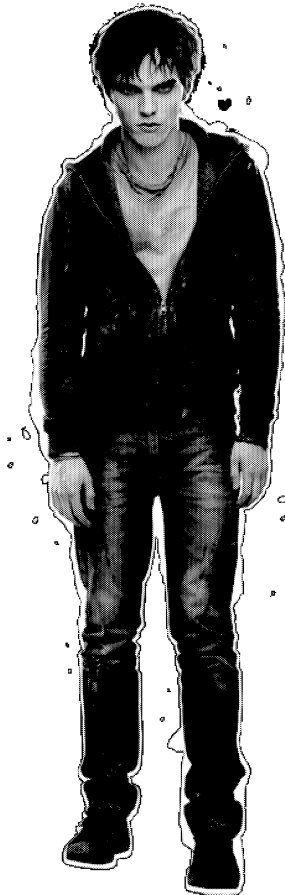


WARM BODIES

WARM BODIES



BASED ON THE NOVEL BY ISAAC MARION



by

Jonathan Levine

JULY 12th, 2011

IMPORTANT NOTICE

CINEMA SCRIPT RESEARCH COPIES ARE MADE AVAILABLE FOR
PERSONAL USE ONLY.
THEY ARE **NOT** TO BE USED FOR ANY PURPOSE OTHER THAN PRIVATE STUDY,
SCHOLARSHIP, OR RESEARCH WITHOUT THE WRITTEN CONSENT OF THE
COPYRIGHT HOLDER.

WARM BODIES

July 12, 2011
Written by Jonathan Levine
Based on a Novel By Isaac Marion

OVER BLACK

...and against whistling wind, a voice. Soft and comforting:

R (V.O.)
I am dead, but it's not so bad...

IN EXTREME CLOSEUP

...a pair of lifeless gray eyes.

R (V.O.)
I've learned to live with it.

Belonging to...

IN CLOSEUP

R (21, undead). Blank face, sunken eyes. Blueish lips. If we didn't know any better we'd think he was a junkie, a runaway from the set of *My Own Private Idaho*. Then we might notice a few thin gashes cutting across his cheeks. And then we might hear a soft groan humming from his frozen lips. And then we might start to wonder...

R (V.O.)
...I'm sorry I can't properly
introduce myself, but we don't have
names anymore. We lose them like car
keys, forget them like
anniversaries. Mine must have
started with an R, but right now,
that's all I have left.
(beat)
We don't remember anything of how it
used to be. Not our names, not our
parents, not our jobs.

IN MEDIUM CLOSEUP

We see now that R is clad in gray hooded sweatshirt with torn red T-shirt underneath. He stares ahead, motionless.

R (V.O.)
I don't know what my job was, or if
I even had one. My clothes tell me
nothing. Judging by them, I could
have been just about anyone...

IN WIDE SHOT

We see now that R is clad in gray hoodie, torn red T-shirt, jeans. We also see some of the world around him. We are standing at the entrance to an

EXT. AIRPORT - DAY

A sign next to R reads "Terminal E". Garbage blows softly in the wind. A few abandoned cars are stopped at various angles. An empty shuttle bus, windows shattered, lies on its side.

We SWEEP PAST the backs of a handful of HUNCHED OVER bodies, who wander the concourse aimlessly. From this point on, we will refer to these lifeless creatures as "Corpses", and their collective as "The Dead".

R (V.O.)

The clothes are usually a good clue.
Our final fashion choices are the
only indication of who we were
before we became no one. I like to
guess about them.

Our camera settles upon a MAN (62, undead) dressed as a JANITOR.

R (V.O.)

Some are more obvious than others.

THE PAST

Our Janitor, very much alive, holds a mop, scrubs the floor of an AIRPORT teeming with people. Buzzing with life.

R (V.O.)

You were a janitor...

NOW

A Young Man (16, undead), in button-down shirt and designer jeans, lies expressionless as his prone body rotates on a baggage carousel.

THE PAST

The Young Man stands at an ATM machine. He punches in a code. The machine whirs and beeps and gives him money.

R (V.O.)

You were the rich son of a corporate
CEO...

NOW

An ATHLETIC WOMAN (26, undead), in lycra running shorts and sports bra stands in front of an airport advertisement for "SplashTown Water Park."

Just Off Route 11A." She breathes heavy. She stares blankly through heavy lids and gray-black eyes.

THE PAST

The same Athletic Woman, in an upscale gym facility. She throws a medicine ball at an OVERWEIGHT WOMAN. Both wear medical masks. Behind them, aerobics buffs, also wearing masks, get their daily dose of cardio on elliptical machines, stroking in chorus, watching "The View" on rows of identical monitors.

Barbara and the girls discuss the Corpse Epidemic with an expert from the State Department. Beneath the monitors, a giant picture window, beyond which we make out a SMOKING CITY SKYLINE.

R (V.O.)

You were a personal trainer...

And now, a HAND grabs the ATHLETIC WOMAN, throwing her to the ground. TEETH PIERCE HER NECK...

AND BACK TO R...

R (V.O.)

Ring any bells?

...standing there. Groaning still.

R (V.O.)

It never does.

INT. TERMINAL C - DAY

R wanders the terminal...

And the POWER FLICKERS ON, from a stuttering generator deep within the airport. Screens blink. Machines jolt into motion. Lights flash, revealing

A DOZEN CORPSES, wandering the halls. Surrounded by fast food kiosks and magazine stands, shattered vending machines and shoeshine stations. Some wander. Some stand frozen. A Muzak version of the Carpenters' "Close to You" wafts through the fluorescent corridors.

R walks toward a METAL DETECTOR. On the other side, a Corpse TSA WORKER stands reflexively at his post. He stares at R blankly as he passes...

And continues through the terminal, past a Starbucks, past a queue of Corpses who wait for a latte that will never come...

R (V.O.)
We don't know where the Plague came from...or how it started. But it must've spread fast. And it was probably all our fault...

Muzak swells.

SHOCK CUTS TO:

--ABANDONED BUILDINGS, set ablaze.

--A NEWSCASTER on a brightly lit set across from a SCIENTIST. A GRAPHIC appears on the screen: **Plague Avoidance Strategies**. Along the bottom of the screen, a ticker, listing the ECP (Estimated Casualty Percentage) of each city: Chicago, 80%, New York, 95%, Los Angeles, 70%, etc.

--A Corpse tears at a woman's arm as it sticks out a half-closed car window.

--A TELETHON for victims of the plague. Mariah Carey sings a moving ballad while images of INFECTED SOLDIERS scroll on the screen behind her.

R (V.O.)
But there's no way for us to truly know anything. We have only vague recollections of what it used to be like. Before there was nothing...

--That WOMAN's black mouth, screaming in horror.

R (V.O.)
...Civilization, buildings, cars.
These are things I remember.

INT. TERMINAL C - DAY

CLOSE ON R's face, as he walks through the TERMINAL, passing other CORPSES, lit in flickering fluorescence. Not a hint of recognition. They just groan on by.

R (V.O.)
But we have no role in it. We have no history, no past. We are just here.
(beat)
It sounds bad. But, really, it's not much different than before...

...And now, for a moment, we are in

THE PAST

Graphic match: The very same airport. Only now it is bustling. The din of commerce, people, chatter...

But in truth, not much different. The people R passes don't look up from their Cell Phones, their Blackberries. They are lost in their own world. Zombies of a modern age.

R (V.O.)

We keep to ourselves, mostly. We pass each other without so much as a groan.

NOW

The power stops. The lights go out.

And suddenly, we hear the strained, gurgling noise of...

Something. Something horrifying.

The Corpses quickly scatter--leaving R standing in the middle, frozen. As...

A GROUP OF FIGURES TURNS THE CORNER.

In the dim light of midday, we can make out that these creatures are not Corpses.

Rather, they represent the next level of devolution. Dark human-like wraiths, but with the last vestiges of skin dripping off them. Bits of muscle cling to their frames, dry as jerky. For our purposes, they will heretofore be referred to as "BONEYS".

They gallop through the terminal in a pack, choking out raspy snarls. The other Corpses move out of their way in fearful deference, as the Boneys move forward purposefully. They even knock a couple Corpses to the side...

And R suddenly finds one HEADING RIGHT FOR HIM.

It locks eyes with him as it thunders forward. R reflexively backs off. And now, just as quickly...

R (O.S.)

Shit.

The Boney emits a VICIOUS GURGLING ROAR. R flinches.

And we FREEZE on the Boney's shrieking face, a la *Goodfellas*--

R (V.O.)
 Some day, we will become...this. We
 all turn. All of us. Some just do it
 faster than others.

(beat)
 The skin turns to powder. The muscle
 drips off...

On screen, a series of "VITRUVIAN MAN"-LIKE ILLUSTRATIONS
 conveying the Corpse-to-Boney transformation flicker past.

R (V.O.)
 It's kind of like growing up, or
 growing old, or dying all over
 again.

We UNFREEZE, as the Boney pack passes through. R follows them
 with his unblinking eyes. And then, just as quickly,

They're gone.

...And R moves forward, through the terminal. Graphics MAP
 over his body, transforming our image into an EVOLUTION
 ILLUSTRATION IN NEGATIVE, with R as the centerpiece...

