

Pronunciation key:

Terran "TEH-rihn" (n. of Earth, human)

Xik "Zeek" (n. a hostile alien humanoid race)

Necrosis "nuh-KROH-sis" (multi-star solar system)

Babish "BAH-bish" (character name)

FADE IN:

1 EXT -- NECROSIS 6 SPACE -- CGI 1

The planet Necrosis 6 revolves slowly around its three SUNS. Dark polluted clouds occlude a scarred landscape below.

A deep-space interstellar CRAFT passes in front of the planet. Ancient and enormous, the Orion lumbers near the planet to pick up speed.

2 INT -- POD 2

A MAN lies in hypersleep. A WOMAN, in sleek yet worn combat armor, sits upright and punches at the CONTROL PANEL.

ATHENA (OS)

Planet Necrosis 6 in range. Release pod.

Drew would like to see this scene go away. He suspects that even if we shoot this scene, it'll disappear in the edit.

3 EXT -- NECROSIS 6 SPACE -- CGI 3

A PUFF of gas as a cargo door is thrown open by explosive bolts.

The Orion releases a POD that falls toward the surface of Necrosis 6.

4 INT -- VIEWING ROOM -- DAY 4

A darkened room. A thousand years of dust permeates the air.

GALLOWAY, a handsome middle-aged man watches a SCREEN that looks into the next room...

5 INT -- EXAMINATION ROOM -- DAY 5

Where a beautiful YOUNG WOMAN sits bolt upright and naked on a cold steel GURNEY in the center of this otherwise barren windowless room. This is MALEYNA.

A young man, KYLE, steps over to her. He tentatively reaches out with a COMB and begins to comb her hair.

Nervously, he pulls her hair up, revealing a DEVICE at the base of her skull. For a moment, he thinks he's going to be sick. But he controls himself. He combs her hair over the device.

Maleyna stares at the far wall.

6 EXT -- DESERT WASTELAND -- DAY

6

The HEAT ripples the thick air of Necrosis 6. A dark FIGURE melts into a distorted SAND DUNE as he climbs on top. DRIGS plods up to the top of the dune to look out over the waste...

A space pod hurtles out of the sky. Drigs, a handsome yet dangerous-looking man, wears a long DUSTER coat and a cap on his head. He follows the pod with his eyes as the pod crash-lands in a plume of smoke almost a mile away.

Drigs, who bears a passing resemblance to Maduka Steady, sweeps open his great coat. A GUN sits in a thigh HOLSTER at his side. But rather than reaching for the gun, he reaches for a SCANNER hanging from his BELT.

He lifts the scanner (similar to Luke Skywalker's binoculars) to his eyes.

The scanner REVEALS the downed pod.

Drigs lifts a primitive COMMUNICATOR from his belt.

DRIGS
Delivery. Delivery at West Five.

He thinks for a moment. And adds:

DRIGS (CONT'D)
No movement.

Drigs begins the long walk toward the downed pod.

7 INT -- VIEWING ROOM -- DAY

7

Galloway continues to watch Maylena.

A MAN steps into the frame. He touches Kyle's device and Kyle steps away reflexively. The man dismisses Kyle, who runs out of the room.

The man attaches a CONTROLLER to Maleyna's device making adjustments to the device on Maleyna's skull. This man is BABISH. He looks remarkably like Jeff Plunkett. If you can believe that.

Galloway leans forward, desperately intent on what's happening.

8

EXT -- DESERT WASTELAND -- DAY

8

Drigs stands near the downed POD. More MARSHALS approach and form a semicircle facing the pod, which is still smoldering from passing through the atmosphere. The crash landing has broken it open.

The Marshals are:

1. Stahl, the leader
2. Drigs
3. Dak
4. Trapper
5. Joanna Blake
6. Cub
7. Stone
8. Migs

They approach.

DAK
Fresh meat, right Chief?

STAHL
A golden orb alights upon our fair
land, bearing a mystery charge.
Marshall Drigs -- why didn't we
know it was coming?

Cub interrupts --

CUB
Maybe they's forgit?

STAHL
Maybe they did "forgit," Deputy
Cub.

(MORE)

STAHL (CONT'D)

Or maybe, just possibly, what we
have here is a Trojan Horse.
Gentlemen?

Drigs, at least, knows what this means, he draws his GUN. The
others, following Drigs, do the same.

They watch the pod...

SOMETHING moves near the GAPING HOLE in the side of the Pod

Except for Stahl, the Marshals back away...

The beautiful woman, clad in a kind of skin-tight EXOSKELETON
battle-armor, steps elegantly out of the opening, not at all
traumatized by the hard landing.

This is ATHENA.

Calmly, and without taking undue notice of the Marshals:

ATHENA

Lower your weapons.

Athena reaches back into the pod and drags out a heavy BODY
BAG.

DAK

Yo, lady, what the?..

But Dak is cut off by the amused Stahl.

STAHL

Greetings space traveler. I hope
your voyage to Necrosis 6 has been
comfortable, because your comfort
surely ends now. I am Ranger Stahl,
the preeminent executive
enforcement power on this
delightful little rock you have
dusted upon. Although the universe
is wondrous and the world is filled
with new experiences and more
knowledge than any man can absorb
in a lifetime, the one thing, and
the only thing, you will learn here
on Necrosis 6 is that what I say
goes. Nobody takes orders from a
prole like you.

Athena is not impressed.

ATHENA

Lower your weapons.

Drigs looks at his scanner -- he reads it like a tricorder.
He's looking a bit concerned.

STAHL

I see I have failed to impress upon
you the lowly status of your social
position.

DRIGS

Uh Chief?

STAHL

Which is unfortunate, as we may now
be required to employ the
regrettable use of -

DRIGS

Stahl!?

STAHL

What concerns you, Deputy Ranger
Driggs so that you must interrupt
my delightfully threatening use of
wordplay on our new friend here?

DRIGS

Chief: she ain't human. She's uh...
a an... android... Corvette Class.

The other Marshals are taken aback by this. They almost start
to back away.

Stahl covers:

STAHL

Of course she's a Corvette Class
android. Anybody can see that.
What's the matter, your mommy scare
you with stories of the big, bad,
Corvette 'droids? Taking over
battle cruisers single-handedly,
wiping out whole planets?

The look on Stahl's face is justifiable disgust with the
panty-waists he has for deputies. He speaks slowly so they
can un - der - stand.

STAHL (CONT'D)

Corvette Class androids have a
built in fail-safe mechanism. They
can not operate projectile weapons.
The fail-safe's built into them
(tapping his head)
(MORE)

STAHL (CONT'D)
right here. She is incapable of
causing you any bodily harm.

He pushes Deputy Marshals DAK and TRAPPER toward Athena.

STAHL (CONT'D)
Why? Why, because you muddle-headed
meat puppets are armed. She is not.
Just shoot her.

Dak, shaking, aims his BLASTER at Athena.

STAHL (CONT'D)
Somebody just shoot her!

Dak's finger slips toward the trigger.

Athena's EYES watch his movement. She calculates the velocity
and trajectory of the weapon.

And her instincts are instantaneous.

A LIGHT SABER falls gently from her armor into her waiting
hand. And then a bunch of things happen very quickly:

She ignites the light saber as Dak's weapon discharges,

BAM!

She deflects the bullet with her saber and in the same stroke
deftly removes Dak's ARM.

BAM!

His weapon goes off again, but it shoots harmlessly into the
sky while it falls to the ground with his arm attached.

Trapper is next, but she removes his HEAD before he can fire
with the back-swing of her light saber. She steps closer to
Stahl.

She ignites a SECOND LIGHT SABER and removes Deputy Marshall
JOANNA BLAKE'S HAND just as Drigs fires and the BOLT of
energy from his weapon is deflected.

Now Athena is inside the group of Marshals.

Worse than that, Stahl has a light saber to his throat. A
light wisp of SMOKE curls up from his collar where her energy-
blade is slowly burning through the cloth.

STONE
Migs -- I ain't got a clean shot.

MIGS

Me neither.

STONE

Stahl -- I'm sorry, but you seen
how fast she move.

Stahl is beaten. He sighs.

STAHL

Well, Madam, you certainly have...
impressed upon us your skills in
close-quarter combat with your
rather expensive and delightfully
archaic instruments of war.

ATHENA

Will I have more trouble from you
or your men?

STAHL

No, indeed, Gentle Fem, you may go
about your business unmolested.

Athena glares at him.

Stahl addresses his deputies.

STAHL (CONT'D)

Gentlemen, let us not be impolite.
Put down your weapons. Can't you
see that's no way to treat a guest?

Begrudgingly, the remaining Marshals holster their guns.

Athena extinguishes her light sabers.

ATHENA

I have a delivery.

She indicates the body bag.

Drigs looks at Stahl and then at her and then at the bag.
Cautiously, he walks to the bag and opens it.

And unconscious man lies inside.

ATHENA (CONT'D)

Prisoner transfer. Elias West. Life
sentence.

9

INT -- EXAMINATION ROOM -- DAY

9

Galloway strokes Maleyna's face. Babish watches.

Kyle watches from the corner of the room, unhappily.

GALLOWAY

Little Maleyna. . .

She looks at him blankly. Babish is disgusted.

BABISH

Galloway --

GALLOWAY

Babish!

BABISH

Yes.

GALLOWAY

She must desire me! What is this?
She can't even talk. You have her
doped up.

BABISH

It takes time - the brain is
delicate -

GALLOWAY

Make it happen!

BABISH

I will. Yes.

Babish signals Kyle to return.

Galloway seethes at Kyle but controls his temper.

Kyle covers Maleyna with a blanket and leads her away.

GALLOWAY

And him.

BABISH

Yes.

GALLOWAY

He should be reeling in disgust. Or
does that "take time" too?

Babish winces at the thought.

BABISH

I assure you, she is quite
literally "dead" to him.

GALLOWAY

I've seen people kill themselves--

BABISH

You want her to fall in love with
you, you want him to be disgusted
with her. There's a lot we still
don't know about this technology.
Right now we're fixing clockwork
with a sledgehammer.

GALLOWAY

What do I have you for?

BABISH

I'm trained to maintain the
implants, not create new impulses.
This is uncharted territory.

GALLOWAY

I don't need excuses, Babish.
You're wasting my time. Maybe I
should throw you to the mutants...

BABISH

Until you find another Dispenser,
you still need me.

Babish uses his controller on Galloway's implant while
Galloway fumes.

10 EXT -- DESERT -- DAY

10

Stahl and his remaining men walk back to SILO. Migs and Stone
carry West -- each taking one of West's shoulders and
dragging his feet behind him.

Behind them walks Athena, making them all uncomfortable.

CUB and Drigs walk next to Stahl.

MIGS

How big a criminal do you have to
be to get a 'droid escort? What do
you think this guy did?

CUB
I gotta tell ya, 'droid or not, she
sure is purty.

Drigs, overhearing, laughs at Cub. Blake chimes in.

BLAKE
Well, Cub, maybe you should ask her
on a date!

STONE
You saw what she did to Blake, she
might just get more *intimate* with
you, Cub.

Blake, sullen, overhears her name being used, but just looks
down again.

BLAKE
Blow off, Stone.

STONE
You don't want the same thing to
happen to you, now do you Cub?

Cub looks back at the combat android pacing the group of
Marshals.

CUB
Well, maybe if nobody points a gun
at her...?

BLAKE
Yeah right.

CUB
(petulant)
Androids ain't sup-posed to hurt
people.

MIGS
What they "ain't" is security
guards for convicts on a prison
planet.

STAHL
Yes Migs. You're quite right about
that, I'm afraid.

The party comes to the edge of the town of Silo.

A FORCE FIELD surrounds the town.

Stahl holds up his BADGE.

A DOOR opens in the force field. The Marshals walk through, dragging West with them.

Stahl steps through and the door closes -- leaving Athena outside. He keeps going but Stone and Migs turn back to face Athena.

STONE

Sorry Miss. Humans only allowed in
the town of Silo.

Dak LAUGHS with Blake.

However Athena ignites her saber and cuts a HOLE in the force field. She steps through. Behind her, the field heals itself.

Gulp! The Marshals are surprised.

But Stahl tries to keep order by pretending none of that happened.

STAHL

Drigs -- you like going off on your
own -- kindly inform our jittery
warden Galloway we have a new
prisoner.

DRIGS

Yessir.

Drigs trots off.

11 INT -- VIEWING ROOM -- DAY

11

Babish has finished adjusting Galloway's patch.

Drigs walks in.

DRIGS

Hey! We got a new one, Doc --
(he notices he's walked in
on Galloway)
-- I mean, 'excuse me', Sir.

Galloway pays no attention to Drigs and turns to Babish. He's a bit surprised he didn't know:

GALLOWAY

Were we scheduled for a drop?

Babish is confused for a moment, he doesn't like to be unprepared.

BABISH

Um. No. I uh, but I think I have a kit ready.

GALLOWAY

Go.

Babish leaves with Drigs. Galloway is angry and humiliated.

12 EXT -- SILO MAIN STREET -- DAY

12

West is unceremoniously dumped on the ground by Stone and Migs, who continue on their way, leaving Athena, Stahl, Dak, Cub, and Blake, standing. Athena turns to Stahl.

ATHENA

I leave him to your care.

CUB

You ain't stayin'?

ATHENA

I will be departing with the next Terran patrol craft.

CUB

TP's don't come by too often. You might be here for a while, little lady.

BLAKE

Shut up, Cub. You're better off with a cheese-grater.

Athena IGNITES her light saber and in one easy step is at Blake's throat.

ATHENA

I take it that you like the modifications I've made to your anatomy? I can make more, and I can be extraordinarily specific.

Dak, armless, is more cautious.

DAK

Now now. Blake is just sore about losin' her hand, that's all. Blake -
- apologize to the nice android.

Blake stares down Athena.

BLAKE

Fuck off, tin-cunt bitch.

Stahl unholsters his weapon. He points it, however, at Blake.

