

PEARL HARBOR

by

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EARLY DRAFT

Out of BLACK we hear the sound of an airplane roaring by.

EXT. POV OF AN AIRPLANE

Flying over American heartland. We see the earth through the pilot's perspective as sky and ground swap positions, the plane swooping down and storming over the ground.

THE PLANE

is a biplane, racing over a field lush with young plants. It releases a trail of crop spray, and climbs again...

Up into a crystalline blue sky where sunshine pours like honey over family farms stretching to the horizon. Maybe it's not heaven, maybe it's just Tennessee. But as long as there's been an America, men have fought and died for this place -- as volunteers.

Far off, but visible from the plane is

A BARN - DAY

The barn is unpainted except for hand lettering that says "McCawley Crop Dusting." Another plane noise, this one made by kids, brings us to TWO BOYS, sitting in the shell of an old plane propped on crates, scavenged of it's engine, seats, and wheels.

The boys sit in it's cockpit, butts crowded onto the nail keg they've replaced the seat with. They've even attached a 2x4 as propeller, as if their imaginations needed any help. They wear overalls and have bowl haircuts: RAFE and DANNY, 10 years old.

RAFE

Bandits at 2 o'clock.

DANNY

Power dive!

They buzz their lips in a flying noise and work the controls, Rafe's bare feet on one pedal, Danny's on the other.

RAFE

It's Germans!

DANNY

Kill the bastards!

Rafe looks at Danny in shock -- then they both laugh and go right back into their game, manufacturing their own machine gun and engine sounds.

RAFE

Good shooting, Danny!

DANNY

Good shooting, Rafe!

RAFE

Land of the free...

DANNY

Home of the brave!

RAFE

There's another one!

Their vocal motors roar again... But a man's hand grabs Danny by the straps of his overalls and jerks him from the cockpit.

It's Danny's FATHER and he's a fearsome sight; drunk, his hair uncombed, his face unshaven, his teeth -- those still left -- are rotting. He's also missing an arm; but the one that's left is potent, and he's shaking Danny with it.

DANNY'S FATHER

You no count boy! Johnson come lookin',
said he'd pay a dime for you to shovel
his pig shed, and I can't find you no
place.

DANNY

Daddy, I told you I was comin' here.

His father slaps him off his feet. Rafe is so horrified he can't get a sound out. Danny isn't even surprised. But when his father snatches him up again, twisting the overall straps so tight they choke him, he struggles. It does no good; his father starts marching across the field, dragging and strangling Danny.

DANNY

Da!... Dad...

The father's drunken anger makes him oblivious -- until CRACK! The 2x4 propeller slams him across the back, knocking him to the ground and making him drop Danny.

The father rolls over to see 10-year-old Rafe, holding the 2x4 like a bat.

RAFE

Let him alone!

The father's eyes bulge in rage; he struggles to his feet.

DANNY

Rafe... Daddy... No!

The man looks murderous, but Rafe draws back the board.

RAFE

I'll bust you open, you...German!

The words ring something deep in the man's booze-broken brain. He begins to cough, convulsively; it brings a blossom of blood to his mouth. He wipes it with his hand, but blood clings to his teeth. He chokes out --

DANNY'S FATHER

I fought the Germans.

He looks at Danny in shame, with the realization of what he's just done. He turns and staggers away.

Danny looks at Rafe -- a communication between boys joined by something deeper than blood. Then Danny runs off after his father.

DANNY

Daddy! Daddy! Wait.

Danny catches him, takes his father's hand, and walks away with him.

The crop duster we saw in the air has just landed, behind Rafe. The pilot, **RAFE'S FATHER**, shuts off the engine.

RAFE'S FATHER

What's goin' on, son?

RAFE

Nothing. Danny's Dad just come to get him.

Rafe turns back to the ramshackle plane and replaces the 2x4 propeller. His father looks toward Danny and his father, walking away, then looks at his own son.

RAFE'S FATHER

Hey, boy -- you wanna go up?

Rafe can't believe it; he runs to the plane and hops into his father's lap. As his father cranks the engine and tucks him into the harness, Rafe says --

RAFE

Daddy, sometime will you take Danny up too?

RAFE'S FATHER

Sure will, son.

The engine races to life...and we --

DISSOLVE TO:

EXT. NEW JERSEY AIR BASE - DAY

American P-40 fighters blast through the air, props screaming and wind singing by their wings.

There are eight pilots in their individual seats, and we focus on two: **RAFE MCCAWLEY** has grown lean and handsome. And **DANNY WALKER** is very much the same.

Their planes start swapping positions in the formation; while the other guys are flying along in a tight line, Rafe and Danny are playing, one of them gunning his engine to go high, the other diving and coming back up in his place, leapfrogging.

It scares the other guys, having their planes flashing in and out, so close. The **TRAINING CAPTAIN**, watching through binoculars on the ground, talks into his **RADIO** --

TRAINING CAPTAIN

McCawley! Walker! Cut that out!

RAFE

I thought this was a training flight.
I'm just trying to give Danny some
training.

DANNY

Not on your best day, boy!

Rafe grins and guns his plane low, in the opposite direction he was moving before. Danny reacts almost instantly... leapfrogging in the opposite direction, scaring the piss out of everybody else.

TRAINING CAPTAIN

That's it, get into a wedge!

The squadron responds, forming up into a tight V, Rafe and Danny just behind and on either side of the center.

RAFE

Didn't you say test the limits?

DANNY

Hey, you wanna test my limits, you better
line up a couple dozen women on the
GROUND...cause I got NO limits in the
air!

Rafe grins, loving the challenge. Then he and Danny do the leapfrogging maneuver laterally, swapping sides in the V.

TRAINING CAPTAIN

Everybody down!

EXT. NEW JERSEY AIRFIELD - DAY

The planes land in tight order and taxi off the runway; shut down their props, slide back the canopies and hop down. We see young pilots we'll get to know: ANTHONY, BILLY, RED.

TRAINING CAPTAIN

Where are McCawley and Walker?

EXT. RAFE AND DANNY - STILL IN THE AIR - DAY

They've circled to opposite ends of the airfield and are now heading right at each other, like two bullets playing chicken.

TRAINING CAPTAIN

Aw shit...

INT. THE COCKPITS

From Rafe and Danny's POV, the rush is awesome.

THE PILOTS ON THE GROUND watch in awe as the P-40's get so close they can't possibly get out of each other's way. Billy, the most boyish-faced of the pilots, yells to drown out the sound of the collision...

At the last instant, both planes snap a quarter turn so that their wings are vertical, and they shoot past each other belly to belly.

IN THE COCKPITS

Rafe and Danny burst out laughing.

THE PILOTS ON THE GROUND

laugh and congratulate each other.

TRAINING CAPTAIN

You know what they say... You can take the crop duster out of the country -- but don't put him in a P-40.

Rafe banks to land, and Danny tucks in behind him. Danny has Rafe's plane in his sights.

DANNY

If I had guns I'd be chewing up your --

Rafe feints left, banks right, and appears behind Danny.

RAFE

If you had guns, you'd be pissin' on 'em.

They're almost to the landing strip, Rafe behind Danny. But as Danny's wheels are about to touch, he guns his engine and snaps the nose of his plane straight up.

THE OTHER PILOTS stop laughing.

ANTHONY

He's doing an inside loop!

TRAINING CAPTAIN

Aw, shit...

Danny pulls it off, just barely making a full circle to come in behind Rafe and bounce to a stop on the runway.

DANNY

Yee-hawww!!!

Danny taxis his plane over to join the others. He's grinning as he slides back his cockpit cover; then --

DANNY

Where's Rafe?

Red, tall with flaming orange hair, tips his chin toward the air. Seeing Rafe's plane still in the air, Danny starts to refasten his harness.

TRAINING CAPTAIN

You're down, Walker! That's an order!

DANNY

What about him?

TRAINING CAPTAIN

He's not taking my orders anymore.

Danny's just about to ask what the hell that means, when he notices Rafe climbing in a deliberate spiral.

DANNY

He's gonna do it.

BILLY

Do what?

DANNY

It.

(beat)

Aw, shit. Aw shit shit shit...

RAFE'S PLANE reaches two thousand feet, just a speck above them, and seems to pause in the air.

DANNY

I shouldn't'a done an inside loop.
I shouldn't'a done an inside loop.

BILLY

Why?

DANNY

Cause now he's gonna do an outside loop.

TRAINING CAPTAIN

Aw shit. Aw shit shit shit...

Anthony and Billy join in, like an involuntary chant --

ANTHONY & BILLY

Aw shit shit shit...

RAFE, IN HIS COCKPIT, is tightly controlled, yet serene. He noses the plane into a power dive.

The P-40 screams toward the ground, picking up speed, going so fast it begins to shudder.

THE OTHER PILOTS are transfixed. Red is so nervous he can't get the words out.

RED

Aw sh- sh- sh- sh-

BILLY

Shit.

RED

Yeah.

DANNY

You can do it, Rafe. You can do it.

The P-40, hurtling toward the ground at nauseating speed, snaps into a half roll, streaking upside down over the runway. Rafe hangs inverted in his flight harness, the asphalt of the runway shooting past, ten feet beyond his head.

He pushes the plane into a climb, his cockpit on the outside of the circle. The plane reaches the top of its arc, and almost stalls; but Rafe noses it over again, toward the earth, only this time he has very little altitude. The plane hurtles down, still with its belly on the inside of the curve...

And makes it full circle. Rafe's head now is barely a foot off the asphalt as the plane shoots past, still inverted.

THE OTHER PILOTS burst into cheers.

RAFE, IN HIS COCKPIT permits himself a smile.

He lands, and the guys run out to meet him...all except for the Training Captain, who stands there shaking his head.

Danny jumps on the wing, as Rafe stops and slides back his canopy. Danny grabs him by the harness and shakes him.

DANNY

You could've killed yourself, you stupid bastard!

He dives into the cockpit, hugging Rafe.

DANNY

That was the most beautiful thing I ever saw.

INT. COLONEL DOOLITTLE'S OFFICE - DAY

COLONEL JIMMY DOOLITTLE, mid-forties, is commander of the base. He's as tough as he is good in the air. And right now he's frowning at Rafe McCawley, standing at attention before him.

DOOLITTLE

There are some people who think the

outside loop is reckless and irresponsible.

RAFE

How could it be irresponsible, Sir, if you were the first man in the world to do it?

DOOLITTLE

Don't get smart with me, son.

RAFE

Never, Sir. I just meant it's dangerous only for the kind of pilot who wants to show off, rather than inspire the other pilots in his unit. And all you've done for me, Sir, working out the transfer, I did it to say thanks. To honor you, Sir. What the French call a "homage."

DOOLITTLE

That's bullshit, son. But it's really good bullshit.

RAFE

Thank you, Sir.

Doolittle stands, moves around his desk, and shakes Rafe's hand.

DOOLITTLE

Good luck over there McCawley. I admire your decision.

RAFE

Thank you, Sir.

INT. NEW JERSEY AIRFIELD - BARRACKS - NIGHT

The pilots are getting slicked up for a night on the town. Danny's at the mirrors with the others; he's putting on cologne, and looks terrific in his uniform.

Anthony and Billy are combing their hair at the sinks. Billy declares to his image in the mirror --

BILLY

You good-lookin' sumbitch...don't you EVER die!

ANTHONY

That's your line for tonight, ya know.

BILLY

What, good-lookin' sumbitch?

ANTHONY

No, numbnuts, die. You get your nurse alone, you look her in the eye, and say, "Baby, they're training me for war, and I don't know what'll happen. But if I die tomorrow, I wanna know that we lived all we could tonight." I've never known it to fail.

Red finishes brushing his teeth at the sink beside them.

RED

He's n-never known it to work, either.

The guys head out laughing, running into Rafe coming in.

DANNY

Doolittle didn't kill you? Attaboy!

Rafe catches Danny's arm.

RAFE

Danny, there's something I gotta tell you...

EXT. NEW JERSEY BARRACKS - NIGHT

Rafe and Danny are walking on the parade ground; the other guys are already on the bus that will take them into town. Danny's upset by what Rafe just told him.

DANNY

How could you do this?

RAFE

The Colonel helped me work it out.

DANNY

I don't mean how'd you do the paperwork, I mean how the hell did you do it without letting me in on it?

RAFE

I'm sorry, Danny, but they're only accepting the best pilots.

DANNY

Don't make this a joke, Rafe. You're talking about war, and I know what war does to people.

RAFE

Danny, you know how many times I saw you come to school with a black eye or a busted nose, and couldn't do a thing about it -- for you, or for your mother... or your father, with his lungs scorched out with mustard gas, and more left of

his lungs than there was of his spirit?
You've made your sacrifice, Danny. It's
time I made mine.

BILLY

(from the bus)
The nurses are waiting!

RAFE

Let's go.

DANNY

Nah, you go on.

RAFE

I have to talk to Evelyn. And I want you
to meet her.

DANNY

Some other time. I don't feel like a
party.

Danny walks away. The bus driver's ready to leave, and Red
is honking the horn for Rafe to come. Rafe reluctantly lets
Danny go, and heads for the bus, where the pilots are
chanting --

PILOTS VOICE

Nurses! Nurses! Nurses!

INT. A MOVING TRAIN - DAY

The trains of 1942 have their own beauty, with felt seats,
shaded lamps, and paneled compartments even in the economy
section. But the glow of the train is outshone by EVELYN
STEWART. She's one of ten young women, Army nurses, gathered
at one end of the car as it rattles along the track.

The other nurses are pretty and ripe -- maybe a bit too
ripe. Their lips painted bright red, their faces powdered,
their spirits high.

Evelyn listens in amusement to BETTY, a cute blonde with
unmissable boobs, and BARBARA, a burnette equally endowed.

BETTY

Do you have trouble with your boobs in
the uniform?

BARBARA

You mean hiding them?

BETTY

Hide them? On a date with pilots? I'm
talking about how you make them show!

SANDRA, another nurse, speaks up.

SANDRA

Loan 'em to me, I'll make 'em show.

BETTY

The boobs or the pilots?

The girls laugh and shove each others' knees; it's a party wherever they go. But Evelyn can't keep her mind on the frivolity. She looks out the window and her thoughts drift away.

BARBARA

We'll ask Evelyn. Evelyn? Evelyn!

BETTY

Ooo, she's thinking of her date! Come on, you've been dating a pilot. We want to know what we can expect.

Suddenly all the girlish faces are looking at Evelyn.

EVELYN

I've been dating one pilot. And only for a few weeks. But I know he's different from all the others.

Sandra throws up her arms and swoons onto her friends.

SANDRA

True love!...

BETTY

Morphine, give her morphine!

BARBARA

Give her an enema.

EVELYN

But I do have a warning for you. There's one line you all need to know, and you're likely to hear it from any man in a uniform. It goes like this: "Honey, Baby... We never know what's gonna happen, and I may die tomorrow...so, let's live all we can tonight."

A silence among the nurses.

BARBARA

I tell you. Any one of those arrogant, leather-jacketed, slick-lookin' flyboys tries that line on me...he's gonna get anything he wants.

As the nurses laugh --

EXT. NEW YORK TRAIN STATION - NIGHT

Our pilots -- indeed leather-jacketed and handsome -- are waiting on the platform. Among them is Rafe, holding something behind his back, as the train pulls in and shudders to a stop, clouds of steam jetting onto the platform and giving the moment a dream-like haze.

INT./ EXT. TRAIN - NEW YORK TRAIN STATION - NIGHT

The nurses start stepping out; both pilots and nurses pretend surprise to see each. At the door of the train, Evelyn whispers to Betty --

EVELYN

Stick with me, I'll find you somebody good.

Betty spots Rafe.

BETTY

I'll take that one.

EVELYN

He's taken. But come on, I'll introduce you.

They move to Rafe; he crosses the platform to meet them, his eyes holding Evelyn.

RAFE

Hello, Lieutenant. Good to see you.

EVELYN

You too, Lieutenant.

Betty clears her throat.

EVELYN

Oh, this is Betty.

RAFE

Nice to meet you, Betty.

He draws his hand from behind his back; he's holding two roses. He hands one to Evelyn and the second to Betty.

RAFE

Danny would've brought this.

He escorts them along the platform.

EVELYN

Danny's not coming?

RAFE

No, he...got some news today. He'll be

okay, he just didn't feel like coming tonight.

EVELYN

I was hoping to meet him.

BETTY

I was hoping to meet him.

RAFE

We'll just have to find a substitute, won't we?

Betty stops, and faces Rafe.

BETTY

I just want to tell you one thing. If you're thinking this might be your last night on earth?... I'm prepared to make it meaningful.

(leaning close)

Very meaningful.

EVELYN

At ease, Betty!

INT. CITY NIGHT CLUB - NIGHT

It's a party in full swing; swing music, jitterbugging, beautiful young men and women in high spirits.

Rafe and Evelyn are sitting at a big table with the other pilots and nurses. Anthony's paired up with Sandra, Billy with Barbara, and Red, shyest of the group, finds himself next to Betty. Betty's already found a companion in Red Strange.

RED

He, I'm R-Red. Red S-Strange.

BETTY

Red...Strange?

RED

You know the football player, Red G-Grange? Well the guys called me R-Red, cause you know, I'm red...and they thought I was strange, so, you know, Red G-Grange, Red Str-Strange.

BETTY

But...they called you Strange? Because of Red Grange? I don't get it. Was Red Grange strange?

RED

How would I know.

Beside her beer is an open ketchup bottle; he picks it up and swigs from that. Rafe and Evelyn see this, and try to keep from laughing.

BETTY

Do you always stutter?

RED

Only when I'm n-n-n-

BETTY

Nervous?

RED

Yeah. But if I have to get something out, I c-can always s-s-s-
(he sings)

SIING!

She covers his hand with hers.

BETTY

Don't be nervous.

Red looks at Betty with love in his eyes. Under the table, Rafe and Evelyn join hands too.

EVELYN

There shipping us out. Hawaii. The Germans are overrunning Europe, and we're sent to paradise. How about you? Have you heard anything?

He hesitates; then Evelyn is distracted by the conversation beside them, between Barbara and Billy.

BILLY

You're a very special woman, and...well baby, they're training me for war, and we don't know what happens tomorrow. So we gotta make tonight special.

Barbara shoots a look at Evelyn, before she answers.

BARBARA

I hope you can back that up, flyboy. Cause you're not ever gonna forget tonight.

She takes him by the hand and pulls him to his feet... They start dancing, sexy movements that won't stop till they've been in bed.

Rafe pulls Evelyn to her feet, and leads her through the dancers, outside.

EXT. THE NIGHT CLUB - NIGHT

They find a quiet place on a balcony that overlooks the river, and Manhattan beyond. Evelyn takes in the view, breathes in the air; she still holds the rose.

EVELYN

Whatever you're trying to tell me isn't good, is it. Or it wouldn't be so hard to say.

RAFE

The only reason it's hard to say is that I keep thinking I don't have the right to say it. But I've got to because it's true. I love you.

(beat)

That must surprise you.

EVELYN

It surprises me that I'm not the only one on this balcony who feels that way.

The power of hearing this from each other grips them both.

RAFE

There's one thing I have to say. I'm going away.

EVELYN

We're all going away.

RAFE

I'm going to the war. The real war. Hitler's taken Europe. The Brits are hanging on by their fingernails, and if they lose, there'll be more people killed than anybody can imagine. And not just there, but here.

EVELYN

But you're in the U.S. Army, how could you --

RAFE

Colonel Doolittle pulled the strings, and put me on loan to the R.A.F. They need pilots, and we need experience. I leave tomorrow.

EVELYN

You waited til tonight to tell me?

RAFE

I had to tell you in person. Because there's something else I need to say.

He studies her face, burning it into his memory.

RAFE

Evelyn...you know the line -- let's make tonight memorable. What I feel about you makes it impossible for me to say something like that. If I don't come back, I don't want to saddle you with regret and sadness you'll carry the rest of your life.

EVELYN

I don't know if you can choose that, Rafe.

RAFE

Maybe not. But I need you to know. I love you. And I will come back. I'll find a way. And then we'll get a chance to know if what I felt the first moment I saw you, and every minute since then, is real.

EVELYN

Do one thing for me, before you go.

She takes his hand and leads him inside.

INT. NIGHT CLUB - NIGHT

She leads him onto the dance floor, and they dance, among the others, yet in a world apart from everyone else. And then they stop while all the others move around them, and kiss the kind of kiss that lasts a lifetime.

EXT. HOTEL - NIGHT

The nurses are entering the hotel. Pilots are going in with them. But Rafe and Evelyn stop on the street.

A last kiss. Their hands touch a final time, and then part. She moves inside the lobby, and looks out the glass doors as he walks away.

EXT. TRAIN STATION - DAWN

Rafe and Danny stand on the platform. Rafe's got his gear packed in a bag slung over his shoulder.

CONDUCTOR'S VOICE

All aboard!

Rafe glances once more toward the revolving doors from the station that lead onto the platform.

DANNY

Didn't you say you told her not to come?

RAFE

Yeah.

DANNY

Then why are you looking for her?

RAFE

It's a test. If I asked her to come and she came, it wouldn't tell me anything. If I tell her not to come, and she comes...then I know she loves me.

VOICE

ALL ABOARD!

DANNY

You're still a kid, ya know that? Take care of yourself.

RAFE

You too.

Rafe sticks his hand out to Danny. Danny knocks it away, and hugs him.

Rafe steps onto the train, and it pulls away. Rafe waves. Danny waves back and smiles, but he whispers like a prayer...

DANNY

Give 'em hell, Rafe.

INT. TRAIN - DAWN

Rafe finds a seat and sits down. He's the only one in the car, and he's deeply alone.

EXT. TRAIN STATION - DAWN

Danny walks to one of the three revolving doors back into the station. He takes the one on the far right. As he passes through it, he doesn't see Evelyn rushing through the door on the left side. She's told herself she wouldn't come, but couldn't help it, and now as she sees the last car of the train disappearing around the corner the pain of it all hits her.

She stands on the empty platform, as lonely as Rafe.

MONTAGE - THE JOURNEYS

Rafe and Evelyn travel in opposite directions, toward opposite ends of the earth...

EXT. A GRAY, COLD, CANADIAN SEAPORT - DAY

as Rafe boards a Canadian naval vessel headed into the North

Atlantic.

EXT. TRAIN - TRAVELING THROUGH THE AMERICAN WEST - DAY

Evelyn and her fellow nurses ride the train through the American southwest. The scenery outside the window is beautiful, but her thoughts are far away...

EXT. NORTH ATLANTIC - DAY

Rafe's ship is in a convoy through the rough gray waters. The deck is loaded with military supplies bound for Britain. Rafe stands among the drab crates and seems oblivious to the rain, his thoughts on Evelyn.

He looks toward the eastern horizon, where his ship is heading. A deep, dark storm is brewing before them...