R (V.O.)
 The further we get from life, the
 closer we get to them, I guess.
 That's why I try to hang on as much
 as I can.

INT. AIRPORT HALLWAY - DUSK

The sky glows purple-pink through shattered glass. Metal cuts
 precise lines through the horizon. And R wanders the airport's
 windowed atrium. He steps onto a moving walkway, glides
 forward.

R reaches the end of the walkway. He turns around. Steps on
 the conveyor moving in the opposite direction, and lets it
 carry him forward.

R (V.O.)
 I know what you're thinking: how is
 this handsome dead gentleman so well-
 spoken? Well, in my mind, I am
 eloquent...

R'S POV: In the distance, on the opposite conveyor belt, TWO
 YOUNG CHILDREN stand: a Boy (6, undead), curly blond, with
 gray skin, and a Girl (8, undead), black-haired with ashy
 brown skin. R glides toward them. They look up, blank...

Just then, the airport POWER DIES. Everything wheezes to a halt. R and the CHILDREN stand in perfect alignment. Silhouetted against the sky at dusk. R wheezes out a mini-groan. The Young Boy responds with a hunch of his shoulder.

R (V.O.)
I can climb intricate scaffolds of
words to reach the highest cathedral
ceilings and paint my thoughts...

R looks at the boy, the girl--deep into their eyes. He opens his mouth...

R (V.O.)
When I open my mouth, though,
everything collapses...

...and a GROAN comes out.

R reaches out and touches the Boy's hair. The Boy does nothing. R squints at both of them. Each wears a white label on its shirt. Graphically, to us, they look like one of those "Hello My Name is..." labels. But these letters are BLURRED beyond recognition. R leans in close, blinking with effort at their nametags. But no. The writing is gibberish. It means nothing.

R (V.O.)
Still, a few words remain. They
linger on the rusty edges of my
perception. And sometimes, if I try
hard enough, I can find them...

For the first time, R speaks, sputtering out:

R
Name?

R (V.O.) (CONT'D)
But that's just me. Nobody else
around here speaks much. I guess I'm
different.

The children stare back blankly. R points at himself, grunts:

R (CONT'D)
Rrrrrr...

No response. He points at them again.

R (CONT'D)
You?
(beat)
My name. Rrrr.

They look back with empty eyes. R looks down, frustrated. As the power clicks back on...

R (V.O.)
 ...But it does make me sad that
 we've forgotten our names. Out of
 everything, this seems to me the
 most tragic. I miss my own and I
 mourn for everyone else's...

...And they glide away from each other. R looks back at the two children, their eyes locked on him as the pink twilight between them grows. He starts to groan.

R (V.O.)
 Because I'd like to love them, but I
 don't know who they are.

INT. AIRPLANE CABIN - DAY

We are looking through the cabin door of a 747 COMMERCIAL JET. The groaning continues, growing louder, until R's face appears through the door's dirty picture window.

The door opens with a whoosh, revealing R's groaning silhouette in the doorway. He steps through thick air, closes the door behind him, and scans this place, his home:

It's filled to the brim with STUFF. Piles of clothing sit amongst assorted tchotchkes, relics from a civilization long since gone: a puzzle. A shot glass. A Barbie. A condom. Flowers. Magazines. Books. Stacked several rows deep and almost to the ceiling.

R moves to an antique record player. He leans in close, blows on the record, and puts the needle down. Sinatra's "I've Got You Under My Skin" swells.

R moves to seat 24A. He sits down. His dried black finger depresses the button that reclines his seatback.

The record skips as R's gray eyes stare into nothingness.

SINATRA
I've got you deep in the heart of me
 [SKIP] *Deep in the heart of me*
 [SKIP] *Deep in the of me.* [SKIP]
 Deep...

ANGLE ON R, through the window of the 747. Ol' Blue Eyes' skipping voice fades as we pull back...

TITLE CARD: **WARM BODIES**

INT. AIRPORT HALLWAY - DAY

R ascends an escalator. A skylight casts a halobeam of white sunshine onto him. Above, a Corpse visage slides into view. He wears holey jeans and a faded T-shirt with a yellow M on it. This is M (38, undead). He stands and groans.

R (V.O.)
This is my friend, M. He may not
look like much, but there's a lot
going on behind those eyes. I just
know it.
(beat)
I'd like to sit down with him some
time and pick his brain. Just a tiny
bite somewhere in the frontal lobe,
to get a taste of his thoughts...

R moves to M, stands right in front of him.

R (V.O.)
Other than me, he's the only person
I've ever heard say a real-life word
around here. He and I even have
almost-conversations sometimes...

R and M stand face to face, groaning.

R (V.O.)
But mostly we just stand around and
groan a lot. As you can see, we do a
lot of standing around and groaning.
It's pretty much our thing. Days
pass this way.

SUPERTITLE: "2 Days Later"

R and M stand face to face, groaning.

R (V.O.)
That is, until we get...

R
Hungry.

M looks at R, nods. He points in a vague direction, grunts:

M
City.

WHIP PAN and ZOOM into a derelict skyline that lies far away and through cracked glass. The two Dead stare at it, eyes fixed with hunger. They move forward.

EXT. FREEWAY - DAY

Sergio Leone swells as R leads the hunting pack down the freeway. Some cars sit at a standstill; the concrete is overgrown with weeds. R wanders beneath an ivy-curtained overpass He is followed by M and a few OTHER Corpses.

SUPERTITLE: "The Next Day"

EXT. CITY - DAY

The hunting party walks beneath a faded billboard for a superhero movie, and into the decrepit city. Rusted cars on the streets. Most glass is shattered and the wind drifting through the hollow highrises moans like an animal left to die.

INT. SUBWAY CAR - DAY

R, M and the rest sniff the air, step into an abandoned subway car. A few lifeless bodies populate the seats. Rats scurry beneath them.

They move to the edge of one car, step through the door into another. Just then...

R freezes. Up ahead--

A pack of Boneys tear at a lifeless body. R and his crew look at them, nervous.

And now, R shifts, knocking a 40 oz. bottle of Colt 45, sending it rolling down the length of the car...

Until it lands at the feet of a Boney, who looks up, locks eyes with R and the pack. They

...And the Corpses back out of the car in unison, eyes locked on the Boneys, who, for their part, stare frozen, heaving, threatening. Until the Corpses disappear...

And the Boneys return to their feeding.

EXT. CITY STREETS - DAY

The Corpses ascend a staircase. The city streets loom above them. R looks from side to side:

Ahead, an OLD STRIP CLUB, neon sign collapsed under its entrance. On the building's facade, a sign that reads "Strictly Nude. No Tops. No Bottoms." beneath it, in scrawled graffiti, an addendum: "No Skin."

A derelict CELL PHONE STORE with a worn banner in the window that reads "GOING OUT OF BUSINESS." R turns his gaze down the street, to a GIANT GLASS SKYSCRAPER. He sniffs the air...

INT. OFFICE - CONTINUOUS

Amongst cubicles and boarded up windows, about a DOZEN TEENAGERS load medical supplies into boxes. The wall is emblazoned with a brushed aluminum Pfizer logo.

In the corner, a Teenage Boy sits Indian-style, plays a handheld video game. This is BERG (16, living). His acne-covered face is scrunched with concentration. His rifle in his lap. The others have guns too.

Another boy, in camos and a patchy beard, stands over him, barking out orders. He appears to be the leader of this expedition. His name is PERRY. By his side, a teenage girl (19, living). Her face obscured by her furious activity. Her name is JULIE.

Perry turns to Berg.

PERRY

You gonna help us, Berg, or what?

He doesn't even look away from the game.

BERG

I'm almost at level 5.

Perry looks at Berg, shakes his head.

EXT. CITY - DAY

R and M sniff the air. They share something between a blank stare and a knowing nod. And now, they both reflexively move toward the skyscraper. The rest of the group follows.

INT. SKYSCRAPER LOBBY - DAY

This building must have been hit by a bomb or something--part of its foundation's been blown out and it leans at a crazy funhouse angle.

The Corpse Hunting Party piles through revolving doors, files into the building. R moves to the front, sniffs. He turns to a dark hallway, moves toward it. The rest follow.

VOICE (O.S.)
Did you hear that?

INT. WAREHOUSE - DAY

Perry turns to NORA, 19, moonface, frizzy curls:

PERRY
No.

Behind, teenagers load medical supplies into boxes, a flurry of activity. Julie looks up from her detail:

JULIE
I did. We should bail.

PERRY
We can't bail. We have orders. Do you know how much medicine The City goes through a month? We need pharma salvage to survive--

JULIE
You sound just like my dad.

PERRY
Thank you.

JULIE
It wasn't a compliment.

Nora inspects the bottle of pills she's loading into a box, tosses them to Perry:

NORA
Here. Have some Prozac, you two.
Maybe that'll cheer you up.

And now, a THUMP. Everyone stops, looks at each other.

NORA (CONT'D)
Told you I heard something.

JULIE
Pear. *Let's bail.*

Perry looks to the door. A beat. Nothing.

He turns back to Julie:

JULIE (CONT'D)

Please.

PERRY

We have orders, Jules.

(not so sure)

And it was nothing anyway.

Seriously, you're being paranoid...

THE CORPSES SLAM THROUGH THE DOORS.

