enormous craft is burning from the center outwards. Suddenly it DROPS and COLLIDES with the mountain range, EXPLODING ON IMPACT.

**INT. WAR ROOM - SAME**

Intercepting the celebration, General Grey moves over to a radio technician.

**GENERAL GREY**

Let's get on the wire. Tell every squadron around the world how to shoot those fuckers down.

**INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME**

Sitting below the dash, Steve takes out the cigars, hands one to David.

**STEVE**

I guess there's nothing left to do. Let's nuke 'em.

David realizes they're both about to die. He stares at the cigar.

**DAVID**

(re: cigar)

Funny, I always thought things  
like these would kill me.

They share a quick sober laugh.

**STEVE**

Nice meeting you.

**DAVID**

You as well.

Steve lights his cigar, then lights David's.

**STEVE**

Ready?

**EXT. STEVE AND DAVID'S ALIEN ATTACKER - SAME**

Popping up from behind the dash, cigars in their mouths, Steve  
and David start waving "good-bye" like idiots.

The Aliens in the tower don't know how to react. The  
attackers move in for the kill.

**INT. STEVE AND DAVID'S ATTACKER - SAME**

**STEVE**

Think they know what's coming?

He reaches down to the black box we saw before and enters the  
launch code.

**DAVID**

(still waving)

Not a chance in hell.

**EXT. STEVE AND DAVID'S ATTACKER - SAME**

Suddenly the missile ERUPTS from behind the manifold and  
BLASTS into the control tower, SHATTERING THE GLASS WINDOW.

**INT. CONTROL ROOM - CONTINUOUS**

The missile SMASHES through the glass. The atmosphere  
impeached, the aliens quickly succumb to the elements, choking  
and dying.

The missile BLASTS by WRECKING equipment until it LODGES into  
the back wall of the Landing tower.

A small counter on the missile begins to count down 30:00,  
29:00, 28:00...

**EXT. DOCKING CLAMPS - SAME**

Rocked from the explosions, the docking clamps RELEASES and the ships jostles free.

**INT. STEVE AND DAVID'S ATTACKER - SAME**

Steve grabs the controls.

**STEVE**

We're loose!

**DAVID**

Doesn't matter. Game's over.

**STEVE**

I don't hear no fat lady.

Steve THROTTLES IT. The craft JOLTS AWAY.

**EXT. DOCKING STATION - SAME**

Steve and David's attacker BLAST away, the other alien attackers follow in hot pursuit.

The attackers FIRE. Steve SWERVES avoiding the blasts as they race for the exit.

**INT. LANDING - CONTROL TOWER - SAME**

Grasping for breath, a dying Alien looks up at the wedged in nuclear missile. The counter reads: 00:04, 00:03, 00:02.

We get the feeling the Alien knows what's coming.

**INT. DOCKING BAY - SAME**

Steve and David's attacker just reaches the doorway as the center of the landing EXPLODES behind them.

The enormous impact, rocks some of the lagging attackers off track.

**EXT. MOTHER SHIP - SAME**

Steve DARTS his attacker out from underneath the Mother Ship's belly. A group of attackers FOLLOW.

Just as the last of them exit the docking bay, a HUGE FIREBALL erupts behind them ripping through the Mother Ship.

**ANGLE - FARTHER AWAY**

ZOOMING towards us, Steve guides his ship away. The Alien attackers in hot pursuit. Behind them we SEE the ENTIRE MOTHER SHIP EXPLODE.

The immense EXPLOSION GROWS OUTWARDS coming right at us. The

ATTACKERS are GOBBLED UP as the EXPLOSION WIDENS. Quickly the explosion gains ground on Steve and David.

**ANGLE - STEVE AND DAVID'S SHIP**

Like a loose board caught in the surf, Steve and David's ship rides the edge of the explosion, getting knocked END OVER END.

**INT. STEVE AND DAVID'S ATTACKER**

Tumbling ass over tea kettle, David and Steve are ROCKED in their seats. Steve battles to regain control of the ship.

**EXT. STEVE AND DAVID'S SHIP**

The mammoth fireball reaches the outer edge of its zenith. Steve and David's ship is SPIT OUT, tumbling down towards **EARTH.**

**EXT. AREA 51 - TARMAC - SAME**

The fighters are returning home. Crowd RACE out of the ruins of the smoldering compound to greet them, cheering their arrival.

**THE PRESIDENT'S PLANE**

The President is climbing out as General Grey rushes to his aid. Behind him, Jasmine leads Dylan and Patricia, who breaks free and RUSHES to her father. The President sweeps her up in his arms as Jasmine approaches.

**JASMINE**

(to General Grey)

Any word from Steve?

Behind her, Constance rushes over, the same thing on her mind. Before he can answer they HEAR a ROAR above. They all become silent as they turn and look to the skies.

**ANGLE - BLUE SKIES - FIREBALL**

The FIREBALL COMET is rapidly shooting down towards us. Suddenly BURSTING OUT OF THE FLAMES, Steve and David's ship **DARTS DOWN.**

Just over the heads of the cheering crowds, Steve and David's ship ZOOMS overhead, disappearing out of sight.

**EXT. DRY LAKE - DESERT - MINUTES LATER**

Several army JEEPS race across the arid desert floor. As they WHIP past we see they are headed towards a gigantic BLACK PLUME OF SMOKE in the distance.

**ANGLE PLUME OF SMOKE**

The Jeeps SKID to a halt. Jasmine and Constance are the first to leap off the Jeeps.

Steve and David walk towards us, cigars in their mouths. Jasmine races over to him.

**JASMINE**

You scared the hell out of me.

**STEVE**

Yeah, but what an entrance!

**JASMINE**

Dick-weed.

**STEVE**

Butt-munch.

Constance comes running up to David, hugs him tightly.

**CONSTANCE**

Are you all right?

**DAVID**

Did it work?

**CONSTANCE**

You bet it did.

She hugs him. They kiss.

**ANGLE - STEVE AND JASMINE**

Behind them Dylan, Patricia, the President and General Grey come walking over. The President and General Grey approach.

**PRESIDENT**

We're getting reports from all  
over. Their ships are going down!

As they begin to celebrate, they look up to the sky.

**GROUP POV - BRILLIANT LIGHTS IN THE SKIES**

The debris from the Mother Ship explosion enters the atmosphere like thousands of SHOOTING STARS. It's an incredible sight.

The group stares happily at the show in the sky. Steve takes Dylan by the hand.

**STEVE**

Didn't I promise you fireworks?

Everyone stares in wonder at the beautiful lights.

**THE END**

