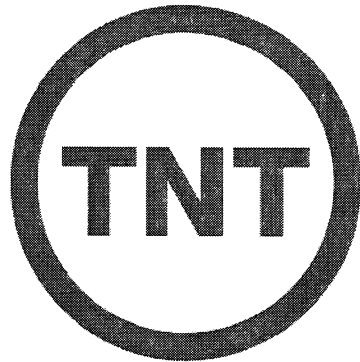




DREAMWORKS
TELEVISION



WE KNOW DRAMA™

Untitled Alien Invasion Project

Pilot Episode

Episode title: "Live and Learn"

Written by

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PROLOGUE

BLACK SCREEN.

Sound track is a children's choir. Angelic voices.

SERIES OF SHOTS. CHILDRENS' DRAWINGS. We see a series of drawings by children with VOICE OVER.

The children speak in overlapping bits, as if they are in an art therapy class.

A woman's voice, that of ANNE GLASS, guides them gently through the troubling memories, and the troubling images depicted in the childish drawings...

THE FIRST DRAWING shows earth with three massive alien ships in orbit.

GIRL

I was in school when the ships came,
the big ones...

BOY

The really big ones...

GIRL

They sent us home. It was on TV...

BOY

I watched it with my mom, and then
my dad came home from work. All the
grown-up's came home. We ate dinner
in front of the TV...

GIRL

They didn't do anything, the ships...

BOY

For weeks and weeks...

GIRL

They were listening, that's what my
dad said...

A DRAWING shows the White House surrounded by soldiers and tanks.

ANOTHER BOY

We had nuclear bombs but we didn't
use them, in case they wanted to be
friends...

GIRL

But they didn't...

The girl starts to cry. Anne speaks to her gently.

ANNE

It's okay to cry. Sometimes that helps. The drawing can help, too. Drawing and talking about it can help make you feel better.

ANOTHER DRAWING shows an adult woman crying.

GIRL

My mom and dad said not to worry, but I heard my Mom crying, and she was scared, but she told me she wasn't...

Two more of the kids start to cry. Anne speaks softly, gently drawing the children out.

ANNE

And then?

A SERIES OF DRAWINGS, each more violent and troubling than the last, showing destroyed cities, people being shot, explosions, fire, grotesque violence...

BOY

It started. First they blew up the cities with bombs that just killed the people and didn't blow up the buildings...

GIRL

Not not all the cities, just Washington D.C. and Paris, France and like that...

ANOTHER BOY

The capitals...

ANOTHER GIRL

And army bases and the ships and the navy and the submarines and all the soldiers...

GIRL

And then the thing with the bright light that made everything stop working...

A DRAWING shows an alien ship emanating a bright light with cars crashing, planes falling from the sky.

ANOTHER GIRL

TV's, and new cars, and airplanes, and computers, and cell phones, and army missiles, and satellites, and all that...

ANOTHER BOY

And then they came...

BOY

Thousands and thousands...

GIRL

Millions.

ANOTHER DRAWING. Alien pour out of landing craft.

ANOTHER GIRL

They killed grown ups and they'd catch kids and put on the harness thing. They say it hurts a lot...

GIRL

My cousins live in Phoenix. We don't know what happened to them. My brother says, everybody died.

BOY

We didn't die.

We hear a new voice, that of MATT MASON, around eight. We'll meet him later. He's near tears.

MATT

Everything changed...

A DRAWING. A dead woman. Three boys and an adult male looking at the body. Anne speaks to him gently, drawing him out.

ANNE

Matt, what have you drawn here?

MATT

My Mom, she was getting food one time and she didn't come back. We looked for her, then we found her. She was dead. Then Dad said we had to leave our house. And then Ben was over by Nick's house and we think they got him, but we don't know for sure, but Dad says he's might be okay...

ANOTHER DRAWING. An adult male and a teenager, both heavily armed, looking very tough, flank a very small, vulnerable boy.

ANNE

And this drawing?

MATT

That's me with Dad and Hal.

He fights to hold back his tears.

ANNE

It's all right. You and your Dad
and Hal are okay.

MATT

This morning they were okay. I don't
know about now. They're fighting.

FADE TO BLACK.

END PROLOGUE

ACT ONE

EXT. COMMERCIAL STREET - JAMAICA PLAIN - NIGHT

TOM MASON, in his forties, tough, once professorial, runs down the block, AR-15 assault rifle in hand.

HAL MASON, Tom's sixteen year old son, also armed with an assault rifle, runs close behind. Hal is athletic, a man-child, a bit too young to be the warrior that he is.

Both have extra weapons slung over their shoulders and stuffed in their belts. Both carry extra ammo.

They're panting, exhausted, but not stopping. Both of them are scared.

The street on which they're running is in a down scale shopping area, showing signs of heavy fighting. Shattered store fronts pockmarked with bullet holes. Burned out hulks of vehicles. Scattered bodies.

There are no streetlights. The only illumination is from fires in fifty gallon drums, which limits our field of view.

Tom and Hal grab weapons from a couple of downed humans, then continue running.

They approach a barricade, set up across the street. A space opens up and they enter.

There are eight humans behind the barricade. Mostly teenagers, a couple of adult males. All are hollow-eyed and exhausted. Several are wounded. Their clothes, mixtures of military and civilian garb, are torn and dirty.

Some of the younger warriors wear warpaint on their faces. Several have a few alien body parts hanging from their belts like scalps.

Tom exchanges a look with one of the adult males, about his age. It's a tired look, one of resignation and resolve. They both know what's about to happen. It's not good.

They look down the street. MOVING BRIGHT LIGHTS and SHADOWED FORMS round the corner, coming onto their block, approaching.

Whatever it is, it or they have lights which both show and obscure what's coming...

Through the moving lights, shadows, smoke and darkness we catch fleeting glimpses of a vehicle and moving shapes. Although we can't see much of them at this point, they are...

An ALIEN WAR WAGON, TWO SKITTERS, and FOUR MECHS. They are followed by a dozen harnessed young humans.

HAL

Skitter, one, maybe two...

MATT

MECHS!

The ten humans behind the barricade open fire.

Aliens return fire, heavily damaging the barricade, killing two of the humans.

The war wagon fires a heavy alien weapon, blowing the barricade to bits.

Tom and Hal are thrown to the ground. They survive. Half the humans are killed.

The mechs, directed by one of the skitters, open fire with "skill" weapons. Two more of the surviving humans are hit and go down.

The aliens advance.

Tom, Hal and the three still living humans take off running. Alien skill shots hit the street, sidewalks and walls behind them.

