

ALIEN III

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First draft.
2/7/89

20th Fox

FADE IN:

EXT. SPACE

Black, cold, empty. Stars twinkle.

The stars blacken...

EXT. BATTLECRUISER - SPACE

Looking like a cross between a bayonete and an aircraft carrier, the massive spaceship slowly slices through space. It is all darkened, all rusted and quiet. It has been there for many years. THE CAMERA TRACKS over the armoured exterior of the gigantic warship. The turbines, big as a building, are off. There are no lights on the the cockpit. The great vessel just floats, like a ghost ship.

EXT. SPACE

The battlecruiser floats.

Blackness, and pinpoints of light.

EXT. RESCUE SHIP - SPACE

First the stars...

Then the tiny reconnaissance ship cuts through the void. It bears the white star insignia of the U.S. Military on the side.

The tiny Rescue Ship, it's rear jets pulsing, heads towards the great ark of a Warship sitting black and dead against the stars.

EXT. SULACO WARSHIP

Steering beneath the football field sized guns and engines, the small spacecraft navigates through the miles of space scarred armour on the underbelly of the ghost ship, heading for the loading bays.

INT. LOCKERS - RESCUE SHIP

THE PRESSURIZED HISS of a space helmet being sealed. THE HOLLOW SOUND OF BREATHING THROUGH A FACE MASK.

SAM SMITH adjusts the oxygen tank on his spacesuit. His face hovers in the facemask. A clean-cut, athletic looking man of 25, Sam is a Captain in the Special Forces, and he eyes his men as he switches on a camera mounted on his shoulder plate with his gloves. His eyes move over his men...

FIVE GREEN BERETS. Five helmets. Five spacesuits resembling Samurai body armour. The men strap their boots. They seal their helmets. Turn on their oxygen. TIGHT CLOSE UPS of the mechanical, highly technical procedures. They have nametags on the suits. Simpson. Avery. Anderson. Wilson. Cassidy. The faces are framed in the visors. THE HOLLOW RESPIRATION fills the room. Sam switches on a tape recorder on his chest plate that is attached to the camera on his shoulder. They grab up flashlights.

Spaz .12 automatic shotguns with rocket launchers hang on the wall. Sam looks at the rifles on the wall as Simpson makes a grab for one. He shakes his head.

SAM

It's just a recovery.

Through the windshield of the ship, reflected in the domes of their helmet visors... The huge, bayonette battleship shape of the Sulaco Warship looms against the stars.

The ship is forebodingly quiet.

EXT. SULACO WARSHIP/RESCUE SHIP

The two ships dock, locking together.

INT. LANDING PAD/LOADING BAY - SULACO WARSHIP

The hatch pulls open with a HISSSS of hydraulics. Since all the battleships lights are off, the warehouse sized storage area for shuttle craft is totally dark.

Six flashlight beams. Six boots CLANK ECHOINGLY on the corrugated steel floor. Sam Smith holds his torch, his eyes behind his space helmet sharply surveying the darkened interior of the ship. The flashlight beams hit the looming mechanoid shape of the shuttlecraft, casting it in shadowy relief. The five Soldiers are framed behind dim, vaguely seen machinery on the side of the ship.

Simpson's boot skids on something wet. He falls flat on his back, his flashlight flying from his grip. The flashlight rolls across the floor. The men jump, shining their flashlights on Simpson. The floor is slick with a moist white substance.

SAM

You alright, Simpson?

SIMPSON
I slipped on...Jesus...

He sees the white liquid.

AVERY
Captain...

They all look where the soldier points. The flashlight has stopped rolling and shines on the severed trunk of a man lying in a spashed splatter of muck. They all stare. Sam moves over to it as Simpson gets to his feet.

SAM
It's part of an android.

SIMPSON
Sir, shouldn't we go back
and get armed?

SAM
What for?

Following Sam, the five Soldiers move out. Six flashlights in the gloom. Light glints off the bolted metal plates of the walls of the ship. They reach the airlock door to the hypersleep chamber. Sam presses the button. It slides open.

They go in.

INT. HYPERSLEEP CHAMBER - SULACO WARSHIP

Black as pitch. Shapes coming out of the darkness are revealed to be oxygen units. They pass the shoulder high banks of computers. Flashlight glint off the gauges and switches and electronic panels on the walls.

Something drips.

Flashlights beam off the overhead gridwork of beams and life support equipment.

SAM
There's the freezers.

He shines his torch on them.

SAM
Oh my God.

The freezers have been smashed open.

Alien Eggs, three feet high and slimy with muck, rest in the hypersleep chambers where the bodies of the people where. Cocoon substance, like iron cobweb, strings from floor to cieling. Bones and shreds of uniforms, are quickly glimpsed on the floor in the flashlight beams. Sam picks up a shorn off nametag with the word, "Ripley" on it.

SAM
What the fuck...?

They hear a sound overhead. They look up.

The Alien, all armoured, insectile fifteen feet of it, swings down from the rafters onto them. It's first set of mettalic teeth opening, its jackhammer second set of jaws trailing blood saliva and punching into their skulls.

SMASH CUT TO

EXT. NORTH STAR - DAY

A small American town in the middle of the farmlands. A sign on the road reads, "North Star. Pop. 251". Somebody has spraypainted "Shitsville" across it.

THE CREDITS APPEAR over postcard shots of the dusty, average midwestern town. Farmhouses. Silos. Windmills. A Drive-In. Fields of Wheat. Fields of Corn. An A&P. A School. A Grocery Store. A 7-11.

EXT. SMITH HOUSE - NORTH STAR - DAY

A lone Farmhouse. A tall windmill slowly turns beside it. A bunch of cows in a pen.

In f.g., a rooster crows.

INT. SAMS ROOM - SMITH HOUSE - DAY

Bright sunlight shines through the curtains.

Sam Smith opens his eyes. He raises his hand to rub them. The skin is rubbery white. He opens and closes his right hand, lifting his arm. There isn't any "skin" on the joint by his shoulder, and hydraulic and pneumatic tubing on a mechanoid skeleton is seen beneath.

His eyes widen.

He rips the sheets off and he stares. Sams right arm and shoulder have been synthetically reconstructed. The skin hasn't been given the flesh tone dye, so it is like pale rubber. His chest and stomach are heavily stitched, scarred, and bandaged.

EXT. SMITH HOUSE - DAY

The farmhouse.

Sams SCREAMS float across the farmlands.

INT. SAMS ROOM - SMITH HOUSE - DAY

Sam sits up in bed, shivering in shock.

GENERAL JOHN SMITH rushes to the door. He is a career military officer in his mid fifties, and he watches in son in alarm and relief. He hurries to the bed and puts his arm around his boy. MARY SMITH, Sams mother, runs to the door, nearly bursting into tears when she sees her son awake. She comes over to him and hugs him too.

SAM

Dad, Mom, wha...?

At the door, his teenage sister KAREN SMITH, and his little brother MARK, watch apprehensively. Sam sees them. The family remains there in the bright, dusty farmland sunlight blasting through the window curtains.

INT. KITCHEN - SMITH HOUSE - DAY

The family sits at the table. Sam Smith, his semi-artificial self, pours himself some Corn Flakes. John Smith sits across from him, eyeing him closely. Mary Smith watches her son, and her husband carefully. Karen Smith sort of eyes her brother in sick fascination. The little boy Mark is totally into the new android his bro has. Sam looks at his dad.

SAM

How long have I been...?

JOHN

Two weeks.

SAM

Two weeks? I can't believe this.
Look at me. I'm all rebuilt.
Where's my arm?

JOHN

Sam, I'm...I'm sorry. But...
You're lucky to be alive.

SAM

What happened?

JOHN

What do you remember?

He scratches the back of his ear. There is a small stitched incision, an inch wide, in the rear of his skull. Sam feels it and twitches.

SAM

Not much.

JOHN

That fire spread quick.

SAM

Fire?

SLOW ZOOM in on John. This is difficult for him. His wife watches him hard.

JOHN

There was some kind of equipment malfunction in your ship's electrical system. We're not sure exactly what. They never knew what hit them.

SAM

What are you talking about?

JOHN

The rest are dead.

Sam stares into space, shellshocked.

SAM

Simpson. Avery...My men...

JOHN

I'm sorry son.

JOHN

Do you hurt?

SAM

No, not really. I feel kind of alright.

JOHN

I'm not actually surprised. They used the latest android synthetic technology on you. They say you can't feel the difference. When they finish up You really won't see the difference.

KAREN

Yeah, Sam. It amazing. Your arm and leg, they look like real.

SAM

Why me? How did I make it?

JOHN

There happened to be another ship in the area. It got there in time. They found enough of you to put back together. The rest we...we had to reconstruct.

SAM

Oh boy. Oh boy oh boy.

MARY

Oh Sam we're so happy to see you up and around. Are you alright? We didn't know...

She starts to cry, then stops, dabbing her eye. Sam grips her hand and smiles.

KAREN

You were out for the longest time. We used to sit up nights and watch you, waiting for you to wake up.

Mark is looking at Sams mechanical hand. Sam flexes the white rubber fingers.

MARK

That doesn't hurt?

SAM

No, it doesn't feel like anything. But I can crush your face because I'm robot man.

Cracking a grin, Sam closes his hand around Marks face. The little boy screams and jumps back. Sam smiles at him and ruffles his hair. He raises his eyebrows and looks at his dad.

SAM

So now what?

JOHN

There's been a few changes around here while you were out. When you're feeling up to it, we can take a drive downstairs And I can bring you up to date.

JOHN (Contd)

We need to get the rest of your skin put on. Also, some of the brass wants to talk to you.

SAM

About what? I don't remember anything.

JOHN

Standard operational bullshit. Basic debriefing.

SAM

Sure. Fine. Maybe it'll come back to me.

A flash of anxiety across the faces of his mom and dad. Sam registers it.

JOHN

Don't push yourself too hard, son. You've been through a lot.

SAM

Sure.

EXT. SMITH HOUSE - DAY

The sun burns hot. It doesn't look real. Sam and John Smith leave the house. Sam is getting the feel of walking again. His dad helps him to the pickup truck parked by the mailbox near the road. They climb in.

INT. PICKUP TRUCK - DAY

John sticks the key in the ignition. He turns it over. Sam sits beside him, staring out the window at the rolling farmlands of North Star.

They drive.

EXT. NORTH STAR - DAY

The little pickup truck tools along the main road towards town. Here and there are scattered small farmhouses and silos. A tractor sits in the middle of an open field. The horizon is flat.

INT. PICKUP - DAY

Sam rides along with his father.

SAM
Same old town.

JOHN
Same old town.

SAM
Looks quiet.

The young soldier looks out the window, as the dusty breeze whips his face.

A farmhouse and silo under construction. Construction has stopped.
Farmlands...Then, another farmhouse. Boarded up.

SAM
The Simpson place.

JOHN
The family left.

SAM
Where?

JOHN
Home.

SAM
Home. I remember there.

They drive on.

EXT. NORTH STAR - DAY

The pickup tools down the dirt road into town. The farmlands roll. The sky looks different.

INT. PICKUP - DAY

A flash of pain shoots across John's face.

JOHN
I-I'm sorry, Sam.

SAM
Don't worry about it.
Didn't have anything to do
with you, Dad.

John snaps out of it. He looks at Sam and ruffles his hair.

JOHN

They've been asking about you
in town.

Sam peers out the window. He waves at some girls.

EXT. MAIN STREET - NORTH STAR - DAY

A street just like a thousand in middle America. A grocery store. A church.
A Woolworths. An A&P. A McDonalds.

THREE GIRLS wave at Sam as the pickup peels by. An American flag hangs limp
on a pole.

INT. PICKUP - DAY

Sam gazes distantly out the window. He touches his artificial arm.
He spots another farm, also closed boarded up.

SAM

There's Averys house. Dad, that's all
closed up, too. What's going on here?

JOHN

They moved away, Sam.

SAM

What's been happening since I been gone?

JOHN

Well, there's been increased Military
presence recently.

SAM

What kind of presence?

JOHN

Three shiploads over the last month.
Men. Material. Major reconstruction
downstairs. It's got to do with research.
Weapons research. Maintenance and construction
of North Star has ground to a halt. The funding
has been reappropriated.

SAM

North Star isn't a defense installation.

JOHN

Didn't used to be.

SAM
What's going on?

JOHN
There's been an increased military presence,
that's all. I'm just bringing you up to
date.

John steers the truck into a barn.

He pushes several buttons on a electronic computer on the inside roof of the pickup.

INT. BARN/ELEVATOR - DAY

The inside of the barn is solid steel. A huge elevator. There are glass windows on the side. The pickup truck pulls in.

INT. PICKUP - DAY

John presses a series of buttons on the complex control panel on the roof of the pickup truck.

Through the windshield...The elevator starts to descend.

Sam watches through the windshield.

INT. ELEVATOR - SULACO SPACE STATION

Suddenly through the windows, first the steel runners of the elevator shaft, then the space station reveals itself, all fifty stories of it...

The Pickup Truck sits on the elevator floor as the eye-popping technological accomplishment of the fifty story space station reveals itself through the windows. Massive, half a mile high beams and girders. Floor after floor. Glass windows outside the elevator staring out on the planets and stars. Half completed sections still under construction with futuristic construction equipment, cranes and soldering units, build onto the miles wide space station in the far reaches of space. Fifty story tall air tanks and water tanks lead into a spiderweb of pipes and plumbing feeding up to North Star.

INT. PICKUP - ELEVATOR - SULACO SPACE STATION

Sam watches.

SAM
Same old place.

JOHN
Not quite. You'll see.

The elevator continues to lower with a mechanoid hum.

It stops.

EXT. FORTY FIRST LEVEL - SULACO SPACE STATION

The elevator doors open.

The Pickup Truck drives out. It falls into step with armies of marching U.S. Army soldiers and U.S. Military transport trucks and support vehicles that move like an assembly line through the long, elaborate corridorways.

INT. PICKUP

Sam looks at John.

John looks preoccupied.

SAM
Where we going, Dad?

JOHN
.Debriefing.

John parks the vehicle.

INT. CORRIDOR - SULACO SPACE STATION

Sam and John walk. Numerous MILITARY PERSONNEL walk by, in groups of grey suits. Large, tanklike Military Transport trucks with U.S. Army star insignia on the side move past down the corrugated steel floor of the multi-tiered section of the station.

The General casually salutes a few of the men.

Sam notices they are being watched by men in dark suits with shades. The men gather together and talk quietly, speaking into walkie-talkies.

SAM
Who are those guys?

JOHN
I told you military presence
has increased.

SAM
You weren't shittin'.

They round a corner.

EXT. "SECTOR C"

A huge hydraulic door, fifty feet high, by the wall. The part of the space station is clearly of recent construction. Two MILITARY SENTRYs stand holding rifles at ready stand by the door. Nobody gets in.

As they walk by, Sam looks at it. John seems tense.

SAM
Dad, when has Sector "C"
been closed off?

JOHN
About two weeks ago, Sam.

SAM
Right around the same time as
my accident. What's going on in there?

JOHN
It's classified, son.

Sam seems a little worried as they walk on down the corridor.

A Military Transport truck RUMBLES up and screeches to a halt. SERGEANT CHONG, a short, bullet shaped Japanese officer swings out of the truck. He has a cauliflower, friendly Asian face and he puffs a pipe. Sam cracks a big grin when he sees him. Sergeant Chong smiles wide, clasping Sam's shoulder.

SAM
Hey Mike, how the hell are you?

SERGEANT CHONG
Sam, how the fucking heck are ya?
Jeez it's good ta see ya up and
around. Jeezus John look at him,
he's back in one piece again. I was
sweetin' it there lemme tell ya.

SAM
Man, if it's possible I think you've
gotten uglier. Yeah, I think so.

SERGEANT CHONG
I'd kick your ass, but I don't beat
up on paraplegics, eh?

Sam grins, throwing some fast punches with his good arm.

SAM

Okay chink. One hand. One hand
behind my back. C'mon.

They spar in fun, then embrace.

SERGEANT CHONG

How the fuck are ya? You look
alright.

SAM

Good to be back on my feet.

SERGEANT CHONG

How's the new arm?

SAM

It's going to take some getting
used to. Least I've got one.

SAM

We were going to put some skin on me.
What are you doin'?

The Sergeant puts his arm around Sam.

SERGEANT CHONG

Takin' the skin off ya.

He signals the driver of the truck to move on. The three of them head off down the corridor.

INT. HOSPITAL - SULACO SPACE STATION

A scientific lab operation room set up. White tile walls and highly specialized equipment designed for the construction and repair of androids. Arms, legs, even skinless mechanoid heads are on shelves and tables.

Sam lies bare chested on an operating table. An ANDROID TECHNICIAN in a white smock prosthetically attaches the skin to the raw part of his synthetic arm. John and Sergeant Chong looks on. The Technician seals the flap of rubber flesh and the hydraulic and pneumatic tube mechanoid skeleton. He pats Sam on the shoulder.

ANDROID TECHNICIAN

That about does it. We'll do the coloring
next week, then you'll be good as new.

Sam regards his pale white rubber arm.

SAM
Not too bad.

EXT. RESTAURANT - SULACO SPACE STATION

Sam, John, and Chong bring their trays from the cafeteria and sit at a table in the space station eating area. Special trees and vegetation in multi-leveled tiers. Huge windows look out onto an awesome view of the side of the space station. It is still under construction as massive cranes and spacemen floating outside in space assemble pre-fab pieces of steel. Beyond, lie planets and stars. The restaurant is rather nice, mixing stone and steel and glass in a nice clean eatery.