EXT. PACIFIC - DAY

Evelyn stands on the deck of a ship headed in the opposite direction, on another ocean, the sky is clear, the breeze is warm, the light of a glowing sunset bathes her face. The MONTAGE ENDS, with them heading to different ends of the earth.

EXT. BASSINGBORNE AIRFIELD - BRITAIN - DUSK

In the eternal dusk of England, everything is cold and gray. British fighter planes -- Spitfires and Hurricanes -- are surrounded by mechanics hurriedly ripping off bullet riddled fuselage panels and digging into overworked aircraft engines. Rafe walks across the tarmac, still carrying his duffel bag. He moves up behind a slim, pale BRITISH AIR COMMANDER who is surveying engine damage on one of the Spitfires.

RAFE

Rafe McCawley, Sir.

Rafe salutes as the Air Commander turns and then returns the salute, with his left arm -- his right arm is gone. Rafe freezes at the sight, reminded of Danny's father.

BRITISH AIR COMMANDER

On loan from Colonel Doolittle, is it?

RAFE

That's me, Sir.

BRITISH AIR COMMANDER

Good on you, then, Rafe McCawley. We'll get you situated in some quarters, and then introduce you to the equipment you'll be flying.

RAFE

If you're patching up bullet holes right

here on the runway, maybe we should skip the housekeeping and get right to the planes.

BRITISH AIR COMMANDER

Are all the Yanks as anxious as you are to get yourself killed, Lieutenant?

RAFE

Not anxious to die, Sir, anxious to matter.

EXT. BASSINGBORNE AIRFIELD - BRITAIN - DAY

A Spitfire sits on the runway, and it's badly mangled -- a string of bullet holes punched through at mid-fuselage; a shot-off chunk of wingtip; but most striking is the blood still splattered over the inside of the cockpit.

BRITISH AIR COMMANDER

Good lad. Didn't die till he'd landed and shut down his engine. Welcome to the war.

He walks away, leaving Rafe to stare at the bloody cockpit.

EXT. PEARL HARBOR - MILITARY BASE - DAY

Evelyn and the nurses enter the base, riding in two jeeps. As they stop at the gate, the guards look at them, especially Evelyn in the lead jeep; one guard mumbles to the other --

GUARD

I've died and gone to heaven.

The guards lift the bar and smile at the nurses. The jeeps drive through. The nurses are loving this island paradise already.

BARBARA

You know the ratio of men to women on this island? Four-thousand...to one.

Barbara slides on a new pair of sunglasses with plastic palm trees glued on the sides, and calls back to the guards as the jeeps pull away --

BARBARA

See ya on the beach, boys!

EXT. MILITARY BASE - NURSES' QUARTERS - OAHU - DAY

As the other nurses happily unpack, Evelyn leaves and crosses the grass in the drenching sunshine. We follow her into --

INT. BASE HOSPITAL - DAY

She finds a small, immaculately clean hospital, twenty beds with luminous white sheets, all empty.

Then she notices the view. It's of Pearl Harbor, with the entire American Pacific fleet riding at anchor. Battleships all in a row. Aircraft carriers too, in perfect stillness on the aqua blue water with a white sand bottom. The view is expansive and beautiful.

The sound of an approaching fighter plane with wing guns firing as we --

CUT TO:

EXT. THE DARK SKIES OVER THE ENGLISH CHANNEL - DAY

Rafe, in the middle of an aerial dogfight, throws his Spitfire into a tight turn, swinging around to fire again into a squadron of Messerschmidts; they outnumber the British planes, and they're tougher and faster. Rafe darts through their line, machine guns blazing.

One of the Spitfires in Rafe's squadron has taken hits in the engine compartment and is sputtering, losing power, its pilot, NIGEL, frantic as the German planes swarm into finish him.

BRITISH PILOT (NIGEL)

I need help! Someone get them off me!

Rafe slams his control stick hard right and goes into a power dive at one of the Messerschmidts. Rafe's bullets chew up its cockpit and the plane goes into a fast corkscrew spiral, down into the water.

Rafe instantly climbs again. Nigel, in the moment of safety Rafe has bought him, bails out, his chute blossoming and carrying him toward the water. The OTHER BRITISH PILOTS are impressed.

OTHER BRITISH PILOT

(into radio)

Nigel's out! I'll call in the position!

(to himself)

That Yank is bloody good.

Rafe swings his plane right back at the Germans; he attacks them head on, just like he went at Danny, only this time he's firing his machine guns.

And OVER THIS ferocious dogfight, we hear his letter to Evelyn...

RAFE'S VOICE (LETTER)

Dear Evelyn... It is cold here. So cold, in a way that goes deep into your bones.

The Messerschmidt in Rafe's sights breaks apart with the stream of precise fire he pours into it, its prop flying into pieces, its disintegration accelerated by its airspeed. Before it completely comes apart, it explodes.

Rafe goes into another tight turn, to get at them again.

RAFE'S VOICE (LETTER)

It's not easy making friends. Two nights ago I drank a beer with a couple of the R.A.F. pilots -- beer's the only thing here that isn't cold -- and yesterday both of them got killed...

As Rafe starts another attack we see him in the cockpit, in the trance of battle, as other Spitfires around him are getting shot out of the sky...as we --

DISSOLVE TO:

EXT. HOSPITAL - PEARL HARBOR - DAY

Evelyn, receiving the letter at mail call.

She sits on the grass under a palm tree, in paradise, reading his letter.

RAFE'S VOICE (LETTER)

There is one place I can go to find warmth, and that is to think of you.

EXT. OUTDOOR RESTAURANT - OAHU - DAY

Evelyn is off duty, and wears a light cotton dress. She's let her hair down, and her skin has the sheen of light sweat in the tropical heat.

The restaurant is barely more than a shelter of palm wood posts with a frond roof, and it looks out over the harbor. Evelyn sits alone. She's brought writing paper. As the Hawaiian waiter serves her an icy tropical ambrosia with chunks of pineapple and a fresh plumeria flower floating at the rim of the glass, she lifts her pen.

But before she can start to write, three naval officers move over to her table from the bar. They're out of uniform too, wearing garish tropical shirts.

NAVY GUY 1

A woman beautiful as you shouldn't be sitting alone. Buy you a drink?

EVELYN

Thank you...Ensign.

The guys look at each other, impressed that she could tell.

NAVY GUY 1

Ensign! Smart too!

NAVY GUY 2

So how about that drink? Or dinner?

EVELYN

Thank you, but...I really want to be alone right now.

NAVY GUY 3

Want to see something long and hard?

He shows her the tattoo of an anchor on his forearm. Evelyn looks away from them, toward the harbor.

EVELYN

I'm sorry. I've got a letter to write.

NAVY GUY 3

Cold bitch.

His friends start to pull him away, but Evelyn's eyes flare.

EVELYN

What did you say?

NAVY GUY 3

I said you're cold.

EVELYN

Cold? No, I'm just thinking about a war. And maybe you should be too.

They leave, shaking their heads. Evelyn picks up her pen, and writes.

EVELYN'S VOICE (LETTER)

Dear Rafe... It's strange to be so far from you in body, and so close to you in spirit. But if our spirits really give our bodies life, then you should know this: Every night I look at the sunset, and try to draw the last ounce of heat from its long day...

She looks toward the sunset now; then she writes again...

EXT. BASSINGBORNE AIRFIELD - BRITAIN - NIGHT

Rafe brings his battered plane in for a landing...

INT. BRITISH AIRFIELD BARRACKS - NIGHT

Rafe sits on his cot, reading her letter.

EVELYN'S VOICE (LETTER)

...and send it from my heart to yours.

Rafe is startled as the Air Commander appears beside his bunk.

BRITISH AIR COMMANDER

Air-Sea Rescue picked up Nigel. He'll be back with us tomorrow.

Rafe nods, glad to hear the news. The Commander starts to walk away, then turns back.

BRITISH AIR COMMANDER

Some of us look down on the Yanks for not yet joining this war. I'd just like to say that if there are many more back home like you, God help anyone who goes to war with America.

The Commander salutes, with his left hand. And Rafe salutes too -- with his left hand.

EXT. ESTABLISHING THE WHITE HOUSE - WASHINGTON D.C. - DAY

The White House looks somehow whiter and purer in the glow of 1941.

INT. PRESIDENTIAL CONFERENCE ROOM - DAY

GENERALS, ADMIRALS, and other advisors sit around the polished table -- all males, in suits and in uniforms. The door opens, and the men all stand.

PRESIDENT FRANKLIN ROOSEVELT appears, in a wheelchair, pushed by a huge black valet, GEORGE. The President's legs are shriveled, braced with the iron supports that attach to his shoes and are apparent beneath the cloth of his pin-striped pants. From the waist up Roosevelt is heavily muscled, powerful, and handsome even in his little spectacles. The valet rolls him to the head of the table; he's speaking even before he settles in.

PRESIDENT ROOSEVELT

Please be seated, gentlemen.

They sit, as one.

PRESIDENT ROOSEVELT

Churchill and Stalin are asking me what I'm asking you: How long is America going to pretend the world is not at war?

GENERAL MARSHALL

We've increased supply shipments to them, Mr. President, and we're losing merchant vessels every day.

PRESIDENT ROOSEVELT

Shift in every destroyer and anti-aircraft weapon you can find.

ADMIRAL

Sir, our Pacific Fleet is already down to almost nothing.

PRESIDENT ROOSEVELT

Gentlemen, at this moment the nation of Hungry has a larger military than the United States. We have no choice but to draw from whatever we can.

EXT. ESTABLISHING TOKYO - JAPAN - NIGHT

INT. JAPANESE HIGH COMMAND - NIGHT

The Conference Room is similar to that of the White House. But this table is low and all the men sit on the floor. And there are no civilians here; Japan is now a nation ruled by its warriors.

The last man to enter the room and take his place is ADMIRAL YAMAMOTO. Harvard educated, Yamamoto is an object of veneration and suspicion among the men of the war council. Yamamoto bows, sits, and looks across the table at his friend Genda, who can't hide his fear. Yamamoto glances to the far end of the table where NISHIKURA, chief of the War Council, sits glowering. (Their discussion is in Japanese, with subtitles.)

NISHIKURA

So you join us, Admiral. Some of us thought your education at an American university would make you too weak to fight the Americans.

YAMAMOTO

If knowledge of opponents and careful calculation of danger is taken as weakness then I have misunderstood what it means to be Japanese.

NISHIKURA

The time has come to strike! Or to sit and let the Americans cut off our oil and our future. I know what you whisper to the others, Yamamoto -- that the Americans are strong. Yet look at their leader.

He motions to OYAMA, an intelligence analyst, who opens a file and lays out pictures of Roosevelt.

OYAMA

Franklin Roosevelt. Born into great wealth. Fifteen years ago, he was

stricken with polio. Now he cannot walk,
or even stand without help.
Photographers will not take pictures of
him in his chair; Americans do not wish
to know how weak their President is.

Yamamoto makes a low grunt.

NISHIKURA

You have something to say, Yamamoto?

YAMAMOTO

The Council knows I have opposed fighting
the Americans. No matter how great our
resolve, they have resources beyond ours.
If we must go to war, there is only one
way -- deal them a blow from which it will
take them years to recover. In that time
we can conquer all of the Pacific, and
they will have no choice but to ask for
peace.

NISHIKURA

You see us as capable of such a blow?

YAMAMOTO

The Americans themselves have made it
possible. We will annihilate them in a
single attack -- at Pearl Harbor.

The members of the war council are so pleased with Yamamoto
that they bow to him. Only Genda keeps his eyes raised long
enough to see the sadness in Yamamoto's face.

EXT. PEARL HARBOR - AIR BASE - BARRACKS - DAY

Danny Walker and his pilot buddies have just arrived; they
enter the barracks, talking happily.

RED

If I ain't n-never on a b-boat again,
it'll be too s-soon.

BILLY

Where are the women on this --

Danny has stopped before the others; now all of them see that
the other pilots who inhabit this air base are still in their
beds, sleeping off hangovers. They wear Hawaiian shirts;
they haven't shaved.

RED

They're s-still asleep!

Danny pauses for a moment, then shouts --

DANNY

Drop your cocks and grab your socks,
boys! The terror of the skies are here!

The sleeping pilots groan, and cover their heads with their pillows.

ANTHONY

They're all drunk.

One guy sits up in bed, his hair pointing every direction of the compass, his tongue working as if to wipe a terrible taste from his mouth. As his feet dangle over the side of the bunk and one of them touches the floor, a sensation reaches his sotted brain; he raises that foot to look at its bottom, and finds a new tattoo, on the sole of his foot; he blinks as if trying to remember how it got there.

Danny moves over to him, and dubs him with a name, COMA.

DANNY

Hey. You. Mr. Coma.

COMA

Where's that lizard?

DANNY

What lizard?

COMA

The one that slept in my mouth last night.

DANNY

What the hell happened to you guys?

Coma is one of those drunks who speak as if he's always about to burp.

COMA

Ever hear of mai-tai's? Comes in a big...pot. Like...like...

RED

A m-missionary?

COMA

No, like...

Coma emits a pukey, toxic burp that has Danny and his buddies wincing back from the fumes.

DANNY

This is an Air Base? Where's your squad commander?

The question soaks through to Coma's brain. His right hand points...and his left hand points...in different directions.

His hands float around in the air until finally both of them are indicating the same direction, behind his back. In the bunk beyond Coma's is another drunk pilot in a Hawaiian shirt...and to judge by the shapely bronzed leg that protrudes from under his damp sheet, there's a woman with him too.

Danny and his buddies are speechless -- except for Red Strange.

RED

I th-think I'm gonna like it here.

COMA

You guys are new?

DANNY

Yeah.

COMA

Mai-tai's. I got this to tell ya, about mai-tai's.

Coma's head drifts forward slowly; they think for a moment he's looking for something under the bed. Then he pukes. Danny leaps back from the splatter, and marches out of the barracks; his friends follow.

EXT. PEARL HARBOR - AIRFIELD - DAY

Danny and his buddies stride up to the airfield. It's full of fighter planes -- and they're all bunched together in clusters on the field. Danny grabs a MECHANIC.

DANNY

Hey! What is this, the planes all bunched up like that?

MECHANIC

The brass is afraid of sabotage. This makes 'em easier to protect -- and easier to service.

DANNY

What about easier to hit in an air raid?

MECHANIC

Who's gonna to that? Japan is four thousand miles away. So you guys just arrived, huh?

DANNY

Yeah.

MECHANIC

We got a saying here. A-low-HA!

The mechanic walks off. Danny and the guys are left standing on the tarmac.

DANNY

Well guys...I reckon there's just one thing to do...

INT. OAHU BAR - DAY

Danny and the pilots are in Hawaiian shirts, their party in full swing. A bucket-sized hollowed-out volcano sits in the middle of the table, with twelve straws emerging from the crater. It's full of booze -- or was; Danny and the other guys are pulling heartily at the straws, and they gurgle as the last liquid is sucked dry.

RED

More m-mai-tai's!

Coma is sitting there with them, beside Red.

COMA

Absolutely right.

Everybody's having a ball, the new arrivals fitting right in with the others. Danny's a bit off to himself, lost in his own thoughts. Billy and Anthony are doing the hula to the Hawaiian music playing.

COMA

No, you guys aren't doing it right. It's in the hands. They talk story.

Coma stands and starts demonstrating, explaining the gestures of his hula.

COMA

Fish swim in ocean... Happy in the Mother Sea... Girl, beautiful girl, with big jugs, walks into water...waves lapping at her thighs...

ANTHONY

I never knew those dances were so sophisticated.

COMA

...Fish nibble at her breasts...

Coma's really into his dance, his hands over enormous imaginary breasts; but as he turns toward the windows --

COMA

A more beautiful girl walks by...

The guys see Evelyn passing on the other side of the street, gorgeous in the sunshine. Coma's hands start squeezing the

imaginary breasts of his hula.

BILLY

Hey, isn't that Evelyn?

Danny moves up to look.

DANNY

Rafe's girl, Evelyn?

COMA

You guys know her?! I gotta have an intro! Man, I'd like to --

Danny's hand is suddenly around Coma's larynx.

DANNY

A friend of mine's in love with her. So you don't even look -- not ever.

Danny releases him and Coma staggers back to the table to nuzzle up to one of the straws of the mai-tai volcano.

Danny looks out the window again and sees Evelyn's beautiful form disappear around the corner, on her way back to the base hospital. Danny moves back to the table, and as two burly Hawaiian waiters set another full loaded mai-tai volcano onto the center of the table, he picks up a glass and dips it full of the potent liquid. He shouts to the whole room --

DANNY

I'm a better pilot than any son-of-a-bitch on this island! So I'm the one to say this! Here's to Rafe McCawley! A better pilot...and a better man...than me.

The other pilots drink up -- from glasses or from straws.

OTHER PILOTS

To Rafe.

Danny drains the whole glass at one chug, and slams it down onto the table. Then he blinks, puts a hand on his stomach, and frowns. Coma recognizes the look.

COMA

Uh oh. Volcanic eruption!

Danny bends at the waist; his head obscured by the table.

COMA

Shit, he's puking on my feet!

RED

Well, you p-puked on his feet.

COMA

Yeah, but he was wearing shoes!

INT. ADMIRAL KIMMEL'S OFFICE - OAHU - DAY

ADMIRAL KIMMEL is Commander of the American Pacific Fleet.

Two members of his staff are standing uncomfortably in front of him, having delivered a message from the Joint Chiefs of Staff.

ADMIRAL KIMMEL

...transfer twelve more destroyers to Atlantic Fleet, and all the available anti-aircraft weaponry?! Washington has gone insane!

Kimmel's STRATEGIC ANALYST speaks up.

STRATEGIC ANALYST

We've done what you ordered, Admiral, and war gamed the likely outcome of a Japanese attack against each of our major bases in the Pacific. Wake, Guam, Midway, the Philippines. In each case, we lose.

ADMIRAL KIMMEL

You left out Hawaii.

STRATEGIC ANALYST

Pearl Harbor can't be attacked effectively from the air. It's too shallow for an aerial torpedo attack. Pearl Harbor's safe. It's everywhere else that we're vulnerable.

ADMIRAL KIMMEL

Step up surveillance of Japanese communications. They're gonna do something somewhere. I can feel it.

EXT. THE SKIES ABOVE OAHU - DAY

A seaplane takes tourists on an excursion above Pearl Harbor and around the island of Oahu. One Japanese tourist shoots pictures rapidly...first of the ships as seen from overhead; then he leans to the other side of the plane and shoots pictures of the airfield below them.

EXT. PEARL HARBOR - DAY

Another Japanese tourist hikes through the hills above Pearl Harbor. He takes an excellent camera from his picnic basket, and shoots pictures.

CLOSE - THE PICTURES, being carried down a hallway, into --

INT. JAPANESE PLANNERS OFFICE - DAY

The courier places the pictures onto the table in front of Yamamoto, Genda, and the other JAPANESE OFFICERS.

GENDA

Look at the ships -- all grouped. Perfect targets!

JAPANESE OFFICER

And the planes! They are -- what is that American expression? Sitting geese?

YAMAMOTO

Sitting ducks.

JAPANESE OFFICER

How can they be so foolish?

YAMAMOTO

They think no one would be stupid enough to attack them at Pearl Harbor.

GENDA

Or perhaps they think no one is capable. Look at this...

He moves to a diagram displayed on the wall -- a simple display showing water depth and ship displacement.

GENDA

Pearl Harbor's depth of only forty feet makes them feel safe. A torpedo dropped from an airplane plunges to one hundred feet before it can level off. That is a conventional torpedo. But we have been experimenting.

From a stand beside his diagram he takes a set of wooden fins, attached to a circular metallic band.

GENDA

Wooden fins. We are testing them tomorrow.

EXT. JAPANESE ISLAND - DAY

Yamamoto and his planners have flown to a quiet Japanese island, sunlit and pleasant. They are gathered on the shore of the island's natural harbor. Wooden targets -- basically huge plank barriers -- are sunk into the water like ships at anchor. A squadron of Japanese planes zooms overhead, taking up attack positions.

GENDA

We have chosen this place because its

depth is exactly the same as Pearl Harbor's.

Genda speaks into a field radio. A lone plane drops out of formation and goes into a low-level approach, speeding up and dropping its torpedo.

BELOW THE SURFACE we see the torpedo as it plunges at two hundred miles an hour into the sunlit sea. With the wooden fins the torpedo makes a sharp dip and levels off above the sea floor.

ABOVE THE SURFACE the planners see the path of the torpedo; it hits the wooden barrier with a satisfying THUNK. The planners are impressed -- but Yamamoto is not satisfied.

YAMAMOTO

Uncharged torpedoes have different balance.

GENDA

I have arranged a live fire drill -- with your permission.

Yamamoto nods; Genda speaks again into his radio, and another plane swoops down and drops a torpedo. Genda holds his hands to his ears, causing the others to do the same; even though they wonder at the need.

The torpedo hits the barrier, and the explosion is deafening, and of shocking force; the entire barrier is blown to toothpicks.

GENDA

Of course against a ship the explosion will not be dissipated, and will have more force.

The planners, nearly blown off their feet, nod as if they knew that all the time.

INT. MILITARY BASE - PILOTS' BARRACKS - NIGHT

The pilots are getting slicked up.

BILLY

Are you sure they're here?

ANTHONY

If Evelyn's here, the rest are here!

Red moves up beside him to frown at the mirror. His hair is plastered down and parted, his uniform's immaculate.

ANTHONY

Looking good, Red.

RED

Shut up.

Red moves away, to polish his shoes.

ANTHONY

What is it with Red? I've never seen him this way.

BILLY

He's been like that all day. Hey Danny, you coming?

DANNY

Nah, I'm gonna stay here. Read.

Anthony and Billy look at each other; Danny's in his bunk, and he's not reading, just staring at the ceiling.

INT. NURSES' BARRACKS - PEARL HARBOR - NIGHT

The nurses are primping to go out; Evelyn is in her uniform getting ready to go back to work.

BARBARA

Now listen, it's hands off Billy. I mean, you can put your hands on him if you want to, but then my hands will break yours.

BETTY

He was that good?

BARBARA

No, I was.

EXT. NURSES' QUARTERS - OAHU - NIGHT

Creeping through the vegetation, Red leads Anthony and Billy to a spot outside the nurses' barracks; they can see the girls through the barracks window.

BILLY

Red, Peeping Tom stuff can get us court-marshaled.

RED

Shhh!

Anthony and Billy are baffled, even more so when Red strides into the open, right outside the nurses' window.

And then, Red begins to sing.

RED

(singing)

Oh...Betty, Betty, Betty, you're the one

for me, Betty, Betty, Betty, Betty, can't
you see...

