

ALONGSIDE NIGHT

by J. Neil Schulman

Adapted from his Novel

FADE IN:

EXT. NEW YORK CITY, CENTRAL PARK WEST - NOON

It's the dead of winter, cold, bleak, and windy.

A STREET VENDOR'S CART - SAYEED'S KOSHER-HALAL HOT DOGS

On the sidewalk, a few CUSTOMERS, PEDESTRIANS walking by, wrapping themselves against the wind.

SUPERIMPOSED TITLE:

"New York City, 5 Years from Now"

A PREP-SCHOOL SENIOR -- ELLIOT VREELAND

Handsome and wearing an expensive "Big Sleep" style trench-coat and sunglasses, saunters past a boarded-up, graffiti-and-poster-covered SUBWAY ENTRANCE with a sign "CENTRAL PARK SHUTTLE Under Construction" and up to the HOT DOG VENDOR, SAYEED, who's wearing a Kufi.

ELLIOT

(to SAYEED)

Sayed, make me one with everything.

SAYEED

(getting hot dog)

One Mahatma Gandhi.

PHILLIP GROSS

Elliot's classmate and closest friend, leather jacket and sunglasses, runs up to join ELLIOT just as he gets his order in.

PHILLIP

Two with everything, Sayeed.

ELLIOT

(to PHILLIP)

Isn't "two with everything" against the First Commandment?

PHILLIP

(grins)

As long as it's Hebrew National, my rabbi won't care.

ELLIOT takes out his wallet. As he opens it a GUST OF WIND comes up. CASH is sucked out of his wallet and blows down the sidewalk, at least TWO DOZEN BILLS.

(CONTINUED)

CONTINUED:

ELLIOT and PHILLIP calmly watch the money scatter but make no move to chase it. EVERYBODY ELSE takes a quick look at the cash, then ignores it. Some of the BILLS blow against A WOMAN'S COAT -- SHE brushes it off like scrap paper.

TRACKING SEVERAL OF THE BILLS

Carried in the wind until they stick against a street sign that reads

FEMA RENOVATION ZONE

FEDERAL EMERGENCY MANAGEMENT AGENCY

A DIVISION OF THE UNITED STATES DEPARTMENT OF HOMELAND SECURITY

FEMA IS THERE DURING ANY EMERGENCY--

GLOBAL WARMING, TERRORIST ATTACKS, FINANCIAL COLLAPSE

They're all ONE-HUNDRED-DOLLAR BILLS.

BACK TO HOT DOG STAND

ELLIOT

(holds up two tickets)

Sayed, can you make change for a pair of Knicks versus Jazz -- Section 417 -- Row A?

SAYEED

The Laugh Factory's that way.

(bored)

Come on, kid. Vendies, FEMA's, Emiratis, Yuan, or Euros.

ELLIOT reaches into his pocket but PHILLIP holds back ELLIOT's arm and instead reaches into his own pocket. He rips a

FEMA RATION COUPON

from a glued stack, and hands it to SAYEED.

ELLIOT

(to PHILLIP)

Thanks. How come you never run out of FEMA's?

PHILLIP

Uncle Morris prints them up in the basement.

(CONTINUED)

CONTINUED:

ELLIOT
Of a high-rise?
(beat, then more
seriously)
You have a Cadre connection?

PHILLIP
If I did, you think I'd talk about
it in an open spot that could be
full of bugs?

SAYEED
There are no bugs in my cart! I use
Black Flag!

PHILLIP
Black Flag.
(laughs)
Control your world.

ELLIOT and PHILLIP start walking away, SAYEED shaking his
head.

PHILLIP (CONT'D)
You do the assigned topic for Tobias's
class?

ELLIOT
Are there ice-skating penguins in
hell yet?

EXT. ANSONIA PREPARATORY SCHOOL

A brownstone.

INT. ANSONIA PREP - AFTERNOON

As ELLIOT and PHILLIP race past other STUDENTS up SEVERAL
FLIGHTS OF STAIRS.

INT. CLASSROOM - AFTERNOON

As PHILLIP wins the race, beating ELLIOT into the classroom.

SEVEN OTHER PREP SCHOOL SENIORS--three GIRLS and four BOYS--
are chatting with each other and finishing up their lunches.

BENJAMIN HARPER

The school's assistant headmaster, enters the classroom.
HARPER is a thin-boned, impeccably attired black man in his
late thirties. As Harper LOUDLY drops an ATTACHE CASE on
the teacher's desk, the students begin taking seats.

(CONTINUED)

CONTINUED:

ELLIOT and PHILLIP as they take seats together in the back.

THE CLASSROOM

HARPER

I have an announcement.

(waits for quiet)

Mrs. Tobias has left Ansonia Prep permanently to take a government job. Consequently, she no longer will be teaching Contemporary Civilization.

STUDENTS' SURPRISE, whispered remarks. ELLIOT shoots PHILLIP a sharp glance. Phillip SMILES.

HARPER (CONT'D)

As it is too late in the term to hire a replacement, I will be taking this class over myself.

MARILYN DANFORTH

the one-in-every-class teacher's pet, raises her hand. HARPER recognizes her.

DANFORTH

Mrs. Tobias assigned us a one-minute topic. It's due today.

ELLIOT raises his eyes to Heaven, then grins at PHILIP.

HARPER

What topic?

DANFORTH

"The Self Destruction of Capitalism."

HARPER

(sarcastically)

That's fair and balanced.

DANFORTH

The president said he's trying to save the capitalist system. Mrs. Tobias told us the capitalist system can't be saved and that socialism is a better system anyway.

HARPER (CONT'D)

If the assignment is based on the president's address, let's start by taking a look at it.

(CONTINUED)

CONTINUED:

HARPER goes to the teacher's computer, sees the VIDEO ICON, and plays the President's address.

THE TV WALLSCREEN

THE PRESIDENT, speaking from the WHITE HOUSE, a TV NEWS WATERMARK showing.

THE PRESIDENT (Video)

Let me assure you, my fellow Americans, that we are not witnessing the self-destruction of the capitalist system. Our present economic difficulties stem from the fear-mongering being sold to you, on one hand, by the Revolutionary Agorist Cadre who wish to see the freely-elected United States government collapse entirely, and, on the other hand, by the doomsday predictions of socially irresponsible gold-worshipping economists.

MARILYN DANFORTH

DANFORTH

Like Elliot Vreeland's father.

ELLIOT

As looks daggers at MARILYN, who seems to appreciate being noticed by Elliot for any reason.

HARPER

PAUSES THE VIDEO of the President.

HARPER

Okay, I understand Mrs. Tobias's assignment. Please upload your topics.

HARPER AND CLASS

WITH THE SINGLE EXCEPTION OF ELLIOT, the STUDENTS upload their videos from notebooks computers, cell phones, Ipods, etc.

HARPER goes back to the teacher's computer.

(CONTINUED)

CONTINUED:

INSERT - DISPLAY

Showing the students' VIDEO ICONS. Elliot's ICON is not on the screen.

HARPER AND CLASS AGAIN

HARPER

Your topic, Mr. Vreeland?

ELLIOT

I didn't do the assignment, Mr. Harper.

HARPER

Surely you must have some feeling on this subject?

ELLIOT

I object to the premise.

HARPER

Did you express this objection to Mrs. Tobias when she assigned the topic?

ELLIOT

(nodding)

She said I can assign topics when I become a teacher.

HARPER

She is such an asshole.

EVERYONE laughs except MARILYN DANFORTH.

HARPER (CONT'D)

Okay, Elliot, present your rebuttal in a video due Monday morning.

ELLIOT

(smiles)

I said I didn't do *her* assignment. I did prepare my own topic.

HARPER

Good for you. Let's see it then.

ELLIOT uploads a VIDEO from his Blackberry to Harper's computer, and HARPER plays it on the classroom's WALLSCREEN.

ELLIOT appears on the WALLSCREEN, a POWERPOINT-TYPE SHOW-AND-TELL illustrating his words behind him.

(CONTINUED)

CONTINUED:

We see A YOUTUBE WATERMARK.

ELLIOT (ON WALLSCREEN)
 "Economics in One Minute" by Elliot
 Vreeland.

ON SCREEN: A BOOK COVER

ELLIOT (ON WALLSCREEN) (CONT'D)
 Based on the book *Not Worth A
 Continental* by Dr. Martin Vreeland.

ON SCREEN: We SEE AND HEAR MICK JAGGER performing The Rolling
 Stones' "Satisfaction." The clips behind ELLIOT change as he
 talks.

ELLIOT (CONT'D)
 Mick Jagger said it best: "I can't
 get no satisfaction."
 (beat)
 You can have all the treasure of the
 Pirates of the Caribbean piled up on
 your desert island--

ON SCREEN: Clip from pirate movie.

ELLIOT (CONT'D)
 --but if you're dying of thirst it's
 worth less than an ice-cold sixpack.

ON SCREEN: Product placement of a cold soft drink

ELLIOT (CONT'D)
 Then, as soon as you've drunk your
 fill, you want whatever's next on
 your bottomless shopping list.

ON SCREEN: Animation of a shopping list endlessly unscrolling.

ELLIOT (CONT'D)
 Nothing's worth anything more than
 what someone else is willing to trade
 for it because they want it more
 than what they're giving up, and the
 deal can change in a heartbeat.

ON SCREEN: Animation of a beating heart.

ELLIOT (CONT'D)
 (beat)
 Adam Smith got "labor theory of value"
 wrong because how much work goes
 (MORE)

(CONTINUED)

CONTINUED:

ELLIOT (CONT'D)

into a thing has nothing to do with
how much anyone needs it.

ON SCREEN: HISTORICAL DRAWING of ADAM SMITH dissolves into
one of KARL MARX.

ELLIOT (CONT'D)

Then Karl Marx made this dumb idea
worse with his theory of exploited
labor. And John Maynard Keynes got
into the Stupid Hall of Fame with
his idea of governments wrangling so-
called business cycles like bronco
busters.

ON SCREEN: Animation of Lord John Maynard Keynes dissolves
into Bob Denver's Maynard G. Krebs from *Dobie Gillis* (TVLAND
watermark) on a bucking horse.

ELLIOT (CONT'D)

(beat)

The market is made up of billions of
one-on-one trades, each partner
choosing what they want at that
instant.

ON SCREEN: CLIP from a pawn shop as a deal goes down.

ELLIOT (CONT'D)

Any time force is used to dictate
the terms of the trade .. there's a
disturbance in The Force.

ON SCREEN: CLIP from *Star Wars Episode 4* of Alderaan blowing
up followed by Obi-Wan clutching his head in pain.

ELLIOT (CONT'D)

The Market is a holistic ecology.
Any crime against anyone anywhere is
a crime against everyone everywhere.
The Market is the Ultimate Karmic
Avenger.

ON SCREEN: A clip from *My Name Is Earl*.

ELLIOT (CONT'D)

There's no escaping the market's
karmic justice.

(CONTINUED)

CONTINUED:

REVERSE ON CLASS

as MARILYN DANFORTH is watching ELLIOT'S video, and it's having an impact on her. You can almost see the light bulbs turning on above her head as she gets his point of view for the first time.

DANFORTH Looks at ELLIOT with a sudden obvious crush.

PHILLIP gives ELLIOT a knowing look and ELLIOT raises his eyes to Heaven again.

BACK TO ELLIOT'S VIDEO PRESENTATION

ELLIOT (CONT'D)

Whenever you replace free trade with violence, you can't win, you can't break even, and you can't get out of the game.

ON SCREEN: a CASINO CRAPS PLAYER losing while Michael Jackson sings the song "You Can't Win" from *The Wiz*.

ELLIOT (CONT'D)

Governments everywhere tell people what they need, then use cops and soldiers against anyone who disagrees.

ON SCREEN: Clip of riot police clubbing demonstrators.

ELLIOT (CONT'D)

But people already know what they need--

ON SCREEN: Clip from Star Wars Episode 4 of Princess Leia telling Governor Tarkin, "The more you tighten your grip, the more systems will slip through your fingers."

ELLIOT (CONT'D)

--and the more your government tightens its grip, the more its system will slip through your fingers.

CLASSROOM APPLAUDS, no one applauding louder than MARILYN DANFORTH.

HARPER

Good job, Elliot. I've read your father's book and you boiled down his complex theories into a lucid series of pop-culture clichés.

(MORE)

(CONTINUED)

CONTINUED:

HARPER (CONT'D)

(beat)

Enough of "class theory," Class. We have few enough weeks till graduation and you'll need them. You're expecting to start college next fall?

(wait)

Well, don't count on it. There may not even be necessities next fall, much less operating colleges.

THE TV WALLSCREEN

As MR. Harper restarts the PRESIDENT'S ADDRESS.

THE CLASSROOM

As the WALLSCREEN RESUMES PLAYING THE TAPE OF THE PRESIDENTIAL ADDRESS.

PRESIDENT (Video)

For example, the dangerous rumor that the European Common Market Treaty Organization is planning to stop accepting the New Dollar is Revolutionary Agorist Cadre propaganda designed to disrupt the Pentagon's negotiations with the Armed Services Union. Reports from Radio Free Enterprise about our men and women in uniform deserting their units and being recruited as mercenaries by the Revolutionary Agorist Cadre are also Agorist propaganda --

ON SCREEN: THE PRESIDENT is replaced by THE SCHOOL'S HEADMASTER, DR. MAUREEN FISCHER, an imposing woman in her sixties with silver hair and large, piercing eyes. She speaks with a slight European accent.

DR. FISCHER (VIDEO INTERCOM)

Excuse me, Mr. Harper. Would you please have Elliot Vreeland report to my office immediately?

ELLIOT

As he shifts his attention to the screen.

HARPER

HARPER

He's on his way, Dr. Fischer.

(CONTINUED)

CONTINUED:

HARPER waves Elliot to the door. ELLIOT nods to PHILLIP, and exits classroom.

INT. DR. FISCHER'S OFFICE

ELLIOT enters. DR. FISCHER and ELLIOT'S SISTER, DENISE, seated.

DENISE VREELAND is a year younger than Elliot, only at the moment she looks even younger: her hair is disarrayed and she looks as if she's been crying.

Dr. Fischer is seated next to Denise--and frowning.

ELLIOT

Denise?

Dr. Fischer stands up.

DR. FISCHER

(gently)

Elliot.

(beat)

You must leave with your sister immediately.

ELLIOT

(worried look)

What's going on?

Denise takes a sharp breath.

DENISE

Daddy's dead.

Elliot's reaction is to remain completely still.

CLOSE ON ELLIOT

Preceding transition to a SERIES OF SHOTS in FLASHBACK:

FLASHBACK -- INT. STUDY - NIGHT

As Elliot and his father, DR. MARTIN VREELAND, are discussing matters of intense interest (though we can't hear what).

DR. VREELAND is a well-built, handsome man, looking much like a mature version of Elliot.

FLASHBACK -- INT. AUDITORIUM - NIGHT

As DR. VREELAND is on stage in Stockholm receiving the Nobel Prize in Economics. ELLIOT, DENISE, and their mother, CATHRYN VREELAND--a stunningly beautiful redhead--are in the audience, joining in the applause.

FLASHBACK -- EXT. LAKE - DAY

As the Vreeland family are on the family's speedboat, the previous summer. DR. VREELAND and ELLIOT are operating the boat, CATHRYN and DENISE horsing around with them. Wind blowing through their hair, water spraying them all.

FLASHBACK -- EXT. SUMMER LODGE - DAY

As DR. VREELAND is teaching ELLIOT how to shoot a pistol at a target. ELLIOT SCORES A BULL'S-EYE.

CLOSE ON ELLIOT

A MATCHING SHOT to one preceding FLASHBACK.

CUT TO:

EXT. CENTRAL PARK WEST - AFTERNOON

As ELLIOT and DENISE leave ANSONIA PREP.

ELLIOT AND DENISE - EXT. CENTRAL PARK WEST - AFTERNOON

Elliot and Denise run BY THE BRICKED UP SUBWAY ENTRANCE near SAYEED's hot dog stand.

The two of them look back to make sure they are out of sight from the school.

ELLIOT

With the yellow cabs on strike, the only way we'll get cross town fast enough is to find a Tzigane.

They break into a run again.

CUT TO:

EXT. WEST SIDE BROADWAY AT 69TH STREET - AFTERNOON

As ELLIOT and DENISE wait.

In the B.G. behind them, a LARGE POLITICAL BILL:

(CONTINUED)

CONTINUED:

REFUSE THE WAR DEBT!

MARCH AND RALLY Speaker: DR. MARTIN VREELAND

Dr. Vreeland's Photo

Friday, Feb. 23rd, 11:00 AM,

ALLIANCE FOR FREEPEACE

Traffic on Broadway is heavy, but NO YELLOW TAXIS--they're on strike.

SHINY BLACK SEDAN

A Gypsy -- "Tzigane" -- Cab, as it stops at the traffic light just before ELLIOT and DENISE.

The TZIGANE, a Rastafari, waves to the two of them.

ELLIOT AND DENISE

As they wave back.

The light changes and the gypsy cab pulls up. The TZIGANE rolls down his window. He's wearing a GOLD RING, and he TWIRLS IT BACK AND FORTH while talking to Elliot.

ELLIOT

Park and 74th Street.

TZIGANE

What you got for me, mon?

ELLIOT

A pair of Knicks versus Jazz --
Section 417 -- Row A.

TZIGANE

Fan them.

Elliot fans the tickets so THE TZIGANE can see them.

TZIGANE (CONT'D)

If you give me counterfeits, *they*
will find you.

ELLIOT nods, and he and DENISE get in.

EXT. PARK AVENUE HIGH RISE - AFTERNOON

As SEDAN PULLS UP.

A UNIFORMED DOORMAN

Opens the car door for Elliot and Denise, letting them out.

ELLIOT AND TZIGANE

As Elliot hands THE TZIGANE the tickets through the sedan window.

ELLIOT

Thanks.

TZIGANE

Laissez Faire.

ELLIOT nods and the TZIGANE drives off.

ELLIOT AND DENISE

As they go into BUILDING. Elliot starts to SMILE at the doorman out of habit, but Denise nudges him, and Elliot assumes a properly somber expression.