They barely avoid being hit. Tom and Hal dive into...

INT. FABRIC STORE - NIGHT (CONTINUOUS)

Tom and Hal tumble into the store, ducking behind stacks of bolts of cloth that stop the incoming skill shots.

Hal rolls to the display window and looks...

OUTSIDE

Still seen in fleeting glimpses, the aliens are coming down the block, getting closer.

The aliens turn their fire on the other fleeing humans, running down the street. Blow them away.

At what's left of the barricade, one of the skitters checks out the human bodies.

The skitter finds two humans still alive. One is a man, about fifty. The skitter communicates with a mech which kills the man with a blast of its skill weapon.

The other surviving human is young, a male teenager. The skitter stuns the young human with a smaller weapon. The young human shudders, then goes limp, motionless, but alive.

Two of the harnessed young humans gather up the unconscious human and drag him toward the war wagon.

The skitter rejoins the other aliens, then targets the store Tom and Hal entered.

The skitter silently directs the mechs' fire in that direction.

IN THE STORE. A volley of alien fire blasts the side of the building and shatters the window

Tom and Hal return fire. They can't get a good angle on either of the skitters.

Tom and Hal shift their aim to the mechs. They hit the mechs several times. The hits stagger the mechs, but don't kill them.

The aliens move toward the store.

Tom and Hal are cornered. Tom runs to the back of the store, finds a door, opens it. Sees...

IN THE BACK ALLEY

Half-a-dozen human fighters running down the alley. Their leader is WEAVER, about Tom's age, very tough, very military. With him are SIMMS, FARLEY, and WILSON, all teenagers, all of them tough-guy acolytes of Weaver.

Tom motions to them.

TOM

Front. Mechs. The Colton Street
barricade is down.

WEAVER

They're up to the Common, both
barricades there are gone. We're
falling back, Back Bay's lost.

TOM

If they take Back Bay, they take the
city.

WEAVER

No kidding. Porter's calling us in.
Let's go!

TOM

Damn it!

They start off running.

Hal sees some civilians, an OLD COUPLE, and a PREGNANT WOMAN with a six-year old GIRL, hiding behind a dumpster.

HAL

Dad.

Tom sees the civilians.

TOM

Come, now.

WEAVER

Leave them!

Tom ignores Weaver, who reluctantly stops and waits, setting a defense with his men. Tom motions impatiently to the civilians.

TOM

Hurry!

The civilians move as fast as they can. The group heads down the alley. Weaver and his guys go ahead. Tom and Hal follow, hustling the civilians along.

They hear a DISTANT SCREECHING SOUND and all stop. They look up, and see a massive alien ship tear past overhead.

A moment later there is a bright flash of light, partially visible from the end of the alley. They all exchange looks.

A moment after that they are hit by a huge shock wave that almost knocks them off their feet.

They go to the end of the alley and see, several miles away, a gap in the city skyline, filled with flames, smoke, and a rising mushroom cloud.

They exchange looks of anguish for those killed and relief for themselves.

WEAVER

South Boston.

TOM

Damn it!

A beat, then they take off, running, continuing in the direction they were going, hustling the civilians along.

EXT. MAIN HUMAN ENCAMPMENT - CAMBRIDGE - NIGHT

A barricade is set up across a block in a neighborhood of three story apartment buildings. The street is narrow and curved, limiting our field of view. We see campfires in the darkness, getting a sense that this is a substantial encampment, within a rabbit warren of buildings, narrow streets and alleys.

The barricade is made of cars, furniture, boxes of books, and all sorts of other, formerly valuable things.

It's armed with heavy weapons, including a pair of .50 cal. machine guns and some teenage soldiers in redoubts armed with RPG's.

Most of the battered soldiers manning the barricade are young and hardened teenagers.

Within the enclosure, civilian refugees. Few possessions. Tom, Hal and the other fighters walk through a heavily-guarded entrance through the barricade.

Hal exchanges looks with the teenagers manning the barricades. JIMMY BOLAND, about twelve, armed with an assault rifle, runs up to Hal. Jimmy is dressed like a soldier, but he looks like the boy that he is, as if he's just playing at war.

JIMMY

We holding?

Hal shakes his head.

JIMMY (CONT'D)

Who'd we lose?

HAL

Captain Jameson, both the Conrad brothers, and a bunch of guys I didn't know.

JIMMY

Jameson's dead? Who's gonna command the Second?

HAL

Who knows?

Jimmy shows a moment of fear, then puts back on the warrior's mask and resumes his place on the barricade.

As Tom and Hal walk through the encampment we get glimpses of the people here. Civilians. Women. A young child. Old men. Many are wounded. All wear dirty, torn clothing. Many look hungry.

Tom sees ANNE GLASS, running a makeshift commissary which is little more than an array of campfires and back-packing cooking stoves.

Anne is in her thirties, smart, focused, gentle. She's attractive, but it's been a long time since she's looked in a mirror or passed a comb through her hair.

She's helped by LOURDES, a very pretty, feminine, fifteen year old Hispanic girl. Lourdes still finds time to look in a mirror and comb her hair.

Anne steps over to Tom.

ANNE

You're home from work early.

We RECOGNIZE HER VOICE from the opening sequence with the children's drawings.

TOM

Trouble at the office, we lost the widget account.

ANNE

Oh, rats.

They speak without laughing, as if seeking relief in mirthless humor. They sigh and share thin, tired smiles.

ANNE (CONT'D)

Bad?

TOM

They're up to Back Bay.

That hits her hard.

ANNE

Oh, no.

He gives her a reassuring touch on the arm.

He motions to the old couple, the pregnant woman and the girl he found behind the dumpster.

TOM

Got some more for you.

Anne turns to the civilians.

ANNE

I'm Anne. Hungry?

OLD MAN

No more than anyone else.

ANNE

We have enough. You should eat...
(re. pregnant woman)
...especially you.

The pregnant woman, SARAH, introduces herself and her daughter, CONSTANCE. The elderly man and woman nod in greeting, too exhausted to speak.

SARAH

I'm Sarah. This is Constance.

ANNE

Nice to meet you.

Anne offers her hand. The new arrivals are startled by the gesture, but they all shake, finding small but noticeable solace in the ritual greeting.

ANNE (CONT'D)

This way.

Anne leads them off toward a makeshift commissary.

Tom watches her go, then heads off in another direction.

As Tom goes, he passes Hal and KAREN, who are among about twenty parked motorcycles of various types, sizes and vintages.

Karen is patching a worn out motorcycle tire, while an exhausted Hal peels off his gear.