STAHL

Blake. I will shoot you myself if you do not cease your hostility to the inherently unstable Corvette-Class combat android.

BLAKE

What are you doing, Stahl?

STAHL

If you goad her into killing you then she will likely, in the heat of battle, take the rest of us out for fun.

Cub gulps and turn to Stahl.

CUB

They do that?

Blake doesn't seem to care. She hates Athena.

STAHL

They do.

BLAKE

Stahl, I gotta ask, who's side are you on? Why don't you just shoot the *bitch*?

Stahl pushes the barrel of his blaster against Blake's temple. The metal on the gun reflects the light from the saber at Blake's throat.

STAHL

I'm on *my* side, Blake. I could unload the entire charge of this sidearm into that android and won't even penetrate her exoskeleton, whereupon she will kill *me* without even blinking. However a single shot from my weapon into your skull will undoubtably take your head off and solve my problems altogether.

Blake takes a breath. She then turns suddenly and walks off in a huff, seemingly not caring whether Stahl goes ahead and shoots her in the back.

The light saber kicks off. Athena holsters it.

Stahl puts his blaster down.

Athena turns back to Stahl.

ATHENA

I have delivered the prisoner, and
now I will await my imminent
departure in privacy.

She glares at Cub for a moment, then turns and walks off in the opposite direction from Blake.

CUB

Do you think she likes me?

DAK

Cub, will you stop being such an
idiot.

CUB

But Stahl, you seem to know a lot
about androids. What do you think?

From far off, Migs comes running:

MIGS

Stahl!

Stahl sighs.

STAHL

Migs, my very favorite imbecile,
what can I do for you?

Migs runs up to Stahl. He's out-of-breath.

MIGS

It's that crazy guy -- Kandinski!
He's gone and ripped out his
implant!

Stahl snorts, but he is amused.

STAHL

And still he draws breath?

MIGS

Draws... yeah, I guess he does!

STAHL

Well, don't dilly-dawdle, man,
bring him henceforth!

Migs, his mouth open, takes a moment to understand what Stahl said (Oh, he means, bring Kandinski here now.)

MIGS

OK. Right. Yeah. I'm goin'.

Migs runs off to get Kandinski.

Stahl looks down at West's body on the stretcher.

STAHL

Will someone help my friend here
join the land of the living?

CUT TO:

WATER splashes on West's face. He wakes up with a jolt. Cub stands off sheepishly with a BUCKET.

Nobody be stealin' Cub's bucket.

STAHL (CONT'D)

And good morning to you, Prisoner!
Welcome to the Penitentiary Planet
Necrosis 6. I am Ranger Stahl, the
preeminent executive enforcement
power on this Terran - Regulated
Global Facility. You will do well
to follow the orders, instructions,
suggestions, or even whims directed
at you by myself or my deputies. If
I've made myself clear, grunt or
some-such.

West looks around. HURKA and NORA appear to see the new prisoner.

WEST

I'll have a bottle of your finest
plum wine.

Stahl gives West a good KICK in his gut.

STAHL

Ah, I am pleased to see that your rough journey through the outer reaches of space has not eroded your wit. However, Friend, you'll find it wisest to maintain a healthy respect for the local constabulary. Especially seeing as how you aren't on the Facility Network as of yet.

Stahl gives West another KICK for his gratuitous amusement.

CUB

Stahl.

STAHL

What do you want, Cub? Can't you see I am interviewing the new prisoner.

CUB

Babish.

Stahl looks up.

Babish approaches with his kit.

BABISH

Marshal Stahl. How have your dreams been? Fewer nightmares lately?

This is clearly a veiled threat. Stahl backs off of West, and looks Babish in the eye. The funny little man is a threat to Stahl, and there's nothing he can do about it.

BABISH (CONT'D)

Let me just get this out of the way, Stahl. That way I can start drinking and you can go back to keeping yourself awake.

STAHL

Do it.

Babish turns to West.

BABISH (TO WEST)

Roll over.

WEST

Excuse me?

BABISH

You know what we do here. Don't
play dumb.

Stone and Migs roughly flip West over and hold him down. Cub
cuts apart West's shirt -- exposing his neck.

West struggles.

A prole, LUTHER, looks concerned at the rough treatment. He
steps near and tries to assure West.

LUTHER

It's not so bad, friend.

WEST

Compared to what?

Babish affixes a DEVICE to the back of West's skull, just
where it attaches to the neck. He locks it into place. West
cries out.

BABISH

It hurts a bit going in.

A thousand little MONOFILAMENTS, dangling and spraying like
the tentacles of a jellyfish, suck themselves into the DEVICE
Babish has affixed to West's skull at the base of his spine.

The pain is excruciating. West cries out.

The tentacles sputter and smack as Babish helps hold West
down.

BABISH (CONT'D)

What the hell? You must have one
screwed-up nervous system.

The tentacles finally all disappear into West's body. Does
Babish get a little *excited* about watching the pharma enter
West? He licks his lips...

Babish stands up.

West SCREAMS again. A muted cry this time.

BABISH (CONT'D)

Nothing compared to what it feels
like if you ever take it off. Got
me?

He makes some modifications on the PORTABLE KEYPAD he has
attached to the pharma-patch.

The Marshals let go of West and Babish gets on his knees to talk to West.

BABISH (CONT'D)

You are now officially a resident of Necrosis 6, the system's first Pharma-Prison. I am the dispenser. Your tag here feeds your brain and nervous system. The system is controlled remotely, and I mean *controlled*. We can make you angry, frightened, sad, or draw you into psychosis. If we like we can make your best friend your worst enemy or you can see worms crawling out of your skull. We have to tweak the tag from time to time, individuals having different chemical and bio-physical makeup and all.

WEST

Bio-tags are illegal.

Babish lets out a short laugh.

BABISH

The Terran government doesn't care what alien technology we use here. Just follow the rules, nobody gets hurt, OK? You try to get violent, the tag knows what to do with you. Only the Marshals can use violence - when appropriate - so stay out of their hair and they can't do anything. There. That's everything you need to know about the rest of your life. Now it's time for me to get very drunk.

Babish clumsily gets himself up. He's almost out of breath just from doing so.

He wants to shuffle off to the SALOON down the street.

But --

A SHOUT.

Deputy Rangers Migs and Stone have between them a prole named KANDINSKI. They're holding the SCREAMING man by his arms as he can barely walk.

KANDINSKI

You don't own me anymore! I can
FEEL! I am MYSELF. In the wormhole
of the vast nothing you are DRONES.
Blind blind! Like mole-rats you
have become and I see ALL!

Migs and Stone dump Kandinski at Ranger Stahl's feet.

Kandinski's naked BACK is STRIPED with slices. Blood
everywhere. His tag is MISSING.

Kandinski LAUGHS maniacally.

Stahl looks in disgust at this miserable piece of baggage.

STAHL

Well Babish? Can you do anything?

Babish leans over the bloody man. He reaches out but then
quickly withdraws. Kandinski is dead, and Babish knows it.
Babish doesn't mind hurting people, but killing them is
different.

BABISH

No. No. There's too much damage.
He's ripped out too much of his
spinal cord to replace his tag.

STAHL

What does the network say?

Babish checks his hand held controller.

BABISH

It's taken him off the network. He
pulled it out himself, he's no
longer in the system.

Kandinski, although clearly in pain, is still laughing. He
can't pick himself up.

KANDINSKI

You can't get inside me anymore!
You can't control my mind. They
control your mind Ranger Stahl, and
they control your mind Dispenser
Babish, but They. Don't. Control.
My. Mind!

He LAUGHS a sick, twisted laugh.

Stahl squats down and looks in Kandinski's eyes.

STAHL

Well, Kandinski. You're right.
You've won. You've beaten the
system.

KANDINSKI

It's freedom! I can see with my own
eyes. Taste with my own mouth.
Think my own thoughts!

He laughs again.

STAHL

But you can't live here anymore.

Stahl turns to his deputies.

STAHL (CONT'D)

Migs! Stone! Take Mr. Kandinski
outside.

The smile freezes on Kandinski's face.

KANDINSKI

No! No! You can't do that!

Migs and Stone pick up Kandinski and start DRAGGING him down
the street.

STAHL

You're off the grid, Kandinski. We
can't help you any more.

West watches while Kandinski, screaming a horrible YOWL, is
dragged off.

Babish, shaking his head, shuffles off to the Saloon.

Stahl rolls a CIGARETTE, turning his back on Kandinski. West
is standing in front of him.

STAHL (CONT'D)

Mr. West. You'll see that Mr.
Kandinski made a sad choice. Don't
make a sad choice Mr. West. We want
you to make *happy* choices.

Stahl heads toward the Saloon. Hurka, Dak, Nora, whomever
else is on set does too.

But West staggers after Kandinski, Migs, and Stone.

Luther tries to stop him.

LUTHER

Hey, Friend. Welcome. Come, I'll
buy ye a drink.

West doesn't take his eyes off the still-screaming Kandinski.

WEST

What are they doing to him?

LUTHER

You don't want to go that way,
friend. There's no need to see any
of that.

West loses Luther's easy grip on him and staggers toward the
Deputies and Kandinski.

Luther sighs as the stranger heads toward the edge of town.

13

EXT -- EDGE OF SILO -- DAY.

13

Migs and Stone drag Kandinski to the force field at the edge
of town.

KANDINSKI

No! You can't do this! Get the
dispenser! Put the tag back in.

STONE

You heard Babish. He can't re-fit
you.

They push Kandinski through the field.

KANDINSKI

But I'm bleeding so much -- they'll
smell the blood!

MIGS

I'm not sticking around to see
this.

Migs turns and heads back to town.

Kandinski rushes as well as he can toward the force field. He
touches it and is blown back.

Migs brushes past West in his haste to get outta there.

West walks up to Stone. Stone turns toward West, away from
Kandinski. He plays with a TOOTHPICK in his mouth.

STONE

Here they come.

ROBED FIGURES descend on Kandinski.

Kandinski SCREAMS.

Stone WINCES. The toothpick breaks in his mouth.

The screaming abruptly stops.

Stone looks up questioningly at West.

WEST

He's dead.

STONE

Yeah.

Stone's face cringes as he hears the sounds of EATING. He walks off.

West remains looking through the force field...

14

EXT -- SILO MAIN STREET -- LATE AFTERNOON

14

Luther stands exactly where West had left him.

LUTHER

So, Friend, we don't exactly have ourselves an official "welcoming committee" or nuthin'. There's just little ol' me.

West ignores him, walking toward the Saloon. Luther tries to keep the conversation going.

LUTHER (CONT'D)

I bet you've had a rough journey getting here, sure.

West keeps going.

LUTHER (CONT'D)

Look Friend, if you go after Stahl it will be a Hell you can't imagine. That thing they got in your head. It'll make you crazier than Kandinski was.

That stops West.

LUTHER (CONT'D)
I got you a place to stay. It ain't
much but it's what I call home.

WEST
Why would you help me?

Luther is embarrassed.

LUTHER
Well, I do what I can for folks
around here -- it's a way to make
up for sins of my past.

West decides to follow Luther. He looks over his shoulder at
Stahl and his men, who are in the "saloon". He particularly
focuses on Cub, who laughs about something.

15 INT -- MALEYNA'S ROOM -- DUSK

15

Kyle lays her down and brings her a mug of water. Maleyna
trembles.

KYLE
Drink this.

She gets a little bit of water down, then chokes a little.

KYLE (CONT'D)
That's all right.

MALEYNA
Am... I... awake... or asleep?

Beat. Kyle shudders, his skin crawls, he fights the impulse
to claw his own flesh to shreds.

The feeling subsides and looks at her with terrible anguish.

KYLE
Asleep. You're asleep, Maleyna.

He lays her down and smooths her forehead.

MALEYNA
Kyle...

She drifts into sleep. Kyle looks around, as if looking for a
way out.

Kyle almost cries looking at her.

What he SEES is a horrible mutated CORPSE instead of Maleyna in the bed...

He feels sick.

That's not what she looks like, of course. She falls asleep.

16 INT -- LUTHER'S ROOM -- NIGHT

16

Two beds and a portable gas stove. Maybe something relatively tech in the corner. Luther lights a lamp.

LUTHER

The lady -- she called you West?

WEST

The lady. Right.

LUTHER

Looks like a lady.

WEST

You should tell her that. She loves compliments.

LUTHER

Oh, heh... those days are over for me.

Something about that makes West look at Luther sharply. Then he changes his mind and looks out at the edge of town, shrouded in darkness.

LUTHER (CONT'D)

My name's Luther.

WEST

What were those things, outside the force field?

LUTHER

Mutants. Folks exposed to the Intakka Spill some eighteen years back.

WEST

There were survivors?

LUTHER

If you wanna call it surviving. Galloway set the force-field on one-way.

(MORE)

LUTHER (CONT'D)

They can't get in, but we can get out if we have to.
The big man, Marshal Stahl, can use his badge -- so can Deputy Cub, of course. But you better be armed if you're going out into the wilderness. Inside the force field here, we're safe.

WEST

What do you do here do for fun?

Luther sets out a green cylindrical BOTTLE and two dusty GLASSES, which he proceeds to fill with an alien WINE.

LUTHER

Oh... Water skiing, poetry readings, interpretive dance...

Luther winks at West in that friendly way that someone who means no harm does.

WEST

And who's Galloway?

That darkens the mood some.

LUTHER

Oh... Big Boss. Oversees the whole colony. You'll probably never meet him, though. He tends to be a bit... mmm... reclusive.

WEST

They let you drink?

Luther takes another gulp.

LUTHER

They better... I need to drink.

Tapping his implant.

LUTHER (CONT'D)

Drinking keeps the bad dreams away, if you know what I mean. No, I suppose you don't. But you will. As long as there's no bad dreams in the daytime, that's all right with me.

WEST

Where can I find this Galloway?