While they are sitting there, Sam and John look out the window, sipping their coffee. Chong watches Sam, hard emotion on the tough little Sergeant's face.

SERGEANT CHONG
I was real sorry about your boys.
From what I hear it was a freak
accident. Wasn't nothin' you could do.

SAM
Yeah.

SERGEANT CHONG
There wasn't.

JOHN
Here they are.

People approach.

SAM
Who's this?

SERGEANT CHONG
The new kids. The element that has
moved into the neighborhood.

DR. ALICE RAND comes up to the table. She is a highly intelligent looking woman in her late twenties, wearing a Science Officers uniform. She wears thick glasses and radiates an aura of arrogant power. She takes a seat. COLONEL HAROLD SINCLAIR, a thin, corporate looking military officer is with her. Three Suit and Sunglasses MILITARY AGENTS are with them. They don't seem to smile much.

DR. RAND
Hello General.

JOHN
Dr. Alice Rand, this is my son, Sam Smith.
Captain Special Forces.

SAM
Pleased to meet you.

JOHN
Colonel Sinclair. My son Sam.

Sam shakes hands with him.

SAM
Colonel.

COLONEL SINCLAIR
Good to meet you, Sam. I see the
reconstructive surgery went well.
The army did our best. We brought in
our finest reconstructive surgeons.
We had several teams working on you
around the clock.

SAM
Thank you sir. I really appreciate
everything you've done.

COLONEL SINCLAIR
We wanted to ask you a few questions.

SAM
Yes sir.

COLONEL SINCLAIR
About the accident.

SAM
I don't remember anything about
the accident sir. I'm afraid
I have kind of a blank.

COLONEL SINCLAIR
Too bad about your man.

SAM
What happened to their families?

COLONEL SINCLAIR
They've been relocated.

SAM

I would like very much to be able to speak to them, sir. I knew them all personally and it would mean a lot if I was able to talk to them.

COLONEL SINCLAIR

That won't be necessary.

SAM

What do you mean? Why won't it be necessary?

COLONEL SINCLAIR

What I'm saying is Sam we've taken care of all that for you. Probably the best thing is just to leave it behind us and move on.

SAM

With due respect, sir, they were my men and I do wish to speak to the families.

Dr. Rand eyes Sam with something passing for friendliness. She lights a cigarette. John eyes her with a politically restrained disregard. Sam picks that up. There is a funny, awkward moment of silence.

DR. RAND

So, Sam. The accident.

SAM

I said I don't remember much.

DR. RAND

Much?

SAM

The accident.

DR. RAND

You said "much". What exactly do you remember, Sam?

SAM

Excuse me. With due respect, ma'am. This debriefing I believe, is a military priority. Are you military?

DR. RAND

Sort of. Colonel...?

COLONEL SINCLAIR

Let me jump in here. Sam, if I may.
Dr. Rand here is one of the foremost
minds in the area of scientific defense
research and you can feel comfortable
and...lets say...confident in talking to
her as well as us.

DR. RAND

Sam we need to know what you remember
about...the accident.

Sam looks at his father. John seems tense. He keeps it in. Quietly, eyeing
the Doctor and the Colonel, and the uncomfortable Sergeant, and the Suits
with a low key disregard, he speaks softly.

JOHN

What my son said is he doesn't remember
anything.

DR. RAND

But let us h--

JOHN

He doesn't remember anything Doctor.

DR. RAND

Yes General.

They all look at each other. An awkward, uncomfortable relief.

DR. RAND

Well...It's been good meeting you Sam.
We're glad you're well. We'll see you, General.

Dr. Rand, Colonel Sinclair, and the Suits get up from the table. Sergeant
Chong remains at the table with Sam and John.

They watch them walk off.

SERGEANT CHONG

There goes the neighborhood.

EXT. SECTOR "C" - SULACO SPACE STATION

Sam and John Smith round the corner. They stand and watch the Sentries open
the hydraulic gate. The door rides up and a large Military Transport truck pulls
out. Sam lights a cigarette and studies it.

Something falls off the back of the truck. Soldiers move by. Sam walks up and looks.

A black rubber body bag that has ripped open. Several totally slaughtered and eviscerated androids have spilled out. Their arms, faces, and torsos torn to shreds. Sam watches as several Soldiers come by and clean up the mess, putting it into the bag and throwing it in the back of the Military Transport.

The truck is filled with black rubber bags. Sam watches it pull out. He puffs his cigarette.

SAM

What's going on in there, dad?

JOHN

Let's get out of here, son.

They move on.

EXT. BAR - NORTH STAR

The pickup pulls up to a small bar on the edge of town. A few cars and station wagons parked outside. A neon "Budweiser" sign in the window. HONKY TONK MUSIC faintly heard inside. Sam and John Smith push through the door. A power dynamo rises behind the bar, weeds growing here and there.

INT. BAR - NORTH STAR - NIGHT

The two soldiers push through the front door. They walk up to the bar.

The neon Budweiser sign BUZZES on the window. FIVE TERRA FARMERS hang out by the bar, and by the pool table. They are a blue collar bunch, in denim jackets and jeans, beards, long hair, and caps. Cigarette smoke hangs in the air. A jukebox in the corner plays a country tune. BRIGGS the bartender, redneck like the rest, comes over to them.

JOHN

Two Coors.

BRIGGS

Outa Coors. Space shipment didn't come in last month.

SAM

Two Buds then.

BRIGGS

Six dollars.

JOHN

Hello Briggs. Hows the family?

The barman looks at him, unmistakable caution in his eyes.

BRIGGS

They're alive, General. I'd like to keep 'em that way. What's going on downstairs, General?

JOHN

Nothing for you to worry about, Briggs.

Sam, sitting at the bar, looks over his shoulder. Four of Terra Farmers are playing a slow, sinister game of pool. They glare at Sam and John as they pull on their beers and knock the balls into the pockets. Another country song comes on the jukebox. The Bartender nervously leans over the bar to John.

BRIGGS

General, I signed on to this godforsaken barge in space so I could get my family off of earth to someplace safe. Now all I see are Military ships pullin' in and out, and somethin' bein built downstairs. I feel like me and muh family is bein set for somethin'.

JOHN

Briggs. This is John Smith you're talking to and I'm telling you not to worry. This colony in space isn't for defense purposes.

Down the other end of the bar, HARRY AGAR, a big gutted, bearded and drunk Terra Farmer sits huddled over a glass. He looks down his shoulder at them.

AGAR

Bullfuckin'shit.

SAM

You got a problem?

AGAR

Yeah, I got a problem. These guys, they got a problem. Everybody lives on this goddamn shithole town in space got a problem, soldier boy. You're the problem.

SAM

I don't know what you're talking about,
but I do know you're talking to U.S. Army.

AGAR

Hey, soldier boy. I ain't no
army faggot. What are you boys
doin' down there, huh? Six hundred
thousand miles out in space? What
are you building? Gonna blow us up,
huh? Or maybe worse.

SAM

Why don't you just relax?

AGAR

Relax. Relax, soldier boy? Families
of your got men moved out pretty quick
after you got 'em wasted. Those Army
trucks just pulled right up and those
families and their houses was on the
next shuttle out. Like they never existed.

SAM

I don't know about that.

JOHN

They wanted to relocate, that's all.

WILLIE RAY HACKETT, a young, sinewy Terra Farmer at the pool table drives the
ball into a corner pocket. He raises his cue and chalks it, spitting on the
sawdust floor.

WILLIE RAY

I say you're full of shit.
All you soldiers are full of shit.
My Grandad used to live out in
Alamogordo back on earth. Military
moved in. Told them everything was
okay and meanwhile was doin' nuclear
testin'. My Grandaddy died by forty of
cancer from the radiation. You think
we believe your bullshit about nothin'
goin' on down there? What we oughta do
is just kick all your army butts off this
station.

Sam slams down his beer. He gets up off the stool.

SAM

What you oughta do is try.

Three other Terra Farmers move over next to the one by the pool table. They grab pool cues and stand in menacing silhouette, ready to use them.

WILLIE RAY
This is our bar.

The Bartender looks at John, tired and uneasy.

BARTENDER
I don't want any trouble, John.

General Smith looks at the Terra Farmers. He throws back his beer and gets up.

JOHN
Let's go.

AGAR
Hey, Smith...

SAM
What?

AGAR
Talk to Simpson lately?

SAM
Simpson died.

AGAR
I seen him.

SAM
Bullshit.

AGAR
He's around. Hey, Smith. Fill 'er up.
That's what he'll say when you
see him. Fill 'er up. Hah. Hah.

SAM
Let's get the fuck outa here.

John puts his hand on Sam's shoulder. Sam goes with him out the door of the bar.

EXT. BAR - NORTH STAR - NIGHT

Sam and John jump in their pickup. They see the silhouettes of the Terra Farmers standing in the window of the joint, in the glow of the beer sign.

INT. PICKUP - NIGHT

Sam and John are driving back. The windows are rolled down and in the light of two moons, they see the small farms pass by in the fields.

SAM

Dad, look at that.

They look.

Three Military Transport trucks are in the driveway of one of the farms. Soldiers are loading cattle into the rear gate. The headlights shine in the dark.

SAM

That's the Jones place.

Dad, they're taking his livestock.

What the Hell is going here?

John drives, tight lipped.

JOHN

I don't know.

They drive on down the dark country road. Headlight punch them in the face as three more Military Transport trucks come at them from the other direction. The trucks rush past, then are gone.

SAM

They're heading for the elevator.

John stares through the windshield.

JOHN

Let's get some sleep.

He pats Sam on the leg.

JOHN

It's been a long day.

They drive on.

DISSOLVE TO:

EXT. SMITH HOUSE - DAWN

Double sunrise.

The farmhouse and windmill in silhouette against a flaming sky.

INT. ELEVATOR - SPACE STATION

The elevator lowers through the fifty floors.

Sam is riding it.

INT. OFFICE - HOLOGRAPHIC HALL OF RECORDS - SPACE STATION

Sam stands at the counter, speaking with the MILITARY CLERK.

SAM

...On February 12th this year, there were six tapes taken by the crew of the rescue shuttle Tulsa when they boarded the Warship Sulaco. They are probably catalogued under SX512. Series 1 through 9.

MILITARY CLERK

Yes sir. I'll get them right away.

The Clerk goes to a computer screen with a keyboard. He punches in some digits. Stands and waits. There is a BEEPING on the screen.

He returns to Sam.

MILITARY CLERK

Those tapes are classified.
Sorry I can't help you.

SAM

Classified under whose orders?

MILITARY BOOKKEEPER

Dr. Rand, sir.

Sam regards him.

SAM

Thanks, private.

He leaves.

INT. CORRIDOR - SPACE STATION

Sam walks through the corridor. He is being followed. Men in suits with sunglasses and walkie talkies.

Then a Military Transport Truck pulls up beside him. Sergeant Chong chucks him a friendly grin. He waves Sam in.

INT. CAB - TRANSPORT TRUCK

Sam rides along with Sergeant Chong.

SERGEANT CHONG

C'mon Sam, I'll give you a lift back up.

They drive through the huge space station hallway.

The small empty light on the fuel guage flashes on.

SERGEANT CHONG

Shit, bucket of bolts sunofabitch run outa gas on me again. Fuckin' thing should be sold for scrap iron. Ride with me while I get gas.

SAM

Sure.

The squat, bullet headed Sergeant spins the big wheel in his hands.

INT. RAMP - SPACE STATION

The truck lurches down the long ramp, deep into the bowels of the ship.

INT. CAB - TRANSPORT TRUCK

Sam looks around.

SERGEANT CHONG

Nobody gets back here except the mechanics.

The Sergeant drives into a football field sized repair shop. Sam whistles.

INT. REPAIR AREA - SPACE STATION

TITAN CRANE SHOT DOWN ON...

Gigantic cranes, Transport and Military trucks taken apart, piles of parts and mechanical innards, large robotic arms pieces vehicles and construction equipment back together. The truck drives into the titanic maintenance shop. Forklifts hoist broken down vehicles. TWENTY REPAIR MEN works with blowtorches and power drills. Sparks fly. POUNDING and CLANGING fill the air. Smoke and steam wreath the area, making large mechanoid silhouettes in the backlit diffusion. Overhead tractors lift pieces of vehicles a hundred feet into the air, the mechanical clamps traveling across the area in one direction or the other on an elaborate roof monorail system.

The Transport Truck drives through all the men and equipment to a small Gas Depot nestled in the back somewhere.

INT. GAS DEPOT - REPAIR AREA

THE CAMERA GLIDES DOWN with the transport truck as it pulls up to the pumps. A GASMAN stands in grimy overalls beside the pumps. He walks up to the side of the truck and looks in Sams window.

Simpson.

INT. CAB - TRANSPORT TRUCK - GAS DEPOT

Sam does a double take.

Simpson regards Sam with a blank expression.

SERGEANT CHONG
Fill 'er up. High octane.

SAM
Simpson.

SIMPSON
Excuse me?

SAM
It's me. It's Sam.
Don't you recognize me?

Simpson doesn't. He doesn't seem to register much. His eyes are dull.

SAM
Simpson...

SIMPSON
No sir, I'm sorry I don't.

SERGEANT CHONG
Fill it up, Private. I want to get
the fuck out of here.

SIMPSON
Right away.

He leaves and goes to the pump. Sam sits back in his seat, shell-shocked. Like a robot, Simpson walks to the gas pumps and takes off the hose, sticking it in the tank of the truck. He is near Sams window.

SERGEANT CHONG
You know him?

SAM
Me? No.

Sam looks at the side of Simpson's head. There is a stitched incision in his skull, behind the right ear.

Sam's eyes widen. He touches his similar scar behind his ear.

INT. GAS DEPOT - REPAIR AREA

Simpson takes the spigot out of the tank and returns it to the pump. He waves the Transport Truck on. Sergeant Chong drives out.

INT. CAB - TRANSPORT TRUCK

Sam, hiding his horror, stares out the back windshield as Simpson, the lobotomized soldier stands by the pumps, slowly obscured by the steam and smoke of the Repair Area as the truck pull further away from him.

The soldier sits back in his seat, staring straight ahead.

INT. OFFICE - HOLOGRAPHIC HALL OF RECORDS - SPACE STATION

Sam smashes his way through the door and walks up to the desk.

SAM
Get me those tapes. Now, private.

MILITARY CLERK
I told you, those tapes are under class--

Sam grabs the man by the throat and slams him up against the wall. He pulls his Colt .45 and sticks it up the man's nose.

MILITARY CLERK
I don't know anything about this.

SAM
The tapes.

INT. STAGE - HOLOGRAPHIC HALL OF RECORDS - SULACO SPACE STATION

A wide, warehouse-sized stage. Projectors pointing down from the ceiling. Wall of cassettes floor to ceiling. A huge consol. Sam walks swiftly into the room. He moves to the consol and punches the data into the screen.

He sticks the cassette into the slot and hits the button.

BBBBZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZtt. A burst of green laser from the ceiling...

It's the Alien!

A fifteen foot high, 3 D laser recreation of the creature looming over Sam. Sam jumps back, staring wide-eyed up at the green dimensional holograph of the creature, it's snout turning to him. Sam puts his hand through it. The soldier pulls himself together and walks through the fully life-sized figures of his men and him in the holographically recreated freezer chamber of the warship. He sees himself and his soldiers, like laser ghosts, whirl in horror, totally unarmed as the Alien swings down from the rafters and hits them. Sam screams out as he sees the creature's jackhammer jaws pile-drive the recreation of him in the torso, taking his arm and a good part of his ribcage with it. Sam is splattered with green holographic blood.

THE CAMERA PUSHES IN TO AN TIGHT CLOSE UP OF SAM'S FACE as his face contorts in anguish he watches the monster tear his men to pieces, ripping them limb from limb in a greenish slaughterhouse, their faces screaming in total silence, which makes it worse.

Sam staggers to the console and pushes the stop button. BBBZZZZZZZZZZZZtt. The lasers cut off and the room is plunged into darkness. Sam stands alone in the empty holographic chamber. He puts his face in his hands and weeps.

EXT. CATTLE PEN - SMITH HOUSE - NORTH STAR - NIGHT

Sam stands alone by the cattle pen, staring off alone into the rolling farmlands. The stars twinkle. Two moons hang in the sky, in the distant reaches of space.

A lonely wind whips up, blowing Sam's clothes about him as he stands gazing into the night. The door to his house and John Smith stands in silhouette in b.g., framed in the lights of the kitchen. He comes up behind his son. Sam just leans against the fence. John Smith is wearing his General's uniform.

JOHN

What is it?

SAM

Why didn't you tell me?

JOHN

What do you mean?

SAM

What happened to it?

JOHN

To what?

Sam faces his father.

SAM

To that fucking thing that
ripped me in half and wasted
my men.

John sighs. He leans against the fence and lights a cigarette. His son
doesn't take his eyes off him.

JOHN

You know, I don't always agree
with the military, or...like what
I sometimes have to do. I wanted
North Star and this station to be
a life support system in space.
I didn't want it to be a place where
we would be...But I have a job Sam.
I'm here to do my job.

SAM

Dad. Why didn't you tell me?

JOHN

To protect you.

SAM

That's a lot of shit.

JOHN

It was for your own good, Sam.
There's a lot of things on this
station that have been taken out
of my hands, but not my family.

SAM

I'M YOUR OWN SON, AND YOU LIED TO ME!