INT. LOBBY

REPORTERS, PHOTOGRAPHERS, and TV CREWS are waiting in the lobby.

When they spot Elliot and Denise, they pounce on them:

MALE REPORTER

Hey, you're the Vreeland kids, aren't you?

DOORMAN

Mrs. Vreeland said no interviews.

FEMALE REPORTER

Please! Just tell us the cause of your father's death.

DENISE

A heart attack late this morning.

The OTHER REPORTERS throw more questions at them, but the Doorman holds them back as Elliot and Denise flee to the elevators.

INT. VREELAND LIVINGROOM - AFTERNOON

As ELLIOT and DENISE enter.

(CONTINUED)

CONTINUED:

A warm, luxurious place with oriental rug, fine antiques, and modernistic paintings on the wall.

Venetian blinds are LOWERED.

ELLIOT AND DENISE

As they start walking THROUGH AN L-SHAPE HALLWAY towards their parents' bedroom.

DR. VREELAND (O.S.)
 --political suicide, sheer madness,
 Cathryn. You'd think they'd at least
 be bright enough to follow Europe's
 example--admit that they're bankrupt
 and start again.

VREELAND MASTER BEDROOM

As Elliot and Denise enter to find DR. VREELAND--quite alive--and CATHRYN VREELAND closing a large suitcase--with difficulty.

CATHRYN VREELAND
 You predicted this, Martin.

DR. VREELAND
 You think that makes it easier for
 me to accept?

Dr. Vreeland looks up finally and notices that Elliot and Denise have come in.

DR. VREELAND (CONT'D)
 (to his kids)
 They give you any problems about
 getting out of school?

ELLIOT
 Denise should get a Tony award.

DENISE
 Three years of Juilliard has to count
 for something.

CUT TO:

VREELAND DINING ROOM

About an hour later, as family is making plans around the table.

(CONTINUED)

CONTINUED:

CATHRYN VREELAND is in the kitchenette getting a bite to eat for her family.

DR. VREELAND

Today is the day I've been warning everyone about for most of my career -- the day the power brokers decided that tolerating dissent from limited-government radicals like me is a luxury they can no longer afford. They need scapegoats to blame ... and from what I can put together it looks like my name just rose to the top of their list.

(beat)

My intelligence source says the FEMA warrants for my arrest are set to be executed tomorrow. So we leave tonight. I'll sneak out of here in disguise at five. At seven we all rendezvous at Port Authority. Alternate ID's until we're out of the country.

CATHRYN VREELAND enters with a PLATE OF SANDWICHES. DR. VREELAND takes a bite of one and grimaces.

DR. VREELAND (CONT'D)

Tofu baloney?

CATHRYN VREELAND

It was all the market had left.

DR. VREELAND

(to ELLIOT and DENISE)

We're scheduled tonight on Air New Zealand's ten o'clock flight to Auckland. We're booked using the family code name we discussed -- Rabinowitz.

CATHRYN VREELAND

Just pack essentials. Your father and I have overseas accounts we'll tap later.

DR. VREELAND

But I've got eleven million New Dollars in gold coins we have to take--we'll need them for bribes.

ELLIOT

Are they here?

(CONTINUED)

CONTINUED:

DR. VREELAND shakes his head, then looks pointedly at ELLIOT.

CUT TO:

ELLIOT'S BEDROOM

As DR. VREELAND is giving ELLIOT a final briefing on his mission, while ELLIOT is packing a suitcase.

ELLIOT is packing books and Blu-Rays.

DR. VREELAND hands ELLIOT a cell phone. ELLIOT sticks it into his shirt pocket.

DR. VREELAND

Leave your old phone here -- its GPS tracks you. This phone blocks the locator and will scramble your voice so NSA can't ID it.

ELLIOT

Where'd you get this? Friends in Homeland Security?

DR. VREELAND

(shakes his head)
WalMart.

ELLIOT puts a Blu-Ray of *The Matrix* and the graphic novel *V for Vendetta* into his suitcase. Then he takes the Blu-Ray of *V for Vendetta* and throws it into waste basket.

DR. VREELAND (CONT'D)

You ask Al for a copy of *Not Worth a Continental*. Al says, "I don't carry trash like that." You say, "What do you recommend instead?" Al invites you to see his special stock back of the bookstore.

ELLIOT

Dad, you've been reading way too much Tom Clancy.

DR. VREELAND takes a GLOCK 23 and shoulder holster out of a desk drawer and hands it to Elliot. ELLIOT checks the magazine and the chamber, then puts on the holster and sticks the pistol into it. Then he puts on a sports jacket to conceal the holster.

Dr. Vreeland hands Elliot a piece of paper.

(CONTINUED)

CONTINUED:

DR. VREELAND
Memorize this address.

Elliot takes the paper and looks at it.

ELLIOT
Do I have to eat this?

CUT TO:

INT. APARTMENT HOUSE LOBBY - AFTERNOON

As ELLIOT, on his trip to get the gold, sees REPORTERS still waiting. Before they see him, Elliot ducks into a STAIRWELL AND EMERGES:

EXT. APARTMENT HOUSE FIRE EXIT

And rounds the corner to:

EXT. PARK AVENUE

As ELLIOT comes out of his building, WE HEAR POLICE SIRENS GETTING CLOSER.

A MAN IN A TUX and A WOMAN IN A FORMAL DRESS run by ELLIOT, almost knocking him down. ELLIOT draws back into the DOORWAY.

MAN IN TUX
For God's sake, Sharon, keep up!

WOMAN IN DRESS
You try running in high heels!

A few seconds later, HALF A DOZEN FEMA OFFICERS in full riot gear run past ELLIOT, after the COUPLE.

THE SIRENS are coming from the RUNNING FEMA OFFICERS.

As THE FEMA OFFICERS run down the sidewalk with SIRENS BLARING, ALL PEDESTRIANS on the sidewalk turn their backs on the FEMA OFFICERS and assume CROUCHING POSITIONS FACES DOWN.

When the chase is past, ELLIOT comes out of his building again.

CUT TO

EXT. TIMES SQUARE

As ELLIOT arrives at:

EXT. THE RABELAIS BOOKSTORE

Across from the ONE TIMES SQUARE BUILDING, running NEWS HEADLINES ACROSS THE BUILDING.

INT. RABELAIS BOOKSTORE

As Elliot enters.

On one wall of the bookstore are porno titles; the other wall has titles by Salinger, Hemingway, and Joyce.

There are no other customers in the store as Elliot enters.

SIGN ON THE WALL:

BE 21 OR BE GONE!!!

AL

Is seated on a stool behind the cash register.

AL is pushing 400 pounds and has a thick, black beard. He is reading *Nausea* by Jean-Paul Sartre.

ELLIOT

I'd like a copy of *Not Worth A Continental* by Dr. Martin Vreeland.

AL lowers his book and looks Elliot over.

AL

You his kid?

ELLIOT

You Al?

AL nods and lifts himself off his stool--with difficulty.

AL

C'mon, your gold is in the back.

ELLIOT

You didn't give me the countersign.

AL

Christ Almighty, you're just like your father.

BACK STORAGE ROOM

Where Al leads Elliot over to a large carton--filled with books-- on the floor.

Elliot and Al lift the carton aside, revealing a HOLE in the floor. In this hole is a small PACKAGE sealed in plastic. Al hands Elliot the package.

AL
I gotta get out front. Need me,
just call.

ELLIOT
Could I ask you something?

AL
This better not be a diet question.

ELLIOT
(shakes head)
How come you didn't steal the gold?

AL
(laughs)
I didn't steal it 'cause it doesn't
belong to me.

AL goes out front again.

ELLIOT

as he places the package on a table under a light and breaks through the plastic. Inside is a LEATHER MONEY BELT. Elliot unzips the belt and finds:

INSERT- MONEY BELT

TWENTY-FIVE MEXICAN 50-PESO GOLDPIECES pressed into circular cut- outs in the leather.

ELLIOT

As he admires the coins briefly, then starts replacing his old belt with the money belt.

FRONT OF RABELAIS BOOKSTORE - DUSK

As Elliot comes forward again. Al is talking to a CUSTOMER, but a RADIO is playing loudly, covering what Al and the customer are saying.

IN THE B.G.

--past Al and the Customer--THE ONE TIMES SQUARE BUILDING
with NEWS HEADLINES STREAMING ACROSS.

ELLIOT'S POV - NEWS HEADLINES ON BUILDING

... ONE YEAR AFTER ANNOUNCEMENT THAT REMAINING U.S. GOLD
RESERVES ARE DEPLETED ...

ELLIOT'S POV - AL AND CUSTOMER

as Elliot SEES their LIPS MOVE but can't hear what they're
saying.

AL is doing SOMETHING with his hands, but we CAN'T SEE WHAT.

ELLIOT'S POV - NEWS HEADLINES

... FEMA DIRECTOR ATTRIBUTES CYBERATTACKS ON AGENCY RECORDS
TO REVOLUTIONARY AGORIST CADRE ...

ELLIOT'S POV - CLOSE ON AL

as WE SEE, finally, AL TWIRLING A GOLD RING BACK-AND-FORTH,
the same way the Tzigane did -- a Revolutionary Agorist Cadre
signal.

WIDER AGAIN

As Al's Customer leaves. Elliot walks forward to Al.

ELLIOT
Thanks for your help.

AL
Laissez Faire.

ELLIOT
(making sure no one's
watching)
Laissez Faire.

EXT. ELLIOT'S APARTMENT HOUSE - NIGHT

As Elliot returns home.

INT. APARTMENT HOUSE CORRIDOR

As Elliot emerges from the elevator on his floor and walks
to his apartment: a gray-steel door with the number 50-L and
a nameplate: Vreeland.

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CONTINUED:

Elliot inserts his keys and enters the apartment.

INT. APARTMENT - NIGHT

As Elliot enters.

ELLIOT

I'm back!

There is no answer.

TRACKING ELLIOT

As without removing his outer coat, he SEARCHES THE APARTMENT:
BEDROOMS, BATHROOMS.

No one's home.

A BULLETIN BOARD IN THE KITCHEN

As Elliot checks it.

There is no note for him.

Elliot's deep concern.

VREELAND MASTER BEDROOM - NIGHT

As Elliot--still wearing his coat--makes a VIDEOPHONE CALL.

ELLIOT AND VIDEOPHONE

And ON THE PHONE'S SCREEN is a RESERVATION HOSTESS with an
Air New Zealand logo in front of her.

ELLIOT (TO PHONE)

Were there any messages for Joseph
Rabinowitz? I'm supposed to leave
with my family on the ten o'clock
flight and we were accidentally
separated.

HOSTESS (ON PHONE)

I'm very sorry, but company policy
prevents us from accepting personal
messages. But I can have the airport
page them for you.

Elliot shakes his head, then asks suddenly:

(CONTINUED)

CONTINUED:

ELLIOT

The reservation hasn't been changed
or canceled?

HOSTESS

No. Do you wish to change it?

ELLIOT

No, thank you very much!

Elliot SWITCHES PHONE OFF and the PHONE SCREEN CLEARS.

INSERT - ELLIOT'S DIGITAL WATCH 6:28:41 ... :42 ... :43

ELLIOT

As he realizes that he still has half an hour to rendezvous
with his family as planned.

WE HEAR O.S.:

A DOOR SLAM and TWO MALE VOICES.

ELLIOT

As he freezes for a second, then listens at the bedroom door.

FIRST VOICE

(heavy, gruff)

Better check the bedrooms.

Quickly, ELLIOT slips into the BEDROOM CLOSET.

PITCH BLACKNESS

As WE HEAR HEAVY FOOTSTEPS PASS BY the closet, then FADE
AWAY.

MASTER BEDROOM AGAIN

As ELLIOT leaves the closet and resumes listening at door.

Elliot closes the door but leaves it slightly ajar so he can
hear better.

SECOND VOICE

(younger than First)

How long d'ja think we have to wait?

FIRST VOICE

He could come back any time.

(CONTINUED)

CONTINUED:

SECOND VOICE

I've never seen the Chief so pissed before.

FIRST VOICE

You'll be seeing even more if you let the Vreeland kid slip through your fingers again.

SECOND VOICE

My fingers? How was I supposed to know you hadn't--

FIRST VOICE

Shut up.

ELLIOT'S SHOCKED, WORRIED LOOK.

LEAVING BEDROOM DOOR AJAR, ELLIOT gets up and goes to:

THE STORAGE CLOSET

PITCH BLACK until ELLIOT FLIPS ON LIGHT. Elliot begins searching for something then finds: A LENGTH OF PLASTIC CLOTHESLINE.

Elliot TURNS OFF CLOSET LIGHT.

MASTER BEDROOM

Elliot walks to BEDROOM WINDOW.

OUTSIDE WINDOW is a TERRACE facing Park Avenue.

REVERSE POV - EXT. APARTMENT HOUSE

as we are outside the FIFTIETH FLOOR TERRACE--with IDENTICAL TERRACES ABOVE AND BELOW--and can SEE ELLIOT INSIDE BEDROOM

WINDOW.

The Terrace extends across the outside of Vreeland apartment from the bedroom to the living room.

A RAILING EXTENDS ACROSS THE TERRACE.

INSIDE AGAIN: ELLIOT WITH BEDROOM DOOR IN B.G.

As Elliot opens the bedroom window the change of air pressure causes the bedroom door to slam.

(CONTINUED)

CONTINUED:

ELLIOT as he WHEELS AROUND, DRAWS HIS GLOCK, AND DROPS INTO A SHOOTING STANCE AIMING AT THE DOOR. He is breathing very heavily-- nervously.

THE DOOR

As NO ONE ENTERS.

ELLIOT

As he waits ... and waits ... then concludes that the men in the living room didn't hear the door slam.

Elliot reholsters his GLOCK and finishes opening the window.

EXT. TERRACE - NIGHT

As ELLIOT climbs out.

When he's out, he closes the bedroom window.

ELLIOT'S POV

PARK AVENUE, fifty stories below.

REVERSE POV - ELLIOT

As he takes the clothesline, doubles it over, and loops it around the bottom of the terrace railing.

Elliot tests the line by pulling it. It holds.

The terraces are stacked so there is nothing but air between Elliot and the ground 600 feet below, as he climbs over the railing, supporting himself with his left hand as he wraps the clothesline around his right wrist for support.

ELLIOT

Holding tight onto the line (and avoiding looking down), Elliot begins lowering himself to his knees so that he is balanced with his legs sticking out and his kneecaps tight against the railing.

Now comes the tricky part: gradually transferring his weight onto the clothesline so he won't drop like a hanged man, breaking the fragile clothesline.

Holding onto the railing with his left hand, Elliot begins transferring his weight onto the line.

IN RAPID SEQUENCE:

THE RAILING

As it begins pulling out of the terrace.

ELLIOT

As he loses his balance and drops onto the line.

LONG ON ELLIOT

As he dangles, 50 stories above Park Avenue.

CLOSER

As ELLIOT TRIES TO SWING INTO THE TERRACE DIRECTLY BELOW, but it's obvious that if he lets go of the line, he'll drop the 50 stories rather than into the terrace.

THE ROPE

As it burns into Elliot's right wrist.

ELLIOT

Excruciatingly slowly, Elliot begins pulling himself up the clothesline.

THE RAIL

As it jerks out of the terrace a little more.

ELLIOT

As he succeeds in getting one of his knees onto his terrace again, and from there manages to climb back over the rail onto his apartment terrace again.

He lays on the terrace, exhausted, a few seconds, trying to catch his breath.

Elliot's discouragement, then another brainstorm.

Elliot belly-crawls across the terrace until he is directly in front of the living room. From below the lowered Venetian blind inside the door, Elliot gets a first sighting on his adversaries inside.

(CONTINUED)

CONTINUED:

ELLIOT'S POV - THE LIVING ROOM

THE TWO MEN. Both are plainclothed. ONE looks about thirty; THE OTHER about fifty. THE OLDER MAN has his jacket off, revealing a holstered pistol.

ELLIOT ON TERRACE

As he belly-crawls back to the other side of the terrace-- toward the bedroom and out of the sight of the men in the living room.

REVERSE POV - ELLIOT

as he hangs the clothesline over the top railing so it hangs down to the terrace below.

ELLIOT

As he reopens the bedroom window and CLIMBS INSIDE again.

INSIDE BEDROOM

As ELLIOT DRAWS HIS GLOCK, aims outside the window toward the sky

AND FIRES.

As soon as he's fired, ELLIOT opens the bedroom door and exits

TO:

HALLWAY where Elliot closes bedroom door and presses himself against the

Wall, listening. He risks a look around the corner--

ELLIOT'S POV - LIVING ROOM

as the TWO MEN exit to the terrace from the living room.

ELLIOT

As he dashes through living room to exit the apartment while the two men are on the terrace.

APARTMENT HOUSE CORRIDOR

As Elliot closes his apartment door softly from the outside, runs down the corridor towards the elevators, and opens a DOOR opposite the elevators, entering the:

LAUNDRY ROOM

Elliot shuts the laundry room door and waits.

ELLIOT HEARS

THE TWO MEN running out of the apartment down the corridor to the elevators. They pause nearby the laundry room.

SECOND VOICE (O.S.)

(out of breath)

But I checked the bedroom! How could he have--

FIRST VOICE (O.S.)

(furious)

Because he was hiding, you moron! His gun must've gone off while he was climbing down to the next terrace. I'll go after the kid while you phone the Chief.

SECOND VOICE (O.S.)

Think he knows we have his family?

ELLIOT'S STUNNED REACTION.

FIRST VOICE (O.S.)

He knows we want him. Tell the Chief we'll need a BOLO on the Vreeland kid if I can't catch him. Move!

ELLIOT HEARS a metallic doorslam--THE FIRE DOOR--then another, more distant, slam--the door to his own apartment.

ELLIOT

Shaking with anger and fear. But this is no time to lose control: Elliot opens the laundry door--

ELLIOT'S POV - THE CORRIDOR

and sees the corridor empty.

ELLIOT

Goes into the corridor, and OPENS THE FIRE DOOR TO SEE FIRE STAIRS.