Anthony and Billy look at each other, dumbfounded. The nurses move to the open windows. Red's singing is pretty good -- though not that good. But he doesn't stutter when he sings.

RED

(singing)

I'll be yours for eternity, Betty, Betty,
Betty, Betty, Betty!

Anthony and Billy are hysterical, trying to keep their laughter hidden. But then they see the effect this is having on the women -- especially on Betty. She's smitten.

Red repeats the verse, really getting into it; when he finishes, Betty runs out and hugs him, as all the nurses applaud. They move off into the darkness, arm and arm.

The nurses go back to their primping.

Anthony and Billy are changed men. Anthony stands up; Billy's baffled. Anthony moves out and starts singing.

ANTHONY

(singing)

Oh Sandra...I like you...love you...

He's terrible. The nurses pelt him with hairbrushes, curlers, shoes...

EXT. BASSINGBORNE AIRFIELD - BRITAIN - DAY

Coming out of the blustery skies at the end of another deadly day, a squadron of Spitfires chirps in for landings. The planes are shot up and battered.

Rafe is one of the pilots; the fuselage below his cockpit is marked with four swastikas, symbols of his victories. He taxis to a stop, and is met by IAN, a Scottish mechanic, who is dismayed at the state of the plane.

IAN

Leapin' Jesus!

RAFE

(climbing down)

The struts are loose, the hydraulics are leaking, and the electrical system's shorting out in the cockpit.

IAN

Well which of those three ya want fixed?

RAFE

All of 'em.

Rafe starts away, and Ian calls to his back --

IAN

If ye'd wanted a bloody Cadillac ya should'a stayed in the bloody States!

RAFE

And if you don't give me a plane that can handle combat, you better start learning to speak German.

IAN

Fook ya!

RAFE

Learn English, then!

IAN

Fook ya dooble!

Rafe moves to the barracks; Ian keeps the fueling hose going, and moves to help the armorers reload the guns.

INT. BRITISH AIRFIELD BARRACKS - NIGHT

Rafe falls down onto his cot, exhausted. The other pilots do the same, everybody spent from the day's combat. Then they hear the SIREN. Rafe's out of his bunk, with the others, everybody running.

BRITISH PILOT

Bloody Krauts! Night raid!

EXT. BASSINGBORNE AIRFIELD - BRITAIN - NIGHT

They race across the runway. Rafe reaches his Spitfire, just as Ian is removing the fueling hose.

IAN

I have'na been able ta --

RAFE

Crank her!

Ian gives the prop a spin, and the engine roars to life.

IAN

God speed ya, laddie.

EXT. SKIES OVER THE ENGLISH CHANNEL - NIGHT

It's dark, but there are breaks in the clouds, giving way to patches of light from a full moon. The squadron of Spitfires tightens up for battle.

Rafe is positioned just right of the squad leader; he sees planes breaking out of the dark clouds ahead.

RAFE

Here they come.

The clouds break, revealing a huge attack formation.

BRITISH SQUAD LEADER

Alpha group, on the bombers! Beta group, take the fighters!

They peel off, into action.

EXT. THE AIR BATTLE OVER THE CHANNEL - NIGHT

We stay with Rafe as he and the Squad Leader rush side by side at the lead bomber, blasting away with their guns.

INT. GERMAN BOMBER - IN THE AIR - NIGHT

The Spitfires' bullets rip into the pilot and also kill the nose gunner; the bomber dips as the copilot struggles to take control.

INT. RAFE, IN HIS SPITFIRE - NIGHT

As he streaks past, Rafe sees the bomber wobble in the air.

RAFE

We've got him hurt, stay on him!

Rafe throws his plane into an ultra-tight, high speed turn, right between the tails of the leader German group and the noses of the second. His turn is so tight that the plane flexes with the g-force.

Rafe comes out of his turn ahead of the Squad Leader, and races back up through the formation of German bombers, moving above them where their weapons and armaments are the weakest. He stitches a trail of bullets from tail to nose of the wounded lead bomber; it begins to smoke.

The second Spitfire, the Squad Leader's, takes fire from the other German bombers, and shears off, heading through the smoke of the plane Rafe has on the ropes.

RAFE

We've got him going!

Rafe does a half-loop and half-spin, to bring him around to face the bombers again. This time the g-force of the turn pops an oil line inside Rafe's cockpit; hot, pressurized oil begins to spray everywhere -- all over Rafe, his controls, and worst of all, over the inside of his cockpit glass.

He wipes at the oil with his hands and that just smears it

and makes it worse.

His wingman sees him veering away from the bombers...and sees the German fighters moving up to meet him.

SQUAD LEADER

McCawley! Get to the clouds! Get into the clouds!

RAFE, IN HIS PLANE, is flying blind.

RAFE

I can't see the clouds!

His problems are just beginning; the fluid is dripping down onto his cockpit's corroded electrical wiring; the fluid causes an arc...a spark...and suddenly a fire is spreading through Rafe's plane.

He grabs his fire extinguisher and triggers a cloud that snuffs the fire but fills the entire cockpit with choking smoke; between that and the smeared fluid on his glass, he can't see a thing.

And the Messerschmidts are swarming over him.

Rafe's wingman dives in, raking the German planes as he passes.

Rafe tries to open his cockpit cover to clear the smoke, but it's jammed; he pulls out his .45 pistol and BLAM! BLAM! BLAM! He blows out the glass; the smoke clears enough for him to take a breath and try to see. He fights the stick, but the plane won't respond.

The Messerschmidts rake him again, bullets riddling his engine.

SQUAD LEADER

Get out of there, McCawley! Get out of there!

Rafe's plane descends, ever faster, passing through clouds, then clear air again. The Squad Leader tries to chase and cover him, but Rafe's dropping fast, and still isn't out of the plane as the Germans dive on him again, firing.

Rafe's Spitfire hits the broken fog over the water -- the Squad Leader loses sight of it for a moment -- and then the plane hits, splashing and exploding all at once.

The Squad Leader winces, and ducks into the clouds as he reports on his radio...

SQUAD LEADER

McCawley down. No 'chute.

EXT. BATTLESHIP WEST VIRGINIA - PEARL HARBOR - DAY

The sailors have assembled on deck for the ship's heavyweight championship fight, a contest made more interesting to the sailors because one of the combatants is white and the other is black.

The battle is more toughness than technique. The guys throwing haymakers and shoving each other around the roped area, as their shipmates cheer and make wild bets. The white guy digs a punch deep into the black guy's ribs, and the black guy slams a double left hook into the white guy's belly, making him back up and say --

WHITE BOXER

You hit hard -- for a cook.

The black guy rushes the white guy, only to catch a right cross that wobbles his knees and makes him stagger, with a fresh cut over his right eye. The white guy now rushes in, and the black guy (his name is DORIE MILLER) throws an upper cut that drops his opponent like a sack of rocks.

The sailors cheer wildly. Dorie steps back, and rubs his glove across his brow. It's really bleeding now.

EXT. MILITARY BASE - DAY

Evelyn is returning from church with six of her nurse friends. It's very quiet on a Sunday morning, almost nobody at the base; they walk along the path.

BARBARA

Let's get into civvies and find a bar.

MARTHA

Right after church?

BARBARA

You've gotta sin some, to get forgiveness. Come with us, Evelyn. You need some sin.

EVELYN

I've got to write some requisitions. We're undersupplied with morphine.

BETTY

Morphine? We've been here a month and nobody's had worse than a sunburn.

Evelyn smiles softly and walks toward the base hospital.

BETTY

I wish she could forget him.

BARBARA

You don't forget love, Honey. Not ever.

EXT. HOSPITAL - PEARL HARBOR - DAY

Evelyn approaches the hospital and finds the black boxer peering in the window. He's in a T-shirt and navy pants.

EVELYN

Can I help you, sailor?

As Dorie turns, she sees the cut on his head, closed only with a band-aid; it's dripping blood down his T-shirt.

DORIE

'Scuse me, 'Mam. All the ship's doctors is golfing, and I couldn't find nobody to look at this.

EVELYN

Our doctor's gone too.

DORIE

Sorry to trouble you.

EVELYN

Wait, let me look at that... You better come in here.

INT. MILITARY BASE HOSPITAL - DAY

Miller is sitting on a stool; Evelyn bathes the wound.

EVELYN

How'd you get this?

DORIE

Boxin'.

EVELYN

Win?

DORIE

Yes'm.

He says it without pride. She puts down the basin.

EVELYN

What's your name?

DORIE

Dorie Miller, 'Mam.

EVELYN

I'm Evelyn. And I'm just a nurse. But I'm not playing golf, and that cut needs sewing, or else it's gonna make a big lumpy scar. Whatta ya say?

INT. HOSPITAL - PEARL HARBOR - LATER

Evelyn clips the ends of her carefully applied stitches; Dorie's eyes are rolled up as if he could watch from inside his skull.

EVELYN

How often you fight like this?

DORIE

Every other Sunday. I'm heavyweight champion of the West Virginia.

EVELYN

What do you get for winning?

DORIE

Respect.

She hands him a mirror. He studies her work.

DORIE

No doctor would'a give me that good.

She walks him to the door.

DORIE

Thank you, 'Mam.

EVELYN

Tell me something, Dorie. A man as big as you -- and smart too, you knew where to come when your ship couldn't help -- do you still have to fight with your fists to get respect?

DORIE

I left my Mama and joined the Navy to be a man. They made me a cook -- and not even that, really -- I clean up after the other sailors eat. I shine the officer's shoes. In two years, they've never even let me fire a gun.

Now Evelyn understands.

EVELYN

You take care, Dorie.

DORIE

You too, 'Mam.

EXT. MILITARY BASE HOSPITAL - SUNSET

Dorie walks away, down the path between the palm trees. She watches him go, and then is transfixed by someone else

coming, silhouetted by the light of the setting sun. She can't make out his face, but he's wearing a pilot's dress uniform, and coming to her right out of the warm orange sunset that she has stared at so many times. Her heart slams against her ribs; she takes a few steps forward.

EVELYN

...Rafe...

She moves toward him, and he draws near her, walking slowly. And then she sees his face...

It's Danny. His face as sad as death itself.

And even before he tells her, she knows.

DANNY

Lieutenant... I'm Danny Walker. I'm Rafe McCawley's best friend.

EVELYN

Were. Isn't that what you mean? Were. Because he's dead, isn't he? And that's why you've come.

EXT. A BENCH - OVERLOOKING PEARL HARBOR - SUNSET

Evelyn and Danny sit on the bench, with a sweeping view of the harbor and the lights winking on all around it as the sun settles beyond the horizon. Evelyn is stoic, numb; Danny is the one who is struggling.

DANNY

Before Rafe left, he asked me to be the one to tell you, if it happened.

EVELYN

He told me about you. That he had no other friend like you.

DANNY

Rafe's folks had a crop dusting business, owned their own planes. Real straight, frugal. My father was the town drunk. Went to sleep one night on the railroad tracks and was still there when the Dawn Express came along. Rafe and I were the only ones at the funeral. He took me back to his house, and I never left.

EVELYN

You were more like brothers.

DANNY

I taught him to drink beer. He taught me how to fly.

EVELYN

He said you're the only one he ever saw
who was better in the air than him.

DANNY

...He said that?

Evelyn nods, still staring away from Danny. This pierces
Danny; he looks away, struggling not to let the emotions pull
him completely under.

DANNY

Look, uh...Rafe's dad...he wrote me with
the news, and it took me a couple of days
to work up the guts to come here and tell
you. I'm not as brave as Rafe, or as
noble. But if there's anything I can
ever do to help -- you let me know, okay?

She stares into the distance. He stands and puts his hand on
top of hers, as much for his comfort as for hers.

DANNY

I understand why Rafe loved you. You're
as strong as he was.

Since she's still not looking at him, he starts to move away.
When he reaches the turn in the path, he looks back, and sees
her figure in the gathering darkness. She's begun to break
down; and as he watches, her whole body starts convulsing,
and she doubles up in shattering grief.

Danny can't just stand there; he moves back to her, and puts
a hand on her shoulder. He sits beside her again, and
suddenly she turns to him and sobs upon him. Danny wraps her
gently in his arms, and then he breaks down, having found the
first place he can truly grieve.

EXT. JAPANESE BOMBING PRACTICE - JAPANESE ISLAND - DAY

The Japanese have constructed a replica of Pearl Harbor on
their practice island; erecting new target barriers and
silhouettes of the various ships anchored at Pearl. Streams
of Japanese planes skim overhead in practice bombing runs,
dropping dummy torpedoes and bombs. From a control platform
erected on the beach, Yamamoto and Genda oversee it all.

YAMAMOTO

Everything real except the fact that no
one is shooting back at us.

GENDA

If we achieve surprise, they will offer
little resistance.

YAMAMOTO

Set up teams of radio operators to send

out messages the Americans will intercept, concerning every potential American target in the Pacific. Include Hawaii -- the clutter will be more confusing that way.

GENDA

Brilliant, Admiral.

YAMAMOTO

A brilliant man would find a way not to fight a war.

He looks out at the planes roaring into his practice harbor at top speed...

INT. PRESIDENTIAL BEDROOM - NIGHT

Roosevelt's valet leans over him.

Roosevelt wakes; beside the valet is a Presidential AIDE.

AIDE

Mr. President, we've received a message from the Argentinian ambassador to Japan. His sources tell him the Japanese are assembling their fleet to attack us.

PRESIDENT ROOSEVELT

We're picking up warnings for every American base in the Pacific. Does this ambassador know the target?

AIDE

Not for sure. But he thinks it's Pearl Harbor.

PRESIDENT ROOSEVELT

Tell the Pentagon.

The Aide leaves quickly and Roosevelt starts to get out of bed; his valet comes to help him.

PRESIDENT ROOSEVELT

No, George, I need the practice, in case there's a fire.

Roosevelt drags himself out of bed, crawling toward the bathroom, his powerful arms dragging his lifeless legs.

INT. PENTAGON - DAY

ADMIRALS and other OFFICERS are gathered around a giant map of the Pacific.

ADMIRAL

The attack seems inevitable. The

question is where? The way to answer that question is to ask: if we were the Japanese, how would we do it?

He nods to a VICE ADMIRAL, who stands over the map.

VICE ADMIRAL

Between America and the Far East are the sea lanes where the winds and the currents make the best route for shipping. Far above is the northern route, between Canada and Russia. Between these two is something they call the Vacant Sea. If I were the Japs, I'd send a task force there. You could hide the entire land mass of Asia in the Vacant Sea, and nobody would know.

ADMIRAL

So they pop out and attack where?

VICE ADMIRAL

That's the problem, Admiral. They could hit anywhere they want.

Nobody has any solution.

EXT. PACIFIC OCEAN - DAY

A huge Japanese fleet steams toward Hawaii. It is an awesome sight. Carriers, battleships, destroyers, and entire battle group, traveling under complete radio silence, their hulls power through the waves. On the lower decks of the carriers are hundreds of planes -- fighters and bombers.

EXT. PEARL HARBOR - DAY

The American ships are lined up at anchor, calm, placid.

EXT. BEACH - DAY

The sailors and soldiers bask in the sun, play volleyball.

The aircraft carrier Lexington steams past toward the harbor entrance.

VOLLEYBALL PLAYER 1

Where's the Lexington going?

VOLLEYBALL PLAYER 2

Out on maneuvers, like the Enterprise.

EXT. GOLF COURSES - OAHU - DAY

Men in military haircuts -- officers -- stroll the golf courses, enjoying themselves.

INT. DENTIST'S OFFICE - DAY

The DENTIST, an ethnic Japanese, is working on a patient with his mouth agape. The DENTIST ASSISTANT intrudes.

DENTAL ASSISTANT

Dr. Takanawa, you have a call from Tokyo.

DENTIST

Please excuse me. Just relax.

Leaving his patient with a mouth full of instruments, the Dentist moves to his outer office, which looks directly out over Pearl Harbor. He speaks in Japanese.

DENTIST

Takanawa... Yes?...

He seems confused by the call, but he responds by looking out over the harbor, then saying into the receiver --

DENTIST

Yes, they are all...no wait, I see the big one moving. The one that's flat on top, what do they call it?...

INT. SURVEILLANCE BASE - DAY

Some tired Army Intelligence types -- A LISTENER, a TRACKER, and an INTELLIGENCE SUPERVISOR, are sitting at a bank of phones. The LISTENER is a Japanese-American.

LISTENER

Here's something, over the line from Tokyo.

He switches on the recording equipment and looks to the TRACER, sitting at a battery of equipment.

TRACER

It's connected to a local dentist. His office is beside Pearl Harbor.

INTELLIGENCE SUPERVISOR

This dentist, is he a spy?

LISTENER

Sounds too innocent. His accent is from the old country. Somebody official-sounding calls, he thinks it's discourteous not to respond.

INT. BARBER SHOP - DAY

Admiral Kimmel is settling into the barber chair when his AIDE enters and nods for the barber to move a few paces away, so that he can speak privately.

AIDE

Sir, we just had an intelligence intercept. Someone from Tokyo called a local dentist whose office looks over Pearl. They wanted to know the exact location of the ships.

ADMIRAL KIMMEL

Someone from Tokyo asks a dentist how the ships are sitting... What are we supposed to do about that?

AIDE

I...don't know, Sir. But it just seemed significant.

ADMIRAL KIMMEL

Have intelligence keep monitoring him.

The Admiral sinks back into the chair.

EXT. MILITARY BASE HOSPITAL - DAY

A young amateur PHOTOGRAPHER, about 16, wearing a hat with "PICTURES OF PARADISE" printed on it's crown is ready to snap a shot of Evelyn and her nurse friends having a picnic lunch on the lawn outside the hospital.

PHOTOGRAPHER

Closer, ladies! Closer! Now smile!... Great! Next week I'll show you a print and you can order your Pictures of Paradise!

He hustles off. Betty hands out picnic baskets.

BETTY

Barbara, here's yours...and Evelyn, here you are.

Evelyn opens her basket, and finds a lei of Hawaiian flowers stuffed in the top. Betty scoots over and puts the flowers around Evelyn's neck.

BETTY

It's been a month and you haven't smiled. We just want you to know we love you.

Evelyn's touched -- but before she can react two P-40's zoom out of the skies, wings clipping the tops of the palm trees as they blast over head.

INT. COCKPIT'S OF THE P-40'S - DAY

Danny and Anthony are the pilots; as they pull up and away, they pass over some officers on the golf course, scaring the

shit out of them as they putt.

EXT. MILITARY BASE HOSPITAL - DAY

The nurses have sprawled to the ground; now even Evelyn is smiling.

BARBARA

What is it with nurses and pilots?

EXT. MILITARY BASE HOSPITAL - PEARL HARBOR - EVENING

Evelyn walks out of the hospital. She's still wearing her lei. The sun is going down in a spectacular sunset.

She stares at the orange glow at the edge of the world. She breathes in the sea air, and tries to breathe out the sadness. The water of the harbor laps close to where she stands, the sunset polishing its surface.

She takes the lei from her neck, plucks a single flower, and holds it like the rose Rafe once gave her. Then she tosses the rest of the lei into the ocean and watches it float away, as the sun sinks behind the horizon.

INT. MILITARY BASE HOSPITAL - NIGHT

Evelyn finds her purse, and tucks the flower into it. She's alone in the hospital, everyone else has gone; she turns her mind toward work, something to lose herself in.

EXT. MILITARY BASE - NEAR THE PILOTS' BARRACKS - DAY

Danny is walking toward the barracks when a COLONEL hopping mad, confronts him.

COLONEL

You're Walker, right?

DANNY

Yes Sir.

COLONEL

That was a nice little stunt you pulled, buzzing the base.

DANNY

You liked that?

COLONEL

Oh yeah. I liked it so much I'm cutting you out of the squadron.

DANNY

Sir?

COLONEL

I don't buy that hot dog shit. So you and your buddies are gonna transfer your planes up to Haleiwa.

DANNY

Hale-what?

COLONEL

You'll love it. No base, no bars, just lots of sun and aircraft maintenance.

DANNY

Sir, I --

COLONEL

Too late for apologies, Walker.

DANNY

I wasn't gonna apologize, Sir. I was just gonna say it was worth it to feel like a real pilot again, even if it was only for five seconds.

The Colonel glares at him and stalks away.

INT. BASE CANTEEN - NIGHT

Danny and Evelyn are having coffee at the base canteen.

DANNY

How's everything?

EVELYN

We got some soldiers in traction from a jeep accident, but it's quiet. Except for the occasional fighter plane buzzing us.

DANNY

That might not have been such a good idea. They're making us fly out of a half-paved airfield. The real punishment is that I won't be back to the barracks till it's too late for dinner or coffee. So I guess it's goodbye for awhile.

EVELYN

I was just thinking that war is a series of goodbyes. Do you think that's why we're meeting. To help us say goodbye to Rafe?

DANNY

I swore not to talk about him tonight, but there's all this stuff I think I ought to tell you, that he didn't get a chance to. Rafe was...he was lonely. He

had such high expectations of himself that he always felt empty. The week he met you he told me he felt his heart had always lived in winter, and for the first time in his life he has seen the spring.

He's been lost in his own thoughts of Rafe; now he notices the tears welling up in her eyes.

DANNY

Sorry.

EVELYN

He told me he didn't want to leave me with regret. Now that's all I have.

DANNY

Hey, have you seen Pearl Harbor at night?

EVELYN

Well...sure.

DANNY

From the air?

EXT. HALEIWA AIR FIELD - NIGHT

A P-40 takes off from the remote airfield, lit only by the full moon.

INT. P-40 - NIGHT

Evelyn sits on Danny's lap, like Rafe sat in his Daddy's lap years before. Danny flies easily, the cockpit open, his arms slipped under hers.

The sky above them is startlingly clear; a billion stars dancing around a full moon.

EVELYN

So beautiful!

DANNY

Hang on.

He spins the plane in an easy half turn, inverting their heads above Pearl Harbor, gorgeous in the moonlight, the battleships aglow, the moon reflected in the peaceful water, embraced by the island of Oahu.

EXT. HALEIWA AIR FIELD - NIGHT

The P-40 soars easily in and settles to earth. Danny shuts down the engine. Danny carefully removes the harness around her. She looks overhead. The stars are still bright above them.

EVELYN

I didn't realize until tonight that I've stopped wanting to live.

She turns in his lap, and looks at him. Their eyes connect. Tentatively, almost reluctantly, they kiss.

EXT. MILITARY BASE HOSPITAL - NIGHT

The POV of someone moving through the gathering darkness approaches the hospital.

The lights from within the hospital, and the pristine white beds beneath those lights, give the place a kind of glow, where Evelyn moves alone and beautiful, like a ballerina in a giant's jewel box.

Now we see the shoulders of the figure, from behind, and can tell that it is a man in uniform, but at first we can't tell who. He's standing dead still, transfixed in watching Evelyn through the windows.