JOHN

THEY WOULD HAVE KILLED YOU, SAM!
OR THEY WOULD HAVE LOBOTOMIZED YOU
LIKE THEY DID THAT SIMPSON BOY!
HOW COULD I PUT YOU AT THAT RISK
BY TELLING YOU! You're my son, and
I've done everything I could to protect
you. I couldn't tell you what happened
out there...because I couldn't be sure
you'd be safe then.

He puts his hand on his sons shoulder.

JOHN

I hope you can understand. I hope
you don't judge me too hard.
I really hope that.

John Smith, looking hunched and older, turns and walks back into the house. Then the sound of the car in driveway. Sam watches as John's car travels off down the dirt road towards town.

Sam leans against the fence, looking out at the cattle, looking out at the rolling farmlands, watching the distant, twinkling lights of North Star against the stars in the sky and the two moons.

Then he sees the Transport Truck.

The vehicle lumbers down the dirt road and pulls into the driveway of the Browns farm across the way. The big military truck slams to a stop by the pig pen. Sam watches, absently lighting a cigarette as he sees the MILITARY TRUCK DRIVER jump out and go to the pen, where thirty ugly pigs root about. Under the cover of night, BROWN comes out of his house and starts helping the Truck Driver load fifteen pigs into the rear gate. Sam stays out of sight, watching carefully.

TRUCK DRIVER

Next stop, Sector "C".

BROWN

The papers are inside.

The two men walk inside the house.

Sam crawls through his fence. He hurries across the small field to where the Transport Truck is parked. He clambers through the back gate into the hold where all the pigs are stowed.

EXT. BROWN HOUSE - NORTH STAR - NIGHT

The Transport Trucks headlights punch the night as it pulls out of the driveway, lumbering off down the main road in clouds of dusty dirt.

INT. BACK GATE - TRANSPORT TRUCK - NIGHT

Sam is scrunched between fifteen filthy, noisy hogs. He wrinkles his nose and stays down. He feels the truck BUMPING down the road.

EXT. ELEVATOR BARN - NORTH STAR - NIGHT

The military vehicle drives up to the electronic door of the barn. The lights of the town of North Star are in the distance. The electric door opens and the truck drives in.

INT. ELEVATOR - NIGHT

Descending with it's ELECTRIC HUM. The Truck inside.

INT. BACK GATE - TRANSPORT TRUCK - NIGHT

Sam huddles with the hogs, his eyes and ears alert. He is covered with mud and shit. He feels the elevator stop. He feels the Truck move.

INT. HYDRAULIC GATE - "SECTOR C" - NIGHT

The two SENTRYs stand duty, holding automatic weapons.

The Transport Truck pulls up to the gate. The Sentrys walk up to the windows. The Truck Driver hands them his authorization.

TRUCK DRIVER

Livestock.

The soldiers tread to the rear gate of the Truck. They open the gate. The Sentrys shine flashlights into the hold where the pigs are stowed.

INT. BACK GATE - TRANSPORT TRUCK - NIGHT

The flashlight flares off the CAMERA as the blackened shape of Sam huddles within the silhouettes of the pigs as the flashlight passes across them. The gate to the Truck is closed and he is again in total darkness.

EXT. HYDRAULIC GATE - "SECTOR C" - NIGHT

The soldiers look over the Truck, hands on their weapons. The Sentrys open the huge hydraulic gate. They wave the truck through.

The Transport Truck drives into Sector "C", taking Sam with it.

INT. BACK GATE - TRANSPORT TRUCK - NIGHT

Sam crouches down with the OINKING pigs. He hears the wheels of the truck rolling on a metal surface. He feels the vehicle make several turns. It seems to drive forever. Then it stops. He hears a MECHANICAL DOOR OPENING.

He feels the Truck pull in. Then stop. Then he feels the back gate floor of the Transport Truck lifting like the rear of a dump truck. The back gate opens into darkness. He is sliding with the terrified, panic-stricken pigs out of the truck.

INT. CHUTE - "SECTOR C" - NIGHT

Sam tumbles head over heels with fifteen fat, rolling pigs down a stained, stainless steel shaft in almost total darkness. They all slide together.

INT. BREEDING ROOM - "SECTOR C" - NIGHT

Black as hell.

Sam hits something soft. So do the pigs. Straw. We don't see anything.

We hear it...

ANIMAL SCREAMS. DOG HOWLS. CAT SQUALLS. PIG SQUEALS. The air is ripped with the horrifying din of hundreds of shrieking animals. And the SOUND OF RIPPING FLESH. Sam reaches into his pocket and brings out his lighter.

He flicks a flame.

In the light of the flame, a foot from him, a pig with a Face Hugger on it, it's hooves shaking spasmodically on the ground. Sam jumps in shock. He drops his lighter. The flame hits the straw. Fire leaps. Glimmering firelight begins to reveal the room he is.

There are animal cages everywhere, stacked on top of each other. There are animal pens here and there in a big, steel beamed warehouse space. The floor is covered with straw and wet with blood and guts. Near him, the belly of a pig ruptures and chest burster smashes out in a sickening spray of intestines. The Pig Alien has the wide torso, tiny head, and little legs of a pig.

Sam hears something SCUTTLE behind him. He whirls to see a Face Hugger running for him. He leaps up onto one of the cages just as the thing flies through the air with a punch of its whiplash tail. It hits a pig in the face instead. Sam lands hard and feet on the bars of the cage and looks through the bars to see...

A Pit Bull dog struggling on the ground as it's ribs explode out its stomach and a Dog Alien tugs itself out. The Dog Alien leaps right for Sam's face and he jumps onto another cage just as the Pit Bull-like jaws lock on the bars.

Now ten or more Face Huggers are scrambling across the gore-splattered straw floor for Sam. They want his ass. Sam clambers onto another cage. The fires are now consuming the straw on the floor and the whole place is becoming revealed in the light of the flames. It looks like something straight out of hell as the fire glints off the metal walls and the bars of the cages.

Within, the Dog Aliens, and Cat Aliens, and Chicken Aliens scramble about, hissing and biting in fury. The pigs move about in a raw panic as Face Huggers leap out of dark corners and attach themselves to their faces, jamming tendrils in their snouts. Sam climbs up the cages as Face Hugger leaps up at him.

The overhead sprinklers come on.

Water surges over the room in a big spray, dousing the fires and bathing the Aliens in water.

Soaking wet, Sam climbs up to one of the big air vents in the ceiling. He pulls the grating off and clambers inside.

INT. AIR VENT - "SECTOR C" - NIGHT

The soldier lies on his back in the warm vent, gasping for air, recovering from the horror. He pushes the grate back on and looks down on the breeding room as the sprinklers put the fire out. Soon it is black. Sam hears SOUNDS in the vent, from other openings in and around the Sector. He hears voices. Trucks. People moving.

Sam crawls on his belly across the metal sheeting, his hair blown in the warm wind. Soon he comes to another grating. He peers through it.

SAM'S P.O.V.: A locker room. A shower stall. White scientific smocks hung up on the wall. Sterile clothing. RUSS and LAUREN, two scientists, are kissing heavily and feeling each other up. He has his hand under her bra.

RUSS

C'mon baby, let's use the anti-gravity room. Let's do it floating in space.

LAUREN

Okay. C'mon, lets go.

Hands all over each other, they breathlessly move through another door, leaving the room empty. Sam quietly dislodges the grate.

INT. LOCKER ROOM - "SECTOR C"

Sam jumps down. He quickly strips and hurls his clothes into a trash bin. Sam gets in the shower and turns it on.

EXT. CORRIDOR - "SECTOR C"

THREE SCIENCE PERSONNEL go in the door to the locker room. Sam walks out just as they walk in, fully dressed in a white smock and pants. He nods to them and they nod to him.

THE CAMERA TRACKS with Sam as he walks down the top secret military sector. The walls and floor are of high density corrugated steel. Cameras are mounted on the cieling. Big military Trucks RUMBLE through the corridor. Rows of MILITARY BRASS and SPECIAL FORCES SOLDIERS walk past in lines of grey. Their boots clank on the ground. Bunches of SCIENCE OFFICERS walk through the corridor in a grey line. Something is happening...

Sam sees a big, floor to cieling window. Inside, there are multiple glass cubicles.

EXT. LAB - SECTOR "C"

Sam walks up to the window looking into other windows in a series of lab cubicles under the sterile, antiseptic glare of flourescents.

John Smith sits on a cot with his shirt sleeve rolled up. Dr. Rand stands in front of a small army of scientists and military people.

Dr. Rand administers him an injection from a heavy-duty hypodermic gun.

John Smith nods, excitement and real dread in his eyes. Sam cannot hear what they are saying. They all get up and leave the room. Secretively, Sam slips into--

INT. LAB - SECTOR "C"

The soldier looks around. Tables with microscopes. Racks of test tubes. Large blackboards with complex genetic fusion and gene splicing formulations on them. Sam sees TWENTY SCIENCE PERSONNEL peering through the microscopes. The soldier walks up and peers through one of the microscopes.

MICROSCOPE P.O.V.: It looks like war. Black, biting cells of some unknown origin are chewing away and eating up the red blood cells on the slide. It is an unsettling sight.

Sam moves away from the microscope, really uneasy. He looks up and sees a large number of Scientists and Military types milling into a lecture room.

INT. LECTURE ROOM - "SECTOR C"

Sam watches from behind the window. Dr. Rand is in front of a blackboard. There is a screen, and a projector. She is facing Smith and the Scientists.

DR. RAND

...This organism, on a cellular, even a molecular level, is purely and totally predatory. We have never encountered an organism that had its characteristics... or its potential. To survive, this cell

DR. RAND (Contd)

attacks, and assimilates the cells of whatever it encounters. In this manner, it takes on the form of what it kills. But this is what is most interesting...Gentlemen, I put to you that this organism, this cell, can assimilate not only with organic matter, but with inorganic matter. Please watch...

The lights dim.

The projector rolls. On the screen, a solid, metallic molecule. Also, the black, armoured, alien cell. The Alien cell attacks and absorbs the other molecule, becoming one, steely, armoured thing.

The lights come up. Dr. Rand wears a small smile.

DR. RAND

That was metal.

A hush.

DR. RAND

The DNA structure here doesn't screw around. Gentlemen, do you realize what we have here? Do you realize the potential we can use it for? Imagine a living, organic jet fighter, or an Alien tank.

Sam, shuddering, listens in. Dr. Rand looks at her watch.

DR. RAND

We're all going to be late.

INT. CORRIDOR - "SECTOR C"

They walk out into the corridor. A large number of Military Personnel and Scientists are milling through the hall, into a large door. Sam secretly follows them inside.

INT. ARENA - "SECTOR C"

Sam follows John into a basketball court-sized room. The ceilings are fifty feet high. Metal corrugated walls and a sheet steel floor. There are large opening doors built into the roof, now closed. There are more than a hundred folding chairs on the floor and they are filled to capacity with MILITARY BRASS and SCIENCE OFFICERS. MUFFLED TALK reverberates around the room. They all take their seats.

John sees Sam. Sam sucks wind.

John looks away, his face expressionless. Sergeant Chong is with him.

The room quiets.

Dr. Rand walks out onto the floor. She holds a microphone in her hands. The woman doctor smiles out at the military establishment in the seats, her face flushed with power and adrenalin. She speaks confidently into the mike.

DR. RAND

Hello, ladies and gentlemen.
What you are about to see, is
history. All of our work over
the last three months, ten years
of research has gone into what
you are about to see now. A new
soldier, ladies and gentlemen, one
that can be fully controlled, and
bred in a controlled environment.
A living war machine utterly violent
and utterly effective. One that until
now, couldn't be controlled. Until now.
Drop it.

There is a HUM in the ceiling and all eyes turn up. There are gasps and muffled cries of fright from the audience. Dr. Rand watches the crowd with a small, smug smile on her face.

The Alien is lowered on massive hydraulic clamps that pin it's arms and legs to its insectile skeletal torso. It's greenish, black armour plated chest is firmly restrained. It's pronged, spinalike tail is held in another clamp. The creature moves it's snout around, it's first set of mettalic teeth opening and closing and releasing drools of vasilinelike saliva. Its black, lifeless eyes study the people down below as the hydraulic clamp system lowers the Alien to the floor, it's feet touching steel.

The people in the audience are paralyzed. The airlock doors are closed.

DR. RAND

Relax ladies and gentlemen.
I assure you the Alien is
completely restrained. But your
concerns are valid. The Alien is a
killing machine, nearly indestructable
and totaly predatory. I wouldn't
want to be you if you were Russians
and we released an army of the things
by airdrop into Moscow.

She laughs. The audience tries to laugh. Nervously.

DR. RAND

Which is, you see, what the potential is.
But, what we have done here in "Sector C"
is taken things one step further.
We have trained it. Ladies and gentlemen,
We have trained this monster like it was
a domestic pet. It responds to commands.
It does as it is told. It cooperates.
What you are looking at, ladies and gentlemen,
is the soldier of the future. Release it.

HUMMMM. CLICKICK. The massive metal clamps restraining the Alien pull apart
and retract into the ceiling. The Alien stands there.

The audience panics. They almost leave their chairs. Dr. Rand puts out her hand.

DR. RAND

Please stay in your seats,
ladies and gentlemen. I assure
you that you have nothing whatsoever
to fear. Observe.

Dr. Rand holds the microphone in one hand and walks slowly, confidently, step
by step up to the Alien. The armoured, insectile creature towers fifteen
feet, looming over her. Drool dribbles from its jaws as it eyes her.

Dr. Rand walks up to it. She reaches up her hand. She touches the Aliens
snout and pets it gently. The Alien doesn't do anything, it's head hardly moves.

A gasp goes up from the audience.

With an arrogant grin, Dr. Rand turns to the audience. Her back is to the Alien.

DR. RAND

See what I told you? Tame as a
kitten.

The Aliens first set of jaws open, piledriver jaws jackhammering the
back of Dr. Rands head, exploding it off her shoulders in a shower of meat.
Her decapitated, spurting body collapses to the floor.

The Alien attacks.

The audience screams and runs for their lives. They hammer the airlock buttons
and the big doors hiss open as the beast wades into the mob of people trampling
one another, tearing them limb from limb. Fire hydrant geysers of blood.

Red lights flash in the arena as the alarm starts going off.

Some of the soldiers draw their weapons, but they can't see the Alien through
the crowd. Sam and John Smith are separated as twenty five of the fifty
people in the room squeeze their way through the airlock door.

The door slides shut, trapping thirty people inside the arena.

INT. MAIN AREA - "SECTOR C"

The twenty five soldiers and scientists try to make it out the door in a human stampede. Red swirling alarm lights on the roof paint their faces in strobes of red. Sam pushes through the crowd as they run for their lives. He is looking for John Smith.

SAM
DAD! DAD! DAD!

He realizes Sam didn't make it through the doors. He turns pale as he walks to the airlock door and touches the thick steel plates.

INT. ARENA - "SECTOR C"

CLOSE UP of General Smith squeezed against the airlock door. Blood like from an airhose splashes his face and uniform as he stares at something o.s.. Shadows play across his face and the wall. Fifteen foot shadows of an Alien ripping human after human limb from limb, body parts in shadow from the red alarm lights. This is Hell. John Smith covers his face and sinks to the floor.

INT. MAIN AREA - "SECTOR C"

Pandemonium in Sector "C". ALARMS are going off everywhere. Red lights flash on and off. Scientists and Lab Personnel are running out of the labs and offices into the main area to see what's going on. A thirty man army of Special Forces Troops drive into the area in a huge military carrier.

Sam helps some of the people to their feet. Everybody is screaming and crying and yelling. The young soldier pulls his .45 out of his belt and FIRES a few rounds in the air.

The Green Berets come over to him.

SPECIAL FORCES #1
What the hell's going on here?

SAM
That monster you guys have been keeping got loose in there. There's at least thirty people that didn't make it out. My father is one of them.

A young Special Forces Soldier walks up, face sweating.

SPECIAL FORCES #2

Sir, Colonel Winner is in there.
He didn't make it out with us.

SAM

I'm Sam Smith. Captain Special Forces.
I think I'm the ranking officer here.

He flashes the I.D. card in his wallet. The Special Forces team surrounds him.

SAM

I think it's pretty simple. We have
to kill that monster and get everybody
the fuck out. First thing is I want
all non military personnel down here
evacuated and sent up to North Star.
Keep things quiet. Put them in the
Military barracks. We don't want people
to panic yet.

Several of the Special Forces men hurry off and begin shepharding all of
the Science Personnel and non come onto the back of transports. Other
transports pull in and the soldiers load the people on.

SPECIAL FORCES #3

How many are alive in there?

SAM

I don't know. Things happened fast.
We have to get our hands on all the
firepower we can and blow that fucker to
grease. Is there any video access to that
room?

SPECIAL FORCES #1

Yes sir. In security.

INT. SECURITY ROOM - "SECTOR C"

Sam heaves a chair through the window and it shatters in an explosion of the
glass. He and the Special Forces men climb through the window into the room.
There is a bank of video consols on the walls, with camera coverage of all
the rooms.

They all stare.

There are three screens revealing the arena. The bowels of Hell.

SAM

Jesusfuckingchrist.

On the black and white screen, the Alien is weaving huge, suspension bridgelike cocoon all over the warehouse area. Thirty people, half mutilated or dead are spun into the cocoon. The fifteen foot Alien looks like a weavewoman with the tender care it takes in building its nest.