ELLIOT HEARS

FOOTSTEPS running down metal stairs, then another DOOR SLAM from below.

CORRIDOR

As ELLIOT presses for a down elevator.

A few nervous seconds while Elliot waits. Then, the elevator arrives--empty. Elliot gets on and presses for a floor.

THE ELEVATOR DOORS

As the DOORS CLOSE--blocking off our view of Elliot--

MATCHING SHOT

As ELEVATOR DOORS OPEN AGAIN. Elliot gets off.

ELLIOT

Ducks past LOBBY, and exits to:

EXT. APARTMENT HOUSE FIRE EXIT - NIGHT

The same exit Elliot took before.

ELLIOT runs out to the empty street.

ELLIOT ON PARK AVENUE

as he runs as fast as he can from his building, until he comes to

AN ALLEYWAY

As ELLIOT leans against a wall to catch his breath.

DISSOLVE
TO:

EXT. STREET: ELLIOT - NIGHT

ELLIOT makes a call on his cell phone.

(CONTINUED)

CONTINUED:

As the number RINGS SEVERAL TIMES, then ANSWERS: PHILLIP GROSS'S FACE COMES UP ON THE PHONE'S SCREEN:

PHILLIP (ON PHONE)

Hi. I'd really like to talk to you,
so if you'll leave a short message,
I'll get back to you as soon as I
can.

AN ANIMATED CLOCK appears on the PHONE. Disappointed, Elliot closes the phone.

CUT TO:

EXT. FIFTH AVENUE -- NIGHT

But it's not anything like the tony Fifth Avenue we know today.

His trench coat pulled up high around his neck, ELLIOT walks past a HUGE SIGN:

"Warning! To LOOTERS, VANDALS, MUGGERS, SHOPLIFTERS, PICKPOCKETS, and Other assorted CRIMINALS. This area is heavily patrolled by ARMED GUARDS with orders to protect our businesses and customers from you BY ANY MEANS POSSIBLE. BEWARE FOR YOUR LIVES! -- FIFTH AVENUE MERCHANT ALLIANCE"

Fifth Avenue After Dark has turned into wide-open street festival, a combination of Mardi Gras, Burning Man, Gay Pride Festivals, Renaissance Faires, Santa Monica's Third Street Promenade, and the Red Light Districts of Amsterdam, Berlin, and Bangkok. The ubiquitous private guards overlook everything but violent crime. FEMA is not around.

A PROSTITUTE -- CANDY

Leaning against a wall, eyes ELLIOT as he passes, and she falls into step, walking next to him.

CANDY

Hey, lover, looking for a good time?

ELLIOT gives her a once-over, and stops.

ELLIOT

Do you work for yourself or a pimp?

CANDY

You look too young to be undercover.

(CONTINUED)

CONTINUED:

ELLIOT

I'm not FEMA. But I'm not a moron,
either. I don't want to get robbed
or arrested. How do I know you aren't
undercover?

CANDY

If you're not trouble, I'm not
trouble.

(raises hand)

I swear by the Fifth Amendment.

ELLIOT

You have your own place? Something
quiet ... and clean?

CANDY

You could eat off the floor.

(beat)

Or me.

ELLIOT

Let's go.

CUT TO

INT. CANDY'S STUDIO APARTMENT -- NIGHT

On the wall are posters -- movies, mostly -- but also of
MARY WOLLSTONECRAFT, EMMA GOLDMAN, and VOLTAIRINE DE CLEYRE.

As CANDY and ELLIOT take off their outer coats. ELLIOT keeps
on his jacket. CANDY sits on her bed and motions ELLIOT
over to sit next to her. She puts her hand on his leg.

CANDY

So what kind of a party are you
looking for, sweetie?

ELLIOT removes CANDY's hand from his leg, then reaches under
his belt and removes one gold coin, showing it to CANDY.

ELLIOT

What would you do for this?

CANDY's eyes widen.

CANDY

If that's real, it gets you all night
with me and two of my prettiest
friends.

(real sexy)

Any way you like.

(CONTINUED)

CONTINUED:

ELLIOT

Here's what I'd like. All night.
No friends. Something to eat. A
good night's sleep. Coffee and cable
news in the morning. And you make
change for this, giving me half back
in--

CANDY snatches the gold coin from ELLIOT's hand and pulls a
small purse out from under her skirt.

CANDY

--Vendies, FEMA's, Emiratis, Yuan,
or Euros?

CUT TO

INT. CANDY'S STUDIO APARTMENT -- MORNING

As ELLIOT is drinking coffee, watching TV. CANDY is asleep
in the bed.

ON TELEVISION AS ELLIOT WATCHES

A NEWS ANCHORMAN on a studio set. In a SLIDE behind the
anchorman--titled: FEMA DIRECTOR LAWRENCE POWERS--is a
handsome, military-looking MAN of about fifty, wearing a
stylish business suit.

ANCHORMAN (ON TV)

--Federal Emergency Management Agency
Director Lawrence Powers in his
address to the National Law
Enforcement Association last night.

TAPE of LAWRENCE POWERS addressing a POLICE BANQUET (Powers
speaks with a deep-Southern accent):

POWERS (ON TV)

The terrorist cyberattacks on our
FEMA data center is only the latest
example. The Revolutionary Agorist
Cadre can be viewed as nothing less
than an axis of evil drug lords,
arms dealers, and anarchist-
terrorists.

TAPE ENDS and ANCHORMAN returns to the TV SCREEN.

ANCHORMAN (ON TV)

The FEMA Chief's appearance last
night was a surprise to many who
(MORE)

(CONTINUED)

CONTINUED:

ANCHORMAN (ON TV) (CONT'D)
 expected that the Director would not
 speak in public less than a week
 after the suicide of his wife.

THE ANCHORMAN flips to his next story as a SLIDE OF DR. MARTIN
 VREELAND goes up behind him.

ELLIOT stops eating and pays close attention.

ANCHORMAN (ON TV) (CONT'D)
 Private memorial services will be
 held today for economist, Dr. Martin
 Vreeland, who died yesterday of a
 heart attack. Often called the father
 of the European Common Market Treaty
 Organization, Dr. Vreeland became a
 close advisor to EUCOMTO, and his
 limited-government, gold-backed money
 approach is credited for Europe's
 New Economic Miracle, for which he
 won last year's Nobel Prize in
 Economics.

CANDY wakes up, sees ELLIOT, and slinks over to him, wrapping
 her arms around him and kissing him.

ELLIOT doesn't ignore CANDY's attentions, but he does keep
 watching.

DR. VREELAND (ON TV)
 This killer inflation today is a
 direct result of the double whammy
 of overextending our foreign military
 obligations in eight different war
 zones and unlimited domestic bail-
 outs for any institution, company,
 or individual suffering financial
 reverses. Now, despite the highest
 taxes in U.S. history, the government
 can no longer raise enough funds to
 pay for Social Security, Veterans
 Services, Public Education, or Health
 Care. Our rates of unemployment and
 homelessness have never been worse
 in this, the Second Great Depression.
 Once the U.S. federal government
 began paying off foreign creditors
 with funds the Federal Reserve Bank
 created out of nothing, our economic
 security and civil liberties were
 both doomed.

(CONTINUED)

CONTINUED:

ANCHORMAN

Dr. Vreeland was to have addressed a New York anti-war-debt rally this morning. He is survived by a wife and two children.

THE ANCHORMAN flips to his next story, and we HEAR HIM V.O. the next few SHOTS:

EXT. NEW YORK STREET -- MORNING

As ELLIOT heads out.

ANCHORMAN (V.O.)

Curtis H. Landy, President of the Armed Services Union representing enlisted personnel in the United States military forces--

CUT TO:

EXT. AVENUE OF THE AMERICAS - MORNING

As ELLIOT, walking downtown, puts on sunglasses, scarf, and gloves.

ANCHORMAN (V.O.)

--said today there was little he could do to prevent a wildcat strike of this country's enlisted personnel if this latest round of negotiations doesn't produce a contract settlement.

EXT. TIMES SQUARE - MORNING

As ELLIOT returns to the RABELAIS BOOKSTORE. IN THE B.G. is ONE TIMES SQUARE.

IN B.G. BEHIND ELLIOT: NEWS ON BUILDING ... "TALKS ARE SCHEDULED TO RESUME MONDAY AT THE PENTAGON ..."

ANCHORMAN (V.O.)

Talks are scheduled to resume Monday at the Pentagon.

INT. RABELAIS BOOKSTORE

As ELLIOT enters.

BEHIND THE COUNTER

Is a DIFFERENT CLERK--as thin as Al was fat--with a pencil mustache and greasy black hair. The Clerk is reading a tabloid headlined: "VIRGIN VAGINA!"

The Clerk looks up at Elliot, then points to the sign that reads

BE 21 OR BE GONE!!!

ELLIOT

(quickly)

I'm not trying to buy anything. I just need to talk to Al.

CLERK

(shakes head)

Nobody here by that name.

ELLIOT

He was here yesterday. An overweight man with a beard.

The Clerk shakes his head again.

CLERK

Now beat it before a cop catches you in here.

Elliot beats it.

EXT. TIMES SQUARE - MORNING

Where ELLIOT stands, bewildered. He takes a deep breath and starts walking ... then stops, realizing he has no idea where to go next. Softly, to himself:

ELLIOT (TO HIMSELF)

Where to, kiddo? Where to?

BEHIND ELLIOT - ONE TIMES SQUARE NEWS HEADLINES "FREEPEACE DEMONSTRATIONS SET FOR 6 CITIES THIS MORNING ..."

ELLIOT

As he TURNS AROUND, SEEING THE HEADLINE on the building and comes to a decision. He CROSSES TIMES SQUARE, and starts walking UP BROADWAY.

EXT. BROADWAY AT 50TH STREET - MORNING

As ELLIOT passes by FEMA BARRICADES set up along the parade route. ELLIOT SEES:

FEMA OFFICERS

in riot control gear. A MOUNTED FEMA OFFICER is talking into a HELMET RADIO TO:

A FEMA OFFICER DIRECTING TRAFFIC

In riot control gear.

ELLIOT

As he stops a moment to look.

BEHIND ELLIOT ON A BOARDED UP STORE:

REFUSE THE WAR DEBT!

MARCH AND RALLY

Speaker: DR. MARTIN VREELAND

(Dr. Vreeland's Photo)

Friday, Feb. 23rd, 11:00 AM

ALLIANCE FOR FREEPEACE

ELLIOT

As he decides that these police aren't interested in him and he continues walking up Broadway.

CUT TO:

BROADWAY JUST BELOW COLUMBUS CIRCLE - MORNING

As ELLIOT, surrounded by other SPECTATORS, first SEES the DEMONSTRATORS. We can HEAR them CHANTING, but they are still too far off to know what they're chanting.

ELLIOT finds himself an uncrowded spot near the barricades, and waits.

DISSOLVE
TO:

THE DEMONSTRATION

As it approaches ELLIOT. A BANNER stretched across the FIRST RANK OF MARCHERS:

REFUSE THE WAR DEBT!!! ALLIANCE FOR FREEPEACE

There are as many MIDDLE-AGED DEMONSTRATORS as there are STUDENTS--though many more of the students carry FLAGS with THE FREEPEACE LOGO: A CIRCLE WITH A LINE SLASHING A CLENCHED FIST.

PICKET SIGNS carried by MARCHERS: Peace, Not Politics! ... Build Bakeries, Not Bombs! ... Smash Rationing! ... Production for Peace! ... Legalize Gold! Gold is the Only Real Money!

Some of the DEMONSTRATORS are obviously anarchist supporters of the Revolutionary Agorist Cadre, and are carrying signs like "LAISSEZ FAIRE" MEANS "LET THE GOVERNMENT COLLAPSE!"

ELLIOT SEEING ONE PARTICULAR PICKET SIGN

WAS VREELAND MURDERED?

DEMONSTRATORS

As a STUDENT--a black handkerchief wrapped around his head--
Carries a BULL HORN.

Repeatedly the STUDENT leads the DEMONSTRATORS in CHANTING:

STUDENT
What do we want?

DEMONSTRATORS
Peace!

STUDENT
When do we want it?

DEMONSTRATORS
Now!

STUDENT
What do we want?

DEMONSTRATORS
Freedom!

STUDENT
When do we want it?

(CONTINUED)

CONTINUED:

DEMONSTRATORS

Now!

After several repetitions, THE STUDENT changes the CHANT, at first all by himself, then slowly joined by the rest of the:

DEMONSTRATORS:

(CHANTING)

Laissez Faire! Laissez Faire!
Laissez Faire!

As the CHANTING moves down Broadway, we hear A FEMALE VOICE call out:

VOICE

Hey, Elliot! Elliot Vreeland!

ELLIOT

As he freezes, trying to remain anonymous in the sidelines. But then ELLIOT SEES:

MARILYN DANFORTH

His classmate, in the MARCH, carrying a picket sign (turned so we can't read it). It is MARILYN who's calling to him:

DANFORTH

Hey, Vreeland! Elliot Vreeland!

Elliot tries to hide behind another SPECTATOR, but it's too late for Elliot to remain inconspicuous.

A MOUNTED FEMA OFFICER

Hearing MARILYN DANFORTH's shouts, starts searching the crowd for Elliot ... and SEES ELLIOT on the side.

ELLIOT'S POV - THE MOUNTED FEMA OFFICER

as Elliot SEES the MOUNTED FEMA OFFICER speaking into his helmet radio.

FEMA OFFICER ON FOOT

hearing the Mounted Policeman. The FOOT FEMA OFFICER starts pushing his way through the crowd in the direction of ELLIOT.

ELLIOT

Slides under the barricades and gets into step with DANFORTH.

(CONTINUED)

CONTINUED:

ELLIOT AND DANFORTH

DANFORTH

I thought it was you! Why didn't
you--

ELLIOT

(softly but savagely)
Shut up or you'll get us both killed.

ELLIOT grabs DANFORTH's picket sign, which is still turned
so we can't read it.

THE FOOT FEMA OFFICER

As he spots Elliot.

FOOT FEMA OFFICER

(shouting into helmet)
There! It's the Vreeland boy!

And the FOOT FEMA OFFICER starts running towards ELLIOT.

ELLIOT

As he keeps marching.

THE FOOT FEMA OFFICER GRABBING ELLIOT

ELLIOT

(shouting)
Hey, what the hell d'ja think you're
doing?

CLOSE ON THE FOOT FEMA OFFICER

as he realizes with horror his mistake.

DEMONSTRATORS AND FOOT FEMA OFFICER

As the DEMONSTRATORS clobber the FOOT FEMA OFFICER with their
picket signs.

ELLIOT

As he takes the opportunity to escape the FOOT FEMA OFFICER'S
grasp.

Picket sign and all, ELLIOT PUSHES THROUGH the demonstration.

EAST SIDE OF COLUMBUS CIRCLE

As ELLIOT climbs under the barricades on that side and runs onto

CENTRAL PARK WEST

Where ELLIOT starts running uptown full speed.

ELLIOT

As he realizes that no one is chasing him, and ducks behind

THE BRICKED-UP SUBWAY ENTRANCE MARKED:

CENTRAL PARK SHUTTLE Under Construction the same one we first met him at--and ONCE MORE HE LEANS AGAINST THE WALL, catching his breath. Then, for the first time, he looks at the picket sign he took from Marilyn Danforth. It reads:

FREE THE AGORA!

CUT TO:

EXT. WEST SIDE APARTMENT COMPLEX - AFTERNOON

As ELLIOT leans against a wall, a copy of the French magazine *Paris Match* covering his face. The magazine's cover (a mock up with a still from the movie *Planet of the Apes*) shows the Statue of Liberty half-buried in mud, with the headline: LA MORT DES ETATS-UNIS?

INSERT - ELLIOT'S DIGITAL WATCH 4:33:11 ... :12 ... :13 ...

ELLIOT

As he covers his face again with the magazine.

PHILLIP GROSS

Crossing the street towards ELLIOT.

ELLIOT AND PHILLIP

PHILLIP

You know there were FEMA agents
looking for you at school today?

Elliot nods. Phillip taps Elliot on the arm and gestures into the apartment complex.

(CONTINUED)

CONTINUED:

PHILLIP (CONT'D)
C'mon. We're exposed out here.

They start into the complex.

INT. GROSS APARTMENT - DUSK

A warm, upper-middle-class apartment.

We DOLLY through the LIVING ROOM towards PHILLIP'S BEDROOM, where we can HEAR Elliot and Phillip talking O.S. Their VOICES become CLEAR as WE ENTER.

PHILLIP'S BEDROOM - ELLIOT AND PHILLIP

They're talking, Elliot in a recliner on one side of the room, Phillip on the other side, stretched prone on his bed. A typical teenager's room.

ELLIOT
--So all term Marilyn Danforth is for socialism then overnight she's carrying a sign for the Revolutionary Agorist Cadre?

PHILLIP
What can I say? The girl finds you irresistible.

ELLIOT
If she can't even tell the difference between my father's limited-government approach and the Cadre's full-out anarchism, she's not going to impress me.
(beat)
Phil, what do you think I should do?

PHILLIP
I think you should repeat your story for my uncle and ask his advice.

ELLIOT
But what does a jeweler know about this cloak-and-dagger stuff?

PHILLIP
Uncle Morris served in Mossad.

Elliot shuts up. Phillip gets up.

PHILLIP (CONT'D)
I'd better start on dinner.

(CONTINUED)

CONTINUED:

Elliot's slightly shocked look. Phillip walks over to the WALL TV and turns it on.

PHILLIP (CONT'D)

Rot your mind for a while.

TELEVISION - ELLIOT WATCHING

as PICTURE and SOUND COME UP. A TV SERIES ACTOR AND ACTRESS sitting on a SHOOTING SET in canvas chairs, talking sincerely to the camera.

ACTOR

--by remembering that just one ounce of gold bullion can put you in a federal penitentiary for twenty years. Even if you believe in returning the dollar to the gold standard, if you trade in gold before it's made legal you're undermining the stability of our entire economic system.

ACTRESS

By owning gold you become a Legal Tender Denier who supports Drug Lords, Gang-Members, and Terrorists. Be a Patriot. Don't own gold ... and turn in whoever tries to sell it to you.