CAMERA STAYS on Hal and Karen. Karen is sixteen, athletic, a good soldier. She's pretty but stopped caring about that a long time ago. Hal usually doesn't notice either.

HAL

...sure, the 250 is faster but lousy off road...

KAREN

...yeah, a little 175, much better for a scouting, but so damn loud...

HAL

...Scott thinks he can rig some sort of muffler...

He stops, seeing Lourdes approaching with a tin of food. She gives Hal a smile.

LOURDES

I thought you might be hungry.

HAL

Uh, thanks.

LOURDES

I was worried about you.

Hal's embarrassed, as much by Karen's withering look, as he is by Lourdes' attention.

HAL

Uh, it wasn't that bad.

LOURDES

I'm glad you're okay.

She heads back to the commissary. Karen looks at Hal and adopts a mocking, seductive demeanor, and speaks coyly.

KAREN

I'm glad you're okay, too.

HAL

Yeah, yeah, give her a break. She means well.

Karen rolls her eyes and turns her attention back to patching the tire, masking her jealousy.

INT. PORTER'S COMMAND CENTER - NIGHT

In the cellar of an apartment building. Junior officers running around. Gathering up weapons, food, maps.

PORTER, in his sixties, strong, but tired. Porter has a military bearing, is tough, but has a gentle soul, which he hides as best he can. He stands at a makeshift map table with several adult males, his unit commanders.

Tom and Weaver walk in. Nods. They all know each other.

WEAVER

Bomber let go on South Boston, one of the big ones.

PORTER

I know. I told Reed, small arms only. He got ahold of some RPG's and pissed them off.

TOM

Jameson's dead. Second's coming in.

PORTER

Map.

They all gather around a crude map/table top model with buildings represented by childrens' building blocks. Humans are represented by toy soldiers, and aliens represented by figurines from Star Wars, Transformers, Alien, and Predator.

As Porter talks he points out locations on the "map" and moves around the figurines.

There's no joking or smiles about the children's toys on the table.

PORTER (CONT'D)

The city is lost and the skitter aerial sensors are starting to pick up anything over five, six hundred humans and targeting for kill, even

(MORE)

PORTER (CONT'D)

with a high kid ratio. We're splitting up into groups of three hundred, and going to ground, north, west, and southwest. We'll rebalance at a hundred fighters per unit. I'm giving each unit two hundred civilians, about half kids. As much as possible, fighters and civilians will be from where you're going -- best chance is if you know the lay of the land. I've already sent out nine units. You're the last three.

He points out their destinations on the map.

PORTER (CONT'D)

I'll H.Q. in Wellesley. Anderson, you'll take the Tenth Massachusetts and your civilians along the shore to Marblehead. Sam, I'm assigning you Jeffries as your second-in-command. You'll take the Fifth and your civilians north, along Route 3, to Revere. Weaver, you'll replace Jameson and command the Second Massachusetts, Tom's your second-in-command. You'll go west and go to ground in Acton.

WEAVER

Run and hide?

PORTER

Yeah. Your first priority is going to be food...

He hands out marked maps.

PORTER (CONT'D)

Food stores are marked. As of last week's recon the marked stores were intact and safe. By now, who knows? Most are probably traps. Be careful and expect the worst.

Nods.

WEAVER

What happens when they start picking up groups of three hundred?

PORTER

Then we split up smaller.

WEAVER

Until it's armies of one and they pick us off individually?

PORTER

You've got a better idea?

WEAVER

We stay and fight, now. We park the civilians, consolidate our fighters, and hit them back with everything we have.

TOM

Park the civilians, where? We've got to defend them and...

WEAVER

To hell with defend. This is our only chance, now, right now. We're facing a garrison. I don't know how many skitters and mechs the bastards left, but it's a hell of a lot less than it was, and a hell of a lot less than it'll be when the mother ships come back, and they will.

PORTER

No. Until we know how to hit them, an attack in force is suicide. For now, we break up, we run, hide and we survive.

Weaver doesn't like it, but he accepts it.

PORTER (CONT'D)

Fight hard enough to keep yourselves alive, but not so hard that they bring in the bombers on you. I'll coordinate with the other regional commanders, see if anyone's figured out where they're vulnerable, some way to hit them, maybe locate their command center, their comm system, anything.

TOM

Any progress on the harnesses?

PORTER

No. The docs lost two kids this morning trying to take the damn things off.

Tom winces.

PORTER (CONT'D)

The docs are all going with me. They're putting together a portable lab. They'll keep trying. In terms of communications, we're still working on a tube-based system, not up yet. Until it is, it's runners, so protect your motorcycles and get more if you can. If we're lucky, hopefully in the spring, we'll gather up and hit 'em back, somehow.

Nods, with firm but worried resolve on all their faces.

PORTER (CONT'D)

That's it. Move out in forty-five minutes.

Porter looks at the men, taking a moment.

PORTER (CONT'D)

Gentlemen, good luck.

Nods. The unit commanders head out. Tom lags behind. When the others are gone, he turns to Porter.

TOM

I think you're crazy to give Weaver non-combatants.

PORTER

I had to make a choice. Look, I know he's nuts, he lost his whole family, but he's eight years army, six years reserves, and I know him from Desert Storm. While you, Professor Mason, are a good and decent man who has read a lot of books, albeit many of which dealt with military history. I went with him.

TOM

Understood.

PORTER

He is what he is. But I made you his second-in-command for a reason. It's up to you to mind the civilians.

TOM

Is that the way the chain-of-command works?

PORTER

Not usually.

TOM

He's not the type to take guidance.

Porter looks at Tom, holding his gaze with a cool, hard look.

PORTER

Do what needs to be done to protect
the civilians.

Tom holds the look.

TOM

I understand.

PORTER

Good. Good luck.

TOM

You, too.

They head out.

EXT. STAGING AREA - ALLEY - MAIN HUMAN ENCAMPMENT - DAY

In a narrow alley. No wide view of the entire encampment.
Everyone moving fast. Soldiers weaponing up. Civilians
gathering their meager possessions.

WEAVER AND TOM. With a map spread out on the hood of a '68
GTO, which has a .50 caliber machine gun mounted on a swivel
in the back seat. They point out positions on the map as
they talk.

WEAVER

Forget these two Safeways. They're
too close in, they're traps for sure.
Our best bet is this A&P in Belmont.

TOM

Yeah, I agree.

WEAVER

I'm not asking you to agree. I'm
telling you my orders.

TOM

Yes, sir.

Weaver shakes his head at Tom. They head off in different
directions.

Weaver sees...