Sam operates a joystick on the controls. The TV camera zooms in and pans to reveal tortured, slimed faces in the thick tendrils of cocoon from floor to ceiling. Some are already beginning to reform...

SAM

Oh my God, it's breeding itself.

Then Sam quickly adjusts the camera. The screen shows John Smith huddling beneath a pile of corpses. Sergeant Chong is alive and hiding under the slaughtered bodies too, small and out of sight in the corner of the arena.

SAM

Dad.

Sam adjusts the joystick.

The screen is suddenly filled with the face of the Alien. The creatures first set of jaws open, filling the b&w screen. The second piledriver set hits the screen and the picture goes static.

The young soldier whirls to the others.

SAM

We've gotta get them out.

SPECIAL FORCES #1

That door is heavily reinforced.
We'll have to get one of the construction trucks and smash it down. That'll take a little time.

SAM

They don't have much time. Get some men down to Maintenance and get the truck. I'm going to go in through the air shaft. That's how I got in in the first place.

They move out of the room. THE HANDHELD CAMERA hurries with them as they head into--

INT. MAIN AREA - SECTOR "C"

SPECIAL FORCES #1

Broderick and Hanson. Go down to Maintenance

SPECIAL FORCES #1
and bring back a wrecker.

The two Special Forces soldiers hurry off down the corridor. All around Sector "C" red siren lights are flashing and people run in every direction as the Special Forces troops hustle the Scientists and non coms onto the back of large Transport trucks.

They all walk up to the massive airlock door to the arena.

SAM
Is there any other way in or
out of there except through here.

SPECIAL FORCES #1
No, sir.

SAM
Well, at least we're keeping those things in.
You and you. C'mon.

Sam grabs two Special Forces soldiers and they rush off to the air vent in the wall.

SPECIAL FORCES #1
Hey, Captain.

Sam stops.

SPECIAL FORCES #1
Those things bite.

SAM
I'll be back.

Sam and disengages the air vent grating. He heaves himself up into the air grate. with the soldiers in tow.

INT. ARENA - "SECTOR C"

The Alien sits like a drunken giant in the corner, slowly dying, it's huge armoured anatomy slowly disappating. It's snout sinks lower to its chest. The room is spun with cocoon. The full hundred yards square and fifty foot high room is latticeworked with suspension bridges of otherworldly, white, iron hard spun.

Then there are the bodies. Some alive, some dead, all mutilated and in various stages of transformation. Faces hang suspended twenty feet up, contorted in in the anguish of a birth phase beyond imagination. Blood like a lake covers the floor. The hideous screams and moans of the scientists and soldiers spun into the cocoons echoes eerily around the recesses of the chamber.

The Alien is dying. It's armour is drying. Its teeth open and close. It's snout begins to fall towards its chest.

John Smith gasps for breath. He almost doesn't dare breathe. He leans by the airlock door surveying the scene of unspeakable horror. He is hidden from the huge Aliens view by a bridge of cocoon like cotton metal through the room. He doesn't move a muscle.

Sergeant Chong huddles with him, eyeing him. He whispers.

SERGEANT CHONG

How the fuck we gonna get outa this one,
Johnnie?

INT. AIR VENT - "SECTOR C"

Sam crawls through the narrow, aluminum shaft. His face is laced with sweat. The Special Forces soldiers crawl behind him. They cling to their rifles. They crawl on their bellies through the air vent until they hears the sounds.

Those sounds...

Sam peers through the grating and carefully, carefully dislodges it. He stares down at the horrible sight.

SAM

We see you.

INT. ARENA - "SECTOR C"

John Smith turns his head. RACK FOCUS to show the open grate of the air vent. He sees his son. He is grey and clammy in color but he catches his breath. He taps Sergeant Chong. They exchange a glance.

And they begin to move...

The Alien is now near dead, but it remains blood-splattered and formidable as it huddles by the wall. Its snout slowly nods. The General crawls carefully on his hands and knees below the hideous human remains wrapped in the cocoons. John Smith winces as he is splatted with blood as an Alien leg erupts in bone and guts from one of the cocooned scientists.

He moves, frigid with horror, on.

INT. AIR VENT - "SECTOR C"

Sam stays down. He sees his dad now.

The young soldier leans out again and grabs Sergeant Chong, dragging him into the vent.

INT. AIR VENT - SECTOR "C"

Sam pulls the man through the vent.

Seconds later, the big Alien jams it's snout through the grate. Sam and John duck out of the way as the huge face pushes through the grate, getting stuck. It's piledriver jaws punch through its first set of teeth and go at them, snapping. They squeeze safely away.

Sam grabs a grenade from his belt. He bites out the pin.

SAM
Breakfast of champions.

He chucks the grenade into the Aliens mouth. The creature swallows it. KRAKA-KABOOOOOOOOOOOM! It gets it's head blown off.

INT. ARENA - "SECTOR C"

The headless Alien corpse falls backwards into the cocoon latticework. Now thirty, forty Aliens are busting forth from their molting shells.

INT. AIR VENT - "SECTOR C"

Sam and John Smith hug.

SAM
You okay?

JOHN
I'm okay.

SAM
We gotta get out of here.
Lets go boys.

The Special Forces team clamber back through the air vent.

JOHN
My God. Those men and women.
They're all dead and they died
screaming. Their families.
What have we done?

SAM
Dad...

JOHN
I know.

They look at each other in fear. They all climb out of the air vent.

EXT. NORTH STAR - NIGHT

Real quiet.

The ground tremors.

The lights of the small town go off. The lights flicker on again.

EXT. ELEVATOR - NORTH STAR - NIGHT

The barn doors slide open. Four transport trucks loaded with noncons from the underground pull out, RUMELING OFF down the dirt road.

EXT. MAIN STREET - NORTH STAR - NIGHT

The trucks with their headlights hurtle through the Main Street. Terra Farmers on the sidewalks watch the terrified Scientist faces in the back of the trucks as they rush through town.

The earth shakes.

The traffic signal flashes red, then yellow, then green. Then red. Then green. Then red. Two cars nearly collide at the intersection. The Terra Farmers get out, Briggs and HANK DAWSON, and they both have the same fear on their faces.

HANK
What the hell's goin' on down there, Briggs?

BRIGGS
I dunno, Hank, but somethin' sure is.

The trucks are gone.

INT. KITCHEN - SMITH HOUSE - NIGHT

The Smiths huddle at the table. The lights go off. They come on again.

MARY
You guys want to play checkers?
We could watch TV.

KAREN
Mom.

MARK
Mommy.

MARY
You want some cocoa?

KAREN
Where's Daddy?

MARK
Where's Sam?

Fear is written on their features. Mary hugs her children.

MARY
It's going to be alright.

Plaster falls on table as the house shakes, then is still.

EXT. MILITARY AND SCIENTIFIC COMPOUND - NORTH STAR - NIGHT

Somewhere out in the middle of the corn fields lies a large housing complex...
The four Trucks drive down the road and pull up to the gate.

INT. MILITARY AND SCIENTIFIC COMPOUND - NORTH STAR - NIGHT

The Trucks enter into the compound parking lot. The Scientists scramble off the back of the vehicles. SCIENCE PERSONNEL FAMILY MEMBERS, some of them half-dressed, leave their apartments and run up to their husbands and wives, that are clambering out of the trucks, not looking too good.

PUSH IN SHOT as the PFC CHARLES, who headed the truck team walks up to ARMY CORP OF ENGINEERS CAPTAIN WILKES, who is still in his robe.

CAPTAIN WILKES
What the hell is going on?

PFC CHARLES
There's a problem in the underground, sir.

The Captain looks up.

CAPTAIN WILKES
Looks like there's a problem up here, too.

The PFC looks where he is looking.

EXT. MILITARY AND SCIENTIFIC COMPOUND - NORTH STAR - NIGHT

Ten Pickup Trucks and Family Wagons have pulled up in front of the night shrouded compound. Two dozen Terra Farmers, dressed in denims and boots are climbing out. They walk up to the gate.

BRIGGS

We want to know what the fuck is going on down there.

Captain Wilkes holds up his open palms.

CAPTAIN WILKES

We're not sure. The best thing for all of to do is relax.

BRIGGS

You Goddamn army boys been fuckin' with us for the last time!!! We--!

That is when they feel the ground shake beneath their feet. It is a small tremor, but the lights go off for a few seconds, and when they come back on, everybodys face is pale.

INT. MAIN AREA - SECTOR "C"

The red lights and alarms are still going off. The area has been cleared of non coms. The army of Special Forces troops stands by the door.. Sam, John, and the two other Soldiers climb out of the vent.

They hear the ENGINE and they see the Wrecker. A twenty foot tall, all purpose construction vehicle, with man-high tires, and a bulldozer shovel drives in and pulls up by the door.

SAM

EVERYBODY ON! WE'RE GOING IN!
SHOOT ANYTHING THAT MOVES!

John Smith grabs a rifle too. Twenty five Green Berets climb up into the cab, onto the back, or onto the top of the Truck.

INT. CAB - WRECKER

Sam holds up his rifle with its grenade launcher. Through the windshield of the cab sits the door to the arena. The Special Forces Soldier behind the wheel looks at Sam.

SAM

Let's go.

The Green Beret jams his foot down on the gas, driving straight at the hydraulic door.

INT. AIRLOCK - "SECTOR C"

FILMED IN SLOW MOTION: The Wrecker battering rams the door, ripping it asunder into a hulk of metal. The vehicle smashes on through into the Arena. The Special Forces troops hang on.

INT. ARENA - SECTOR "C"

The truck stops. The twenty five Green Berets hit the ground with their guns at ready. Sam Smith hoists his machine gun. His squad of Special Forces holds their hi-tech weaponry at ready. Sweat beading his features, Sam looks at the soldiers as they face...

Nothing.

No Aliens. The remnants of the cocoons hang ruptured and empty.

SAM

What the fuck...?

The Soldiers walk through the hanging, dangling shorn sections of white cocoon. Blood and slime drips off the ironlike cotton substance. There are pieces of bones and sections of uniform here and there. Sam keeps his gun by his face.

Then they see it.

There is a massive hole in the wall. DOLLY IN on Sam as the horrified realization melts his face.

SAM

Oh no.

INT. ZERO GRAVITY CHAMBER - SECTOR "C"

A set of panties float in the air.

Two naked bodies, slick with sweat, floating and thrusting in the anti-gravity room. Russ massages Terrys breasts, fingering her hard nipples, her body wrapped around his. As they float in the room, he turns her over and puts his head between her legs. She wraps her soft thighs around his face.

LAUREN

OH YES!

She goes down on him, too, her head bobbing between his legs.

RUSS
C'MON BABY OH JEESUU--!

Her legs are wrap around his back and plunges into her, pressing her face to his as their tongues meet, their two perspiration slick bodies revolving upside down, suspended in zero gravity, stars and space seen through the window of the room.

LAUREN
OH! UH-HUH!

He slides out of her and turns her over in the weightless space, taking her from behind, his hands squeezing her flushed, jiggling tits as he slams into her, her wide, soft buttocks slapping his waist.

LAURIE
BABY IT FEELS SSOOO GOOO--!
OOOHHHHYEEEEESSSSS!!!

RUSS
OH YEAH OHYEAH!!!

Russ turns her over as they are both about to come. She straddles him and they thrust desperately, revolving in the air, their bodies shivering in orgasm.

He shuts his eyes and grits his teeth.

She throws her head back and cries out.

He opens his eyes and his guts come out his mouth. The huge, thick, slimy tail rips through his torso and smashes out Laurens chest, taking her ribcage, intestines and left tit with it. Their eyes are rolled up in their sockets and the mutilated corpses are flung off the tail.

Three Aliens crawl through the floating blood and guts towards the airlock door. More follow. An armoured slew of crawling monsters.

INT. ARENA - SECTOR "C"

Sam holds his machine gun up. He looks at all the other sweaty, perspiring faces in the warehouse room.

SAM
Let's get out of here.

They begin to retreat. Walking through the hanging shreds of cocoon, they hear the SCUTTLING SOUNDS coming from below them, from above them, from either side of them.

JOHN
They're in the walls.

SAM

Nice 'n easy.

The thirty Green Berets move through the flashing red light of the Arena.
The SIREN bleats in their ears.

SERGEANT CHONG

What do we do, sir?

SAM

We get the fuck out of here is what we do.

Their feet tread through guts and slime in pools on the floor.

COLONEL SINCLAIR

H-haeallipp m-mee. P-please....

Sam and the rest turn to look. A horrible halfway transformed Colonel Sinclair is all sewn up in cocoon substance, his arms and legs molted mostly away. He realizes he is turning into one of those things. His face is torn as much with terror as hideous agony.

COLONEL SINCLAIR

K-kddk---iiiii mmmmm-----
 mmmmaaauihhhhhrrrrrseerrruuff
 ggggggcccccc.....!

John Smith hits him with a douse of flame from the flamethrower blowtorch. The charred crisped remains of the Colonel slowly smoulder in the blackened, burning cocoon.

SAM

Let's get out of here.

The SCUTTLE SOUNDS are everywhere. The Green Berets move through the door.

INT. MAIN AREA - SECTOR "C"

The men move into the huge, evacuated Science military area. TRACKING SHOT as they pass the glass offices and laboratories. They hold their flame throwers machine guns and grenade launchers. Their eyes move back and forth in the low, sinister flashing red emergency light.

SAM

Where the fuck are they?

OOOORRRRAAAAAASSSSSSSSHHHHNNNNNNKKKK!!

Up from the floor, they came.

Erupting through the floor gratings like some armoured vegetation, the Aliens burst up, their claws and snouts tearing into the Special Forces troops like red meat.

SSMMMMMMMMASSSSSSSHHHH!!!!

Through the walls and down from the ceilings they drop. Like the room became alive with Aliens, the contagion attacks the Green Berets and starts tearing them to pieces. Blood sprays everywhere. Limbs fly. Soldiers OPEN FIRE but the creatures are everywhere and it is difficult to aim. John grabs Sam and they clamber through the airlock into the next airlock. Sergeant Chong holds his machine gun in one arm, SHOOTING the Aliens to smithereens as he helps the rest of his Soldiers into the next airlock. They almost all get through as the airlock door HISSES shut.

SAM
MOVE IT!!! THERE'S TOO MANY!!!
INTO THE AIRLOCK!!! MOVE!!

INT. AIRLOCK #2 - SECTOR "C"

The soldiers are now running for it. They reach the next airlock door and knock it open. Sergeant Chong champs his pipe. He pushes John and Sam through, then shoves most of the men through after them.

SERGEANT CHONG
C'MON! C'MON! GO! GO!

Then they hear the first boom.

The metal begins to buckle on the door.

BOOM. BOOOM. BOOOM.

Sergeant Chong shoves John, Sam, and the others through the airlock door. The door hisses shut. The Special Forces officer hoists his machine gun and grenade launcher and raises it at the door. The ten other Green Berets hunker down, engaging their grenade bolts, raising their machine guns and rifles and high-caliber handguns, some of them dropping to one knee.

Cocking the grenade engage bolt on his rifle, the Sergeant champs on his pipe.

SERGEANT CHONG
Alright girls, lets earn our pay.

BOOOM! BOOOM! BOOOM! BOOM!

The other airlock door is caving in, bending inward. A huge hole tears in it. Fifteen armoured Aliens come squeezing, scrambling through caved in door. The creatures come scuttling at them through the darkness like a subway train.

The Jap Sarge pulls the trigger. All the soldiers do. Grenades, machine gun tracers, and shotguns blasts strobe the hallway.

BAKAKAKAKAKAKABABABABABAKKKKKKOOOOOOOOOOOOOOOOOOOOOOO!!!! SPPPPRRRRRAAAAAATTTTTZZZZ!
The first flank of Aliens disintegrate in a hideous insectile ROAR of agony, clouds of smoke and eruptions of acid.

The soldiers uncover their faces.

Then they see the SIZZLING SMOKE of the acid splattering the thick metal walls of the airlock. It is eating its way through the wall in bubbling haste.

The pipe drops from the Sergeants mouth.

SERGEANT CHONG

Holy shit.

The Green Berets runs for the airlock door.

A red warning sign flashes on a cieling monitor. A KLAXON HONKS. It reads, "Hull Breached".

A huge hole melts in the wall. Space black and empty through the hole.

The Special Forces team explode in showers of meat, blood, intestines, teeth, brains, and skull tissue as their inside body pressure blows them to bits.

DOLLY IN on the window to the airlock, dripping with blood, as Sam, John, and the other Green Berets look away.

EXT. SULACO SPACE STATION

Through the melted hole in the side of the space station drifts a viscous slick of human blood, bone, and entrails, floating like a river into space.

INT. AIRLOCK #3 - SECTOR "C"

The people stare through the window, smeared and dripping red. John turns to Sam.

SAM

Poor old Chong.

JOHN

I-I hope that was all of them.

Sam swallows. He points through the window.

SAM

Dad. Dad....look.

They all look.

JOHN

Oh my God.

There are more Aliens, many, many more. They are crawling through the melted hole in the airlock, climbing out onto the outside of the ship.

EXT. SULACO SPACE STATION

Up the fifty story side of the massive station in space, framed against the stars and planets in the black void, fifteen Aliens climb out of the hole in the side of the ship. They slowly clamber up the metal plating in a steady flank...

For the glass dome of North Star.

INT. WEAPONS ROOM - SECTOR "C"

Spacesuits, helmets, all forms of weapons.

Sam, John, and thirty Green Berets.