R leads the pack. They rush the teenagers, who shoot. Pulsing gunfire lights the dark. Blood is spattered. Limbs eaten. Corpses lunge and dart with surprising speed. Dots of blood pointillize the walls. WE PUSH IN ON Perry. He cocks his gun, FIRES!

One CORPSE DROPS. Black blood spatters the walls. Perry climbs atop a desk in the middle of the room, shouts out:

PERRY (CONT'D)

Aim for their heads!

And he does again, BLOWING ANOTHER CORPSE'S CRANIUM TO BITS!

Behind him, Julie leans around a cubicle, bracing her tiny frame against her shotgun's recoil as she FIRES blindly into the dark. Her muzzle blasts illuminate an innocent, beautiful face in stroboscopic rhythm. R's eyes lock on her.

His eyes widen.

His world stops.

Music swells, as we PUSH IN ON her, SHOOTING in SLOW-MOTION...

SINATRA

I've got you deep in the heart of me

[SKIP] Deep in the heart of me

[SKIP] Deep in the of me. [SKIP]

Deep...

R is snapped from his reverie by a GUNSHOT.

It hits him square in the arm. He shudders, falls back, but otherwise seems unfazed. His eyes turn to Perry...

...who cocks his rifle again. In the BG, we see that Julie's attention has turned to a firefight on the other side of the room. R locks eyes with Perry...

PERRY

Smile, motherfu--

Quickly, we jump into:

R'S POV: Before Perry can get another shot off, R pushes toward him with shocking speed.

Perry's eyes widen. He wasn't prepared for this. He tries to get a shot off, but it's too late. R leaps onto Perry, grabs a hold of his arm, sees that he's wearing a SHINY GOLD WATCH. R stares at it for a moment. Mesmerized.

R (V.O.)
Nice watch.

He takes a giant bite of Perry's arm. Screams enter the air.

R (V.O.)
Now, I'm not proud of this. In fact,
I'd appreciate it if you might just
look away for a moment here...

He pins Perry to the ground, bangs his skull against the floor.

R (V.O.)
I don't like hurting people, but
this is the world now. The new
hunger is a very powerful thing.

We push in on R's face as he cracks the kid's head open off-screen. He does so with focused intensity.

R (V.O.)
If I don't eat all of him, if I
spare his brain, he'll rise up and
follow me back to the airport, and
that might make me feel better...
(beat)
I'll introduce him to everyone, and
maybe we'll stand around and groan
for a while.
(beat)
*If I restrain myself. If I leave
enough...*

Now, R REACHES INTO the Man's CRANIUM, scoops out a chunk of cerebellum. He TOSSES it in his mouth, CHEWS ravenously...

R (V.O.)
But I can't help it. The brain's the
best part...

Simon & Garfunkel's "The Boxer" rises on the soundtrack as R smacks his lips against a viscous hunk of brain. His eyes widen and we go...

BLACK.

R (V.O.)
The part that makes my head light up
like a picture tube...

OUR SCREEN POPS TO LIFE WITH THE GLOW OF A CATHODE RAY.

Simon & Garfunkel swells.

Fleeting images flutter by--a Kodachrome flip book of a life. All in a FIRST PERSON POV. They swerve in and out of our field of vision. Like tuning a radio:

--You are sitting atop your father's shoulders at a FOURTH OF JULY PARADE.

R (V.O.)
...I don't want to hurt you. Just to
feel what you felt...

--You're punched by a bully in grade school. You touch your hand to our nose. It's covered in blood.

R (V.O.)
...To feel a little better. A little
less dead.

--You're in school. Learning about George Washington.

--You're riding a bike down a dusty road in shorts and a tanktop. The summer sun caresses the back of your neck.

--You are in an old fashioned movie house, watching a 3-D zombie movie. You get scared. You hold your mom's hand.

--You are in school. Learning about something that doesn't matter. You scan the room. Your attention turns to a SOLDIER in a SNIPER'S NEST right outside the window. And now it turns to

--JULIE. She's sitting in front of you. Choppy blonde hair, blue eyes. Thin smile. You are in love.

--You are kissing Julie in the front seat of a car. She turns to you, asks:

JULIE
Perry?

--You are Perry. You kiss her neck. She twines her fingers into yours. Squeezes hard. You breathe. You ask:

PERRY

Do you want to?

She looks to you, closes her eyes:

JULIE

Yes.

PERRY

I love you, Julie.

She--your JULIE. Your Everything--looks to you, closes her eyes...

MATCH CUT TO:

JULIE EMPTIES HER GUN INTO A CORPSE

She drops it, out of ammo. R quickly reaches into Perry's skull, removes a hunk of his cerebral cortex, places it in his pocket.

He gets up, lumbers at Julie from behind, a black film of blood coating his face. He's about 10 feet away, when...

Julie turns, lightning fast,

FIRES A KNIFE RIGHT AT R! It lodges in his chest.

She got him right in the heart.

R looks down at the knife, quivering there. He removes it, drops it, looks to Julie. Her eyes widen as he closes. So close now. He reaches his arm toward her...

Suddenly, M knocks into R, moving quickly past him, closing in on Julie. R quickens his pace, shoves M aside, snarls:

R

No.

R advances. Slowly. Julie looks up, Sweat and tears mingle upon her face. All around, the Dead feast on the living. And the living shoot the Dead.

A BODY DROPS right in front of Julie, its skull blasted open. Blood gushes onto the floor next to her.

Around her, the chorus of human voices and gunshots dissipates, replaced by the sounds of gnarling, of chewing. And a few lonely screams.

R presses toward Julie. He opens his hands. He makes low murmuring noises through his lips. His face softens. Julie grabs her rifle again. She aims, fires. Click. She does it again. Click. Click. Click. She drops it again...

Looks at him, confused. Scared. R cocks his head to one side, trying to connect. Behind him, the black room explodes with carnage. R moves closer. Julie flinches. Their eyes lock. R takes a deep breath and then:

R (CONT'D)
Ju...lie.

Her eyes go wide. She freezes.

R (CONT'D)
Julie.

R reaches out to touch her. She doesn't flinch. Rather, she just stares ahead, frozen. R's limb rests on her shoulder.

She doesn't even look at it.

ANGLE ON R

He reaches into the gash on his chest,

Collects a palmful of black, lifeless blood. Julie murmurs:

JULIE
NoNoNoNo.

R shakes his head, moves his finger to his mouth. Julie emits a soft whimper, as

Slowly, with gentle movements, R smears the blood on her face, down her neck, and onto her clothes. Julie just stares ahead, as if she were catatonic. In the cubicle, at eye level, a SNOWGLOBE. A PRINCE and a PRINCESS dancing in a glittery underwater Valhalla. Julie's wet eyes key into it...

R looks at her:

R
Come...Safe.

Julie stares at him, squinches her face like she can't believe what's happening. She scans the room. Under a desk, barely a few feet away, Nora's blinking eyes glow in the darkness, obscured by an Aeron chair. And, further--

M and the OTHERS. They have finished devouring their prey, formed a semi-circle a few feet off. They stare at R. And Julie:

R (CONT'D)

Quiet.

Julie locks eyes with Nora, whose body shudders. Her eyes are wide as saucers. Almost imperceptibly, she nods.

And turns toward the hunting party. Julie's hand hangs limp as she staggers behind him, dazed, staring straight ahead. As they approach, M sniffs the air cautiously, looking from side to side. Julie's eyes widen with fear. They move closer, closer...

Right past him. Past the others, who reflexively turn and follow. M stares after them for a skeptical beat, then lumbers ahead.

R (V.O.)

Even though I don't remember
anything, I think it's safe to say
this has never happened before. The
Dead don't take the Living home
with them. We eat their brains.
It's pretty simple.

(beat)

But I have to keep this Living girl
with me. I don't know why. I
just...

EXT. FREEWAY - DUSK

Silhouetted against the pink sky, R and his cohorts crest the horizon. Julie follows a little behind R, stares at the back of his head with wide eyes and trembling lips.

R (V.O.)

Have to...

INT. AIRPORT - DAY

Julie's eyes widen as R and the pack close in on the one-lane road that borders the airport. Ahead of her, a sea of corpses wander the parking lot. She moves forward, terrified.

R falls back, takes her wrist. She looks at him:

R

Come.

Julie looks from side to side. She's surrounded by Corpses.

JULIE

What are you going to do to me?
Where are you taking me?

She tries to pull her arm away. They turn to her, stare at her, curious. She looks back at R, into his eyes.

R

Shhh. Safe.

In her eyes, a silent acceptance. And R makes a quick turn, pulls her through a revolving door...

INT. TERMINAL C - CONTINUOUS

Julie stares into some far off distance, eyes glassy, as she and R move through the metal detectors, past the Corpse TSA worker...

INT. AIRPLANE CABIN - DAY

The cabin door swings open with a soft exhalation. R and Julie stand in the doorway. Air rushes in. R takes a step forward, turns, grabs Julie by the wrist and brings her inside. He closes the door behind him.

Julie and R stand in the center aisle, stare at each other. R raises his eyebrow and extends his arm in the direction of a window seat. Julie furrows her brow, and, keeping her eyes fixed on R, backs toward it. She collapses into the seat. Her hands grip the armrests like the plane is in a flaming death dive.