A man in his early-eighties working under the hood of a '73
Mustang. He's SCOTT GORDON. His wife, KATE, also in her
eighties, sits in the driver's seat. They are Anne's uncle
and aunt.

SCOTT

Try it.

Kate turns the key. The engine turns over but doesn't start. Weaver walks up.

WEAVER

You going to get it going?

SCOTT

I'm almost there. I just need to...

WEAVER

You've got ten minutes.

Weaver walks off.

SCOTT

I hated carburetors before electronic fuel injection, and I hate carburetors now.

(to Kate)

Try it again.

She tries. It doesn't start. Anne walks over.

ANNE

Uncle Scott, I've got two hundred pounds of medical supplies. Into the trunk, or into backpacks?

SCOTT

The trunk. I'll get it going...

KATE

Backpacks.

SCOTT

Try it.

Kate turns the key. The engine roars to life. Scott smiles. Anne calls to Lourdes and some other girls, motioning for them to bring the medical supplies.

ANNE

Load it up.

They start loading the Mustang's trunk.

NEARBY, Tom helps MATT, his eight year old son put on his backpack. The backpack has cheerful, childish graphics on it. Hal watches.

MATT

Why are we leaving?

TOM

We're going someplace better.

MATT

Will we have a house?

TOM

I'm not sure yet.

MATT

Can I have a bed? And a room?

HAL

Sure, your highness. Anything you say.

MATT

It's the eighth. Tonight's my party.

HAL

Aye-yi-yi.

MATT

You had a birthday party, sort of, and it was after they came.

TOM

We'll try to do a little something when we get settled.

Tom hugs him. Matt's pissed and doesn't return the hug. Tom sighs.

Tom stands, tousles the boy's hair, and heads off to supervise the loading of a '58 Dodge Power Wagon pick-up, with a trailer that holds a big gas tank.

Hal shoots a look at Matt.

HAL

Give him a break, your highness. He's doing the best he can.

Matt shoots him a glare.

NEAR THE POWER WAGON

Tom replenishes his supply of ammo, filling his haversack with clips from a little armory set up around a folding table.

As he finishes, he notices a box of books, part of the defensive works, that has been knocked to the ground. The books have spilled out.

Tom gives himself a moment to kick through the books.

He kneels down and shuffles through them. He smiles at the memory of reading.

A couple of the books catch his interest. He picks them up and hefts them, gauging their weight. He chooses the lighter of the two, and stuffs it into his haversack with his ammo.

EXT. BRATTLE STREET - CAMBRIDGE - MORNING

The Second Massachusetts trudges out of Cambridge, passing Colonial-era houses. The road curves sharply and only a portion of the unit is visible.

The civilian refugees carry their few possessions on their backs, and strapped to anything with wheels -- bikes, wagons, baby carriages. Some ride bicycles.

Fighters, mostly teenagers, walk or ride motorcycles or mountain bikes on the flanks.

The only four-wheeled vehicles are the GTO, the Power Wagon pick-up, and the Mustang. All are piled high with supplies, mostly ammo and weapons.

Four scouts, including Hal and Karen, head off on motorcycles, riding ahead of the group.

Lourdes watches Hal and Karen ride off, side-by-side.

Anne walks up alongside Tom at the tail end of the group. She motions ahead at Weaver, who sits on the back deck of GTO, seemingly enjoying his status as a warlord. As Tom and Anne talk, we see only the limited number of people who trail them.

ANNE

He worries me.

TOM

Just as long as he worries the skitters.

Tom looks at the colonial-era houses they're passing.

TOM (CONT'D)

Brattle Street. Four hundred years ago this was a Penacook hunting path. Ran parallel to the Charles. The settlers widened it in 1631, into a road of sorts, ran from Boston Harbor to Watertown.

ANNE

Ever the history professor.

TOM

Yeah. Fat lot tenure was worth. My wife used to dream of owning one of these houses... on a faculty salary. She was a dreamer, alright...

He remembers. It hurts. Anne sees.

ANNE

I wonder what will be here in another four hundred years.

TOM

Hopefully humans.

ANNE

Let's hope.

They walk on together.

CAMERA CRANES UP. In the foreground, the Second Massachusetts leaves the city. Behind them, we see a full view of Cambridge and Boston for the first time. It's a stunning sight...

Stationary alien sensor ships float over the city. Smoke rises from dozens of fires. Several skyscrapers are partially destroyed, other buildings are reduced to rubble.

A massive, partially completed, alien box-like structure, looms over the remains of the city. Other alien ships, of a design different from the sensor ships, fly in and out of the structure.

Humans are on the run.

END ACT ONE

ACT TWO

EXT. A&P GROCERY STORE PARKING LOT - BELMONT - DAY

Debris from looting is on the ground. Undamaged cars are scattered around the parking lot, disabled months ago by the alien pulse.

The Second Massachusetts is taking a rest, scattered around the parking lot and the adjacent street.

Sentries are posted on the perimeter and on roofs.

INT. A&P GROCERY STORE - BELMONT - DAY

Almost empty, just a few things remain. Weaver, Tom, and a few fighters, including Simms, eye the nearly empty shelves while Anne and some others root through what is left.

Tom checks out a couple of human bodies, fighters.

TOM

These guys were shot by guns, not skitters or mechs. Things are breaking down...

WEAVER

You noticed.

They exit, walking...

OUTSIDE THE GROCERY STORE

They stop and listen to the SOUNDS OF DISTANT GUNFIRE, both human and alien. They silently appraise the volume of fire and the distance. They exchange silent looks that indicate that what they hear is not good.

Karen rides up on her motorcycle, joining Hal and the other two scouts. They confer, then Hal heads over to Weaver and Tom who are spreading out their map.

HAL

Every cache between here and Acton is picked clean...

Weaver looks at the map, then looks at all the civilians scattered around the parking lot and adjacent street. He shakes his head.

WEAVER

Too many of us. If it was just the fighters, we could stretch our provisions for a week.

TOM

It's not.

WEAVER

I know.

They look at the map. Weaver sees no solution. Tom sees only one. He sighs.

TOM

I guess it's one of the Safeways.

The SOUNDS OF THE DISTANT GUNFIRE INCREASE, distracting them for a moment. Weaver and Tom exchange a look.

WEAVER

We can't go back, not with this group.
Too many, too slow.

TOM

I know. Give me half the fighters
and the vehicles and I'll go back,
get food, meet you in Acton.

WEAVER

Back toward the alien advance.

TOM

Yeah.

WEAVER

Those store are likely trap.

TOM

I don't see any alternative.