INT. BASE HOSPITAL - NIGHT

Evelyn moves to her desk, and sits down. She looks at the calender turning back to October, where she wrote on the square of October 22, "Order supplies" -- she counts the weeks from then to today, December 6.

EXT. MILITARY BASE HOSPITAL - NIGHT

We see the full figure of the man watching her. And now we see his face. It is Rafe.

His left hand is bandaged, but he is very much alive -- though seeing Evelyn has taken his breath, and even seems to have robbed him of the power to move. His eyes pick up every detail of her -- her face...her hands.

And as Rafe watches Evelyn, he has the SUDDEN JOLTS OF SUBLIMINAL FLASHBACKS...punctuated by fragments of the letter she wrote to him, and INTERCUT with Rafe in the present, watching Evelyn.

EVELYN'S VOICE

Dearest Rafe --

IN SUBLIMINAL FLASHBACK, RAPE'S SPITFIRE, crippled and trailing smoke, passing through a patch of cloud as Rafe hurls himself from the cockpit and jerks the ripcord of his chute.

IN THE PRESENT...Rafe's face winces with the memory, and he rivets his eyes on Evelyn, as if to force himself to know that this moment is real.

SUBLIMINAL FLASHBACK...RAPE LANDS IN THE WATER, and the shock

of its coldness travels up his body faster than his body sinks into the water. He's cloaked in the fog; his parachute, pushed by the wind, is pulling him along face down. He fights with the straps, flips himself over, and pulls the release...

But he's still in desperate trouble; in his flying clothes, his heavy leather jacket soaking with sea-water, he's going down; his body sinks beneath the surface...

EVELYN'S VOICE

...Every sunset...

IN THE PRESENT, Rafe's chest trembles... Is it from the memory of the frozen water, from the emotion of seeing Evelyn again -- or both?

SUBLIMINAL FLASHBACKS -- Below the surface of the North Sea, Rafe's body drifts, but he fights his way back up...he kicks off his shoes, sheds the jacket, strips off his pants and starts tying the cuffs into knots.

Then, in a CUT, he is floating in the water, his pants turned into a makeshift life preserver, his body shaking convulsively from the cold.

Then in another CUT we see him after he's been in the water for so long that his body no longer trembles; he's lost consciousness. He has no strength, no will to live... His face settles into the water...his body slips from his preserver, and drifts beneath the surface...

EVELYN'S VOICE

...gather it's heat into my heart, and send it to you...

IN FLASHBACK, Rafe beneath the surface... His eyes come open. From his POV beneath the water, he sees something above the surface. It's only in his mind, but that makes it no less real...an orange glow, the warmth of the sunset, and her face above the surface... His limbs come to life, and he fights his way up, breaking the surface. The whole sea around him is dark and empty, but he grabs his makeshift preserver and holds on for dear life...and for Evelyn.

IN THE PRESENT Rafe stares through the window, at Evelyn, but he can't go in. He backs away from the window.

INT. PILOT'S BARRACKS - NIGHT

A Japanese-American MESSAGE BOY parks his motorbike outside and enters the barracks.

MESSAGE BOY

Daniel Walker?...

Danny rises from his bunk and accepts the telegram. As the

message boy leaves, Danny reads... The news he learns stuns him...

EXT. BENCH - OUTSIDE THE HOSPITAL - NIGHT

Rafe is still lost in thought. He hears steps running up -- and sees Danny -- who spots him at the same moment.

DANNY

Rafe!

INT. MILITARY BASE HOSPITAL - NIGHT

Evelyn puts away the calender.

EXT. MILITARY BASE HOSPITAL - NIGHT

Rafe is sitting at the bench, his head down.

ANGLE - Evelyn on the path; she sees someone on the bench, his form hauntingly familiar. He hears her, and looks up. It's Rafe.

From Evelyn's POV, the whole world spins. She faints.

Rafe jumps to catch her before she slams to the ground. He gathers her into his arms, and she looks up into his face. He's real, very real.

RAFE

Evelyn.

She's trembling, shaking. He lifts her to her feet, and moves her to the bench.

RAFE

I sent telegrams, I guess the military traffic held them up.

EVELYN

Why were you sitting here, instead of...

RAFE

I saw you, I couldn't go in, I...just stood there wondering if you knew. You looked...sad, and I had to sit down a minute.

EVELYN

How did you?...

RAFE

...Survive? I jumped in a patch of fog, and nobody could see me. I hit the water hard. And it was so...cold.

He looks toward the horizon, when the last light of day fades

to black. There's something he thinks about saying, and doesn't. Then...

RAFE

I don't know how long I was in the water. A Norwegian freighter picked me up. They were headed to Spain. They docked in La Rota, right beside a German ship, and told me to stay hidden below. I was afraid they'd turn me in, so I stole some clothes, jumped ship, and found a church, where the priest contacted the resistance, and got me on a freighter to New York.

He looks at her, then looks down again.

RAFE

I called my folks, then Colonel Doolittle. The Colonel sent a man to pick me up. They wanted to debrief me. I told the Colonel I needed to see somebody first, and he had a supply flight heading out in an hour.

(beat)

I've done a lot of talking. You haven't said anything.

EVELYN

I'm just...so amazed, so glad to know that you're okay. You are okay, aren't you?

RAFE

Nothing that won't heal. I guess.

At these words, she looks at him for a long, long moment.

EVELYN

It's been...so different, being so sure you were dead.

RAFE

I'm so sorry for what you must've gone through, but I'm back.

He sees the troubled look on her face.

RAFE

Maybe I've assumed too much. Has something changed?

(beat)

I'm afraid to ask what. And I'm afraid not to.

(beat)

Have you fallen in love?

She nods; she can't even say it. Rafe's dying inside.

RAFE

It's all right. Danny always said I see things with my emotions instead of my eyes.

EVELYN

It's not your fault, Rafe. The letter I wrote you, they --

RAFE

Don't worry about that. Guys away from home, lonely, good-hearted women try to cheer them up.

EVELYN

It's not that I didn't mean everything I wrote. It's just that -- I thought you were dead. And now --

Danny runs up, through the darkness.

DANNY

You're alive!

Rafe and Danny stare at each other; Danny hesitates, looking from Rafe to Evelyn, wondering what they've said. Then Rafe looks at Evelyn, and picks up the look on her face. In that moment he puts it all together.

RAFE

Aw, God. Oh my God.

Danny's speechless, and for a moment Evelyn is too.

EVELYN

Rafe --

He puts up a hand, to silence her, and walks away suddenly. Evelyn and Danny are left frozen.

EXT. SHORE OF PEARL HARBOR - NIGHT

Rafe stares out at the harbor, seeing nothing. As he stands there alone and shattered, he has one more

SUBLIMINAL FLASHBACK

Rafe is in the water of the North Sea; he seems dead, but his makeshift preserver is keeping his face above the surface. Something slides through the water and stops beside him; it's a dinghy, and behind it is a trawler.

Hands grab Rafe and drag him onto the dinghy...

In a QUICK CUT, Rafe's body is laid out on the deck of the

trawler. The crewmen think he's dead. His body is stiff, his lips white; and they say so, in Norwegian...

But one of the other crewmen notices a quiver in his eyelid, then quickly covers Rafe with his on wool peacoat and presses back an eyelid to see his pupils. Rafe's white lips move. The crewmen realize he's trying to say something.

And Rafe does utter something, barely audible; something the Norwegian crewmen don't understand.

RAFE

Evelyn...

IN THE PRESENT Rafe struggles to bury that memory so far that he'll never feel it again.

EXT. NURSES' QUARTERS - NIGHT

Danny escorts Evelyn back to her quarters.

DANNY

Don't worry. I'll find him.

He hugs her; their embrace earnest yet tingled with guilt, and Danny leave quickly. Betty steps out of the nurses' quarters and hands Evelyn a telegram.

BETTY

This came while you were gone.

Evelyn knows it's the telegram from Rafe, to tell her he's alive. Without opening it, she begins to cry, and hurries away from the barracks so the other nurses won't see.

EXT. HICKAM FIELD - NIGHT

Danny crosses the tarmac toward the clustered P-40's. He spots what he's looking for. Sitting in the cockpit of one of the P-40's is Rafe. Rafe won't look at him. Danny climbs up on the wing, and sits down there.

DANNY

You'd always go sit in a plane whenever you were upset.

RAFE

Upset? Why should I be upset?

DANNY

Let's go get a drink. Unless you're scared to talk about it.

CLOSE - A Mai-Tai volcano clunks onto a table.

INT. FUNKY OAHU BAR - DAY

DANNY

Drink up. Then we'll talk.

Rafe takes the challenge, and takes a long pull on one of the straws. Red, Anthony, Billy, and several others enter the bar.

ANTHONY

Rafe?!

They rush the table...

INT. FUNKY OAHU BAR - LATER

They're all drinking, and the whole bar is rocking. Rafe uses glasses to show his buddies tactics.

RAFE

They'll go under you because their planes are faster, then they run so you can't catch 'em. But then they'll come around and take you from behind -- like some Americans will.

The last words bring the group to silence. The other guys drift away, to give them room.

RAFE

Sorry.

DANNY

Why be sorry? That's what you feel, it's better to come out with it.

RAFE

I didn't mean it.

DANNY

Sure you did. So come on. Say what you think.

RAFE

Waitress! Four beers!

DANNY

You don't wanna put beer over mai-tai.

RAFE

If you can't keep up, don't drink yours.

The waitress delivers four bottles to the table. Rafe takes a slow sip, then stares at Danny.

RAFE

We gotta face some facts here.

DANNY

What facts are those?

RAFE

I understand how it could happen. I know why any guy would love her. And I can't blame you that it happened. You thought I was dead, she was grieving, you were trying to help her.

DANNY

I was grieving too.

RAFE

Yeah, right. Anyway, you didn't know.

DANNY

So what are you saying?

RAFE

I'm saying now you do know. So it's time for you to fuck off.

DANNY

You left her. How's that for a fact?

RAFE

How's this for a fact? I loved her first.

Danny takes a long pull of beer, and Rafe does the same.

DANNY

You know, you're a lousy drinker. Drinking's supposed to make men feel bigger. It only makes you stupid. And weak.

Rafe nods thoughtfully, and sets down his beer.

RAFE

How's this?

BAM! He knocks Danny out of the chair, flat on his ass. Danny backhands the blood from the corner of his mouth.

DANNY

You want it, you got it.

He kicks Rafe in the back of the knee, then mule kicks him in the chest as he goes down, and the fight is on.

The bar's bouncer, a big Samoan, moves over to break them up -- but Anthony steps in his way.

ANTHONY

Let 'em fight, they need it.

The bouncer tosses Anthony aside, but before he can move in to interrupt the fight, Red breaks a lava volcano of Mai-Tai over the bouncer's skull. The bartender picks up the phone to call the M.P.'s.

Rafe and Danny are exchanging punches in the middle of the room. Sailors sitting at the bar have swung around on their stools to watch the action. The other pilots are wincing with the punches their friends exchange, and bobbing and weaving as if in the fight themselves. A SAILOR tapes Billy.

SAILOR

Is this a private fight or can anybody jump in?

Billy hits him. The whole bar erupts.

Rafe and Danny are really having at it, fueled by so much emotion that nothing hurts. They're on the floor now, trying to rip each other apart. They struggle to their feet and Rafe manages to knee Danny in the balls. Danny doubles over in pain.

RAFE

That hurt? I didn't think you had any balls.

Without looking up, Danny lunges at Rafe, tackling him around the waist, driving him at the wall.

But they don't hit the wall; they tumble through the back window of the bar -- not covered in glass, but fronds and wood -- and out into the back alley.

They're lying there in the debris when they see the M.P. jeeps coming. They drag each other to their feet, and run away.

EXT. PACIFIC OCEAN - NIGHT

The Japanese task force rumbles through the night, the bows of the great ships blasting through the crashing waves.

INT. AIRCRAFT CARRIER AKAGI - NIGHT

Yamamoto's flagship. The clock reaches midnight, and a sailor tears off it's calender. It's December 7, 1941.

YAMAMOTO

The submarines will be reaching the harbor soon. I hope they don't set off the alarm too soon.

EXT. PACIFIC OCEAN - NEAR PEARL HARBOR - NIGHT

An American destroyer, the SELFRIDGE, leads a squadron of destroyers on patrol, near the entrance of Pearl Harbor.

LOOKOUTS on the bridge think they spot something.

INT. CONTROL ROOM - DESTROYER SELFRIDGE - NIGHT

The WATCH OFFICER listens to a report on his headset and turns to the CAPTAIN.

WATCH OFFICER

Captain, lookouts report a sighting, two points off the starboard beam.

The sonar operator looks up and nods.

SELFRIDGE CAPTAIN

How big?

SONAR OPERATOR

...I've lost it.

SELFRIDGE CAPTAIN

Probably a blackfish. I've seen them look like subs.

EXT. PACIFIC OCEAN - NEAR PEARL HARBOR - NIGHT

Another destroyer, the RALPH TALBOT, cruises behind the Selfridge. On it's bridge, the DUTY OFFICER speaks to the CAPTAIN.

DUTY OFFICER

Sir, Selfridge reports a contact, then lost it. Now our sonar reports the contact.

The Captain looks toward the Selfridge, then trains his binoculars on the water where the Duty Officer points. He sees something dark and black slipping along beneath the surface. He gets onto his intercom.

CAPTAIN OF THE RALPH TALBOT

Radio room! Raise the Selfridge. Tell the Squadron Commander we have spotted a sub and request permission to depth charge.

He looks again at the black shape, passing a few hundred yards from them.

CAPTAIN OF THE RALPH TALBOT

We're five miles from Pearl Harbor and it's moving in from the open sea. Prepare to move to attack speed.

The INTERCOM comes alive.

INTERCOM

Sir, the Squadron Commander on Selfridge

denies permission.

CAPTAIN OF THE RALPH TALBOT

What?

INTERCOM

Denies, Sir. He says it's a blackfish.

The Captain chokes back his frustration and shuts down the intercom -- but then he says to the Duty Officer, as they watch the shape disappear toward Pearl Harbor...

CAPTAIN OF THE RALPH TALBOT

If it's a blackfish, it has a motorboat up it's ass!

EXT. OAHU - ROAD - NIGHT

Danny has pulled his Buick convertible off the road; Rafe is bent over, his head out of frame; he's throwing up. Danny's banged up from the fight and still drunk himself; he waits beside Rafe, who chokes out between heaves --

RAFE

How come you're not pukin'?

DANNY

I guess I'm used to it. I've felt like throwing up every minute since you got back.

Rafe straightens up, but the waves of sickness come back over him and he bends over again. Danny looks at his friend, and the pain is written on Danny's face.

DANNY

Don't blame her, Rafe. It's not like you're thinking.

RAFE

(between heaves)

Fuck you.

DANNY

She loves you. I know that. And part of what she loves in me is how much of you she sees in me.

Rafe doesn't seem to be listening; but Danny knows he is.

DANNY

We were both torn up. I started dropping by to see her, because we understood what each other felt. We'd have coffee and try not to talk about you, but we always would.

Rafe stands to face Danny; this is hard for Danny to say.

DANNY

She said I was so much like you. I said, No, I'm not. I'm like I am because of you, but I'm not you, not as good as you. Everybody else saw me as a loser with a big chip on his shoulder. But you saw the better part of me, the part of me that could be like you, and changed me. You made me who I am.

RAFE

How sweet. Is that when you put the move on her?

Danny slams his fist into Rafe's sick gut. Rafe doubles over again, coughing, nothing left in his belly to come up.

Rafe stand slowly, nodding as if he knows the punch was what he deserved. Danny's about to apologize when once more Rafe knees him in the balls.

Danny folds up, drops to his knees, and starts to retch.

RAFE

That's better.

Rafe crawls into the back seat of the car and passes out, Danny still collapsed at the side of the road.

EXT. PACIFIC - NIGHT

The Japanese task force storms on.

INT. JAPANESE AIRCRAFT CARRIERS - NIGHT

IN THE PREP DECKS, the planes are being armed with bombs and torpedoes.

IN THE PILOTS' QUARTERS, the pilots individually sit before personal shrines, saying private prayers, writing letters.

EXT. JAPANESE CARRIERS - FLIGHT DECKS - NIGHT

The planes are brought up on the elevators; deck crewmen start rolling them into position.

EXT. UNDER THE SURFACE OF THE PACIFIC - NIGHT

A Japanese submarine with a midget sub attached to its hull runs silently toward Pearl Harbor.

EXT. OCEAN SURFACE - NIGHT

The periscope of the submarine breaks the surface.

INT. JAPANESE SUB - NIGHT

The sub commander looks through the periscope and sees the lights of Oahu far in the distance.

SUB COMMANDER

Prepare to launch midget sub.

INT. BUNK AREA OF SUB, BETWEEN TORPEDOES - NIGHT

The sailor who will drive the midget sub completes his ceremonial sponge bath, and places a handwritten letter on his personal shrine.

SAILOR'S VOICE (LETTER)

My revered father, I go now to fulfill my mission and my destiny.

INT. THE LAUNCH OF THE MIDGET SUB - NIGHT

We see the sub surface, and the sailor exit the main hatch of the big sub, then force himself through the tiny hatch of the midget sub.

SAILOR'S VOICE (LETTER)

I hope it is a destiny that will bring honor to our family, and if it requires my life I will sacrifice it gladly, if you can think of me and my hope to be a good servant of our nation, and a worthy son. With love and devotion, Kazuyoshi.

EXT. FLIGHT DECK, JAPANESE CARRIER - NIGHT

A single scout plane launches into the air.

INT. SCOUT PLANE - NIGHT

The plane climbs to a high altitude, toward the dawn and Pearl Harbor.

EXT. PACIFIC OCEAN - NIGHT

The Japanese carriers turn into the wind and raise combat pennants. A color guard raises the Japanese flag as the deck crew stand at attention, seeing the rising-sun flag snap potently in the wind.

EXT. JAPANESE AIRCRAFT CARRIERS - NIGHT

The first wave of Japanese planes begins to launch. It is a stirring sight for the Japanese; the pilots waiting in their cockpits, the officers watching from the bridge, the seamen on the flight deck.

The first plane taxis along the flight deck and lifts into the sky. The seamen cheer and wave their caps.

EXT. PACIFIC OCEAN - NEAR PEARL HARBOR - NIGHT

The American destroyer WARD cuts through the water, moving back into port after a night patrol. It's CAPTAIN is on the bridge, and its lookouts are still scanning the waters.

LOOKOUT

Captain, do you see that, in our wake?

The Captain raises his binoculars and looks out behind the ship. He sees something small and black there.

CAPTAIN OF THE WARD

That's a conning tower.

OFFICER

Could it be one of ours?

CAPTAIN OF THE WARD

He's trying to follow us through the sub nets, into the harbor. Sink the son of a bitch.

EXT. DECK OF THE DESTROYER WARD - NIGHT

The deck gun barks, aimed toward the conning tower of the Japanese sub in the distance. The first shot sails directly over the tower, missing.

INT. THE SUB'S CONTROL ROOM - NIGHT

The Japanese sub commander sees, through his periscope, the flame erupt on the Ward's deck; he's being fired upon. He snaps orders --

JAPANESE SUB CAPTAIN

Dive! Dive!

EXT. THE DECK OF THE WARD - NIGHT

The gunners snap in another shell and fire again. It's a direct hit, the sub is ripped apart, it rolls over.

INT. WARD'S BRIDGE - NIGHT

The Captain watches the sub sinking and snaps an order.

CAPTAIN OF THE WARD

Fleet command, from destroyer Ward. Have fired upon and sunk enemy submarine seeking to enter Pearl Harbor.

EXT. ESTABLISHING - RADAR STATION - PEARL HARBOR - DAWN

INT. RADAR STATION - PEARL HARBOR - DAWN

There are two guys left in the room, yawning over their new radar equipment. The Officer, ELLIS, checks his watch; it's a few minutes after seven a.m.

ELLIS

Time to shut her down. That was a good first session. You'll get the hang of this new radar soon.

PRIVATE

Thank you, Sir. Hey...what's this?

His screen shows a huge cloud of blips, heading toward them.

ELLIS

I've never seen anything like that before.

He gets on the telephone.

INT. ARMY HEADQUARTERS - DAWN

The phone rings and an officer answers.

OFFICER

Watch command... Coming from which direction?... Hold on.

He covers the phone and tells his commander --

OFFICER

Radar station has picked up a cloud of blips, coming in from the northeast.

He switches on the radio, and tunes it to KGMB; hearing the Hawaiian music reassures him something...

COMMANDER

KGMB is on early. That means we've got a flight of B-17's coming in from the mainland, they use the radio music for a homing beacon.

INT. RADAR STATION - PEARL HARBOR - DAWN

Dismayed, Ellis listens to the response from the headquarters.

ELLIS

All right, Sir.
(he hangs up)
They say don't worry about it.

He and the private look again at the cloud of blips -- growing ever larger, and moving in fast.

EXT. THE SKIES ABOVE THE PACIFIC - DAY

The Japanese formations are streaking through the sky.

INT. THE COCKPITS - DAY

The Japanese bombers, with three-man crews, are listening to the Hawaiian music of the radio station, using it for their homing beacon. They look out and see the sunrise -- it's beautiful, and resembles the Japanese flag.

EXT. SKIES ABOVE PEARL HARBOR - DAWN

The Japanese scout plane is high in the air. Its radios --

SCOUT PLANE PILOT

Harbor quiet. Ships in place. Carriers gone.

INT. BRIDGE OF YAMAMOTO'S CARRIER - DAY

Yamamoto is handed this message.

YAMAMOTO

We have achieved surprise, but their carriers are not in port. I don't like this.

GENDA

We have a fighter screen up, in case we are attacked, Admiral.

YAMAMOTO

We must go ahead. This is our moment.

INT. ADMIRAL KIMMEL'S HOME - DAY

The Admiral, dressed in his golf clothes, is leaving his home when a naval LIEUTENANT appears at his door.

LIEUTENANT

Admiral, one of our destroyers reports sinking a sub on its way into Pearl.

ADMIRAL KIMMEL

Relay that to Washington...and cancel my golf game.

INT. ADMIRAL KIMMEL'S OFFICE - OAHU - DAY

Kimmel enters his office, and is handed the latest dispatches.

ADMIRAL KIMMEL

Any response from Washington?

KIMMEL'S AIDE

Nothing, Sir.

EXT. WESTERN UNION OFFICE - PEARL HARBOR - DAY

A telegram, addressed to Admiral Kimmel, lands in the regular, not urgent, dispatch box. The messenger handles it promptly, hopping on his motorbike to deliver it.

EXT. SKIES ABOVE THE PACIFIC - DAY

The Japanese planes increase throttle and nose down, diving toward the surface, hurtling into attack mode.