R moves past her, to a pile of STUFF stacked high in the aisle. On top, an edition of the New York Times with the simple headline: "THE END?". And beneath it, "Exposed Ravage New York City. Humans Fear Extinction".

He reaches into his pocket, grabs the SHINY GOLD WATCH. He holds the watch in his hand, looks at the pile...

Puts the watch back in his pocket. He reaches into his other pocket, removes the SNOWGLOBE, places it atop the pile. Julie starts TO CRY SOFTLY.

R turns to her, walks ahead, falling into the aisle seat next to her with a wheeze of effort. He looks at her hard.

R

Not...eat.
(beat)
I...won't eat.

She stares back, says nothing. R points at her. He opens his mouth, points at his bloodied teeth. He shakes his head. No.

Julie presses her head against the square window, cries still. R looks at her. We can't read his reaction. He does not emote. But he cannot look away...

R (CONT'D)
Safe. Keep...you safe.

R cocks his head to the side, searching for her eyes, imploring with his blank stare. Julie wipes her eyes, looks away. R looks at her, crying there...

He stands and lumbers to the cabin door. He opens it and, without turning around, ducks out of the plane. Julie's sobs fill the air. The door slams shut with a thud.

INT. AIRPORT GARAGE - NIGHT

A garage lined with a few cars. Mostly intact. Amongst them, a classic cherry-red '64 Mercedes convertible. We push past a DECOMPOSING CORPSE that lies on the ground next to it, and into the driver's seat. Where R sits, groaning. He reaches his hand to the ignition. The key is in there. He turns it. The engine purrs to life. The radio hums with the static-y beep of the emergency broadcast system. R clumsily puts the car in Drive. The car slowly moves forward into a concrete partition. Its wheels spin in place.

R shrugs, leans back. He turns to the shotgun seat. Where a HUMAN BRAIN sits. No longer warm, but pink and buzzing with life. He reaches for it, removes a gooey chunk of hypothalamus, and bites into it...

EXT. OPEN ROAD - DAY

You are Perry Kelvin, age 12. You ride shotgun in an old Ford pickup. Dad drives, gripping the steering wheel hard. You turn to him:

PERRY
Dad?

DAD
What, Perry?

PERRY
Where are we going?

DAD
Some place safe...

PERRY
Are there safe places anymore?

A beat.

DAD
Some place safer.

Suddenly, a Corpse LEAPS onto your windshield, spitting black blood.

EXT. ROOF - DAY

You are Perry Kelvin, age 16. You and Julie lie on the roof of a skyscraper, staring out into the vast sky. It's quiet. No one else is around.

JULIE
Perry.

You turn to her:

PERRY
Yeah.

JULIE
I miss airplanes...

Perry laughs.

PERRY
I miss everything.

JULIE
...I miss seeing them in the sky. My mom used to say it looked like an Etch-a-Sketch, up there. It was so beautiful.

PERRY
I like that you remember that stuff.

She shrugs.

JULIE
I guess.

PERRY
No. We have to. We have to remember everything. If we don't, by the time we grow up, it's all gonna be gone.

A silent beat.

JULIE

This world is so messed up.

You look at her:

PERRY

Not all of it.

She looks at you, tender. She loves you. She tells you:

JULIE

I love you.

You close your eyes, let the scorching light blaze red through your lids. You turn, kiss Julie.

INT. JULIE'S DINING ROOM - NIGHT

A long metal table laid out with a minimalist spread. Bowl of rice. Bowl of beans. Rectangle of flax bread.

Julie sits next to you. Across, an OLDER MAN sits, dressed in a crisp white shirt. This is GENERAL GRIGIO. He comports himself with such deliberate equanimity that one senses he is barely holding it together: his tight smile, his wandering eyes...

GRIGIO

So, Perry--

(beat)

Julie tells me you're working for Agriculture now.

PERRY

Yes, sir, General Grigio. I'm a planter now. But I think I'm on track for a promotion. I'm shooting for harvest supervisor.

GRIGIO

Well done, boy. The world needs things to grow. There's been nothing but mud and dirt under our feet for as long as I can remember...

You smile politely. Grigio takes a big bite of bread:

GRIGIO (CONT'D)

...But I wonder why you don't join your father in Construction. We could use more men on the Wall.

(MORE)

GRIGIO (CONT'D)

In this area, we've not made as much progress as I'd hoped--

Julie grabs your thigh under the table:

JULIE

Don't mind him, Pear. Dad's idea of saving humanity is building a really big concrete box, putting everybody in it, and standing at the door with guns until we grow old and die...

GRIGIO

Without that Wall, we'll all be eating brains instead of rice, Dear.

He shakes his head angrily, stares blankly into space.

JULIE

Dad. You're being strange.

GRIGIO

Strange? See, I find it strange that you cannot comprehend the importance of safety. I'd call that strange. I'm saddened by it. It hurts me.

JULIE

Dad...

GRIGIO

(beat)

Jesus, I almost forgot--

Grigio gets up from the table. And you look at Julie. She shakes her head, looks away.

Until Grigio returns, holding a bottle of wine.

GRIGIO (CONT'D)

Now, I know this is in strict violation of several New Constitution ordinances, but, seeing as how I helped draft the damn thing, well--

He pops the cork.

GRIGIO (CONT'D)

Besides, it's a special occasion.

PERRY

Special occasion?

JULIE
 (softly)
 It's mom's birthday.

An uncomfortable beat. Grigio smiles sadly, pours 3 glasses:

GRIGIO
 Such a shame to waste this bottle on
 the unsophisticated palate of two
 teenagers. But you two just pretend
 you like it, OK?
 (beat)
 This is an 1869 Lafite-Rothschild.
 One of the most expensive bottles of
 wine in the world. I found it in the
 wine cellar of some poor Corpse
 family. Lucky me.
 (beat)
 The Dead like the wine cellars. Nice
 and cool for them, I suppose.

He drifts.

GRIGIO (CONT'D)
 Anyway. To Diane.

They raise their glasses.

JULIE
 To Mom.

Glasses clink.

INT. CAR - NIGHT

R's eyes snap open. M is standing outside the driver's side window, glaring. He grabs for a piece of the brain in R's hand. R yanks it away:

R
 No!

R shoves the leftover chunk into his pocket.

R (CONT'D)
 Mine.

R (V.O.)
 Eating brains can be a very powerful
 thing. It reminds us of what it was
 like. Before. And that helps us
 stave off the Turn.

R opens the door, speed lumbers past M, who calls after him:

M
More!

R (V.O.)
Me and my friend, we crave it more
than others. But he probably ate his
all at once. Restraint is not his
strong suit.
(beat)
Too bad.

INT. TERMINAL C - NIGHT

R lumbers through the terminal, head down, under flickering light. Through the cracked windows, we can barely make out a couple planes amongst the blackness. A few of the Dead glide by on walkways, groaning. R pays them no mind.

Suddenly, an ARM reaches for his, clutches his WRIST. R looks down to see the Little Girl from earlier. Another ARM reaches out and grabs R's other wrist. He looks down to see the Little Boy. They move ahead, pulling his arms taut. R nods, follows.

As they pass a CPK Express, he quickens his pace, walking in step with them. He stares at them, squinting in confusion, willing himself to sputter:

R
Name?

The children look up, blank.

R (CONT'D)
Parents? School?

His tone grows thick with accusation:

R (CONT'D)
Movie? Song? Food? Home?

Finally, the children stop. They look up at R...

He looks back at them, deflated, asks softly again:

R (CONT'D)
Name?

They let go of his hands and run.

INT. AIRPLANE CABIN - NIGHT

R opens the cabin door. Julie is sitting right where he left her, eyes wide open. Dried tears line her face. She's shivering. She clutches a KNIFE in her hand.

R walks over to Julie's seat. He stands right above her, looking down. He eyes her up and down. Julie looks up, in terror, shaking. Convulsing almost.

With great deliberation, R pops open the overhead compartment. He reaches in...

JULIE

What are you doing?

(softly)

Please. Just leave me alone...

R rifles through it. Finally, he finds what he's looking for, GRABS IT, leans toward Julie. She flinches, as he

...places a blanket over her. Her face reddens with emotion:

JULIE (CONT'D)

Why me? Why did you save me?

She begins to cry. R looks at her:

R

Don't...cry.

(beat)

Not...hurt. Not...eat.

She closes her eyes, shakes her head. As R walks to his record player. He reaches into the overhead compartment and opens it, revealing stacks of records. He pulls out an album, moves to the player. He puts the record on, grabs a pair of headphones, takes them back to the seat.

He places them on Julie's ears. We can hear the faint sounds of G 'N R's "Patience". R watches Julie listen. He closes his eyes and hunches forward. His head sways vaguely in time with the muffled music. He mumbles:

R (CONT'D)

Safe. Keep you safe.

AXL ROSE

(whistling)

48 FPS: PUSH IN ON R. Lost in reverie.

PETER CETERA
Said woman take it slow...

Julie looks at R, swaying in time to the music, eyes shut tight. She leans in, curious. And when he opens his eyes, she's right there, studying him in disbelief. He stares at her, expressionless. Finally:

JULIE
What are you?

R turns away. He drops into a seat across the aisle from Julie, depresses the button that reclines his seatback. He watches her, there, listening to the music.

Scared. Confused. Beautiful. Axl's falsetto swells on the soundtrack...