The PSA ends and A CABLE NEWS CHANNEL SHOW RESUMES. ANCHOR MONAHAN SCOTT is interviewing GENERAL JACK GUERDON, a large, well-built black man in his fifties, who appears via satellite.

MONAHAN SCOTT

In our Contact Segment tonight we're once again joined via scrambled satellite link by General Jack Guerdon of the Revolutionary Agorist Cadre's TacStrike Division. General, let me ask the question that's most asked on MonahanScott.Com whenever you appear on this program. Why shouldn't my viewers regard me as giving air time to a terrorist?

GUERDON

That's simple, Scottie. The Revolutionary Agorist Cadre does not commit acts of terrorism.

(MORE)

(CONTINUED)

CONTINUED:

GUERDON (CONT'D)

We act solely in defense of our business clients who have the right to engage in free trade without being molested by corrupt tyrants, thieves, and prohibitionists.

ELLIOT watches intently.

MONAHAN SCOTT

Yet you've freely admitted making cyberattacks on government electronic records -- most recently those of FEMA -- destroying surveillance cameras, polluting the strategic petroleum reserve, hijacking military weapons transports--

GUERDON

-- and releasing all the military personnel unharmed -- don't forget to mention that part.

MONAHAN SCOTT

So you're saying all your other terrorist acts are just fine because you're not murderers?

GUERDON

We're saying it's FEMA which is the terrorist organization. And we Cadre are acting within the guidelines of the Declaration of Independence. We defend our clients' rights to life, liberty, and the pursuit of happiness. If we accidentally harm someone or damage something we're not supposed to, we don't make the excuse of "collateral damage" the way the government does. We don't hide behind "sovereign immunity." Instead we arbitrate the damages like any other good neighbor.

CLOSE ON ELLIOT as he considers this.

CUT TO

INT. GROSS DINING ROOM - NIGHT

MORRIS GROSS is a thin, Jewish-looking man in his mid-sixties-- sparse white hair and wire-rimmed spectacles.

(CONTINUED)

CONTINUED:

The remnants of a fabulous meal on the dining table.

ELLIOT (O.S.)

...and I guess that takes us up to this afternoon. That's all I have to go on, Mr. Gross.

WIDER - MORRIS GROSS, ELLIOT, PHILLIP

Around the dining table. They all get up, Phillip clearing the table while Mr. Gross motions Elliot into:

THE LIVING ROOM

MR. GROSS

Have you considered the possibility that your family may already be dead?

ELLIOT

I just can't believe the President would kill my family in cold blood just because my dad is critical of his policies.

MR. GROSS

The order might not come from the President. Sometimes a rendition just gets out of hand.

Elliot takes this solemnly.

MR. GROSS (CONT'D)

I want you to face that possibility, even though there are sound reasons they are probably still alive.

ELLIOT

I understand. But what do you suggest?

MR. GROSS

I think you already know.

ELLIOT

You're Cadre.

MR. GROSS

Yes. You're being shipped out to Aurora tonight.

CUT TO:

A LARGE TRUNK

Sitting in the middle of the GROSS'S LIVING ROOM, its lid open. THE TRUNK is built to hold a man: a thick layer of foam padding, a safety harness to suspend the occupant in a sitting position when turned upright, and four airtanks built into the lid with mouthpiece and airhose.

WIDER VIEW - AROUND THE TRUNK: ELLIOT, PHILLIP, MR. GROSS

Elliot has his coat on.

ELLIOT
(nervously)
SCUBA gear.

MR. GROSS
Claustrophobic?

ELLIOT
(shakes head)
Agoraphobic.
(beat)
Phil ... would you mind keeping
something safe for me until I get
back?

PHILLIP nods. ELLIOT reaches under his coat, takes his MONEY BELT off his pants and -- after taking ONE GOLD COIN out, sticking the GOLD COIN into his pocket -- ELLIOT hands the BELT towards his friend.

PHILLIP takes HIS BELT off and exchanges it with ELLIOT'S BELT.

PHILLIP
I'll hang this in my closet for safe
keeping.

Elliot SHAKES HANDS with Phillip and Mr. Gross. Then they help him into the trunk, fastening the harness.

ELLIOT LYING IN THE TRUNK - PHILLIP'S POV

THEN:

PHILLIP - ELLIOT'S POV

as the TRUNK LID CLOSES over Elliot. As the lid closes, we

FADE TO BLACK.

(CONTINUED)

CONTINUED:

ON A BLACK FRAME WE HEAR:

ELLIOT'S BREATHING--slow and regular--then SEVERAL BUMPS--
more regular BREATHING--VIBRATION--more BREATHING--then:

FADE IN:

ELLIOT'S POV: A FLOOD OF BLINDING WHITE LIGHT

ELLIOT'S POV - LENS STOPPING DOWN TO SEE:

MR. HARPER

Bending OVER US, smiling widely as our "eyes" adjust to the
light.

REVERSE ON ELLIOT

In the trunk, nearly choking on his mouthpiece from the shock.

INT. AURORA TERMINAL

As ELLIOT and we first see it. The Terminal (now empty except
for ELLIOT and MR. HARPER) is the interface between the
revolutionary underground and the rest of the world--but
it's not some dank cellar. The Terminal looks more like an
airport VIP lounge. NO WINDOWS OR VISIBLE DOORS.

ELLIOT'S POV - CLOSE ON HARPER'S RIGHT HAND

as Harper is helping Elliot out of the trunk--and ELLIOT
SEES that Harper is wearing a PLAIN GOLD BAND exactly like
the ones the Tzigane and Al were wearing.

ELLIOT AND HARPER AGAIN

ELLIOT

Is there anybody I know who's not on
the FEMA Most Wanted list?

HARPER smiles.

CUT TO:

A FLUORESCENTLY LIT CORRIDOR - HARPER AND ELLIOT WALKING

As HARPER leads ELLIOT toward a door at the corridor's far
end.

HARPER

Nobody uses real names around here.
Call me "Goldman."

(CONTINUED)

CONTINUED:

They reach a STEEL DOOR with an armored TV camera above it, looking down at them. The door SLIDES OPEN and

A GUARD

Is pointing a TASER WEAPON at them. THE GUARD is wearing the CADRE UNIFORM of Black Turtleneck Sweater and Black Slacks, a Photo-I.D. Badge with his picture on it (no name on the badge, though), and a red Security brassard on his arm.

FIRST GUARD

(to Harper)

Password.

HARPER

(bored)

Swordfish.

The Guard lowers his weapon.

SECURITY ALCOVE

Where ELLIOT and HARPER meet TWO MORE GUARDS: ONE sitting behind a security desk; THE OTHER standing, holding a TASER.

The Guard who's sitting looks at a MONITOR built into his DESK.

INSERT: GUARD MONITOR

As a COMPUTER GRAPH outlines Elliot (DISPLAYING OUTLINE of his PISTOL) and WRITES UNDERNEATH:

No Cameras, Recorders, Transmitters, or Radioactive Materials.

WIDER AGAIN

The guard looks up from his Monitor. To ELLIOT:

SECOND GUARD

You're cleared through to registration.

CUT TO:

A BOOTH

With a chair facing a COMPUTER STATION.

ELLIOT takes the chair; HARPER stands behind him.

(CONTINUED)

CONTINUED:

There is an OPENING GREETING on the MONITOR SCREEN. HARPER types in a code and A PHOTO BADGE with Harper's picture on it slides out of a slot. Harper clips on the BADGE while the OPENING GREETING returns to the MONITOR SCREEN.

HARPER
 (to Elliot)
 I'll meet you back here in half an hour.

HARPER exits and Elliot BEGINS REGISTRATION.

ANIMATED CADRE CHARACTER
 Laissez Faire, New Ally! Welcome to Aurora. We hope your stay with us is pleasant and profitable!

TOUCH SCREEN to Continue

ELLIOT AND DISPLAY

As he TOUCHES THE SCREEN

CUT TO:

ANOTHER VIDEO SCREEN

--only this one is SHOWING ELLIOT in the Registration Booth.

GUERDON (O.S.)
 He's your brightest student?

AND WE REVERSE TO SEE:

MR. HARPER AND TWO OTHER MEN

WEARING CADRE UNIFORMS--black turtlenecks and black slacks--watching Elliot on a VIDEO MONITOR in some sort of SECURITY ROOM.

ON THE TWO MEN

GENERAL JACK GUERDON is a large, well-built black man in his fifties. But he is so self-assured and soft-spoken we know this is a man used to giving orders--and having them taken.

The OTHER MAN--MAJOR CHIN--is Chinese, about thirty-five, acts like he might once have worked for the C.I.A., and speaks flawless English with a neutral accent.

(CONTINUED)

CONTINUED:

HARPER

Brilliant, Jack. Run him through George Mason and I expect he'll outdo even his father.

ON THE MONITOR: ELLIOT

going through the registration procedure, unaware he's being watched.

SECURITY ROOM: HARPER, GUERDON, CHIN WATCHING ELLIOT.

CHIN

He's only eighteen.

GUERDON

Alexander the Great was leading armies into battle at eighteen.

CHIN

I'd feel safer using Deanne Powers. She's already proved her talents as an operative.

GUERDON

If her name shows up on the FEMA list, we might be able to use both Elliot and Deanne as Trojan horses for the raid on FEMA's Utopia Prison. But as of now, Major Chin, this raw recruit is your only way in to FEMA's domestic Guantanamo. Ben, you'll talk to him about it?

HARPER

Better to let Deanne be his handler.

WE FOCUS on the MONITOR SCREEN again--HARPER, GUERDON, and CHIN watching ELLIOT, then:

CUT TO:

INSIDE AN ELEVATOR - ELLIOT AND HARPER

As ELLIOT is CLIPPING A PHOTO-BADGE to his jacket.

HARPER (CONT'D)

We're pulling together some leads and should be able to give you information on your family by tomorrow afternoon.

THE ELEVATOR DOORS OPEN.

HOTEL TYPE CORRIDOR

As HARPER leads ELLIOT to a door numbered 316.

Harper unclips Elliot's PHOTO-BADGE and inserts it into a slot next to the door. The door opens.

INT. HOTEL ROOM

The room is like any other hotel room -- except for the lack of windows.

HARPER

What name did you register under?

ELLIOT

Joseph Rabinowitz.

HARPER

(smiling)

In that case, *shalom*.

Harper starts out the door.

FROM CORRIDOR

HARPER (CONT'D)

You're on your own till tomorrow afternoon. Take a look around. Do some shopping.

ELLIOT

Shopping?

CUT TO:

ELLIOT

As (overcoat now off) he exits ELEVATOR to:

A CORRIDOR

Where ELLIOT sees various DOORS. He looks in.

GAME ROOM

PING PONG GAMES in progress, other PLAYERS waiting to play off. Also in use here: POOL TABLES, DARTS, and VIDEO GAMES.

CASINO

Roulette wheels, Blackjack, One-Arm Bandits, etc.

CUT TO

MOVIE THEATER

The film they are watching is Truffaut's *Fahrenheit 451*--the scene with the old librarian being burned with her books.

CUT TO:

ANOTHER FLOOR - HEALTH SPA

ELLIOT opens up a DOOR to an INDOOR SWIMMING POOL.

A WOMAN SWIMMING

This is LORIMER. She's alone, swimming in the nude. Slender and lithe, long hair flowing behind her. And, she's the first person near his own age that Elliot has seen in this complex; everyone else is at least five or ten years older.

Elliot can't take his eyes from her, then it's too late: she breaks the surface of the water and SEES HIM.

She stands up in the water, making no attempt to conceal her nudity.

ELLIOT AND LORIMER

as they stare at each other.

LORIMER

You're staring at me.

ELLIOT

Since I'm making you uncomfortable,
I'd better leave.

LORIMER

No, wait--

She pauses. Elliot's heart skips a beat.

LORIMER (CONT'D)

I was finished anyway. The pool's
all yours.

LORIMER

As she climbs out of the pool, grabs a towel from a deck chair, and exits bare-assed through a door to a dressing area.

ELLIOT

As he watches her depart.

DISSOLVE
TO:

INT. COMMISSARY

A CAFETERIA with tables for about two hundred. A FOOD LINE past a selection of breakfast entrees. PRICES ON THE WALL are in FRACTIONS OF GRAMS OF GOLD:

Coffee AU .016 Pancakes AU .60 Breakfast
Steak .. AU .280

A DIGITAL CLOCK

On wall reads: 8:30 AM

ELLIOT

With a tray on the food line. ELLIOT seems astonished by the variety of food available in the cafeteria -- there's obviously no food shortages or rationing here. ELLIOT loads his tray with way too much food then moves down the line to

THE BURSAR.

The Bursar adds up Elliot's purchases.

BURSAR
(to Elliot)
Seventeen cents, four mills.

Elliot unclips his photo-badge, and hands it to the Bursar.

The Bursar sticks Elliot's badge into the cash register, and hands it back to him.

Elliot clips his badge back on then picks up his tray and walks over to an empty table.

(CONTINUED)

CONTINUED:

But after ELLIOT gets seated at the table, he just sits there, staring at his tray full of delicious-looking food, but not eating.

REPEAT OF EARLIER FLASHBACK -- EXT. LAKE - DAY

As the Vreeland family are on the family's speedboat, the previous summer. DR. VREELAND and ELLIOT are operating the boat, CATHRYN and DENISE horsing around with them. Wind blowing through their hair, water spraying them all.

LORIMER (O.S.)

Can I join you?

BACK TO SCENE

As ELLIOT is BROKEN OUT OF HIS REVERIE. He Looks up and sees LORIMER.

ELLIOT AND LORIMER

Elliot glances around and notices that there are other empty tables.

ELLIOT

Honestly, I don't think I'd make very good company right now.

LORIMER sets her breakfast tray opposite ELLIOT anyway and sits down.

LORIMER

Anything you can talk about? I'm a very empathetic person.

ELLIOT

(sighs)

Talking about my problems to a beautiful stranger in a secret underground doesn't strike me as a wise first choice.

LORIMER

You just arrived here, didn't you?

ELLIOT

How'd you know?

LORIMER

Because I just got here myself and I've been getting a bad case of culture shock.

(CONTINUED)

CONTINUED:

ELLIOT
(relaxing a bit)
So who aren't you?

LORIMER
What?

ELLIOT
Nobody uses real names around here
so who aren't you?

LORIMER
(getting it)
I'm not "Lorimer."

ELLIOT
I'm not "Joe."

They shake hands across the table.

LORIMER
Get your mind off your troubles for
a few hours. You want to go to the
mall?

CUT TO:

ELLIOT AND LORIMER'S POV:

ELEVATOR DOORS OPEN TO REVEAL:

AN UNDERGROUND SHOPPING PROMENADE

ELLIOT and LORIMER EXIT INTO:

THE PROMENADE

On each side of the promenade are dozens of storefronts and
offices--with names like "THE BLACK SUPERMARKET,"
"ANARCHOBANK," "NoSTATE INSURANCE"--and shopping in the mall
are hundreds of persons of widely varying dress, nationality,
and style.

Some of the shoppers are MASKED.

LORIMER
What do you think?

ELLIOT
I think it would be easier to hide
Mount Rushmore.

CUT TO:

INT. "THE FIRST ANARCHIST BANK AND TRUST COMPANY"

"ANARCHOBANK," for short.

ELLIOT and LORIMER standing at a counter marked Exchanges.

ELLIOT hands a GOLD COIN to the AnarchoBank's EXCHANGE OFFICER. She weighs the coin, looks at her computer screen, then looks up.

EXCHANGE OFFICER
Emiratis, Yuan, or Euros?

ELLIOT
Emiratis.

THE EXCHANGE OFFICER counts out cash for ELLIOT.

Elliot and Lorimer start to leave. THE EXCHANGE OFFICER calls after Elliot, extending a folded PAMPHLET.

EXCHANGE OFFICER
Sir!

Elliot turns back.

EXCHANGE OFFICER (CONT'D)
Your AnarchoCard application.

CUT TO:

INT. "NALEVO INVESTMENTS"

ELLIOT and LORIMER seated at the desk of an INVESTMENT BROKER, who's telling them:

BROKER
But if you're looking for one of the fastest returns I've got for a minimal investment, The Best Little Whorehouse In Moscow is looking for a buyer.

On ELLIOT and LORIMER's bewildered expressions, we

CUT TO:

INT. "CEREMONIAL CHEMISTS"

Set up like a discount pharmacy--Rite-Aid or Walgreens.

A SIGN hanging over each aisle:

(CONTINUED)

CONTINUED:

NO PRESCRIPTIONS REQUIRED ON ANY PURCHASE Consult Your
Physician for Indications

ELLIOT AND LORIMER'S POV

WE PAN PAST counters filled with: MORPHINE ... PAREGORIC
... METHADONE ... HEROIN ... and another, smaller SIGN:

Warning: Narcotics Use May Be Habit-Forming ANOTHER COUNTER:
L.S.D. 25 ... T.H.C. ... Cocaine ... Mescaline ...

A WHITE-COATED PHARMACIST is stocking a shelf with PACKAGES
labelled "UNCUT MEDELLIN COCAINE POWDER -- ACCEPT NO
SUBSTITUTES!" He catches ELLIOT staring at him.

PHARMACIST

Anything I can help you with?

ELLIOT

Let me get this straight. I can
take as much of this stuff off your
shelves as I can afford, head to the
nearest schoolyard, sell it to 11-
year-olds ... and you don't have a
problem with that?

PHARMACIST

Yes, I have a problem with that. So
if you buy our drugs, please don't
do that.

ELLIOT

(quoting Obi-Wan)

You don't want to sell me death
sticks. You want to go home and
rethink your life.

The PHARMACIST shakes his head and goes back to work while

LORIMER AND ELLIOT

Head back out to the PROMENADE.

LORIMER

(to ELLIOT)

You think drugs are more dangerous
than plumbing acid, or scissors or
cars or thousands of other deadly
things? You might choke me with a
rolled-up magazine if that was the
only weapon available.

(MORE)

(CONTINUED)

CONTINUED:

LORIMER (CONT'D)

You're the one who has to answer for
what you do with anything you buy.
Or is there something *I'm* not getting
straight?