LUTHER

Heh... yeah well, um... you can
sleep there. I washed the sheets in
the river right after Pell died.

West realizes he's not getting any more information. Luther's
too scared of authority.

WEST

Did he have anything contagious?

LUTHER

He killed himself, so it depends
what you mean by "contagious." Most
folks do, eventually.

WEST

Why?

LUTHER

Past catches up to 'em I suppose.

WEST

What are you running from, Luther?

Luther downs his entire glass.

LUTHER

Oh, well... now I'm drunk. So I
done forgot!

Luther laughs nervously. He stops.

And sets himself down on his bunk.

LUTHER (CONT'D)

Goodnight Mr. West.

17 INT -- SALOON -- NIGHT

17

The Saloon. Whatever it is that may be. Stahl sits apart from
his Marshals: Drigs, the armless Dak, Blake, Cub, Stone, and
Migs. Hurka and Nora and anyone else we can get in there are
drinking from some sort of CONTAINERS which Laura will get
from the Choya wine company.

Blake's new hand is a steel SKELETON. She flexes it. She
hates the way this thing looks.

DAK

Blake, with all your modifications,
it's easy for you to replace your
hand.

Blake glares at Dak.

Babish drinks alone.

Galloway enters. The bartender, RILES, nods at him.

RILES

Boss.

GALLOWAY

Riles.

RILES

Whiskey?

GALLOWAY

Neat.

He sits next to Babish.

Babish is somewhat drunk and still disgruntled from the whole
Kandinski incident.

BABISH

I'm not doing any more work
tonight. You can go to hell.

Stahl looks up to see the two men talking.

GALLOWAY

Tell me about the new man.

BABISH

Another piece of Terran shit from
an outer colony. Probably a
deserter.

GALLOWAY

What about the woman?

Stahl brings himself over to the conversation.

STAHL

Not woman, contrary to all
agreeable appearances. Corvette-
Class, rather.

GALLOWAY

You can't be serious.

STAHL

As serious as third degree burns.
She's anthropomorphic and armored.

GALLOWAY

Now, what did this the new guy do
to get a chaperone like that?

STAHL

You didn't get an advance report on
him?

GALLOWAY

Terran bureaucracy bullshit.
Somebody forgot.

That gets Stahl to thinking.

STAHL

So our pugnacious new boarder is
not on your manifest?

BABISH

Ranger, don't you have some kittens
to drown, or some children to
frighten?

STAHL

I'm only pointing out the
difficulty I have imagining the
Terran bureaucracy would simply
overlook a prisoner transport which
also ties up one of their
Corvette...

BABISH

What are you saying, Stahl?

STAHL

I suggest, Dispenser, that such
events would tend to be peculiar,
that's all.

GALLOWAY

I don't get involved in Terran
politics.

STAHL

And which race was it you belonged
to, Mr. Galloway?

GALLOWAY

Stahl, you can feed your garbage to
anyone on this planet you like.
Anyone but me, got that?

BABISH

Look, if you gentlemen don't
actually need me for this
conversation, perhaps I can drink
in peace.

Babish gets up slowly and moves himself to the far corner of
the bar.

STAHL

There shall come a day when that
Dispenser will be fed his own
boiled flesh.

GALLOWAY

We need him, Stahl.

STAHL

You mean you need him.

GALLOWAY

You have something to say to me,
Stahl?

STAHL

Only the merest, modest gentleman's
suggestion that if you didn't need
that drunken apothecary for your
twisted psychosexual
experimentation, my deputies and I
could keep order here the old-
fashioned way.

They stare at each other, enraged.

GALLOWAY

If Terra gets word we don't have a
Dispenser here on Necrosis 6, we
all get shut down. You think about
that. Then it's cold storage for us
on some rock out there with no sun
at all. If you want to get rid of
Babish, find another Dispenser. End
of discussion.

Galloway throws back his whiskey and leaves. Stahl watches
him go.

18 EXT -- NECROSIS 6 SPACE - CGI 18

An enormous and disabled ALIEN FREIGHTER, trailing debris, crashes through the atmosphere and heads toward the planet.

19 INT -- LUTHER'S ROOM -- MORNING 19

Luther enters, he's just been outside. Excitedly, he wakes West.

LUTHER

Friend? Wake up and get dressed.
There's been a shipwreck -- don't
know if it's a Terran ship or what.
But it's always a good scavenging!
Everybody's going -- we'll have the
Marshals guard us from the mutants.
Come on!

Luther exits and West gets up slowly...

20 EXT -- DESERT -- DAY 20

A valley outside Silo.

A scraggle of proles lope along the sand and rocks. Some Marshals walk along too, on higher ground, keeping a lookout. Luther, West, Nora, Hurka, Maleyna, Stone, Migs, Stahl, Cub, Drigs, Dak. (Note: NOT Kyle. Kyle is sleeping in!)

LUTHER

It's been a while since we've
gotten an actual wreck. We used to
have at least one a week right
after the war. Usually the ships
are too burnt up to salvage
anything but sometimes -- well it's
an open secret that if we could
find something to get these
implants off us with out killin' us
--

WEST

The Marshals would never let you.

LUTHER

Are you kiddin' me? They'd get
their implants off first! The only
thing is... We'll all still be
stuck on Necrosis 6.

West doesn't answer, but looks off in the distance.

LUTHER (CONT'D)
This planet weren't always like
this, you know. Before the War...

A WOMAN catches up to Luther and West.

NORA
Who's the new scum, Luther?

LUTHER
Oh, you know, a prole. Got dropped
off yesterday.

Nora looks like she could handle herself just fine in a bar
fight.

NORA
West, right? Nora Rogers, I'm -

She looks at his face.

WEST
Something wrong?

Between a question and a statement, sotto voce:

NORA
Jonas?

WEST
Say what?

NORA
I...
(A dangerous beat.)
Sorry... I... Took you for someone
else.

She shakes it off.

NORA (CONT'D)
Look, we don't ask what you did to
get here, you don't need to tell no
lies, right? Long as you are here,
you could do worse than makin'
friends with Luther here.

Luther smiles shyly.

A SHOUT.

CUB
There it is!

Before the scrum, a powerful intergalactic FREIGHTER has smashed into the barren desert floor.

The devastation, about a mile away, is enormous.

The proles and Rangers marvel at the wreck.

Drigs, vaguely British and techno-geeky person that he is, checks his SCANNER.

DRIGS
I got movement.

DAK
What?

DRIGS
Ambulatory.

DAK
What are you talkin' about Drigs?
Nothing could have survived that crash.

Stahl, who otherwise hasn't been paying much attention, now is pretty well alarmed:

STAHL
Drigs? Run a sub atomic scan.

DRIGS
I don't have to. It's a Xik Combat drone. It must have been on that ship -- now it's gotten loose.

STAHL
Has it spotted us?

DRIGS
It's locked on.

HURKA
What's going on?

MIGS
It's a Xik hunter-killer drone.
Been a while since I seen one.

STAHL
Form up, check your sidearms.

STONE

That thing is a tank, Stahl -- we
can't stop it.

STAHL

Stone -- do as you're told --

ATHENA is standing among them. She wasn't there before.

DRIGS

How did you get here?
(checking his scanner)
I never saw you.

She is dismissive of Drigs.

ATHENA

There is a Class 6 Xik drone two
clicks away, vectoring at 290.

DRIGS

Yes, yes I know.

Drigs moves to show her the display on his scanner, but she
is uninterested -- she glares at him contemptuously.

Athena looks ahead of her -- clearly she can see the drone.

Stahl tries to re-take command of the skittish Marshals.

STAHL

Form up a line, here!

Athena countermands.

ATHENA

Over that ridge is a group of
buildings. The drone will have more
trouble tracking there.

Athena marches off confidently toward the ridge.

CUB

Stahl. What should we do?

This is frustrating to Stahl, why should she come in and make
him look stupid in front of his men? But:

STAHL

She is our guest. Get moving.

21 EXT -- ABANDONED BUILDINGS -- DAY

21

Athena leads them to a narrow alleyway between abandoned STRUCTURES.

Hurka trots to keep up with Athena.

HURKA

Can you stop the drone?

ATHENA

It depends on how it's armed.

HURKA

What do you mean?

ATHENA

It may carry a tactical atomic, or it might deploy incendiaries. I haven't gotten close enough yet to see. Spread out; hit your positions.

(She pretends to randomly select West.)

You. You will assist me.

They hurry up the stairs to an upper floor of the abandoned building.

WEST

Just like old times, huh?

She looks at him severely.

FLASHBACK:

22 EXT -- HELLCAT PRIME -- NIGHT

22

West is in a Terran Patrol UNIFORM.

An EXPLOSION knocks West down. Aircraft stream overhead. GUNFIRE. SMOKE.

He calls into his COMMUNICATOR:

WEST

This is Alpha Juliet Bravo 15 -- I need emergency pickup.

A COMPANY of XIK COMBAT DRONES march by and West freezes in silence.

A SHADOW passes over West. He looks up at... *her*. It's ATHENA. She's carrying a long SNIPER GUN. He's terrified --

ATHENA
Who are you?

WEST
What?

Athena picks up West unceremoniously by his collar.

ATHENA
No help is coming. The fleet is
wiped out. Who are you? What do you
do?

WEST
I'm a transport pilot!

ATHENA
Where is your boat?

WEST
My transport got hit -- I punched
out -- I need to get back to my
ship.

ATHENA
Your ship is gone. Come with me.

WEST
But... I'm just a pilot!

CUT TO:

23 EXT -- HELLCAT PRIME -- ROOFTOP -- NIGHT

23

Athena throws West to the ground near the edge of the roof.
She pushes her WEAPON into his hands and directs him:

ATHENA
Do you see that drone? The one in
what would look like "red" to you?

WEST
I can't see anything!

The DISPLAY is a MESS -- too much data. There seem to be some
FIGURES walking around but it just doesn't make sense.

ATHENA

That's the senior Xik military
commander for this entire sector.
If we kill him then his drones will
go off - line for at least two days
while they reprogram.

WEST

I can't use this weapon! I can't
see anything.

From behind her ear Athena pulls a MONOFILAMENT with a
CONNECTOR which attaches the SIGHTING CONTROL on top of the
weapon.

ATHENA

I'll sight the gun. You fire when I
tell you.

WEST

You're an android?

ATHENA

Yes, now pay attention.

WEST

Why don't you just do it.

Athena grabs West violently.

ATHENA

I'm a Corvette-Class...

Suddenly Athena is wracked with PAIN, as though she sees the
foot of God Himself on the treadle of life.

WEST

If you're a Corvette, why'd they
give you a gun?

She comes out of it.

ATHENA

Because I only went sentient an
hour ago. Now concentrate and fire
when I give the order!

PRESENT:

Athena watches as the DRONE approaches.

ATHENA

We're in luck, the drone is carrying a Tactical Nuke.

WEST

That's *good* news?

ATHENA

It's going to look for the biggest cluster of humans it can find and then detonate the atomic.

WEST

And that isn't bad?

ATHENA

No, that's good. It means it only has enough weight reserve for a mechanical defensive weapon.

WEST

What does that mean?

ATHENA

You're about to find out.

The drone stomps through the abandoned buildings, flushing out Dak, who panics and runs.

Dak clumsily tries to get his GUN, but drops it (he just lost his shootin' arm yesterday after all.)

Following Dak, the drone comes upon Maleyna. The drone violently SMACKS Maleyna up against a WALL and continues to hunt Dak.

It corners Dak -- he has nowhere to go.

The drone violently kills Dak with its DRILL.

DAK's bloody corpse falls to the ground.

Migs fires full - auto on the drone.

DRONE POV -- it kills the SCREAMING Migs. It releases Migs and:

WHAM WHAM! The POV flashes RED!

The drone spins around:

Athena, both blades blazing, smashes her sabers into its metal.

The drone SLAMS her against a concrete WALL

It's drill SCREAMS at her but she pushes herself up the wall using the drone as leverage, forcing the drill to penetrate the concrete instead of her.

She reaches behind the drone's head and drives a saber into the drone.

The drone SCREAMS a dying sound.

And falls dead to the ground.

Right next to the unconscious Maleyna.

Athena drops down. She checks the drone. It's dead.

Luther runs up to Maleyna, but he backs away as Athena approaches the girl. Athena leans over her and checks her pulse at her throat.

ATHENA (CONT'D)
She'll be all right.

Luther almost objects, but he realizes Athena knows more than he. Luther is distracted by the drone while Kyle kneels by Maleyna's side.

Stone goes over to Migs' body. He's too macho to show hurt, so he spits to one side instead.

STAHL
Dak?

HURKA
He's dead.

STAHL
Migs?

Stone just looks at Stahl for a moment.

STONE
He's dead.

LUTHER
Even Xik drones have implants too,
huh?

Those who remain come out in a circle around the drone.

ATHENA

The implants you have are Xik
technology.

Everyone is quiet.

Stahl walks over to the dead drone.

CUB

You ever seen one of these before?

STAHL

Yeah.

CUB

You OK, Stahl? You don't sound like
yourself?

Athena thinks something is odd with Maleyna.

STAHL

Get the bodies, we aren't leaving
them out here for the mutants.

While no one watches, Athena licks Maleyna's cheek, slowly
and deliberately.

Then pick up the remains of Dak and Migs.

Stahl looks at Athena who, like a cat, seems to be paying
attention to things which aren't there.

STAHL (CONT'D)

It's time to go.

25 EXT -- SALOON -- DAY

25

Outside the Saloon. Stahl is looking at something with a
quiet intensity, the way an experienced hunter becomes still
when seeing a predator. Cub approaches.

CUB

Hiya Stahl. Hey, what's goin' on?

STAHL

Look.

Athena is standing in the town square, quite still.

CUB

She's still here?

STAHL

If I recall the events of yesterday accurately, she indicated she would leave on the next Terran Patrol boat.

CUB

One ain't come.

STAHL

Yes, Cub, how blazingly perceptive of you.