WEAVER

Neither do I. All right. But I can
only give you the pick-up and six
fighters.

Tom considers. Bad odds just got a lot worse. He nods.

TOM

Weapons?

WEAVER

As many clips as you can carry and a
of C-4.

TOM

One of the RPG's?

WEAVER

No.

TOM

All right, we'll make do.

WEAVER

The rest of us will go west along the commuter rail. We'll meet at the Littleton Bridge. Be there by morning, if not, we're on to Acton.

TOM

Don't wait.

WEAVER

We won't. Pick your squad. Good luck.

Weaver and Simms head off.

Anne, having overheard, looks at Tom, and sees that he's looking at Matt.

ANNE

You sure about this?

Tom ignores the question, keeping his eyes locked on his young son.

TOM

Take care of Matt.

ANNE

I will.

Hal steps up to Tom.

HAL

You need a scout.

TOM

Stay with the group. Stay with Matt.

HAL

Weaver's more likely to get me killed than you are.

Tom doesn't buy Hal's argument but he accepts it. He nods. Karen steps up.

KAREN

You need two scouts.

TOM

I do. Thanks. Find Dai, Click, Anthony and the Southies. See if they'll volunteer.

Hal and Karen nod and drive off on their motorcycles. Tom and Anne exchange a look.

EXT. BELMONT ROAD - DAY

The last few members of the main body of the Second Massachusetts head off, following the commuter rail line. Most of the members of the group are already out of sight.

Tom's rearguard volunteers get their weapons in order. Tom's second-in-command, his sergeant, is DAI, Asian-American, in his late twenties, very quiet, very competent.

Jimmy Boland, weapons up, using duct tape to make a flip-clip for his AR-15. Dai notices that he's doing it wrong. He motions for the clips.

Jimmy hands them to Dai, who tapes them together the right way, then hands them back to Jimmy.

JIMMY

Thanks.

Dai nods.

JIMMY (CONT'D)

You think there'll be a lot of them?

Dai nods. Jimmy covers his fear.

Nearby CLICK and ANTHONY, both around fifteen, exchange a look, rolling their eyes at Jimmy's question. Click and Anthony are city kids, both biracial, more than best friends, blood brothers. They talk fast, completing each others' sentences. Both wear baroque war paint on their faces.

CLICK

I need...

ANTHONY

...tumblers, here's a clip. You got...?

CLICK

...belt, yeah, here...

They toss each other clip and belt, catching them smoothly.

ANTHONY

This could be fun.

Jimmy watches the two older boys carefully.

NEARBY

Tom and Hal say goodbye to Matt, while Anne waits, ready to take Matt with the departing main unit.

Tom kneels down and embraces the boy tightly.

TOM

See you later, buddy.

Tom's words are intentionally light, but the embrace is very tight.

MATT

You'll be there, right?

HAL

Will you give this party thing a rest?

TOM

I'll try to be there.

MATT

I know what I'm gonna wish for.

TOM

Oh, yeah? What?

MATT

I can't tell you.

TOM

Sure you can, rule six-nineteen.
You can tell me, I'm your father.

MATT

You sure?

HAL

Of course. How else you gonna get what you wish for?

Matt considers that. He proceeds gingerly, knowing it's too much to wish for, but wanting it nonetheless...

MATT

I want it the way it was before,
everything, my bike, my room, home,
school, my rip-stick... and Ben...
and Mom.

Tom winces, holding back tears, doing his best to keep his smile in place.

TOM

I thought you didn't like school.

MATT

I'll like school now, I promise.
Dad, I just want it the way it was.

Tom pulls Matt back into the embrace.

TOM

So do I, buddy. So do I.

After a long moment, Tom reluctantly breaks the hug. He stands, turning away from Matt so the boy can't see his anguish.

Hal sees what his father is going through. Hal steps over to Matt, and holds up his hand for a high-five. Matt goes to hit it, and Hal yanks his hand away, Matt misses.

HAL

So slow.

Matt slaps Hal's other hand.

MATT

Faster'n you.

HAL

Yeah, but I'm cooler'n you.

MATT

Not you're not, I'm cooler.

HAL

Dream on. See you later.

MATT

Okay, see you later.

Anne takes Matt's hand and leads him away.

Tom pulls himself together. Hal and Tom exchange a look.

TOM

Thanks.

HAL

Hang in there, old man.

Thin smiles.

Tom motions to the squad. Dai, Click, Anthony, Jimmy, Hal and Karen gather around Tom.

Tom lays out his map, pointing out as he talks.

TOM

The food stores are here and here.
Both Safeways... I wish they were...

CLICK

What?

ANTHONY

Safe, idiot.

TOM

...if there's food in them, they're probably traps. The main alien advance will come down either Blanchard or River Road. I need to know which one. I don't want the whole alien force coming in behind us while we're shopping.

He turns to Hal and Karen.

TOM (CONT'D)

Hal, Karen, check it out. Let me know which way the main alien body is coming, so we can choose which store to hit. We'll wait at the train station. Don't dawdle.

KAREN

Got it.

Hal and Karen start their motorcycles. Tom steps up to Hal.

TOM

You need any more hollow nose?

HAL

I could use a clip.

Tom digs into his ammo belt. Hal smiles.

TOM

What?

HAL

Just remembering, when was it, seven, eight months ago, you wouldn't let me ride my bike over to Julien's at night because I didn't have a bike light. Now you're offering me extra ammo.

TOM

Things change.

HAL

Yeah.

TOM

Some things don't...

Tom hugs Hal.

TOM (CONT'D)

Be safe.

HAL

You, too.

Hal and Karen roar off. Tom and the rest of the squad hurries to the pick-up truck. Load into it and drive off.

EXT. ALEWIFE BLVD. - DAY

Hal and Karen park their motorcycles against a building. Look around the corner. They see a road junction.

HAL

This is good. This is where they'll choose their route.

They settle back to wait.

IN THE DISTANCE, the skyline of Boston. The massive cube structure looms over what's left of the human skyscrapers.

Hal and Karen look at the sight, trying to make sense of it.

KAREN

It's gotta be a port, like Logan for aliens.

HAL

That means the big ships are coming back.

KAREN

Probably.

HAL

It's hard enough fighting the few they left behind.

KAREN

Yeah.

They consider that.

KAREN (CONT'D)

We should have left the city a long time ago.

Hal doesn't respond. Her comment hits Hal but she doesn't notice. She continues...

KAREN (CONT'D)

I mean, what the hell are we still doing here? There's gotta be fewer of them out in the sticks, and there's nothing keeping us here...

