

INDEPENDENCE DAY

Dean Devlin & Roland Emmerich

AN AMERICAN FLAG

Oddly still, posted in gray dusty sand.

WIDEN TO REVEAL:

EXT. LUNAR SURFACE - THE MOON

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

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

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

CUT TO:

EXT. NEW MEXICO - RADIO TELESCOPE VALLEY - NIGHT

A field of large satellite dishes scan the skies.

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

INT. INSTITUTE - MONITORING CONTROL CENTER - SAME

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

The Technician turns and slowly walks towards the source. One by one a series of LIGHTS turn on. The Technician (TECH ONE)

grabs a pair of headphones. His eyes widen.

INT. SLEEPING QUARTERS - SAME

Sleepily a SUPERVISOR picks up the phone.

SUPERVISOR

If this isn't an insanely
beautiful woman, I'm hanging up.

INT. CONTROL CENTER - SAME

TECH ONE

Shut up and listen.

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

INT. SLEEPING QUARTERS - SAME

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

INT. CONTROL CENTER - MOMENTS LATER

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

SUPERVISOR

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

TECH THREE

(overlapping)

Negative. Computer affirms the
signal is unidentified.

TECH TWO

(hanging up the phone)

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

TECH ONE

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

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

SUPERVISOR

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

Tech Three slides over to another computer.

SUPERVISOR (cont'd)

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

TECH THREE

This can't be right.

Tech Three just stares at his screen in disbelief.

SUPERVISOR

What's wrong?

TECH THREE

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

(turning to Supervisor)

It's coming from the moon.

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

CUT TO:

INT. HALLWAY - PENTAGON - SAME

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

GENERAL GREY

Who else knows about this?

COMMANDING OFFICER

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

The General shoots him a disapproving glance.

COMMANDING OFFICER

Excuse me, Sir.

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

INT. SPACE COMMAND - THE PENTAGON - CONTINUOUS

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

Super: SPACE COMMAND - THE PENTAGON

COMMANDING OFFICER

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

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

GENERAL GREY

Looks like a big turd.

The two Officers exchange a glance.

COMMANDING OFFICER

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

The General turns to the Second Officer, concerned.

GENERAL GREY

A meteor?

SECOND OFFICER

No Sir. Definitely not.

GENERAL GREY

How do you know?

SECOND OFFICER

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

GENERAL GREY

It's doing what?

SECOND OFFICER

It's... slowing down, Sir.

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

GENERAL GREY

Get me the Secretary of Defense.

(pause)

Then wake him up.

CUT TO:

INT. WHITMORE'S BEDROOM - FRE-DAWN

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

WOMAN'S VOICE

(filtering through phone)

Hi. It's me.

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

WHITMORE

Hi honey. What time is it there?

INT. HOTEL ROOM - NIGHT

Dressed in a night gown, MRS. MARGARET WHITMORE unpacks her briefing papers lays them out on a small desk as she talks. Through the window we SEE Los Angeles at night.

MARGARET

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

WHITMORE

(filtered)

As a matter of fact you did.

MARGARET

(smiles)

Liar.

INT. WHITMORE BEDROOM - SAME

Whitmore sits up.

WHITMORE

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

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

MARGARET

(filtered)

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

WHITMORE

Of course not.

The little girl stirs awake, looks up.

PATRICIA

Mommy?

WHITMORE

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

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

T.V. - NEWS PROGRAM

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

PUNDIT #1

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

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

PUNDIT #2

...I said this during the

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

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

PATRICIA
(into phone)
Daddy let me watch Letterman.

WHITMORE
Traitor.

Whitmore exits the room.

INT. HALLWAY - CONTINUOUS

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

SECURITY GUARD
Good morning, Mr. President.

WHITMORE
Good morning, George.

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

INT. BREAKFAST TABLE - CONTINUOUS

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

WHITMORE
You're up early this morning,
Connie.

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

CONSTANCE
They're not attacking your

policies, they're attacking your age.

(another paper; reading)
"...addressing Congress, Whitmore seems less like the President and more like the orphan child Oliver asking, 'please sir, I'd like some more.'"

WHITMORE

Clever.

CONSTANCE

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

WHITMORE

(pointedly)

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

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

CONSTANCE

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

WHITMORE

You see, substance at last.

An AIDE appears at the doorway.

CONSTANCE

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

Whitmore goes to the phone, picks it up.

WHITMORE

Yes? Say that again?

CUT TO:

AN OLD RUSSIAN SATELLITE

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

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

NEW YORK SKYLINE - EARLY MORNING

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

EXT. CLIFFSIDE PARK - NEW JERSEY - MORNING

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

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

MOISHE

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

DAVID

I'm thinking.

MOISHE

So think already.

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

MOISHE

Again he's thinking.

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

DAVID

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

decompose?

MOISHE

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

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

MOISHE (cont'd)

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

DAVID

Dad, don't start.

MOISHE

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

DAVID

Three years.

MOISHE

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

Moishe takes a big puff on the cigar and coughs.

DAVID

Look who's talking healthy.

Suddenly David's beeper goes off.

MOISHE

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

David moves his queen.

DAVID

Checkmate. See you tomorrow, Dad.

He gives his father a quick kiss and hurries away.

MOISHE

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

(yelling after him)

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

CUT TO:

EXT. NEW YORK CITY STREETS - MINUTES LATER

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

INT. COMPACT CABLE OFFICES - LATER

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

MARTY

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

DAVID

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

MARTY

Started this morning. Every
channel is making like it's
nineteen fifty. Snow, static, all
kinds of distortions. No one
knows what the hell is going on.

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

DAVID

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

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

DAVID

What the hell is this?

MARTY

So sue me.

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

INT. TRANSMISSION FEED - CONTINUOUS

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

DAVID

Did you try to switch to
transponder channels?

MARTY

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

David examines the readouts, puzzled.

DAVID

Let's retrofit the dish to another
satellite.

MARTY

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

David looks up, puzzled.

DAVID

That's impossible.

CUT TO:

A TELEVISION SET

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

WIDEN TO REVEAL:

INT. MOBILE HOME - DAY

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

MIGUEL

Stop it.

TROY

It's all fuzzy.

MIGUEL

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

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

TROY

I don't need it.

MIGUEL

(pushing it back)

Just take it, dick head.

(turning to his sister)

Alicia! Make sure he takes his medicine.

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

EXT. TRAILER PARK - SAME - MORNING

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

INT. BRENNON MOBILE HOME - SAME

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

MIGUEL

Morning, Lucas.

Lucas holds a bowl full of rotted vegetables.

LUCAS

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

Unceremoniously, he dumps them at Miguel's feet.

LUCAS (cont'd)

Where the hell is your father?
You know what time it is?

MIGUEL

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

LUCAS

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

Troy SMACKS the television again.

MIGUEL

Troy, stop it! I swear to God!

LUCAS

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

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

MIGUEL

Stop it, Troy! I swear to God!

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

CUT TO:

EXT. SPACE - THE ORBIT - SAME

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

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

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

CUT TO:

INT. WHITE HOUSE - BASEMENT CORRIDORS - DAY

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

AIDE #1

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

CONSTANCE

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

AIDE #2

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

CONSTANCE

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

AIDE #3

Connie, what the hell is going on?

Constance escapes into the elevator, turns around.

CONSTANCE

(smiles confidently)

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

AIDE #1

In a second!

AIDE #2

Absolutely.

Before she can retort, the elevator doors close.

INT. OVAL OFFICE - WIDE SHOT - SAME

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

SEC. OF DEFENSE

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

NIMZIKI

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

GENERAL GREY

Forgive me, but with the little information we do have, the only thing that would accomplish is turn one dangerous falling object into many.

Just then the door opens and Constance enters.

PRESIDENT WHITMORE

What's the damage?

CONSTANCE

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

NIMZIKI

(to General Grey)

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

GENERAL GREY

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

CONSTANCE

Isn't that a little premature?

NIMZIKI

I don't think so.

SEC OF DEFENSE

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

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

COMMANDING OFFICER

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

NIMZIKI

Well that's good news.

COMMANDING OFFICER

Not really.

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

COMMANDING OFFICER

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

PRESIDENT WHITMORE

Pieces?

COMMANDING OFFICER

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

NIMZIKI

Where are they heading?

COMMANDING OFFICER

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

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

NIMZIKI

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

CUT TO:

YELLOW LIGHTS FLASHING ON

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

INT. DAVID'S CUBICLE - COMPACT CABLE - DAY

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

MARTY

Please, tell me you're getting
something.

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

DAVID

There's good news and bad news.

MARTY

What's the bad news?

DAVID

You're in meal penalty for
disturbing my lunch.

MARTY

And the good news is you won't
charge me.

DAVID

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

MARTY

That's the good news?

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

DAVID

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

MARTY

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

CUT TO:

EXT. CALIFORNIA FARMLANDS, IMPERIAL VALLEY - DAY

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

MIGUEL'S POV - AN OLD BI-WING AIRPLANE

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

MIGUEL

(yelling)

Russell! God damn it, Russell!

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

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

A LINE OF TREES

at the edge of the field, nearly on top of him. In a trick

move, Russell turns the plane on ITS SIDE, and SLICES through the narrow gap between the trees.

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

ANGLE - OTHER SIDE OF TREES - MOMENTS LATER

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

MIGUEL

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

RUSSELL

(climbing down)

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

MIGUEL

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

RUSSELL

You sure?

MIGUEL

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

(MORE)

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

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

CUT TO:

EXT. IRAQI DESERT - REFUGEE CAMP - NIGHT

A tent city. Ubiquitous overcrowding and poverty. Several

hundred refugees settle down for the night.

Super: Northern Desert, Iraq

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

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

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

THE SKIES - THE PHENOMENON

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

CUT TO:

EXT. USS EISENHOWER - AIR CARRIER - ESTABLISHING - DAWN

Super: Battle Carrier, USS Eisenhower - Persian Gulf

INT. USS EISENHOWER - RADAR ROOM - DAY

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

LIEUTENANT

Ensign, status?

SAILOR #1

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

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

LIEUTENANT

Have a complete diagnostic run...

SAILOR #1

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

the map!

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

LIEUTENANT

Get the CINC Atlantic Command on the line.

CUT TO:

INT. PENTAGON - COMMANDING CENTER - DAY

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

OFFICER

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

COMMANDING OFFICER

A second sighting?

OFFICER

Yes Sir, this just came in from the Eisenhower.

The Commanding Officer grabs a phone laying off the hook.

COMMANDING OFFICER

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

INT. OVAL OFFICE - DAY

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

GENERAL GREY

Where in the Pacific?

(turning to the President)

They've spotted one off the California coast line.

Surrounded by the Secret Service, the President is speechless.

Constance Halbrook comes rushing into the room and whispers to the President.

PRESIDENT

Put it on.

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

NEWSCASTER

(filtered)

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

Everyone is locked onto the television, mesmerized.

NEWSCASTERS (cont'd)

(filtered)

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

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

GENERAL GREY

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

INT. AWAC AIRPLANE - DAY

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

RADAR TECH #1

(reporting into radio)

It's no use. Side radar doesn't
see a thing!

RADAR TECH #2
(reporting)
That's correct. We're IMC blind,
sir.

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

PILOT
Negative. We still have zero
visibility.

EXT. AWAC AIRPLANE - CLOUDY SKIES - DAY

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

Super: Pacific Coastline, California

The AWAC disappears from view into the clouds.

INT. OVAL OFFICE - SAME

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

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

INT. AWAC - SAME

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

PILOT
Wait a minute, it may be clearing.

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

INT. AWAC - SAME

The speaker phone cracks and distorts.

PILOT

(filtered)

Jesus God! The sky's on fire!

EXT. AWAC AND PHENOMENON - SAME

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

Quickly it is ENGULFED in the flames.

INT. OVAL OFFICE - SAME

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

GENERAL GREY

Get them back on line.

AIDE #1

(on other phone)

Line's gone, sir.

The ATLANTIC COMMAND CINC, turns from a different phone.

AAC CINC

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

CHIEF OF STAFF

How much time do we have?

AAC CINC

Less than ten minutes.

NIMZIKI

(turning to aid)

Organize a military escort to Crystal Mountain.

GENERAL GREY

(to President)

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

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

PRESIDENT

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

CONSTANCE

More than likely.

NIMZIKI

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

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

PRESIDENT

I'm not leaving.

NIMZIKI

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

PRESIDENT

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

NIMZIKI

But, Mr. President...

PRESIDENT

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

(to Constance)

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

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

GENERAL GREY

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

PRESIDENT

I had a feeling you would.

GENERAL GREY

Sir, what happens if they do
become hostile?

PRESIDENT

Then God help us.

CUT TO:

INT. DAVID'S CUBICLE - DAY

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

FEMALE CO-WORKER

(stopping in doorway)

David, are you watching this?