PUSH INTO R's chest. Through his gray skin, past his ossified arteries, through his ribcage and right into his gray heart. Where for a split second,

Something twitches.

EXT. AIRPORT - DAWN

A Boney wanders the tarmac in the rising light of dawn.

INT. AIRPLANE CABIN - DAWN

Julie sleeps, seat reclined, beneath a blanket. R sits across the aisle, right where we left him, eyes fixed on her. She sleeps fitfully, tussles with her blanket, mutters:

JULIE
Perry...

R's eyes flicker a bit.

JULIE (CONT'D)
I heard something. No, Perry. Let's go. Please. Please!

Her eyes shoot open. She looks at R...

She closes her eyes again, as though trying to wake herself from a dream.

She opens them again. He's still there. She sighs, turns to the window...

R casts his eyes to the ground. The linger there, until, finally, he turns around, walks to the door. He steps through the doorway...

JULIE (CONT'D)

Wait...

R turns around, looks at her:

JULIE (CONT'D)

I'm hungry.

R looks at her, blank.

JULIE (CONT'D)

Just let me go! What are you doing?
Why are you keeping me here?

R

No, Ju...lie.

Julie looks at him. A beat.

JULIE

How do you know my name? How the
hell do you know my name?

R shrugs.

JULIE (CONT'D)

Just let me get out and walk around
a little. I'm going crazy here.

R

Not...safe.

JULIE

Uh huh. Right. Not safe. OK...

Thinking:

JULIE (CONT'D)

Well, then you'll just have to go
and grab me something. I'm starved.

(sincere)

Please. I'd be very grateful for
some food.

R

OK. I'll...get.

R turns, walks to the door. The door whooshes open, and blazing sunlight shoots through the plane. Then, just like that, he's gone.

Julie moves to the door, places her face to the circular picture window. She watches as R lumbers across the tarmac...

She slowly reaches for the door handle...

EXT. TARMAC - DAY

In the quiet light of day, Julie runs across the tarmac. She slows when she sees...

A PACK OF CORPSES. About a hundred feet off.

Julie freezes in place. Stares at them. They sniff the air.

She ducks behind the wheel of a 747. Now, she peers around the corner--

To find a FEMALE CORPSE about 10 feet off, sniffing the air with suspicion. Behind her, 3 OTHER DEAD. Julie's eyes widen.

From behind now, a HAND REACHES OUT, grabs her.

Julie SCREAMS!

It's R.

The female corpse turns toward them. R pulls Julie back behind the wheel well.

In the distance, the pack of corpses move toward them.

R
Don't...run.
(beat)
Dead. Be dead.

R clicks his teeth, does an exaggerated zombie shuffle.

R (CONT'D)
OK?

Julie shakes, nods. R leans in, sniffs her. She shudders a bit, but doesn't pull away. Now R reaches his hand into a gash on his opposite forearm, collects a thin smear of oily black...

The Female Corpse walks toward them...

R spreads the ink onto Julie's cheek, down her neck. Julie shudders. The Female Corpse is so close now. Julie cringes:

R (CONT'D)
OK.

Julie nods.

JULIE

Thank you.

R locks eyes with her. Something meaningful. Now, he begins to walk, knocking into the Female's shoulder as he passes her. She twists on impact and stares after them, confused. Julie follows, moving past the counter, stumbling along behind R.

They pass the other Corpses without incident, move down the tarmac. Julie groans every 3 or 4 steps. R turns to Julie, whispers:

R

Too...much.

Julie nods, dials it back. And, as the Dead recede into the distance, a hint of a smile crosses Julie's face. She lets out a particularly hammy groan.

INT. JIMMY BUFFET'S MARGARITAVILLE - DAY

An empty bar. Adjacent, the nose of a Boeing 767 is lodged through a shattered picture window. Sun shines in. R stands guard, as Julie fumbles behind the counter.

R

Told you...not safe.

JULIE

I get it. I get it.

(beat)

I really am hungry, though.

INT. JIMMY BUFFET'S MARGARITAVILLE - MOMENTS LATER

ANGLE ON a plastic container of FROZEN NOODLES, spinning around a microwave. Julie looks from side to side, nervous. Finally...

DING.

INT. AIRPLANE CABIN - DAY

Julie sits in a chair. On the tray table in front of her, steam rises from piping hot pasta. She leans over, takes it in:

JULIE

Mmmm.

She takes a bite of penne. Her eyes roll back in her head:

JULIE (CONT'D)

Oh wow.

R watches with great interest as Julie savors every bite. After a moment, she looks up, chewing vigorously, sees R observing her in silence. Julie covers her mouth self-consciously. And finally, to fill the emptiness between them:

JULIE (CONT'D)

I haven't had pasta in forever. We don't do real food in The City anymore. Just basic nutrition and Carbtein. Carbtein tablets, Carbtein powder, Carbtein *juice*. It's disgusting.

A beat. R gets up, walks to the back of the plane. He slides open a drawer, revealing a few lukewarm bottles of beer, sitting in still water. He grabs one, walks back, hands it to Julie. She looks at him, surprised:

JULIE (CONT'D)

Thanks.

She twists the cap, takes a long sip:

JULIE (CONT'D)

I can't remember the last time I had beer...

She looks him up and down:

JULIE (CONT'D)

Maybe you're not such a monster after all. I mean, anyone who appreciates a good beer...

(beat)

I guess you can't be all bad, Mr. Zombie.

R looks at her, holds his hand to his chest. He wheezes:

R

My...name...

JULIE

You have a name?

R nods. Julie's lips curl into a half-smile:

JULIE (CONT'D)

What's your name?

R closes his eyes and thinks hard, trying to wrest his name from the void. After a beat, he simply says:

R
Rrrrrr.

Julie furrows her brow:

JULIE
Rur? Your name is Rur?

R shakes his head.

R
Rrrrrr.

JULIE
Rrrrr? It starts with R?

R nods.

JULIE (CONT'D)
Robert?

He shakes his head.

JULIE (CONT'D)
Rick? Rodney? Regis?

R shakes his head. No. No. No.

JULIE (CONT'D)
How about I just call you 'R'?
That's a start, right?

His eyes dart to hers. He smiles, satisfied.

R
R.

JULIE
Hi, R. I'm Julie. But you knew that
already, didn't you?

R shrugs. Julie pushes the beer toward him:

JULIE (CONT'D)
Want some?

R eyes the bottle for a second. Finally, he grabs hold and takes a drink. A long pull.

Julie looks at the gash on R's neck. Some droplets of beer seep through the gash, pool around it. The liquid froths with carbonation. Julie sneaks a look, tries to contain a scowl:

JULIE (CONT'D)
 Drink up. I'm more of a wine girl
 anyway.

R empties the bottle, slides it away from him. Julie returns to her food. She pokes at it for a beat. When she looks up, her face appears downcast. Any trace of joviality is gone:

JULIE (CONT'D)
 I want to go home, R.

R shakes his head.

R
 Not...safe.

JULIE
 Bullshit.

Silence. She looks at him hard. He turns away.

JULIE (CONT'D)
 Listen. I get that you saved my life
 back there in the city. And I guess
 I'm grateful for that. But you
 walked me *into* this place. I'm sure
 you can walk me out. So again, why
 are you keeping me here?

R presses his hand against his heart. Then reaches slowly toward Julie, presses against hers. Their eyes meet. Julie looks down at R's hand, back up to his face...

She rolls her eyes...

JULIE (CONT'D)
 Um--

...R looks down, embarrassed.

R (V.O.)
 This date is not going well. I want
 to crawl out of my skin...

He attempts to recover:

R
 Need...to wait.
 (beat)
 They'll notice.

JULIE
How long?

R
Few days. They'll...forget.

JULIE
Jesus Christ.

R (V.O.)
...The absurdity of what I am
overwhelms me. There's so much I
want to say. I want to open my mouth
and have a sonnet come out. But
instead...

R
OK.
(beat)
You'll be...OK.

R (V.O.) (CONT'D)
Not exactly Shakespeare.

Julie looks at him, trying to read his eyes:

JULIE
You're...different, aren't you?

No response.

JULIE (CONT'D)
I mean, I've never ever heard a
corpse talk before. Other than
groaning, I mean.
(beat)
Are there others? Like you?

R
Don't...know.

Julie absently pushes her noodles around the plate:

JULIE
(softly)
A few days...
(beat)
What am I supposed to do here for a
few days, anyway? I hope you don't
expect me to stay in this plane the
whole time. I'll lose my mind...
(beat)
What do you do for fun around here?

R looks at her, thinks. The Beach Boys' "Sloop John B" rises on the soundtrack.

EXT. AIRPORT - DAY

A cherry red 1964 Mercedes convertible blasts out of a covered garage. At the wheel is Julie, scarf wrapped around her head. R rides shotgun. She really airs it out, hitting 100 mph. She actually seems to be enjoying herself.

R watches her closely. He looks down at her feet, studies what she's doing with her hands. He looks from her, to the horizon, where the sun shoots bright orange flares into our lens. And again, back to Julie:

JULIE

This is kind of awesome.

...Julie sees him, observing her. She considers. A beat.

JULIE (CONT'D)

Wanna try?

Off R's blank stare.