He winces. She finally notices his reaction.

KAREN (CONT'D)

Oh, I'm sorry... Your brother, I'm sorry...

He gives her a nod, accepting her apology.

HAL

It's alright.

Hal looks at the massive alien structure. He pointedly changes the subject back to musing about it.

HAL (CONT'D)

I think we're a gas station.

KAREN

Boston or earth?

HAL

I don't know, both. We're a rest stop on the New Jersey turnpike. Aliens gotta eat, gotta get gas.

KAREN

God knows. That's as good an explanation as any.

They settle back to continue waiting.

EXT. TRAIN STATION - BELMONT - DAY

Battle debris is scattered around the remains of a barricade. There are several bodies on the ground, mostly human fighters, but there is also the body of a teenage boy, wearing a harness.

Tom and his squad wait. Tom sits separate from his young warriors. He finds his eyes drawn to the body of the harnessed boy. He forces himself to turn away.

Tom looks at his young fighters. We see Tom look at each of them, in turn.

Dai is on watch, alone, apart, scanning the roads leading to them.

Click and Anthony are together, apparently relaxed, chatting as they endlessly tinker with their weapons and gear. As they talk they're always moving, doing little B-boy and popping dance moves in unison. The moves are interwoven with their conversation. They finish each others' sentences and finish each others' dance moves.

Jimmy is, sitting nearby, silently watches Click and Anthony, fascinated by their apparent lack of fear.

CLICK

...but I'm for the percentage shot...

ANTHONY

Yeah, yeah, chest plate, eight inches,
the big eight guage...

CLICK

Like that one near the bridge in
Watertown...

ANTHONY

Yeah, one down, a few thousand to
go...

CLICK

Nah, they left a million, at least...

ANTHONY

Nothin' like, figure two, three
thousand in Boston...

CLICK

Skitters or mechs...?

ANTHONY

Both, two, three thousand here,
extrapolate worldwide, couple hundred
thousand at the most, that's all
they left behind...

CLICK

(mimics))

..."extrapolate worldwide"...

They laugh and execute another little dance move in unison.
Jimmy watches.

Tom, still watching, allows himself a little smile.

Jimmy considers their words.

JIMMY

Couple hundred thousand. That's
all.

He tries to find solace or humor in their calculation, finding
neither.

EXT. ALEWIFE BLVD. - DAY

Hal and Karen wait. A WHINING SOUND. They turn and see,
coming into view...

AN ALIEN CONVOY. War wagons, skitters and mechs. They
can't see the entire convoy because of intervening trees and
buildings, but they can hear it and see the front of the

column and trailing units, and it's clear that there are lots and lots of aliens.

The aliens choose a route -- Blanchard Avenue, and continue their advance.

HAL

Blanchard.

KAREN

Let's go.

They run back behind the building, mount their motorcycles and drive off, fast.

END ACT TWO

ACT THREE

EXT. TRAIN STATION - BELMONT CENTER - DAY

Tom and his squad wait. The rest of the squad has settled back, resting, each lost in their own thoughts as they wait and contemplate what lies ahead.

They hear the SOUND OF APPROACHING MOTORCYCLES. They rise, wait, then see Hal and Karen driving toward them.

They drive up and stop.

KAREN

They're coming down Blanchard.

TOM

Alright. It's the West Newton Safeway. Let's go.

The squad hurries toward the truck. Dai gets into the shotgun seat. The other kids get into the back.

As Tom heads for the driver's door he sees that Hal is looking at the body of the harnessed teenage boy. Tom and Hal exchange a look.

Tom gets into the truck and drives off. Hal and Karen drive their motorcycles alongside.

EXT. SAFEWAY - WEST NEWTON - DAY

A Safeway grocery store is on one side of a traditional New England town common. A parking lot, with disabled cars is in front and on the side of the building.

Across the street is a small brick building, an American Legion Hall, which has a couple of antique cannons in front, on either side of two flagpoles. One of the poles flies a tattered American flag. The other, a tattered black MIA flag.

IN THE SAFEWAY PARKING LOT

The remnants of a barricade are scattered about. Shell casings are everywhere. There are human bodies, several days old, on the ground.

Dai moves low and fast among abandoned cars in the parking lot. He finds a vantage point about thirty meters from the entrance to the store.

Dai pulls out binoculars checks out the doors and windows of the store.

It's shadowed inside. He can't make out anything. Then, something inside the store moves. Just a fleeting glimpse.

Dai holds the binoculars steady. Waiting to see more. Nothing. After a moment he puts the binoculars away and heads off.

Staying low, moving from car to car, he goes back to...

ACROSS THE STREET. BEHIND THE AMERICAN LEGION HALL.

Tom waits with the rest of the squad. Dai rejoins them.

DAI
Something, but I couldn't tell what.

TOM
They're in there.

Tom looks at the young faces, gathered around him. Tom grapples with the thought of ordering them into what he knows is a trap.

Silence. The young fighters grow uncomfortable with Tom's indecision.

They seek to fill the silence...

Dai reaches into his backpack and pulls out a heavy, sawed-off shotgun, a massive, 8-gauge, Belgian Hammershot, a beast of a weapon. Dai breaks it, loads two huge shells, clicks it shut. Looks at Tom. Nothing.

DAI
How are we going to do this?

No response.

ANTHONY
I wish we had some heavy weapons.
An RPG or a .50 cal, at least.

CLICK
We've got the C-4.

ANTHONY
Great. What are we going to do, ask them to hold it?

Tom looks at the sun, low in the sky.

TOM
If we wait for dark, be safer... not much, but some...

Click looks at the cannons.

CLICK
Too bad those things cannons don't work.

ANTHONY

Yeah. Hell of a lot bigger than an
RPG, which we don't have either.

They share a humorless laugh. They turn to Tom.

CLICK

We gonna do this?

Still nothing from Tom.

Then, something they just said hits Tom. He looks at the
cannons.

TOM

Maybe they can.

KAREN

What?

TOM

Work.

HAL

The cannons? You kiddin'?

Tom's gears turn. He thinks it through. No, he's not
kidding.

EXT. AMERICAN LEGION HALL - NIGHT

Tom finishes unbolting the first of the two antique cannons
from the ground. He motions to the squad and they start
pushing it toward the grocery store. Click and Anthony
exchange a dubious look.

EXT. SAFEWAY PARKING LOT - NIGHT

Under cover of darkness, Tom and the squad finish positioning
the second of the two cannons in the grocery store parking
lot.

Tom eyes the surroundings, considering.

TOM

They won't target unless it's worth
their while -- kids for capture or
enough adults to cause 'em trouble...