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

INT. COMPACT CABLE OFFICE - CONTINUOUS

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

INT. MARTY'S OFFICE - CONTINUOUS

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

DAVID

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

MARTY

(distracted)

Huh? Oh, good, hood.

DAVID

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

MARTY

(still glued to T.V.)

Can you believe this?

DAVID

What re you talking about?

MARTY

Haven't you been watching?

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

CONSTANCE

(filtered)

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

INT. WHITE HOUSE PRESS ROOM - SAME

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

CONSTANCE

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

INT. BRENNON MOBILE HOME - SAME

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

CONSTANCE

(filtered)

...we have a fix on three
different occurrences about to
appear over American cities. One

is headed toward Los Angeles...

INT. MARTY'S OFFICE - SAME

CONSTANCE

(filtered)

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

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

CO-WORKER #2

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

MARTY

(dry; to David)

Feel no shame in hiding.

INT. HALLWAY -- CONTINUOUS

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

MARTY

Oh shit, I better call my wife.

INT. AIRPORT DINER - LATE MORNING

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

MECHANIC #1

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

The Mechanics laugh. Russell tries to ignore them.

MECHANIC #2

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

MECHANIC #2

Hostage experience? Something happen to you, Russ?

MECHANIC #1

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

RUSSELL

Not today, guys. Okay.

Russell gets up and heads for the door.

MECHANIC #1

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

EXT. SMALL AIRPORT - CONTINUOUS

The Mechanic follows Russell outside, his buddies in tow.

MECHANIC #1

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

The mechanics crack up laughing. Suddenly the things around them begin to RUMBLE. The SHADOW engulfs them, silencing the Mechanics.

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

EXT. TRAILER PARK - SAME

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

INT. BRENNON MOBILE HOME - CONTINUOUS

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

EXT. TRAILER PARK - CONTINUOUS

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

THE PHENOMENON - DARK CLOUDS

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

INT. COMPACT CABLE - STAIRWELL - SAME

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

CO-WORKER #3

Aren't you coming, David?

DAVID

No way, I've got to see this.

EXT. WASHINGTON MONUMENT - SAME

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

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

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

INT. WHITE HOUSE - HALLWAYS - SAME

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

INT. WHITE HOUSE - OVAL OFFICE - SAME

The President talks on the phone. Constance waits nearby.

PRESIDENT WHITMORE

(into phone)

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

The President hangs up.

CONSTANCE

What is their position?

PRESIDENT WHITMORE

I think he was drunk.

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

SECRET SERVICE GUY

Mr. President, we have to go.

Abruptly, the room DARKENS as it begins to RUMBLE.

EXT. WHITE HOUSE - SAME

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

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

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

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

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

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

EXT. WALL STREET - SECOND LATER

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

EXT. ROOFTOP - COMPACT CABLE - SAME

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

SKYLINE AND ALIEN CRAFT

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

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

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

DAVID'S POV - CENTRAL PARK - SAME

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

DAVID
(realizing)
My God. The signal.

EXT. LOS ANGELES BASIN - WIDE ANGLE - LATER MORNING

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

EXT. HILLSIDE RESIDENTIAL AREA - SAME

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

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

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

SPACE SHIP - SAME

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

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

INT. BEDROOM - CONTINUOUS

Two people sleep as Dylan runs into the room.

DYLAN

Mommy, look at!

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

JASMINE

(re: darkness)

It's too early, baby.

She turns back over. Suddenly the room briefly RUMBLES.

MAN

Earthquake?

JASMINE

Not even a four pointer. Go back to sleep.

Shrugging, the man does.

HOLLYWOOD SIGN (FORMERLY SC. 72) - SAME

In Los Angeles. The SHADOW slowly covers the sign.

EXT. WHITE HOUSE - WINDOW - SAME

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

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

INT. OVAL OFFICE - SAME

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

CONSTANCE

What do we do now?

PRESIDENT WHITMORE

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

CONSTANCE

Yeah. I'm one of them.

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

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

CUT TO:

INT. JASMINE'S DEBROW'S BEDROOM - SAME

The man sleeping next to Jasmine's beagle BOOMER drops Steven's tennis shoes on top of him, waking him.

JASMINE

He's trying to impress you.

STEVE

He's doing a good job.

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

INT. BATHROOM - CONTINUOUS

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

STEVE

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

He finished and flushes.

INT. LIVING ROOM - CONTINUOUS

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

NEWSCASTER

...with little damage reported to

the southland area. People are
advised not to panic...

STEVE

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

Jasmine sits up in bed, yelling out to Steve.

JASMINE

Dylan out there?

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

STEVE

What have you been up to, Sport?

DYLAN

(holding his gun)

Shooting aliens.

Steve musses up the boy's hair, smiling.

JASMINE

(entering)

Coffee?

Steve mumbles an affirmative as he exits.

EXT. JASMINE'S HOUSE - CONTINUOUS

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

JASMINE (O.S.)

You want milk with your coffee?

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

STEVE AND JASMINE'S POV

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

THE ALIEN CRAFT

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

CUT TO:

INT. STAIRWELL - DAY

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

INT. COMPACT CABLE OFFICE - CONTINUOUS

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

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

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

WOLF BLITZER

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

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

MARTY (O.S.)

I know, babycakes. Calm down.

David spins around at the sound of the voice but the room is still empty. David leans down and looks under a desk where he finds Marty still on the phone with his wife.

DAVID

Tell her to get the kids and leave town.

MARTY

What happened?

DAVID

(yells)
Just do it!

Marty realizes David is dead serious.

MARTY

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

Mary hangs up, crawls out from under the table.

MARTY (cont'd)

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

DAVID

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

MARTY

Not really...

DAVID

That signal. It's a countdown.

MARTY

(confused)

A countdown to what?

DAVID

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

David motions to the television.

BLITZER

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

DAVID

They are positioning themselves all over the world and using this one signal to synchronize their efforts. In approximately six

hours the signal will disappear
and the countdown will be over.

MARTY

Then what?

DAVID

Checkmate.

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

MARTY

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

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

INT. PRESS ROOM, WHITE HOUSE - SAME

The President stands at the podium giving his address.

PRESIDENT WHITMORE

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

ANGLE - SIDE ENTRANCE TO PRESS ROOM

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

PRESS AIDE

He says he's your husband.

Her expression drops. She takes the phone from her.

CONSTANCE

What do you want?

DAVID

(filtered)

You have to leave the White House.

CONSTANCE

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

INT. COMPACT CABLE OFFICES - SAME

DAVID

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

INT. SIDE OFFICE, WHITE HOUSE - DAY

Impatient, Constance tries to get off the phone.

CONSTANCE

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

DAVID

(filtered)

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

CONSTANCE

You're being paranoid.

DAVID

(filtered)

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

Constance hangs up. Her face betrays mixed emotions.

INT. COMPACT CABLE OFFICES - SAME

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

PRESIDENT WHITMORE

(filtered)

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

Hanging up the phone, David sprints for the exit.

PRESIDENT WHITMORE (cont'd)

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

SMASH CUT TO:

CABS SLAMMING TOGETHER - NEW YORK CITY STREETS

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

EXT. GEORGE WASHINGTON BRIDGE - NEW YORK - DAY

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

EXT. CLIFFSIDE, NEW JERSEY - LATER

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

EXT. MOISHE'S TRACT HOUSE - SECONDS LATER

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

DAVID

Pops!

MOISHE

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

DAVID

You still got the Olds?

MOISHE

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

DAVID

That's okay. You're driving.

CUT TO:

INT. JASMINE'S HOUSE - DAY

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

JASMINE

You can't go. Call them back.

STEVE

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

JASMINE

You said you were on leave for the Fourth.

STEVE

They cancelled it. Why are you acting like this?

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

JASMINE

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

EXT. DEBROW HOUSE - CONTINUOUS

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

STEVE

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

Dylan opens the bag; fireworks. Jasmine walks over.

DYLAN

Cool.

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

JASMINE

Wait. I have to tell you something.

STEVE

What?

JASMINE

(loses her nerve)

Be careful.

STEVE

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

JASMINE

Really? You don't mind?

STEVE

(smiling)

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

Pissed, she hits him. He loves it.

JASMINE

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

STEVE

Yes, I am.

JASMINE

Dick-weed!

STEVE

Butt-munch.

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

JASMINE

I'll take these.

DYLAN

Mommmmmm...

CUT TO:

EXT. JERSEY - HIGHWAY - LATER THAT DAY

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

INT. OLDS - SAME

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

MOISHE

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

DAVID

Can't this thing go any faster?

MOISHE

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

DAVID

They don't know this.

MOISHE

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

DAVID

Dad...

MOISHE

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

CUT TO:

INT. HOTEL LOUNGE, LOS ANGELES - LATE AFTERNOON

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

PRESIDENT WHITMORE
(filtered through phone)
I want you out of there.

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

INT. WHITMORE BEDROOM - WHITE HOUSE - SAME

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

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

MARGARET
(filtered)
How's the munchkin?

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

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

GENERAL GREY
More ships keep arriving, fifteen
in total so far.

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

GENERAL GREY

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

PRESIDENT WHITMORE

What the hell are they up to?

CUT TO:

EXT. TRAILER PARK - NIGHT

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

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

REPORTER

(filtered)

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

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

RUSSELL

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

TROY (O.S.)

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

MRS. WHITMORE

(filtered)

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

MIGUEL

Troy, you remember Uncle Hector, from Tucson?

TROY

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

MIGUEL

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

TROY

That'd be cool!

Miguel thinks for a second, makes a decision.

MIGUEL

Pack up, we're going.

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

TROY

(yelling after him)

What about Dad?

ALICIA AND OLDER BOY

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

OLDER BOY

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

ALICIA

What makes you think I'm a virgin?

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

MIGUEL

Come on, we're going.

ALICIA

I'm not going anywhere...

Miguel grabs her by the wrist and pulls her away.

EXT. FREEWAY - OUTSIDE WASHINGTON - NIGHT

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

INT. MOISHE'S OLDS - NIGHT

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

MOISHE

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

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

MOISHE (cont'd)

What the hell is that?

DAVID

This, pops, is every phone book in America.

MOISHE

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

DAVID

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

David starts to look it up. Suddenly...

DOZENS OF CARS HEADING STRAIGHT FOR THEM

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

highway.

MOISHE

Oh my God!

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

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

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

Suddenly A TRUCK blocks off their only escape route.

Moishe turns HARD and drives up onto the right shoulder.

OVERHEAD ANGLE - OLDS AND TRAFFIC

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

DAVID

Nice driving, pops!

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

MALE VOICE (V.O.)

...put your hands together for
Sabrina!

CUT TO:

INT. STRIP CLUB - LOS ANGELES - NIGHT

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

REVERSE ANGLE - JASMINE'S POV - EMPTY CLUB

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

ANGLE T.V. - ROOFTOP - LOS ANGELES

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

NEWSCASTERS

(filtered)

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

INT. DRESSING ROOM - CONTINUOUS

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

JASMINE

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

TIFFANY

(re: T.V.)

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

Tiffany holds up a drawing of a space alien.

JASMINE

You're not thinking of joining those idiots?

TIFFANY

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

Jasmine turns to Tiffany, dead serious.

JASMINE

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

(Tiffany pouts)

Promise!

TIFFANY

I promise.

JASMINE

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

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

MARIO

What the hell's your kid doing
here?

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

JASMINE

You try to find a sitter today.

MARIO

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

JASMINE

(out the door)

Nice working with you, Mario.

CUT TO:

EXT. WASHINGTON D.C. - NIGHT

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

INT. OLDS - CONTINUOUS

David types frustratedly on his laptop.

MOISHE

Not listed, huh?

DAVID

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

MOISHE

Spunky?

DAVID

College nickname.

MOISHE

You try Martin?

DAVID

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

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

MOISHE

(sarcastic)

So what do I know?

CUT TO:

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

A crowded locker room. Steve enters.

MALE VOICE (O.S.)

Where the hell've you been?

STEVE

Ah, were you guys waiting for me?

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

JIMMY

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

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

STEVE

Well, the mail's still working.

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

him.

JIMMY

Junk mail. You don't want this.

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

JIMMY

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

STEVE

How to kiss ass.

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

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

JIMMY

(embarrassed)

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

STEVE

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

Steve snatches it back, embarrassed.

JIMMY (cont'd)

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

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

CUT TO:

EXT. WHITE HOUSE - MOMENTS LATER - NIGHT

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

INT. ODS - CONTINUOUS

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

MOISHE

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

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

DAVID

Perfect, she's using it.

MOISHE

It's perfect the line is busy?

DAVID

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

MOISHE

You can do that?

Shooting his father a look.

DAVID

(sarcastic)

All cable repairmen can.

INT. WHITE HOUSE - HALLWAY - MOMENTS LATER

Constance is just finishing a call on her cellular phone.

CONSTANCE

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

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

CONSTANCE

What?

DAVID

(filtered)

Connie, don't hang up.

CONSTANCE

David? How'd you get this number?