CUB

She sure is beautiful.

Blake has overheard them as she stumbles past.

BLAKE

And made out o' lead, Cub. You don't even want to try. It'll get your toddy poisoned.

Cub doesn't know what that means, it don't sound too good, but:

CUB

Still.

26

INT -- SALOON -- NIGHT

26

The Saloon. The prisoners of Necrosis 6 are drinking. It's a joyless affair. They're exhausted. West sits with Luther and Hurka. Luther has a cylindrical BOTTLE of good stuff which he pours out for his table-mates.

LUTHER

This is our local hooch.

HURKA

The best on the planet.

LUTHER

Well, it's the only hooch on the planet.

HURKA

You know, this used to be a regular Terran colony before the War.

WEST

What happened?

HURKA

Well, some of the old-timers will tell you -- they lived through it.

LUTHER

Just before the War, the Xik aliens developed the pharma tag that's in your head now.

WEST

It's Xik?

HURKA

Yeah, they developed it as a kind of "Trojan Horse".

FLASHBACK:

27 INT -- ALIEN LABORATORY -- NIGHT 27

Xik hands making device.

PRESENT:

28 INT -- SALOON -- NIGHT 28

LUTHER

They dropped them here on N-6 as a kind of experiment.

FLASHBACK:

29 EXT -- SPACE 29

From space: capsules drop down toward the planet.

30 EXT -- DESERT -- DAY 30

The capsules plunk down into the sand.

LUTHER (O.S.)

To see if the psychotic effects would work on people, cause them to fight each other, start a civil war. As a way to "soften up" a planet before they invaded.

PRESENT:

31 INT SALOON -- NIGHT

31

LUTHER

Well, most places that wouldn't have worked. But here a colonist named Galloway was one of the first to find the Xik air-drop.

FLASHBACK:

32 EXT DESERT -- DAY

32

TWO MEN stumble upon a shipment in the desert.

LUTHER

And Galloway had Babish. Right away, he knew what to do with it. He'd use the tech to make his enemies fight one another. He'd dole out favors to certain of his lieutenants...

(could Luther mean himself?)

... in exchange for their cooperation. If you want a man's wife, you just make some adjustments to her brain to make her think her husband is a walking corpse.

PRESENT:

33 INT SALOON -- NIGHT

33

West winces. Hurka tries to change the subject:

HURKA

I understand it used to be real pretty here, a guy named Jonas Cale terra-formed it...

But Luther looks right at West.

LUTHER

Mistakes were made. Some people got killed.

HURKA

Well, that's the way things is, ain't they West?

LUTHER

They weren't too good at making
someone fall in love, but they sure
could make you hate real quick.
But then the War proper got
underway and Terran and Xik
warships destroyed everything we'd
built.

HURKA

Hey Luther -- maybe you should lay
off.

LUTHER

What if I don't wanna lay off? So
Terrran Goverment says, Hey, these
alien mind-control patches were
just what we need for the rabble
left on this planet, so why don't
we just call 'em prisoners? And
they put that damned Galloway in
charge of it all.

HURKA

I'm cuttin' ya off, Luther. Sorry
Mr. West. C'mon Luther, let me get
you home.

Luther hisses at her in that way a drunk can turn ugly real
fast.

LUTHER

I'm OK. I'm just gonna go.

CUT TO:

34 EXT -- SALOON -- NIGHT

34

Cub heads into the Saloon as Luther stumbles out. Kyle and
Maleyna pass him.

CUB

Hold up. Where you takin' her?

KYLE

To Galloway.

CUB

That's right. Get movin'.

Kyle leads Maleyna to a bigger house, the one where Galloway
lives. Cub watches them go for a beat.

CUB (CONT'D)

Hey boy.

Kyle looks back.

CUB (CONT'D)

That's a good lookin' woman you got there.

KYLE

What?

CUB

How's she lookin' to you?

KYLE

I have to go.

CUB

'Cause Babish made her so pretty to you, didn't he?

Kyle winces at that. Cub was right on.

KYLE

Lemme 'lone.

CUB

Can you smell the meat of her corpse rotting at night?

Kyle almost gets sick at the thought. He just wants to get away from Cub.

Maleyna just now realizes what Kyle sees her as...

KYLE

I have to take her to Galloway.

CUB

That's right, prole. Hop to it.

Kyle leads Maleyna away. Cub, chuckling to himself, finally gets to the door of the Saloon.

He's almost there when Athena silently appears behind him.

CUT TO:

Cub enters. He looks around, spots Stahl's table.

STAHL
Over here, my fine Deputy.

Cub goes to their table.

STAHL (CONT'D)
Was the act of walking from the
street to this place of general
cheer and imbibement so strenuous
on your person that you needed rest
to recover your feeble energies?

A double beat as Cub figures out how to respond.

CUB
What?

STAHL
A friendly translation: where the
hell have you been?

CUB
Oh, uh... Lookin' for the robot.

BLAKE
Cub, why are you so obsessed with
that tin snatch?

Cub looks over at West and meets his eye.

FLASHBACK:

36 EXT -- DESERT -- DAY

36

We see Cub from the point of view of someone lying on the
ground. Cub is above, looking down.

CUB
Let's see if we can make her sing!

PRESENT:

37 INT -- SALOON -- NIGHT

37

Now we are back in the present. West is looking at Cub.
Luther calls to him.

HURKA
West. West. You in there?

West returns Cub's gaze over Hurka's shoulder. Cub's eyes briefly flash a pink light.

West nods.

CUT TO:

38 INT EXAMINATION ROOM -- NIGHT

38

Babish's lab inside Galloway's building. Babish has Maleyna's pharma-patch hooked up to a machine.

As Galloway and Kyle watch, Babish hits different keys on the machine, sending pulses into Maleyna's pharma-patch.

Maleyna PULSES with pain with each tap of a key.

GALLOWAY
Don't hurt her.

BABISH
Those are just involuntary
reactions.

KYLE
You're hurting her!

BABISH
This is an invasive procedure,
Galloway! There's always pain when
you go into someone's body! Shall I
stop?

Galloway doesn't answer. Babish goes back to work. Kyle makes a small sound, unable to help himself. Galloway looks around.

GALLOWAY
What did you say?

Kyle drops his eyes.

GALLOWAY (CONT'D)
Babish, what have you done with
him?

BABISH
His psychosis in her presence is
complete. The Pavlovian effect of
her proximity should have him
screaming in terror.

GALLOWAY

Kyle, what does Maleyna look like
to you?

Maleyna looks heartbroken at the prospect of this answer.

KYLE

Dead.

GALLOWAY

She looks like a rotting corpse?

KYLE

Yeah.

BABISH

And she smells that way to him too.
Boy, you must be pretty strong to
stick by her.

Maleyna cries softly.

GALLOWAY

Then why doesn't she love me?

He strokes her face. She winces.

CUT TO:

39 EXT -- SILO MAIN STREET -- NIGHT

39

How many Rangers are left? Just Stone, Drigs, and Blake.

Cub, however, stumbles off in another direction.

CUB

(Slurry)

...catch up with you panty-waists!

The Rangers laugh.

STONE

You looking fer your love-bot?

BLAKE

You'll rust your todgy off!

CUT TO:

Cub stumbles towards Luther's building.

He looks around.

When he's sure he's alone, he suddenly stops stumbling and stands up straight.

He transforms into *Athena*.

She enters Luther's hut.

CUT TO:

40

INT LUTHER'S ROOM -- NIGHT

40

Athena crouches over the sleeping Luther. She has a NEEDLE. She injects Luther.

ATHENA

He will sleep for hours.

West rolls over and opens his eyes. They look at each other.

WEST

Did you join up with Stahl's Marshals?

ATHENA

The man Cub will sleep too.

She presses a BUTTON on her wrist. Her armor dissolves. With an android's utter confidence she is naked, her flesh illuminated by the flickering lamp-light. She picks up a BOTTLE.

ATHENA (CONT'D)

You have not had anything to drink tonight.

WEST

No. I didn't feel like it.

ATHENA

It's always easier to have you when you are drunk.

Kneeling over him like the White Rock nymph, she pours some liquor into his mouth.

WEST

Are we on?

ATHENA

Don't talk right now.

WEST

Are we on with Cub?

ATHENA

I entered the exact sequence you
showed me on his pharma-patch. May
we continue?

She kisses West, hard, and pushes away his bedclothes. He is
already naked...

CUT TO:

41 INT -- EXAMINATION ROOM -- NIGHT

41

Galloway sits before the nude Maleyna, who is still hooked up
to Babish's machine like a pre-Raphaelite Moebius.

He stares into her blank eyes.

GALLOWAY

Why are you fighting it?

Then he presses her hand to his face, and the minute he takes
his eyes away from her face, she looks up and locks eyes with
Kyle.

CUT TO:

42 INT -- LUTHER'S ROOM -- NIGHT

42

Luther's hut. Athena is on top of West. She licks his chest
slowly, tasting him.

WEST

Are you doing a chemical analysis?

ATHENA

Yes.

WEST

Isn't that distracting to you?

ATHENA

I like it.

WEST

You do mathematical analysis when
you make love?

ATHENA
(breathlessly)
Of course I do.

She kisses him on the mouth very hard.

43 INT -- EXAMINATION ROOM -- NIGHT

43

Babish disconnects Maleyna from the machine.

BABISH
She can't take any more tonight.

Kyle comes forward with a BLANKET. Galloway rises, and turns to Babish with red eyes.

GALLOWAY
If she doesn't love me within a month, I'll kill you.

BABISH
No. No you won't.

But Babish is nervous anyway.

44 INT -- LUTHER'S ROOM -- NIGHT

44

West lies on his stomach. Athena, half sitting up on one arm, looks at the patch on West.

ATHENA
The alcohol doesn't seem to have affected your nervous system.

WEST
My nervous system is next to my heart, that's why.

ATHENA
So, you're only drunk when you're in love?

West turns over, amused.

WEST
Did you make a joke?

ATHENA
Yes. Yes, I believe I did.

They kiss.

45 EXT -- SILO MAIN STREET -- NIGHT 45

Cub sleeps it off in a dusty shadowy doorway.

46 INT -- LUTHER'S ROOM -- NIGHT 46

WEST

And we're sure they'll see each other tomorrow.

ATHENA

Tomorrow is monthly maintenance.

WEST

Good. You better get out before anyone sees you.

Athena lies down and wraps her arms around him.

ATHENA

I will remain a few moments.

WEST

Don't fall asleep.

ATHENA

I am an android. I don't sleep.

WEST

Yeah.

They hold each other. She looks up at his face, but his eyes are angry and far away.

CUT TO:

47 EXT -- SILO MAIN STREET -- DAY 47

Stahl, Drigs, Stone, and Blake walk up and down the "street", pounding on doors and shouting.

BLAKE

C'mon. Get up!

STAHL

Ah, Maintenance Day! Oh what a glorious time, when each and every member of our small yet delightfully egalitarian community can come together for a shot in the skull!

Nora and Hurka and anyone else we can find, come out on the street.

West emerges from his hovel.

Behind him, Luther staggers after.

LUTHER

How much did I drink?

WEST

In what, kilos?

LUTHER

Worst hangover I've ever had.

They join the line.

Babish emerges from Galloway's building with his machine on a GURNEY.

Babish accosts the first PRISONER, NORA.

BABISH

You know what to do.

Nora lifts her hair from the back of her neck, exposing her patch/device/implant.

Babish hooks her up to the machine and starts running the test.

Drigs looks around.

STAHL

Where in the name of all that is wretched is Cub?

West looks around. No sign of Cub.

DRIGS

Either passed out somewhere or... shit, if he met up with that damned android, he's probably dead.

BLAKE

Well, if there's a bettin' pool,
I'm puttin' in for "dead", Cub
ain't got no sense at all.

Babish is almost at West, who is looking worried.

LUTHER

Don't worry about it. It's routine.

BABISH

You!

West looks around, Babish means "him".

Cautiously, he walks up to Babish and the machine.

Babish hooks him up.

At the other end of the street Cub appears, stumbling in from
a side-street, rubbing his head.

CUB

Hell...

LUTHER

You too, huh?

CUB

Shut up!

Babish shakes his head.

BABISH

Blithering idiot...

Cub glances in Babish's direction.

Cub's POV. Instead of Babish, what he sees is a shrieking,
hideous zombie HAG.

Cub SCREAMS and draws his GUN.

Everyone jumps back.

BABISH (CONT'D)

What the hell - ?

STAHL

Cub! What's wrong with you?

CUB

One got in!

While everyone is looking at Cub, West disconnects himself from the machine.

He takes the handheld MODIFIER though.

POV Cub: The zombie hag SHRIEKS again.

CUB (CONT'D)
We gotta kill it!

Stahl draws his weapon

STAHL
Cub, put down that blaster, you bonehead!

Babish squeals!

BABISH
Something's wrong, his dose is off!
He's keying on ME!

CUB
Stahl, what are you doing? We gotta fucking kill it Stahl, how'd it get in past the force-field?

BABISH
Shoot him!

STAHL
Cub! Now you just get a grip on that little mind of yours. Put the gun down.

POV Cub: The hag rushes at him.

Cub's finger moves to the trigger.

West KICKS at the back of Cub's right knee.

The shot goes wild. Cub goes down on his knees.

West plugs the hand-held modifier into Cub's implant.

Cub FLAILS, West holds on to Cub by the throat, preventing him from getting up.

With great effort, West presses buttons on Cub's modifier.

West hits a last button and rolls away from Cub. Cub lies still.

Stahl accosts West.

STAHL (CONT'D)
You whoreson mad dog -- if you
killed him --

Cub opens his eyes. He looks at Babish,
and sees only Babish.

He blinks

CUB
Oh my mercy -- Babish -- What's
happening to me?

WEST
He just needs to sleep it off.

Stahl looks at West with a dawning realization. He turns to
his Rangers.

STAHL
Blake -- take Deputy Cub back to
the barracks to sleep off the
negative effects of his implant.