HAL

What's enough?

TOM

Let's find out...

Pointing out positions, he gives orders to the squad.

TOM (CONT'D)

...Click, Anthony, far flanks. Karen,
Jimmy, there there. Dai, there.
Hal, bring the C-4.

They head off to their designated positions.

EXT. SAFEWAY PARKING LOT - NIGHT

Tom finishes packing the barrel of one of the antique cannons
with C-4. Hal looks on skeptically.

HAL

You sure about this?

TOM

No. We'll string to there, by the
steps, you and me.

HAL

Out in the open?

TOM

Aliens, they're smart, but they're
stupid. Let's hope they're really
stupid.

Hal finishes attaching the C-4 trigger mechanism. Then he
and Tom run to their position.

Everyone settles into their positions -- Click and Anthony
on wide flanks on either side of the square.

Karen, and Jimmy on close flanks.

Dai, behind one of the cars in the Safeway parking lot.

Tom and Hal directly in front of the grocery store, on the
far side of the parking lot, near the cannons.

Tom checks his fighters, one after another. Sees that they're
all in position.

Then Tom steps out into the open, with a direct line of sight
to the front door of the Safeway.

TOM (CONT'D)

Hold your fire until I say. Stay
below their threat threshold.

Tom FIRES A BURST into the air with his AR-15.

He waits. Nothing.

Tom FIRES ANOTHER BURST. Again, nothing.

He's just about to fire a third burst when he stops.

There's movement, just inside the door of the Safeway. Then BRIGHT LIGHTS...

The lights move, scanning, flashing past us, initially obscuring the sources of the lights...

A moment the light sources appears, still seen fleetingly as the lights flash on them...

We don't see them well, but it's tTwo skitters and six mechs, which exit the Safeway.

The humans hold their fire.

The skitters orient themselves toward Tom.

Tom fires a single shot into the air.

The aliens turn their attention and their bright scanning lights to him. They pause as they evaluate the threat.

None of the aliens fire for a moment. Tom takes a few steps, such that the cannons are between him and the aliens. He fires a SERIES OF SINGLE SHOTS into the air...

The aliens start across the parking lot, heading toward Tom.

As they approach Tom, the mechs prepare to fire at Tom, but the skitters turn their attention to the antique cannons. A threat?

Tom stops firing.

The skitters take another moment to process the threat level of the cannons in such close proximity to an attacking human.

The skitters turn all their attention to the cannons. They deploy the mechs, which spread out and approach the cannons.

Tom lowers his weapon and moves away, finding cover. The rest of the human squad watches, motionless. The aliens are within a few yards of the humans but the cannons are heavy weapons and individual humans are now under the skitters' threat threshold.

The skitters and mechs walk right to the cannons. Nothing. The skitters make the whining sound. The mechs open fire on the cannons at point blank range...

Tom turns to Hal...

TOM (CONT'D)

Now.

Hal triggers the C-4. A MASSIVE EXPLOSION as the antique cannons explode...

All of the skitters and mechs are within the blast radius.

As the smoke clears, they see that one of the skitters and four of the mechs are down, destroyed. Most of the LIGHTS on the aliens have been destroyed so it's much darker.

The remaining skitter is alive, and two mechs, though damaged, are operational. They open fire at Tom and the squad...

Karen and Jimmy open up from the close flanks.

Click and Anthony open up from the far flanks.

Tom and Hal open up from the center.

The aliens, caught in a three-way crossfire, alternate their targets.

Everyone concentrates fire on the skitter, and several hit it, but the skitter's armor holds.

Dai eases out from behind his hiding place, behind the disabled car...

Dai takes a breath, steeling himself...

The fighters on the flanks and the rear increase their rate of fire. As everyone diverts the aliens' attention...

Dai sprints athletically, moving like a free-runner, ducking in and out among parked cars, heading for the skitter...

The mechs sense Dai coming and turn their weapons toward him...

Too late. Dai jumps, launching himself off the hood of a parked car, getting to within six feet of the skitter...

In mid-air, Dai fires the 8-gauge. The skitter's chest pack is torn apart. The skitter goes down, wounded but still alive.

The recoil of the massive shotgun staggers Dai but he somehow manages to land on his feet. He steps to the skitter, puts the shotgun to its chest and fires again. Boom. Now it's dead.

With the skitter out of commission, the two mechs go into DEFENSIVE MODE. Holding their weapons ready, but not firing, they back up, their scanning lights retreating, leaving the humans in darkness. The humans let them go.

INT. GROCERY STORY - NIGHT

Lights, flashing, moving. Aliens? No, it's Tom and his squad who enter with flashlights, weapons ready. They check out the interior.

CLICK

Clear.

ANTHONY

Clear.

They start gathering up food, hurrying it out the door.

END OF ACT THREE

ACT FOUR

EXT. LITTLETON BRIDGE - ACTON - MORNING

Tom drives the pick-up truck, loaded high with provisions. Hal and Karen ride their motorcycles. The other members of the squad cling to the running boards and hood.

EXT. LITTLETON BRIDGE - ACTON - MORNING

The Second Massachusetts waits. Scattered around the bridge and the nearby parking lot. Matt and Lourdes sit on the side on the bridge, waiting.

MATT

When will they be here?

LOURDES

I don't know. Tell me about your last birthday.

MATT

It was a year ago...

LOURDES

That's the way birthdays work. What did you do?

MATT

Mom's rule was always we could have as many kids at the party as you are years old. I had seven kids, and also a moon bounce, shaped like a dog. We had pizza and it rained and the moon bounce got all slippery, but my mom said we could use it anyway and you couldn't even stand up. And then it stopped raining and the kids left and we used towels and me and Mom and Dad and Hal and Ben all slept out in the moon bounce.

LOURDES

Sounds nice.

MATT

I got a lot of presents. I got this helicopter with two things that go around and you pull a thing and it really goes, and I was flying and it went into the dining room and hit the lamp and it broke, the lamp, not the helicopter. Mom got really mad but it was still good, my birthday.

(beat)

I miss Mom and Ben.

LOURDES

I miss my Mom and Dad and my brother,
too.

MATT

Where are they, Mexico?

LOURDES

They died. We were visiting my
brother at boarding school here in
Boston when, you know, it all started.
They died.

MATT

Sorry.

LOURDES

What do you say we open your presents
now?

MATT

Now? Can we?

LOURDES

Sure.

She digs into her backpack and pulls out two small presents,
wrapped in newspaper.

He opens the first one. It's a Slinky. It's bent, with a
kink in it, but it's still functional.