ELLIOT smiles. He's found a girl as smart as he is.

CUT TO:

INT. "THE GUN NUT"

On display every conceivable weapon with the exception of
nuclear bombs--

WE PAN PAST: PISTOLS ... SUBSONIC GENERATORS ... LASERS ...

AUTOMATIC MACHINE PISTOLS ... GRENADE LAUNCHERS ...CROSSBOWS
...

PAST THE SHELVES OF WEAPONRY--behind a SOUNDPROOF GLASS WINDOW--

An INDOOR SHOOTING RANGE--

ELLIOT AND LORIMER on the SHOOTING RANGE wearing ear
protectors, and in side-by-side lanes firing FULL AUTO.

DISSOLVE
TO:

ELLIOT AND LORIMER

Ear protectors off, comparing their targets.

BOTH OF THEM are crack shots.

CUT TO:

ELLIOT AND LORIMER EXITING "THE GUN NUT"

ELLIOT

Lor, after this place I'd believe
you if you told me someone here was
selling nuclear bombs.

QUICK CUT TO:

CLOSE ON A NUCLEAR BOMB

A mock-up on a display, a sign labelling it:

(CONTINUED)

CONTINUED:

10 KILOTON ATOMIC FISSION DEVICE

NUKE SALESMAN (O.S.)
 --roughly the blast at Hiroshima or
 Nagasaki--

WIDER - INT. "NUKES ARE US"

And WE SEE ELLIOT, LORIMER, and a SALESMAN standing next to
 the MOCK-UP.

NUKE SALESMAN
 --and far smaller than the megaton
 yield of our hydrogen fusion devices.

ELLIOT
 The plutonium is included?

NUKE SALESMAN
 (shakes head)
 There's a yellowcake dealer down the
 promenade who owns his own
 centrifuges. But you'd have to use
 our engineers on the excavation site.
 Here we have the greatest tool for
 grand-scale engineering the human
 race has ever had, and all most people
 can think to do with it is blow up
 cities.

LORIMER
 But you've sold these things?

NUKE SALESMAN
 Oh, I see what you're worried about.

THE NUKE SALESMAN hands LORIMER a form.

NUKE SALESMAN (CONT'D)
 You have to wait fifteen days while
 the Cadre runs a background check.

Before ELLIOT can react, A VOICE comes over a LOUDSPEAKER:

VOICE (ON SPEAKER)
 Attention, please. This is a G-raid
 alert. Attention, please. This is
 a G-raid alert. We are commencing
 evacuation immediately. Remain calm.
 We have a firm two hours until the G-
 raid. All visitors will please report
 to the Terminal for evacuation to
 their points of origin.

(CONTINUED)

CONTINUED:

THE VOICE repeats the message in the B.G. while ELLIOT and LORIMER follow the crowd back toward the elevators.

CUT TO

THE ELEVATOR DOORS open.

HOTEL TYPE CORRIDOR

As ELLIOT and LORIMER exit elevator. SEVERAL PEOPLE are waiting to get in, carrying personal belongings, but no one seems in a panic about evacuating--they're used to this sort of thing.

ELLIOT

You'll get your stuff and meet me
back here?

LORIMER smiles, hesitates, then grabs ELLIOT'S FACE and kisses him briefly but firmly. ELLIOT kisses her back. The two of them head to their respective rooms.

CUT TO

ELLIOT'S ROOM

As he ENTERS.

IN THE B.G. - THE TELEVISION WALLSCREEN

With a CADRE GUARD (the same VOICE we HEARD ON THE SPEAKER) repeating the ALERT MESSAGE:

GUARD (ON TV)

--main calm. We have a firm two
hours until the G-raid. All visitors
will please report to the Terminal
for immediate evacuation--

And the MESSAGE continues in the B.G. while in the FOREGROUND

ELLIOT SEES:

MR. HARPER

Standing, waiting for him.

HARPER

We've located your family. Your
father is free and unharmed.

ELLIOT AND HARPER

As Elliot has a sudden, horrid fear.

ELLIOT
Just my father?

HARPER
Your mother and sister are alive.
Unharmmed, we think. But ...

ELLIOT
But what?

HARPER
Two women we've tentatively identified
as Cathryn and Denise Vreeland have
been confined at FEMA's UTOPIA prison
in Cheshire, Massachusetts.

ELLIOT
Why would FEMA want my mother and
Denise? They think my father's dead.

HARPER
Possibly to prevent your family from
taking his place at yesterday's
FREEPEACE demonstration. Elliot,
these are powerful people playing a
desperate game to remain in power.

ELLIOT
Great. FEMA is on one side, you
Cadre are on the other. And my family--

HARPER
--is standing in the middle of the
road getting hit by traffic from
both directions.

ELLIOT
Do I have to sign a contract in blood
before you tell me where I can find
my dad?

HARPER
He's at your apartment.

CUT TO

CORRIDOR IN FRONT OF ELEVATORS

Where LORIMER is waiting for ELLIOT carrying a winter coat
and a shoulder-slung bag.

(CONTINUED)

CONTINUED:

HARPER punches for an elevator.

Elliot takes Lorimer's hand.

ELLIOT
I'm going back to New York.

LORIMER
Perfect. No one will be looking for me there.

ELLIOT
(to both LOR & HARPER)
Have you two met?

They both nod.

AN ELEVATOR arrives.

ELLIOT, LORIMER, and HARPER get on.

ELEVATOR

HARPER unclips his PHOTO-BADGE, INSERTS IT into the elevator, and STARTS PRESSING FLOOR BUTTONS IN SEQUENCE, as if he were punching a ten-key pad.

ELLIOT
But I thought we're supposed to report to the Terminal for evacuation.

HARPER
The Cadre are abandoning this underground. I think we can take a shortcut for once.

Harper takes Elliot's and Lorimer's photo-badges--and his own--

And drops them into his jacket pocket.

When the ELEVATOR DOORS OPEN, there is still ANOTHER DOOR.

HARPER PUSHES IT OPEN, and the three EXIT TO:

INT. CLASSROOM - DAY

ELLIOT takes a moment to orient himself ... and suddenly realizes where they are.

(CONTINUED)

CONTINUED:

An empty classroom in Ansonia Prep.

CUT TO:

INT. SCHOOL CORRIDOR

As HARPER leads ELLIOT and LORIMER toward the exit. It's Saturday so the school is completely empty.

HARPER

Three floors above us housed the hotel complex. The shopping center was built into the abandoned subway tunnel for the Central Park Shuttle.

ELLIOT

The city never noticed a little thing like a shopping center in its tunnel?

HARPER

Corruption of public officials does have its upside.

LORIMER

Could we get out of here before FEMA shows up? Please?

CUT TO

EXT. CENTRAL PARK WEST - MORNING

In front of the BRICKED-UP SUBWAY ENTRANCE MARKED:

CENTRAL PARK SHUTTLE Under Construction as ELLIOT AND LORIMER split off from MR. HARPER.

ELLIOT

I need to pick something up from a friend that my dad might need.

LORIMER nods.

CUT TO:

INT. APARTMENT HOUSE CORRIDOR

ELLIOT leads LORIMER to a door with the number 7-C and the nameplate: Gross.

THE GROSS'S DOOR IS OPEN A FEW INCHES.

(CONTINUED)

CONTINUED:

Elliot is not quite as naive as he was a few days before: he draws his GLOCK, racks the slide to load the chamber, and only then knocks on the door.

THE DOOR

As Elliot's knocking pushes it further open.

ELLIOT'S POV - GROSS APARTMENT LIVING ROOM

as WE SEE NOBODY INSIDE.

ELLIOT
(uneasily)
Hello? Phil? Hey, it's me.

There is NO ANSWER.

ELLIOT gestures LORIMER to follow him in.

INT. GROSS APARTMENT LIVING ROOM - MORNING

As ELLIOT--his gun still drawn--and LORIMER enter, leaving the door open. The APARTMENT SOUNDS ABSOLUTELY STILL.

ELLIOT
Hello? Mr. Gross? Phil? It's me--
Elliot.

There's still NO ANSWER.

ELLIOT (CONT'D)
(to Lor; softly)
Stay behind me.

His gun still drawn, ELLIOT (LORIMER close behind him) walks further into the apartment, toward the DINING ROOM.

GROSS DINING ROOM

As ELLIOT and LORIMER enter.

ON THE DINING TABLE: the remnants of a BREAKFAST left UNFINISHED hours ago--cold bacon and eggs congealed in grease, pieces of toast with bites taken out, half-drunk cups of coffee.

Elliot feels a cup of coffee.

ELLIOT
(softly)
Ice cold.

(CONTINUED)

CONTINUED:

Lorimer nods.

Elliot motions LORIMER to follow him into:

GROSS KITCHEN

Where there is a TOASTER with TWO PIECES OF TOAST sticking out.

AN AUTOMATIC COFFEE MACHINE is still on, but obviously the coffee has been sitting on the warmer for hours: THE COFFEE IS DARK AND BURNT. Elliot SHUTS THE COFFEE MACHINE OFF.

Motioning LORIMER to follow him again, ELLIOT starts walking towards PHILLIP'S BEDROOM. LORIMER stays close behind him.

PHILLIP'S BEDROOM

ALSO WITH NO ONE THERE, as ELLIOT and LORIMER enter.

ELLIOT holsters his pistol.

ELLIOT

(softly)

I don't like this. Give me a second to take my stuff and let's get out of here.

LORIMER

Uh ... I need to use the bathroom.

ELLIOT

Can't it wait?

Lorimer shakes her head.

ELLIOT (CONT'D)

Down the hall, through the master bedroom, and on the left.

LORIMER EXITS the room.

ELLIOT

As he opens PHILLIP'S CLOTHES CLOSET and immediately sees A DOZEN BELTS hanging on a belt-rack.

Quickly recognizing one as the MONEY BELT he left with Phil for safekeeping, Elliot TAKES IT DOWN, pulls the belt Phillip lent him off his pants, hangs it, and has his own MONEY BELT halfway on ...

(CONTINUED)

CONTINUED:

WHEN ELLIOT HEARS LORIMER SCREAM.

ELLIOT draws his automatic again, and RUNS OUT OF PHILLIP'S ROOM into

THE HALL

Which ELLIOT runs through into:

MASTER BEDROOM

Where ELLIOT hears FROM THE BATHROOM:

LORIMER

In here!

INT. BATHROOM

As ELLIOT--his gun still drawn--enters to find:

LORIMER (standing in a pool of water) and STARING AT:

MR. GROSS: SITTING IN THE SHOWER

Fully clothed, eyes wide open--staring in an endless gaze that can no longer see anything.

INCLUDING ELLIOT AND LORIMER

LORIMER

Who is it?

ELLIOT

(after swallowing)

My best friend's uncle.

After holstering his pistol again, Elliot leans down, FEELS MR. GROSS'S THROAT--searching for a pulse--then shakes his head.

LORIMER

It must have been a heart attack.

ELLIOT

No.

Motioning LORIMER out of the way, ELLIOT crouches down next to the body and PICKS UP A BROKEN CAPSULE on the tile floor.

ELLIOT smells the capsule, then stands up and waves it under LORIMER's nose.

(CONTINUED)

CONTINUED:

ELLIOT (CONT'D)

Almonds. That's what cyanide's
supposed to smell like, isn't it?

LORIMER

(nodding)

He killed himself.

(then, distantly)

My mother killed herself last week--
only she used sleeping pills.

Elliot shudders, and takes Lorimer's hand.

ELLIOT

Come on. Let's get out of here.

CUT TO:

EXT. BROADWAY - EVENING

As ELLIOT and LORIMER get into a TZIGANE CAB.

CUT TO:

INT. APARTMENT CORRIDOR: FACING VREELAND APARTMENT DOOR

As DR. VREELAND opens it to let ELLIOT and LORIMER in.

INT. VREELAND LIVING ROOM -- EVENING

As LORIMER stands back while ELLIOT and DR. VREELAND HUG
EACH OTHER.

DISSOLVE
TO:

INT. VREELAND LIVING ROOM -- NIGHT

As DR. VREELAND, ELLIOT, and LORIMER are sitting, talking.
DR. VREELAND looks as if he's been sitting at a wake. The
place is a mess -- empty plates and coffee cups everywhere.
DR. VREELAND is wearing a suit jacket with a loosened tie
and he looks as if he's been sleeping in it.

DR. VREELAND

The U.S. government doesn't have any
sort of cash it can use to convince
U.S. soldiers to return to base.

ELLIOT

And about a quarter of the United
States Armed Services have already
(MORE)

(CONTINUED)

CONTINUED:

ELLIOT (CONT'D)

joined up with the Revolutionary
Agorist Cadre, which doesn't have to
spend its money repaying oil loans
from Iraqis, Iranis, and Kurds?

DR. VREELAND

Exactly.

ELLIOT

You're the only one who can stop it?

DR. VREELAND

EUCOMTO is willing to lend the U.S.
Treasury enough gold to float a new
hard currency.

ELLIOT

But only if you become the new U.S.
Treasury Secretary.

DR. VREELAND

The European finance ministers trust
me to warn them if the U.S. starts
devaluing our assets again.

ELLIOT

And FEMA grabbed Mom and Denise --
and tried to grab me -- for leverage?

DR. VREELAND

Initially FEMA just wanted to keep
all of us from attending the Freepeace
rally. But then the President needed
me and everything changed overnight.
FEMA has been searching for your
mother, sister, and you on *my* behalf.
They told me all three of you were
kidnapped by the Cadre- to blackmail
me so I *wouldn't* take the job.

CLOSE ON LORIMER

As she listens carefully. Then:

ALL THREE AGAIN

ELLIOT

Since *I'm* here, that's an obvious
lie.

DR. VREELAND

Obviously, FEMA was wrong on that
point.

(CONTINUED)

CONTINUED:

ELLIOT

It was two cops--almost certainly FEMA--who were in here Thursday night looking for me. I overheard one ask the other, "Think he knows we have his family?"

DR. VREELAND

What made you think they were police? Were they uniformed?

ELLIOT

Plainclothes. But you told me your name was on a FEMA arrest list!

DR. VREELAND

(sighs)

My sources in the intelligence community got it wrong and I panicked. The FEMA arrest list was Ansonia Prep families to be questioned regarding your school being used as a cover for Cadre racketeering.

ELLIOT

But it has to be FEMA who have Mom and Denise. They showed up at school looking for me and I overheard one agent tell the other one to put out a BOLO on me, and only a police agency like FEMA would use a term like--

Elliot is interrupted by THE APARTMENT DOOR BUZZER.

Dr. Vreeland gets up and starts walking to the door.

DR. VREELAND

That's the FEMA Director. The President has asked him to handle our case personally to make sure you all get back to me safely.

CLOSE ON LORIMER

As this registers with her. She picks up her SHOULDER BAG and REACHES INTO IT.

DR. VREELAND

As he OPEN THE DOOR and SPEAKS EVEN BEFORE WE SEE WHO IT IS.

(CONTINUED)

CONTINUED:

DR. VREELAND (CONT'D)
 Good news! You won't have to look
 for my son anymore. He is--

LORIMER (O.S.)
Freeze!

LORIMER

As she is standing, pointing a pistol-with-silencer at the
 FEMA DIRECTOR.

IN THE DOORWAY: THE FEMA DIRECTOR

As we first see him in person (we saw him ON TV earlier).
 An expression of mild surprise appears on LAWRENCE POWERS'
 face as he SEES LORIMER aiming the pistol towards him.

JUST INSIDE THE DOORWAY: DR. VREELAND

As he freezes also, not know what the hell's going on.

STILL SITTING: ELLIOT

He's also confused.

WIDE ON ALL OF THEM

LORIMER
 (to FEMA Director)
 Inside. Keep your hands where I can
 see them.

THE FEMA DIRECTOR

As he enters the apartment casually.

ENCOMPASSING ALL

DIRECTOR
 (to Lorimer)
 Left foot farther forward, relax
 your right arm a bit. Haven't I
 taught you anything, Deanne?

DR. VREELAND
 Director, you know this girl?

DIRECTOR
 I never have--
 (1/2 beat)
 --even though she's my only child.

(CONTINUED)

CONTINUED:

ELLIOT's and DR. VREELAND's SHOCK.

DIRECTOR (CONT'D)

(to Lorimer/Deanne)

If you're intent on committing
patricide, Deanne, then do it.
Otherwise, let Dr. Vreeland and me
get down to our business.

LORIMER/DEANNE

As she keeps the pistol POINTED AT HER FATHER.

ALL AGAIN

ELLIOT

(sharply)

Don't.

LORIMER/DEANNE

(tightly)

You wouldn't tell me that if you
knew how lethal he is.

ELLIOT

Just don't.

ELLIOT AND LORIMER/DEANNE

She glances at Elliot briefly, then LOWERS HER PISTOL.

THE FEMA DIRECTOR

As he relaxes slightly.

ENCOMPASSING ALL

As ELLIOT and DR. VREELAND watch a family battle in progress.

DIRECTOR

(to his daughter)

Deanne, when you left you took
something from my safe. I need it
back. We have a lot to discuss when
we get home.

LORIMER/DEANNE

Do you really think I'd go back with
you after what you did to Mom?

(CONTINUED)

CONTINUED:

DIRECTOR

We'll discuss your mother later ...
in private.

(beat)

Deanne, right now you're an outlaw.
You've stolen valuable FEMA property.
There is no way even I can stop the
chain of events that will occur if
you do not return it, but if you
give it back and come home, nothing
more will come of this. I promise.

She laughs bitterly.

LORIMER/DEANNE

Over your dead body.

ELLIOT stands up.

ELLIOT

(to LORIMER)

Can you hold off shooting your daddy
for a minute? I need a minute alone
with mine.

LORIMER nods.

DR. VREELAND

Director, we need a moment.

THE DIRECTOR nods too, and while DIRECTOR POWERS and LORIMER
stare at each other for a moment ELLIOT and DR. VREELAND
head toward the BATHROOM.

INSIDE BATHROOM -- CONTINUOUS

DR. VREELAND turns on the water to cover their conversation.