DAVID

Walk to the window. Right in
front of you.

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

CONSTANCE

What am I looking for?

CONSTANCE'S POV - STREET - OLDS - DAVID

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

CONSTANCE

(to herself)

How does he do that?

CUT TO:

INT. BRENNON TRAILER - NIGHT

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

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

EXT. ROADWAY - CONTINUOUS

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

MIGUEL

They let you out?

RUSSELL

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

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

MIGUEL

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

RUSSELL

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

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

MIGUEL

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

Russell is momentarily silent, stunned. Recovering...

RUSSELL

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

MIGUEL

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

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

TROY

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

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

MIGUEL

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

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

EXT. ANDREWS AIR FORCE BASE - NIGHT

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

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

CNN REPORTER

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

INT. BRIEFING ROOM - WHITE HOUSE - SAME

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

CNN REPORTER

(filtered through T.V.)

...each has been refitted with
what Pentagon officially hope will
be our first step in communicating
with the alien craft...

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

Suddenly everyone snaps to attention as the President enters.

PRESIDENT

Where are we?

GENERAL GRAY

They're in the air.

CUT TO:

INT. OFFICE OF THE COMMUNICATIONS DIRECTOR - SAME

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

MOISHE

(to himself)

Very nice.

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

CONSTANCE

And when is the countdown supposed to expire?

DAVID

(checking)

Fifty six minutes, forty five seconds.

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

CONSTANCE

What do you want me to do?

DAVID

I want you to leave with us.
Right now.

CONSTANCE

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

DAVID

He's not going to listen to me.

Surprised at his son, Moishe steps forward.

MOISHE

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

DAVID

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

MOISHE

You punched the President in the face?

DAVID

He wasn't the President then.

CONSTANCE

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

MOISHE

Punched the President? Oh my god.

APACHE HELICOPTERS

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

INT. HELICOPTER - PILOT - CONTINUOUS

The PILOT adjusts his radio.

PILOT

Echo one, we are closing in.

EXT. SKIES - CONTINUOUS

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

INT. HALLWAY - ELEVATORS - WHITE HOUSE - MINUTES LATER

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

MOISHE

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

INT. OVAL OFFICE - CONTINUOUS

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

hair.

CONSTANCE

Wait here. I'll be right back.

David sets up his laptop.

MOISHE

Not on his desk.

INT. BRIEFING ROOM - NIGHT

The middle monitors are now on. They show the night vision P.O.V. of the helicopters as they approach. On the side monitors we SEE the various news broadcast of this event.

NEWSCASTER

(filtered)

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

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

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

NIMZIKI

You're leaving now?

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

CONSTANCE

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

PRESIDENT

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

CONSTANCE

I'll bet.

INT. OVAL OFFICE - SAME

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

PRESIDENT

What the hell's he doing here?

Moishe, bursting, steps forward.

MOISHE

Moishe Martinsburg, Mr. President.

CONSTANCE

My ex-husband works in satellite
communications.

PRESIDENT

I don't have time for this...

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

DAVID

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

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

DAVID

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

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

DAVID (cont'd)

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

David draws small satellites surrounding Earth.

DAVID (cont'd)

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

Suddenly an aide, ALEX, appears in the doorway.

ALEX

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

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

DAVID

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

EXT. HELICOPTERS - SAME - NIGHT

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

REVERE ANGLE - HELICOPTERS AND SPACE CRAFT

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

INT. BRIEFING ROOM - SECONDS LATER

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

PRESIDENT

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

GENERAL GREY

But Mr. President...

PRESIDENT

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

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

NIMZIKI

What the hell's going on?

PRESIDENT

We're leaving.

An AIDE motions to the monitors.

AIDE

They're responding.

The room goes silent, everyone turns to the monitors.

MONITOR - NEWS PROGRAM & NIGHT VISION VIDEO

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

EXT. APACHE HELICOPTERS - SAME

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

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

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

INT. HOTEL SUITE - NIGHT

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

SECRET SERVICEMAN

Mrs. Whitmore? The President has ordered the evacuation. We have to leave, now.

She slams her valise SHUT and quickly exits.

POLICE HELICOPTER

SOARS over us, headed directly for downtown Los Angeles.

EXT. ROOFTOP - SAME

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

TIFFANY

(awed)

It's beautiful.

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

POLICE HELICOPTER

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

POLICE (P.A.)

...we are evacuating the city.

Please leave the building at once.

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

EXT. CITY STREET - PASADENA THROUGHWAY - SAME

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

INT. JASMINE'S CAR - SAME

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

RADIO VOICE

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

JASMINE

Now he tells me.

EXT. WHITE HOUSE - SAME

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

PRESIDENT

They're okay. Let them on!

INT. HELICOPTER - CONTINUOUS

The President steps inside, turns to General Grey.

PRESIDENT

Is my wife in the air?

GENERAL GREY

She should be shortly.

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

EXT. WHITE HOUSE LAWN - HELICOPTER - CONTINUOUS

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

EXT. ROOFTOPS - LOS ANGELES - SAME

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

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

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

BELIEVERS

Take me! No, take me! Take me!

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

EXT. HELIPORT - SAME

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

SECRET SERVICEMAN
(yelling over helicopter)
Mrs. Whitmore!

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

EXT. THE CAPITOL BUILDING - SAME

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

EXT. WHITE HOUSE - SAME

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

EXT. EMPIRE STATE BUILDING - SAME

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

EXT. ANDREWS AIR FORCE BASE - SAME

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

INT. AIR FORCE ONE - SAME

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

EXT. ROOFTOP - LOS ANGELES - SAME

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

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

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

EXT. EMPIRE STATE BUILDING - SAME

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

EXT. WHITE HOUSE LAWN - SAME

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

ANGLE - WHITE HOUSE

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

EXT. ANDREWS - RUNWAY - AIR FORCE ONE - SAME

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

THE CAPITOL BUILDING

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

THE PENTAGON

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

INT. AIR FORCE ONE - SAME

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

EXT. ANDREWS - RUNWAY - AIR FORCE ONE

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

WIDE ANGLES - WASHINGTON, D.C.

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

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

EXT. PASADENA FREEWAY - SAME

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

RADIO NEWSMAN

(filtered)

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

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

JASMINE'S POV - FREEWAY & DOWNTOWN

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

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

Jasmine heads for the tunnel.

ANGLE - FREEWAY

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

ANGLE - OVERPASS - BRIDGES

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

INT. TUNNEL - SAME

Jasmine turns back from the tunnel entrance.

JASMINE'S POV - WALL OF DESTRUCTION

Ever nearing, only moments away.

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

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

JASMINE

Boomer, come. Come boy!

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

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

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

EXT. MANHATTAN - WIDE ANGLE - SAME

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

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

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

SLOW DISSOLVE:

INT. BRENNON TRAILER - PRE-DAWN

A hand adjusts the trailer radio.

RADIO

(filtered)

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

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

TROY

Guys, I don't feel so good.

RUSSELL

When was the last time you had
your medicine?

TROY

Four days... five?

Troy looks really sick. Miguel is shocked.

MIGUEL

But I gave you some this morning.

TROY

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

EXT. DESERT HIGHWAY - SAME

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

RUSSELL

Miguel? Come take a look at this.

Reluctantly Miguel leaves his brother's side.

POV - RUSSELL AND MIGUEL

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

CUT TO:

INT. EL TORO - BRIEFING ROOM - MORNING

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

WATSON

You will be the first wave in our
counter attack. Though
surveillance satellite
reconnaissance has been impaired,

we have a fix on our primary
target.

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

STEVE
(whispered)
You won't exactly need radar to
find it.

Jimmy chuckles. Watson is annoyed.

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

Steve smiles confidently.

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

Everyone chuckles, including Captain Watson.

EXT. EL TORO MARINE CORPS AIR STATION - MOMENTS LATER

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

TARMAC - OVERHEAD SHOT

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

ENGINE BLAST

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

INT. AIR FORCE ONE - SAME

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

CONSTANCE
You saved a lot of lives.

PRESIDENT

I could have evacuated the cities
hours ago.

(beat)

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

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

PRESIDENT

Any news on my wife?

GENERAL GREY

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

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

GENERAL GREY (cont'd)

The fighters are in the air.

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

COMMAND CENTER - AIR FORCE ONE

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

GENERAL GREY

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

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

PRESIDENT

Where are they?

GENERAL GREY

(pointing)
ETA with target; four minutes.

EXT. BLUE SKIES - TACTICAL FIGHTERS - SAME

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

INT. STEVE'S FIGHTER - SAME

Steve pulls a long cigar out of his breast pocket.

STEVE
(into radio)
Jimmy crack corn, do you have
victory dance?

INT. JIMMY'S FIGHTER - SAME

Jimmy pulls his cigar out. Examines it.

JIMMY
(into radio)
That is an affirmative. I have
victory dance. Mmmmmmm.

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

JIMMY
I hear you.

INT. AIR FORCE ONE - PASSENGER SECTION - SAME

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

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

DAVID
Moishe, please, don't talk.

Moishe pats his belly.

MOISHE

Look at me, like a rock. Good weather, bad, doesn't matter.

(motions with his hands)

We can go up and down, back and forth, side to side...

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

MOISHE

What I say?

Constance comes over, sits next to Moishe.

CONSTANCE

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

MOISHE

Think nothing of it, Spanky.

Constance smiles, corrects him.

CONSTANCE

Spunky. He told you about that?

MOISHE

(nods)

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

CONSTANCE

(sadly)

Love was never our problem.

MOISHE

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

EXT. SKIES - SAME

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

frame.

INT. STEVE'S FIGHTER - SAME

Steve looks down, becomes worried.

STEVE

I shouldn't have left her.

JIMMY

(filtered)

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

Steve nods absently.

STEVE

Let's lock and load.

INT. AIR FORCE ONE - SAME

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

TECHNICIAN

Los Angeles attack squadron has
AMRAAM missiles locked on target.

TECHNICIAN #2

Washington and New York squadrons,
reporting lock on.

GENERAL GREY

Fire at will.

EXT. STEVE'S FIGHTER - SAME

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

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

EXT. ALIEN SHIP - SECONDS LATER

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

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

INT. STEVE'S FIGHTER - SAME

STEVE

Damn it!

JIMMY

(filtered)

I didn't even see them fire!

STEVE

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

EXT. SKIES - SAME

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

STEVE'S GROUP

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

PACK OF AIM-9 SIDEWINDER MISSILES

They reach the same quarter-mile proximity and EXPLODE.

INT. STEVE'S FIGHTER - SAME

STEVE

They must have some kind of protective shield surrounding their hull. Pull up.

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

EXT. SKIES - SAME

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

protective shield.

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

STEVE
(filtered)
Evasive maneuvers! Check Six!

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

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

HEADS UP DISPLAY - HUD

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

JIMMY
(filtered)
Got you covered, Stevie.

Jimmy FIRES, another AIM-9 Sidewinder TAKES OFF.

ALIEN ATTACKER

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

JIMMY
Shit! They've got shield too.

STEVE'S FIGHTER

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

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

STEVE
Jimmy, roll right. I'll cover.

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

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

INT. AIR FORCE ONE - SAME

Fighter after fighter begin to disappear from the display screens.

CONSTANCE

We're losing them.

PRESIDENT

Then get them out of there.

Suddenly one of the large radar display maps FIZZLES OUT.

TECHNICIAN

We've lost the satellite.

Before he can adjust, another monitor FIZZLES AWAY.

EXT. LOS ANGELES - SAME

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

STEVE

Maybe we can out run them. Follow my lead.

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

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

Two Attackers spot them and follow in hot pursuit.

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

STEVE

Jimmy, kick it! They're gaining.

JIMMY

We're already over Mach 2!

STEVE

So push it!

Readouts show the planes flying beyond measurement.

INT. JIMMY'S FIGHTER - SAME

As the planes accelerate, Jimmy fights to remain conscious.

JIMMY

Stevie... I can't...

STEVE

Jimmy, stay with me.

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

STEVE

JIMMY!

ALIEN ATTACKERS

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

JIMMY'S FIGHTER

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

STEVE

No!!!!

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

CUT TO:

INT. EL TORO - AIR TOWER - SAME

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

OPERATOR

We have incoming.

WATSON

Friendly?

OPERATOR

I don't think so.

Watson hits an alarm which ROARS.

EXT. EL TORO - TARMAC - SECOND LATER

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

INT. TOWER - SAME

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

WIDE ANGLE - EL TORO

The entire base goes up in flames.

CUT TO:

EXT. SKIES - FIGHTER & ATTACKER - SAME

Steve looks down over the side of his fighter.

STEVE'S POV - THE GRAND CANYON - SAME

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

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

STEVE

(to himself)

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

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

Steve puts on a clinic in advanced aerobatics, banking,

diving, swerving.

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

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

FUEL GAUGE - RUNNING LOW

Near empty. Frustrated, Steve gets pissed.

STEVE

Damn it!