EXT. AIRPORT - MOMENTS LATER

R sits in the driver's seat. The car lurches forward. Julie rides shotgun. She buckles her seatbelt:

JULIE

God, you're a leadfoot. Can you go easier on the gas?

R comes to a jerky stop. The engine dies. Julie rolls her eyes.

JULIE (CONT'D)

OK. Look...

She reaches for the key, turns the ignition. The engine fires up again. Julie scoots toward him:

JULIE (CONT'D)

Move over a little.

R moves to the corner of his seat, and Julie snakes her leg across. She places her foot on the clutch.

JULIE (CONT'D)

OK. Now put your foot on the gas.

The car glides forward:

JULIE (CONT'D)

Like that.

Julie slides back over. R's eyes fix on the horizon, as the Mercedes peels onto the tarmac. And for a moment, R is an undead James Dean, driving in Technicolor.

ANGLE ON the Little Corpse Boy and Girl. They stand above a puddle of still water, on the tarmac, playing with a STAPLER. They pass it back and forth, click it.

The Mercedes blows past them, knocking their expressionless faces backward. They stare after R and Julie, who cruise into the distance.

ANGLE ON Julie, who stares ahead. And there, expanding through the windshield's horizon, we see

BONEYS...

Clattering across the tarmac, humming and heaving with dry breaths. Julie locks into them.

JULIE (CONT'D)

Turn around.

R looks at her.

JULIE (CONT'D)

Just turn around. OK?

Just as they approach the Boneys, R quickly spins the car around. The Boneys rotate their skulls in the direction of the car, as it speeds away from them. Julie exhales.

JULIE (CONT'D)

No matter how many times I see those things, they never cease to scare the shit out of me.

(beat)

They're not, like, your parents or anything like that, are they?

R shakes his head. No. The car pulls back into the garage.

JULIE (CONT'D)

But you turn into them, right? You all do? Some day...?

R looks at her, a trace of sadness on his face. But before he can answer, he CRASHES into the back of a Miata.

JULIE (CONT'D)
Jesus, R. This was a beautiful car!

INT. AIRPLANE CABIN - DAY

R and Julie sit cross-legged in the aisle of the 747. Steam rises from a plate of microwaved Pad Thai that sits in front of Julie. R watches in silence as she pokes at it. She looks up at R, who's eyeing her with fascination. As her eyes meet his, he forces a smile, revealing bloody teeth. Julie smiles tightly:

JULIE
It's too quiet in here.

She jumps up, heads a few seats down to an overhead bin, filled with records. She rifles through them, calls to R:

JULIE (CONT'D)
What's with all the vinyl? Couldn't figure out how to work an iPod?

R
Better...sound.

JULIE
Oh, a purist huh?

R makes a spinning motion in the air with his finger:

R
More...real. More...alive.

JULIE
Yeah, true. Lot more trouble, though.

She grabs an album, Blink-182's *Enema of the State*:

JULIE (CONT'D)
This is the most recent album I can find. Why don't you have anything from after 1999?

R shrugs.

JULIE (CONT'D)
And there you go again, shrugging. Stop shrugging, shrugger. Answer my question: why the stunted musical growth?

R starts to shrug, stops himself:

R
I collect...things.

She looks around:

JULIE
Yeah. I can see that.

R
I...find...things sometimes. But we
don't...seek.

Julie continues to flip through records in the overhead bin:

JULIE
That's a real tragedy, R. I used to
love seeking music. There was this
great record store on Main and Ivy.
I could've taken you some time...

R has no response. Julie grabs *Rumours*, puts it on the
turntable. "Dreams" plays.

JULIE (CONT'D)
Much better.

She sits, snatches her fork, stuffs her mouth full of
noodles. R watches her, furrows his brow, reaches across the
plate, grabs a handful of noodles. He puts them in his mouth,
tries to chew. But it's a horrible pantomime. The noodles
fall from his lifeless lips, and he's left to chew air.

Julie doesn't notice. The chorus hits, and she starts to sing
along:

JULIE (CONT'D)
*Now there you go again, you say you
want your freedom. Well who am I to
keep you down...*

Music swells, initiating a

MONTAGE

-Julie looks through a stereopticon in R's plane. Images of
19th Century men and women picnicing on the grass. Young men
playing baseball with strange old mitts.

-R watching Julie rock out, her voice soaring with goofy
abandon. R watches closely, almost smiling.

JULIE (CONT'D)
*Thunder only happens when it's
raining...*

- Corpses. Wandering through airport terminals, lost.
- Boneys. Feeding ravenously on a fresh batch of human flesh.
- And Julie, sitting next to R, reading to him by candlelight from a dusty old leather book: James Joyce's *The Dead*.

JULIE (CONT'D)

...It lay thickly drifted on the crooked crosses and headstones, on the spears of the little gate, on the barren thorns...

She looks to R, who stares ahead, contented. She continues:

JULIE (CONT'D)

...His soul swooned slowly as he heard the snow falling faintly through the universe and faintly falling, like the descent of their last end, upon all the living and the dead.

EXT. AIRPLANE CABIN - DUSK

M stands on the tarmac. In the fading light of dusk, he looks to R's plane, where the muffled sounds of Fleetwood Mac seep into the air.

INT. AIRPLANE CABIN - CONTINUOUS

Julie sits in the aisle. R is opposite her...

JULIE

R...

(beat)

My boyfriend. He bit the dust back there. Where you found me...

(beat)

Will he come back? As one of you?

R drops his eyes, shakes his head.

JULIE (CONT'D)

That's good, I guess.

(beat)

I mean, to be honest, and I'd never say this to anyone, but...

(beat)

It's kind of a relief that it finally happened. To be able to stop dreading it...

Julie looks down:

JULIE (CONT'D)
 Something happened to him. A lot of things, actually.
 I guess there came a point where he just couldn't absorb any more, so he flipped over into a different person. It was scary how fast he changed...

Julie tears up. A beat. Her voice quivers:

JULIE (CONT'D)
 It's not like I'm not sad that he's gone. I am. I...
 (beat)
 I really am. But I've been preparing for it for a long time.

She looks at him:

JULIE (CONT'D)
 It's weird. I never talk about this stuff to anyone, but you're...I mean, you're so quiet. You just sit there and listen. You don't judge any of my stupid thoughts, you know?

She shrugs.

JULIE (CONT'D)
 Shrug.

She forces a smile. R moves to the overhead bin, pulls out an LP. He removes it from the sleeve, pulls the needle off Radiohead, and puts it down:

FRANK
*I don't care if you are called
 [SCRATCH]/When people say
 you're[SCRATCH]/Wicked
 witchcraft[SCRATCH]/Don't change a
 hair for me, not if
 you[SCRATCH]/Cause you're
 sensational[SCRATCH]/You just the
 way you are[SCRATCH]/You're
 sensational...sensational...That's
 all...*

R sits back down in front of Julie. She stares at him with damp, redrimmed eyes. He presses his hand against her chest, and we hear the gentle thump of her heart inside. Julie sniffs, looks at him:

JULIE
What are you?

INT. AIRPLANE CABIN - NIGHT

The end of a dusty record plays silent in the night air. Julie's laid out across the center row, under a blanket. R sits across from her. In the darkness:

JULIE
R?

R groans.

JULIE (CONT'D)
You know, in a weird way, it's actually been kinda nice, being here? I mean, aside from almost getting eaten like four times. It's been years since I've had this much time to breathe and reflect and look out windows.

Julie's voice slows with sleepiness:

JULIE (CONT'D)
Anyway, it just reminds me that there's some good stuff left in the world--

She looks at him:

JULIE (CONT'D)
Some super-weird, really good stuff, you know?

A beat:

JULIE (CONT'D)
It's crazy. Sometimes I barely believe you're a Corpse. Sometimes I think you're just wearing stage makeup. Because when you smile...it's pretty hard to believe.

R tries to suppress a smile.

R
Thank...you.

JULIE
 Thank you. For saving me.
 (beat)
 Good night, R.

R watches as Julie drifts off. And a big smile creeps across his face.

INT. AIRPLANE CABIN - LATER

R sits in the pilot's chair. He looks over his shoulder, sees Julie sleeping soundly in Coach.

R reaches into his pocket, grabs a chunk of cerebellum. With passion, he bites into it. His body shudders. He slumps in his seat. He...

ERUPTS FROM A DARK, CRUSHING TUNNEL INTO A FLASH OF LIGHT AND NOISE.

And, just like that:

INT. VACANT HOSPITAL - NIGHT FLASHBACK

You are leaning out the window. The wind rips through its shattered plate glass. Julie steps next to you, looks down:

On the snowdusted street below, a Corpse walks in a loose circle. It bumps into a car and stumbles, slowly backs up against a wall, turns, shuffles in another direction. It makes no sound.

JULIE
 I wonder how it feels--

PERRY
 What?

JULIE
 To be like them.

The Corpse shuffles. The snow falls.

EXT. THE CITY - DAY

You and Julie walk toward a **BOARDED UP** subway stop. It's quiet. In the distance, a **HALF-COMPLETED CONCRETE WALL** borders the city, shooting 100 feet into the crisp fall sky.

You move toward the subway stop. It's covered in thick plywood. You look from side to side. Then to Julie.

JULIE
It's clear.