ELLIOT

Phillip and his Uncle are Cadre.
So's my teacher, Mr. Harper. They
made sure I got the Grand Tour of
their secret lair -- obviously they
want to use me to get to you.

DR. VREELAND

So the Cadre have this girl watching
you while her father is watching me.
Are we even sure which side the two
of them are on?

(CONTINUED)

CONTINUED:

ELLIOT

Dad, you're obviously the key player who decides whether the government has money to pay the army or goes out of business, leaving the Cadre as the only game in town.

DR. VREELAND

And one if not both of us is being played. But which one?

ELLIOT

We don't have much time to figure it out. We could hear a gunshot any second now.

(beat)

Dad, the Cadre told me FEMA are holding Mom and Denise in a secret prison.

DR. VREELAND

Take that girl out of here. See if you can find out if the Cadre lied to you about that prison. I won't choose sides until I know whether it's the federal government or the Revolutionary Agorist Cadre who kidnapped my loved ones as leverage to get me on their team. Whoever did that chose my side for me.

ELLIOT

Dad, I don't want to leave you with the FEMA director if he's as lethal as his daughter says.

DR. VREELAND opens his jacket and shows ELLIOT his own concealed handgun.

DR. VREELAND

(smiles)

I love you, too.

CUT TO

LIVING ROOM

As ELLIOT and DR. VREELAND return. ELLIOT Remembers that he's still wearing his father's MONEY BELT.

ELLIOT AND DR. VREELAND

as ELLIOT catches DR. VREELAND's glance.

(CONTINUED)

CONTINUED:

CLOSE ON THE MONEY BELT

as ELLIOT hitches at his belt to signal his father.

THE DIRECTOR AND HIS DAUGHTER

as they face each other, not paying any attention to Elliot and Dr. Vreeland.

DR. VREELAND AND ELLIOT

DR. VREELAND
(shakes head)
Use your best judgment.

ELLIOT nods.

ON ALL AGAIN

ELLIOT and LORIMER grab their coats and--Lorimer still holding the gun on THE DIRECTOR--Elliot opens the DOOR and Elliot and

LORIMER BACK OUT INTO:

APARTMENT HOUSE CORRIDOR

Where ELLIOT shuts the apartment door.

LORIMER
My father will have agents searching
the area for us in minutes.

CUT TO:

INT. VREELAND APARTMENT HOUSE LOBBY - NIGHT

As ELLIOT and LORIMER exit.

DOORMAN
The "taxi" you telephoned for is
here, sir.

ELLIOT
Taxi? I didn't call--

The Doorman points outside to a BLACK SEDAN parked in front of the building.

ELLIOT'S POV OF SEDAN OUTSIDE

and HE SEES THE DRIVER: AL

(CONTINUED)

CONTINUED:

AL Is twirling a gold ring on his right hand.

ELLIOT and LORIMER get into AL'S SEDAN.

AL
(turning around)
Goldman thought it would be a good
idea if I waited for you.

INT. AL'S SEDAN

ELLIOT
Does my dad know that you're one of
the Cadre?

AL
He knows I do business with them.

ELLIOT
Then how come he trusts you so much?

AL
Your dad was my thesis adviser at
George Mason when I took my economics
doctorate.

A BLACK VAN

Pulls up to the curb in front of AL'S SEDAN.

THE INTERIOR LIGHT in the VAN comes on as the DOOR OPENS
showing a WOMAN DRIVER AND THREE MALE PASSENGERS, ONE of
them getting out.

LORIMER closes the SEDAN DOOR to shut off the CEILING LIGHT.

LORIMER
FEMA. I recognize that agent getting
out. Region Two office.

ELLIOT looks back into the VAN and sees the DRIVER, who also
SEES ELLIOT.

ELLIOT
(urgently)
Get us out of here.

EXT. PARK AVENUE

As AL PULLS THE SEDAN OUT.

(CONTINUED)

CONTINUED:

Suddenly, the FEMA AGENT does an about-face back into THE VAN, which pulls out just behind them.

AL

They still might not be sure.

ELLIOT

They're sure. The driver saw me. Her name is Millicent Tobias. She was my current-events teacher at school.

AL PULLS A U-TURN into downtown traffic, then hits a Direct Connect button on his CELL PHONE with SPEAKERPHONE ON.

THE FEMA VAN PULLS A U-TURN and FOLLOWS.

AL

(to his phone)

T, do you have me?

VOICE ON SPEAKERPHONE

On visual, O. We're tailing the van behind you.

AL

Federales, for sure, T. Lay cover for me at the next light. Do you copy?

VOICE ON SPEAKERPHONE

Copy, O. Burning at the next traffic signal. We'll give you a three-second warning.

AL

(to ELLIOT and LORIMER)

Get down when you hear my phone squawk. But not before.

LORIMER

What are they going to burn?

Suddenly, TWO MOTORCYCLES pull alongside the FEMA VAN, one on each side.

AL's SPEAKERPHONE SQUAWKS.

ELLIOT and LORIMER drop their heads in time to see the street lit to daytime brilliance.

(CONTINUED)

CONTINUED:

AL immediately floors the accelerator, fast pulling away from an FEMA VAN with THE DRIVER trying to pull over without crashing.

The MOTORCYCLES continue at normal speed.

AL turns left.

AL
Magnesium.

CUT TO:

EXT. WEST SIDE HELIPORT - NIGHT

As AL'S SEDAN PULLS UP.

ELLIOT and LORIMER exit the sedan. AL WAVES and DRIVES AWAY.

THE HELICOPTER PAD

With a CORPORATE HELICOPTER preparing for takeoff, its ENGINES STARTING UP.

ELLIOT and LORIMER approach the HELICOPTER and are met on the pad by MR. HARPER.

WE SEE ELLIOT and LORIMER talking to MR. HARPER. WE DO NOT HEAR their CONVERSATION because it's overpowered by the HELICOPTER ENGINE NOISE.

WE SEE (but DO NOT HEAR) ELLIOT and LORIMER NODDING AGREEMENT.

ELLIOT, LORIMER, and MR. HARPER all board the helicopter.

THE HELICOPTER

As, ENGINES REVVING FASTER, it TAKES OFF.

CUT TO:

EXT. SUMMIT: MT. GREYLOCK STATE RESERVATION - NIGHT

The highest peak in Massachusetts--now COVERED WITH SNOW--as THE HELICOPTER lands in a CLEARING near an ABANDONED TOURIST LODGE.

SEVERAL CADRE in SNOW SUITS--and some in SNOWMOBILES--at work around the LODGE.

HARPER, ELLIOT AND LORIMER

As they exit the HELICOPTER, and Harper leads Elliot and Lorimer--trudging through the SNOW--into the LODGE.

INT. TOURIST LODGE

As HARPER leads ELLIOT and LORIMER in.

It's obvious this is a makeshift REVOLUTIONARY AGORIST CADRE base: WINDOWS ARE OPAQUE, there are MEN and WOMEN in CADRE UNIFORMS running here and there, and there's the general HUBBUB of ACTIVITY and PURPOSE.

A JURY-RIGGED SECURITY DESK faces MR. HARPER, ELLIOT, and LORIMER as they enter. The three of them walk up to the GUARD at the SECURITY DESK and HARPER speaks to him:

HARPER
General Guerdon and Major Chin are
expecting these two.

THE GUARD checks his roster, and NODS.

CUT TO:

MAKESHIFT CONFERENCE ROOM

ELLIOT and LORIMER are seated at a rough-hewn table with the two Cadre Officers we met earlier, MAJOR CHIN and GENERAL JACK GUERDON.

In front of CHIN is a notebook computer. A FLAT SCREEN TV is being used as the computer's DISPLAY.

CHIN
We started getting reports that FEMA was constructing a secret luxury prison for high-ranking targets -- code-named UTOPIA--over a year ago. But we could never get a lead on where they were building it--they're as accomplished at hiding large facilities as we are.

GUERDON
Then, just before UTOPIA was put into operation, Princess Leia over here
(gestures towards Lorimer)
--handed us the "Death Star plans."

CHIN

Clicks on ICON on his computer.

PAST GROUP AT TABLE: THE WALLSCREEN

As it DISPLAYS a DOCUMENT with FEMA IMPRIMATUR: a LONG LIST OF NAMES titled FOR IMMEDIATE DISPOSITION. Among the names we see are those of Cathryn, Elliot, and Denise Vreeland, Phillip Gross and his uncle Morris Gross, and Ansonia Prep's headmistress, Dr. Maureen Fischer.

CHIN

(to Lorimer)

This was on the thumb drive you brought to us.

AROUND TABLE

ELLIOT

That's what you took from your father's safe?

LORIMER

(nods)

My father started keeping file copies at home after the Cadre launched its cyberattack on FEMA records.

GUERDON gestures to the WALLSCREEN.

GUERDON

This is a list of those to be secretly arrested this weekend and detained in UTOPIA.

(to Lorimer/Deanne)

We intercepted the following through other channels just this morning. Major?

CHIN CLICKS ANOTHER ICON.

ON THE WALL DISPLAY:

(FEMA SEAL)

TOP SECRET

TO ALL FIELD OFFICES:

Apprehend Deanne Powers for detention in UTOPIA.

(CONTINUED)

CONTINUED:

(Signed)

LAWRENCE POWERS

AROUND TABLE AGAIN

GUERDON (CONT'D)

I'm sorry, Deanne.

LORIMER

(shrugs)

I was expecting this.

ELLIOT

That first arrest list. FEMA didn't arrest Mr. Gross. We found him. They killed him and made it look like suicide.

GUERDON

(shakes head)

It was suicide.

(beat)

As my chief of staff, General Gross simply knew too much to allow himself to be captured.

ELLIOT

Then FEMA did arrest Phillip? They've got him in that prison with my mother and sister?

GUERDON

Yes. We're now ready to raid UTOPIA. But we need the two of you to help us.

ELLIOT

You need me? You're the one with an army. How can I help you?

GUERDON

UTOPIA is boobytrapped in the event of a direct assault. We have to disable its defenses from the inside. We need two Trojan Horses whose names are on the FEMA arrest list ... who are not already captured or dead ... who are not carrying secrets we can't afford to lose ... who are allied with us ... and who are unlikely to crack under fire.

(beat)

You'll help us?

(CONTINUED)

CONTINUED:

ELLIOT

My mother, sister, and best friend
are in there. If you have any sort
of profile on me, you already know
my answer.

GUERDON nods, and faces LORIMER.

LORIMER

When do we leave?

GUERDON

Tomorrow night. Let's get to work.
You've got a lot to learn.

(beat)

To begin with, the captured FEMA
personnel records show they have a
field agent named Wing who physically
resembles Major Chin. We've cloned
Agent Wing's ID and Major Chin has
memorized his service record well
enough to pass as one of their agents

...

DISSOLVE
TO:

EXT. GREYLOCK SUMMIT - NIGHT

TO ESTABLISH, THEN:

INT. BRIEFING HALL

As TWENTY-SIX CADRE MEN AND WOMEN--in addition to ELLIOT AND
LORIMER--get a final briefing from GUERDON and CHIN.

There is an AMERICAN REVOLUTIONARY WAR "DON'T TREAD ON ME"
FLAG up front and everyone is saluting.

EVERYONE

--one nation, under God, indivisible,
with liberty and justice for all.

GUERDON

Please be seated.

GUERDON and CHIN stand next to a TV WALLSCREEN being used as
a DISPLAY.

AS GUERDON SPEAKS, WALLSCREEN ILLUSTRATES COMPUTER ANIMATION
OF THE OPERATION AS HE SPELLS IT OUT, AND PROVIDES APPROPRIATE
TITLES TO IDENTIFY WHAT IS ANIMATED.

(CONTINUED)

CONTINUED:

GUERDON (CONT'D)

At 0545 the hang-glider commandos will drop near UTOPIA's relay tower, knock it out, then surround the FEMA Command Shack.

COMPUTER ANIMATION OF HANG GLIDER COMMANDOS (TITLED WINGED VICTORY) LANDING, SURROUNDING A COMMUNICATIONS TOWER (TITLED), KNOCKING IT OUT, THEN SURROUNDING THE COMMAND SHACK (TITLED: COMMAND SHACK GAMMA).

GUERDON (CONT'D)

After receiving confirmation of this, Major Chin's sedan will depart Nobody's Road, at 0600 breaching UTOPIA by standard operating procedure for entering prisoners.

ANIMATION SHOWS AN AUTOMOBILE (TITLED JUDAS GOAT) PULLING INTO UTOPIA (TITLED), THREE FIGURES GET OUT AND APPROACH ENTRANCE.

GUERDON (CONT'D)

At the signal from Chin, our commandos will assault the guard station, knocking out all FEMA officers--

COMPUTER-ANIMATED HANG-GLIDER COMMANDOS ASSAULT COMMAND SHACK.

GUERDON (CONT'D)

--simultaneous to Chin taking of the FEMA command suite.

ANIMATION OF A FIGURE KNOCKING OUT A MAN IN AN OFFICE (TITLED: COMMAND SUITE BETA) INSIDE THE PRISON.

GUERDON (CONT'D)

Chin will establish microwave relay with the command helicopter--

ANIMATION OF A MAN SETTING UP A SMALL MICROWAVE DISH ON GROUND, AND TRANSMITTING SIGNAL TO A HELICOPTER (TITLED GUARDIAN ANGEL) HOVERING ABOVE.

GUERDON (CONT'D)

--then proceed to break into the armored FEMA monitor booth.

COMPUTER ANIMATED: AN ARMORED DOOR OPENS (TITLED: MONITOR BOOTH ALPHA) AND THREE ARMED FIGURES RUN IN.

(CONTINUED)

CONTINUED:

GUERDON (CONT'D)

The command helicopter will laser the video to the dish back here on Mt. Greylock for relay to major TV outlets as soon as the raid is completed.

COMPUTER ANIMATED: A LASER BEAM TRAVELING FROM A HELICOPTER TO A LASER ANTENNA (TITLED: BIGMOUTH) ON TOP OF MOUNT GREYLOCK.

GUERDON turns to the laser technicians, LT. BETTY EVERS, SGT. COMPTON, and SGT. JONES.

GUERDON (CONT'D)

You should have our signal by 0615.

EVERS, COMPTON, and JONES NOD.

GUERDON (CONT'D)

(to all)

When the command helicopter receives video confirmation that UTOPIA is secure, we will inform the transport helioplane, which will be guided by the command helicopter to an icetop landing on Hoosac Lake.

ANIMATION: A TRANSPORT HELIOPLANE (TITLED: FRIENDLY SKY) LANDING ON A FROZEN LAKE (TITLED: HOOSAC LAKE), GUARDIAN ANGEL HOVERING NEARBY.

GUERDON (CONT'D)

Major Chin and the command helicopter will lead the 200 prisoners to a point where all our people on the ground can board the transport helioplane--

ANIMATION: TWO HUNDRED PEOPLE BOARDING THE HELIOPLANE.

GUERDON (CONT'D)

--and with luck we're all heading home by 0720.

COMPUTER ANIMATION: THE TRANSPORT HELIOPLANE TAKING OFF FROM FROZEN LAKEBED.

ANIMATION ENDS, and WALLSCREEN GOES DARK.

IN THE AUDIENCE: LT. LaRUE

(CONTINUED)

CONTINUED:

LARUE

Any last-minute updates on possible ground resistance, General?

GUERDON

GUERDON

Nothing new. The on-call garrison is three miles away, and once your group cuts off the relay tower, they can't be called anymore.

(beat)

Remember, this security system relies on a few trusted men and electronic control. Mr. Powers wants as few witnesses to his private concentration camp as possible. The very fact that he's willing to see his own men killed rather than have any of the prisoners escape verifies this. Anything else?

ELLIOT

I have a question.

GUERDON nods

ELLIOT (CONT'D)

What's the main point of this mission -- rescuing the prisoners or exposing the existence of the prison?

GUERDON

Exposing the existence of the prison. The American people need to know the truth.

ELLIOT

The prisoners -- my family -- are expendable then? We're all just pawns in a power struggle between you Cadre and the government?

GUERDON

Yes. "The tree of liberty must be refreshed from time to time with the blood of patriots and tyrants. It is a natural manure." Thomas Jefferson wrote that in 1787. Nothing has changed that fundamental truth in 23 decades.

(beat)

I won't lie to you, Elliot.

(MORE)

(CONTINUED)

CONTINUED:

GUERDON (CONT'D)

I'll do everything in my power to save the prisoners but we're doing this not for personal reasons but to press the reset button on the American Revolution. Understand?

ELLIOT nods. He understands completely what every soldier in American history has understood.

GUERDON (CONT'D)

Very well. See if you can catch another hour's sleep. Dismissed.

THE BRIEFING BREAKS UP.

CUT TO:

EXT. COUNTRY ROAD - NIGHT

As an UNMARKED SEDAN drives along, snow plowed into banks on both sides of the road.

THE SEDAN

As it PULLS INTO an even SMALLER ROAD, and CUTS ENGINE AND HEADLIGHTS.

INT. SEDAN

With CHIN as the Driver, and--in the BACK SEAT--ELLIOT and LORIMER--handcuffed to each other.

CHIN turns around to talk to them:

CHIN

I'm going out to watch for the signal.

ELLIOT and LORIMER NOD.

CHIN gets out of the sedan and SLAMS THE DOOR, leaving ELLIOT AND LORIMER alone to talk.

ELLIOT

Is there someone in UTOPIA you're doing this to rescue?

LORIMER shakes her head.

ELLIOT (CONT'D)

Then why?

(CONTINUED)

CONTINUED:

LORIMER

(beat)

To expose my father for what he is.
That's what my mother was trying to
do when he killed her.

ELLIOT

I thought you said she did it herself--
with sleeping pills.

LORIMER

(hesitates; then)

My mother found out about this prison.
She was about to go into my father's
safe and take the evidence--the thumb
drive--to some cable news reporter
... when my father caught her at it.

(beat)

He committed her to a mental
institution where they started doing
electroshock on her ... the sort
that causes memory loss. After the
second one, my mother killed herself.
She'd managed to save up sleeping
pills.

(beat)

I stole the thumb drive right after
her funeral. She'd told me the safe
combination in case anything went
wrong.