EXT. PEARL HARBOR - DAY

The harbor lies quiet. It's a sleepy Sunday morning. Children are playing, officers are stepping from their houses in their shorts to get the morning paper...

EXT. MOUNTAINSIDE - OAHU - DAY

Hawaiian Boy Scouts are hiking on a side of one of the mountains overlooking Pearl.

Suddenly booming over the mountain, barely ten feet above the summit, comes a stream of planes.

The boys are awed. What is this?

EXT. PEARL HARBOR - DAY

QUICK INTERCUTS - Between the approach of the Japanese planes, and sleepy Pearl Harbor...

-- The planes, in formation, their propellers spinning, their engines throbbing...

-- Pearl Harbor, with the ships silent, their engines cold, their anchors steady on the harbor bottom.

-- The Japanese submarines heading in.

-- The American destroyers docking, instead of going out to search for them.

-- Another formation of Japanese bombers climbing high, into attack position.

-- The Japanese torpedo planes dropping down to the level of the ocean, their engines beginning to scream.

-- The American planes bunched on the airfields.

-- ON THE JAPANESE CARRIERS, Yamamoto and his staff huddle tensely, over their battle maps.

ON THE JAPANESE CARRIER DECKS, the second wave of planes is being brought up and loaded with munitions...the Japanese

flag snaps tautly in the wind...

ON THE GOLD COURSE NEAR PEARL HARBOR, American officers are laughing on the putting green near the club house, where the American flag droops from the flag pole, limply at peace.

-- The Japanese planes roaring down just over the wave tops of Pearl Harbor itself.

-- Children playing in the early morning sun, looking up as they see the planes flash by. The children look -- they've never seen this many, flying this low...but they are not alarmed, only curious.

The images come faster and faster, the collision of Japan's determination and American's innocence...

EXT. DECK OF OKLAHOMA - DAY

Two sailors are standing on the deck, sharing a smoke, looking out over the quiet harbor. One of them sees the first few planes streaking in.

SAILOR 1

Look at that.

SAILOR 2

It's the Army again, practicing on us.

Something drops from the lead plane and splashes easily into the water; the plane banks away.

SAILOR 2

Practice torpedoes.

A white streak runs through the water at them.

SAILOR 2

Now listen, you'll hear a little thud when it hits the side of the ship.

They watch it rush at them...then, a MASSIVE EXPLOSION! It throws up a fifty foot wall of water, hurling the sailors and everything else on the deck into the sea.

EXT. THE ATTACK ON PEARL HARBOR - DAY

-- The first wave of planes drop more torpedoes; they plunge BENEATH THE SURFACE, their wooden fins working perfectly, the torpedoes speeding to their targets...

We see their AWESOME BLASTS against the anchored ships as the torpedoes hit home.

-- The Japanese LOW ALTITUDE BOMBERS come in; some drop their bombs directly into the ships; some skip their bombs across the water, the bombs glancing off the surface and

then slamming the sides of battleships with tremendous explosions.

-- INSIDE THE SHIPS, sleeping sailors are thrown from their bunks; those already awakened run for their battle stations, and try to make it up to the deck; but there's no escape there, as...

-- Zero fighter planes strafe the ships, raking the decks and killing sailors with MACHINE GUN FIRE.

EXT. ON THE AMERICAN SHIPS - DAY

Fire and smoke are turning everything into chaos. some sailors rush to man the guns, they find the ammo boxes locked.

Under the bombing and strafing, they find a wrench and start pounding on the lock, trying to break open the ammo box. Then they break open the lock -- and find the ammo box empty.

SAILOR

Shit! I'll get some ammo!

He runs for the ladders, and is shot down before he gets there.

EXT. SKIES OVER PEARL HARBOR - DAY

The dive bombers scream in.

EXT. DECK OF THE WEST VIRGINIA - DAY

Bombs are hitting the deck. Sailors are blown into the air and out into the oily water. Nearby ships are catching fire; the flames spread out onto the oily water itself.

INT. BELOW DECKS OF THE WEST VIRGINIA - DAY

Dorie Miller, the boxing champion/kitchen helper, is working picking up the breakfast trays when he feels the ship shudder. The intercom comes alive --

INTERCOM

Battle stations! Battle stations! This is not a drill!

Men run to the ladders, and the shaking of the ship from a bomb blast tosses them off; Dorie's at the foot of the ladder when men fall back on top of him.

EXT. BRIDGE OF WEST VIRGINIA - DAY

The Captain of the ship has reached the command bridge, where most of his staff is lying wounded from a bomb blast.

CAPTAIN OF THE WEST VIRGINIA

Stay calm! Find your positions. Medics,
get the wounded to sick bay! Load and --

MORE TORPEDOES and BOMBS blast into the ship. A big chunk of shrapnel tears into the Captain and rips his stomach open. The medics he was just directing to other men now run to him, as the men they were going to help have been blown apart.

EXT. DECK OF THE WEST VIRGINIA - DAY

Sailors run up from below and are gunned down and blasted down before they can reach their weapons.

Dorie Miller emerges from below decks and sees the carnage, the confusion. A bloody OFFICER grabs him.

BLOODY OFFICER

Boy! We need stretcher bearers on the
bridge!

Dorie runs into the fire and smoke, toward the bridge.

EXT. BRIDGE OF THE WEST VIRGINIA - DAY

Dorie arrives to see the medics crouched over the disemboweled Captain, who is still giving orders.

CAPTAIN OF THE WEST VIRGINIA

Radio for air cover. Organize the other
medics. Initiate fire control.

Dorie helps the medic lift the Captain to take him below.

INT. BELOW DECKS OF THE WEST VIRGINIA - DAY

Dorie carries the Captain down the ladder by himself, using one arm to climb and one to hold the Captain like a child's teddy bear. When they reach the bottom the pain has grown too much for the Captain; he know's he's dying.

CAPTAIN OF THE WEST VIRGINIA

Put me down here.

Dorie puts him down; the medic jumps down the ladder and reaches the Captain, who tells him --

CAPTAIN OF THE WEST VIRGINIA

Find my executive officer and tell him
he's in command. Tell him to fire the
boilers and...

He trembles in death throes...

CAPTAIN OF THE WEST VIRGINIA

Make sure the gunners have enough
ammuni --

He's dead. The Medic runs toward the ladder, reaches the hatch, and is blasted back to the bottom by an explosion overhead.

Dorie runs for the ladder, and climbs out into hell.

EXT. DECK OF THE WEST VIRGINIA - DAY

Dorie emerges into even greater carnage and confusion. A sailor, his body on fire, runs past and leaps into the oily water -- but it is in flames too.

Then Dorie sees it: an unmanned anti-aircraft gun. He runs to it, through the strafing.

The gun already has a belt of ammo in it -- apparently loaded by the gunner who lies beside it with his chest shot open. Dorie swings the business end of the gun toward the Zeros coming in out of the smoke, and he begins to fire.

The Zeros keep coming and he keeps firing; nothing on earth will knock him from that gun.

INT. NURSES' BARRACKS - DAY

Evelyn is up, dressed; her roommates are just stirring.

EXT. NURSES' QUARTERS - OAHU - DAY

Evelyn has stepped to the door when she hears a distant rumble and looks across the harbor to see smoke rising, ships taking hits.

EVELYN

Oh my God... EVERYBODY TO THE HOSPITAL!

As she runs, Japanese planes are coming toward the base.

EXT. THE MESS HALL AT HICKAM FIELD - DAY

The men were sitting down to breakfast, but the machine gun bullets tearing up the outer walls have them clogging the doors, and it's so clogged they can't all get out.

A steel bomb crashes through the roof and slams through the room, taking out tables and chairs before bouncing off the wall and coming to a stop.

TWO SOLDIERS, trapped within the mess hall, see it stop without detonating. They are bug-eyed, hearts stopped.

MESS HALL SOLDIER

Dud.

The bomb detonated, blowing everything to bloody dust.

INT. HOSPITAL - DAY

Evelyn reaches the hospital first and runs to the cabinet, withdrawing supplies.

Barbara and Sandra appear at the far door, both terrified.

EVELYN

Get everything out! Bandages, sutures --
oh God, the men in traction... Come with
me!

She races into the hallway, the other two following.

INT. HOSPITAL - TRACTION WARD - DAY

Four men from a jeep accident are lying in traction, their
casted limbs roped in the air. Evelyn runs in, grabbing a
razor blade from the medical cabinet -- and telling Barbara
and Sandra.

EVELYN

Cut them down, and take cover!! Hurry!

Bombs are falling outside, on the airfield this wing of the
hospital faces. Evelyn slices the traction ropes of a man
with both legs broken; ignoring his groans, she rolls him out
of the bed and covers him with the mattress. The other
nurses follow her lead. The bombs are coming toward the
hospital ward; Evelyn finishes with the fourth man and covers
him and herself with the mattress, just as a bomb craters
outside the window.

The nurses and patients look up after the explosions have
passed; there's a chunk of smoking shrapnel lying on the
springs of the bunk where the last man had been lying.

EXT. HICKAM FIELD - DAY

The Japanese low-altitude bombers, with Zero escorts, zoom in
over the field, blasting the clusters of American warplanes,
whole squadrons taken out with one bomb.

The mechanics and pilots, caught in the open, run from the
strafing. The Zeros rake them down with machine gun fire.
It's carnage.

EXT. PHOTOGRAPHER'S HOUSE - DAY

Sammy, the amateur photographer, is leaving his house for a
morning of working his "Pictures of Paradise" business, when
he sees the Japanese formations rumbling toward Pearl. He
races back inside.

INT. PHOTOGRAPHER'S HOUSE - DAY

He fishes into his drawer for a film camera, and digs out
cans of film, struggling to load it as he runs back out.

INT. HICKAM FIELD - BARRACKS - DAY

The pilots of Danny's squadron have returned from their night of drinking and brawling and are crashed on their bunks. Red stirs and staggers toward the head; he bumps into the wall, backs up like a wind-up toy and lurches blindly forward again, into --

INT. BARRACKS - THE HEAD - DAY

Red sleepwalks to the urinals and unleashes a marathon piss stream, still in his sleep. A rumble penetrates his brain, and his eyes come open a fraction. Through the window slits above the urinals, he can see a cloud of Japanese planes rushing past.

He squeezes his eyes shut, and looks again; the planes start bombing the distant hangers.

Red pisses along the wall as he races to the barracks, trying to get his pecker back into his drawers. He shouts to the sleeping guys --

RED

Th-th-th-th-th-

He slaps his face with both hands, and stomps his feet...

RED

Th-th-th-th-Dammit! Th-th-th-

He still can't get it out, can't wake them; bursting with frustration, he suddenly blasts out singing --

RED

(singing)

The Jaaaps!! The Jaaaps!!

He's belting it like a baritone in a bizarre opera. His friends stir; what the hell? Red points outside and tries to talk, but now he can't mutter a syllable. The guys hear the explosions, and realize...

EXT. HICKAM FIELD - BARRACKS - DAY

The pilots stagger out, half drunk, half dressed. Seeing what's happening, they race toward the flight line, where the clustered American planes are blowing up in groups, and the pilots are knocked to the ground.

BILLY

Goddamn Japs!

Billy jumps to his feet and starts to run toward a cluster of fighters that hasn't gone up yet.

ANTHONY

Billy!

Anthony tries to grab him and drag him back to earth but he misses; Billy gets a few steps before the fire from a strafing Zero catches up to him; his friends watch in horror as Billy gets shorter as he runs; the Zero's machine gun fire is sawing his legs off from the feet up.

Billy falls, legless but still alive; then a bomb falls almost on top of him, sending body parts over the pilots.

Their innocence, like America's, is gone in that moment.

EXT. ROAD TO MAIN AIRFIELD - DAY

Danny and Rafe are in Danny's Buick, hung over and asleep, Danny in front, Rafe in back, and they're a miserable sight -- their shirts ripped, blood dried in a leak trail from one side of Rafe's nose and the corner of Danny's mouth.

The rumble of planes moving overhead makes them stir; the rumble grows huge, as the shadows of a massive formation makes the sunlight flicker. Danny and Rafe squint up, their heads pounding, and realize what they're seeing. Suddenly their headaches are gone, and Danny's gunning the Buick down the road, toward the base.

EXT. AIR BASE - DAY

Danny blasts through the main gate; the guards are too busy taking cover and haven't even closed the barrier.

He races to the tarmac, where some of the planes are still undamaged. Rafe is out the door before the car stops rolling, and Danny's right behind him.

They're running toward a cluster of fighters, when it goes up with a bomb blast. Rafe and Danny dive at each other; their first instinct is to cover their best friend with their own bodies.

They look at each other on the ground. They see machine gun bullets thudding into the planes on the flight line, and ripping along the walls of the buildings. It's as if the whole Japanese airforce is attacking this one base, and not leaving a single plane airworthy.

RAFE

Get me into a plane!

DANNY

Come on!

Danny sprints; Rafe follows. Danny reaches a phone booth, and digs a dime from his pants.

RAFE

You're making a phone call?!

Danny dials, as waves of bullets sweep the area, and more planes blow up on the flight line. Rafe thinks he's lost his mind.

DANNY

(into phone)

This is Walker! We're under attack! Get those planes fueled and armed RIGHT NOW!

He runs back toward the car; Rafe, in the nonsense of battle, reaches in to hang up the receiver, before Danny grabs him and leads him on a sprint to the car, as the phone booth shatters behind them from the strafing.

On the way to the car they dive back to the ground to avoid strafing -- and see their friends lying nearby, in shock.

ANTHONY

They got Billy.

DANNY

Come with us!

He and Rafe jump up and run again. Anthony, Red, and several other pilots reach the Buick and dive in. Danny drives away, through the strafing.

RAFE

Where are we going?

DANNY

Auxiliary field at Haleiwa, ten miles north of here.

RAFE

What's there?

DANNY

Six P-40's.

As the Zero pilots see the Buick moving, they go after it. Danny drives like a madman through the strafing, zigzagging and gunning the Buick's V-8.

EXT. THE OKLAHOMA - STILL AT ANCHOR - DAY

The number of attacking planes seems endless -- and their strategy flawless. Torpedoes hitting one ship lifts its hull with a blast, enabling the next wave of torpedoes to rush under and hit the next ship anchored behind. The American battleships are bobbing like see-saws.

The OKLAHOMA takes an entire barrage of torpedoes, blowing thirty foot holes along it's hull; the ship immediately

begins to list.

INT. THE OKLAHOMA - DAY

Doors are wedged shut by the deformation of the structure; vertical ladders are becoming horizontal, and water is pouring in. Men fight their way up against the water.

INT. INNER COMPARTMENT OF THE OKLAHOMA - DAY

Water is up to the trapped sailor's waists when they grab a wrench and start taking turns pounding S.O.S. in Morse code on the bulkhead.

EXT. DECK OF OKLAHOMA - DAY

As the listing grows more severe, sailors start jumping from the deck into the water. Still the Marines on deck are firing back at the planes; some Marines are even using handguns. But courage does not save them...

THE OKLAHOMA ROLLS OVER

The men still on its deck try to run, but it's not just the fires and the water they can't escape; the gun turrets' 1400 pound shells break loose with the capsizing of the ship and tumble through everything like massive wrecking balls.

The sailors and marines, thrown into the water, struggle to get away from the suction as the giant battleship turns turtle.

BELOW THE WATER men are sucked down with amazing force, every hair on their heads streaming behind them as they're snatched to the depths.

INSIDE THE OKLAHOMA, everyone and everything is spilling upside down. The ship's generators sputter out and the lights go out. The flashlights of the few sailors who can find them cut raggedly through the darkness, and water spills in. There is no escape.

BELOW THE WATER, the Oklahoma's superstructure hits bottom; some men are crushed there. For others it's salvation, as the BACKWASH blows them toward the surface.

ON THE SURFACE the men are launched almost completely out of the water, before splashing back into the water and burning oil. A few feet of the steel hull and a portion of the propeller protrude above the surface, but most of the Oklahoma is under water.

Men in the water swim toward a medical launch carrying wounded away from the wreckage. A bomb hits the launch and blows body parts everywhere.

INT. OKLAHOMA - REAR COMPARTMENT

In one compartment there are a dozen trapped men. They've survived the roll-over, and are in a chaotic world where the floor is now the ceiling. The water is up their waists. Some of the SAILORS are panicking.

One sailor has a flashlight and switches it on, flashing the light from face to face.

SAILOR WITH THE FLASHLIGHT

Don't panic! Don't panic!

PANICKED SAILOR

The water's rising! It's coming up,
we're all gonna drown!

SAILOR WITH THE FLASHLIGHT

The air pressure will equalize it!

But the water keeps rising, along with their fears. Several of the sailors are still screaming...

The water's already to their bellies. One of them grabs a wrench and starts slamming Morse code against the bulkhead.

One sailor in the middle of the room is particularly panicked, not just yelling but crying and whimpering --

TERRIFIED SAILOR

Get me out! Get me out!

SAILOR WITH THE FLASHLIGHT

Stop it! Come on! Save your air!

TERRIFIED SAILOR

MY FOOT'S CAUGHT!

He's at the lower end of the compartment, where the water is deeper -- the ship's nose is lower than her stern. The water's up to the guy's neck.

The man with the flashlight dives down, and finds the guys foot wedged together in the pipes of the ships ceiling -- now their floor.

He pops up again. The water's up to the trapped guy's mouth; he's already gagging.

SAILOR WITH THE FLASHLIGHT

Is there a hacksaw in that locker?!

They open it; tools spill out -- among them is a hacksaw. They hand it to him; the sailor dives down and cuts off the guy's foot.

The trapped man is underwater, muffling his scream. He comes free, and surfaces gasping. His severed foot floats to the

surface and then the horror really hits them. The sailor with the flashlight pops up, in the blossoming of blood. He and another sailor tie a tourniquet around the stump, to stop the bleeding.

The drama of this has caused the other trapped men to stop their signaling. Now they start banging, twice as loudly as before.

EXT. HALEIWA - AUXILIARY AIRFIELD - DAY

Haleiwa is a tiny airfield, tucked among the green volcanic hills; its barely paved, and it's only permanent building is a quonset hut. A mechanic named EARL, is out with the P-40's; and these are spread out, not bunched.

EARL AND THE P-40'S

The planes here have received loving care from Earl -- which means lots of cursing; as he's wrestling to load an ammo belt, he yells.

EARL

Sum-bitch!

The Buick, bullet holes punched through the truck, slides to a stop near the planes, and the pilots jump out.

DANNY

They ready, Earl?

EARL

They'll all fly, but -- oh, shit...

What stops him is the cloud of Zeros and dive bombers, shrieking in.

DANNY

Cover!

The guys scatter. There are sandbags around the hut, and they run there, diving into it's shelter just before the first strafing pass, when a Zero strafes one of the P-40's and a dive bomber blasts another. Earl stands up in shock and fury.

EARL

You absolute mother-fuckin' son of a bitch! You shot one of my planes!

Danny pulls him down, as the Zeros roar overhead.

DANNY

This ain't a little feud, Earl, it's World War Two!

RAFE

They're coming around for another pass.
You got extra weapons and ammo?

EARL

Cock-suckin' right I do!! In the gun
lockers!

DANNY

You guys get those! Earl, Rafe, come
with me!

Danny, Rafe and Earl run to the planes that got hit and strip
out the 20mm cannons and ammo.

INT. QUONSET HUT - DAY

The other pilots run in, throw open the gun locker, and start
grabbing weapons -- aircraft machine guns, ammo belts, one
even grabs a rifle.

SANDBAGS BY THE SHED

The two groups run back and start to set up.

RAFE

Danny, over there! We're in a canyon,
they'll come straight down it, we'll get
'em in a crossfire.

Danny, Rafe and Earl run to a gully opposite the shed and set
up there, as the other pilots brace the machine guns against
the sandbags.

The Japanese planes attacks again. This time the lead plane
hits a wall of steel fired from the combined guns; the
bullets chew into the bomb it carries and the plane EXPLODES.
The airborne debris makes the following planes shear off.

Red's standing, firing; he yells at the Zeros --

RED

D-don't like it when we fight back, do
ya!

Red runs out with his machine gun and keeps firing even when
the planes have passed, trying to shoot them right up the
ass.

DANNY

Earl! You said the planes were ready
but -- but what?

EARL

Of the four left, only one is full of
fuel.

RAFE

Will the others get into the air?

Earl shoots a look to Rafe, then turns to Danny.

EARL

Danny, I don't like this fuckin' guy.

DANNY

Anthony, Red, stay with the guns! Coma, you cover the cannons! Joe, Theo, come with us! Earl, you get on the radio! We're gonna fight these fuckers.

Two of the pilots, Joe and Theo, run to Danny.

JOE

How do we do it?

DANNY

Your call, Rafe.

RAFE

Get rolling as fast as you can. Stay low! We'll use the topography to separate them and then we can take 'em one on one.

They race toward the planes, and the Japanese attack again. Seeing the pilots running for the P-40's, the Zeros aim for them; Rafe and Danny race for the most distant of the planes; Joe and Theo run for the closer planes, through the dusty bullet hits.

Theo makes his plane and is just strapping himself in when bullets stitch his fuselage, wounding him. He still forces the plane forward. He taxis twenty feet and his cockpit gets chopped up and the plane arches into a right turn and putters to a stop, Theo dead at the controls.

Joe doesn't bother to strap in; he hits the throttle hard and heads down the runway...

The Zeros are on him as he gets ten feet of air at 120 M.P.H. The Zero's bullets eat his canopy and plane skin; the plane breaks apart in mid air, spilling in gouts of flame as it smashes down on the tarmac.

Rafe and Danny have reaches the more distant P-40's and are revving their engines as they see Joe and Theo's fate. They throw on their radio headsets.

Their way seems blocked: they've got no runway behind them, the wreckage of four P-40's scattered ahead of them, and the Zeros screaming over the low hills to attack them. Now Rafe and Danny talk through the radio.

DANNY

It's tight.

RAFE

Tighter 'n a bulls ass in fly season.
Don't hit the barn.

They gun their engines and roll through the grass on either side of the runway, dodging the burning planes; they lift off, clearing the quonset hut by a couple of inches. They blow right through the strafing fire, and into the sky.

Eight Zeros are all over them.

Earl is in the hut, on the radio and watching through binoculars.

EARL

I see six...seven...eight of the cocksuckers! Don't let 'em hurt my planes.

Danny's swiveling in his seat, looking left, right, back.

DANNY

They're all over us!

RAFE

Bet they don't dust crops in Japan.

Danny understands immediately, following Rafe's tactic as he breaks into a sharp turn and uses the hut, palm trees, and low hills to shake the Japs. They fly like crop dusters, skimming down a foot from the ground, then bobbing up, banking left and right. The Zeros have divided into two groups to chase them, their wings clipping tree tops as they try to follow the Americans.