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

STEVE

Let's see if you're fully equipped.

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

Steve SAILS UPWARDS into the air.

The Fighter CRASHES into the canyon wall.

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

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

The parachute on Steve's ejection seat pops OPEN.

EXT. TOP OF CANYON - CONTINUOUS

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

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

He stands and looks around. Spotting the beat up and incapacitated alien Attacker, Steve gets an angry resolved

look. He marches over to the fallen alien Attacker. He scans it quickly, spots a type of door that has been knocked ajar.

With all his might, Steve YANKS the door OPEN.

AN ALIEN

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

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

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

STEVE

Now that's a close encounter.

CUT TO:

INT. TUNNEL - PASADENA FREEWAY - ALCOVE - SAME

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

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

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

EXT. GARAGE DOORS - SECONDS LATER

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

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

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

DYLAN
Mommy, what happened?

JASMINE
(astonished)
I don't know, badly.

CUT TO:

EXT. DESERT - REFUGEE TRAILER CAMP - DAY

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

INT. BRENNON TRAILER - SAME

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

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

TROY
I'm sorry, Dad.
(beat; scared)
I'm not goin to die like mom, am I?

ALICIA
You're going to be fine.

Miguel comes rushing in, pulls Russell aside.

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

RUSSELL
We should leave too.

MIGUEL

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

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

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

ALICIA
It's really nice of you to help
us.

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

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

PHILIP
Cool.

Alicia nods, smitten. Philip smiles charmingly and leaves.

CUT TO:

INT. AIR FORCE ONE - SAME

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

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

GENERAL GREY
Have NORAD relay intelligence to
our on board computers?

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

GENERAL GREY

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

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

NIMZIKI

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

PRESIDENT

Above American soil?

NIMZIKI

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

The Technician returns, his face is white with fear.

GENERAL GREY

What's the latest from NORAD?

OFFICER

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

NIMZIKI

That's impossible...

GENERAL GREY

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

NIMZIKI

Mr. President, we must launch. A delay now would be more costly

than when you waited to evacuate
the cities!

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

DAVID

You can't be seriously considering
firing nuclear weapons?

CONSTANCE

David, don't...

David pushes past her.

DAVID

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

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

GENERAL GREY

(stern)

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

CONSTANCE

(overlapping)

David, please...

DAVID

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

NIMZIKI

(interrupting)

Sit down and shut up!

Suddenly Moishe is on his feet, interrupting.

MOISHE

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

prevent this!

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

PRESIDENT

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

MOISHE

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

DAVID

(embarrassed)

Dad, please...

MOISHE

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

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

PRESIDENT

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

Chief of Staff Nimziki suddenly clears his throat.

NIMZIKI

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

The President and General Grey turn to Nimziki, shocked.

SMASHED AND BURNED OUT CARS

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

EXT. HIGHWAY - CITY LIMITS - SAME

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

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

INT. MAINTENANCE TRUCK - SAME

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

TALL MAN

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

Jasmine pulls up along side him.

JASMINE

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

TALL MAN

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

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

OVERTURNED MILITARY HELICOPTER

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

JASMINE

Give me a hand.

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

JASMINE

Let's get her out of here.

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

TEDDY

She's bleeding pretty bad.

Suddenly we HEAR the CLICKING of a rifle COCKING.

MALE VOICE (O.S.)

Who's got the key?

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

REDNECK

(yelling to pals)

Looks like I've solved our transportation problem.

JASMINE

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

REDNECK

We're not. Give me the key.

(yelling back)

Get 'em off.

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

TALL MAN (O.S.)

Repent! Sinners! Repent! The end hast come!

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

REDNECK

Back off. This ain't your business.

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

TALL MAN

You cannot go against the word,
brother.

REDNECK

Sure I can.

The Redneck SHOOTs the Tall Man. His buddies laugh.

REDNECK (cont'd)

Now give me that key, bitch.

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

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

JASMINE

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

(cocking the weapon)

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

She FIRES the rifle. Quickly the rednecks scamper away.

CUT TO:

EXT. DRY LAKE - DESERT - LATER

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

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

STEVE'S POV - THE TRAILER ARMADA

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

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

MIGUEL
(sarcastic)
Need a lift?

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

Confused, Miguel checks his map.

MIGUEL
It's not on the map.

STEVE
Trust me, it's there.

EXT. AIR FORCE ONE - LATER

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

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

EXT. RUNWAY - LATER

Air Force One lands. Wheels touch down, skid.

INT. HANGAR - LATER

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

INT. HALLWAY - CONTINUOUS

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

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

NIMZIKI
Two words, Mr. President.

Plausible deniability.

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

INT. RESEARCH FACILITIES - CONTINUOUS

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

PRESIDENT

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

MOISHE

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

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

MITCHELL

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

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

OKUN

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

PRESIDENT

(uncomfortable)

Yes.

OKUN

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

They walk up a ramp at the end of the room. Large heavily

enforced doors SLIDE open.

INT. STORAGE LAB - CONTINUOUS

The group steps inside and nearly gasps at...

THE ALIEN ATTACKER

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

OKUN

She's a beaut, ain't she?

Moishe leans close to David and Constance.

MOISHE

(smug)

Never any space ships recovered by the government, huh?

PRESIDENT

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

OKUN

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

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

OKUN (cont'd)

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

PRESIDENT

(exploding)

People are dying out there. I don't think "exciting" is the word

I'd choose to describe it!

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

PRESIDENT

(calming)

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

OKUN

Not all too dissimilar to us.
Breathes oxygen, comparable
tolerances to heat,
cold...probably why they're
interested in our planet.

(suddenly excited)

Hey, you wanna see them?

INT. MEDICAL RESEARCH VAULT - MOMENTS LATER

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

OKUN

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

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

FORMALDEHYDE TANKS - ALIENS

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

OKUN

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

David cannot contain his fascination. He steps forward.

DAVID

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

OKUN

Some kind of extra sensory perception. Telepathy.

PRESIDENT

Can they be killed?

OKUN

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

The President turns to David.

PRESIDENT

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

DAVID

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

PRESIDENT

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

EXT. SECURITY GATE - SAME

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

GUARD

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

STEVE

You want to see my clearance?

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

THE ALIEN CREATURE

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

The armada quickly drives past.

BLACKNESS

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

OKUN

See the gizmos flashing?

REVERSE - INSIDE ALIEN CRAFT

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

OKUN (cont'd)

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

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

OKUN (cont'd)

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

David is transfixed by it. He stares at the small screens

with flashing light patterns on them.

OKUN (cont'd)

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

But David still stares at the small screens.

DAVID

Someone grab my laptop for me?

One of the technicians rushes off as Okun leans close.

OKUN

Find something interesting?

DAVID

Maybe.

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

DAVID

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

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

DAVID (cont'd)

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

OKUN

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

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

TECHY

(out of breath)

They got one! They got one, alive!

INT. HALLWAY OFF MAIN HANGAR - AREA 51 - SAME

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

OKUN

How long has it been unconscious?

RUSSELL

Excuse me Doctor...

STEVE

Three hours.

OKUN

Get him into containment, stat.

RUSSELL

My boy is very sick, he needs
immediate attention.

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

OKUN

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

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

RUSSELL

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

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

DR. ISAACS

O'Haver, Miller, come with me.

(to Russell)

Take us to him.

CUT TO:

EXT. ROAD - MAINTENANCE TRUCK - NIGHT

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

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

EXT. EL TORO MARINE CORPS AIR STATION - CONTINUOUS

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

CUT TO:

INT. AREA 51 COMMAND CENTER - NIGHT

General Grey and Nimziki are in a heated argument.

GENERAL GREY

You were the head of the National Intelligence Agency! You knew all about this. When were you planning on informing the rest of us!?

NIMZIKI

It had been deemed classified.

GENERAL GREY

Christ, why didn't you say anything about this when they first arrived? You could have warned us before we launched a counter attack that cost us hundreds of American pilots!

Just then the President enters along with Constance and some other ADVISORS. He examines a paper map of the United States, tacked to the wall, each major city circled in black.

PRESIDENT

Atlanta, Chicago and Philadelphia, destroyed?

GENERAL GREY

(composing himself)
And there are scattered reports of
sightings over Miami, Ft. Worth,
And Memphis.

The President and his team take seats at the large conference
table.

GENERAL GREY (cont'd)
We've learned that NATO and
western allied installations were
the first to be taken out. We
were next. They knew exactly where
and how to hit us.

Grey sneaks an accusatory glare at Nimziki.

PRESIDENT
And our forces?

GENERAL GREY
We're down to approximately
fifteen percent, Sir.
(beat)
If you calculate the time it takes
them to destroy a city and move
on, we're looking at world wide
destruction of every major city
within the next thirty six hours.

PRESIDENT
We're being exterminated.

The room is quiet. Constance runs her fingers through her
hair. The door to the room opens and Lt. Mitchell enters with
Steve.

MITCHELL
Mr. President, this is Lt.
Colonel Steven Hill.

The President quickly gets to his feet, anxiously shaking
Steve's hand.

PRESIDENT
Lieutenant, congratulations.

STEVE

Thank you, sir.

PRESIDENT

Where is the prisoner now?

MITCHELL

We have him in isolation. The doctors are very hopeful he will survive.

PRESIDENT

I'd like to see him.

MITCHELL

Yes, sir.

The General is concerned but the President is determined. They head for the door.

STEVE

(to General Grey)

General, I'm anxious to get back to El Toro.

GENERAL GREY

Didn't anyone tell you? I'm sorry. El Toro was destroyed in the attack.

Steve is shattered, he had no idea.

CUT TO:

EXT. EL TORO BASE - NIGHT

The injured are gathered around a small camp fire. Jasmine walks up, dumping a box full of charred can goods.

JASMINE

These should last us a while.

As Margaret tries to move, she winces in pain. Jasmine rushes to her aid. The color from her face drained, Margaret looks like she's taking a turn for the worse.

JASMINE

Don't move. Stay still.

Jasmine adjusts the bandages as Margaret turns and see Dylan curled up next to Boomer, too adorable. Slowly he starts to wake up.

MARGARET

Your son.

JASMINE

He's my angel.

MARGARET

Was his father stationed here?

JASMINE

He wasn't his father. I was kinda hoping he'd want the job, though.

Jasmine becomes sad, remembering. Margaret changes the subject.

MARGARET

So, what do yo do for a living?

JASMINE

I'm a dancer.

MARGARET

Really? Ballet?

JASMINE

(laughs)

No. Exotic.

MARGARET

Oh. Sorry.

JASMINE

Don't be. I'm not. It's good money.

(re: Dylan)

'Side, he's worth it.

The bandages changed, Jasmine sits down next to Margaret.

MARGARET

And when the dancing's over? What about your future?

JASMINE

Funny, it used to scare me when I
thought about the future.

(looking around)

Guess it doesn't really matter
anymore.

Dylan comes walking over.

JASMINE

Dylan, come here. I want you to
meet the First Lady.

MARGARET

(surprised)

I thought you didn't recognize me.

JASMINE

Didn't want to say anything. I
voted for the other guy.

CUT TO:

INT. CONTAINMENT LAB - NIGHT

Okun and two Medical assistants examine the alien creature.
His arms and chest have been strapped down to the examining
table.

For the first time we get a good look at the head of this
creature, long tentacled-type cords interlocked, covering the
face. The doctors attach clamps to each of the cords.

OKUN

Everyone ready?

The doctors exchange nervous glances, nod to each other. At
the same moment all they pull on the clamps, unraveling the
interlocked cords. As the cords unravel, we SEE that this is
in fact a bio-mechanical SUIT as we REVEAL...

THE ALIEN

Beneath the cords lay the unconscious face of the alien, his
skin translucent, his body fluids, capillaries, muscle tissue,
alien's skin.

OKUN

Do we have life support monitors recording?

MED ASSIST #2

Yes. If we fuck up it'll all be on tape.

OKUN

Can we get some ventilation in here? I can't take this smell.

MED ASSIST #2

They've conquered space travel but not b.o.

As Okun begins to put on a pair of surgical gloves he suddenly grabs his forehead.

MED ASSIST #1

You all right?

OKUN

Yeah. It's just that stink gives me a headache.

MED ASSIST #2

He's moving!

Instantly everyone's attention is riveted to the arm of the alien as it moves beneath the sheet. Unseen by the others the alien creature's EYES OPEN.

Another SHARP PAIN hits Okun who SCREAMS, stumbling backwards grabbing his head. The others turn in surprise.

THE ALIEN

Suddenly SPRINGS up, the restraining straps SNAPPING. Before Med #2 can react, one of the alien's tentacles SMASHES her across the face. She is sent sprawling backwards.

LOW ANGLE - THE ALIEN

Standing before her. In a wink of an eye, he ATTACKS, leaping on her.

Together they TUMBLE back into a formaldehyde tank. Hoses are ripped from their sides and STEAM pours out. We get quick

glimpse of their struggle as the steam engulfs them.