And with that, she pulls at board, creating a small gap. She slips through. And, from the darkness:

JULIE (O.S.) (CONT'D)
Come on in! It's not that bad!

EXT. UNDERGROUND TUNNEL - DAY

You walk through a hollow underground tunnel, holding a flashlight in front of you. Drips and drops echo through the cavernous chamber. Julie is by your side...

JULIE
Seriously, you owe me big time for this.

PERRY
Seriously, did you have to pick the scariest possible route?

JULIE
They'd never let us get this far, Pear. The soldiers would stop us. My dad would stop us. Anyway, we're just gonna check in, everything's gonna be fine and then we'll turn right back around...

PERRY
I haven't heard from him in 2 days, Jules.

JULIE
My dad goes weeks without checking in. And hardcore construction guys like *your* dad work for days straight, right?

PERRY
But he was just supposed to go out there, pick up the equipment, and come right back...

JULIE
It doesn't mean anything. You're just being paranoid.
(beat)
You sure you know where you're going?

PERRY

The site's about a mile outside the green zone.

(beat)

We switch tunnels at the express line. You got your gun?

JULIE

Two, just in case.

They turn, and move into a

SUBWAY STATION

They move through the turnstiles, quietly ascend the stairs...

INT. STADIUM - MOMENTS LATER

Julie and Perry walk across a darkened, domed baseball field. Their flashlights sweep past decomposing corpses--on the field, in the stands:

JULIE

Jesus, it stinks in here.

PERRY

Almost through.

You take a big swing with an imaginary bat. The invisible crowd roars.

EXT. CONSTRUCTION SITE - DAY

You and Julie crest the horizon. Ahead, you spot a construction site. Behind you, the half-completed CONCRETE WALL...

As you close, you can make out a flatbed truck, beams and Caterpillars, and about a dozen CONSTRUCTION WORKERS.

JULIE

See, they're all here.

PERRY

OK. You're right. I'm a freak.

You get closer. And you see your DAD, walking aimlessly back and forth.

PERRY (CONT'D)

Dad!

He turns to you.

You're about 50 feet away, when you notice the building behind him is ENGULFED IN FLAME.

PERRY (CONT'D)

Hey, Dad!

He starts walking toward you. But something's different. Something's...

PERRY (CONT'D)

Something's wrong.

Julie's eyes widen. The other construction workers turn toward you now. Their eyes are pewter gray. Their jaws snap. And your Dad

RUNS RIGHT TOWARD YOU

Black saliva dripping from his mouth. Snarling. Snapping.

PERRY (CONT'D)

Dad! No!

You fumble for your gun. You try to cock it. Your hand shakes. The undead version of your dad leaps into the air, and...

BANG!

He collapses to the ground. You turn to Julie. A pistol smokes in her hand. Hot tears coat her eyes.

You look down at your dad. You look up. THE OTHER UNDEAD RACE TOWARD YOU. Back to Julie.

You both run.

EXT. MILITARY TRAINING CAMP - DAY

You are Perry Kelvin. You stand in camos and bright sunlight with others like you. Teenagers. Aspiring soldiers. Your windburnt face stares ahead at GENERAL GRIGIO.

GRIGIO

You sure about this?

You nod. Grigio pins a BLACK INSIGNIA to your uniform. He places a rifle in your hand.

GRIGIO (CONT'D)
Welcome, then.
(beat)
I'm sorry for your loss.

PERRY
Yeah. Me too.

GRIGIO
Come here, lemme teach you how to
use that thing.

INT. COCKPIT - CONTINUOUS

R's eyes widen.

He looks down. On the console in front of him, the final bite of Perry Kelvin's brain. He stares at it, unblinking. And, finally,

He grabs it, pops it in his mouth...

EXT. THE UNIVERSE - CONTINUOUS

You are Perry Kelvin. Laserbeams and stardust surround you. The cosmos embraces you. The lights turn on and off.

BLACK.

INT. WAREHOUSE - NIGHT

You are in a dark, crooked room, with about a dozen of your peers. Some hold flashlights; others hold guns. Julie's by your side. She's got a gun. In the corner, a pimply-faced kid plays a video game. Next to you, Nora calls:

NORA
Did you hear that?

PERRY
No.

Behind you, your platoon load weapons into boxes, a flurry of furious activity. Julie turns to you:

JULIE
I did. We should bail.

...THUMP

Everyone stops, looks at each other.

NORA
See. I told you.

JULIE
Pear. *Let's bail.*

And now, the DOOR SLAMS OPEN. A GANG OF CORPSES FLOODS THROUGH IT. Your eyes widen in horror. You cock your weapon...

INT. COCKPIT - CONTINUOUS

R's eyes flutter madly. He doesn't want to see this.

INT. WAREHOUSE - FLASHBACK

You fire off one round. Now two. It's chaos. There are too many of them. They are faster than you thought they'd be. Your eyes fix on a tall one in the center. Its eyes are locked on Julie. Your face reddens with rage. You shoot it in the arm. Its flesh explodes into the air.

It turns to you. Your eyes connect under the light of strobing muzzle flares. For some reason, you wait a beat before

You cock your rifle again:

PERRY
Smile, motherfu-

But before you can get another shot off...

INT. COCKPIT - CONTINUOUS

R SPITS OUT the remaining chunk of brain. It lands on the console with a sticky thud. R grips the armrests of his deskchair. His body heaves with breath. And then he hears it.

A SCREAM.

EXT. TERMINAL A - NIGHT

R speed-lumbers down the corridor. He moves down a stopped escalator. The scream grows louder now. It's a girl's voice.

It's Julie.

R turns a corner, and sees her in the distance. At the Departures gate.

Julie's backed into a corner, surrounded by SIX DROOLING DEAD, led by M. Julie holds a GAS-ENGINE HEDGE TRIMMER, has an olive drab messenger bag draped around her neck.

She jabs the trimmer at the Corpses. With each jab, they flinch. But it does little to slow their steady advance. Finally, Julie swallows,

STABS THE TRIMMER INTO A CORPSE!

The Corpse falls to the ground, taking the trimmer with it. Julie lunges for it, but the trimmer is stuck in the Corpse's flailing body...

Julie drops to her knees. She closes her eyes. Tears stream down her face. Above her, M SNAPS HIS JAWS. Julie shudders. R watches, as M leans in for a bite...

Now, R RUSHES AT HIM FROM BEHIND. He crashes into the crowd, scattering them like bowling pins. He grabs M, PUNCHES HIM IN THE FACE. The bones of R's hand shatter into seashell crumbs. M's face cracks inward as he drops.

R turns, grabs the next one closest, rams him into the wall! He grabs his head, smashes it into the concrete. Over and over again. Until his brain pops and he goes down.

MEANWHILE...

Julie has retrieved her hedge trimmer. With it, she stabs at a CORPSE'S NECK. She slices his head right off!

AN ARM GRABS R FROM BEHIND...

He turns, just in time to see a SNARLING Corpse TAKE A BITE OUT OF HIS RIBS. R flails for his arm, grabs hold,

TEARS IT COMPLETELY OFF THE CORPSE'S BODY.

R rears back, swings the arm like Babe Ruth aiming for the cheap seats. He connects with a Corpse's HEAD, which spins a full 360 degrees on his neck before tearing and falling off.

R turns to Julie, proudly holding the musclebound limb. She wields her whirring hedgetrimmer, breathes heavy. Several decapitated corpses lie at her feet.

M (O.S.)
What...the hell?

R and Julie turn, to see M, pushing himself up from the floor. He stands:

M (CONT'D)
What are...doing, you...

He trails off. R looks at him, imploring:

R
Julie.

M moves toward Julie. R steps in front, shielding her.

M
Living! Eat!

R shakes his head:

R
No.

M
EAT!

R
Keep...her safe.

M
EAT!

M advances...

JULIE
Hey!

M and R both turn. Julie has stepped out from behind R, brandishing her hedge trimmer. She glares at M, revs the machine, says levelly:

JULIE (CONT'D)
Back up, buddy.

R
We...go.

Julie links her arm into R's elbow.

JULIE
Yeah. We go.

M's eyes widen. He watches, confused, as Julie and R back away, in silence. We hear only their feet padding against the linoleum. Until--

The sound of clattering bones fills the room. R, M and Julie turn to the escalators, where a SINGLE SINEWY BONEY marches forward. R and Julie stand, frozen in place. Julie gulps, looks at R:

R
Don't...worry. Keep...you safe.

The Boney advances now, snapping its filed fangs in a chattering, clattering rhythm. R and Julie back up slowly.

JULIE
I don't feel safe, R...

They approach a MOVING WALKWAY, back onto it, locking eyes with the Boney. The walkway pulls them away from the creature, but they keep their eyes fixed on it...

JULIE (CONT'D)
R... What do we do?

R and Julie land on the other side of the walkway. R turns around, sees a TUNNEL leading off into the depths of the airport. He looks at Julie...

Looks at the Boney, who has stepped onto the moving walkway now. It slides toward us...

R
Run.

They bolt toward the tunnel. Just as the Boney lands on the other side of the walkway. It looks at them, running. Its jaw hinges open, and...

A REVERBERATING ROAR fills the terminal. Like an eerie, airless horn blast.