It feels like a 200 M.P.H. car chase, 20 feet off the ground, Rafe and Danny skimming and bobbing over the terrain, but there are too many Japanese.

RAFE

Danny! Let's play some chicken!

Danny banks in one direction, Rafe in another...

EXT. OVER THE LANDING STRIP - DAY

The two P-40's are screaming, rushing at each other like they did at the training base back in the states, flying right into each other's propellers; the Japanese heading after them realize they're rushing headlong at the other group...

EARL

Oh shit, oh shit...

He can't even watch.

At the last instant Rafe and Danny snap a quarter spin so the planes flash by belly to belly.

Two of the Zeros collide in mid-air, exploding, as the other Zeros scatter.

EXT. SKIES ABOVE PEARL HARBOR - DAY

Danny and Rafe rejoin each other in the open sky; they've lost the Zeros. The P-40's are flying smoothly, side by side. The two pilots look across at each other, going into battle together. They speak through their radios.

RAFE

You hear my okay?

DANNY

Yeah. So you can call me if you need help.

RAFE

I got a half a tank. You?

DANNY

Little less.

He fires a short burst to see if his guns work; they do. Rafe does the same. Up ahead they see a formation of Japanese planes, headed toward Pearl.

RAFE

They're in strafing formation, we'll blow right through their line.

They look across at each other.

RAFE

Land of the free.

DANNY

Home of the brave.

Side by side the P-40's scream in.

EXT. ABOVE OAHU - THE DOGFIGHT - DAY

The Japanese planes are in tight, disciplined formation, their minds on the targets below them in the harbor. But their day of shooting sitting ducks changes as the two P-40's blast in, wing guns blazing, chopping into Two Zeros. Both Zeros falter and begin to lose altitude. The P-40's make almost impossible tight turns, still side-by-side, and go after the two plane they crippled on the first pass.

Rafe finishes one Zero, making it explode in a ball of flame in the air. Danny finishes the other, shooting off its wing

so that it spirals into the sea and crashes there.

The P-40's swoop up again.

RAFE

They're trying to hold formation. We can
chew 'em up!

The P-40's dig in again, swooping down on the line of Zeros. Rafe hits first, machine gunning one plane, and Danny comes in behind it, finishing it off.

The Japanese pilots are screaming at each other over their radios, but their SQUADRON COMMANDER sees Pearl Harbor ahead, and tells them --

JAPANESE SQUADRON COMMANDER

Hold the line!

The P-40's come through again, their guns spitting fire.

EXT. ANOTHER JAPANESE FORMATION OF BOMBERS - DAY

These planes are different -- high altitude bombers with three-man crews, high above the harbor. The bombardier looks through his sight and the bomb bays open.

THROUGH THE BOMBARDIER'S SIGHT, the ships look like tops, far below. The bombardier is ticking off the targets as they pass, the first two he mentions already burning.

JAPANESE BOMBARDIER

West Virginia... Oklahoma... Ah, Arizona.

He flips his bomb switch, and a HUGE STEEL BOMB falls away.

EXT. THE FLIGHT OF THE BOMB - DAY

We stay with the bomb as it falls through the sky. The small propeller on the bomb's nose spins in the air, running the arming mechanism into the bomb's explosive core. The bomb wobbles a bit at first, but then as it gathers speed its fins stabilize it, and it falls faster and faster, at a dizzying rate, toward the Arizona.

It slams through the teak wood deck, and breaks it like matchsticks.

It's tremendous weight and speed carry it through the next deck, and the next, deep into the heart of the ship...toward the powder room, where two million pounds of black powder are waiting.

The bomb hits there, and the explosion is almost beyond comprehension. Over 1400 men die instantly.

EXT. PEARL HARBOR - DAY

The battleship Arizona leaps into the air, the ship's spine is broken, it's guts ripped open in one explosive instant. Men on the deck are thrown into the burning oil already floating on the water from the other ruptured ships, but there are almost no survivors.

The concussion of the explosion blows men off the repair ship Vestal, next to the Arizona, saving Vestal, as the explosion snuffs out the fires on Vestal; it also sends tons of debris down on her decks -- parts of the ship, legs, arms and heads of men, all sorts of bodies.

Debris from the Arizona also cover the Tennessee and does more damage than the two Japanese bombs that hit her.

INT. HOSPITAL - HALLWAY - DAY

Medics have already started bringing in the wounded. Evelyn is like a frantic traffic cop.

EVELYN

Put criticals in ward one, stables in two! Barbara! Fill every syringe you can find with stimulant and antibiotic --

MEDIC

Where are the doctors?

EVELYN

On the third tee.

SANDRA

Evelyn! Where's the morphine?

THE FRONT WARD

Evelyn runs in, snaps open the cabinet, grabs a bag of morphine sticks, and is about to run out again when she sees the Arizona go up.

For a moment she's frozen, then she actually sees the shock wave traveling across the bay and through the trees like an invisible wall. She's trying to cross her arms over her face, and dive to the floor, just as the windows blow out from the concussion, and glass flies over everything.

INT. JAPANESE BOMBER - DAY

They see the results of their bomb, and are ecstatic.

EXT. AIR ABOVE OAHU - DAY

The nose of Danny's plane is pointed right at the harbor and he sees the sudden devastation of the Arizona. It is a sight so awesome it freezes him for a moment.

A Zero comes up behind him, firing. Danny jerks his stick to maneuver but he's caught...

Rafe comes in behind the Zero, chopping it up, even as he yells at Danny over the radio --

RAFE

Ain't no time for spectatin'!

They turn back after the line of Zeros. There are some Japanese planes coming after them now, but the P-40's head at their noses, firing, then duck past in a double maneuver, and turn right back into the Japanese formation.

Rafe has a plane in his sights, but his guns fire only a short burst before stopping.

RAFE

I'm out of ammo!

DANNY

I'm out of fuel!

They head back. A single Zero is on their way. Rafe charges it and draws its fire; Danny comes in behind the Zero and rakes its cockpit; the Japanese pilot backs off.

The P-40's dive back toward Haleiwa.

A handful of Zeros returning from Pearl see them and follow.

EXT. PACIFIC - JAPANESE CARRIERS - DAY

The second wave of planes takes off from the carriers.

INT. FLIGHT CONTROL CENTER - CARRIER AKAGI - DAY

Genda reports to Yamamoto.

GENDA

Second attack wave is in the air.

INT. RADIO STATION KGBM - DAY

The DISC JOCKEY, handed a message by the army officer, stops playing the soothing Hawaiian music and announces...

DISC JOCKEY

All Army, Navy, and Marine personnel to report to duty.

INT. GENERAL SHORT'S OFFICE - DAY

General SHORT is in his office; he and his aides are working frantically.

GENERAL SHORT

Mobilize everything! We're at war! Send a message to Washington: Hostilities with Japan commenced with an air raid on Pearl Harbor.

INT. WHITE HOUSE - OVAL ROOM - DAY

President Roosevelt is having lunch in the Oval Room study with Harry Hopkins. The phone RINGS and Hopkins answers.

HOPKINS

Oval Room... Yes, he is.
(to Roosevelt)
It's Knox, Mr. President.

ROOSEVELT

(taking phone)
Yes?

He listens, then puts the receiver down, shaken.

ROOSEVELT

The Japanese have attacked Pearl Harbor.

HOPKINS

My God. Do we have damage estimates?

ROOSEVELT

Our Pacific Fleet, at anchor, unprepared?
It's terrible. It has to be. And it's not over.

EXT. HALEIWA - AUXILIARY AIRFIELD - DAY

The two P-40's drop out of the sky and bounce to a landing; Anthony and Red have been pushing the wreckage off the field with the Buick. Danny and Rafe pull the P-40's behind the burning quonset hut, and it's like a pit stop at a race track; Earl rushes up and starts fueling the planes, their engines still running.

DANNY

We need ammo too!

Earl shouts instructions to the pilots.

EARL

Strip it from the wrecks!

The other pilots race to the wrecked P-40's and start pulling out ammo belts. Earl glares at the smoking engine of Danny's plane, and the bullet holes.

EARL

Who the fuck taught you to fly?

DANNY

He did.

Earl looks at Rafe's plane, more shot-up and abused than Danny's. Rafe grins and waves to him. Earl mumbles a stream of guttural and unintelligible obscenities.

The Zeros that followed them sweep down, strafing. One mechanic, running across the field with a belt of ammo, goes down. Coma, running behind him, picks up the fallen man's ammo and his own, bringing both to the planes behind the hut. He, Red, and Anthony reload the machine guns in Rafe and Danny's planes.

Rafe and Danny gun their engines and head back into the air, the grounded pilots firing a covering barrage and Earl even coming up with a 12-gauge shotgun to fire at the Zeros as they rush past.

EXT. SKIES OVER PACIFIC - DAY

The Second Wave of Japanese planes is in tight formation.

INT. LEAD PLANE OF SECOND WAVE - DAY

Lt. Commander SHIMAZAKI, leader of the second attack wave, says calmly into his radio...

SHIMAZAKI

Second wave, deploy over the military bases. High level bombers to the air stations, dive bombers attack ships in harbor. Fighters strafe and cover.

He leads the second wave in on their attack run...

EXT. NAVAL AIR STATION - DAY

The navy's planes, bunched up on the naval airfield, are destroyed without ever getting into the air.

EXT. PEARL HARBOR - DAY

The harbor is already a mass of destruction and panic; screaming everywhere, men trying to fight fires, move the wounded; the second wave of planes hits, and tremendous explosions now rock the secondary ships like the destroyer SHAW, blasting it apart.

But the Japanese pilots are now having trouble with the thick black smoke coming out of the damaged ships, and off the oil fires along the water. One torpedo plane, its pilot flying blind, clips the superstructure of a battleship and spins to a crash.

Still, even IN THE CHAOS ON THE SHIPS, the sailors struggle to survive, inventively. Men trapped on one burning ship use the severed barrel of a five-inch naval gun as a bridge to

cross to the less damaged ship anchored beside them.

Others jump into the water and swim through the burning oil, towing buddies too wounded to swim themselves.

EXT. PEARL HARBOR - DAY

Below decks, sailors have organized a line and are passing ammunition from the ammo lockers, hand to hand up to the guns on deck. Blasts from bombs hit them and ignite the ammo they're holding, setting off a chain reaction of explosions.

On the deck, the sailors are out of ammo. An OFFICER grabs a **SEVENTEEN YEAR OLD SAILOR**.

OFFICER

Grab a dinghy and get ammo from the base ammo storeroom.

The young sailor jumps to a dinghy and launches it through the oily waters and thick black smoke.

EXT. PEARL HARBOR - DAY

The sailors in the boat get strafed, the rounds cutting between them and blasting their boat in two. They jump into the oily water and swim toward shore.

Other sailors are in the water with them, struggling, swallowing the vile black liquid as they battle to swim. Errant bombs and shrapnel hit beside them, killing some; other lose strength and slide beneath the surface.

The sailors from the ammo boat make it ashore; it's hot there too, with bullets and bombs all around. One sailor has to stop and puke from the oil; his buddy grabs him and they run for cover; they find it in the dugout of the baseball diamond.

EXT. NAVAL STATION - DAY

A MARINE GUNNERY SERGEANT leads men in a race through strafing fire to the bases ammo storeroom.

INT. AMMO STOREROOM - DAY

The SUPPLY SERGEANT is at his post.

GUNNERY SERGEANT

We need weapons and ammo!

SUPPLY SERGEANT

You need authorization.

GUNNERY SERGEANT

The fuck I do!

He pushes the man out of the way and starts grabbing weapons.

EXT. NAVAL STATION - DAY

The gunnery sergeant and his marines run with a water-cooled machine gun, across the open ground, under fire.

BARRACKS

The Marines set up in the windows of their already-strafed barracks, and start firing there, as the Zeros scream past.

EXT. NAVAL STATION - DAY

Trucks are moving dependents -- women and children -- from the dependents' housing area. The Japanese strafe the trucks, dependents diving for cover.

NAVAL STATION

A fire engine from the Honolulu Fire Department races up to the sight of buildings burning from the air attack. As the firemen jump out, a Zero strafes them, gunning down the firemen.

As the strafing Zero starts to bank away, two P-40's come in behind it, both of them gunning away. The Zero comes apart under the barrage, and crashes in a ball of flame.

It's Rafe and Danny, back in the air.

INT. MILITARY BASE HOSPITAL - DAY

The once-pristine hospital with its glowing white beds is now a bloody chaos. Every bed is already full; there are burned and broken people on the floor -- soldiers, sailors, civilians, firemen, all mixed in together. People are dying everywhere, and screaming in pain, or moaning and begging for help. At first we don't see Evelyn, and wonder if she survived the glass; then we see her, flecks of her own blood dotting her face and arms. The blood of soldiers on her surgical apron. A steel calm has replaced her earlier frenzy, even as the other nurses are breaking down.

SANDRA

I can't tell who's gotten morphine and who hasn't!

EVELYN

Take a grease pencil and mark an M on the forehead of everyone you stick.

A young doctor is trying to give an intravenous injection to a man who's badly charred; the doctor's hands are shaking.

EVELYN

Don't look for a vein, just poke.

SANDRA

My pen's dry!

EVELYN

Use lipstick. Use ammo belts for tourniquets, use your own nylons if you have to! Barbara! Grab anything that will hold a pint of blood and sterilize it.

The doctors are amputating limbs right there in the hallway.
A SENIOR DOCTOR calls --

SENIOR DOCTOR

Evelyn! You have to do the triage!
They're bringing them in with trucks!

Evelyn moves to the door. Trucks are pulling up, loaded with the wounded, young terrified soldiers bringing them inside; Evelyn does quick triage as they pass.

EVELYN

Critical -- front ward!... Give him morphine, he can't wait...

The next body through is a pilot, wings on his uniform, his chest riddled with bullets -- and his face shot off. For a moment Evelyn falters, then she forces herself to check the dog tags...

It isn't Rafe or Danny. Evelyn sags in guilty relief.

EVELYN

Take him outside and cover him; he's dead.

She steadies herself as the next body comes through, a woman on a stretcher, her stomach shot open, pale hands clutching at the open wound. Evelyn feels for a pulse.

EVELYN

She's gone too, take her --

It's Betty.

And though the bombs are blasting and guns booming everywhere, the world goes silent for Evelyn.

One of the sailors outside the door is pointing to the harbor, the Nevada has begun to move.

EXT. PEARL HARBOR - DAY

The battleship NEVADA is underway, plowing through the harbor, as the water erupts with bombs.

INT. THE NEVADA'S BRIDGE - DAY

The Captain is struggling to save his ship.

CAPTAIN OF THE NEVADA

We can save her if we make the open sea!

EXT. PEARL HARBOR - POV THE ATTACKING PLANES - DAY

The lead pilot in the next squad of Japanese planes spots the moving battleship, and leads his squadron on it.

They come whipping in over the waves, dropping torpedoes and bombs.

INT. THE NEVADA'S BRIDGE - DAY

The Nevada's Captain feels the ship shudder as it takes hits amidships.

CAPTAIN OF THE NEVADA

We're not gonna make it -- and if we go down here we block the channel... Beach her, there!

His officers relay the order to the helm, and the ship's rudder turns as more blasts rip her hull.

EXT. PEARL HARBOR - DAY

The Nevada swings off its course and runs aground.

INT. THE NEVADA'S DYNAMO ROOM - DAY

The impact jolts the boilers, already bursting with the steam pressure; gouts of steam from rupturing pipes scalds and blinds the engine room crew.

EXT. THE NEVADA - DAY

The Nevada, run aground at the shoreline, is now like a beast cut from the herd; the predators swarm after it with torpedoes and bombs.

One torpedo, missing the Nevada, skims right up the beach itself and blasts a house on the shore to fragments.

Bombs detonate along the Nevada, engulfing the entire upper deck in flames, ravaging the sailors.

EXT. HOSPITAL - DAY

The Nevada is grounded near the hospital; from the doorway Evelyn can see the whole ship on fire, burning sailors leaping off the decks. Her hearing, her presence of mind, returns; she lets Betty go, and grabs an ORDERLY.

EVELYN

Go to the base hardware store and get some of those canister spray things they use for killing bugs.

ORDERLY

Insecticide?...

EVELYN

No, just the sprayers. We'll fill them with tannic acid, it'll sterilize them and cool the burns! GO!

The orderly races away. They can still hear the bombs falling outside.

A sailor staggers toward the hospital from the Nevada. He is completely gray. Everyone stares at him, and then realizes he is nude, burned gray, his skin ash.

Evelyn rushes to help him, shouting back over her shoulder to the other nurses --

EVELYN

We're gonna need every bed. If they can breathe, make 'em get up and move someplace else!

EXT. JAPANESE CARRIER - FLIGHT DECK - DAY

The first wave of planes lands on the carrier. The flight leader rushes to the bridge.

INT. JAPANESE CARRIER - BRIDGE - DAY

Yamamoto's advisors are exultant.

GENDA

We have achieved complete surprise! The first wave is returning, the second is attacking now, and we have lost only a few planes. We can launch a third wave, Admiral.

YAMAMOTO

The second wave has not returned. And we have no idea where their carriers are. What is the damage report?

COMMUNICATIONS OFFICER

We have Commander Fuchida on the radio now, Admiral.

Yamamoto nods and Fuchida's voice comes over the intercom.

FUCHIDA'S VOICE

I am over the harbor now...

EXT. SKIES ABOVE PEARL HARBOR - DAY

Fuchida is in a scout plane, high over Pearl. His vision is hampered by the thick black smoke, but he can tell there has been awesome devastation. He uses a diagram of the ships at anchor to note the damage to each ship.

FUCHIDA

(into radio)

We have a tremendous victory. Many ships damaged, some totally destroyed. But the Second Wave's attack is being hindered by the smoke.

INT. WAR ROOM OF THE AKAGI - DAY

YAMAMOTO

The more we attack, the harder it is to find targets. And we no longer have surprise.

GENDA

If we launch the third wave and annihilate their fuel depots, we destroy their ability to operate in the Pacific for at least a year!

YAMAMOTO

And if we fail, and lose our carriers, we destroy our ability to fight them at all.

(beat)

As soon as the second wave returns, we will withdraw.

EXT. JAPANESE CARRIER AKAGI - DAY

The last planes touch down, and the lead carrier and the other ships in the Japanese assault fleet turn back toward home.

EXT. PEARL HARBOR - AFTERMATH - DAY

The harbor is a place of shattered bodies and shattered ships. Blood, body parts, debris everywhere, and all of it made more hellish by the oil fires on the water and the choking black smoke those fires produce.

Every survivor has become an emergency fireman, stretcher bearer, medic, iron worker. They fish men from the water, extract them from the tangled wreckage of the ships. Everyone is screaming and yelling -- the wounded for help, the helpers for more help.

Local firemen and civilians battle heroically too; the water mains are ruptured, so they put pump water from the base swimming pool toward the burning ships.

The PHOTOGRAPHER records this with his black-and-white film camera. He is shaken, and yet he understands the magnitude of what he is recording -- the loss of America's innocence.

EXT. ARMY BASE - AFTERMATH - DAY

In one place, outside a barracks, soldiers hit by the bombs are just becoming conscious. One of them comes to.

CONSCIOUS SOLDIER

Sarge?! Where are you, Sarge?

He's crawling around toward the bushes; his legs are shattered, but he's spotted a body. He reaches it, turns it over -- and it's headless.

He turns away in horror...and finds himself staring at the severed head.

The medics appear.

MEDIC

We've got two more over here!

EXT. GENERAL SHORT'S OFFICE - DAY

The Western Union messenger, Tadao Fuchikami, delivers the telegram from Washington.

INT. GENERAL SHORT'S OFFICE - DAY

Short and his staff are assessing damage.

SHORT

I want lookouts and sentries everywhere, with orders to shoot first and ask questions later.

COLONEL

You think an invasion possible, General?

SHORT

After this morning, we better not consider anything impossible.

An aide hands Short the telegram. He reads it --

SHORT

From Washington. "Intelligence reports an ultimatum from Japan to be given precisely at one p.m. Washington time. Just what significance the hour set may have we do not know, but be on alert accordingly."

The irony is bitter in his throat.

EXT. JAPANESE EMBASSY - OAHU - DAY

The Honolulu police roar up to the embassy in squad cars, and burst through the doors.

INT. JAPANESE EMBASSY - OAHU - DAY

The police storm through the embassy and find the Japanese there burning documents.

EXT. PEARL HARBOR - AFTERMATH - DAY

Divers are going down, trying to save the trapped men. But the tangle of the Arizona is horrific. One diver gets trapped, and another tries to extricate him, and the steel shifts and falls on them both.

ON THE DECK OF BOMB-SHATTERED BATTLESHIP, a naval CAPTAIN oversees rescue efforts. The 17-year-old sailor he sent off for ammo now approaches him, with great concern.

SEVENTEEN-YEAR-OLD SAILOR

Sir, I...I lost the dinghy.

The captain looks out over the wreckage, great battleships devastated in every direction.

CAPTAIN

Well, son, we won't worry about the dinghy today.

EXT. HOSPITAL - PEARL HARBOR - NIGHT

Danny and Rafe arrive at the hospital. Their fears of what they might find aren't helped when they see the stairs into the hospital covered in blood.

INT. HOSPITAL - PEARL HARBOR - NIGHT

Rafe and Danny enter. It's a scene from hell. Doctors are doing amputations in the hallway. The once-pristine hospital is now all red, with blood dripping through the mattresses, onto the floor...

In the main ward, Evelyn and the other nurses are using the fly sprayers to spritz cooling antiseptic on the charred bodies. Evelyn looks up and sees both Rafe and Danny. Her eyes register relief, but they are the only part of her that can show emotion now; the rest of her is covered in blood. Rafe and Danny move to her.

RAFE

How can we help?

INT. HOSPITAL - PEARL HARBOR - NIGHT

Rafe and Danny sit quietly as Evelyn adjusts the tubes conducting blood from their arms into sterilized Coke bottles for transfusion.

RAFE

What else can we do?

EVELYN

There's nothing you can do here, they'll die or they won't, we just --

She stops, afraid if she says more, she'll lose grip on her emotions. She can see the wreckage out in the harbor.

EVELYN

There was a sailor, a black man on the West Virginia, named Dorie Miller. I'd like to know if he's alive.

She goes back to her work.

EXT. PEARL HARBOR - DAY

Rafe and Danny hop from the ambulance in which they've hitched a ride to the harbor. They see the awful devastation.

EXT. PEARL HARBOR - NIGHT

Rafe and Danny reach the West Virginia's pier, but in the darkness, they can't find anything. They stop a **NAVAL OFFICER**.

DANNY

Where is the West Virginia?

OFFICER

There.

He points; the battleship has sunk, its superstructure barely showing above the water.