BABISH
I should check him.

STAHL
I suspect your days of checking
anyone are drawing to an end,
Alchemist.

BABISH
But...

Stahl ignores Babish and instead looks at West with
suspicion.

STAHL
And Drigs, take Mr. West to
Galloway.

He marches West toward Galloway's compound.

As they walk, Stahl notices something out of the corner of
his eye.

It's Athena, waiting silently at the edge of town.

48 INT VIEWING ROOM -- DAY

48

Galloway scrolls through three-dimensional computer records.

Stahl enters with West.

GALLOWAY

Stahl, what are you doing bringing
a prisoner into my control center?

Stahl puts his gun to West's head.

STAHL

Would you like to answer on my
behalf, Mr. West?

WEST

What?

STAHL

Oh, sir, this is not the time for
prevarication. Are you a Dispenser?

WEST

I just got lucky, that's all!

STAHL

Cub went nuts, his dose was way
off, he almost killed Babish. This
prole snapped Babish's keypad on
Cub and smoothed out his implant.

WEST

I got lucky!

GALLOWAY

That's not luck, Prisoner, that's a
highly specialized skill...
typically requiring something like
a decade of training. Usually in a
Xik prison camp.

STAHL

What kind of prisoner gets escorted
by a combat android? Not a
murderer, not a terrorist, no: a
rogue Dispenser!

GALLOWAY

You know, Mr. West. You're not in the computer, the Terran Patrol haven't provided us with any records of you. We could throw you outside the force-field and watch the mutants mash you into a chewy red pulp. If the Terran Patrol asks, we can say we didn't get to your pod before the mutants did. On the other hand, we can make your life far more comfortable here, Mr. West, in exchange for certain of your... services.

WEST

I gave up on that kind of life.

STAHL

Warden Galloway, I think a few hours with my deputies in seclusion might alter West's perception of what kind of life he has.

GALLOWAY

Marshal -- you know perfectly well that with your implants you can't do anything... *physical*. However I'm sure we can persuade West here with reason, not violence.

Stahl let's West go.

GALLOWAY (CONT'D)

And Marshal -- would you do us the kind favor of bringing in our subjects?

Stahl doesn't like doing the work of one of his deputies, but he decides not to say anything and do as he's told. He goes to the next room to bring Maleyna in, with Kyle behind.

GALLOWAY (CONT'D)

The position of Pharmacological Dispenser enables you to have a little more freedom than others. For one thing, you do the adjusting of your own implant. I'm sure I don't have to tell you how much more... *pleasant* that can be for you.

To Stahl, this might put him in West's debt. This is something he hadn't thought of. He doesn't know whether that's good or bad.

KYLE

It's not time yet! What's this about?

STAHL

Do quiet yourself, noisome youngin'.

GALLOWAY

Mr. West, are you familiar with the black sciences of impulse creation, not just suppression?

WEST

I don't have a license.

Galloway chuckles.

GALLOWAY

I didn't expect you to have a valid license. I just want to know if you can make this girl... fall in love.

West has heard such things before. Ridiculous. But Galloway is a powerful man so:

WEST

Who's the Pavlovian target?

GALLOWAY

Me.

WEST

Where are we starting from? Does she even like you?

GALLOWAY

Make her kiss me.

WEST

She doesn't then.

Galloway's not kidding.

West makes adjustments to Maleyna's implant. Galloway takes a step closer to her.

MALEYNA

Who are you?

WEST

Don't talk. Close your eyes.

West moves Kyle to where Galloway was.

WEST (CONT'D)

OK.

Maleyna opens her eyes: Galloway is Kyle and:

Kyle is a Galloway.

"Kyle" looks at her so plaintively...

Everyone looks at Maleyna, expecting her to do something.

Maleyna looks around.

She runs over to Galloway

Whom she thinks is Kyle.

She presses her face on Kyle's chest.

Which, she suddenly realizes, is Galloway's chest.

She springs away from him.

MALEYNA

Ugh!

She steps back, revolted at Galloway.

Yes, that's Galloway's face she sees.

WEST

The effect is temporary.

This is the most success Galloway has had with Maleyna, but he doesn't want to seem too impressed. He measures his words:

GALLOWAY

I want something permanent.

WEST

It'll take time.

GALLOWAY

How much time?

WEST

That's some intense molecular
restructuring, a sub-atomic scan...
At least two weeks.

GALLOWAY

You have two days. Stahl -- Babish
is off the grid and West is on the
grid. If the Terran Patrol comes by
-- West here is the new Dispenser.
West -- I want results.

CUT TO:

49

EXT -- SILO MAIN STREET -- EVENING

49

STAHL, Drigs, Blake, and Stone drag Babish's sorry ass to the
edge of town.

BABISH

You can't do this! I'm in the
computer -- when the Terran Patrol
gets here, they'll ask what
happened!

DRIGS

It don't quite work that way. The
computer knows there's a dispenser,
we make West the dispenser, he
replaces you.

Babish calls to the heavens, or rather to Galloway:

BABISH

Galloway! You're making a mistake!
You can't trust him! Galloway! I'll
-- I'll turn her tonight! Tonight!
I can do it!

West follows along behind.

BABISH (CONT'D)

Drigs -- I can fix that taste you
got in your mouth -- I... I've been
doing some experiments an' I just
found out how!

As he watches Babish scream, he flashes back.

FLASHBACK:

50 EXT -- DESERT -- DAY

50

A younger Babish is preparing an injection with a NEEDLE. He becomes sadistically gleeful. He enjoys giving injections way too much:

BABISH

With this in your bloodstream, Mr. Cale, you can sit back, relax, and watch the whole thing.

PRESENT:

51 EXT SILO MAIN STREET -- EVENING

51

The Rangers almost have Babish at the force field.

They pass Athena, who watches silently.

BLAKE

You got a problem, whorebot?

ATHENA

No. I have no jurisdiction here.

BLAKE

That's right.

BABISH

Robot! Can't you stop them?!
Galloway! I'll do anything!
Galloway, PLEASE!

Stahl nods to the Marshals.

They throw Babish through the force-field.

Babish tries to run back into Silo, but the field sparks and knocks him down.

BABISH (CONT'D)

Please! Please let me back in!

Behind him, a slobbering SOUND, SHADOWS crawl in the darkness...

Stahl walks to the edge of the force-field. He produces a KNIFE.

STAHL

We can't put condemn a man to the
wilderness unarmed, now can we?

Stahl throws the knife through the force-field.

BABISH

Please, they're coming! Oh god!
Don't let me die like this! For
god's sake, let me in!

Babish lunges for the knife while misshapen FIGURES dressed
in RAGS clod toward him.

Stahl turns and walks off. The Marshals follow.

Babish thrusts into the darkness. He cannot fight -- he
doesn't know what to do. But he catches West's eye:

BABISH (CONT'D)

West! What did I ever do to you?

As the mutants are just about to seize him, West leans close
to the force-field so that only Babish can hear him.

WEST

My name isn't West.

BABISH

(What? *What?*)

WEST

I'm Jonas Cale.

Babish's eyes widen in realization. But before he can speak,
the pack of mutants sets on him, ripping at his skin and
biting into his flesh. He stabs fruitlessly at them.

He is only able to scream for a few seconds.

West steps back and looks at Athena. She looks back at him.

CUT TO:

52

INT MALEYNA'S ROOM -- NIGHT

52

Kyle helps her get ready for bed.

MALEYNA

Kyle.

KYLE
Don't say anything.

MALEYNA
Listen - listen -

KYLE
Try to rest.

MALEYNA
No - Kyle - listen to me. The new man, the new man, I think he can do it. He's better than Babish.

KYLE
Don't think about it right now... They forgot to maintain me today. I can see you.

MALEYNA
You can see? Me?

KYLE
Perfectly.

MALEYNA
Come here.

Kyle goes to her. She takes his face in her hands.

MALEYNA (CONT'D)
I might never have another chance. Whatever he makes me will be a lie. Please remember. When you see me look at Galloway and you see love in my eyes, it's because I think it's you. He makes Galloway into you. It's a lie. Remember me as I am right now, here, with you...

They kiss.

CUT TO:

53 EXT SILO MAIN STREET -- NIGHT

53

Stahl walks West back into town.

STAHL
You have a new itinerary, my friend. Tomorrow morning you start on the girl bright and early.

WEST

Got it.

STAHL

Now, just to be abundantly clear,
Mr. West. You may have attained the
lofty rank of Dispenser on this
fair planet of Necrosis 6, yet you
are still inferior to *me*.

WEST

Got it.

Stahl doesn't like how West seems *unconcerned* with Stahl,
unlike the way he is with the others. But West is obedient.
So Stahl leaves.

CUT TO:

54 INT MALEYNA'S ROOM -- NIGHT

54

She and Kyle make love, fiercely. She starts to cry out. He
puts his hand over her mouth.

KYLE

Ssh.

They continue, the only sound their breathing.

CUT TO:

55 INT LUTHER'S ROOM -- NIGHT

55

Luther lies awake as West enters.

LUTHER

Moving up in the world.

WEST

I guess.

LUTHER

It makes me sick, what you do.

WEST

Yeah, I'm sure it does.

LUTHER

That little girl. I practically
raised her.

(MORE)

LUTHER (CONT'D)

She don't deserve any of this.
Why... why would you do this to
her?

West looks at Luther.

WEST

Ever done any bad things, Luther?

LUTHER

Yeah, lots of bad things. You're
right. But I'd still cast the first
stone if I had one handy.

WEST

What's the worst thing you've ever
done Luther? They don't keep you
here for spitting on the sidewalk.

LUTHER

You wanna know? I'll tell you, you
son of a bitch.

WEST

Tell me.

LUTHER

I turned a man's wife -- right in
front of him. Just like you're
doing with Maleyna.

WEST

And what happened?

LUTHER

It destroyed her.

WEST

That's pretty impressive, Luther.

LUTHER

We didn't have the tech to make her
love though. Just made her think
her husband was a monster. You got
one up on us, West.

WEST

So why did you do it, Luther?

LUTHER

Why? Because I'm a piece of shit,
West. Now, of course -- the
implant. The implant makes me feel
what she felt.

(MORE)

LUTHER (CONT'D)

She watched her lover turn into a rotting corpse. I relive that every night.

They stare at each other. Luther gets very groggy.

LUTHER (CONT'D)

What... what the hell... did you put in this drink?

CUT TO:

56 INT MALEYNA'S ROOM -- NIGHT

56

Maleyna and Kyle lie in each other's arms. Very still.

He gets up and starts to dress.

KYLE

Whatever happens, I won't leave you. They'll have to kill me to make me leave you.

MALEYNA

Kyle...

CUT TO:

57 INT LUTHER'S ROOM -- NIGHT

57

Athena and West stand together, looking over Luther's sleeping body. Athena's armor glistens in the cold light.

Athena steps away and looks out the window.

ATHENA

So both of them tomorrow?

WEST

Right. Then Galloway the day after.

ATHENA

Do you have a scenario for Galloway?

WEST

I think so.

ATHENA

But not Stahl.

WEST

Stahl wasn't there.

ATHENA

But he colludes regularly with every man on the list.

WEST

And he's a bright red asshole on top of everything else, but he wasn't there that day.

ATHENA

Stahl is the worst man on this planet.

WEST

You're a seriously judgmental android, you know that?

ATHENA

I'm... concerned..

WEST

Athena... don't talk like that.

ATHENA

I do not understand.

WEST

Don't talk like you love me.

ATHENA

I should not?

WEST

No. You should not. When this is over, the Terran Special Forces are gonna want you back - hell, they're probably out looking for you right now -- they can't think you were killed back there on T-13...

ATHENA

I'm not going back to Terran Special Forces.

WEST

You plan on being a rogue 'droid -- that it?

That *is* what she'd planned but she doesn't want to give West the satisfaction of making fun of her for it.

ATHENA

And what about you?

WEST

I don't care what I'm going to be
when this is over.

ATHENA

That puzzles me as well.

WEST

What?

ATHENA

The logic escapes me. If you have
no purposeful life to live after
you have accomplished what you want
to do here then... are you not as
defeated as your enemies?

WEST

Great, I'm being lectured by a
robot.

ATHENA

I don't think I can do this much
longer.

WEST

What are you going to do, leave?

ATHENA

I could leave this planet. Yes.

WEST

So -- you'll hitch a ride on the
Terran supply ship?

ATHENA

Yes. They are typically unmanned
and will be fairly easy to pirate.

WEST

You do what you need to do, I'll do
what I need to do.

ATHENA

But you could have a good life,
West. We could live here -- we
disarm the Marshals -- If you go
through with this, it will destroy
you.

WEST

Destroy me? They already took my
life away.

CUT TO:

58 INT VIEWING ROOM -- NIGHT

58

Galloway shutting down for the night. Stahl comes in.

STAHL

Necrosis 6 has a new dispenser.

GALLOWAY

Babish is dead?

STAHL

At this very moment his pallid
flesh is making its course through
the intestines of our neighbors
beyond the force-field.

Even Galloway has to think for a moment about what that
means.

GALLOWAY

Good -- what about the android?

STAHL

We trust her pickup will arrive
soon.

GALLOWAY

I want that damned thing off my
planet.

CUT TO:

59 EXT -- DESERT -- SUNRISE

59

The dual suns of Necrosis 6 make their daily foray over the
horizon.

60 INT -- SALOON -- DAY

60

Hurka and Luther are alone in the quiet saloon.

HURKA

They didn't... do nuthin' to West,
did they?

LUTHER
Ah, shit, Hurka, ain't you heard?
West -- turns out he's a Dispenser.

HURKA
I'll be damned.

LUTHER
He's with Galloway now.

HURKA
I was just startin' to like him
too, when he goes an' turns out to
be a bigger ass than any of 'em.

LUTHER
Looks like it. He's better than
Babish.

Hurka spits.