They climb into the space suits. They screw on the helmets. They grab grappling lines and climbing equipment from the construction supply area. Cartridges are slammed into rifle breeches. Grenades are shoved in bags. Heavy combat knives are slid into belts.

Sam looks at the rest, faces sweating inside clear helmet visors.

SAM

Let's go.

INT. AIRLOCK #1 - SECTOR "C"

The DOOR HISSES open.

Thirty Special Forces stand like an army of astronauts, holding their guns and grappling hooks. Space flows through the abbatoir of a room. Sam leads the men, their space boots stepping through the puddles of human remains on the floor to the huge, melted breach in the hull. Sam climbs outside the ship. The rest of the men follow, attaching lines to each other.

EXT. SULACO SPACE STATION - SPACE

The massive, unfinished structure of the space station exterior. Crawling along the prefab skin of the ship are fifteen Aliens, like huge, armoured insects.

The Special Forces team in the space suits climb through the hole in the ship. Like mountain climbers, they are all attached to a line. They open up with their machine guns.

One of the Aliens explodes in floating streams of acids. It floats off the ship. One of the soldiers is hit by a drop of the acid. He doesn't see it burn through the suit. There is a hole.

The soldier explodes in his suit, his facemask splattering brains.

Another Alien grabs a soldier, it's jackhammer jaws punching the mans face in through the helmet of his spacesuit. Blood floats in space. Another soldier turns his flame thrower on the Alien and the creature loses its grip on the ship, spinning away in a torch of flame.

Twenty five Special Forces clamber up the space scarred metal sheeting of the ship. The flank of Aliens have now turned, they attack the Green Berets, climbing back down the side of the ship. Sam lets loose with silent blasts of machine gun fire, sending a grenade into the guts of one of the beasts. The Aliens fall off the side of the ship and go floating around in space. A few of the space suited Soldiers slip and many of the people on the tow line are now floating off the side of the space station.

Like a space walk, the Soldiers hang in the void, machine gunning and shotgunning the floating Aliens. The creatures explode in floating seas of acid. Sam has to tug the man on the line back towards the ship before the acid floats to them.

Roachlike, the armoured creatures continue to climb towards the dome of North Star. Using grappling hooks, the Green Berets keep climbing the thirty stories up the side of the ship. A great planet fills one side of the sky, it's double moon casting the scene in unearthly light.

The Aliens crawl through a vent at the top of the ship. One by one, ten of the creatures squeeze through the hole, flowing like an army of ants back into the ship.

Sam and John look at each other, faces registering total terror through their facemasks. They climb harder, the twenty space suited soldiers on the line carrying some emptied, bloodied suits with them as they use their grappling hooks to make it up the side of the ship.

The Aliens are gone.

EXT. NORTH STAR - NIGHT

Stars twinkle.

The small town sleeps.

EXT. ELEVATOR - NORTH STAR - NIGHT

Headlights up the road.

A Military Transport loaded with SOLDIERS from the compound pulls up in front of the elevator doors. The men climb out of the truck and wait by the lift.

CAPTAIN WILKES

Let's get down there and find out
what the hells going on.

The elevator door opens...

The soldiers see the teeth.

INT. VENT - SPACE STATION

Sam, John, and the twenty space suited Green Berets crawl on all fours through the vent. They hold their guns at ready, following the trail of slime. The elevator shaft lies dead ahead. Sam regards his father, face soaked with sweat in his helmet mask.

SAM

They're up there.

JOHN

Let's hurry. God, lets hurry.

The Special Forces team scramble through the vent.

EXT. MAIN STREET - NORTH STAR - NIGHT

By the light of the moons...

Shadows, big and eerie, dart across the front of the Grocery Store and the Hardware store. Then nothing moves.

EXT. GRAIN ELEVATOR - NORTH STAR - NIGHT

The huge industrial storage container in the darkness on the edge of town...

Shapes shift.

EXT. SMITH FARM - NORTH STAR - NIGHT

The tiny farmhouse and it's barn against the night sky.

Shapes move...

EXT. CORN FIELD - NORTH STAR - NIGHT

The husks wave in the breeze.

EXT. GAS STATION - NORTH STAR - NIGHT

Open all night. OLD MAN PERKINS sitting at the table, feet up. Country song softly playing on the radio. Shadows outside.

EXT. KENNEL - GAS STATION - NIGHT

The German Shephard in the kennel rapidly paces. It's teeth are bared, growling.

INT. GAS STATION - NIGHT

The grizzled old man lifts his head. He looks out the window at the road and the darkened corn fields. He gets up out of his chair.

EXT. GAS STATION - NIGHT

Old Man Perkins goes outside.

OLD MAN PERKINS
What's wrong, Sally?

He looks out into the corn fields, quietly waving in the dark.

And gets his shotgun.

INT. CORN FIELDS - NIGHT

Old Man Perkins walks into the corn fields holding his .12 gauge double barreled shotgun. His dog is on a leash. They push through the walls of husks. The grizzled old gas station attendant stops and listens. BREEZE CRACKLES through the HUSKS. Corn ten feet high all around them. The dogs hackles go up.

OLD MAN PERKINS
Harrison, if this is your cow run loose
again on muh property I'm gonna shoot
him down like I keep tellin' yuh.

He holds up his shotgun.

His dog bolts into the husks, BARKING.

The barking abruptly stops with a SOUND of RIPPING FLESH and BONE.

OLD MAN PERKINS

Oh shit.

The old man runs for it. He plunders through the tall stalks of corn. He runs right into the Alien...

The jackhammer jaws crush his face, splattering brains all over the stalks of corn.

EXT. CORN FIELDS - NIGHT

The husks.

EXT. 7-11 - NIGHT

The stark, bright fluorescents inside the big window with posters for Slurpees and Big Gulps. A lonely ATTENDANT is a 7-11 uniform mans the counter.

INT. 7-11 - NIGHT

The Attendant sneaks a cigarette as he leafs through a porno magazine. He looks up to see some shadows dart outside. He hastily stubs his cigarette and hides the magazine. The shadows are gone. He starts leafing through the magazine again. The SOUND of SCUTTling. The Attendant looks up quickly. Darkness and empty road outside the windows.

SLOW MOTION as five Aliens come leaping through the big glass windows, armoured, insectile, horned monsters in explosions of glass and shattering fluorescents.

The Attendant screams as the creatures come clambering over the racks of Twinkies and Beef Jerkeys and rip his face off.

EXT. 7-11 - NIGHT

The tiny little store sits in the middle of the flatlands, all quiet. A truck lumbers down the way. It pulls up in the parking lot.

INT. TRUCK - 7-11 - NIGHT

A Terra Farmer couple, MR AND MRS HANSEN, cut the engine.

MR HANSEN

Do you want anything from inside, dear?

MRS HANSEN
We need eggs.

MR HANSEN
Okay dear.

Mr. Hansen leaves her in the truck. Mrs Hansen watches through the windshield as her husband walks up to the store. He sees the broken window of the place, and he goes inside with slight apprehension. Mrs. Hansen lights a cigarette and turns on the radio. It softly plays a country station. She looks up through the windshield to the window of the 7-11. She doesn't see her husband.

MRS. HANSEN
Harry...?

She gets out of the truck.

EXT. 7-11 - NIGHT

Mrs. Hansen enters the store, bathed in the eerie fluorescent glow.

INT. 7-11 - NIGHT

She walks through the glass door and she sees the eggs right away. The floor, littered with fast food packages and alien muck, is filled with knee-high Alien eggs, all through the aisles. Behind the counter is nothing but bloody remains. She walks wide eyed around the room.

MRS. HANSEN
Harry...? HARRY....?

Suddenly, The Attendant leaps up from behind the counter, his face contorted and his eyes bleeding. His skin is clammy pale. He looks at her, his eyes rolling up in their sockets, revealing the whites.

ATTENDANT
OOOOOhhhhhhhmmmmmmYYYYYYGGGGGGG----

His chest bulges, erupting as a snakelike, slimy Chest Burster explodes his uniform and shoots straight for Mrs. Hansens throat. She screams beyond any kind of horror she has known, backing up as....

Something grabs her from behind. She screams. Her husband Harry.

MR. HANSEN
LETS GET THE FUCK OUTA HERE, MARY!!!

They run through the aisles as three eggs pop open and Face Huggers pop out. They scuttle like deranged crabs across the floor, whiplike tails snapping, as the husband and wife rush from the store.

EXT. 7-11 - NIGHT

They break out the front door, slamming it shut as the Face Huggers smash against the glass. Mrs. Hansen screams uncontrollably as her husband hustles her across the dark farmland parking lot towards their truck. The Face Huggers, three in all, smash through the glass door and come scuttling across the asphalt after them. The two people make it into the car.

INT. TRUCK - 7-11 - NIGHT

They lock the doors. Mr. Hansen turns the key in the ignition and grabs his shotgun from the rack. He steps on the gas.

EXT. WHEEL - TRUCK - NIGHT

A Face Hugger engulf the tire in its crab claws. The wheel runs it over, two tons of truck squashing it. The splurge of acid explodes the tire. The raw wheel rim shoots off sparks as it skids over the asphalt.

INT. TRUCK - NIGHT

A Face Hugger vaults over the hood and hits the windshield. Mrs. Hansen screams as her husband SHOTS it with a full blast of buckshot through the glass, blowing it off the car. They drive out onto the road.

EXT. BACK BUMPER - TRUCK - NIGHT

The third Face Hugger hurtles past the gas pumps on its crab legs and uses it's whiplash tail to propel itself at the receding truck. The tail wraps around the bumper of the truck and it hurls itself onto the roof. The legs grip firmly as the tail SMASHES through the drivers window.

INT. TRUCK - NIGHT

Mr. Hansen gags as the tail wraps around his neck, crushing his throat. Mrs. Hansen screams and grabs the shotgun. He tries to steer as the Alien tail wraps tighter. She presses the shotgun against the roof and FIRES in a cloud of smoke and flame. The Face Hugger is blown from the roof.

EXT. BACK ROAD - NIGHT

The vehicle skids right and left on the road before regaining traction and speeding off, red taillights receding in a cloud of settling dust.

EXT. TOWN HALL - NORTH STAR - NIGHT

Lights are on in the town hall.

There are a lot of cars parked around it.

INT. TOWN HALL - NORTH STAR - NIGHT

A large gathering hall. All of the townspeople are there. They are seated in metal chairs and there is a tangible rage in the air.

Briggs, the bartender turned leader of the Terra Farmers, is at the podium.

BRIGGS

This meeting will come to order.

A TERRA FARMER jumps to his feet.

TERRA FARMER #1

WHAT'S GOING ON DOWN THERE, THAT'S
WHAT I WANT TO KNOW!!!!

Another TERRA FARMER leaps up and punches the air with his fist.

TERRA FARMER #2

THIS LAST MONTH THE ARMY CAME BY
IN TRUCKS TWICE AND CONFISCATED MY
LIVESTOCK. I LOST THREE COWS AND
SIX PIGS ALREADY THIS WEEK!

TERRA FARMER #3

I HAD THREE CHICKENS TAKEN AND TEN OF
THE DOGS I WAS BREEDIN'. I WANT 'EM
BACK OR I WANT THE MILITARY OFF THIS
STATION! THIS IS MY PROPERTY GODDAMMIT!

Briggs raises his voice into the mikes.

JOHN

SIT DOWN! Sit down all of you.
This meeting will come to order.
We've called it so's everybody
gets a chance to speak.,

MRS. CRENSHAW stands up.

MRS. CRENSHAW

I'm Sally Crenshaw and I run the
grocery store on Main Street.
General my electrical system has
been goin' on and off.

Murmurs around the room. Mrs. Crenshaw takes her seat. Briggs points to CHARLIE HOWARD.

BRIGGS

Charlie.

CHARLIE HOWARD

I think this is the basic situation. When we signed on here for this so-called community in space we was told that we would have everything we need here, in an atmosphere of safety. They ain't exactly making good on that.

The people sitting in the seats look and murmur amongst each other. The tension in the room seems to thicken. There are mumbled sounds of assent.

The front door is smashed open.

Sam, John, and the Special Forces soldiers. The men have taken off their helmets but they are still in their spacesuits, and their astronaut gear is highly incongruous among the Terra Farmers in their denim jackets, boots, and caps. The men also have their flame throwers, shotguns with grenade launchers and machine guns, and the room quiets fast.

Sam wipes sweat from his face.

SAM

We need your help.

EXT. SMITH FARM - NORTH STAR - NIGHT

The silhouette of the farmhouse and the windmill against the horizon. The moon sits low.

Then more shapes....

INT. KITCHEN - SMITH HOUSE - NIGHT

Mary is cleaning up the dishes. She looks through the window. The cattle in their pens are shuffling. The mother closes the curtains and continues washing the dishes. She peeks in the other room to see Karen stretched out on the couch, fast asleep on the couch. Mary smiles and puts away the dishes and leaves the room.

INT. STAIRWAY - SMITH HOUSE - NIGHT

Mary walks up the stairs.

INT. HALLWAY - SMITH HOUSE - NIGHT

She walks down the hall to Marks room. She opens the door.

INT. MARKS ROOM - SMITH HOUSE - NIGHT

The Alien hovers height feet above the little boy, sucking his thumb under the covers. Its armoured anatomy presses against the model airplanes hanging from the cieling. It's snout turns to face Mary as it shows its teeth. It drools on the carpet. Mary screams her head off, making a dive for bed and scooping up little Mark as the creature makes a lunge for her. She shoves her panic-stricken way out the door and slams it shut.

INT. HALLWAY - SMITH HOUSE - NIGHT

Mary runs screaming down the hall. The Alien tears the door off its hinges, taking a big piece of the plaster wall with it as into stumbles into the hall. The woman and her terrified little boy hurry down the stairs. The monster is way too big for the small hallway and its pursuit is clumsy.

INT. LIVING ROOM - SMITH HOUSE - NIGHT

Karen sits bolt upright on the couch.

KAREN

Mo-om, what's going o--

She sees the beast hot on the heels of her mother and little brother. Karen screams hystericaly. Mary runs into the room and hauls the old Remington Winchester Repeater off the mantelpiece. She stands her ground like a pioneer woman and raises the rifle to her eye. The creature comes crashing down the stairs and lifts itself up. Marys finger closes on the trigger. She SHOTS it between the eyes, sending the Alien staggering backwards spewing acid from its skull. Mary PUMPS two more rounds into it's stomach for good measure. The Alien lies dead in the hallway floor.

Mary lowers the smoking rifle. She grabs her kids close to her. Karen looks out the window. She swallows hard.

KAREN

M-mom...

Their eyes all turn to the windows.

EXT. SMITH HOUSE - NORTH STAR - NIGHT

The tall, skeletal silhouettes of ten Aliens slowly close in on the farmhouse.

EXT. TOWN HALL - NORTH STAR - NIGHT

The town hall sits, the only lit building in the darkened town. Things seem to be moving in the dark, but might be the shadows of trees, or the shadow of the swinging storefront sign on the Hardware store.

INT. TOWN HALL - NORTH STAR - NIGHT

The Special Forces team in the spacesuits with their hardware face off the tough, hardened Terra Farmers.

BRIGGS

Space monsters my ass.

SAM

There's lots of them. Believe it.

BRIGGS

Well, speaking for the rest, we don't.

SAM

Help us. We need all the help we can get. When your families start to bleed, we'll have it anyway. I want your help before we get to that. We need to assemble into units and get everybody out of these farms and into some safe place. Please help.

BRIGGS

Fuck you.

Sam looks out at the hard, harsh faces of the Terra Farmers. He hoists his machine gun and gestures with a space suited arm for the rest of the Green Berets to follow him.

SAM

Let's get out of here.

John Smith and the Special Forces team heads for the door.

The door bursts open.

Mr. and Mrs Hansen and they are sickly pale. The people in the room rise to their feet, staring at them.

MR. HANSEN

Th-theres some---somekind of monster out there.

Sam looks at Briggs. The Terra Farmers exchange glances.

BRIGGS
What the hell have you gotten us
into, soldier boy?

INT. "JOHNS GUNS" - NORTH STAR - NIGHT

The door to the small store is unlocked. Street lamps through the windows glint off racks and racks of rifles, pistols, and shotguns. There is a case full of boxes of ammo.

The front door opens and fifty townspeople stand in long shadowed silhouette.

EXT. TOWN HALL - NORTH STAR - NIGHT

A bunch of Terra Farmers SURGE on their big, chopped down Harley Davidson motorcycles. They spin closed the cylinders of .357 Magnums and shove them in their jackets. They shove sawed-off shotguns into the chopper saddlebags. Sam climbs out of his spacesuit as he shoved more rounds into his machine gun. He walks past the Terra Farmers pulling the shotguns and rifles off the rear racks of their pickups and stationwagons. Fifty Terra Farmers and Soldiers fill the parking lot. John Smith is in charge of handing out rifles, pistols, grenade launchers and ammo. Hand after hand grab the rifles. Fingers slam open the bolts and jam bullets and shells into the breech. Rednecks armed to the teeth adjust their Cat or STP caps and shove more bullets and shells into the jean jackets. They don't look a lot different from the soldiers they stand with.

Barbed wire and sacks of grain are being set up on Main Street U.S.A. in space as the Terra Farmers and Soldiers work side by side to prepare a barricade.

A truck with the bumper sticker, "They Can Have My Guns When They Pry It Out Of My Cold, Dead Fingers. Two Terra Farmers pull shotguns off the rack in the back windshield. They give Sam cracked, bearded grins.