ELLIOT

How come you brought the thumb drive
to the Cadre instead of to the
reporter?

LORIMER

Because I'm pretty sure it was the
reporter who lost his nerve and tipped
my father off. The Cadre won't lose
their nerve.

OUTSIDE: THE SKY FLASHES

as if LIT UP by a LIGHTNING BOLT.

CHIN

As he gets into the front seat again.

CHIN (CONT'D)

They're just about to drop.

EXT. COMMAND HELICOPTER GUARDIAN ANGEL - NIGHT

A military SKYCRANE, as it hovers high above UTOPIA.

INT. HELICOPTER

As General Guerdon, SGT. STOKOWSKI, and five HANG-GLIDER COMMANDOS--Lt. LaRue and four OTHERS--prepare to drop out of the copter through AN OPEN PORTAL.

A Communications/video Technician--SGT. WORKMAN--is sitting at his board.

WORKMAN

Captain Billis says we're in position,
General.

GUERDON

Thank you, Sergeant.
(to LaRue)
Lieutenant?

LARUE

Winged Victory is ready, Sir.

One at a time--LaRUE FIRST--the HANG-GLIDER COMMANDOS drop out of the helicopter.

EXT. VIEW OF HELICOPTER

As COMMANDOS drop out.

THE HANG-GLIDER COMMANDOS

As they swoop down.

EXT. COMMUNICATIONS RELAY TOWER

As the COMMANDOS LAND and abandon their gliders.

EXT. ENTRANCE TO UTOPIA - NIGHT

As SEDAN with Chin, Elliot, and Lorimer arrives at an

ELECTRICALLY CONTROLLED FRONT GATE.

UTOPIA is built upon the remains of an abandoned ski camp;
it is entirely secluded.

A REMOTE-CONTROLLED VIDEO CAMERA

(CONTINUED)

CONTINUED:

As it swivels around to face the SEDAN.

INSERT: A VIDEO MONITOR

as the SEDAN FLASHES HEADLIGHTS TWICE.

EXT. GATE AGAIN

As the GATE IS OPENED BY REMOTE CONTROL.

THE SEDAN

As CHIN drives into the grounds.

INSIDE THE GROUNDS

As we follow the SEDAN driving along a snowdozed road, picture postcard snowdrifts illuminated by floodlights.

VIDEO CAMERAS follow the SEDAN's progress.

PARKING LOT

As the SEDAN pulls in near the PRISON--built mostly underground on the side of a hill.

INT. SEDAN

CHIN

(quietly)

Remember, you must remain absolutely still--no matter what--while you're in the holding cell.

ELLIOT and LORIMER nod.

EXT. SEDAN

As CHIN--carrying an ATTACHE CASE--takes the handcuffed ELLIOT and LORIMER out of the SEDAN, and the three start walking a path toward the PRISON ENTRANCE.

PRISON ENTRANCE: AN ARMORED DOOR

As CHIN--holding ELLIOT and LORIMER by the handcuffs--nods toward A VIDEO CAMERA.

INSERT: VIDEO MONITOR

As WE SEE CHIN, ELLIOT, LORIMER.

ENTRANCE AGAIN

AUTOMATICALLY, the ARMORED DOOR SLIDES OPEN, and the three go in.

EXT. COMMAND SHACK GAMMA

As LaRUE and two COMMANDOS surround the shack.

INT. PRISON VESTIBULE

As the OFFICER OF THE DAY (The O.D.) meets CHIN and his "PRISONERS."

A CLOCK ON THE WALL

READS: 6:00 AM.

THE VESTIBULE

Consists of A JAIL CELL, the MONITOR BOOTH DOOR, and the DOOR TO THE O.D.'S OFFICE.

THE O.D. is THE YOUNGER OF THE TWO MEN WHO TRIED TO ARREST ELLIOT IN HIS APARTMENT--and ELLIOT RECOGNIZES HIM. He greets CHIN.

O.D.

Sydney Westbrook, Region Two office.

CHIN

Agent Wing, Region Nine. Where do you want them?

O.D.

Wait a second--this is the Vreeland kid.

CHIN

So?

O.D.

Christ, I wish the Chief would make up his mind. They just took out the other two not an hour ago.

ELLIOT

(startled)

My mother and sister aren't here?

CHIN

Shut up, punk--you'll speak when you're spoken to!

(CONTINUED)

CONTINUED:

O.D,
Don't wear yourself out--he'll find
out anyway.

O.D.
(to Elliot)
That's right.
(to Chin)
Who's the-- Deanne? Is that you?

LORIMER nods.

O.D
(to CHIN)
I haven't seen the Chief's little
girl since she was twelve.
(to Lorimer)
I saw your name on the list but didn't
believe the Chief could go through
with it.

LORIMER
My father doesn't believe in showing
"favoritism."

CHIN
Could we skip old home week,
Westbrook? Like I said, where do
you want them?

O.D.
In the holding cell, until I process
them through.

The O.D. leads them across the vestibule to the HOLDING CELL,
and unlocks it.

CHIN removes the handcuffs from ELLIOT and LORIMER.

Lorimer goes into the CELL but ELLIOT (as planned) HESITATES.

INT. CELL

As CHIN SHOVES ELLIOT IN, and Elliot FALLS AGAINST A COT.

LORIMER looks as if she's about to spit at Chin--but she
doesn't.

As the O.D. locks the cell, ELLIOT and LORIMER position
themselves on their cots, leaning against the wall in a
relaxed, braced, manner suggesting dead tiredness. Neither
one moves a muscle.

(CONTINUED)

CONTINUED:

VESTIBULE AGAIN

CHIN

(to O.D.)

You wouldn't have some coffee, would you? I'm half frozen.

O.D.

Come on into my office--I'll make a fresh pot.

They start walking.

O.D. (CONT'D)

You know, it's because of that Vreeland kid that I got stuck up here.

INT. O.D.'S OFFICE

As O.D. LEADS CHIN IN.

ON THE OFFICE WALL: A BANK OF VIDEO MONITORS

Showing VARIOUS VIEWS OF THE COMPLEX.

INSERT: MONITOR "A"

TWO GUARDS in MONITOR BOOTH ALPHA, watching INSIDE PRISON COMPLEX.

CUT TO:

THE TWO GUARDS IN BOOTH AND THEIR MONITORS

As WE SEE THEM watching MONITORS showing VIEWS INSIDE PRISON COMPLEX OF PRISONERS ASLEEP IN THEIR CELLS.

The Monitor Booth is completely soundproof.

CUT BACK
TO:

INSERT: MONITOR "B"

The PRISON ENTRANCE--quiet, nothing happening.

CUT TO:

THE PRISON ENTRANCE

As seen on MONITOR "B"--quiet, nothing happening.

CUT BACK TO:

INSERT: MONITOR "C"

ELLIOT and LORIMER in their CELL, remaining motionless.

CUT TO:

ELLIOT AND LORIMER

In their CELL, motionless as we just saw on MONITOR "C."

CUT BACK TO:

INSERT: MONITOR "D"

OFF-DUTY OFFICERS in COMMAND SHACK GAMMA: sleeping, eating, playing cards, and ONE OFFICER WATCHING A VIDEO MONITOR HIMSELF.

CUT TO:

THAT OFFICER AND HIS MONITOR

as he's watching THE O.D. and CHIN.

O.D.'S OFFICE AGAIN:

CHIN

as he drops his ATTACHE CASE onto the O.D.'s DESK--next to the O.D.'s COMPUTER STATION--and opens the CASE.

THE ATTACHE CASE

As it OPENS: WE SEE A SMALL PULSE OF LIGHT INSIDE IT.

O.D.'S OFFICE SHOWING MONITOR "D"

WE SEE JETS OF GAS enter COMMAND SHACK GAMMA, and OFF-DUTY OFFICERS START TO PASS OUT.

OFFICER IN COMMAND SHACK WATCHING MONITOR

As he starts passing out.

COMMAND SHACK MONITOR

WE SEE CHIN TAKE A SYRINGE OUT OF HIS CASE AND START WALKING UP BEHIND THE O.D.

IN O.D.'S OFFICE AGAIN:

CHIN AND O.D.

As CHIN walks up behind the O.D., who's making coffee.

O.D.
The coffee will be just a--

CHIN stabs the syringe into the O.D.'s NECK. THE O.D. wobbles a second, then COLLAPSES TO FLOOR.

ON WALL: MONITOR "A"

as the TWO GUARDS in the MONITOR BOOTH still watch MONITORS SHOWING THE PRISON, unaware their Officers have been knocked out.

ON WALL: MONITOR "D"

As ALL THE OTHER OFFICERS ARE PASSED OUT FROM THE GAS. Then, WE SEE LaRUE--WEARING A GAS MASK--ENTER THE COMMAND SHACK and GIVE CHIN A THUMBS UP.

LARUE'S POV: ON MONITOR IN FRONT OF PASSED OUT OFFICER

As LaRUE SEES CHIN RETURN THE THUMBS UP.

O.D.'S OFFICE

CHIN goes back to his attache case, and removes A NOTEBOOK of his own, VIDEO CABLES, A CABLE CUTTER, A LASER TORCH, SAFETY GOGGLES, and A TINY MICROWAVE DISH TRANSMITTER.

INT. HOLDING CELL

As ELLIOT and LORIMER are still motionless.

INT. MONITOR ROOM - TWO GUARDS

As they watch MONITORS showing PRISONERS ASLEEP.

ON MONITORS:

VARIOUS VIEWS OF PRISONERS ASLEEP. And--

ONE MONITOR IN PARTICULAR

Showing ELLIOT and LORIMER motionless in their cell.

MONITOR GUARDS AGAIN

As one GUARD lights a cigarette.

IN O.D.'S OFFICE: MONITOR "A"

showing GUARD lighting cigarette.

WIDER IN OFFICE

As CHIN--wearing safety goggles--is using the LASER TORCH to cut into the wall below the MONITORS.

CHIN cuts through the wall and removes a chunk of it, revealing VIDEO CABLES.

CHIN ATTACHES HIS COMPUTER to the VIDEO CABLES, and CLICKS AN ICON on his notebook.

MONITOR ROOM GUARDS WATCHING THEIR MONITORS

As THE MONITORS FLICKER.

O.D.'S OFFICE: CHIN WATCHING MONITOR "A"

As he sees that the GUARDS PAY NO ATTENTION to the FLICKERING.

Chin sighs.

Chin CLICKS ANOTHER ICON on his COMPUTER.

COMPUTER DISPLAY

As IT SHOWS THE SAME TELEVISION PICTURES THE MONITOR GUARDS ARE WATCHING, and blinks the following at the bottom of the Display: RECORDING

CHIN

As he walks over to the O.D.'s unconscious figure, takes his KEYS, then GRABS THE TINY MICROWAVE DISH and exits to Vestibule.

THE HOLDING CELL

As CHIN WAVES TO ELLIOT AND LORIMER. They get off their cots to leave AS CHIN UNLOCKS THE CELL.

THE VESTIBULE

As ELLIOT and LORIMER leave their cell. THE WALLCLOCK READS 6:13 AM. CHIN whispers to ELLIOT:

CHIN

You have seventeen minutes.

ELLIOT nods, and start walking towards the O.D.'s OFFICE.

CHIN and LORIMER head toward the PRISON EXIT.

INT. O.D.'S OFFICE

As ELLIOT enters.

THEN ELLIOT'S POV: MONITOR "C"

Which is still showing ELLIOT and LORIMER motionless in their cell.

CUT TO:

GUARDS WATCHING IN MONITOR BOOTH

AS ONE OF THEIR MONITORS SHOWS

INSERT: A MONITOR

The same view of Elliot and Lorimer motionless in their cell.

IN MONITOR BOOTH: PAN TO OTHER MONITORS

Showing various views of prisoners asleep in their cells.

CUT TO:

CHIN'S COMPUTER'S DISPLAY

As it shows the same view of Elliot and Lorimer motionless in their cell then SWITCHES TO VARIOUS VIEWS OF PRISONERS ASLEEP.

NOW BLINKING ON CHIN'S COMPUTER DISPLAY:

PLAYBACK

WIDER IN O.D.'S OFFICE

As ELLIOT walks over to the O.D.'s DESK--ON WHICH IS THE O.D.'s COMPUTER and brings it out of sleep mode.

ON SCREEN AS IT COMES UP:

LOG IN: USER NAME PASSWORD

ELLIOT AND SCREEN

as ELLIOT types in THOMAS MORE and A SERIES OF ASTERISKS. *

SCREEN

The LOGIN is accepted.

CUT TO:

EXT. PRISON - MORNING TWILIGHT

As CHIN and LORIMER--a little away from the PRISON ENTRANCE--

Start setting up the TINY MICROWAVE DISH ANTENNA, pointing it towards the SKY.

CUT BACK TO:

ELLIOT AND TERMINAL

As he clicks on:

1. UNLOCK CELLBLOCK A. [yes/no]
2. AWAKEN PRISONERS. [yes/no]

And clicks yes for each.

CUT TO:

INT. PRISON CELLBLOCK: VARIOUS VIEWS OF PRISONERS

Being awakened by AN ALARM, and finding their cell doors opening.

THEN:

PHILLIP GROSS

As the ALARM awakens him in his cell.

(CONTINUED)

CONTINUED:

GUARDS IN MONITOR BOOTH ALPHA

as their MONITORS still show all the prisoners asleep.

Since the Monitor Booth is SOUNDPROOF, the two Guards do not hear the alarm.

ELLIOT'S POV ACROSS THE OFFICE:

ELLIOT AND COMPUTER

As Elliot types in COMMANDS and EXECUTES.

COMMANDS BEING EXECUTED.

IMAGE ON MONITOR "C" CHANGES TO:

PHILLIP GROSS IN HIS CELL, as--just having woken up--PHILLIP sees his CELL DOOR OPEN.

ELLIOT

As he gets up from the O.D.'s desk and walks over to the BANK OF MONITORS.

PHILLIP'S CELL

As PHILLIP HEARS:

ELLIOT'S VOICE
Phil, this is Elliot. You hear me?

PHILLIP HEARS Elliot, but can't SEE him.

PHILLIP
Elliot? Where the hell--

IN. O.D.'S OFFICE - ELLIOT TO MONITOR SHOWING PHILLIP

ELLIOT (TO MONITOR)
The intercom from the prison office.
I'm here with the Cadre--we're
breaking everyone out. Listen
carefully, we don't have much time--

BELOW MONITORS: ON CHIN'S NOTEBOOK'S DISPLAY

SUDDENLY APPEARING at the bottom of the DISPLAY:

TRANSMITTING

ON MONITOR "B"

Showing CHIN and LORIMER outside--

CUT TO:

EXT. PRISON

As CHIN and LORIMER have the MICROWAVE DISH ANTENNA set up: an AMBER LIGHT on the unit SUDDENLY TURNS ON, showing it working.

CHIN'S AND LORIMER'S POV OF SKY:

Blinking lights high above them.

CUT TO:

INT. HELICOPTER

Hovering high above the prison.

GUERDON is standing nearby SGT. WORKMAN and his Communications/ video Board, SGT. STOKOWSKI in the B.G.

SUDDENLY, an IMAGE APPEARS on Sgt. Workman's MONITOR.

FAVORING WORKMAN'S MONITOR

VARIOUS VIEWS INSIDE THE PRISON CELLBLOCK SHOWING PRISONERS

GETTING UP IN RESPONSE TO ALARM.

WORKMAN

We've got Major Chin's signal,
General.

Guerdon comes over to Workman and looks at the Monitor.

GUERDON

Start recording and set up your laser
link with our receiver on Mount
Greylock.

(turns)

Stokowski, let them know downstairs
that we're getting it.

ON GROUND OUTSIDE PRISON

as CHIN and LORIMER SEE THREE FLASHES OF LIGHT ABOVE THEM.

(CONTINUED)

CONTINUED:

CHIN

(to Lor)

They've got it. Let's get to work
inside.

CHIN and LORIMER head toward the prison entrance again.

HELICOPTER AGAIN

As a LASER BEAM shoots out the helicopter.

A LASER ANTENNA ON MT. GREYLOCK SUMMIT

As WE SEE the LASER BEAM reach it.

INT. MT. GREYLOCK LODGE

As the three Bigmouth technicians--SGT. COMPTON, SGT. JONES
& LT. BETTY EVERS--are watching A VIDEO BOARD.

SUDDENLY, the pictures from the prison appear on their
MONITOR.

SGT. COMPTON

We've got it, Lieutenant!

LT. EVERS

Start recording and relay, Compton.
Sgt. Jones, tell Guardian Angel we
have it.

COMPTON, EVERS, AND JONES WATCHING MONITOR

As we see VARIOUS VIEWS OF PRISONERS GETTING UP.

SGT. JONES (TO RADIO)

That is correct, Guardian Angel. A
perfect signal.

CUT TO:

PRISON GUARDS IN MONITOR BOOTH

As their MONITORS are still showing the PRISONERS ASLEEP.

CUT TO:

INT. VESTIBULE: IN FRONT OF MONITOR BOOTH DOOR

As CHIN AND LORIMER are at work preparing to open the
vaultlike door.

(CONTINUED)

CONTINUED:

Chin has his protective goggles on and is etching a pattern on the door with his laser torch.

Lorimer is preparing charges of plastic explosive.

CUT TO:

ELLIOT AND MONITORS IN O.D.'S OFFICE

As WE still see PHILLIP on MONITOR "C".

WE STILL SEE VIEWS OF O.D.'S OTHER MONITORS.

ELLIOT (TO PHILLIP)

The Cadre have secured the office.
The Guards are watching replays right now so they can't see or hear anything. You're all safe to move around freely for the next few minutes. Still following me?

PHILLIP (ON MONITOR)

Yes.

ELLIOT'S POV: O.D.'S MONITOR "A"

as ONE of the MONITOR GUARDS gets up, but Elliot doesn't notice.

ELLIOT TALKING TO PHILLIP

MONITOR "A" in B.G., HIS POV--the Guard moving--

ELLIOT

The only set of doors you can get out are through the Monitor Booth itself--

PHILLIP

(interrupting)

I know--that's how they got us in here.