MATT

Oh, I love these. They go down
stairs.

He looks around. No stairs.

A few see what's going on and gather around, among them,
Anne, Simms, Farley and Weaver.

Matt opens another present. It's half a bag of marshmallows.

MATT (CONT'D)

Oh, I love marshmallows. I haven't
had any in so long.

He opens the bag, takes one and eats it. Then he looks
around, seeing Lourdes and the others watching him. He feels
guilty. He offers them to Lourdes.

MATT (CONT'D)

You want one?

LOURDES

No, thanks.

He holds the bag out to the others.

MATT

Come on, there's plenty.

Several of those watching take marshmallows.

They hear a SOUND FROM NEARBY. They all turn. Matt is the first to see them.

MATT (CONT'D)

They're here! They're back!

They see Tom arriving with the others. The pick-up is loaded high with food. Hal and Karen ride their motorcycles.

Everyone rushes over, greeting the arrivals. Hugs. Kisses.

Lourdes starts to run to Hal. She sees Karen looking at her and slows. Hal walks past both of them toward Matt who is motionless, watching his father and brother approach.

Weaver is surprised and pleased to see them.

WEAVER

What took you so long?

TOM

We stopped for beer.

WEAVER

Good work.

TOM

Sir.

WEAVER

Quick rest. Fifteen minutes. Water, food, then we move out.

Everyone rushes to get food and water for the new arrivals, who sit down, utterly spent.

Matt goes to Tom and Hal. Anne joins them. The rest of Tom's squad looks on.

Matt is relieved, almost to a point of crying. He stops his own tears by turning his attention to his little gifts.

MATT

Look what I got... sorry we didn't wait... a Slinky and marshmallows.

TOM

Excellent.

Anne pulls something out of her pack.

ANNE

We don't have a cake, but I do have
this...

It's a packaged cupcake. Anne unwraps the cupcake and sticks
a match into it. Everyone gathers around.

Anne takes out a matchbook and prepares to light the match
that's in the cupcake.

ANNE (CONT'D)

Make your wish, then blow it out
fast. It's going to burn down fast.

MATT

Okay.

He looks at his father.

MATT (CONT'D)

You know what the wish is. You're
sure that's okay?

TOM

Yeah.

Anne lights a match and touches off the match in the cupcake.
Matt silently makes his wish and blows out the match. He
smiles. He looks at the little cupcake and at the people
gathered around, knowing there's not enough to go around.

TOM (CONT'D)

It's all yours.

Matt isn't sure. That doesn't seem right to him. Tom smiles.

TOM (CONT'D)

It's okay.

HAL

Go for it.

Matt peels back the paper and starts eating, reveling in the
taste. As Matt finishes the cupcake, he turns to his father,
expectantly.

TOM

I'm sorry, Matt. I don't have
anything to give...

HAL

(interrupting)

Dad, what's the matter with you?

TOM

What?

HAL

You forget the thing, the thing you
got him.

Tom looks at Hal, unsure. Hal rolls his eyes.

HAL (CONT'D)

You're going senile. I'll get it.

Hal opens the back of the GTO and digs something out from
underneath the spare tire.

It's a package, of sorts, a couple feet long, wrapped in an
old shirt, tied with a bit of rope. He gives it to Matt.

HAL (CONT'D)

It's from Dad.

MATT

Thanks.

As soon as Matt touches it through the shirt he knows what
it is. His eyes widen. He tears it open.

It's a rip-stick (a type of skateboard with a hinge between
the front and back wheels).

Matt is overjoyed. He hugs it to his chest and looks at his
father with a face that says thank you better than words
ever could.

Tom looks at Hal and gives him the same look.

HAL

Ride, fool, we only got ten minutes.

MATT

Yeah, yeah...

Matt steps over to the corner of the parking lot, a few feet
away. He drops the board and gets on.

He pushes off and rides. A rip-stick, when ridden well is
poetry in motion. It's wheels are silent.

Matt rides, turning, spinning, smoothly swooping in tight
and wide circles.

It's beautiful, hypnotic.

As Matt loses himself in play, those watching him lose
themselves as well -- we see it on their faces...

Anne, Lourdes, Karen, Click, Anthony, Hal, and Tom.

Even Weaver steps over, joining them.

With his riding, the boy transports all of them to another time and another place.

Hal watches his little brother, happily, proudly, as a father might watch a child.

Hal catches Lourdes looking at him, and gives her a little nod of thanks for having cared for Matt.

Karen sees the nod. She feels a wave of jealousy, but covers it well and turns her attention back to Matt.

Tom gazes at Matt, smiling at the boy's happiness. Then Tom sees Anne struggling with her memories of what she has lost. Tom takes Anne's hand and grips it, helping Anne keep her tears within. She gives Tom a look of silent thanks.

And then...

Weaver steps up to Tom, touches him on the shoulder.

Tom takes a last look at Matt, then speaks firmly.

TOM

Time to go.

Weaver nods.

WEAVER

We're moving out. I want to make the Great Meadow by dark. We'll set up camp there for now, good cover and we can recon the Acton Armory from there. That's our next objective.

The moment is broken. Matt steps off the board. Everyone comes back to the real world.

Matt steps over to his father. Tom picks him up. Hugs him. Motions to Hal who steps over. A father and his two sons embrace.

Tom closes his eyes, remembering a world and a life that is gone. He opens his eyes. He breaks the embrace.

TOM

Matt, stick with Anne and Lourdes.

WEAVER

Hal, you and Karen, scout, Karen, forward, Hal, flanks.

Everyone picks up their gear.

Hal and Karen mount their motorcycles and roar off over the bridge.

Weaver takes his place on the back deck of the GTO.

They all start to move out...

Battered refugees. Some carry their possessions on their backs. Others wheel what little they have on garden carts, strapped to bicycles, in baby carriages. Others ride mountain bikes.

People help the wounded and the elderly and the infirm.

Around the civilians the warriors, mostly teenagers, form a protective cordon.

Tom and Anne find each other. They look at one another.

TOM

What was it you said, on Brattle
Street, when we were leaving
Cambridge?

She can't remember.

TOM (CONT'D)

Let's hope.

She manages a little smile.

ANNE

Yeah, let's hope.

Another look between them, then they join the others. Anne walks among the civilians. Tom walks with the soldiers.

CAMERA CRANES UP as the battered Second Massachusetts crosses the bridge and heads off into the countryside, going deeper into the woods...

BEHIND THEM...

On the other side of a grove of trees and a few houses, just a quarter mile away...

The aliens move in.

END OF SHOW