SAM
You guys need guns?

TERRA FARMER
Thanks boy, we got us our own.

Sam walks up to Briggs.

SAM
I want someone on the phone switchboard
and call the houses in the area.
We're gonna pull everybody out and
bring them back here. We're in
the open here, and it's a good place
to stand off the fuckers.

BRIGGS
We're way ahead of you, soldier boy.

INT. PHONE SWITCHBOARD - NORTH STAR - NIGHT

The SWITCHBOARD OPERATOR, a terrified black woman, is operating the switchboard, using headsets. She frantically plugs the cords.

SWITCHBOARD OPERATOR
...That's right Mrs. Morris. You just
hop in the car and come right into town.
Hello? Mr. Johnston? This is Coleen at
the town switchboard. We need you to come
to town right away. Just load up the family
in the car and come to town, we have an emergency...

Sam, John, and Briggs burst in. She turns to them.

SWITCHBOARD OPERATOR
I'm not getting any answer out at the
Army compound. The lines are dead.

JOHN
Did you call my house?

SWITCHBOARD OPERATOR
No answer there either, Mr. Smith.

Sam and John exchange glances. They rush from the room.

EXT. MAIN STREET - NORTH STAR - DAWN

The Terra Farmers are digging for a fight. Sam leads his Special Forces team towards where several Station Wagons and Pickups are parked. He talks to John, who is supervising the barricade.

SAM
Dad, they're not getting any answer
out at the house. I'm gonna take
a few of the men and find out what's
going on. Why don't you stay here
and supervise the barricade.

The uneasy young Soldier sees the anxiety in his fathers eyes. He clasps his shoulder.

SAM
Gotta go.

Sam and Green Berets jump into two station wagons.

The vehicles pull out of Main Street as the townspeople prepare for the coming fight.

EXT. SMITH FARM - DAWN

The house and barn framed against the sunrise.

The Aliens have the house surrounded.

INT. LIVING ROOM - SMITH HOUSE - DAWN

Aliens are smashing through the doors and windows. Mom is shoving the table and the bookcase against the front door. The window shatters as an Alien shoves it's arm and face in, too large to squeeze through the frame. Mary picks up the Winchester, cocks the handle, and SHOTS the monster in the face. It catapults backwards out the window.

MARY
MARK YOU STAY DOWN!!!
KAREN!!! HELP ME WITH THIS!!!

The terrified teenager helps her mother shove a big chest of drawers in front of the window. They block it over. The SOUNDS of ALIENS SMASHING against the side of the house. Mary hears something upstairs.

She hoists the Winchester and checks the breach. Four bullets left. She looks at herself and her two kids. She pockets three bullets and sticks the last round in the breach.

The bookcase spills over as An Alien begins pawing through the front door of the house. It squeezes its armoured body through the gap in the door.

KAREN
MOMMY!!! MOOMMY!!!

MARY
GET INTO THE KITCHEN!!!
OON!!!

Mary raises the rifle to her face and puts a bullet through the Aliens eye. That creature falls, but another takes it's place, squeezing through the door. Mary grabs her two children and hauls them with her into the kitchen.

INT. KITCHEN - SMITH HOUSE - DAWN

Mary slams the door shut. With the help of Karen she shoves the kitchen table and the refridgerator against the door.

SSMMMAAAAASSSSHHHHH!!!!

It shoves its snout through.

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PAPAPAPAKAKAKAKAKAKAKAPPPPPPOWWWW!!!! The Aliens explode, twisting, dropping on the ground as they are struck by a barrage of machine gun, shotgun, and grenade FIRE.

Mary opens her eyes, uncovering the faces of her children. Silhouetted against the rising sun are the shapes of eight Special Forces Soldiers, holding their smoking weaponry. Sam rushes over and pick her up and they all embrace in the smashed basement room in the light of dawn.

MARY

Oh my God oh my God.

SAM

Are you okay, Ma?

MARY

Yes we're okay.

JOHN

You sure you're all alright?
Oh, brother, five seconds later
and...

MARY

It's over. Tell me its over.

SAM

It isn't over, Ma.

INT. STATION WAGON - MAIN ROAD - NORTH STAR - DAWN

Sam drives, Mom, Karen, and Mark huddling with the Special Forces troops in the backseat. They rip out onto one of the back roads and drive past the quiet farms, silos, and fields of wheat and corn. In the distant horizon, smoke and fires rise.

SAM

What's going on over there?

They hurtle down the road. Sam spins the wheel and they drive down another street towards where the Military Compound lies. They turns another corner and they stop. Mom puts her hand over her childrens eyes. Sam raises his rifle and gets out of the car. Three Green Berets get out with him.

EXT. MILITARY AND SCIENTIFIC COMPOUND - NORTH STAR - DAY

Sam holds his rifle at ready. He looks at the other three Green Berets and they have turned the same color of milk he has.

For a full square block, the nondescript military track houses have been turned into cocoons. The walls and ceilings have been smashed in, and the tendrily, ironlike substance stretches like countless bridges across the houses, in and out the windows, and over the trees on the block. Blood and Alien slime drips everywhere. There are literally hundreds of cocoons.

All empty.

The young Special Forces commander engages his rifle.

SAM

Let's get back to town. Fast.

Sam and the Soldiers jump back in the car and it speeds out of there. As the vehicle recedes in the distance, the CAMERA CRANES UP, high over a nearby cornfield, a mile or more wide.

A wall of black, armoured Aliens, hundreds of them, move in an insectile, monstrous mass through the field of corn.

They are heading for the buildings of North Star in the distance.

EXT. MAIN STREET - NORTH STAR - DAY

The suns are hot. The street is quiet and still. The Woolworths and the ASP sit in the clean, clear daylight. There is nothing in the parking lot of the mini mall. The hardware store and the Burger King are closed. In the middle of the street, fifty Terra Farmers and Soldiers stand behind the makeshift barricades. They check and recheck their rifles and shotguns. They smoke cigarettes. They stare into the distance. There is nothing to do but wait. The tension is terrifying.

John Smith doesn't look well. His skin is clammy. There is an extrusion under his shirt sleeve. He rubs it. John lights a cigarette with a shaking hand. He looks up.

In the distance on Main Street, something is coming. Smith raises his rifle. Then he lowers it. Sam, his family, and the Special Forces pull up in the station wagon. They jump out and get behind the barricade.

JOHN

Thank God.

John hugs his wife and children.

JOHN

Y-you have to get to the town hall.
You'll b-be safer there.

Mary nods and hurries off with the kids.

Sam speaks quietly with his father.

JOHN
The rest...?

Sam gives him a small shake of his head.

SAM
We got real trouble. There's at least a
hundred more of them now.

JOHN
What t-time is it?

Sam looks at his watch. He looks at his father and chuckles, emotionlessly.

SAM
High noon.

The suns are high.

INT. ASP - DAY

Six Terra Farmers with rifles and shotguns are in position by the big glass windows of the supermarket. They look out on the empty parking lot.

EXT. TOWN HALL - DAY

A contingent of Terra Farmers smoke cigarettes nervously outside the building. They hold shotguns, rifles, pistols, and semi-automatic weapons. There is a small army of them, and they keep a sharp lookout. There is plenty of sweat.

INT. TOWN HALL - DAY

A hundred women and children huddle in the dimly lit room. Mothers and sisters hug their brothers and infants. Nobody says anything. They just wait. Some weep. RUSTLE of CLOTHING is all that is heard. A CLOCK TICKS on the wall.

Mary sits with Karen and Mark, quietly eyeing the frightened, strong faces of the North Star women and children. She manages a smile to one of them.

She has her arms around her children and she kisses them.

EXT. IDAHO STREET - NORTH STAR - DAY

Empty.

A soda can rolls.

EXT. NEBRASKA STREET - NORTH STAR - DAY

Desolate.

A pigeon.

EXT. WOOLWORTHS - NORTH STAR - DAY

Closed.

EXT. MAIN STREET BARRICADE - DAY

Sam polishes his machine gun. He squints down the street. He stands and gestures for his men to arm up.

SAM

Heads up.

They all lift their weapons and get into position.

JOHN

Holy mother of God.

It is like a black cloud on the horizon.

EXT. MAIN STREET - DAY

Aliens.

Hundreds. A shoulder to shoulder, armoured, horned, slime spitting wall of them moving down the street. Their tails whip. Their teeth snap. Vasaline saliva spills from their snouts. They are moving fast. They are moving very fast.

EXT. MAIN STREET BARRICADE - DAY

Sam Smith hoists his machine gun.

SAM

FIRE!!!

From behind the sandbags and furniture, the Special Forces and the Terra Farmers OPEN FIRE in a blizzing barrage of bullets, shells and launched grenades. The Aliens rush at them with a terrifying, echoing, ALIEN ROAR. The clouds of bullets rip into them, punching holes and taking pieces off them in sprays and splashes of acid that melt the streets, sidewalks and storefronts. The first flank of creatures drops but there is another right behind, and another, and another.

They are still coming.

EXT. MAIN STREET - NORTH STAR - DAY

Against the small town Americana of the Woolworths and the McDonalds, rush a scarifying sea of Aliens, scuttling, staggering, crawling down the street on the bright, sunny day. There is no end of them.

EXT. BARRICADE - MAIN STREET - NORTH STAR - DAY

The Special Forces stare at each other alarm. The Terra Farmers frantically reload. Sam squeezes off round after round, as does his father, but the massing wall of Aliens is almost on top of them.

Sam sets the big box of dynamite in the middle of the barricade. He grabs his men.

SAM
FALL BACK!!! FOLLOW ME!!!

Still SHOOTING hundreds of rounds at the beasts, the men back out of the fortifications and retreat down the street. A dozen of the Aliens go clambering into the barricade, their claws outstretched for the men a hundred yards away. Sam levels off a machine gun BLAST into the box of dynamite in the barricade.

BABABABABEooooooooooooooooooooooooooooooooooooMMMMMMMMMM!!!

The dynamite goes off in a ripping, percussive EXPLOSION that blows ten Aliens sky high. As smoke fills the air, acid RAINS down on top of two of the Farmers. The skin melts off their bones and they drop in piles of jelly. Through the smoke comes the silhouettes of twenty five more Aliens, and thirty more after them. Sam retreats with his men, BLASTING at them with all their firepower on Main Street U.S.A. in space.

EXT. BUILDING ROOFTOP - VIRGINIA STREET - NORTH STAR - DAY

Three Terra Farmers lob grenades off the roof down on the Aliens.

They don't see the two Aliens rise up behind them. The first set of jaws part and the jackhammer jaws punch clean through the Farmers torsos, knocking their spines through their chests.

EXT. VIRGINIA STREET - NORTH STAR - DAY

Sam and John split up. The young commander gestures for the Terra Farmers and ten Special Forces Soldiers to split off in groups down the different streets. Sam slams a fresh clip into his M-16 as the men break off.

Smoke hangs in the air on the windless day. Soldiers and Aliens are silhouettes. Sam hears something above him, already FIRING into the air as the Alien leaps from the roof for him. The first one is dead before it hits the ground, but the second lands on its feet and strikes Sam with its tail. He is thrown twenty yards and his gun goes flying.

It skittles down the asphalt.

The Alien bounds for him. Sam rolls under a parked car. The Alien snatches for him under the car, its jackhammer jaws punching inches from his face. The creature rolls the car off him. Sam scrambles to where his machine gun lies. He grabs it up. The Alien grabs him. Sam jams the muzzle of the gun in the beast's armored chest and BLOWS its guts out its back in an acid shower.

In the wreathes of smoke, Sam hurries off down the street.

EXT. MCDONALDS - NORTH STAR - DAY

The golden arches in the grim light of day. Aliens lurch around the brightly colored pre-fab building, their snouts rotating like tank turrets, searching for prey.

They bare their teeth at the sound of the motorcycles.

The TWO BIKER TERRA FARMERS ROAR their choppers through the parking lot. They have their rifles and pistols at ready. The first Alien in the middle of the lot. Biker Farmer #1 drops down to third and picks up speed, drawing out his .44 Magnum and BLASTING the beast twice in the head. It whirls, dropping as it dies. The second and third Aliens leap out. With a swipe of its tail, the creature hits the second Biker Farmer and sends his bike and him bouncing over the parking lot. The motorcycle EXPLODES in a ball of gasoline fire. The Biker Farmer bruised and bloodied, rises to his feet, grabbing out his Magnum. He straightens his arm and pulls the trigger but no more bullets. The Alien lunges for him. The second Biker Farmer skids his motorcycle in a hard hury and speeds straight for the Alien. The creature whirls, its piledriver jaws opening. The motorcycle leaps ten feet through the air. The Biker hauls out his shotgun and with one arm BLOWS the Alien's head off its shoulders. The Biker lands hard on the back wheels of his motorcycle. He leans down to grab his fallen friend, heaving him onto the back of the motorcycle and speeding out of there.

INT. A&P - DAY

John walks through the aisles of food with two Special Forces Soldiers. TRACKING SHOT as they walk down the aisles of produce and canned goods. John keeps his rifle at ready. The Alien leaps at him from the frozen foods section. John OPENS FIRE, splattering it spritzes of acid.

BIG HAL, one of the Green Berets, is a massively built man who hefts a huge Browning machine gun with a belt feed and a rotating drum muzzle. He holds the belts slung over his shoulder and wrapped around his biceps.

He turns to see three more Aliens stalking through the aisles by the big glass windows to the parking lot.

The big man hoists his Browning. The cartridge belts looped over his shoulder whirl and the drum of his machine gun SPITS bullets at the three Aliens. The tall windows crystalize and collapse as the three Aliens are blown clean off their feet back through them. The flying acid hits the cash registers and melts them down. The Special Forces man doesn't see the fourth Alien step out from behind the tall piles of soda. The Special Forces man whirls. He is caught by the throat by the Alien who lifts him off his feet. Big Hal pulls out his serrated combat knife and stabs the monster in the face. The spray of acid hits him in the face, burning his skin off, his features falling off his skull like wet rags. They both fall dead.

John grabs the other Special Forces man and they get on out of there.

EXT. TOWN HALL - NORTH STAR - DAY

The three dozen Terra Farmers keep their weapons at ready. They HEAR the GUNFIRE and EXPLOSIONS and SCREAMS from all around the small town. Real fear on their faces.

INT. TOWN HALL - NORTH STAR - DAY

The women and children huddle in raw terror, faces stained with perspiration and tears. THE CAMERA TRACKS past the faces as they react to the MUFFLED SOUNDS of BATTLE outside.

EXT. TOWN HALL - NORTH STAR - DAY

The humans have been driven back. Sam, John, The Terra Farmers and the Special Forces come running from the different streets. They take position in front and on the sides of the Town Hall building. They hastily reload their weapons, slamming in fresh clips and shoving cartridges and shells into the breeches. Sam throws a sweaty glance to John.

SAM

I think this is it.

JOHN

Oh lord, I pray we can hold them off.

SAM

Maybe we should save a few for the rest of us, rather than let them kill them.

JOHN

We're not going to die. Goddammit, we're not going to.

Up Main Street comes the Alien horde.

SAM

They have a different idea, but fuck 'em.

Briggs runs away from the fortification by the Town Hall. He is SPRAYING FIRE from his Carbine.

SAM

BRIGGS!!!

The Bartender makes it to the cab of a huge eighteen wheeler truck sitting on the street. He has a two grenades in his jacket. He bites out the pin of one of them and heaves it at the onrushing Aliens. An earth-shaking EXPLOSION and Aliens fly everywhere. Briggs heaves himself into the cab.

INT. CAB - EIGHTEEN WHEELER - DAY

The keys are in it.

Briggs turns them in the ignition. He shifts the multiple gears and with a grenade in his other hand, he steers out into the street.

EXT. MAIN STREET - NORTH STAR - DAY

The huge truck goes battering at top speed into the walls of advancing Aliens. They are smashed like flies on the windshield against the front grill and bumper. Acid burns away large areas of the front of the truck, tires exploding. The big tractor trailer flattens ten creatures as it skids down the street on the burnt away rims of it's wheels, showering sparks. One Alien is splattered as it leaps against the front of the truck. It shatters the windshield and glass and acid fly inside.

INT. CAB - EIGHTEEN WHEELER - DAY

Briggs screams his lungs out as his right arm and shoulder are splashed with acid blood and his bicep and forearm melt off the bone like wax from a candle. His partially melted hand holding the grenade rests in a blood and flesh soup in a puddle on the seat. His eyes rolling up in their sockets, Briggs steers the truck through the advancing Aliens.

EXT. MAIN STREET - NORTH STAR - DAY

The tractor trailer cab lurches sideways, taking down a few more of the final twenty creatures. Fifteen others scream in insectile, skeletal rage and stagger after the receding truck.

There is a gas station...

INT. CAB - EIGHTEEN WHEELER - DAY

Briggs is spitting up blood. His eyes hardly focus as he steers with one hand, the raw, melted stump of his right arm resting against the seat. He drives the big truck straight at the Knox gas station.

EXT. KNOX GAS STATION - MAIN STREET - DAY

The big eighteen wheeler is pursued by fifteen Aliens down the street. The truck crashes through the gas pumps in an raging geyser of Super Unleaded and Regular. It piles into the office, disintegrating the windows, and comes to a dead stop.

The Aliens are over the truck like a rash.

INT. MACK TRUCK - DAY

Briggs is doused in a splashing rain of gasoline that soaks the truck and fifteen Aliens that are breaking into the cab. He reaches onto the seat beside him and picks up the grenade. He bites the pin out as the nearest creature tears the right side of his face away.