INT. HALLWAY - SAME

Mitchell leads the Presidential party down the hall. They turn and enter the Medical lab.

INT. CONTAINMENT LAB - CONTINUOUS

The group slows as they enter the room. They see the containment room through the glass is covered with white steam. Nothing can be seen. It's eerily quiet.

Cautiously they approach. Suddenly Okun is SLAMMED AGAINST the glass partition, the creature's tentacles wrapped around him. Pressed firmly to the glass, his eyes are shut, his expression pained, but when he speaks the voice is angry.

OKUN/ALIEN

Release...me.

MITCHELL

Open the door. Get him out of there.

Suspicious, General Grey stops him.

GENERAL GREY

Wait.

(to Okun)

Can you hear me?

OKUN/ALIEN

Will kill...release me. Now!

They follow the tentacles with their eyes, up to the ceiling of the containment tank. Suddenly the alien LEAPS DOWN, startling them, landing before them behind the glass.

We see he's holding Okun against the glass, speaking THROUGH HIM. This is the first real good look we get at this bizarre creature. Everyone in the room is repulsed and compelled by it at the same time.

EXT. AREA 51 - NIGHT

Through the hundreds of campers and trailers parked outside, Steve runs past until he reaches the open tarmac.

A transport helicopter sits on the edge of the landing area. Steve runs up to it and climbs inside.

INT. TRANSPORT HELICOPTER - CONTINUOUS

Steve quickly starts its engines, preparing to take off. A SOLDIER rushes over to the cockpit.

SOLDIER

(yelling)

What the hell are you doing? Get out of there!

STEVE

I'm just going to borrow it.

The Soldier pulls out his pistol, taking aim.

SOLDIER

No you're not, sir.

STEVE

You really want to shoot me?

Steve stares the Soldier down. Reluctantly he lowers his gun.

SOLDIER

Shit. I'm gonna catch the hell for this.

Steve smiles and gives him a quick salute then TAKES OFF. Quickly the bird RISES UP and darts off into the night.

INT. MEDICAL LAB - SAME

The President has moved closer to the glass and is talking with the alien. The alien uses Okun like a ventriloquist's dummy.

PRESIDENT

Why did you people come here?

OKUN/ALIEN

Air...water...your "sun."

PRESIDENT

Where do your people come from?

(no answer)
Where is your home?

OKUN/ALIEN
Here...now.

PRESIDENT
And before here?

OKUN/ALIEN
Many worlds...

PRESIDENT
Can we negotiate a truce? is
there room for co-existence?
(no answer)
Can there be peace between us?

OKUN/ALIEN
Peace? No peace.

PRESIDENT
What do you want us to do?

OKUN/ALIEN
Die.

The Alien moves closer to the glass staring at the President.
Suddenly the President clutches his head in pain.

NIMZIKI
Mr. President?

OKUN/ALIEN
We kill you...all.

The pain becomes more severe and the President SCREAM OUT.
There is general panic as people rush to the President's side.

GENERAL GREY
(to Mitchell)
Is that glass bullet proof?

MITCHELL
No sir.

The General draws his pistol. Mitchell and the other military
officers follow his lead. Simultaneously they all begin to

FIRE!

The glass SHATTERS into a billion pieces. The Alien is cut to ribbons, falling backwards.

The President collapses. So does Okun. A STAFFER rushes over to Okun, checks his pulse.

STAFFER

He's dead.

General Grey moves to the President who slowly recovers.

GENERAL GREY

Mr. President, are you okay?

Woozily the President sits up, a strange look in his eye.

PRESIDENT

He wanted me to understand. He communicated with me.

(turning to Grey)

They're like locusts. They travel from planet to planet, their whole civilization. After they've consumed every natural resource they move on. And we're next.

The President stands with a new resolve. He stares at the dead alien on the floor.

PRESIDENT

(cold)

Prepare a nuclear strike.

INT. STORAGE LAB - MINUTES LATER

The research staff are working near the recovered alien attacker. Constance comes rushing in. She looks around for David. Through the glass of one of the offices she sees him.

INT. OFFICES - CONTINUOUS

Holding a bottle of Jack Daniels, David fishes through a small refrigerator as Constance enters.

DAVID

Just my luck, no ice.

CONSTANCE

I take it you've heard.

DAVID

A toast to the end of the world.

David toasts her with the bottle, takes a swig.

CONSTANCE

He didn't come to this decision
lightly.

David nods, he doesn't want to argue. He smiles cynically.

DAVID

You still believe in him.

CONSTANCE

He's a good man.

DAVID

Better be. You left me for him.

CONSTANCE

I wanted a career. Didn't you
ever want to be part of something
special?

David stares daggers at her.

DAVID

I was part of something special.

Constance realizes he means their marriage. She's hurt him
and can see it. She turns and leaves.

CUT TO:

EXT. DARK SKIES - NIGHT

A black shadow is vaguely seen in the dark night. As we pass
some moonlit clouds we recognize the shadow is, in fact, a B-2
STEALTH BOMBER.

As we WIDEN, we see that the bomber is part of a squadron of
eight. These mighty winged giants fly together in attack
formation.

INT. COMMAND CENTER - ARE 51 - SAME

A tracking screen comes to life, eight blips flashing.

TECHNICIAN #1

We've got the AWAC on line.

Signals coming in low.

The President's group takes their position behind the technicians.

EXT. BLACK SKIES - NIGHT

The eight B-2 Stealth Bombers break formation, each heading off to their different target destinations.

INT. COMMAND CENTER - SAME

On a large map, we see the eight target destinations and the planes heading for them.

PRESIDENT

Who will we reach first?

COMMANDER

Houston, Texas. Intercept ETA,
six minutes and counting down.

PRESIDENT

Oh my God, Houston.

GENERAL GREY

The major cities have been
deserted. Civilian casualties
should be at a minimum, sir.

One map screen, ENLARGES, tracking the bomber on route to Houston.

EXT. LIQUOR STORE - OUTSIDE HOUSTON - NIGHT

Looters take all they can carry through the broken glass store front. A large heavily armored TANK rolls up front.

INT. ARMORED TANK - SAME

Nervous military technicians work equipment as their TANK
COMMANDER pulls down a periscope.

TANK COMMANDER POV - SPACE SHIP OVER HOUSTON

Through the periscopes cross-hairs we SEE downtown Houston, the City Destroyer space ships settling in above it.

EXT. B-2 STEALTH BOMBER - SAME

Silhouetted against the shimmering waters on the bay, the Stealth Bomber can be seen as it approaches Houston.

INT. B-2 STEALTH BOMBER - COCKPIT - SAME

The flight crew works their computers (similar readouts are seen at command center). The Multi-Function Display (MFD) flashing before each crew member.

PILOT

We have laser targeting locked.

INT. COMMAND CENTER - SAME

TECHNICIAN #1

Target is locked, sir. Do you wish to deploy?

Everyone turns to the President who does not answer.

GENERAL GREY

Mr. President, do you wish to deploy.

Still there is no answer.

NIMZIKI

Mr. President?

PRESIDENT

(softly)

Deploy.

EXT. B-2 STEALTH BOMBER - WEAPONS BAY - SAME

The bay doors open and a large Tactical Nuclear Cruise Missile drops down, flies parallel with the bomber as it adjusts its radar and laser tracking. Suddenly it SHOOTs OFF.

The bomber BANKS AWAY.

INT. B-2 STEALTH BOMBER - SAME

We see the horizon twisting away as we bank off from target.

PILOT

She's away.

INT. COMMAND CENTER - SAME

On the big map we see one FLASHING target line tracking the missile as it approaches Houston.

PRESIDENT

(to himself)

May our children forgive us.

INT. ARMORED TANK - OUTSIDE HOUSTON - NIGHT

The Tank Commander readjusts the periscope.

TANK COMMANDER POV - SPACE SHIP & B-2 STEALTH BOMBER

We follow the Cruise Missile as it guides itself on a direct collision course with the space craft.

INT. COMMAND CENTER - SAME

The targeting map shows how close the missile is, nearly on top of the target. Everyone in the room holds their breath.

EXT. SPACE CRAFT - SAME

The nuke speeds closer. It HITS the protective shield and DETONATES. A FLASH OF LIGHT.

WIDE ANGLE - HOUSTON

With the B-2 Stealth Bomber in the foreground, the city behind it vanishes in a FLASH OF LIGHT, blinding us.

INT. COMMAND CENTER - SAME

We can see the extent of the explosion on the targeting map, tracking it -- an expanding ring around Houston.

NIMZIKI

(excited)

It's a hit!

The others are still waiting. The monitor shows the night vision picture of the growing MUSHROOM CLOUD rising above the city.

EXT. HOUSTON - WIDE - SAME

The MUSHROOM CLOUD engulfs the horizon.

EXT. ARMORED TANK - SAME

Rocked by the massive explosion, the shock wave ROCKS the armored tank but doesn't destroy it.

INT. ARMORED TANK - SAME

The men inside are KNOCKED around, hard from the explosion.

INT. COMMAND CENTER - SAME

NIMZIKI

We got the bastards!

General Grey shoots Nimziki a look. The President holds up a hand, silencing the room.

PRESIDENT

Can they see it? Did it destroy
the target?

TANK COMMANDER'S POV THROUGH PERISCOPE - SAME

As the cloud begins to dissipate we see THE SPACE CRAFT IS STILL THERE, completely unharmed.

INT. ARMORED TANK - SAME

TANK COMMANDER

Negative. Target remains.

INT. COMMAND CENTER - SAME

On the monitors as well, we can see the target remain. The air is let out of the room, everyone deflated.

PRESIDENT

Call them back.

NIMZIKI

The other bombers might have more

luck. We shouldn't just give
up...

PRESIDENT

I said call them back.

As the technicians call the bombers away, the President sinks into a depression. His last hope of survival gone.

CUT TO:

EXT. EL TORO MARINE CORPS AIR STATION - NIGHT

Jasmine keeps Margaret company as the rest sleep around the last flames of their campfire. From the worried expression on Jasmine's face we can tell that Margaret has gotten worse, her wounds bleeding badly.

A WIND kicks up, the sound of an ENGINE approaching. Jasmine squints her eyes looking up into the wind when a BRIGHT LIGHT engulfs her.

JASMINE'S POV - LIGHTS - NIGHT

Bright lights in the sky growing nearer. Slowly the others begin to wake up, frightened as the lights INTENSIFY.

The others slowly begin to retreat but Jasmine stands, staring defiantly. A smile creeps across her face as she sees that the lights belong to...

TRANSPORT HELICOPTER

The Transport Helicopter touches down and Steve leaps out, racing towards Jasmine. Overwhelmed, Jasmine jumps into his arms.

JASMINE

You're late.

STEVE

You know how I like to make a big
entrance.

They kiss.

CUT TO:

INT. HALLWAY - NIGHT

The double doors burst open as the President carrying his young daughter marches through. Doctor ISAACS comes over to them.

PRESIDENT

How is she?

ISAACS

I'm sorry, Mr. President. If only we could have gotten to her sooner.

The President puts his daughter down as he sees...

PRESIDENT'S POV - MARGARET

Margaret lays in bed, doctors and nurses surrounding her. Patricia rushes over.

ISAACS

She's bleeding internally.
There's nothing else we can do.

Stunned, the President watches as Patricia hugs her mother.

MARGARET

Hiya Munchkin.

PATRICIA

Mommy, we were worried. We didn't know where you were.

MARGARET

I'm right here, baby.

Recovering, the President nods for the doctors to leave the room. As they begin to march out, he makes his way over to his wife and daughter.

PRESIDENT

Honey, why don't you wait outside so Mommy can get some rest.

Patricia kisses her mother, says goodbye and leaves. Out of sight, Margaret winces, fading away. The President grabs her hand for support. She squeezes tightly.

MARGARET
(through tears)
I'm scared, Tom.

PRESIDENT
It's okay. The doctors said
you're going to be just fine.

Margaret smiles at the man she knows all too well.

MARGARET
Liar.

The look between them says more than any words.

INT. HALLWAY - OUTSIDE MARGARET'S ROOM - LATER

The President exits the room, overcome with emotion.
Constance, the doctors and some medical crew move to comfort
him. He holds them off with a gesture.

He looks up and sees Jasmine, Steve and Dylan down the hall.
He pushes through the crowd and makes his way over to them.

JASMINE
I'm so sorry.

PRESIDENT
I just wanted to thank you.
You're a very brave woman.

Across the hall, Patricia sits in a chair, waiting. Whitmore
walks over to her and kneels down next to his small child.

PATRICIA
Is Mommy sleeping now?

PRESIDENT
Yes, baby. Mommy's sleeping.

FADE OUT:

A GARBAGE CAN

Topples over with a BANG! A foot steps in and starts kicking
trash all over.

EXT. AREA 51 - NIGHT

David is drunkenly knocking everything over, making a gigantic mess. Moishe comes up behind, restraining him.