HURKA
Damn it all. There's nothing to
stop Galloway and Stahl from
running this place any way they
want. Hell.

She gets up and walks out.

Luther looks after her, considering. Then something moves in
the corner of his eye.

He glances over and sees a WOMAN disappearing behind one of
the buildings. He creeps over to the door, and then looks
around.

He sees the woman.

She sees him.

Then she disappears toward the edge of town.

LUTHER
No. No, it can't be. Charlotte?

He runs after her.

CUT TO:

West looks around. He has a miniature DEVICE.

FOOTSTEPS - someone's coming.

West hides the device, looks busy.

Galloway strides in.

GALLOWAY

So? What do you think, Mr. West?

WEST

I believe I'm not here to think.

This takes Galloway back for a second. He's not used to such complacency.

GALLOWAY

Good, then we understand one another completely.

WEST

You're the boss.

GALLOWAY

She'll be here soon. Make sure you're ready.

Galloway turns and walks out.

When West is certain he's gone, he turns on Galloway's VIEW SCREEN.

62 EXT -- EDGE OF SILO -- DAY

62

The woman walks through the force field.

Luther runs up to the force field. He hesitates.

But she's out there.

He pushes through the force field.

Just ahead he sees her again.

He puts all his energy to run to her only to find.

She's not there.

63 INT -- EXAMINATION ROOM -- DAY

63

West talks to the screen.

WEST
Athena. Tell me when.

64 EXT -- DESERT -- DAY

64

A clearing out of sight of town. Luther runs in, out of breath.

A lovely woman, Charlotte, is standing there waiting for him. She wears something diaphanous. She is radiant. (Somebody tell G&E that she's radiant. Oh heck, they're just gonna use a bounce card anyway.) I bet she has a cheap short wig. She looks surprisingly like Maleyna, otherwise.

LUTHER
Charlotte... I ...

CHARLOTTE
Luther...

LUTHER
I've finally lost my mind, haven't I?

Charlotte holds out her arms to him.

CHARLOTTE
Luther...

LUTHER
You're still alive?

CHARLOTTE
Come here.

Luther reaches out with a trembling hand and touches Charlotte's face.

CHARLOTTE (CONT'D)
Why did you hurt me, Luther?

She backs away from him as though he's something horrible, the way the pharma-patch does.

LUTHER
Charlotte, don't, that's -

She is calm, as though speaking through a dream.

CHARLOTTE

Right here. Just far enough away
from town that no one could see or
hear us. You were the lookout,
right?

LUTHER

Charlotte -

CHARLOTTE

Cub had my husband at gunpoint over
there while Babish injected him
with the paralytic. Galloway was
watching from over there.

LUTHER

They told me you would leave him -
and that you would come to me.

Charlotte transforms into *Athena*.

LUTHER (CONT'D)

No!

Athena reaches behind a rock and produces a DEVICE that looks
similar to the one West has in the lab.

ATHENA

Now, Jonas.

CUT TO:

65 INT -- EXAMINATION ROOM -- DAY

65

West switches on the DEVICE

A LIGHT projects a light onto him.

CUT TO:

66 EXT -- CLEARING -- DAY

66

Athena turns into WEST.

WEST

Hello, Luther.

The truth dawns on Luther.

LUTHER

... West?
(No.)

LUTHER (CONT'D)

Jonas.

WEST

Yeah, it's me. -- laser grafting. A cheap skinjob. Hurt like hell. I'm sorry, Luther, is there something you wanted to say?

Luther gapes.

LUTHER

The... the paralytic was supposed to stop your heart. She -- Charlotte was going to see you had mutated and Galloway would save her -- from you...

West leans in and talks very precisely.

WEST

I laid there and watched as Babish inserted the pharma patch in her. And then she turned and *looked* at me.

LUTHER

Oh my god, help me.

WEST

Luther, tell me, what did she see?

FLASHBACK:

67

EXT -- DESERT -- DAY

67

West lies on the ground, immobile.

Babish walks away from Charlotte, she looks up and sees West.

West is a MONSTER.

CHARLOTTE

No! No no!

PRESENT:

68 EXT -- CLEARING -- DAY

68

LUTHER
I never wanted anything like that,
Jonas. I lost my mind. Galloway
said..

WEST
He said what... he'd let you run
this place?

LUTHER
Please stop.

WEST
When she saw what I'd become. That
is etched permanently on my mind.
And guess what, Luther? Now I *am*
that thing.

LUTHER
Please, Jonas. I had no idea she
would...

WEST
She would what, Luther?

FLASHBACK:

69 EXT -- DESERT -- DAY

69

WEST (V.O.)
That she wouldn't want to live if I
were infected?

Charlotte produces a pearl-handled RAZOR.

She slices open her throat.

The flashback Luther cries out.

LUTHER
No!

PRESENT:

70 EXT -- CLEARING -- DAY

70

Luther falls to his knees.

LUTHER

I would do anything to take it
back.

WEST

I'm sure you would. But you've had
the privilege of time moving
forward. Me? I've been living in
that moment every second of every
day.

LUTHER

Do whatever you're gonna do, Jonas.
I won't fight you. I'll take
whatever it is. There's just one
thing you have to know --

WEST

We're done here, Luther. Oh -- I
have a little parting gift for you.

West hands Luther a GUN.

Luther looks at the gun.

LUTHER

But...

West transforms into Athena. She makes a military turn and
moves away from Luther rapidly.

Luther puts the gun to his head.

He pulls the trigger. His brains splatter on the ROCK behind
him.

And he falls down dead.

Athena doesn't turn back.

71 INT -- EXAMINATION ROOM -- DAY

71

WEST

We'll do Cub tonight.

ATHENA

(O.S.)

Jonas.

WEST

(Irritated.)

What?

ATHENA
Do you feel... better?

WEST
This is punishment, Athena. It's
not supposed to feel good.

ATHENA
Then we should take Stahl as well.

WEST
I don't give a damn about Stahl!
Stahl wasn't there!

72 EXT -- CLEARING -- DAY

72

Athena continues at quite a pace.

ATHENA
Killing all of them won't change
the picture in your mind - of your
wife.

WEST
Do you want out, Athena?

Athena struggles with herself.

ATHENA
I want... I want you, Jonas.

WEST
Galloway's coming.

She stops.

ATHENA
Jonas... Never ask me to impersonate
your wife again.

73 INT -- EXAMINATION ROOM -- DAY

73

Galloway, Kyle, and Drigs enter with Maleyna.

GALLOWAY
Who were you talking to?

WEST
What?

GALLOWAY
I heard you talking when we were
outside.

Drigs casually drops his hand to his gun.

WEST
Myself.

GALLOWAY
(threatening)
Yeah?

WEST
Fifteen years of playing with
minds... I become a bit
schizophrenic.

Dangerous beat. Then Galloway relaxes.

GALLOWAY
Yeah, Babish said the same thing.
You should drink more. That's what
he did.

WEST
I'll keep that in mind.

74 EXT -- DESERT -- DAY

74

Athena continues to walk...

Cub HIDES behind a boulder.

He's heard everything...

75 INT -- EXAMINATION ROOM -- DAY

75

West attaches Maleyna to the machinery.

WEST
First we'll do a full set of
diagnostic testing to track impulse
signatures, then draw up the
programming, then we enter the new
programming directly into the
subject as a series of timed pulses
via the implant.

MALEYNA
Then what?

WEST

Find yourself a justice of the
peace and exchange rings.

West laughs, Maleyna is horrified.

GALLOWAY

I can't tell, Mr. West, are you a
romantic or a degenerate creep?

WEST

There's a difference?

Galloway glares at West but then back at the beautiful
Maleyna. He turns and then leaves. West looks at Maleyna.

There's almost a joyful sadism in his voice:

WEST (CONT'D)

Ready?

76 EXT -- DESERT -- DAY

76

Cub speaks into a communicator.

CUB

Well where is you at now?

77 EXT -- DESERT -- DAY

77

At the drop point, Stahl and Stone are waiting, guns drawn,
nervously scanning the horizon. Stahl speaks into his
communicator back to Cub:

STONE

We're at the drop point, dipwick, a
handful of blaster charges away
from being mutant lunch.

CUB

(O.S.)

What're you doing there?

STONE

We're waiting for the Terran suply
ship, idiot!

CUB

(O.S.)

Right.

STONE

It only stops every month, I can
see how you'd forget.

78 EXT -- DESERT -- DAY

78

Cub near his rock.

CUB

Is Stahl there? I... I heard 'em.

STONE

(O.S.)

Cub, what are you talking about?

CUB

The new ones!

STONE

(O.S.)

That slut-droid and West?

CUB

Yeah yeah -- 'cept he's not West,
that's a disguise, he done got his
face all fixed an' stuff.

79 EXT -- DESERT -- DAY

79

Stahl takes the communicator from Stone.

STAHL

Give me that --

(into the communicator:)

Cub? If you have been imbibing in
your vile libations I will make
some very innovative revisions to
your anataomy!

CUB

I dunno what you mean, but I ain't
done it! I'm tellin' ya. It's Cale!
Stahl! Didja hear me?! It's Jonas
Cale!

STAHL

Jonas Cale? You sure your implant
isn't actin' up again? I'd heard
Jonas Cale was dead.

80 EXT -- DESERT -- DAY

80

Cub, leans on his rock. He positively squeals in fright:

CUB

Then he's some fucking psychic who knows everything that happened that day. You weren't there! He described it all perfectly!

STAHL

(O.S.)

Calm down. Rumors swarm around this rock like mutants on feeding day. Maybe he heard it from someone?

CUB

From who? The lady offed herself! Jonas Cale -- we thought he were dead. The little girl, well...

81 EXT -- DESERT -- DAY

81

At the drop point.

STAHL

Quite so. (Beat.) The little girl...

CUB

(O.S.)

So whether or not he's really Jonas Cale, he's out to fry everyone connected to Cale's death!

STAHL

Cast your mind back, Cub: Mr. Galloway was there that day, was he not?

CUB

(O.S.)

Uh, yeah, o' course. He were the one what planned the whole thing.

STAHL

You are a giant among men, Cub.

CUB

(O.S.)

What? I reckon...

STAHL

Where is the android headed?

CUB

(O.S.)

Uh, I dunno. She *could* be headed to the drop point. That's the way she was going -- but I lost sight of her. She's good at that.

STAHL

Very good, Cub. Meet us back in town.

Stahl hands Stone back his communicator.

STAHL (CONT'D)

Let us away, now.

STONE

We ain't gonna see what the Terran Transport has for us? Or make sure the 'droid gets on it?

STAHL

My friend, we have a once-in-a-lifetime opportunity, which I do not intend to squander. We can come back to the matter of our succulent little toaster oven later.

STONE

Whatever you say, chief.

82 EXT -- DESERT -- DAY

82

At Cub's rock.

CUB

Out.

He looks around and sighs in frustration. He heads for Silo.

83 INT -- EXAMINATION ROOM -- DAY

83

West adjusts some settings on the machine.

DRIGS

Hey, Dispenser, you need me for a minute -- I gotta go.

WEST

I think I can handle things on my own.

DRIGS

Thanks, Doc. Hey, uh, Doc -- remember, if you need anythin' -- I kin get it for ye.

WEST

I'll keep that in mind, Drigs.

DRIGS

'Cause the implant -- it makes me have this metallic taste in my mouth.

WEST

I'll work on your implant as soon as we're done here.

DRIGS

That's great, thanks Doc!

Drigs exits.

WEST

Maleyna, right?

MALEYNA

Don't talk to me.

WEST

I'm going to be delivering low-intensity pulses for the diagnostics. One at a time they don't hurt, but the irritation builds up, and it can really be a bitch after a while.

MALEYNA

Does it bother you at all, what you're doing to me?

WEST

I'm taking care of myself.

MALEYNA

You're going to destroy my mind.

West forces himself to get past that comment, but it's not easy for him.

WEST

(to Kyle)

Hey bring me a hankie or something,
you know, for all the tears I'm
crying?

MALEYNA

Am I supposed to banter with you?

KYLE

You're worse than Babish. He
refused Galloway. He kept dragging
the experiment on, never finishing
it.

WEST

And look at what happened to him.

KYLE

There isn't another dispenser for
30 parsecs. You don't have to do
this, there's nothing Galloway can
do to you -- he needs you.

WEST

You know what? You're on Planet
Nelane 6 now, choir-boy. Life's
not fair.

KYLE

"Nelane 6"? You mean *Necrosis 6*,
don't you?

WEST

Yeah, same thing.

But West realizes he made a mistake.

KYLE

You know what this planet used to
be called. You were here, before
the War.

WEST

What of it?

KYLE

What happened to you? You must have
been taken prisoner when the Xik
warships arrived.

84 EXT -- DESERT -- DAY

84

West, lies frozen on the ground. His wife's BLOOD drips into the earth.

Galloway and Luther and Babish look on in dark horror. Cub runs up a hill to find them.

An EXPLOSION rocks the world. Everyone has to shout to be heard.

CUB
Warships! Xik slave ships! They've
just entered the atmosphere.
They're headed for the city!

Babish makes a move toward Charlotte. He leans over her.

GALLOWAY
She's dead. Get to the fallout
shelter before they enter the
atmosphere!

LUTHER
What about the girl?

GALLOWAY
What about her?

LUTHER
We've got to get her!

GALLOWAY
You listen to me, Luther, when we
close the doors to the shelter, I
don't care *who's* out there.

LUTHER
I won't be late!

All the men scurry off. Babish is slow, he has the DEVICE in his hand, which he hides and makes his way to the shelter with the others.

85 INT -- EXAMINATION ROOM -- DAY

85

KYLE
I was a baby when the attack came.
We thought we were safe in the
fallout shelters but someone had
let a Xik device in.

86 INT -- FALLOUT SHELTER -- NIGHT

86

In the dark little room, everyone tries to sleep as best they can.

The DEVICE creepily exits Babish's COAT (or BAG).

KYLE (V.O.)