EXT. KNOX GAS STATION - MAIN STREET - DAY

The grenade explodes. The gas station is engulfed in a fireball half a block wide as the pumps and the office and the truck go up. Amid the boiling, billowing clouds of orange fire, the insectile, skeletal silhouettes of the incinerated Aliens toast and crisp, their SCREAMS filling the air.

EXT. TOWN HALL - NORTH STAR - DAY

Sam and John and the Terra Farmers bear down and raise their rifles on the last three Aliens charging the Town Hall.

The SHOTS are short.

The Aliens lie dead.

The smoke hangs in the air. Sam slowly rises to his feet. John rises to his. The Terra Farmers gets up and wipe the sweat and grime from their faces. They all look at each other. The smiles are small. The losses have been severe.

The town is in a shambles. Smoke and fires billow from twenty different places. Bodies both human and Alien are everywhere. The town has been flattened.

John Smith stares out and starts to cry.

JOHN
It's all gone.

Sam ejects the empty, smoking clip from his weapon.

SAM
We're still alive.

JOHN
Not all of us...Not all of us...

The father walks off, hunched, broken, sobbing quietly, down the remains of what was once Main Street. Sam watches him go. He turns away, a hardness in his eyes. The Terra Farmers throw open the doors to the town hall. The women and children slowly come out. The Farmers hug their families. Their families hug them back. Mary, Karen, and John Jr. walk out into the open air. Sam walks over and wearily puts his arms around them.

WE PULL BACK to reveal: North Star, Small Town U.S.A in space, now gone.

DISSOLVE TO:

INT. RADIO ROOM - TOWN HALL - NORTH STAR - DAY

The fifty townspeople crowd in the back room of the down home hardware store. It is pretty highly technological, with a huge radio relay setup with its own energy pack. John Smith sits behind the microphone, operating the controls. STATIC SQUELCH.

JOHN V.O.
...Repeat, this is Mayday. Mayday.
This is the Sulaco space station radioing
out to any units on the outer perimeter...

The satellite dish is out back. The family huddles. John Smith is speaking into the microphone of a huge radio transmitter.

JOHN
This is Mayday.

Sam sits down by his father.

JOHN
This is Mayday.

SAM
Nothing.

JOHN

The twenty fourth midline is
a well traveled shipping route.
They'll be freighters or military
transport ships on it pretty
frequently. We'll get someone soon.

They sit by the radio.

Suddenly...

RADIO V.O.

BBBZZZZZZZZZZZZttt. We read you.
RepeatBBBZZZZZZZZZZZZt. We read
you Sulaco space station. This is
the U.S. Army frigate Omaha.
Come back

They all cheer. John gets on the microphone.

JOHN

This is General John Smith.
We have had an emergency on the
station and our life support system
is totally disabled. We require
full and complete evacuation of
the ship. We request that the
Army send a cruiser to help us
evacuate. Over.

RADIO V.O.

Roger. Request location space
station. Over.

JOHN

We're on the outer perimeter.
24. 36. 52. 24.

RADIO V.O.

Read you. We will alter course
and pick you up. We are two days
from the twenty fourth midway.
Expect us to reach you within
seventy two hours. Are you alright?

John grins.

JOHN

I think we'll be able to hold out
until then. Over and out.

RADIO V.O.
Over and out.

The radio goes dead.

John stands up and faces the crowd.

JOHN
The best thing for all of us to do now is to just sit tight. We have one shuttle and a jet fighter on the ship. I suggest we evacuate the women and children now on the shuttle. We'll set them on course for the frigate. It is all we'll have room for. That decision will be up to the family members. Meanwhile, remain in town. Rest. Wait for the ship to come pick us up. We will be evacuating at the Dock number 4. We'll see you there.

Everybody begins to move out.

John, Sam, Mary, John Jr. enter another room.

INT. INFIRMARY - TOWN HALL - DAY

Lots of sickbeds. Lots of victims. Lots of surgical equipment and intravenous equipment all over the place. The few DOCTORS and NURSES seem woefully inadequate. Amid the oxygen tents and the periodic sheets over the bodies, splattered with blood, there are the survivors. There have been many wounded.

TRACKING SHOT with Sam, John, Karen and the little boy John Jr. as they walk past the sickbeds to where Mary lies, her relatively minor leg injury seemingly healing well. She manages a smile to them.

SAM
How ya doin', Ma?

Smiling tensely, Mary grips her sons hand. John touches his wives face.

MARY
We're all alive. I'm doing fine. Just fine.

JOHN
I've sent out a Mayday. The ship should be here in two days. All we have to do is sit tight.

MARY

I-I'm not going to miss this place too much, I don't think.

SAM

You should rest, Ma. We're going to go back to the house and pack up. We aren't going to be able to take a lot of things. Do you want anything special?

MARY

The pictures on the mantle.

SAM

Sure.

MARY

And the small chair.

SAM

That'll be alright?

MARY

That'll be fine.

JOHN

We'll be home.

MARY

I'll be here.

The Smith family walk out the door. Mary shuts her eyes and goes to sleep, with a real, sad sigh.

EXT. SHUTTLE SILO - NORTH STAR - DAY

Late in the day.

The hi-tech barn and heavily reinforced silo sitting in the middle of the wheat fields. Thirty cars, station wagons, and pickup trucks are parked in the area. Fifty people mill around as new cars pull up. Families are embracing, hugging, and saying temporary farewells and the women and children are being loaded aboard the shuttle.

INT. SHUTTLE SILO - NORTH STAR - DAY

A large, missile shaped U.S. Army rocketship jet fins sits upright in the silo chamber. The inside of the silo is charred and blackened from numerous launchings. The Terra Farmers hug their wives and kids and help them through

the door to the big spacecraft.

INT. SHUTTLECRAFT - DAY

Comfortable and roomy, with cushioned seats and windows. The Terra Farmer wives buckle their children and themselves into the seats. They all look tired and relieved to be off the space station.

EXT. SHUTTLE SILO - NORTH STAR - DAY

The men of North Star stand by their cars and trucks in the wheat field. They watch the silo begin to retract into the ground with a LOW RUMBLE.

INT. SHUTTLE SILO - NORTH STAR - DAY

The shuttle on a huge hydraulic system lowers under the ground. It slowly drops sideways, the spacecraft now in position on the launching pad. The jets SURGE in a rainshower of rocketfire.

EXT. SULACO SPACE STATION - SPACE

The space station, still only partially completed, floats through the void. Out a port in the side, below the dome, SHOOTs the shuttlecraft.

EXT. SHUTTLE SILO - NORTH STAR - DAY

The Terra Farmers stand small and alone on the field in space. They wave at the little shuttlecraft as it flies across the sky, taking their families safely away. The men get in their vehicles and drive off. Dusk imminent.

EXT. SMITH FARM - DUSK

Twilight a low burn on the horizon. The farmhouse and windmill quiet and still.

INT. KITCHEN - SMITH HOUSE - DAWN

Sam, John, Karen, and Mark sit around the kitchen table. Makeshift dinner is on the table, dishes on the stove. The few things they are taking with them are packed up in boxes. John sips his coffee as sunlight fades through the window curtains.

JOHN
Pass the sugar.

The SOUND of a MOSQUITO.

John slaps his leg.

JOHN

Missed.

John rubs his eyes. He scratches his arm. He scratches it again. There seems to be an extrusion under his shirt. Sam looks at his father. John doesn't look well.

SAM

Dad, you alright?

JOHN

Yes, yes I'm...fine.

SAM

You sure?

KAREN

Dad?

SAM

What's wrong with your arm?

JOHN

I had a shot.

SAM

Yesterday in Sector "C".
Dr. Rand gave it to you.
What kind of shot?

John skin is turning rapidly clammy and grey.

JOHN JR.

Daddy, what's wrong?

The father manages a smile for everybody. He ruffles the little boy's hair but there is worry in his eyes. Sam doesn't take his eyes off his old man.

JOHN

It's been a long day.

Karen gets up.

KAREN

I'm going to go say goodbye to
Bessie.

JOHN

Okay.

The teenaged girl gets up and goes out the back door.

EXT. SMITH HOUSE - DUSK

Karen crosses the yard in the fading embers of daylight. She goes into the barn.

INT. BARN - SMITH FARM - DUSK

BESSIE, a large milking cow, dumbly chews its cud in the stall. It's tail swishes at bugs. The teenaged girl walks over to it and hugs it. Sadness in her eyes that she won't see it anymore.

INT. KITCHEN - SMITH HOUSE - DUSK

Johns hand is shaking. His fist closes on the coffee cup and it explodes in his hand, blood seeping. Sam, his eyes wide in alarm, grabs his fathers wrist.

SAM

Dad what was in that shot?

JOHN

Sam you have to go. You have to go and take you brother and sister and get out of here.

SAM

WHAT WAS IN THE SHOT THEY GAVE YOU?

JOHN

It was.

SAM

What?

John Smith is beginning to spasmodically jerk. He holds onto the table. A small, thin drop of blood spills from one of his tear ducts. Sam pulls his little brother to him.

JOHN

We'd b-been experimenting with
the Alien. Couldn't t-train it.
B-but we isolated it's cell, i-it's
genetic code. F-found that on the
genetic level is was a purely predatory
cell and t-thought if we could fuse
it with a human D-DNA we could make
a stronger, more rsilient h-human.
Sam, I didn't want to test it on anyone.
I tested it on myself. S-Sam they
put the Alien calls in m-me. S-somethings
happening to me you've got to get out
you've ggggGGGGGGGGGGGoooooooooooooGGGEET

JOHN (Contd)
OOOOOOUUUUUUTTTTTT!!!!

Blood pours out Johns eyes. Under his skin, his bones are reshaping, his muscles straining, his skin becoming hard and slimy. Sam grabs Mark, who is screaming and he reaches for his father.

Johns head jerks back. His mouth cracks open and the jackhammer, fanged jaws punch out his mouth, taking his real teeth with them in sprays of bloody gums as the Alien jaws snap an inch from Sams fingers.

Sams face is a mask of terror as he backs up with his brother as blood like a firehose fills the kitchen. The spine breaks out of John Smiths back, rupturing through his clothes and growing ten feet into a huge, armoured plates. Johns head, newly reforming in a half-human, half Alien hybrid rips off his neck as his new spine realters his anatomy. Two new, triple jointed, armoured arms rip through the sides of his torso, multi clawed. Johns human arms remain attached to his shoulders as they clench into fists in the throws of unimaginable agony. Blood and Alien slime explodes across the floor and cieling.

Sam is speechless, staring on as the Alien Human thing that was his father squeezes against the ceiling, fully fifteen feet in height, it's clothes hanging from it skeletal, dripping frame. Something raw and human seethes in it's blue, tortured eyes as it's fanged, pincer lips breathe a whisper.

JOHN
G-get out.

EXT. BARN - SMITH FARM - DUSK

The barn. The pens. The farmhouse. The SOUND of A MOSQUITO. But a bigger, meaner type. It echoes eerily around the barn.

INT. BARN - DUSK

The cow sits in it's stall. It's tail swipes at the mosquito and the mosquito flies off. Karen walks into the barn with her pail. She sits by the cow, near it's udders. She wipes her hands and grabs ahold of two udders.

The udder squirts acid.

The acid sizzles through the bottom of the bucket. Karen looks up as the cow turns it's head towards her. It opens it's mouth and a strange set of piledriver, fanged, jackhammer jaws snap at the girls chest. She falls back as the animal emits an Alien, insectile moo. Legs burst out the side of it's ribbed cage as it's spine jerks and splits in showers of blood and acid. It rears up on six legs, moving towards Karen as she clambers to her feet and runs screaming hysterically out of there. The teenaged girl slams closed to door to the barn. The Alien Cow hurls itself against the door again and again.

EXT. SMITH FARM - DUSK

Karen runs screaming across the field as Sam runs out of the house with John Jr.. He grabs his sister. The Alien Cow battering rams the door, smashing through it in a shower of boards. It gallops across the field towards Sam, Karen, and Mark. Sam heaves his siblings into the pickup truck. He turns the the engine and steps on the gas, ripping out of the driveway onto the main road with the Alien Cow charging after it.

INT. PICKUP TRUCK - DUSK

Peeling out of the farm, losing the Alien Cow...

Sam steers, speeding down the road. Karen is sobbing hysterically,

SAM

Calm down.

KAREN

Where's Daddy?

SAM

He's not Daddy anymore.

KAREN

Oh my God.

JOHN JR.

What are we going to do?

SAM

We're going to get help.

Sam looks at his sister and his brother as the two suns drops below the horizon and the space station terrain is plunged in night.

EXT. CATTLE PEN SMITH FARM - NIGHT

The half human/half Alien John Smith, all fifteen, mutated feet of him, staggers around to the pen where the cattle are stored. The cows moo and low, backing away from the monster. The beast opens it's distorted mouth and the puncher jaws come out, splattering into back of one of the cattle...

EXT. FARMLANDS - NIGHT

#####. What sounds like a quadraphonic chainsaw flies
over the area.

EXT. ALIEN MOSQUITO - NIGHT

The insect is reforming as it flies, becoming half Alien, half Mosquito. It's stinger is like a hacksaw, it's armoured, shingled body with its plated wings resembling a miniaturized F-14 jet fighter.

It spots a Rooster down below on a fence.

EXT. FENCE - NORTH STAR - NIGHT

The Rooster doesn't see the Alien Mosquito until the piledriver stinger is plunged through its feathers. The Alien Mosquito latches its armoured hooks into the poor bird, sucking out a lot of its blood, then yanking out its dripping stinger and flying off.

The Rooster shivers, erupts. Feathers become scales. Its beak becomes a fanged trap as it staggers off the fence. The Alien Rooster tries to fly, but it resembles more a Pterodactyl now and it is too heavy and anatomicly awkward.

It crashlands into a body of water. SPLASHING, struggling, it slowly sinks below the surface.

THE CAMERA PULLS BACK to reveal a sign next to the big water pool. It reads, "North Star Reservoir. No swimming."

INT. TOWN HALL INFIRMARY - NORTH STAR - NIGHT

A large pitcher is filled with water from the faucet.

The NURSE hoists the pitchers and moves through the medical area. The CAMERA MOVES with her as she pours a glass for this patient and that, in the different beds, handing a glass of water to...Mary Smith, who wearily shakes her head.

The Nurse moves on, pouring glasses of water to nearly all the rest of the thirsty, perspiring Terra Farmers who fill the area. Other Nurses are pouring other pitchers of fresh, clean water.

EXT. ALIEN MOSQUITO - NIGHT

Tearing through the night skies at Mach 10. More cows far below in another farm in a pen. The half insect, half Alien adjusts its armoured wings and plunges...

EXT. PICKUP TRUCK - NIGHT

Sam has the pedal to the metal. He pulls on the headlights button. His brother and sister huddle in the backseat as they plow through the night for the dying fires of North Star in the distance.

Then in the headlights...

EXT. MAIN ROAD - NORTH STAR - NIGHT

THREE ALIEN CATTLE. Blocking the road. Six legged monstrosities with double sets of mettality jackhammer jaws ripping through their snouts and armoured, triple jointed legs torn out of their hooves and sides. The skin and muscle of their old flesh hangs in blood-slimes rags, like birth debris.

The three Alien Cattle see the onrushing pickup and low and moo in an eerily unearthly sound. They gallop straight for the truck, their jaws chopping and punching the air, trailing saliva.

INT. PICKUP - NIGHT

Sam levels his rifle out the drivers window. He triggers the rocket launcher. Explosions of sparks and white fire as the launcher releases its missile at the Alien Cattle galloping for the truck.

EXT. MAIN ROAD - NORTH STAR - NIGHT

The rocket speeds from the pickup. It hits the first creature between the eyes. THUNDEROUS EXPLOSION as the animal burst into flame and showers of acid blood. Silhouetted in the napalm fire, they stomp and pound the ground with their hooves, their ALIEN CRIES totally chilling.

ROAR of the PICKUP ENGINE. Sam drives his truck right into the beasts. They explode on impact in meaty, armoured showers of debris. The beslimed truck hurtles off down the road.

INT. PICKUP - NIGHT

Sam stares straight ahead through the windshield as he jams the gas and speeds the pickup into the North Star city limits.

EXT. NORTH STAR - NIGHT

The smouldering ruins of Smalltown, U.S.A. in space.

Then the explosions start...

The ground begins to erupt in ripping explosions that tear the skin off the streets. Though this drives the small, outmanned pickup truck. The McDonalds disintegrates in a minor mushroom cloud. The Woolworth starts to sink beneath the ground, crumpling like an accordion. The A&P caves in, being sucked below the skin of the small town as a strange and unholy glow begins to shine from the bowels of the space station in the cracks in the streets.

We can start to see the beams and girders that frame the endoskeleton of North Star beneath the fissures in the asphalt streets that the pickup speeds through. Water mains burst, geysering huge floods of water in a hundred different places. Gas mains EXPLODE in awful clouds of fire. Through the mayhem drives Sam and his brother and sister.

INT. PICKUP - NIGHT

Sam, Karen, and John Jr. stare in horror, and not a little wonder, at their surroundings. Sam screams over the NOISE to his siblings.

SAM
WE GOTTA GET MOM AND GET OFF THIS
SPACE STATION!!! WE GOTTA GET ON
THE JET FIGHTER AND GET OFF THIS
PLACE IS GOING TO GO UP!!!