MOISHE

David, David! What the hell are you doing!?

DAVID

I'm making a mess.

MOISHE

This I can see.

DAVID

We've gotta burn the rain forest, Pops. Dump toxic waste, pollute the air, rip up the ozone. Maybe if we screw this planet up enough they won't want it anymore.

MOISHE

David, you're drunk.

David slips, falls on his ass, hard. Moishe helps him back up on his feet.

MOISHE

I think you better sleep this off. Go back inside before you catch a cold.

Slowly David looks up towards Moishe, an idea.

DAVID

Pops, you're a genius!

MOISHE

What'd I say?

DAVID

A cold? Of course.

Sobered, David jumps kisses his father and bolts inside.

CUT TO:

INT. STORAGE LAB - DAY

A large crowd has been gathered here at the lab. General Grey and Nimziki walk up to Constance.

NIMZIKI

All right, Connie, we're here.
What's this all about?

CONSTANCE

I really have no idea. He just
said to bring everyone down here.

Steve shows Dylan the alien space craft.

DYLAN

Does that thing fly in outer
space?

Steve looks up at the craft admiringly.

STEVE

It certainly does.

When the President enters a technician rushes over and knocks on the hatch door on the alien attacker. The door swings open and David climbs down.

Grabbing a coke can from the "recycle" trash bin, David places the empty can on top of the alien attacker. David turns and faces the gathering.

DAVID

Could anyone please step back
away from the craft?

They do and David nods to a Technician inside the craft. The Technician disappears inside, closing the door behind him. A loud HUM emits from the craft. David has to yell over it.

DAVID

Lt. Mitchell, would you mind
drawing your pistol?

MITCHELL

What?

DAVID

From where you're standing, do you

think you could shoot that can off
the alien craft?

Mitchell shrugs affirmatively. David gestures for him to try.
Taking aim, Mitchell SHOOTs.

The bullet RICOCHETS off the attacker's protective shield.
Several people in the crowd dock, afraid of being hit by the
errant bullet.

DAVID

Sorry 'bout that. You see, it's
protected by the craft's shields.
We can't penetrate their defenses.

NIMZIKI

We know that already. What's your
point?

David walks over to his laptop, now connected directly to the
craft by cables and starts typing furiously.

DAVID

My point is if we can't beat their
defenses, then we must get around
them.

David stops typing and stares at his wrist watch, silently
counting down.

DAVID

Lt. Mitchell, would you please try
to shoot it again?

Reluctantly Mitchell obliges. This time the can is BLOWN OFF
THE CRAFT. Everyone in the room is shocked. The Technician
re-opens the craft's door and the loud HUM disappears.

GENERAL GREY

How did you do that?

DAVID

I gave it a cold.

The President is fascinated, he steps closer. Moishe beams
proudly at his smart son. Constance is amazed.

DAVID (cont'd)

More accurately, I gave it a virus. A computer virus.

David turns his laptop around for the President to see.

GENERAL GREY

Are you telling us you can send out a signal that will disable all their shields?

DAVID

Just as they used our satellites against us, we can use their own signal against them.

David walks over to a diagram he's made showing the relationship between the Mother Ship, the Space Crafts and the smaller alien attackers.

DAVID (cont'd)

If we plant the virus directly into the mother ship, it would then filter down into all the corresponding ships below.

NIMZIKI

And just how do we infect the "Mother Ship" with a virus?

David gestures to the alien attacker behind him.

DAVID

We'll have to fly their craft out of our atmosphere and dock with the mother ship.

Intrigued Steve turns and looks back at the alien attacker, sizing it up. David points to a satellite photo of the underbelly of the Mother Ship.

DAVID (cont'd)

We can enter here, upload the virus and set off an explosion that could disable it. This would disorient the smaller ship below and buy you some time to take them out.

Constance reacts, realizing David's participation in the plan.

NIMZIKI

This is ridiculous.

GENERAL GREY

How long would their shields be down?

DAVID

Once they discover the virus it could be a matter of minutes.

NIMZIKI

You want us to co-ordinate a massive world wide counter strike with a window of only a few minutes?

GENERAL GREY

With their shields down it might be possible.

NIMZIKI

Please, you're not buying into any of this nonsense, are you? We don't have the manpower or the resources to launch that kind of a campaign.

(gesturing to the alien ship)

Not to mention that this whole cockamamie plan is dependent on a machine that no one in the world is qualified to operate.

STEVE (O.S.)

I wouldn't say that, sir.

Everyone turns to Steve who steps through the crowd.

STEVE

I've seen them in action. I've watched their maneuvers. With your permission, sir, I'd like the opportunity to try.

NIMZIKI

That thing's a wreck. It crash
landed back in the fifties! We
don't even know if it's capable of
flying.

David turns to the Technicians.

DAVID

Remove the clamps!

Technicians move to the large holding clamps on either side of
the craft. With a loud CLANK, the clamps are pulled away.

For a moment the hulking craft TEETERS unevenly, but quickly
stabilizes, FLOATING ABOVE THEM.

DAVID

Any other questions?

Everyone stares at the floating ship with wonder.

PRESIDENT

Let's do it.

INT. HALLWAY - MOMENTS LATER

Constance, General Grey and the President are walking down the
hall. Nimziki rushes to catch up.

NIMZIKI

I understand that you're upset
over the death of your wife but
that's no excuse for making
another fatal mistake...

The President whirls, grabs Nimziki and SLAMS him against the
wall. Holding him tight, the President gets in his face.

PRESIDENT

The only mistake I made was
appointing a sniveling little
weasel like you Chief of Staff.

Constance is about to intervene when General Grey stops her.

PRESIDENT (cont'd)

But this is a mistake, I am
thankful to say, I do not have to
live with. Mr. Nimziki, you're
fired.

The President releases him and turns to General Grey.

PRESIDENT (cont'd)
Organize every plane you can find
and get some Goddamned pilots
to fly them.

GENERAL GREY
Yes, Sir.

He storms off leaving everyone stunned.

NIMZIKI
He can't do that.

CONSTANCE
(amazed)
He just did.

CUT TO:

INT. MILITARY TENT - CONTINUOUS

Four BRITISH AIR PILOTS are gathered around a table going over
a map. One pilot, REGINALD, is in charge.

REGINALD
...we've been told that there may
be additional re-enforcement in
hiding near the Golan Straights...

Suddenly the flap to the tent opens. All the pilots draw
their pistols frightening the ARAB PILOT who stands in the
doorway. The Arab Pilot speaks quickly in Arabic.

REGINALD
What the hell's he saying?

THOMSON
(explaining)
Seems they're getting a signal.
One Morse code.

EXT. DRY LAKE - SECONDS LATER

As they step out of the tent we SEE more than a HUNDRED FIGHTERS PLANES from different nations parked around them. They've all gone into hiding out here in the desert, divided into many smaller camps.

Reginald and Thomson follow their Arab cohort, walking through the many other campsites. Thomson gets some stares from the IRAQI PILOTS.

REGINALD

I still get believe this.

THOMSON

The Iraqis don't appear altogether too pleased with this arrangement.

REGINALD

How do you think the Israelis feel?

Sure enough a campsite of ISRAELI PILOTS sits very near by.

ANGLE - ARABIAN AIR FORCE CAMP

Dozens of Arab pilots are gathered around a large radio as the Morse code comes through. Thomson quickly kneels down, taking notes.

THOMSON

It's from the Americans. They want to organize a counter offensive.

REGINALD

It's about bloody time. What do they plan to do?

EXT. ICE PLATEAU - SIBERIA - DAY

Several Russian Pilots are gathered around a radio, their dozen MIG FIGHTERS standing behind them.

RUSSIAN #1

(subtitled)

They claims to be able to bring down their shields.

RUSSIAN #2

When do they want to attack?

EXT. VOLCANO BASE - FUJI - DAY

At the base of a large Volcano in Fuji, several Japanese attack helicopters stand near their pilots, gathered around a radio.

JAPANESE PILOT

(subtitled)

The attack begins in thirteen hours.

CUT TO:

INT. AREA 51 - WAR ROOM - DAY

A large world map has been constructed. Several sites are marked with stickers reading: COMBAT READY. Another sticker is put onto Mr. Fuji.

Striding in, the President surveys the war room. General Grey rushes over to meet him.

PRESIDENT

How're we doing?

GENERAL GREY

Better than we thought.

General Grey leads the President over to the wall map.

GENERAL GREY

We have confirmed divisions of troops from different armies all around the world. Most of Europe, the Middle East and Asia are battle ready.

PRESIDENT

And our troops here?

GENERALE GREY

We've been collecting planes from all over but...

PRESIDENT

But what, General?

GENERAL GREY

Pilots, sir. We don't have enough people to get them in the air.

PRESIDENT

Then find them.

CUT TO:

INT. BRENNON TRAILER - NIGHT

Troy is sleeping peacefully in his bed. Russell sits at the kitchen table as Miguel enters.

MIGUEL

How' he doing?

RUSSELL

Just fell asleep. He's gonna be just fine. Join me in a little celebration?

Russell holds up his bottle of Jack Daniels. Clearly he's been drinking again. Miguel is crestfallen. Pissed he turns and storms out.

RUSSELL

Miguel. Don't be mad. Miguel!

Drunkenly, Russell chases after him.

INT. AREA 51 - REFUGEE CAMP - CONTINUOUS

Making his way through the campers, Russell SEES a group of refugees around some MILITARY OFFICERS who addresses them.

OFFICER

(through megaphone)

...We're planning to launch a counter offensive...

Russell wanders over towards them.

OFFICER (cont'd)

...with our depleted manpower we

must ask that anyone with any
flight experience come forward.
Military training is preferable
but anyone who can fly a plane
could be useful...

Russell pushes his way through the crowd.

RUSSELL

(slurred)

I can fly, I mean, I'm a pilot.

The officer just stares at the bottle of Jack Daniels still in
his hand.

OFFICER

Sorry, sir.

Russell gets into his face, desperate.

RUSSELL

You don't understand. I've gotta
be part of this. This is
important to me. They ruined my
life.

OFFICER

Why don't you go somewhere and
sleep it off.

The Officers move on, taking a few volunteers with them.
Russell watches them go, dejected. Angrily, he throws the
bottle of Jack, SMASHING it.

INT. STORAGE LAB - NIGHT

A large MISSILE slides back into a LAUNCHER that has been
attached to the top of the alien attacker. Some workers PAINT
over the patch-work repairs. Below, Mitchell briefs Steve and
David.

MITCHELL

We've hid the launcher in the
ship's manifold.

Mitchell takes a small black box from a table near by.

MITCHELL (cont'd)

This will be attached to the ships
main console.

STEVE

It's just like an AMRAAM launch
pad on the stealths.

MITCHELL

Exactly. Use it the same way.
Only the nuke won't detonate on
impact. You'll have another
thirty seconds to get as far away
as you can.

DAVID

I'll see how they're doing with
the radio transmitter.

STEVE

(checking his watch)
Oh shit, we're late.

DAVID

We'll meet you there.

Steve dashes off as David moves toward the attacker.
Constance has been eavesdropping. She walks to David.

CONSTANCE

Thirty seconds? Isn't that
cutting it a little too close?

DAVID

We'll be well on our way out of
there before we shoot that thing
off.

David leans under the attacker where a TECHNICIAN is attaching
another device.

TECHNICIAN

It's the strongest SHF transmitter
we could get. It'll tell us when
you've uploaded the virus.

DAVID

Then cross your fingers the
shields go down.

David turns and walks away, Constance following.

CONSTANCE

With you? I don't understand why
you can't just show someone how to
plant the virus, somebody trained
for this kind of mission?

DAVID

If anything goes wrong I'll have
to think quickly, adjust the
signal, who knows?

David stops, picking up a small trash can labelled "recycle."

DAVID

(smiling)

You know how I'm always trying to
save the planet. This is my
chance.

David rushes off. Constance watches him leave.

CONSTANCE

(to herself)

Now he gets ambitious.

INT. SMALL GATHERING HALL - SAME

Jasmine is kneeling as Dylan tries to zip up the back of her
dress.

DYLAN

It's too tight.

JASMINE

I had to borrow it. I guess
that's good enough.

Jasmine stands, turns to Dylan.

JASMINE

How do I look?

She looks great. But Dylan only gives her the "so-so" hand
gesture.

JASMINE

You're a lot of help.

The door behind her flies open and Steve marches in.

JASMINE

You're late.

STEVE

You know me...

JASMINE

I know, you like to make a big entrance.

Steve moves next to Jasmine, takes her hand.

STEVE

Before we do this, I want you to know I'm sorry.

JASMINE

Sorry for what?

STEVE

(serious)

I should have done this a long long time ago.

MALE VOICE (O.S.)

Do you have the ring?

As we REVERSE ANGLE we see that we are in a military CHAPEL, a large crucifix on the wall. A CHAPLAIN stands by the altar.

STEVE

You bet.