It was a replicating one. All of we original colonists got our implants directly from the Xik.

The DEVICE splits in TWO and while the second one scurries off, the first one inserts itself into LUTHER. Wouldn't it be nice to have Brett Piper do this for us? Who's up for modelling a DEVICE in CG?

87 INT -- EXAMINATION ROOM -- DAY

87

WEST

So that's how this became a prison planet?

KYLE

The Terran Government figure that if we were all infected they would just quarantine us off -- they didn't start sending prisoners until later.

WEST

Well my boy, some of us aren't as lucky as you -- sitting for a few months all warm and cozy in a fallout shelter, or killed outright when they bombed.

88 EXT -- DESERT -- DAY

88

West and Charlotte are alone in the desert.

WEST (V.O.)

They found me out in the open.

Xik drones march in.

A SHADOW falls over the paralyzed West.

A FLAMETHROWER incinerates Charlotte.

The Xik drag West off.

89

INT -- EXAMINATION ROOM -- DAY

89

KYLE

You became a prisoner -- in a Xik laboratory colony.

WEST

That's what gave me my sunny outlook on life.

MALEYNA

But you got out --

WEST

Yeah, I got out when Terran Special Forces liberated the colony. But then I was court-martialed for treason for letting myself *become* a prisoner of war. I was given a choice -- either become a landing boat pilot or face a firing squad. Think of it as the same choice I'm giving you.

MALEYNA

So why are you here now?

WEST

Well, sweetie, it looks like I'm here to do a little brain-washing. Hold still.

KYLE

The implant is the only thing that keeps me from killing you.

MALEYNA

I'd kill him first. I'm closer.

But she looks up, and sees Drigs returning. West puts a big ol' piece of 2" black gaff-tape over Maylena's mouth.

WEST

Goddam, kids. Don't make me start liking you.

He presses a BUTTON

Maleyna's body CONVULSES as though an electric shock runs painfully through her. A stifled SCREAM...

CUT TO:

90 INT -- EXAMINATION ROOM -- NIGHT 90

Maleyna sleeps on the EXAMINATION TABLE, hooked up to a machine. Drigs keeps guard.

West turns to Kyle.

WEST

Go home. The diagnostic can cycle through while she's asleep.

KYLE

I don't want to leave her.

West forces down a savage pang of conscience.

WEST

I'm telling you, she ain't gonna like you when she wakes up.

DRIGS

Kyle -- the Dispenser here ain't offerin' you no option.

Kyle holds his breath for a moment and then leaves.

91 INT -- VIEWING ROOM -- NIGHT 91

Cub hides himself and watches Kyle pass. Then he goes into the Lab.

92 INT -- EXAMINATION ROOM -- NIGHT 92

Cub bursts in, startling Drigs and West.

CUB

Jonas Cale?

WEST

Excuse me?

CUB

Don't pull any of that with me! I know who you are!

DRIGS

Cub, what the hell?

CUB

He's been playing us, Drigs! He's not a Dispenser, he's Jonas Cale!

DRIGS

Calm down, Cub.

CUB

He had his face fixed!

WEST

You been spendin' too much time in the desert, Cub.

DRIGS

Cub, I got orders -

CUB

Galloway doesn't know! Galloway thinks this guy is dead!

DRIGS

Cub, ever since you thought Babish was a mutant --

CUB

I told you, Cale got surgery! They kin do that, Drigs -- off-world...

WEST

There's something wrong with your implant, Cub.

CUB

Drigs, he's lying! We gotta take him out!

DRIGS

Drop the gun, Cub! The Dispenser here can help you!

CUB

No! Drigs! He's lying!

DRIGS

Cub! Come on! Just let him hook you up to the machine, you'll be fine.

Cub shoots

Drigs SMASHES against the wall

The Cub swings his gun on West.

CUB
You wanna say somethin' now, Cale?

WEST
Cub, you're in a lot of trouble.

CUB
Shut up! Get on your knees!

WEST
All right.

He drops to his knees.

CUB
I'm gonna execute you, and
Galloway's gonna reward me for it.

WEST
For killing his last shot at
turning the girl? I don't think so.

CUB
Shut up!

WEST
Is that your answer to everything?

CUB
Shut up!

WEST
What was Galloway going to give
you?

CUB
What?

WEST
After I was dead and Charlotte ran
into Galloway's arms. What did
Galloway promise you?

CUB
Shut the fuck up!

WEST
I'm just saying, he didn't even
promise you'd get a pretty girl?

CUB

What?

WEST

Like Maleyna, or one of the pretty
war-widows?

Drigs eye flutters.

He still has his gun.

Cub looks at Maleyna.

CUB

Oh, there's sumthin' you don't even
know!

Drigs, with his last breath, pulls the trigger.

BANG.

The blast shears off a chunk of Cub's ear.

He screams and clutches his head.

Cub is disoriented.

West is up quickly -- he rips Cub's BADGE from him.

Then West runs for it.

93 EXT -- SILO MAIN STREET -- NIGHT

93

West comes tearing out of the building.

Just as he gets out of sight, Cub comes running out,
clutching his ear.

CUB

You motherfucker! You're gonna die!
I'm gonna make you die slow!

West bolts from between two buildings and runs for the edge
of Silo.

Cub runs after him. He briefly loses West in the dark.

WEST

Over here!

Cub turns and fires wildly into the darkness.

West has vanished.

Cub runs after him.

94

EXT -- DESERT -- NIGHT

94

CUB

Where are you?! You sumabitch!

There's West! Cub runs.

ZZATH!!! Cub runs right through the force-field.

But something is wrong:

Cub turns to go back inside the force-field.

BAM! He's knocked back.

Cub checks his jacket and realizes he doesn't have his badge.

West is just on the inside the force-field, within arm's reach (if you could reach through a force-field). He dangles Cub's BADGE in front of him.

WEST

I think you made a mistake there,
Cub.

CUB

Oh shit. Oh SHIT! HEY! IT'S CUB!
I'M OUT HERE! SOMEBODY! I'M OUT
HERE!

WEST

Better stop yelling, Cub. You'll
wake them up.

CUB

YOU PIECE OF SHIT!

Cub fires a BLAST into the force-field -- right at West. It is easily deflected.

WEST

How many charges do you have in
your blaster, Cub?

Cub stops. He checks his blaster. He doesn't like the answer.

A SHADOW moves behind CUB.

WEST (CONT'D)

Aren't the rest of the Rangers at the drop point, Cub? You might be able to make it there alone... at night.

CUB

YOU'RE GONNA DIE! You damn...

A SOUND behind cub.

He turns and SHOOTS into the darkness.

Cub decides it's time to go.

He SHOOTS twice again to hold them off before he makes his escape.

Cub isn't in the best of shape. He runs, hoping to outwit the mutants...

A SHADOW forces him to climb up a shallow rock face. He SHOOTS wildly.

95

EXT -- DESERT -- NIGHT

95

The top of a rock formation. In the moonlight it's eerie, like an alien landscape.

CUB wildly swings his gun around.

A strange NOISE.

HE SHOOTS, he SHOOTS again.

SOMETHING coming up behind him.

BAM BAM BAM BAM BAM!

BAMKKKKKK.... His last shot. He's out.

He takes a step back... right into West.

Cub spins to face West. He shoots at West, who doesn't move a muscle.

CLICK CLICK! Cub impotently squeezes the trigger.

WEST

Do you like children, Cub?

CUB
What?

WEST
I hope so.

West gives Cub a shove --

96 INT -- CAVE -- NIGHT

96

-- and Cub tumbles down a hole into a cave beneath the rock-scape.

Cub is all alone.

Unarmed.

He looks around and hears:

Snarls

Cub blearily opens his eyes and looks around.

He fumbles and gets out a FLASHLIGHT and a KNIFE.

SOMETHING SMALL moves in the darkn'ed chamber.

CHILDREN

MUTANT CHILDREN

CUB
No!

All the children are hideously deformed, and they have razor-sharp teeth. The room he's in is a nest.

CUB (CONT'D)
No! NO! No! No! No!

He swings the torch around as the mutant children descend upon him...

ONE child lunges beneath the torch and sinks its teeth into Cub's leg.

The FLASHLIGHT drops to the ground.

Cub screams and screams as he is smothered by the hungry mass of mutant children.

97

EXT -- DESERT -- NIGHT

97

On the ridge, Athena stands watch with West.

ATHENA

I am in love with you, Jonas.

WEST

Wow. You're seriously
malfunctioned, aren't you?

ATHENA

Very seriously.

WEST

You picked the wrong man, Athena.
This is what I am now.

ATHENA

And after you're done here, then
what?

WEST

Forget about me.

ATHENA

Forget?

WEST

If you can.

ATHENA

That is, of course, impossible.

WEST

That's what you're missing out on,
you know? Humans can forget.

ATHENA

Then why can't *you* forget?

This ticks West off. But there's nothing he can say really.

WEST

I guess that means I'm not human.

Athena detects something.

ATHENA

The Terran Patrol boat is almost at
the drop zone.

WEST

You better get on it then.

Athena just stares at West. It's hard to tell exactly what she feels with that stony android expression. Sadness, regret?

ATHENA

I will go.

She leaves.

West watches her go.

He looks outside, where a sun is starting to rise while two more stars set. He has the BADGE he can use to get back in.

98 EXT -- DESERT -- SUNSET 98

The outskirts of Silo. Evening. Athena stares silently at the setting suns.

A small SHIP appears on the horizon.

99 INT -- EXAMINATION ROOM -- NIGHT 99

Galloway enters the lab. He sees West working on a small device. Beside West is a CONTROLLER. Maleyna lies unconscious on a GURNEY.

WEST

Just in time -- I wanna fit something on your implant.

Galloway notices BLOOD on the wall.

GALLOWAY

What happened here?

WEST

We had a little accident.

GALLOWAY

What kind of accident?

WEST

The boy, Kyle.

GALLOWAY

Direct approach, huh? You and I
could be friends, West. So what is
it you want to do?

WEST

The reason Babish came up short was
that he was only working from the
girl's end. Brain waves go both
ways on the neural implants. When
the Xik made them, they inserted
both transmitting and receiving
transformers on them. Nobody knows
why. But if we fit this modifier on
your implant, we get a better
result.

GALLOWAY

You want to modify *me*?

WEST

It'll alter the form and frequency
of the neuro-waves you're
transmitting to be more appealing
to the girl.

GALLOWAY

Or it could boil my brain like an
egg.

West shrugs.

WEST

This is how we did it in the Xik
prison lab. I could always run
clinical trials meeting Terran
standards.

GALLOWAY

How long would that take?

WEST

Six or... probably *eight* solar
years.

Galloway looks at Maleyna. She is so... Galloway takes a
breath.

GALLOWAY

No.

(beat)

Do it now.

WEST
Have a seat.

100 EXT -- SILO MAIN STREET -- NIGHT 100

Stahl and Stone watch the compound.

STONE
Stahl!

STAHL
Do quiet your unceasing noise,
Stone.

Stahl's communicator signals.

101 INT -- EXAMINATION ROOM -- NIGHT 101

The lab. West works on Galloway's implant.

GALLOWAY
How long will this take?

WEST
You want me to slice your carotid
artery by mistake?

GALLOWAY
How long?

WEST
Maleyna, you can wake up now.

Maleyna wakes. She has a similar modifier device on her
implant. She is not bound in any way. She looks frightened
and powerless.

GALLOWAY
What's wrong with her?

WEST
Just a sec...

GALLOWAY
Where's Drigs?

WEST
And... all done!

He clicks the modifier into place on Galloway's neck.

West picks up the CONTROLLER.

WEST (CONT'D)

So, Galloway, you are now unable to disobey any order I give you. Just like Maleyna. If you try -- you will result in the nastiest cocktail of psychosomatic tsunamis you've ever experienced.

Galloway still thinks he's in charge and snarls at West like Dick Cheney.

GALLOWAY

What are you talking about, West?

WEST

Oh, I'm sorry, was I unclear? Let me rephrase. You'll do what I say or you'll wish you were dead. Could you follow all that?

As Galloway is about to yell for help...

WEST (CONT'D)

Don't call for help, by the way.

Galloway tries anyway, and collapses to the ground, writhing in terrible agony.

GALLOWAY

Dri(gs!)...

WEST

Did you think I was kidding? It basically tells the brain to pump high voltage waking nightmares through your cerebral cortex at ten thousand pounds of pressure per second while signaling extreme pain to every nerve in your body.

Galloway's attack subsides.

WEST (CONT'D)

I think you'll find that there's nothing you won't do to avoid that sensation. The Xik figured that out long ago. I've seen mothers sell out their children to make it stop.

GALLOWAY

Do you know who I am? Do you know
how many men are at my command?

WEST

None of whom will have any reason
to check up on you in the next
fifteen minutes, which'll be plenty
of time to wrap up our business
here.

GALLOWAY

Who are you?

WEST

Oh - Cub's dead by the way. As long
as we're talking about the men at
your command. And Luther. Add in
Babish, and you might start to see
a pattern. Drigs too, but that's
just collateral damage.

GALLOWAY

I'll pay you anything. Ten times
what they're paying you.

WEST

You think I'm here on assignment?
You think I'm getting paid for
this?

GALLOWAY

Anything you want.

WEST

Well, everyone's got a price,
that's true.

GALLOWAY

Anything.

WEST

Rewind time fifteen years. That's
my price. Make the whole universe
go back in time fifteen years to
the day when you killed my wife and
daughter.

GALLOWAY

Killed your...

West indicates his own face.

WEST

How do you like the laser grafting?

GALLOWAY

But... Cale?

WEST

So if you can rewind time, now
would be the time to let me know.
Otherwise there's not enough money
in the universe.

GALLOWAY

The paralytic...

WEST

Yeah, I couldn't figure that one
out either until they let me out of
the Xik prison. Turns out it
doesn't kill you if you're part
Xik.

GALLOWAY

Part Xik?