It looks hopeless to find a single sailor here; but then they see a powerful black sailor, pulling to the dock with a dinghy full of dead men retrieved from the water. As workers unload the bodies, the black sailor sits down, exhausted physically and emotionally, his head in his hands. Rafe and Danny approach him.

DANNY

We're looking for Dorie Miller.

DORIE

That's me, Sir.

RAFE

A friend of ours wanted to be sure you're

alive. Evelyn. A nurse.

DORIE

How is she?

DANNY

Like we all are.

Miller nods, and looks out over the harbor, a hellish place where black smoke still hangs over everything, the shattered remains of men and ships still in the harbor. It's total devastation. And yet something about that scene stirs something else in Dorie Miller.

DORIE

There's something out there I need to get. Will you help me?

EXT. PEARL HARBOR - AFTERMATH - NIGHT

Dorie pilots the dinghy through the floating debris. Rafe and Danny sit with him. He stops over a dangerous pile of superstructure wreckage.

DORIE

The Arizona. Hold the dinghy steady, so it doesn't bust open.

Rafe and Danny brace the dinghy so it doesn't move; but they still don't see what Dorie is after as he fishes down in the water, for something barely at the surface; he works for a moment, then pulls it up.

It's the oil-soaked flag of the Arizona.

EXT. HULL OF OKLAHOMA - NIGHT

Men are working through the night to save the sailors trapped in the hull.

INT. OKLAHOMA - THE TRAPPED SAILORS

are in total darkness. From it we hear GASPING, then --

SAILOR

What's that?

The light comes on and sweeps around the faces. The water is up to their chests, but it's stopped rising.

SAILOR FLASHLIGHT

Just hand on. They'll find us.

SAILOR

How do you know?

SAILOR FLASHLIGHT

Because we would find them.

He switches the light off again.

EXT. HULL OF OKLAHOMA - NIGHT

The welders are cutting away, the torches sending showers of sparks everywhere.

INT. OKLAHOMA - THE TRAPPED SAILORS

They are gasping, running out of air.

SAILOR FLASHLIGHT

Breathe easy. Stay calm.

SAILOR

You hear something?

Something stirs in the ship; a noise...from where? Then a point of light; sparks fly into the room; somebody's cutting through the wall. And the sparks illuminate faces suddenly filled with hope.

But as the cut enlarges, the trapped air, compressed by the water, starts rushing out -- and the water starts rising again. The trapped sailors hope turns to terror.

SAILOR

It's letting out air, and letting in water!

The steel circle pops out, and they knock the welders down in their hurry to escape.

Some of the sailors who were trapped are naked. They fight their way toward the escape hole cut into the hull, assisted by rescue workers.

EXT. HULL OF OKLAHOMA - NIGHT

The trapped sailors emerge, and they can barely take in the devastation. Destroyed ships everywhere, the smoking wreckage... The rescued sailors gaze around them in shock. They are shivering, and other sailors put blankets around them.

EXT. WHITE HOUSE - DAY

The entire Washington press corps is waiting, with fresh bulbs in the flash attachments of cameras that are already as big as a shoe box. The President is wheeled out of the White House, and not a single photographer takes a picture...not yet.

Aides help Roosevelt from the chair, and the press people all see the President struggle on legs that have no strength, to

the podium. His aides lock the steel clasps at the knees of his braces into place, and the President stands at the microphone. And suddenly, from the front, Roosevelt looks powerful, even majestic.

Now all the bulbs pop and flash. He looks into the cameras.

ROOSEVELT

Yesterday, December 7, 1941 -- a date which will live in infamy -- the United States of American was suddenly and deliberately attacked by naval and air forces of the Empire of Japan.

OVER THIS, we see the bombing, the aftermath, the bodies being fished from the oil-soaked harbor.

ROOSEVELT

The distance of Hawaii from Japan makes it obvious that the attacks was planned many days or even weeks ago. During the intervening time the Japanese Government has deliberately sought to deceive the United States by false statements and expressions of hope for continued peace.

EXT. PACIFIC OCEAN - DAY

The Japanese fleet steams back toward Japan. The young officers are exultant...but Yamamoto is pensive.

ROOSEVELT

...I regret to tell you that many American lives have been lost.

EXT. PEARL HARBOR - DAY

We see rows of bodies outside the hospital where Evelyn works.

The mess hall has been converted to a silent morgue, with bodies on every table.

ROOSEVELT

Yesterday the Japanese Government also launched an attack against Malaya. Last night Japanese forces attacked Hong Kong... Guam...

OVER THIS, EXT. ISLANDS - NIGHT

We see Japanese planes bombing islands, and soldiers attacking amphibious landings.

ROOSEVELT

...the Philippine Islands... Wake Island... And this morning the Japanese

attacked Midway Island.

EXT. WHITE HOUSE - DAY

ROOSEVELT

The facts speak for themselves. With confidence in our armed forces -- with the unbounding determination of our people -- we will gain the inevitable triumph -- so help us God. I ask that the Congress declare that since the unprovoked and dastardly attack by Japan on Sunday, December 7, 1941, a state of war --

The words echoes out across America --

ROOSEVELT'S VOICE

War...war...war...

It rings through the radios of farm houses, to country boys gathered round; in the pool halls of big cities; in the fire houses and high schools...

THE LINES AT RECRUITING STATIONS all across America -- men line up faster than the recruiters can handle them.

INT. WHITE HOUSE - DAY

Roosevelt meets with his advisors.

ROOSEVELT

Gentlemen, the crisis we face is not the fact that our enemies believe they can defeat us -- it's the fact that our people believe it too. I want a plan -- a workable plan -- to hit the heart of Japan, to bomb them the way they have bombed us.

ADMIRAL

Mr. President, Pearl Harbor caught us because we didn't face facts. This isn't a time for ignoring them again. There are no planes in the entire American arsenal capable of covering the distance to Japan from any land base we control while carrying enough bombs to do any damage whatsoever.

GENERAL MARSHALL

He's right, Mr. President. The Army has long range bombers, but no place to launch them from. Midway's too far, China is overrun by Japanese forces, and Russia refuses to go to war with Japan and won't allow us to launch a raid from

there.

ADMIRAL

The navy's planes are small, carry light loads, and have short range. We would have to get them within a few hundred miles of Japan, and therefore risk our carriers. And if we lose our carriers, we have no shield against invasion.

ROOSEVELT

What if the Japanese did invade?

GENERAL MARSHALL

We've done studies. We're confident we would turn them back eventually...after they'd gotten as far as Chicago.

ADMIRAL

Mr. President...with all respect...what you are asking can't be done.

Roosevelt places his hands on the arms of his wheelchair, and struggles to lift himself. Aides jump to help him, but he waves them off. With inhuman physical effort, that has his neck veins bulging and sweat popping on his face, Roosevelt stands on his withered legs.

ROOSEVELT

Do not tell me...it can't be done.

EXT. PEARL HARBOR - HICKAM BASE - DAY

There is a mass memorial service going on, with caskets draped in flags.

There are also coffins covered in Japanese flags, their drowned fliers being treated now with respect.

Everyone is in their best uniforms. The pilots -- Rafe, Danny, and the other guys -- are looking at Billy's coffin; Evelyn, next to Danny, on his appropriate side is looking at one that belongs to Betty. So is Red; he's grieving.

MINISTER

...Where is God in this? Our enemies believe a divine wind protects them. We see our friends laid out before us, and find it hard to believe in anything at all.

Rafe and Evelyn exchange a glance, past Danny.

MINISTER

Though we cannot understand why our friends should die while we live, we can affirm our truest selves in our belief

that any God worth divinity would choose both justice and mercy, and would take these fallen brothers and sisters into eternal peace. Amen.

As the mourners disperse, Evelyn puts a lei on Betty's casket; Red does the same, then breaks down beside Danny. As Danny comforts him, Evelyn moves to Rafe.

EVELYN

Rafe --

RAFE

I need to tell you something. I didn't know what it was to lose somebody, to see death and find how much it scares you. That you haven't lived and loved enough. I didn't understand. Forgive me.

EVELYN

Rafe... No. You forgive me.

RAFE

Of course I forgive you. I know what you feel for Danny is real. And your choice is your choice.

EVELYN

That's what I have to tell you, Rafe. It wasn't a choice. It --

An Army Corps MAJOR steps up and interrupts.

MAJOR

Lieutenant Rafe McCawley?

RAFE

Yes, Major.

MAJOR

Lieutenant Daniel Walker here too?

Danny sees him and moves up.

DANNY

I'm Walker.

MAJOR

You're going Stateside. We fly out in half an hour.

He hands them both orders.

RAFE

What for, Sir?

MAJOR

Ask Colonel Doolittle. Those orders are from him.

EXT. HICKAM FIELD - DAY

The wrecked planes have been pushed off the runway and lie in piles. A transport plane is fueling, and Rafe and Danny wait in the shade of a shelter.

DANNY

I told her not to come.

The Major, watching the fueling, gets a wave from the ground crew and turns and motions to Rafe and Danny that they're ready. They pick up their duffel bags -- and then Evelyn comes around the corner of the shelter.

Rafe sees her first, but stops and looks away as Danny moves to her. For a moment he studies her eyes, and she does not look away.

DANNY

This hasn't been easy for any of us. I feel awful for how it's happened. But I've seen my first spring too. Thanks for knowing that's true.

He takes her into his arms, kisses her tenderly but briefly, a final time. Evelyn's eyes find Rafe, but he can't look at her until the embrace is over.

Rafe and Danny move to the plane and hurry up the steps. They turn before the door closes and wave to her.

Evelyn's still standing there as the plane lifts away.

INT. U.S. MILITARY INSTALLATION - NIGHT

The transport has landed and taxied right to the door of a low, dark bunker, mostly underground. The Major leads Rafe and Danny inside.

INT. BUNKER

Rafe and Danny follow the Major down a spartan corridor; the whole place reeks of secrecy.

INT. BUNKER - SECRECY ROOM - NIGHT

The Major opens the door for Rafe and Danny, then leaves, closing it behind him. Doolittle is alone at a desk. Rafe and Danny walk in and salute. Doolittle motions to the two chairs in front of the desk without looking up from the papers he's studying.

DOOLITTLE

I heard what you did.

RAFE

We can explain, Colonel.

DOOLITTLE

Explain what?

DANNY

Whatever is was you heard about us.

DOOLITTLE

You mean the hula shirts you were flying in?... Or the six planes you shot down? You're both being awarded the Silver Star, and promoted to captain.

RAFE

Is that the good new, Sir, or --

DOOLITTLE

You're just about the only pilots in the Army with actual combat experience, so you're volunteering for a mission I've been ordered to put together. Do you know what top secret is?

RAFE

Well sure, Colonel --

DOOLITTLE

Top secret means you help me pick the other pilots, train, and go -- without knowing where you're going until it's too late.

DANNY

You can count on us.

DOOLITTLE

There's only one other thing I can tell you.

Doolittle looks up from his paperwork for the first time. His eyes are fierce.

DOOLITTLE

You won't need any goddamn hula shirts.

EXT. ESTABLISHING EGLIN FIELD, FLORIDA - DAY

Eglin Field is on the gulf coast of Florida.

INT. BRIEFING ROOM - EGLIN FIELD - DAY

A room full of PILOTS are assembled, with and other CREWMEN. Danny and Rafe are there; Red and Anthony too.

VOICE

Attention!

Colonel Doolittle strides into the room as all the men snap to attention.

DOOLITTLE

Be seated. The mission you've volunteered for is dangerous. How dangerous? Look at the man beside you. It's a good bet that six weeks from now, either you or he will be dead.

Danny and Rafe whisper to each other --

DANNY

Sorry you're gonna die -- cause I'm gonna make it.

RAFE

What color flowers you want me to bring to your funeral?

DOOLITTLE

In flight school you qualified in single and in multi-engine planes. You'll be flying multi-engines here.

RAFE

(whispering)

Bombers.

DOOLITTLE

I want to introduce a couple of people. Doc White is a flight surgeon; he has volunteered for gunnery training so that he can go on the mission, because we can't spare the weight of an extra man.

DANNY

(whispering)

A long range bomber mission.

DOOLITTLE

...And Ross Greening, who will oversee your equipment. Any questions?

DANNY

Who'll be the first one in, Colonel? I'd like to volunt --

Rafe elbows his ribs so hard it takes his breath away.

DOOLITTLE

I thought I'd made it clear, I'm not just putting this mission together -- I'm leading it myself.

RAFE

I take it back, about the flowers. We're all gonna die.

EXT. EGLIN FIELD - RUNWAY - DAY

CLOSE - A B-25 bomber, from different angles.

The pilots look them over, liking what they see.

DOOLITTLE

This is what we'll fly -- the B-25. There's one thing you have to be aware of from the very beginning. You see that private?

They look down the runway a few hundred feet. A private waves, and starts painting a red line across the runway. Another private, close by, paints a green line.

DOOLITTLE

Green means go. Red means dead.

MONTAGE - THE TRAINING - EGLIN FIELD - DAY

The pilots practice takeoff's. Red is Rafe's copilot; Anthony is Danny's. Nobody can get airborne before the red line.

INT. EGLIN FIELD - LECTURE ROOM - DAY

Doolittle is instructing the men.

DOOLITTLE

You're having trouble getting airborne in the shorter space because you're not revving the engines enough. You've got to push them to the limit before you ever start to move.

Rafe is distracted; he's lost in thought, looking at Danny -- and looks away just before Danny realizes it.

MONTAGE CONTINUES - EXT. EGLIN FIELD RUNWAY - DAY

Pilots practice hard, revving the engines, taking off hard...all of them crossing the red line, takeoff after takeoff. Rafe pushes his engine hard and still crosses by twenty feet; Danny pushes even harder, and misses by ten feet.

Doolittle watches with Greening from the edge of the runway.

DOOLITTLE

We've got to get the weight down.

INT. HANGER - EGLIN FIELD - DAY

Greening has removed the intensely complex Norden sight from a bomber and put in on a table for Doolittle.

GREENING

Okay, forty pounds gone. And in it's place, this.

He shows Doolittle an aluminum strip on a swivel.

GREENING

Weight, 3 ounces. Cost, 20 cents.

DOOLITTLE

Does it work?

EXT. EGLIN FIELD - DAY

Doolittle pilots a B-25 at treetop level onto a practice bombing range. Greening uses the makeshift sight, and drops a 500-lb sack of flour, right in the middle of the bull's-eye target chalked on the ground.

EXT. FLORIDA COAST - DAY

The B-25's are practicing, flying at treetop level. Red is Rafe's copilot, Anthony is Danny's. Doolittle is flying the lead bomber.

DOOLITTLE

Right down to the treetops. Low as you can.

Rafe brings his plane down, smoothly. Then Danny's plane appears -- under him. Rafe jerks his nose up quickly. Rafe's angry; Danny's laughing -- but he scares the shit out of his crew.

EXT. EGLIN FIELD - NIGHT

Danny's outside, looking up at the moon. Rafe appears and moves up beside him.

DANNY

Fun today. Like old times.

RAFE

Danny, what the hell are you trying to do out there?

DANNY

What do you mean? I'm just doing what we've always done.

RAFE

No. You're trying to beat me.

DANNY

We've always tried to beat each other.

RAFE

Bullshit. We've played with each other, pushed each other. This is different. Like you want to prove that you're better than me. Who's that for -- Evelyn?

Danny's anger flares for a moment -- but Rafe's hit home.

DANNY

Maybe just trying to measure up.

RAFE

What's between you and her is between you and her. But here's what's between you and me. Everybody has a hero, Danny. And you're mine.

Danny's caught off-guard.

RAFE

When we were growing up, I had everything. You had nothing. You climbed out of a hole I couldn't even see the bottom of. I think maybe when I went off to England, I was trying to measure up to you. Measuring up's over. Let's just look out for each other. Okay?

They embrace, closer now than ever.

MONTAGE - INTERCUT

with the planes practicing their short takeoffs, we see Roosevelt in one of his fireside chats, his voice broadcast across America...

ROOSEVELT'S VOICE

Good evening, America...

Families all across America are gathered around radios, listening.

ROOSEVELT'S VOICE

I'm told that 80% of American families are listening to these fireside chats of ours, and I'm happy we can come together, as one great American family. I'd like each of you within the sound of my voice to find a map...

The FAMILIES do, gathering around encyclopedias, school books, any reference they have, spread on kitchen tables,

suburban living room rugs, or farmhouse hearths...

And the B-25's, all sixteen of them, begin a journey in formation, flying at treetop level across America: Mississippi delta land, Texas plains, Arizona mesas...

ROOSEVELT'S VOICE

Look at the Pacific Ocean. It covers half the surface of the earth. And look at the great Atlantic. The oceans both divide and connect us to our enemies, and either they will come to us, or we will go to them...

The formation of B-25's reaches San Francisco.

EXT. SAN FRANCISCO NAVAL AIR STATION - DAY

Doolittle leads the bombers to a landing. IN RAFE'S PLANE, everybody's wondering why they're here.

RED

N-naval station? What's g-going on?

RAFE

Wish I knew, Red.

EXT. SAN FRANCISCO AIR FIELD - DAY

The crews climb from their planes, and almost before they're out, teams of men use straps and cranes to hoist the bombers onto flatbed trucks. Doolittle walks up to Rafe and Danny, watching the baffling operation.

DOOLITTLE

Want to see where they're going?

EXT. SAN FRANCISCO HARBOR - EVENING

Cranes lift the planes from the trucks and hoist them onto the flight decks of the carrier USS HORNET. The pilots stand on the pier, watching.

ANTHONY

I guess that settles it. Somewhere in the Pacific.

RED

With a s-short r-runway.

They all gather around Doolittle as he moves up to them.

DOOLITTLE

You have rooms at the Biltmore. I suggest a nice meal and a good night's sleep. We leave tomorrow.

Doolittle walks to join a captain.

INT./ EXT. SAN FRANCISCO HOTEL - NIGHT

The pilots get off the bus and carry their duffels into the lobby.

ANTHONY

San Francisco, here we are!

DANNY

(grinning)

I don't reckon we can get hogbrains and grits, but I hear a man can eat good in this town.

RAFE

I'm gonna turn in. I hate being on the water. I think this is the last sleep I'll get for awhile.

INT. LOBBY - NIGHT

The other guys drop their duffels with the bell hops; Rafe moves to the reception desk.

RAFE

McCawley.

The manager hands him a key, and smiles curiously.

MANAGER

Have fun.

INT. HOTEL ROOM - NIGHT

Rafe enters his room and finds the light on...and Evelyn's there waiting.

RAFE

What?...

EVELYN

They were bringing back a ship full of wounded and needed extra nurses along. I wrote Colonel Doolittle, and told him I needed to see you before you go.

RAFE

It must of been a convincing letter.

EVELYN

It was. I couldn't have you go away, wherever it is...to war...without knowing something. You think I made a choice, of Danny over you. I didn't. I didn't have a choice. I'm pregnant.

The blood drains from Rafe's heart. Yet he finds the strength to move to her. She turns away, so she won't throw her arms around him.

RAFE

Does Danny know?

She shakes her head, refuses to cry.

EVELYN

I wasn't sure, until the day you turned up alive. I never had a chance to tell him. Now I can't have him thinking about this when he needs to be thinking about his mission, and how to come back from it.

She turns and faces him again.

EVELYN

I want you thinking about that too. Just come back.

(beat)

Rafe, I see it in your face. You're thinking you don't have anything to live for. Don't you dare think that way. I'll never write a letter, or look at a sunset, without thinking of you. I'll love you my whole life. And I want you to live.

She looks at him, her eyes bright with tears, but still she refuses to cry. They both know they can't touch, or they'll never let go. She walks past him, out of the room, closing the door softly behind her.

EXT. SAN FRANCISCO HARBOR - DAY

The USS HORNET clears the Golden Gate Bridge, with cruisers and destroyers rounding out its battle group.

Rafe and Danny stand on the flight deck, watching the city recede behind them.

Evelyn is on a hilltop watching them go. Danny can't see her, doesn't know she's there. Rafe can't see her either -- but he knows.

SHIP'S INTERCOM

Army pilots to the briefing room.

INT. THE CARRIER HORNET - BRIEFING ROOM - DAY

The pilots are gathered expectantly in the carrier's conference room. Doolittle strides in.

DOOLITTLE

Gentlemen, I can now tell you that the target of this mission is Tokyo.

The pilots love it. The ones who have not seen battle are grinning and vocal. Rafe, Danny, Anthony, and Red are quieter, savoring the prospect of revenge.

RED

And where's the secret base, Sir? The one we t-takeoff from.

DOOLITTLE

The navy will get us to within 400 miles of the Japanese coast. We'll launch off the carriers from there.

Suddenly the pilots don't like the sound of this.

ANTHONY

Sir, has this ever been done, launching an army bomber off a navy carrier?

DOOLITTLE

No. Any other questions?

RED

C-Colonel, we been p-practicing takeoff's, but I ain't sure we can land on these carriers d-decks.

DOOLITTLE

We won't have the fuel to get back to the carriers; they'll turn and run back to Hawaii the minute we're airborne.

RED

Then wh-where do we land?

DOOLITTLE

I have a phrase I want you all to memorize: "Lushu hoo megwa fugi." It means "I am an American." In Chinese.

Absolute silence among the pilots.

EXT. FLIGHT DECK OF THE HORNET - DAY

The sailors who man the flight deck look at each other with bafflement as the worried pilots pace from one end of the deck to the other. They're in a line like ducks, Rafe in the lead and the others following, counting steps, each man measuring the distance. Shaking their heads, worrying.

They stop at the end and look down at the sea far below them; it's dizzying. Anthony shoves Red for fun before grabbing his shoulder to stop him from falling.

RED

A-a-asshole!... Maybe it's 1-longer
going this way.

He starts pacing back the other way, as if the ship's longer
in that direction. The other pilots watch him for a moment,
then follow him, counting again.

Rafe and Danny are left standing alone at the end of the
flight deck. Far over the surging sea.

DANNY

It's shorter than our practice runway.

RAFE

They'll turn the ship into the wind
before we launch. That'll help.

DANNY

We'll be loaded with 2,000 pounds of
bombs and 1,500 pounds of fuel. I got
another Chinese phrase for Doolittle.
"Mug wump rickshaw mushu pork." It
means "Who the fuck thought up this
shit?"

Doolittle appears right beside them.

DOOLITTLE

He was a navy man.

Doolittle walks away.

RAFE

Maybe we'll be lucky with the weather.

SMASH TO:

EXT. PACIFIC - A FEROCIOUS STORM - NIGHT

The Hornet tosses, bashed by a vicious storm.

INT. CARRIER HORNET - BRIEFING ROOM - DAY

The ships is rolling; most of the fliers are green.
Doolittle stands at the podium.

DOOLITTLE

Since we'll be on our own once we're in
the air, I thought I had a good idea
letting each crew select it's own target.