Steve pulls out the famous "dolphin" ring.

CHAPLAIN

Witnesses?

Just then the doors open and David and Constance enter taking seats on opposing sides of the aisle.

CHAPLAIN

Then let's get this show on the

road.

Steve and Jasmine take their places at the altar. Jasmine is radiant. Dylan rushes up and joins them.

As the ceremony begins, David and Constance share a pregnant glance. Slowly they reach across the aisle and hold hands as Steve and Jasmine exchange their vows.

CUT TO:

HANGAR DOORS - PRE-DAWN

Slowly spread apart revealing the myriad of different planes that have been gathered. Pilots, flights crews and refugees prepare for the battle.

EXT. AREA 51 - TARMAC - PRE-DAWN

Walking out the President scans the motley collection of planes; old, new, high-tech, low-tech.

GENERAL GREY

Beggars can't be choosers, sir.

Nodding in agreement, the President walks among the rank and file. Slowly they turn their attention to the President.

PRESIDENT

Good morning. In less than one hour planes from here and all around the world will launch the largest aerial battle in the history of mankind...

(beat)

Mankind. The word has new meaning for all of us now. We are reminded not of our petty differences but of our common interests.

Constance, David and Moishe join the group, listening. Even David is moved.

PRESIDENT (cont'd)

Perhaps it's fate that today, July the Fourth, we will once again fight for our freedom. Not from

tyranny, persecution or oppression. But from annihilation. We're fighting for our right to live, to exit. From this day on, the fourth day of July will no longer be remembered as an American holiday but as the day that all of mankind declared we will not go quietly into the night. We will not vanish without a fight. We will live on. We will survive.

The crowd erupts into applause and cheers. The President turns and walks over to an Officer holding a bundle of clothes. General Grey confronts the President as he begins to disrobe.

GENERAL GREY

Mr. President, just what do you think you're doing?

PRESIDENT

I'm a pilot, Will. This is where I belong.

General Grey wants to argue but can't.

INT. STORAGE LAB - SAME

Constance and David embrace as Steve turns to Dylan.

STEVE

When I'm back we'll light those fireworks.

Jasmine hugs them both as Moishe walks over to David.

MOISHE

David, take these.

David looks down at the "barf bags" in Moishe's hand.

DAVID

Thanks, Pops.

MOISHE

I want you should know, I'm very

proud of you, son.

That means more to David than Moishe could have known.

CONSTANCE

Be careful.

Constance hugs David as Steve suddenly freaks out.

STEVE

Damn it. We can't go yet. I
gotta find some cigars.

Steve is about to bolt when Moishe grabs him, retrieving two cigars from his coat pocket.

MOISHE

My last two. With my blessings.

STEVE

You're a lifesaver.

Steve grabs them and climbs inside. David smiles awkwardly, then follows Steve.

INT. ALIEN ATTACKER - CONTINUOUS

The hatch shuts and David takes a seat next to Steve who hands him one of the cigars.

STEVE

Hang on to this. For our victory
dance. But not 'til we hear the
fat lady sing.

Reluctantly David takes it. As he does Steve notices the "barf bag" on David's lap. Off Steve's look...

DAVID

I have a confession to make. I'm
not real big on flying.

STEVE

Great.

INT. STORAGE LAB - SAME

Constance and Jasmine join the others behind the observation

glass outside the room as the Attacker prepares for lift off.

Part of the ceiling suddenly PEELS AWAY, revealing an enormous SHAFT leading topside.

INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME

Strapping in and securing their equipment, Steve grabs hold of the throttle.

STEVE

You ready? Let' rock and roll.

Steve pulls back on the throttle but the attacker swings BACKWARDS.

INT. STORAGE LAB - SAME

The Alien Attacker SMASHES BACKWARD into the rear of the lab. Moishe winces as the others react fearfully.

INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME

Embarrassed, Steve adjusts the throttle.

STEVE

Oops.

Like a stick shift diagram of a car, a small hand written "post it" card is pasted onto the dash. Steve reaches over and turns it upside down, righting the problem.

STEVE

Let's try that again.

This time he pushes the throttle forward and the Attacker JERKS ahead.

INT. STORAGE LAB - CONTINUOUS

Shooting up into the ceiling shaft above, the Attacker ZOOMS out of the underground laboratory.

EXT. AREA 51 - SHAFT - SAME

With a WHOOSH the Alien Attacker ZOOMS out of the underground shaft and SOARS into the sky. Once high enough it goes into a wild barrel roll.

INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME

Just as it comes out of the roll.

DAVID

What the hell are you doing?

STEVE

Just getting a feel for her.

EXT. MORNING SKIES - CLOUD BANK - SAME

The Attacker arcs upward and disappears into the clouds.

EXT. AREA 51 - THE PRESIDENT'S PLANE - SAME

The President watches the Attacker flying away. His canopy locks down as he adjusts his helmet.

PRESIDENT

Grey, you read me?

GENERAL GREY

(filtered)

Roger, Eagle One, our primary target has shifted course.

INT. WAR ROOM - SAME

General Grey is standing by the large map tracking the alien ships over the United States.

PRESIDENT

(filtered)

Where's it headed?

GENERAL GREY

I think our secret is out.
They're headed right for us.

INT. PRESIDENT'S PLANE - SAME

GENERAL GREY

(filtered)

ETA thirty six minutes.

The President gets a determined look in his eye. He FIRES UP his engine. Following his lead, engines ignite, canopies lock

down and planes taxi to position.

EXT. UPPER ATMOSPHERE - ALIEN ATTACKER - SAME

The captured alien attacker soars higher and higher.

INT. STEVE AND DAVID'S ATTACKER - SAME

Slowly getting sick, David holds onto his "barf bag."

STEVE

You still with me?

David nods sheepishly. Steve's eyes go wide with wonder as the ship climbs to the edge of our atmosphere.

STEVE

(to himself)

I've waited a long time for this.

The ship begins to SHAKE, rattling harshly as it climbs. Through the window we SEE the blue sky EVAPORATE. Slowly a field of STARS take its place.

This is the moment Steve had wished for all his life. He's not disappointed. David, however, is not so thrilled.

EXT. SPACE - STEVE AND DAVID'S ATTACKER - SAME

Heading further into space, ZOOMING overhead.

INT. STEVE AND DAVID'S ATTACKER - SAME

Through the windshield we see a huge OBJECT floating in the distance, the moon behind it.

DAVID

That's it. Head straight for it.

But Steve gets distracted, something wrong with the controls.

STEVE

Something's happening. It's not responding.

David looks over at his laptop, connected to the ship's on board computers. Th signal is ADJUSTING.

DAVID

(thrilled)
I was counting on that. They're
bringing us in.

EXT. BLUE SKIES - MORNING

The President's plane leads thirty fighters in attack
formation.

PRESIDENT
We have visual.

RESERVE ANGLE - ALIEN SPACE CRAFT

The fifteen mile wide space craft peeks over a mountain range
headed straight for us.

GENERAL GREY
(filtered)
Do not engage until we've
confirmed the package has been
delivered.

PRESIDENT
Roger.

INT. WAR ROOM - SAME

Constance is standing by Lt. Mitchell behind the Military
cadre coordinating the battle.

CONSTANCE
What if that thing gets here
before we can plant the virus?

MITCHELL
The entire compound is buried deep
within the mountain. It should
give us some protection.

CONSTANCE
But what about all the people
outside?

Mitchell shoots her a worried look. Quickly they both dash
outside.

EXT. MOTHER SHIP - SAME

Steve and David's attacker flies towards the gigantic Mother Ship. Hundreds of other attackers flow in and out of the Mother Ship through the many triangular portals. Steve and David's attacker's drawn into one of them.

INT. PORTAL SHAFT - MOTHER SHIP - SAME

Caught in a stream of attackers, they flow through the portal shaft leading into this planet sized space craft. They pass by enormous windows revealing the HUNDREDS OF ALIENS working within the Mother Ship.

We spill out of the shaft and into a gigantic cavity stretching out beyond visibility. Enormous TOWERS are scattered throughout.

INT. STEVE AND DAVID'S ATTACKER - CONTINUOUS

Neither can believe their eyes. Staring out the front window they SEES...

STEVE AND DAVID'S POV ALIEN TROOP PARADE GROUND

Below them THOUSANDS OF ALIENS can be seen as they are marched into dozens of enormous TROOP CONTAINERS docked at the edges of the parade grounds.

DAVID

Must be thousands of them. What are they doing?

STEVE

Looks like they're preparing the invasion.

INT. DOCKING STATIONS - MOTHER SHIP - CONTINUOUS

They pass the parade ground and head into the middle of this huge cavernous sphere, closing in on the many LANDINGS. Hundreds of attackers are docked at each one.

In the center of the Landing are large BAY WINDOWS, inside is a kind of control tower. We can SEE several ALIEN WORKERS through the glass. Steve and David's attacker is heading straight towards them.

STEVE

This won't work. They'll see
before we can do anything.

Lifting up another hand written card labeled "window," David
pushes the button underneath.

DAVID
These things are fully equipped.
Reclining bucket seats, power
windows...

A BLAST SHIELD lowers covering the window.

Slowly Steve and David's attacker lowers onto large docking
CLAMPS which LOCK ON, holding it in place.

DAVID
We're in!

David starts typing frantically.

INT. WAR ROOM - SAME

Mitchell turns from one of the consoles to General Grey.

MITCHELL
He's uploading the virus.

GENERAL GREY
(into mic)
Eagle One...

EXT. BLUE SKIES - SAME

The Presidential attack squadron zeroing in on target.

GENERAL GREY
(filtered)
...the package is being delivered.
Stand by to engage.

PRESIDENT
Roger.

EXT. AREA 51 - BRENNON TRAILER - SAME

Alicia struggles to drag out a large duffle bag. Philip (the
boy who brought the penicillin earlier) rushes over.

PHILIP

Let me get that.

He grabs the bag for her. Alicia smiles. Miguel helps Troy down from the trailer. As they rush away, Miguel turns to Philip.

MIGUEL

Where's Russell?

ANGLE - HANGAR - ENTRANCE TO COMPOUND

Constance, Jasmine and Mitchell are helping to usher the refugees into the compound.

CONSTANCE

Hurry, we've got to get everyone inside.

Constance looks up and SEES off in the distance...

THE ALIEN SPACE CRAFT

Piercing the horizon, coming over the top of a distant mountain. Headed this way.

INT. STEVE AND DAVID'S ATTACKER - SAME

David finishes typing. The screen on his laptop flashes: UPLOAD COMPLETE.

DAVID

The virus is in. All we can do now is pray.

EXT. BLUE SKIES - AMERICAN FIGHTERS - SAME

GENERAL GREY

(filtered)

Delivery complete. Engage.

PRESIDENT

Roger.

The fighter jets GUN IT and overtake the smaller planes in front of them.

Below the President's plane the weapons bay door opens and a

long range AMRAAM Missile DROPS DOWN, computes its target and DARTS OFF.

INT. WAR ROOM - SAME

Mitchell and General Grey move over to a monitor showing visual from the Present's Plane. They SEE the missile moving towards target.

GENERAL GREY

Keep your fingers crossed.

EXT. AMERICAN FIGHTERS - SAME

The pilots watch nervously as the missile nears its target.

PRESIDENT

Come on, baby.

ANGLE - AMRAAM MISSILE

Just as it gets to the shield perimeter, the missile EXPLODES. The shields are still up.

INT. WAR ROOM - SAME

They watch the missile blow up harmlessly. Deflated, General Grey grabs his mic.

GENERAL GREY

It didn't work. Disengage. Sir, get your people out of there.

EXT. PRESIDENT'S PLANE - SAME

The President is not ready to give up.

PRESIDENT

Not yet!

Below his plane another MISSILE drops down, and DARTS OFF.

ANGLE - MISSILE

This one goes past the point of the previous explosion. It moves in closer and closer. Suddenly it HITS THE SIDE OF THE SHIP. A HUGE EXPLOSION, rips off a part of the side of this immense ship.

INT. WAR ROOM - SAME

We SEE the explosion on the monitor. Everyone in the room CHEERS.

GENERAL GREY

You did it! A direct hit!

EXT. BLUE SKIES - AMERICAN FIGHTERS - SAME

The pilots are thrilled.

PRESIDENT

We're going in! Squadron leaders,
take point.

The fighters break off into six group of five. One by one, each fighter DROPS A MISSILE. We follow DOZENS OF MISSILES on their way to the space craft.

ANGLE - SPACE CRAFT

The Attacker Bay doors open and DOZENS OF ALIEN ATTACKERS shoot out. Spreading wide.

Guided missiles EXPLODES as they hit the City Destroyer, damaging the outer hull. The Attackers go after the American fighters. The six groups split wide. An aerial dog fight ensues.

EXT. AREA 51 - REFUGEE CAMP - SAME

Miguel searches for Russell as the refugees run for the hangar.

MIGUEL

Russell!