WEST

Which is, incidentally, why your
implant doesn't work on me.

He unclicks the implant from his skull.

WEST (CONT'D)

Shoulda checked my family tree a
little better, what with all that
in-breeding before the war, I
guess, but who has the time? Now
let's get started.

GALLOWAY

Wait - wait - Cale - there's
something you don't know.

WEST

There's nothing I don't know. I've
been preparing for this day for
fifteen years. And you know what?
I'm tired of listening to you?
Don't talk anymore.

Galloway is immediately silenced. His body tenses up.

WEST (CONT'D)

I used to imagine listening to you
beg and plead while I was rotting
in that Xik hole, but then I
thought about it some more: how
much worse would it be for you if
you couldn't even beg and plead?

Galloway is terrified. He wants to say something but he can't
bring himself to disobey West.

WEST (CONT'D)

You see, the thing about really
slow-cooked revenge is that you get
time to refine it. It used to be,
"I'm gonna kill him." Then it was,
"I'm gonna torture him." Then it
was, "No, not him, I'm gonna kill
someone he loves."

They both look at the terrified Maleyna.

WEST (CONT'D)

But about that time, I was learning
how to work the pharma-implants, so
I refined it one step further: "I'm
gonna make him kill someone he
loves."

FLASHBACK:

102 EXT -- DESERT -- DAY

102

West's wife, recoils in horror at the deformed monster West
has become in her eyes. Galloway holds her, "protecting" her
from the monster...

Galloway appears, only to see Charlotte pick up a PEARL
HANDLED RAZOR from a POUCH on her waist --

-- and slice open her own neck.

Galloway looks down to see what he's done:

GALLOWAY

No!

103 INT -- EXAMINATION ROOM -- NIGHT

103

West produces a long RAZOR with a PEARL HANDLE. It's the same
one...

WEST

Hold this, would you?

Unable to resist, Galloway takes the razor.

WEST (CONT'D)

So what you're gonna do now is,
you're gonna take that razor, and
you're gonna cut up Maleyna's face
until she isn't so beautiful
anymore. You think you're up to
that, Galloway?

Galloway opens his mouth, and then is seized by another
attack. It subsides, leaving him in agony.

WEST (CONT'D)

Get up, Galloway. You have work to
do.

Galloway rises to his feet, looking pleadingly at West.

WEST (CONT'D)

My wife! My daughter! Because you
thought you deserved her more than
me?! Cut. Up. Her. Face.

Galloway, brandishing the RAZOR, shakily walks over to
Maleyna.

104 EXT -- SILO MAIN STREET -- NIGHT

104

Outside the compound. The Marshals have gathered.

STAHL

Is this all of our merry crew?
Where is that idiot Cub?

BLAKE

Nobody seen him.

STONE

And I can't get Drigs on the
communicator.

STAHL

All right. Lend me your ears, my
fine nimrods. We have no idea
what's waiting for us in there.

(MORE)

STAHL (CONT'D)

The prisoner West is a fake, an infiltrator on a vengeance binge he has presumably been planning for quite a long time.

BLAKE

What are we gonna do, Stahl?

STAHL

We wait, of course, until he is done.

BLAKE

We're not gonna save the Big Boss?

STAHL

I estimate that the risks of such activity have little reward for us.

105 INT -- EXAMINATION ROOM -- NIGHT

105

The lab. Galloway has almost reached Maleyna. West is watching, frowning. Galloway, shaking, places the RAZOR to Maleyna's skin.

WEST

Stop!

The blade is resting against the skin of her cheek.

WEST (CONT'D)

You know what? The girl doesn't deserve this. She wasn't there that day. Drop the razor.

Galloway drops it gratefully. West produces his GUN.

WEST (CONT'D)

Use this instead. Make it quick.

Galloway's gratitude vanishes. He reluctantly takes the gun.

WEST (CONT'D)

Shoot her between the eyes.

Galloway is weeping silent tears. He raises the gun and points it at Maleyna's head.

WEST (CONT'D)

It's horrible, isn't it, Galloway?
What I'm doing to you.

(MORE)

WEST (CONT'D)

It's almost like making a man's
wife kill herself right in front of
him. Isn't that what it's like?

Trembling, Galloway's arm raises the gun to Maleyna's head.

WEST (CONT'D)

Do it.

Galloway hesitates. Maybe he could swing the gun around and
kill West?

West taps the side of the controller, reminding Galloway of
what awaits him should he disobey.

Galloway can't disobey.

Galloway fires.

Maleyna jerks backward and she drops to the floor,
motionless.

West puts down the controller.

WEST (CONT'D)

All right, Galloway.

Galloway falls to the floor, dropping the gun, released from
West's power.

WEST (CONT'D)

Tell me how it feels.

Galloway's dry throat crackles. He can barely speak.

He is doubled over in pain.

GALLOWAY

You stupid sumabitch!

WEST

Me? Stupid? Look at you!

GALLOWAY

She was your daughter, Cale!
Maleyna -- she was your daughter
Kira.

WEST

What?

GALLOWAY

Maleyna...

WEST

My daughter's dead.

GALLOWAY

After Charlotte died -- Luther got her into the shelter in time. He changed her name so she wouldn't find out what happened to her mother, and to you.

WEST

You piece of...

GALLOWAY

And then, when she grew up. She looked just like Charlotte, your wife. I... I needed her to love me. I told myself, if only she would love me, I could live with myself, with the lie that she was Charlotte.

WEST

How can that be? She doesn't look...

Galloway is surprised West doesn't see it.

GALLOWAY

Cale -- Maleyna looks exactly like your wife. Can't you see?!! She looks EXACTLY like her!

West drops the CONTROLLER and goes over to Maleyna's body.

WEST

Is it? It can't be... I don't... I don't... remember...

But he looks down at Maleyna's face and knows it's true.

GALLOWAY

You never really loved her, Cale. I told her that then. Not like I did. And now you've killed your own daughter.

West touches Maleyna's forehead with one hand, and reaches over and takes her cheek in his other hand. Looking down, realizing the waste his life has been.

WEST
(sotto voce)
Kira?

Galloway slowly backs off toward the corner of the room.

He presses a BUTTON on a SCREEN.

GALLOWAY
Initiate scuttle. Galloway oh-three-eight.

AUTOMATED VOICE
Confirming. Permanent dowsing of
protective force-field.
Neurological Implant Master Control
Deactivation.

GALLOWAY
Galloway 038 confirmed. West?

West weeps softly. A tear drops onto Kira's face.

WEST
Little Kira... little Kira, oh my --
my little Kira...

West wipes his tear from Kira's face.

GALLOWAY
Maybe you can live with this, West.

Menacingly, he picks up the STRAIGHT RAZOR.

GALLOWAY (CONT'D)
But I can't.

Galloway slices the RAZOR across his own throat. Blood PUMPS
out of his neck.

He slumps over.

The SOUND of a force-field deactivating.

AUTOMATED VOICE
Warning. Force-field deactivated.
Warning, neurological implants
globally deactivated. Warning,
failsafes deactivated. Warning,
biological entities from outside
the compound have access to the
compound.

106 EXT -- SILO MAIN STREET -- NIGHT

106

They hear the force-field go down.

STONE

The force-field's down. The mutants
will be in soon.

But Stahl feels his own implant and pays no attention.

STAHL

Someone's deactivated the entire
system!

BLAKE

Mine's off too.

Stahl pulls his GUN from his HOLSTER.

STAHL

Very well, then. Let no man here
one day lay on his deathbed
thinking he took too many
precautions. Now, into the breach!

Stahl runs to Galloway's rooms. But Stone and Blake lag
behind.

107 INT EXAMINATION ROOM -- NIGHT

107

West kneels quietly over Kira's corpse.

The GUN is on the floor. He contemplates it.

The door BURSTS open. Stahl stands there.

He looks at Galloway's corpse, and then at West.

STAHL

I suppose, prisoner, you have the
audacity to believe that it is you
who is in charge of Necrosis 6.

WEST

(resignedly)

There's nothing you can do to me.

STAHL

Oh, I'd despair all right, if I
were you.

That's right. The GUN is on the floor, close enough for West to reach, but not before Stahl kills him.

West capitulates.

WEST

It doesn't matter anymore.

Stahl smiles a cruel smile of a bitter man.

STAHL

In a display of my magnanimity as the ultimate power on Necrosis 6, a planet where as of five minutes ago we rule by *force* and not by mind control, I shall allow you to join her.

Stahl looks at Kira. But the wound on her forehead seems to be... reversing...

West takes that moment of confusion to lunge for the gun on the floor.

BAM! Stahl fires.

In mid - lunge, West takes a hit in the chest. Blood bursts from his back.

But he gets to his gun, aims it --

BAM!

Stahl takes the shot in his shoulder. He drops his gun.

West falls on his back.

Stahl, looking wildly around for a weapon, sees the BLOODY RAZOR.

He seizes it and leaps on top of the mortally injured West. West tries to hold his arm back, but the blade is almost at his throat.

The blade cuts West's skin, and Stahl presses harder to cut his throat. But wait - he feels something. Where is West's other hand?

It's on the back of Stahl's neck, making adjustments to the implant with the controller!

STAHL (CONT'D)

What - stop - STOP!

West hits a final key.

Stahl screams.

Instantly, Stahl stand up. He staggers around the lab.

West falls back, gasping. He looks over to Stahl and his expression changes to one of horror.

P.O.V. West. Stahl slicing himself to death with the razor. Screaming.

STAHL (CONT'D)
No! Stop them!

BLOOD everywhere.

108 EXT -- SILO MAIN STREET -- NIGHT 108

Hurka and Nora walk up to the hesitant Stone and Blake.

HURKA
What's going on? The forcefield is down.

NORA
And... I think there's something wrong with my implant.

HURKA
Yeah, I feel the same thing.

A SCREAM (Stahl).

Hurka looks back at the passive Stone and Blake and decides they're worthless, she runs toward Galloway's place.

109 INT -- EXAMINATION ROOM -- DAY 109

Twitching, Stahl dies.

Hurka enters. She takes stock of the corpses, then sees that West is still alive.

HURKA
West!

She runs over to him.

Opening his shirt -- bones are protruding from his chest. She tries to sound cool.

HURKA (CONT'D)
It's not so bad. We can fix you up
in the PX.

FOOTSTEPS...

STONE
I don't think so.

Stone and Blake enter. Guns drawn.

STONE (CONT'D)
The master controller is off.
Galloway's dead. Stahl too. I think
Blake and I are gonna feed you
prisoners to the mutants, and live
like kings.

HURKA
You can't do that!

STONE
Oh yeah honey? Who's gonna stop me?
You?

THRZWRRSH -- a lightsaber ignites.

Maleyna stands up. Her wound is gone.

And she has a lightsaber.

MALEYNA
I will.

BLAKE
What the...?

Maleyna steps up to the Marshals.

Walking through a shaft of a shadow, she MORPHS into Athena.

ATHENA
Relinquish your weapons.

Reluctantly, the Marshals put down their guns.

ATHENA (CONT'D)
You, Blake, go into the control
room and get Maleyna.

Blake scowls at Athena but does as she's told.

Athena looks down at West, who is dying in a pool of his own blood.

Blake returns with a groggy Maleyna.

Holding her head she says:

MALEYNA

What? What's going on?

West looks up at Maleyna. First shock, then relief that he did not kill her.

Athena is in combat mode. She's cold and steely:

ATHENA

This is your father. I'm afraid
he's dying. If he hadn't had
Galloway shoot me at point blank
range when I was in stealth mode...

Blake has the guts to actually say something about what's disturbing the Marshals.

BLAKE

The force-field is down.

Maleyna slowly makes her way over to West. He looks up at her, taking her in. He can't speak, but... she's alive.

HURKA

She's right. The mutants. They'll
be headed in. We... we need to
protect ourselves.

ATHENA

Everyone outside.

Everyone moves toward the door. Hurka goes to Maleyna's side to help her out but Athena stops her. Addressing Maleyna:

ATHENA (CONT'D)

You. Stay here.

She kneels by West, who is about to die, and touches his face.

ATHENA (CONT'D)

My love.

West turns his lips to her palm, and dies. She closes his eyes.

110 EXT -- SILO MAIN STREET -- MORNING

110

Hurka, Nora, Blake and Stone, and whomever else we can get so it seems like a crowd scene. In the distance, a rambling SCRUM of ragged figures approach.

Athena douses her sabres.

Blake swallows her pride and pleads with Athena as respectfully as he can.

BLAKE

Please, Miss. I never meant you no harm. But if we don't have no weapons. . .

ATHENA

How is your implant?

Blake is taken aback, her implant isn't important...

NORA

It's... well, it's shut down. From the controller I suppose... but please Miss, there are too many of them for us to defend ourselves.

The FIGURES are closer now. In ragged clothes. We can almost make out their features.

ATHENA

These are your mutants.

They aren't mutants at all. Just people. Cold, filthy, hungry people.

HURKA

They aren't mutants. They... never were...

Hurka looks back at Athena.

ATHENA

The implants created your entire world.

FLASHBACK:

111 EXT -- DESERT -- DAY

111

Babish -- killing himself, flailing wildly -- all alone.

112 INT -- CAVE -- NIGHT 112

Cub SLICES himself with his knife, stabbing into imaginary ghouls.

PRESENT:

113 EXT -- SILO MAIN STREET -- DAWN 113

NORA
But the prison...?

ATHENA
The Terran Patrol boat is just a drone -- Galloway set up this entire nightmare -- by infecting you with these alien implants and convincing you that you were prisoners -- and wardens.

HURKA
You mean... we're free?

ATHENA
Whatever that means to you.

Athena turns to walk away.

Kyle looks toward Galloway's rooms, Maleyna runs out into his arms. She grabs him and holds tightly.

HURKA
Wait! Wait! What should we do now?

Athena just keeps walking. Almost to herself:

ATHENA
How should I know? I hate humans.

FADE TO BLACK.