He looks at a pile of paper slips in front of him.

DOOLITTLE

Now we have fifteen requests for the

Emperor's Palace...and one for Tokyo
baseball stadium.

RED

I d-don't think Japs ought'a be allowed
to p-play baseball.

DOOLITTLE

I'd like to bomb their Emperor too. But
I think that'd just piss 'em off. The
idea here, Gentlemen, is not revenge.
We're here to prove to them that they're
neither invincible nor superior. So
let's try this again. Military targets
only.

RED

Colonel, to f-fight you need strategy.
To have strategy, ya gotta practice. And
to practice it, ya gotta play --

DOOLITTLE

No baseball diamonds, Red.

RED

Y-Yes Sir.

EXT. PACIFIC - DAY

The storm is subsiding, but it's still raining. From the
bridge of the Hornet, they spot the ENTERPRISE.

ADMIRAL

The Enterprise will ride shotgun when we
launch the bombers. They wanted our
carriers at Pearl, and now we've come to
them. If the Japanese get us, they'll be
having dinner in San Francisco next
month.

EXT. FLIGHT DECK - THE HORNET - DAY

The preparations begin. Deck crews move the B-25's to the
rear of the flight deck. Fueling teams top off the bomber's
gas tanks. Ordnance men hoist four bombs into each aircraft,
and the army gunners load ammunition for the machine guns.
Greening checks the planes' mechanical and hydraulic systems.

And once again the pilots are out pacing the deck distance.
It's turned into a game for them, walking off nerves. As
Rafe and Danny pass.

RAFE

It's not getting any longer.

DANNY

Longer? It's getting shorter.

INT. HORNET - BRIEFING ROOM - DAY

Doolittle is laying out the plan for all the pilots.

DOOLITTLE

We'll take off late this afternoon. I'll hit Tokyo at dusk, and drop incendiary bombs. You'll come after me at night, guided by the fires. Then it's on to China, where you'll arrive at dawn, guided to their airfields by the homing beacons the Chinese are going to switch on for us. That's if everything is perfect -- like every other military mission I've ever been involved with.

Doolittle looks around the room. No one's smiling.

DOOLITTLE

Listen you guys. I'm the first plane -- then McCawley, Walker, the rest of you. I'll have the shortest run. If I don't make it, you don't go.

RAFE

Colonel...we're all going. Whether you make it or not.

DOOLITTLE

I know.

EXT. BRIDGE OF THE CRUISER NASHVILLE - DAY

The cruiser Nashville is at the perimeter of the task force. It's lookouts spot Japanese patrol boats ahead.

INT. BRIDGE OF THE ENTERPRISE - DAY

The message is handed to Admiral Halsey.

OFFICER

Sir, lookouts on the cruisers report patrol boats, ten miles away!

HALSEY

The Japs have set up a picket line! Order the cruisers to open fire! We've got to sink them before they get a message away.

EXT. PACIFIC - DAY

The cruiser NASHVILLE begins firing rounds at the Japanese patrol boat; round after round misses.

INT. HORNET'S RADIO ROOM - DAY

The operators hear the excited voices of Japanese radio traffic.

RADIO OPERATOR

They've reported our position! Tell the Admiral.

EXT. HORNET - DAY

Doolittle hurries up to the command bridge, with the naval officers sent by the Admiral to fetch him. Doolittle sees the cruisers next to the carrier firing its guns -- at Japanese boats in the distance.

INT. BRIDGE OF THE HORNET - DAY

Doolittle finds the Admiral gathered with his staff, their mood is grim.

DOOLITTLE

How far are we from Tokyo?

ADMIRAL

Seven hundred miles.

INT. PILOT'S WARD ROOMS - SERIES OF DISSOLVES

Rafe, Danny, and the other pilots are alone at their bunks, taking advantage of the lull before the mission.

Rafe has paper and pen to write a letter, but he can't think of anything to write.

Danny holds the "Picture of Paradise" that Sammy took, of Evelyn and the nurses in the sun. He tucks it inside his shirt, when he hears --

LOUDSPEAKER

Army pilots, man your planes!

EXT. FLIGHT DECK - THE HORNET - DAY

The pilots run onto deck. The cruiser next to the Hornet is still firing away at the Japanese patrol boat.

Doolittle runs onto deck, shouting orders.

DOOLITTLE

Load in every bit of extra gas you can carry! And strip everything you don't need out of the planes. I mean **EVERYTHING!**

EXT. HORNET - FLIGHT DECK - STRIPPING THE PLANES - DAY

It's starting to rain but the guys don't notice at all.

They're stripping seats out of the planes, tossing out their own gear.

Greening pulls the machine guns out of the rear of the planes and puts in broomsticks painted black.

Off in the distance the Japanese patrol boat takes a hit and explodes. Rafe and Danny meet between their bombers.

DANNY

Broomsticks instead of tail guns.

RAFE

We'll get separated over the target, but you and I will rendezvous for the run to China. I'm on your wing.

DANNY

And I'm on yours. Land of the free.

RAFE

Home of the Brave.

They climb into their bombers.

EXT. HORNET - FLIGHT DECK - DAY

The engines are revving. The tachs are showing redline. The crews are in their planes. Doolittle is first, just ahead of Rafe and Danny's B-25's.

The battle pennants whip, the props blur, the wheels strain against the brakes; from the cockpits the flight deck looks impossibly short...and the American flag cracks in the wind.

And now every pilot looks at Doolittle's plane...

Doolittle starts the run down the flight deck...faster...the end looming. He turns the plane almost vertical, standing it on its props...and lifts away smoothly.

The sailors on deck cheer, like the Japanese did before Pearl Harbor.

Rafe, Danny, and the others take off too.

EXT. SKIMMING OVER THE WAVES - DAY

The B-25's head toward Japan.

EXT. PACIFIC - THE AMERICAN TASK FORCE - DAY

Admiral Halsey, on the deck of the ENTERPRISE, watches as the last plane takes off. The planes recede in the distance, racing just a few feet over the water, toward Japan.

HALSEY

Of all the other things this mission is doing that have never been done before... I've never sent out planes that I wasn't going to see safely home. Let's get out of here.

The task force runs for home.

EXT. SKIMMING OVER THE WAVES - DAY

At first the planes are together; Rafe and Danny can see each other off each other's wing, and Doolittle's plane is ahead. The others are grouped after them. They maintain strict radio silence, and can communicate only with gestures, hand signals, or a flasher for Morse code. When Rafe speaks to the crew of his own plane, it's by pressing an intercom sender to his throat.

RAFE

What's our ETA for Tokyo?

The bombardier/navigator is already working out the numbers at his plotting table in the center of the plane.

NAVIGATOR

Almost exactly at 12 noon.

RED

High n-noon. I k-kinda like that.

Rafe looks over to Danny and gives him a thumbs up.

INT. DANNY'S PLANE - DAY

Danny calls back to his GUNNER, who is watching the fuel supply.

DANNY

We got a 25-mile-an-hour head wind. How we doing with fuel?

GUNNER

How do you think?

The gunner is already pouring gas into the tanks from the extra cans.

Anthony stands and moves back to the rear of the plane, pulls a piece of chalk from his pocket and writes on the nose of the bombs -- "For America," "For Pearl Harbor," "For the Arizona," "For Billy."

-- Rafe flies, lost in thought...

-- Evelyn is back at Pearl, struggling to keep her mind on her work.

-- Danny is looking at his gauges, then at the picture in his shirt.

EXT. TOKYO - VARIOUS SHOTS - DAY

It's a pleasant day, and the people of Tokyo are in a confident, happy mood. They're shopping, smiling, enjoying beautiful spring weather. The Emperor is on the garden of his palace having lunch.

EXT. SKIMMING OVER THE WAVES - DAY

The American planes are coming.

INT. DOOLITTLE'S PLANE - DAY

He and his navigator confer.

DOOLITTLE'S NAVIGATOR

Time for the others to break off.

His copilot uses the flashes to signal the other planes. They break off for their individual targets, every plane now on it's own.

INT. JAPANESE AIR DEFENSE STATION - DAY

This is the nerve center of Tokyo's defense. An OFFICER receives a message and reports to his supervisor.

JAPANESE DEFENSE OFFICER

Coastal stations report a low flying plane coming in off the sea.

SUPERVISOR

From the sea?... That couldn't be right, it must be part of the air raid practice this morning.

EXT. SKIMMING OVER THE WAVES - DAY

The planes reach the Japanese coastline, and start skimming over treetop level.

EXT. TOKYO - DAY

The office of an anti-aircraft battery blows its whistle; his crew mount their guns and swerves them around. The officer whistle's again and checks his watch.

ANTI-AIRCRAFT OFFICER

Not bad.

The crew dismount their guns; just a drill.

EXT. TOKYO - VARIOUS SHOTS - DAY

The Japanese people are unaware of the drill. People are browsing through open-air shops, where new radios are turned on, playing music. And Tokyo Rose is talking -- in English and Japanese.

TOKYO ROSE (ON THE RADIO)

It is another beautiful day in Tokyo, as all of Japan basks in a new day of victory.

INT. THE PLANES - DAY

Coma, Danny's navigator, picks this up.

COMA

Listen to this -- it's Tokyo Rose.

TOKYO ROSE (ON THE RADIO)

Our brave sailors and soldiers, inspired by our divine Emperor, have pushed the Americans from the Pacific.

These words go through the plane; and in the other planes they hear it too.

TOKYO ROSE (ON THE RADIO)

But hiding at home will not save them. Each time the Americans have tasted the samurai spirit, they have learned the bitter taste of defeat, while Japan is embraced by the divine wind that has protected our island for seven centuries.

EXT. TOKYO - DAY

The planes reach Tokyo, and flash across the rooftops.

INT. DANNY'S PLANE - DAY

ANTHONY

We'll give that bitch something to announce.

Danny and Rafe give each other a wave, and divert toward their separate targets. Each plane is on its own now.

EXT. TOKYO - DAY

Doolittle's plane flashes right over the Emperor's palace. The Emperor sits in the garden, meditating.

EXT. TOKYO - VARIOUS SHOTS - DAY

Mothers walking their children see the planes flash by overhead, and like the people at Pearl, they think they are friendlies. A toddler points up and smiles. His mother picks him up and hugs him happily.

JAPANESE MOTHER

Yes! So beautiful!

INT. THE PLANES - DAY

Rafe's bombardier works his 20-cent bombsight, as Rafe holds the plane steady, bringing it up to 200 feet.

They scan for fighter or anti-aircraft fire. There isn't any.

RAFE

Open bomb bay doors.

DANNY'S PLANE runs toward its target...

DOOLITTLE'S PLANE races over Tokyo...

GUNNER

Bomb bay doors open, sir.

RAFE

It's all yours.

The bombardier hits the first switch. The bomb falls toward a factory.

It strikes home, right on target. The blast is shocking -- it blows debris higher than the plane.

EXT. TOKYO - THE BOMBING - VARIOUS SHOTS

The individual planes drop their bombs, four per plane, on shipyards, factories, oil supplies, weapons facilities. Their bombing is highly accurate.

On the ground, at the open-air market, for a brief moment Radio Tokyo goes silent; then --

TOKYO ROSE (ON THE RADIO)

We interrupt this broadcast... Tokyo is being bombed!

EXT. THE EMPEROR'S PALACE - DAY

The Emperor looks up at the sound of air raid sirens and distant explosions.

EMPEROR'S ATTENDANT

Surely just a drill, Divine One.

INT. RAFE'S PLANE - DAY

NAVIGATOR

Last bomb away.

It slams into a factory, blowing debris everywhere and turning the factory into an inferno.

Rafe's tail gunner sees Zeros swarming in with vengeance.

GUNNER

We got Zeros! And they're pissed off!

Rafe changes course quickly.

INT. DANNY'S PLANE - DAY

Anti-aircraft FLAK bursts in the sky in front of them; Danny takes evasive action.

INT. RAFE'S PLANE - ABOVE TOKYO - DAY

Rafe pushes the engines to top speed and changes course again; but the B-25's can't outrun the Zeros. Their fire chews into the bomber's tail, hitting the gunner. Red scrambles back to find the gunner dead.

RAFE

Can you get 'em off us?

Red reacting to bullets coming through the rear of the fuselage, looks at the brooms protruding from the rear of the plane.

RED

Whatta ya want me to do, sweep 'em!

As the bombardier, navigator, and Red jump onto the other machine guns, Rafe looks for a way out. He dives down toward the city. The Zeros follow.

EXT. SKIES OVER TOKYO - DAY

Rafe takes the B-25 right down among the buildings, sometimes even having to spin the wings to get through. The Zeros can't keep up with this...

But Rafe can't keep it up long, either; they break out into open ground rail yards, where there's no place for him to hide...

The Zeros come in to chew him up...

But they take fire from another B-25 -- Danny's -- coming in to save Rafe's plane. Rafe now uses the radio.

RAFE

Danny, get the hell out of here!

But Danny stays, mixing it up with the Zeros; with both B-25's together, their machine guns down one Zero and damage another. But there are too many.

Rafe sees clouds coming in, and fog.

RAFE

Danny, run for the clouds!

The bombers race toward the clouds, and make it; the Zeros lose them.

EXT. SKIES - BROKEN CLOUDS - DAY

Rafe and Danny keep broken contact through the clouds, and settle in for the long run to China.

INT. RAFE'S COCKPIT - DAY

RAFE

We burned a lot of fuel back there.
Flash them and ask about their supply.

INT. DANNY'S PLANE - DAY

Anthony reads the Morse code.

ANTHONY

"How's your fuel?"

Danny looks across to Rafe and shakes his head.

INT. ROOSEVELT'S RESIDENCE - HYDE PARK, NY - DAY

Roosevelt is at his desk when General Marshall enters.

GENERAL MARSHALL

We have bombed Tokyo, Mr. President.
Radio Tokyo interrupted it's own
broadcast to make the announcement.

ROOSEVELT

Have the planes made it to China?

GENERAL MARSHALL

There've been some complications, Sir.
The Chinese didn't receive our request
for homing beacons until it was too late
to get them set. And the planes had to
take off so early they may lack fuel to
make the mainland anyway.

ROOSEVELT

So those brave men are flying blind and
running out of fuel.

GENERAL MARSHALL

The Chinese are sending out search
parties to try to find the crews before
the Jap patrols do, if any of the planes

make it.

ROOSEVELT

God help them.

EXT. SEA OF JAPAN - DUSK

They've climbed above the clouds; the fliers are exhausted.

The sun is beginning to set. Rafe stares at it...

INT. HOSPITAL - PEARL HARBOR - DUSK

The place is white again -- the white of bandages and casts. Everyone is busy, and even the wounded are looking out for each other; a man with his arms in an airplane splint holds a spoon and feeds a badly burned buddy. Evelyn and her overworked nurses are looking after the critical cases. But as she covers the windows with blackout curtains, she stops for just a moment to stare at the sun's last rays.

EXT. SKIES OVER PACIFIC - NIGHT

Colonel Doolittle can make out mountains below them.

DOOLITTLE

We'll fly till we run out of fuel, then
bail out.

Just then his engines start to sputter.

DOOLITTLE

Chute!

He puts the plane on auto-pilot and the men move to the hatches. Three guys go out; it's just Doolittle and his copilot left.

DOOLITTLE

Nobody else is gonna make it either. If
I live through this, they're gonna put me
in Leavenworth Prison.

They jump.

INT. DANNY'S PLANE - NIGHT

Coma moves up to Danny.

COMA

We're running out of fuel. And I can't
find the beacon.

Danny gestures across to Rafe that he hears nothing in his radio phones. Rafe gestures the same thing back.

They look down and the entire ground is covered with clouds.

RAFE

I don't know if we're over sea or land.
Drop flares and try to spot something.

EXT. SKIES OVER PACIFIC - NIGHT

They drop flares; they disappear into the cloud cover and tell them nothing.

EXT. SKIES - RAFE AND DANNY'S PLANE - NIGHT

Danny's engines are sputtering; his gunner pours the last drops of gas into the tanks.

DANNY

Flash Rafe. We're gonna bail.

Red sees Anthony signal.

RED

They've gotta jump.

RAFE

Not unless we know he's over land!

Rafe yells at Danny, as if he could hear --

RAFE

You are not bailing out into water!

RAFE'S NAVIGATOR

Coastline below!

Through a break in the clouds they spot a rocky shoreline.

RAFE

We've got coast! Signal him to climb and jump.

Red signals; Danny's plane signals back.

RED

They don't have fuel to make altitude.
He's gonna set it down in the water.

Rafe looks over at Danny, who is gesturing; he gives up on the hand signals and grabs the flasher; Red reads the Morse code...

RED

Y-O-U... G-O. You go on.

Rafe grabs the flasher and angrily flashes back two letters.

RAFE

N-O! We stay together! I'll go in

first.

Rafe turns his bomber and Danny follows, their planes arcing down toward the rocky coast; it's hairy, the clouds masking their view, as the altimeter winds down... At the last moment they see rocks looming out of the surf.

INT. RAFE'S PLANE - NIGHT

He's shouting to his crew --

RAFE

Hang on tight! I'll put her in the smooth water and we'll swim in!

INT. DANNY'S PLANE - NIGHT

His engines are sputtering, catching, sputtering; he fights to stay in control.

EXT. CHINA COAST - NIGHT

Rafe's plane settles down toward the water; he guns the engine to level out, and the plane skims across the surface; then the propellers catch and the plane stops like it hit a wall, flipping over it's nose.

DANNY'S PLANE is struggling; when he tries to add throttle, the engines sputter out. The plane drops, skips once on the surface, then hits a shoreline rock belly first.

Danny and Anthony are ejected through the top of the fuselage; Coma is hurled forward right through the glass nose of the plane.

INT. RAFE'S PLANE - NIGHT

Rafe and Red come to in the plane inverted and sinking. They react, unbuckling, grabbing for their crewmates as the plane is quickly filling. The navigator and gunner are unconscious; the bombardier is dead. Red struggles with the hatch and can't make it budge.

RAFE

It won't open til the plane fills!

They struggle to breath as the water envelops them. But as the water reaches the top, Rafe takes a last breath and dives to the hatch; it comes open, and they swim up, dragging the rest of the crew.

EXT. CHINA COAST - NIGHT

They break the surface, and struggle to shore with the unconscious navigator and gunner.

Rafe's looking everywhere; he sees Danny's plane crashed

against the rock. He fights his way through the surf to Danny's plane, Red following.

Rafe finds Danny face up in the water.

Red finds Anthony on the rock. He's face up, but as Red lifts him he finds the back of Anthony's head is gone.

The rest of Danny's crew are floating in the surf, dead. Rafe and Red pull Danny to shore.

RAFE

Danny! DANNY!

Danny's eyes flutter open; he sees Rafe and mumbles --

DANNY

I've made better landings.

Danny's hand gropes to his throat; Rafe finds a V shaped shard of the fuselage hooked into his neck.

Rafe grabs it, trying to bend it open; the sharp metal cuts his hands, but he keeps straining. It won't work, He pulls his .45 from his jacket and tries to pry the metal. It works a bit; he tosses the pistol aside and grabs the shard again, and opens it.

RAFE

You hang on, Danny! You hang on! You're gonna make it!

Rafe's head snaps forward, crunched with the butt of a rifle; a Japanese patrol, four men, have arrived. They're angry, scared, hyped. They knock Red down too, yelling and brandishing their rifles at the fliers on the beach, living and dead.

The Japanese officer is barking orders. They find the Captain's insignia on Danny's jacket, and begin binding him to a yoke, his wrists tied to the wood like a crucifixion, a wire around his neck. They find the navigator unconscious, but alive. The officer snaps a single word and a soldier shoots the navigator.

The others wire Rafe's ankles together... Rafe is emotionless.

RAFE'S CONSCIOUSNESS fades in and out. He hears Danny choking, and his mind sees Danny as a boy those long years ago, being carried by the neck across the field by his father...

Then Rafe sees THE PRESENT: Danny being half-carried, half-dragged by the neck by two Japanese. The officer is pulling Red along, hands bound behind him. And Rafe starts moving, being dragged on his back, pulled by his feet along the rocky

sand.

His hand slides by the pistol he tossed behind the rock.

The whole world slows down.

He clutches it, shoots one of the men towing Danny. And as the man dragging Rafe turns around, Rafe shoots him in the face.

The officer spins, raising his rifle; the soldier pulling Red, shoves him onto his face in the sand and aims his rifle too. The officer is pulling the trigger to kill Rafe when Danny slams him down from behind.

The fourth soldier shoots Danny in the gut, then takes aim for Rafe's heart -- and is shot through the chest from behind.

The Japanese officers rises in surprise and is cut down by scythes carried by the Chinese peasant soldiers who are just arriving.

Rafe struggles to Danny, moving the Chinese aside. Danny lies on his back, clutching his wound as if to hold onto his life.

RAFE

Danny...

DANNY

I can't make it.

RAFE

Yes you can.

But Danny is silent, his eyes drifting shut, and in that moment Rafe thinks he is gone already. Then Danny's eyes drift open, finding him.

DANNY

Take care of Evelyn.

The words almost kill Rafe, filling him with grief. From somewhere he finds the strength to say --

RAFE

I will. And your baby.

(beat)

You're gonna be a father.

Did Danny hear? His eyes are closed again. But his head comes up; Rafe takes it, and Danny pulls him closer to whisper --

DANNY

No. You are.

Rafe cradles Danny in his arms. Danny's eyes are open, but Rafe sees no light there.

RAFE

Danny... Land of the free... Land of the free...

But Danny will never answer him again. Rafe hugs Danny tight, and weeps.

EXT. VARIOUS SHOTS - DAY

The news of the raid hits Washington...and the rest of America. If it isn't wild celebration; when people see the headline: AIR RAID ON TOKYO, and DOOLITTLE DOES MUCH; their faces change, as if finally told what they already knew -- that America would prevail.

VOICE OVER

The Doolittle Raid was the pivotal moment of America's war with Japan. Before it, America knew nothing but defeat; after it, nothing but victory.

(beat)

One crew of Doolittle's raiders made it to Vladivostok, Russia, where they were interred for much of the war. Thirteen planes crash landed in China, where the Chinese people helped the Americans escape, and had their villages destroyed and citizens executed by the Japanese forces of occupation. Two crews were captured by the Japanese and three fliers were executed without trial, called "war criminals" by the Japanese. Jimmy Doolittle was promoted to General, and given the medal of honor.

We see the ceremony at the White House, as Roosevelt presents Doolittle with the metal.

EXT. TENNESSEE - DAY

Out by the crop dusting landing field is a memorial to Danny Walker, with an American flag flying high above it. Standing at the memorial are Rafe and Evelyn. Rafe holds a child in his arms, a boy, named Danny.

FADE OUT.

THE END