CLOSE ON MONITOR "A"

As it shows the Guard starting to OPEN THE BOOTH DOOR.

ELLIOT TO PHILLIP:

MONITOR "A" in HIS POV--

(CONTINUED)

CONTINUED:

ELLIOT

Okay. Phil, what you need to do is start rounding everyone up to leave. As soon as the Cadre have knocked the Guards out, we'll come in and get you. Make sure everyone is dressed as warmly as possible--

ELLIOT

As he suddenly notices what's happening on MONITOR "A"--

ELLIOT

Holy shit!

ON MONITOR "C"

PHILLIP

Elliot, what's wrong?

ELLIOT

As he ignores Phillip and makes a dash toward the Vestibule.

THE VESTIBULE

CHIN at work with his laser torch on the VAULTLIKE DOOR, LORIMER shaping explosive charges just behind it.

ELLIOT RUNS IN AND SHOUTS:

ELLIOT

Lorimer! Chin! The door--

THE MONITOR BOOTH DOOR

As it OPENS in time to Elliot's warning--

IN RAPID SEQUENCE:

CHIN

As the OPENING VAULT DOOR knocks him backward. He DROPS HIS LASER TORCH.

LORIMER

As she jumps back, out of the way behind the door--

THE GUARD

As we HEAR HIM SHOUT:

(CONTINUED)

CONTINUED:

GUARD (O.S.)
 Hey, Sid! How 'bout some coffee for
 Mike and--

And THE GUARD sticks his head out of the open door, seeing
 CHIN, who's just fallen backwards.

GUARD (CONT'D)
 (startled)
 Oh, shit.

CHIN AND THE GUARD

As CHIN scrambles to get his LASER TORCH and THE GUARD draws
 his gun.

THE GUARD

As he draws ... aims at CHIN ... and FIRES.

CHIN

As he's shot in the stomach and is KNOCKED BACK.

THE GUARD

As he slams the VAULT DOOR SHUT.

ELLIOT AND LORIMER

As they rush over to CHIN.

CHIN, ELLIOT, LORIMER

CHIN
 (to Elliot; weakly)
 Try to stall them!
 (to Lorimer)
 You have to finish before they self-
 destruct. Listen--

ELLIOT runs back to the O.D.'s office.

O.D.'S OFFICE

As ELLIOT runs in--and:

ELLIOT'S POV OF MONITOR "D"

SEES A VIEW OF HIMSELF RUNNING INTO THE O.D.'S OFFICE ON
 MONITOR "A"

(CONTINUED)

CONTINUED:

THE TWO GUARDS, WHO ARE USING MONITOR "D" AS AN INTERCOM TO THE O.D.'S OFFICE.

ELLIOT AND MONITORS

Showing GUARDS on MONITOR "A," EMPTY PRISON ENTRANCE on MONITOR "B," PHILLIP on MONITOR "C," and ELLIOT on MONITOR "D."

WE SEE PHILLIP--on MONITOR "B"--trying to talk to ELLIOT, but PHILLIP'S VOICE has been OVERRIDDEN by GUARDS ON MONITOR "A."

1ST GUARD (ON MONITOR)
Who the hell are you?

Elliot delays.

1ST GUARD (ON MONITOR) (CONT'D)
I asked who you are. You've got three seconds to answer before we turn this place into rubble. Three ... two--

ELLIOT
All right! I'm Elliot Vreeland!

1ST GUARD (ON MONITOR)
I'm not asking for a social introduction. What outfit are you with? Three--

ELLIOT
(sighs)
The Cadre. The Revolutionary Agorist Cadre.

1ST GUARD (ON MONITOR)
How many of you are there? Where are the rest?

ELLIOT does not reply.

1ST GUARD (ON MONITOR) (CONT'D)
Kid, you just made your last mistake.
(to other Guard)
Start the countdown.

ELLIOT
Wait!

1ST GUARD (ON MONITOR)
Make it quick.

(CONTINUED)

CONTINUED:

ELLIOT

A straight offer. You can both walk out of here rich men. I've got thirty Troy ounces of gold coins with me that you can split between you. I'm sure we can get you more later if necessary. You let the prisoners out then disappear. Okay?

This time, it's the 1ST GUARD who remains silent.

ELLIOT (CONT'D)

I've got it right on me--wait a second, I'll show it to you.

ELLIOT starts to take his belt off.

1ST GUARD (ON MONITOR)

Don't bother--I believe you. We know you Agorists are loaded.

ELLIOT

Then you'll do business?

1ST GUARD (ON MONITOR)

Nah. The Chief wouldn't like that.

ELLIOT

The Chief? Your Chief doesn't even care whether you live or die.

1ST GUARD (ON MONITOR)

That's where you're wrong, kid. The Chief would be in here, himself, if he had the choice.

THE SECOND GUARD

Who's been checking his other MONITORS during the conversation, now turns to the First Guard:

2ND GUARD (ON MONITOR)

(to 1ST GUARD)

We're completely cut off. They must be all over the place.

Elliot sees the FIRST GUARD NOD--and realizes that the Guard has been talking to stall him.

1ST GUARD (ON MONITOR)

(TO 2ND GUARD)

Implement "Sequence Prime."

(CONTINUED)

CONTINUED:

ELLIOT
 (utter panic)
 No! Wait!

ALL THE MONITORS GO DEAD.

ELLIOT

Makes a mad dash for the Vestibule.

THE VESTIBULE

As ELLIOT RUNS IN.

CHIN is lying where he was shot. LORIMER is crouching next to him. LORIMER to ELLIOT as he runs in:

LORIMER
 He's dead.

ELLIOT
 (hyper)
 They're starting the destruct
 sequence! We've got to get that
 door open now!

LORIMER
 He died before he could tell me the
 pattern.

ELLIOT grabs for the Laser Torch.

LORIMER (CONT'D)
 Without the right pattern, it triggers
 the destruct anyway!

SUDDENLY, A DEEP SUBSONIC RUMBLING BEGINS, LIKE THE BEGINNING OF AN EARTHQUAKE.

LORIMER grabs ELLIOT.

LORIMER (CONT'D)
 It's blowing!

ELLIOT
 My best friend's still in there!

LORIMER
 Don't you understand? There's nothing
 we can do--and we'll be buried alive
 if we don't get out now!

(CONTINUED)

CONTINUED:

ELLIOT hesitates a second, then gets up.

ELLIOT and LORIMER rush for the FRONT ENTRANCE.

THE PRISON ENTRANCE

As ELLIOT and LORIMER run out.

SOUND of DEEP RUMBLING follows them OUTSIDE.

As they run out, ELLIOT and LORIMER SEE:

IN THE SNOW OUTSIDE THE PRISON - MORNING

THE HELICOPTER is waiting--blades whirling--about twenty yards away from the PRISON.

THE HELICOPTER

As the HANG-GLIDER COMMANDOS are climbing in.

ELLIOT AND LORIMER

As they run like hell through the snow towards the HELICOPTER.

THE HELICOPTER

As ELLIOT and LORIMER reach it. GUERDON and STOKOWSKI reach out to pull them inside.

As soon as they're in, THE HELICOPTER TAKES OFF.

INT. HELICOPTER - ELLIOT'S POV: THE PRISON

As--the helicopter RISING--it collapses into rubble.

ELLIOT

His grief.

LORIMER guides him toward the back of the helicopter.

NEAR WORKMAN'S COMMUNICATIONS/VIDEO BOARD

ELLIOT and LORIMER arrive as SGT. WORKMAN tells GENERAL GUERDON:

WORKMAN
I have the last part of the
transmission for you, sir.

(CONTINUED)

CONTINUED:

GUERDON nods.

ELLIOT'S POV OF WORKMAN'S MONITOR

As (LORIMER holding him) ELLIOT SEES:

INSERT: MONITOR

PHILLIP GROSS giving the Cadre signal: he twirls his gold ring.

CUT TO:

CLOSE ON: THE SAME SHOT OF PHILLIP

THEN WIDER

And WE SEE that it's on a LARGE TV WALLSCREEN.

STILL WIDER

And SEE that THE WALLSCREEN IS ABOVE A DAIS in a large HALL.

THE WALLSCREEN GOES DARK.

SEATED AT THE TABLE ON THE DAIS:

DR. VREELAND, ELLIOT, GENERAL GUERDON, and Ansonia's headmaster, DR. MAUREEN FISCHER. In front of each of them is a table microphone on a stand.

PHOTO-STROBES START FLASHING as soon as the SCREEN goes dark.

REVERSE POV

And WE SEE AN AUDIENCE of REPORTERS, PHOTOGRAPHERS, and TV CREWS.

IN THE AUDIENCE: LORIMER

watching from a middle row.

There is an empty seat in front of Lorimer.

THE FRONT TABLE AGAIN

As DR. FISCHER waits for photo-strobing to die down before she begins to speak (amplified):

(CONTINUED)

CONTINUED:

DR. FISCHER

Good afternoon, ladies and gentlemen.
Welcome to the premier news conference
of the Revolutionary Agorist Cadre--
the first, we hope, of many. I'm
the Chair of the Cadre Board of
Directors, Maureen Fischer.

PHOTOGRAPHERS

As they begin flashing pictures again.

FRONT TABLE AGAIN

DR. FISCHER (CONT'D)

If I may present those seated with
me. On my right is General Jack
Guerdon, of the Cadre's Tactical
Strike Force ... and I was able to
see that you recognize a man we
thought was no longer among the
living, last year's Nobel Laureate
in Economics, Dr. Martin Vreeland--
next to him, Dr. Vreeland's son,
Elliot.

LORIMER IN AUDIENCE

Watching, THEN:

LORIMER'S POV: THE FRONT TABLE

as a particularly TALL REPORTER sits down in the empty seat
in FRONT OF HER, BLOCKING HER VIEW.

LORIMER

as she begins looking around for another seat.

FRONT TABLE AGAIN

DR. FISCHER (CONT'D)

If you don't mind, I'll pass on making
a statement pertaining to our goals
and ideas, referring you to the folios
handed out earlier. After statements
from each of us, I'll open up the
conference to questions.

(to Dr. Vreeland)

Dr. Vreeland?

(CONTINUED)

CONTINUED:

DR. VREELAND

(clears throat)

My first duty is to explain to you all that my "death" was part of a cover story I planted hoping to arrange an escape out of the country for my family.

WHILE DR. VREELAND TALKS:

ELLIOT

as he sits next to his father and watches him speak.

ELLIOT'S POV: DR. VREELAND

ELLIOT

turning to look at the audience; then:

ELLIOT'S POV: AUDIENCE

as ELLIOT looks at them.

IN THE AUDIENCE: A PHOTOGRAPHER

--with BEARD and LONG HAIR--carrying a LARGE CAMERA.

THE PHOTOGRAPHER

Gets up from his seat and starts moving out to the aisle, looking as if he's about to take a picture.

DR. VREELAND

DR. VREELAND (CONT'D)

For some time I have been allowing myself to be deceived about the moral corruption that has beset our constitutional republic.

LORIMER

As SHE SEES AN EMPTY CHAIR several rows in front of her.

LORIMER

(to next person)

Excuse me.

And Lorimer starts moving out towards the aisle.

(CONTINUED)

CONTINUED:

DR. VREELAND (CONT'D)

I have allowed myself to support officials who have betrayed the very oaths they have taken to serve not themselves, or special interests, but the general welfare of their bosses, the people of the United States.

LORIMER: ELLIOT'S POV

As she makes it out to the aisle and starts walking forward to the empty chair.

DR. VREELAND (CONT'D)

I have never been an anarchist. I have always believed constitutional limited government is the best protection for individual liberty. I was ready to work with the government to ensure the it could resume meeting its military payroll. I had met with the director of FEMA, Lawrence Powers, to begin the process.

ELLIOT'S POV: THE PHOTOGRAPHER

as THE PHOTOGRAPHER reaches the aisle, OPENS THE BACK of his CAMERA, and PULLS OUT AN AUTOMATIC PISTOL.

FRONT TABLE

DR. VREELAND (CONT'D)

But the Revolutionary Agorist Cadre finally showed me the truth that it was not the government I'd believed in but these so-called "anarchist terrorists" who actually live up to the founding principles I've taught my entire adult life, and trust the American people----

ELLIOT'S POV: THE PHOTOGRAPHER

as THE PHOTOGRAPHER RAISES THE PISTOL TOWARDS DR. VREELAND.

IN RAPID SEQUENCE:

REVERSE ON ELLIOT

as HE SEES THE MAN AIMING THE GUN AT HIS FATHER.

(CONTINUED)

CONTINUED:

DR. VREELAND (CONT'D)
--to do the right thing when they
learn the truth--

ELLIOT reaches for his own gun. He gets the GLOCK out just
as the PHOTOGRAPHER shouts:

PHOTOGRAPHER
Death to traitors!

PHOTOGRAPHER AND LORIMER

as LORIMER walks into the PHOTOGRAPHER'S VISUAL RANGE--not
in front of the gun, but within his range of peripheral
vision.

THE PHOTOGRAPHER

as he's DISTRACTED BY LORIMER.

ELLIOT

as he goes into a two-handed WEAVER SHOOTING STANCE, aiming
at the Photographer.

DR. VREELAND

as he notices the gun pointed at himself.

THE AUDIENCE

as A WOMAN SCREAMS.

ELLIOT, LORIMER, PHOTOGRAPHER

showing the PHOTOGRAPHER distracted by LORIMER as

ELLIOT

pulls the trigger.

THE PHOTOGRAPHER

as the .40 slug from Elliot's GLOCK 23 hits him in the head,
knocking him backward into the chairs, and from there to the
aisle floor. A WIG flies off the Photographer's head as he
falls, and THE BEARD COMES HALFWAY OFF.

WE HEAR MORE SCREAMING.

(CONTINUED)

CONTINUED:

THE AUDIENCE

as chaos erupts.

SEVERAL REPORTERS throw themselves onto the floor.

THE PHOTOGRAPHER'S POV: LORIMER

as LORIMER standing over him is the last thing the Photographer sees before he dies.

LORIMER

as she looks away suddenly, and begins pushing her way forward toward Elliot.

IN THE CROWD: ANOTHER PHOTOGRAPHER

As he TAKES A PICTURE of the Dead Photographer.

LORIMER

as she grabs the camera and smashes it to the floor.

CADRE GUARDS

as they begin to cordon off the death scene.

TV CREWS AND MORE PHOTOGRAPHERS push toward the body.

FRONT TABLE

as LORIMER arrives.

ELLIOT is being steadied by HIS FATHER and DR. FISCHER.

LORIMER AND ELLIOT

as--a strange tension in Lorimer's voice--she tells Elliot:

LORIMER
Thank you. You've just killed my
father.

ELLIOT gasps.

THEN LORIMER reels and (off scene) begins throwing up onto the floor.

CUT TO:

EXT. AIRPORT - NIGHT

As a DOMESTIC JETLINER is taxiing up to a JETWAY.

POV THROUGH GLASS:

the Jetliner pulling up.

INT. AIRPORT TERMINAL

As ELLIOT, DR. VREELAND and LORIMER are watching the jet through a plate glass view window.

JETWAY: EMERGING PASSENGERS

Deplaning.

AMONG PASSENGERS: CATHRYN AND DENISE VREELAND

As they emerge through the Jetway.

ELLIOT

As he SEES his MOTHER and SISTER, and WAVES MADLY.

CATHRYN AND DENISE VREELAND

as THEY SEE ELLIOT and START WAVING BACK. VREELANDS AND LORIMER as the family rushes together.

HUGGING. KISSING. MORE HUGGING.

Then, WE SEE ELLIOT introducing LORIMER to his MOTHER and SISTER.

INT. AIRPORT TUNNEL: EXTREME LONG SHOT

As we see the reunited family walking.

EXT. PASSENGER TERMINAL - NIGHT

As they start walking to the TAXI STAND.

VREELANDS AND LORIMER

As they get into a YELLOW TAXI.

THE YELLOW TAXI

As it PULLS OUT OF AIRPORT.

DISSOLVE
TO

INT. DR. FISCHER'S OFFICE -- MORNING

In the BG on TV is another PRESS CONFERENCE, where GENERAL GUERDON is being questioned.

REPORTER (ON TV)
So the Cadre do not plan to hold elections?

DR.FISCHER is looking at a reproduction of the BILL OF RIGHTS.

GUERDON (ON TV)
No. We will offer our services to anyone who wants us to protect them and if they don't like the job we're doing they're free to fire us and hire someone else. The same goes for the American servicemen and women who comprise our armed forces.

SECOND REPORTER
These same servicemen and women whom the President is now calling deserters and traitors?

GUERDON (ON TV)
That's what the Tories called the soldiers standing on Concord Bridge during the first American Revolution.
(beat)
Thomas Jefferson said in perfectly in the Declaration of Independence, that a free people may provide "new Guards for their future security."
We're that new guard.

SECOND REPORTER
What makes you any more trustworthy than the government? Aren't you just a mirror image of them?

GUERDON (ON TV)
If we break our contracts our troops have a duty to desert and fight against us, just as they no longer will take orders from officials who
(MORE)

(CONTINUED)

CONTINUED:

GUERDON (ON TV) (CONT'D)
have broken their oaths to defend
the liberties of the American people.

THIRD REPORTER
"Who shall watch the watchers?"

GUERDON (ON TV)
Everyone who loves liberty must stand
watch themselves. We will help the
American people to form themselves
into armed militias so they have the
power to defend themselves even from
us should we violate their trust.

(voice fading)
In the Federalist Papers, James
Madison wrote ...

CLOSE ON THE FIRST AMENDMENT

It reads, "Article One. Congress shall make no law respecting
an establishment of religion, or prohibiting the free exercise
thereof; or abridging the freedom of speech, or of the press;
or the right of the people peaceably to assemble, and to
petition the government for a redress of grievances."

DR. FISCHER

as she reads, aloud.

DR. FISCHER
Congress shall make no law ...

DR. FISCHER takes out a Sharpie.

CLOSE ON THE FIRST AMENDMENT

as DR. FISCHER takes her pen and puts a big PERIOD after
"Congress shall make no law." Then she uses the Sharpie to
cross out the rest.

FADE OUT