The huge, wide eyes of his brother sister show they give him no argument as Sam whirls the steering wheel, speeding around a corner. He slams on the brakes. They see her.

EXT. WYOMING STREET - NORTH STAR - NIGHT

The lone silhouette of a woman, backlit by gas fires and spraying water, running for her life through the sinking buildings...Mary Smith.

MARY
SSSAAAAAAAMMMMM!!!!

SAM
MMMMOOOOOAMMMMM!!!!
OVER HEEDERE!!!

Sam skids the pickup truck around and SCREECHES through the quaking street for her. The hardware store topples in a pile of bricks where the truck was seconds before.

INT. PICKUP - NORTH STAR - NIGHT

Mom runs up to the truck. Her children hug her and help her in. Her face is frozen in a silent, speechless scream, her eyes wide.

SAM
Mom what is it?

She can't mouth the words to describe what she has seen. Sam shakes her. They are all lit by the glow of the fires.

Then a shadow falls over them. They slowly turn their heads.

It fills an entire block.

EXT. MAIN STREET - NORTH STAR - NIGHT

Fifty humans have been turned into an Alien Thing. They have fused together into one...thing. It is a two story, moving, murderous mass of armour and flesh, eyeballs, and tongues, screaming mouths and jackhammer jaws in a huge, anamorphous blob of arms, legs, talons, hooks, snouts, and teeth. There are the teeth...

The Alien Human Thing is advancing down the block.

INT. PICKUP - NORTH STAR - NIGHT

Sam doesn't register any emotion.

SAM

Fuck this.

He stomps on the gas.

EXT. MAIN STREET - NORTH STAR - NIGHT

The truck speeds out of the North Star city limits as the town drops below the ground into the depths of the space station.

The road sign reading "North Star. Pop. 251." sinks beneath the ground.

INT. PICKUP - MAIN ROAD - NIGHT

The Smith family huddles in the truck as it thunders across the farmlands. Sam hugs his mother, who is weeping.

MARY

YOUR FATHER?!!!

Sam looks at her and slowly shakes his head, hugging her tighter. ROARING fills the air, SOUNDS of SPLITTING STEEL and TORTURED METALWORK.

SAM

WE HAVE TO GET THE SHIP!!!
THIS WHOLE PLACE IS GOING TO
GO UP!!! THERE'S THAT ONE SHUTTLE
OUT ON THE EDGE OF TOWN!!!

They all huddle and stare in absolute terror at what is around them.

EXT. FARMLANDS - NIGHT

The little truck jounces through a startling landscape...The skin is peeling off North Star. The farmlands and hills are burning away, revealing the metal endoskeleton of the space station that lies beneath, charred and blackened beneath the smouldering skin of the farmlands. The small pickup speeds across a road that is sizzling off the huge steel girder structure of the Sulaco station. Below the beams can be seen the full fifty stories of the space station, dropping away into hellish infinity. The whole frame work is shaking and shifting, the beams ripping loose and dropping miles down into the bowels of the ship. Great fires burn fifty stories down. Boiling, billowing clouds of fire and debris are surging upwards from the bottom of the space station.

INT. PICKUP - NIGHT

Sam, Mary, Karen and John hold onto each other for dear life as their tiny truck is rocked and heaved back and forth on its terrifying journey across the disintegrating space station. Flashes explode across their faces. They stare out through the windshield as titanic steel girders come erupting through the roasting farmlands, like claws. Sam steers frantically.

EXT. BEAM - FARMLANDS - NIGHT

The pickup truck lurches in the red fuscia glow from the underground. The road the truck is traveling on has burnt off. The vehicle rides across a mechanoid framework of a bridge fifty stories above the blazing wreckage of the military installations, heating and water units, and offices below. The girder is shaking violently back and forth as the beams are becoming dislodged. The pickup tools treacherously across it, skidding sideways. Beams and sections of the farmlands endoskeletal structure are dropping off into the abyss.

INT. PICKUP - BEAM - FARMLANDS - NIGHT

Sam feels the truck begin to drop as the beam below the wheels tears free.

SAM

HHHHAAAAANNNNGGG OOOONNN!!!

He jams the gas and jumps the truck.

EXT. FARMLANDS - NIGHT

The tiny, fuscia bathed pickup leaps off the beam. It becomes airborne over the fifty story drop into the guts of the ship as the girder falls into the fires and explosions. The truck wheels spin in dead air. It's front tires land on another steel support section a hundred yards away. The truck starts to skid backwards on the red hot metal.

INT. PICKUP - NIGHT

Sam grits his teeth and floors the gas pedal. His family screams.

EXT. STEEL SUPPORT STRUCTURE - FARMLANDS - NIGHT

The truck just barely gains traction on the swaying support structure. It roars off across it.

A half mile away...

The shuttle silo, shifting and swaying. The spacecraft is cast in the boiling glow of the fiery hell. Sam and his family race the pickup across an erector set nightmare of space station steel mechanoid structural beams. The farmlands have now entirely burnt off and there is nothing but the rapidly collapsing space station.

The truck makes it to a three hundred yards away from the silo.

Then it stops.

INT. PICKUP - STEEL SUPPORT STRUCTURE - NIGHT

Sweating and flushed from the scalding heat, Sam throws on the emergency brake and turns off the engine. He throws open the side doors and screams to his family.

SAM
WE'RE OUTA HERE!!!

They squeeze out of the vehicle and the ground shifts beneath them.

EXT. STEEL SUPPORT STRUCTURE - NIGHT

The metal below their feet is moving. Sam helps Mary, Karen, and Mark onto the next section of girder. They try not to look at the fifty story drop into staccatto explosions and upsurging debris. Suddenly, the girder they were on pulls free, dumping the pickup into oblivion as it topples loose. In the huge shake, Mark slips off the beam. He falls. Sam grabs his hand just in time, but he is pulled off too. Hanging on with one hand to the shivering, swaying girder, he clings to his brother with his other hand. Weeping in terror and stress, his mother and sister make their way on all fours across the beam to where Sam hangs on by his fingers.

They get to him.

He drops.

They grab his arm and heave him back onto the beam, all of them bathed in the red fuscia light and the skin peeling heat.

The four sole survivors of the space station Sulaco walk the final feet to the silo. They are at the door to the silo and spaceship.

John Smith steps out from behind the silo.

Marys and Karens eyes pop out of their heads and his fifteen foot half man, half Alien apparition, but they only stare. Sam faces him, gazing up at the mutation that blocks their way into the silo. John rears high above them, his four armoured arms reaching for them, his jackhammer jaws punching in and out of the ragged wound that was his human mouth. His eyes alone remain fully human. They swell with emotion, then they turn murderous and Alien, then the emotion returns as his human nature fights his Alien nature.

Sam stands in front of his brother, sister, and mother. He shakes his head at John.

SAM
DDDDDDAAAAAADDDDD!!!!
LET US BY!!! WE'LL DIIIEEEE!!!

The distorted, slimed, reconfigured face of his father shifts above the armour plated spine that juts out of his mangled back. Blood drips from the torn ruin of his throat. His eyes regard them. They are all perched on the ledge of the steel support structure, the space station turning in on itself fifty stories down. Huge fulgerations of fire surge up from the bottom of the ship.

SAM
DDDDDDAAAAAADDD!!!!
WE HAVE TO GO NOW!!!!

John Smith, the hair on his domed forehead singing off, regards them.

OOOORRRREEEEEEEEEEEEEEAAAAAAAANKKKKKKKKK!!!!!! An ear-splitting sound of tortured steel. The silo shears off from it's foundation, dropping a thirty feet. It hangs suspended, the spaceship resting precariously above the bottom of the space station, all fire and explosions. The launching pad has been crushed, and the shuttlecraft no longer has its escape hatch. The Smith family cannot reach it now.

SAM
NNNNNNNNDDDDDDDDDDDDDDDDDDDD!!!!!!

It is thirty feet from them, below.

A human tear spills from John Smiths eye. He reaches out and picks up Sam with one hand. He lifts him off his feet. With the full extension of his human Alien anatomy, John reaches across the open expanse between the support structure and the silo, and sets Sam down by the spacecraft.

His son watches in stunned amazement as John Smith, with the last drops of humanity in him, helps first his wife, then his daughter across to the silo. He reaches out his hand and picks up Mark. The little boys face is soaked with tears. Real tears pour from John Smiths face as he holds the child near his mutated features. He looks at him one last time, then places him down with the rest of his family.

JOHN SMITH
S-ssssssssss-sorry.

A sudden violent shudder in the space station. The silo slips again as the station endoskeleton is violently rocked. John Smith is separated from his family, stuck on the steel support section. Sam, Mary, Karen, and Mark gives him an emotion wracked final wave, then desperately clamber into the silo.

INT. SILO - NIGHT

The spaceship.

Sam helps his family into the craft as the seams split in the silo.

INT. SHUTTLECRAFT - NIGHT

They all buckle into the seats. Sam swiftly, skillfully mans the controls. The MUFFLED SOUNDS of the EXPLODING SPACE STATION outside the ship. He looks at his mother, sister, and brother.

SAM
This son of a bitch came off the
launching pad. I'm gonna have to fly
it through the dome. Hang on because
this is going to be rough.

He throws some switches. The dashboard lights up. He flicks some overhead toggles. The ENGINE begins to ROAR. They are flung back in their seats as the spaceship surges forwards.

INT. SULACO SPACE STATION - NIGHT

The spaceship lifts off out of the silo in an explosion of jetfire, steering through the falling beams and girders. It heaves upwards at three hundred MPH for the ten mile wide, five mile high clear dome that covers North Star.

The ship breaks through it in a monumental shattering of glass as the whole dome cristalizes.

INT. SHUTTLECRAFT

They are terribly jolted as the spaceship hits the glass.

EXT. SULACO SPACE STATION - SPACE

The small shuttlecraft EXPLODES through the dome in a spectacular combustion of glass.

It soars out into the stars.

INT. SULACO SPACE STATION - NIGHT

The space station beams, girders, machinery upheave through the giant hole in the dome, sucked out into space. John Smith hangs onto the steel support structure, his face and body whipped in the torrential winds as the pressure inside the ship adjusts to the vacuum of space.

He looks out across the burning ruins of the endoskeleton and he sees The Alien Thing, the mass of fifty people, is now meshed with Alien Cattle and Alien Horses and many kinds of Alien Animals. And more...It is melding to the steel beams and girders of the space station, all becoming one, living, moving, absorbing Alien.

John Smith feels himself pulled, and he knows he will become part of it, too.

EXT. SHUTTLECRAFT - SPACE

The small escape craft blasts into the starscape in a surging burst of turbo jet. Behind it the Sulaco space station falls further and further back.

But something is happening....

The space station is reforming, metal and Alien and human flesh are fusing and reconstructing into a living biomechanoid blob, like a ten mile wide octopus as it's beams and girders burst through the sides of the space station like gigantic tentacles of steel and slimy black armour and flesh. The Alien thing floats in space...

The spaceship rockets tens of miles into the stars. Soon it is a pinpoint speck of light.

INT. SHUTTLECRAFT - SPACE

The Smith family stand by the hypersleep chambers. Sam helps his little brother Mark into his freezer.

SAM

When you wake up we'll be there,
little buddy.

MARK

See you.

Sam closes the freezer windshield. He stands next to his mother and sister as they climb into their chambers.

SAM

In you go.

MARY

Is everything going to be okay?

SAM

This rescue ship got called ten hours ago. They'll be in this sector in the next twenty four. We just need to rest, and wait for them to pick us up.

KAREN

See you Sam.

He kisses his mother. He pushes closed their hypersleep chamber windshields. She smiles at him. Her freezer window closes. Sam walks over to the controls of the ship. He lights a cigarette and punches a few buttons, flipping a few toggles. He starts the tape recorder and puts the microphone to his lips.

SAM

This is the space shuttle Sulaco.
We are the sole survivors of the
space station. We are Captain
Sam Smith, U.S. Air Force. Mary
Smith, my mother. Karen Smith, my
sister, and John Smith Jr. my brother.
We are flying out of the 29th Sector and
are headed for the twenty fourth midway.
The rescue ship we radioed for should find
us within the day. Over and out.

Sam puts down the mike. The small interior of the shuttle craft is dark and quiet. Starlight glints faintly off the the banks of computer consoles and overhead electronic gridwork. Stubbing his cigarette, he returns to his freezer and climbs down into it. He shuts his eyes and presses the button. The windshield slowly closes with a quiet HUM.

In the darkness, something moves.

In the silence, everything is moving.

The computer consoles are breathing. They begin to bleed black muck. The grids and beams of the roof start to bend and CREAK fleshily. They reform into armoured scales. The floor puckers and turns into biomechanical mouths. The jet fighter is becoming alive, and begins to snarl.

INT. SAMS FREEZER - SHUTTLECRAFT

Sam opens his eyes. He hears something. He sees through the tinted glass something moving and mechanically churning in the darkened roof overhead. SPLAT. SPLAT. SPLAT. Mechanoid, bloody muck drips on the glass. The blood begins to walk like a hundred tiny spiders. Sam screams and pushes the buttons to open his hypersleep chamber. The pads of his seat begin to move and the metal sides of the freezer begin to move, closing over him.

SLOW MOTION: Screaming his lungs out, and using all his strength, Sam smashes upper body through the glass windshield in an eruption of glass, breaking out.

INT. SHUTTLECRAFT

Sam lands on the floor. The metal is ripping open in sharp, armoured mouths and the floor tries to bite him. A beam breaks off of the ceiling and tries to grab him like a tentacle. The electrical systems are shorting out and electrical flashes illuminate the unimaginable horror of the shuttlecraft in bluish, crackling bolts of tesla coil lightning.

Sam swings his fists, smashing the glass windshield of the hypersleep chambers. He hauls his mother, his sister, and his brother out of the freezers as the hypersleep chambers turn into sharp, glass edged metal jaws snapping at its human prey. He pulls them out on the floor.

One of the hypersleep vaults snaps like a bear trap on his right arm, severing the synthetic limb at the elbow. Sam falls back, holding the broken hydraulics and pneumatic tubing of his artificial stump.

Karen is screaming and screaming. Marks eyes are wide with terror. Mary alone keeps her head.

SAM

GET IN THE SPACESUITS! WE'RE
GETTING OUT OF HERE!

Mary pulls her children towards the rack with the hanging spacesuits. The walls erupt like festering armour, explosions of blackish muck splattering them all. The computer banks breath and bend. Sam grabs a rifle off the wall. He aims it at the computer command center on the wall and fires a grenade into it. The computer consoles explode in showers of sparks and biomechanical debris. The shuttlecraft screams and shivers. It's been wounded.

Mary helps her children into the suits, screwing the helmets on them. Their faces are white with terror through the helmet visors. Sam rushes to the spacesuits and starts to put his on.

The beams and girders on the ceiling are pulling free like an Alien ribcage. The ship is reforming like the lining of a stomach. Sam and his family are all in their spacesuits now. They all look through the windshield.

Through it, they see the space station. Like an anamorphous blob of tentacles and huge armoured mouths made of metal and flesh, fully ten miles wide, it is getting closer.

EXT. SULACO SPACE STATION/SHUTTLECRAFT - SPACE

The space station opens like a fantastically huge mouth. It is sucking the shuttlecraft back towards it, trying to reclaim part of its self.

INT. SHUTTLECRAFT

Sam sees the space station growing closer through the windshield. He hugs his family to him with one arm and one arms the shotgun grenade launcher with the other, BLASTING pieces off the biomechanical shuttlecraft as he moves them towards the hatch. Sam punches a series of buttons. Sam stares straight ahead through the windshield. He sees the five mile wide gaping maw of the unimaginable space monster straight ahead as their ship is sucked towards it. He throws one switch.

EXT. BOMB BAY DOORS - SHUTTLECRAFT - SPACE

The doors open.

Four legs extend armed with full size nuclear missiles.

INT. SHUTTLECRAFT

Sam hits a few more switches.
The space station fills the windshield.

EXT. JETS - SHUTTLECRAFT - SPACE

The jets blast on in an explosion of fire. The shuttle with its warheads underneath rockets with jet power for the space station.

INT. SHUTTLECRAFT

Sam hits the last switch.

The spacehatch explodes open. The inside of the space shuttle becomes a vacuum and a huge windstorm rips through the ship. Sam and his family in their spacesuits are jettisoned from the shuttle in a hurricane force windstorm, taking pieces of the shuttlecrafts biomechanical innards with it.

EXT. SPACE

Holding onto each other, the four spacesuited figures spin and summersault through space as the shuttlecraft rockets off straight for the space station.

EXT. SHUTTLECRAFT/SULACO SPACE STATION - SPACE

The shuttle fires it's four nuclear missiles into the mouth of the space station. The tiny ship follows its streaking missiles into the mouth.

There is daylight in space.

EXT. SPACE

The four spacesuited figures see the boiling, billowing mushroom cloud in space. The space station seems to scream as it is engulfed in the expanding, white hot conflagration. Sam, Mary, Karen, and Mark are spun miles and miles into space in the shockwave. They feel the heat.

Sam has his eyes shut, expecting incineration. Then the rumble fades and he opens his eyes. Their spacesuits are charred, but the nuclear explosion has passed and there is nothing but black emptiness and stars.

Four spacesuited figures float in the middle reaches of space.

They float.

They see the white star insignia of the U.S. Army rescue ship. The ship turns on a spotlight and shines it. They are caught in the beam.

The four space suits hang, floating, as the rescue ship starts for them.

FADE OUT.

The End