Miguel gets swept up in the tide. As the last of them enter the hangar, TWO ALIEN ATTACKERS arrive behind them, STRAFING the ground. The rows of trailers homes EXPLODE one after another.

ANGLE - ELEVATOR HALLWAY - BACK OF HANGAR

Constance ushers the crowd into the elevator hallway. Packed into the hallway together, they are panicked at the sound of the nearby explosions. As the last one is safely inside,

Constance turns back and SEES...

CONSTANCE'S POV - HANGAR AND ATTACKERS

The attackers FIRE and the front half of the hangar EXPLODES. Constance is KNOCKED back against the wall. She activates the elevator and the room begins to SINK.

As the hallway submerges, the entire hangar comes CRASHING DOWN behind them.

INT. WAR ROOM - SAME

Over monitors the General observes the aerial battle. This room, too, ROCKS from the explosions. The monitors FLICKER.

INT. STEVE AND DAVID'S ATTACKER - SAME

Steve struggles with the controls but is getting no where.

DAVID

Get us out of here!

STEVE

I can't shake her free.

EXT. STEVE AND DAVID'S ATTACKER - SAME

Though the attacker guns its engine, the CLAMPS below HOLD TIGHT.

INT. STEVE AND DAVID'S ATTACKER - SAME

David moves over to the computer to see if he can help. Suddenly the large window slowly begins to DROP DOWN.

STEVE

What're you doing?

DAVID

It's not me. They're overriding the system.

The blast shield continues to peel away. David and Steve drop down below the dash, hiding from view. As the view becomes unobstructed we SEE...

POV - THROUGH WINDOW - THE LANDING

Several Alien's looking across at us from the large bay window of the Landing's control tower.

STEVE

Damn!

David leans from his hiding position and SEES several other alien attackers are moving in on them. They are surrounded.

DAVID

Check and mate.

INT. AREA 51 - RESEARCH FACILITY - SAME

Like images from England during the blitzkrieg, the refugees are huddled on the floor, the lights FLICKERING and the muted sounds of distant EXPLOSIONS. Miguel moves through the refugees, searching for Russell.

A Yarmulke is unfolded. As it is lifted we realize Moishe is putting it on. He holds the hands with the people around him and begins to pray. Nimziki moves next to Moishe. Moishe takes his hand.

NIMZIKI

I'm not Jewish.

MOISHE

It's okay.

ANGLE - PHILIP AND ALICIA

As another bomb rocks the room, Alicia moves closer to Philip.

ALICIA

This could be our last night on Earth. I don't want to die a virgin.

PHILIP

If we do, we'll both die virgins. But at last we'll be together.

Alicia smiles, a nice guy at last.

EXT. AREA 51 - SPACE SHIP - SAME

The City Destroyer space ship is settling just above the

compound as the American fighters circle it, chased by the attackers. Below the SCHISM begins to open!

INT. WAR ROOM - SAME

In all the commotion, no one notices as Miguel sneaks inside.

OFFICER

We're running out of missiles,
Sir. We're just not causing
enough damage.

EXT. PRESIDENT'S PLANE - SAME

GENERAL GREY

(filtered)

They're getting ready to fire the
big gun. You're going to have to
find a vulnerable spot, fast.

PRESIDENT

I've got an idea. Keep 'em off my
tail.

Taking the advice, the President DIVES. He's met by two
flanking Fighters (EAGLES 9 & 2) as they cruise the underbelly
of the City Destroyer. Sure enough, the SCHISM is opening,
preparing to fire the WALL OF DESTRUCTION.

PRESIDENT

Let's take 'em out before they
take us out.

The President locks the SCHISM hatchway into the center of his
HUD (heads up display). Just as he FIRES, Eagle 9 is BLOWN
OUT OF THE SKY. It rocks the President, sending his missile
off target.

Off balance, the missile hits just wide of the hatchway and
EXPLODES, rocking the entire ship.

PRESIDENT

I'm out of missiles! Eagle 2?

EAGLE #2 PILOT

I'm on it.

But before he can target, his fighter EXPLODES.

INT. HALLWAY - SAME

The lights continue to flicker. Jasmine grabs onto Dylan and Patricia, holding them tight.

INT. WAR ROOM - CONTINUOUS

On the monitor we SEE the SCHISM, and BRIGHT LIGHTS as several fighters fly past.

GENERAL GREY

We're out of time. Get out of there! Get as far away as you can.

EXT. PRESIDENT'S FIGHTER - SAME

Pissed, the President refuses to give up.

PRESIDENT

Doesn't anyone have any damned missiles left?!

RUSSELL (O.S.)

Sorry I'm late, Mr. President.

The President spins and SEES darting out of the clouds...

RUSSELL'S OLD BI-PLANE

Russell ZOOMS past the President and alien attackers, barely missing their FIRE.

PRESIDENT

(filtered)

Who is that? What are you doing?

RUSSELL

(into mic)

It's okay, Sir. I'm packin'.

We SEE he has a large MISSILES propped up in the seat behind him. A light on it flashes ARMED.

INT. WAR ROOM - SAME

RUSSELL

(filtered)

Just keep those guys off me for a few more seconds.

Hearing his voice, Miguel is shocked. He moves closer towards the monitors.

EXT. CITY DESTROYER - SAME

The remaining fighters lay down COVER FIRE for Russell's old bi-wing. Russell heads directly TOWARDS THE SCHISM.

INT. WAR ROOM - SAME

Everyone is gripped to the screen as we see it get closer and closer to the closing bay doors. Miguel is aghast.

RUSSELL
(filtered)
Do me one favor...

OFFICER
Who is that guy?

MIGUEL
Russell!

Miguel races over to the microphone, attempts to grab it.

RUSSELL
(filtered)
...tell my children I love them very much.

EXT. CITY DESTROYER - SCHISM - SAME

Russell nears the SCHISM, a hail of alien firepower erupting around him.

MIGUEL
(filtered)
Dad! No!

Russell smiles at b being called "Dad."

RUSSELL
I've got to, kid. You were always better at taking care of them than I was anyways.

Russell turns off his radio as he banks UPWARD towards the open SCHISM. The climb is steep, and the bi-wing nearly stalls out.

Suddenly the bright lights VANISH and the beam begins to form.

Russell's bi-wing just makes it INSIDE THE OPEN SCHISM and disappears from view.

The President and remaining fighters BANK AWAY, clearing.

Suddenly, A GIGANTIC EXPLOSION, RIPS THROUGH THE CENTER OF THE SPACE CRAFT. It's causing a CHAIN REACTION of explosion.

Teetering, the entire space ship, turns away out of control.

INT. WAR ROOM - SAME

The room erupts in CHEERS. Everyone, that is, except Miguel.

EXT. MOUNTAIN RANGE - SAME

Not far away from Area 51, the enormous craft is burning from the center outwards. Suddenly it DROPS and COLLIDES with the mountain range, EXPLODING ON IMPACT.

INT. WAR ROOM - SAME

Intercepting the celebration, General Grey moves over to a radio technician.

GENERAL GREY

Let's get on the wire. Tell every
squadron around the world how to
shoot those fuckers down.

INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME

Sitting below the dash, Steve takes out the cigars, hands one to David.

STEVE

I guess there's nothing left to
do. Let's nuke 'em.

David realizes they're both about to die. He stares at the cigar.

DAVID
(re: cigar)
Funny, I always thought things
like these would kill me.

They share a quick sober laugh.

STEVE
Nice meeting you.

DAVID
You as well.

Steve lights his cigar, then lights David's.

STEVE
Ready?

EXT. STEVE AND DAVID'S ALIEN ATTACKER - SAME

Popping up from behind the dash, cigars in their mouths, Steve and David start waving "good-bye" like idiots.

The Aliens in the tower don't know how to react. The attackers move in for the kill.

INT. STEVE AND DAVID'S ATTACKER - SAME

STEVE
Think they know what's coming?

He reaches down to the black box we saw before and enters the launch code.

DAVID
(still waving)
Not a chance in hell.

EXT. STEVE AND DAVID'S ATTACKER - SAME

Suddenly the missile ERUPTS from behind the manifold and BLASTS into the control tower, SHATTERING THE GLASS WINDOW.

INT. CONTROL ROOM - CONTINUOUS

The missile SMASHES through the glass. The atmosphere impeached, the aliens quickly succumb to the elements, chocking and dying.

The missile BLASTS by WRECKING equipment until it LODGES into the back wall of the Landing tower.

A small counter on the missile begins to count down 30:00, 29:00, 28:00...

EXT. DOCKING CLAMPS - SAME

Rocked from the explosions, the docking clamps RELEASES and the ships jostles free.

INT. STEVE AND DAVID'S ATTACKER - SAME

Steve grabs the controls.

STEVE

We're loose!

DAVID

Doesn't matter. Game's over.

STEVE

I don't hear no fat lady.

Steve THROTTLES IT. The craft JOLTS AWAY.

EXT. DOCKING STATION - SAME

Steve and David's attacker BLAST away, the other alien attackers follow in hot pursuit.

The attackers FIRE. Steve SWERVES avoiding the blasts as they race for the exit.

INT. LANDING - CONTROL TOWER - SAME

Grasping for breath, a dying Alien looks up at the wedged in nuclear missile. The counter reads: 00:04, 00:03, 00:02.

We get the feeling the Alien knows what's coming.

INT. DOCKING BAY - SAME

Steve and David's attacker just reaches the doorway as the center of the landing EXPLODES behind them.

The enormous impact, rocks some of the lagging attackers off track.

EXT. MOTHER SHIP - SAME

Steve DARTS his attacker out from underneath the Mother Ship's belly. A group of attackers FOLLOW.

Just as the last of them exit the docking bay, a HUGE FIREBALL erupts behind them ripping through the Mother Ship.

ANGLE - FARTHER AWAY

ZOOMING towards us, Steve guides his ship away. The Alien attackers in hot pursuit. Behind them we SEE the ENTIRE MOTHER SHIP EXPLODE.

The immense EXPLOSION GROWS OUTWARDS coming right at us. The ATTACKERS are GOBBLED UP as the EXPLOSION WIDENS. Quickly the explosion gains ground on Steve and David.

ANGLE - STEVE AND DAVID'S SHIP

Like a loose board caught in the surf, Steve and David's ship rides the edge of the explosion, getting knocked END OVER END.

INT. STEVE AND DAVID'S ATTACKER

Tumbling ass over tea kettle, David and Steve are ROCKED in their seats. Steve battles to regain control of the ship.

EXT. STEVE AND DAVID'S SHIP

The mammoth fireball reaches the outer edge of its zenith. Steve and David's ship is SPIT OUT, tumbling down towards EARTH.

EXT. AREA 51 - TARMAC - SAME

The fighters are returning home. Crowd RACE out of the ruins of the smoldering compound to greet them, cheering their arrival.

THE PRESIDENT'S PLANE

The President is climbing out as General Grey rushes to his aid. Behind him, Jasmine leads Dylan and Patricia, who breaks free and RUSHES to her father. The President sweeps her up in his arms as Jasmine approaches.

JASMINE

(to General Grey)
Any word from Steve?

Behind her, Constance rushes over, the same thing on her mind. Before he can answer they HEAR a ROAR above. They all become silent as they turn and look to the skies.

ANGLE - BLUE SKIES - FIREBALL

The FIREBALL COMET is rapidly shooting down towards us. Suddenly BURSTING OUT OF THE FLAMES, Steve and David's ship DARTS DOWN.

Just over the heads of the cheering crowds, Steve and David's ship ZOOMS overhead, disappearing out of sight.

EXT. DRY LAKE - DESERT - MINUTES LATER

Several army JEEPS race across the arid desert floor. As they WHIP past we see they are headed towards a gigantic BLACK PLUME OF SMOKE in the distance.

ANGLE PLUME OF SMOKE

The Jeeps SKID to a halt. Jasmine and Constance are the first to leap off the Jeeps.

Steve and David walk towards us, cigars in their mouths. Jasmine races over to him.

JASMINE
You scared the hell out of me.

STEVE
Yeah, but what an entrance!

JASMINE
Dick-weed.

STEVE
Butt-munch.

Constance comes running up to David, hugs him tightly.

CONSTANCE
Are you all right?

DAVID

Did it work?

CONSTANCE

You bet it did.

She hugs him. They kiss.

ANGLE - STEVE AND JASMINE

Behind them Dylan, Patricia, the President and General Grey come walking over. The President and General Grey approach.

PRESIDENT

We're getting reports from all over. Their ships are going down!

As they begin to celebrate, they look up to the sky.

GROUP POV - BRILLIANT LIGHTS IN THE SKIES

The debris from the Mother Ship explosion enters the atmosphere like thousands of SHOOTING STARS. It's an incredible sight.

The group stares happily at the show in the sky. Steve takes Dylan by the hand.

STEVE

Didn't I promise you fireworks?

Everyone stares in wonder at the beautiful lights.

THE END