R and Julie run even faster, into an adjacent

HALLWAY

Fluorescent lit. Linoleum. White walls. The ROAR still echoing in the distance. They turn behind them:

THE BONEY IS RUNNING RIGHT TOWARD THEM

Up ahead, metal DOUBLE DOORS. Julie and R dart through them. Julie turns around. The creature is so close now. It leaps...

Julie SLAMS THE DOOR, RIGHT ONTO THE BONEY'S ARM! It flails at them, its disgusting noises of exertion fill the air.

Now, R runs to the doors, slams them shut, severing the Boney's arm, which hits the floor with a thud. Julie turns the lock, exhales. They turn around, revealing that they are in a

LUGGAGE ROOM

A warehouse-sized cavern filled with dusty bags, lit by a few bare bulbs. A few corridors lead in various directions...

JULIE

These must lead to the tarmac. We
can follow one of them out of here.

R looks at her, nods. Just then

THE POWER GOES OUT

Pitch black. Julie reaches into her bag for a flashlight, clicks it on.

JULIE (CONT'D)

Here. Follow me.

They crawl beneath a LOW WALL, which spits them into a

THIN CORRIDOR

Bordered by aluminum siding. R and Julie can stand, but the thin walls leave very little room on either side. Sweat drips down their brows. They push forward through the blackness. And now, they hear it...

A BOOMING NOISE. The aluminum collapses in just a little bit. It's as though something is outside, trying to break through.

JULIE (CONT'D)

We just have to keep moving, R. Keep
moving, OK? This way.

They do. Heavy breathing amongst the silence. Footfalls against the floor. A beat. A long beat. In the distance, a pinprick of light.

JULIE (O.S.) (CONT'D)

There it is! Almost there...

ANOTHER BOOMING NOISE. And an ARM TEARS THROUGH THE ALUMINUM, CLUTCHES FOR JULIE. SHE SCREAMS!

R grabs the Boney, slams it to the ground. They tangle. Julie collapses to the floor, flashlight in hand. And, now, she looks behind her, sees...

A BONEY so close. Its jaws snap. Its fingers reach toward her!

R grabs the Boney, pulls it off her, slams it against the wall. Julie watches, terrified, as the Boney clings to R's back now, tears into his chest.

Julie pulls the ripcord on her hedgetrimmer...

JULIE (CONT'D)

R! Here!

R and Julie lock eyes. And R grabs the Boney, throws it in Julie's direction. Julie advances. The Boney turns to her...

Its eyes widen.

Julie holds the hedgetrimmer in front of her...

THE BONEY EXPLODES INTO PIECES, splattering Julie. Shredded flesh moves along the conveyor belt, like meat in a McDonald's factory. Julie grimaces.

JULIE (CONT'D)

Ugh.

R and Julie run now, against the flow of the belt. Toward the light. It gets bigger in our field of view. Julie reaches her hand for his. They grip each other tightly in the darkness. And move toward the...

LIGHT. A big doorway of light. R and Julie jump onto the tarmac.

EXT. TARMAC - NIGHT

...And stop dead in their tracks. Directly in front of them stand three Boneys. They turn around. A fourth Boney stands silhouetted in the doorway. R and Julie stand frozen. Nowhere to run.

Just then, a MOTORIZED BAGGAGE CART SLAMS through the Boneys! When the dust settles, we see

M. His cart pulls to a stop.

M

Come...with me...

Julie looks at R, then M. Then R:

JULIE

Nuh-uh. No way. About fifteen minutes ago, I was 95 pounds of sushi to this guy--

M

Want...to help.

JULIE

Who the hell asked you, you blood sausage? I should have hedge trimmed you in half when I had the chance.

M looks at her, his eyes steel. Now he chuckles, looks at R.

M

...I like her.

R looks at Julie:

R

It's OK.

JULIE

Yeah, yeah, sure. Of course it is.

She hops in. And M guns it.

JULIE (CONT'D)

Over there!

She points at the garage. M swings the wheel in that direction, speeding toward the circular structure. Just then,

A BONEY LEAPS ONTO JULIE!

It clasps onto her leg, its snapping jaws advance toward her neck. She screams!

JULIE (CONT'D)

Oh my God!

She kicks her leg, in an attempt to dispose of the creature.

The parking structure is about 15 feet off now, and closing...

R grabs hold of the wheel, turns it a few degrees, so that the Boney collides with a CONCRETE COLUMN at the parking structure's entrance. Julie breathes heavy.

As the cart moves up the ramp to P2, then P3. And, finally, they see it:

The Mercedes Convertible. Its front bumper lodged into the back of a Miata. M slows down.

JULIE (CONT'D)

I am so happy to see you right now!

R hops off, grabs Julie. He looks at M:

M

What...going on...with you?
Bring...back...living girl?

R looks at him:

R

Don't know.

M

You OK?

R

Changing.

M

Changing. How?

R shrugs.

JULIE (O.S.)

Uh...R?

...And R turns, sees a PHALANX OF CORPSES lined in front of the red Mercedes, blocking Julie from it, staring at her...

R moves to Julie. She clutches his hand. And a surge of emotion pulses through R. She's never touched him like this before. He looks at her...

But she's just staring at the Corpses. Who, for their part, stare back intently. It's almost as though they are...

Studying her? They cock their head to one side. Recognition in their eyes. It's almost...sweet.

R

Let's go...

R and Julie move forward. And as they do, the Corpse pack moves to the side. They walk right past them, get in the car.

R sits in the passenger seat, buckles his seatbelt. He turns to M. They lock eyes...

Just then, we hear the snarling, strained chords of the Boney's. Everyone turns, to see them galloping up the ramp...

Heading right toward them!

JULIE
That's our cue.

Julie puts the car in drive, and DRIVES RIGHT THROUGH THEM! They fly across the parking lot as the Mercedes peels out.

EXT. TERMINAL C - NIGHT

The Mercedes screeches onto the street that borders the airport. Echoing through the air, a voice intones:

MECHANIZED VOICE (O.S.)
...The White Zone is for the loading
and unloading of passengers only.
There is no parking in the White
Zone...

And a line of Corpses stare after the cherry-red blur, as it moves into the distance. And now, the mechanized voice is replaced by muzak--the Beatles' "A Day in the Life", as the car disappears on the horizon. Still, the Dead stand and stare. Music fills the air, as now

They groan.

EXT. FREEWAY - LATER

R and Julie drive the convertible under a vine-covered overpass, plump raindrops blipping against their face. They stare ahead, driving on in silence. Until:

JULIE
R...Where are we going?

R
Take...you home...

JULIE
The City?

R nods. Julie laughs:

JULIE (CONT'D)
Really, R? To the City? Are you
insane?

R

No.

JULIE

Well, let's think about that a moment shall we? You? Are a Corpse. As well-preserved and charming as you may be, you are a Corpse, and guess what everyone in the City over the age of ten is training seven days a week to do? Kill Corpses.

(beat)

So, if I can make this any clearer: You can't come with me. Because they will *kill* you.

Julie's sarcasm dissolves. Her voice becomes tentative:

JULIE (CONT'D)

R, when you attacked us, my friend Nora hid under a desk. She saw you...capture me. You have to let me go, R--or they'll find you. They'll find *all of you*.

(beat)

R, I've always been taught that the Dead are just, like, these evil creatures to be disposed of, but look at you... you're more than that, right? What if there are others like you? In that airport? Others who can feel, and who do nice things for people, and who have totally rad record collections, and who like Frank Sinatra, and...

(beat)

Look, I don't want to be responsible for that, OK?

Silence. R stares ahead. Thinking, perhaps.

JULIE (CONT'D)

Do you want to die, R? To really die?

R

Already dead.

JULIE

No, you're not. I don't know what you are, but you're not dead.

A beat. Then:

R
No. I don't want to die.

Julie looks at him, surprised:

JULIE
I do believe that's the most you've
ever said in one mouthful, R.

They drive on.

EXT. FREEWAY - NIGHT

Julie fumbles with the heater, shivering. It's a warm spring night, but she's drenched. The rain has stopped. R looks at her, shaking there...

He signals and pulls off at the next exit. Soon, they are surrounded by a silent graveyard of suburban grid homes. Julie looks at him. Her teeth chatter.

EXT. SUBURBAN HOME - NIGHT

R pulls into a weedy cul-de-sac, parks next to a rusted Plymouth Voyager. He puts the car in park, grabs hold of Julie's hand, and walks toward the nearest house.

He moves to the front door, turns the handle. It's locked. R leans back and gives the door a swift kick. Its dry-rotted wood collapses easily. R and Julie step through...

INT. SUBURBAN HOME - CONTINUOUS

R stands in the doorway as Julie moves through the cozy dark space. She spots an old Coleman lantern, finds a strike-anywhere match from the fireplace mantle, and lights it.

The room lights up in a flickering campsite glow. With the pitter-patter of the rain outside, it's almost comforting.

Julie grabs the lantern, moves through the KITCHEN, into the LIVING ROOM. She passes candles, lights them, and continues through the house. R tentatively steps forward now. He eyes a STACK OF OLD MAGAZINES next to the television. *Life, Details, Entertainment Weekly*. Spanning decades.

From the other end of the room, a FLASH. R jumps back, startled. He looks over to Julie, who's holding a Polaroid camera in her hand. She shrugs.

JULIE
Stole it from your plane.

Julie hands R the developing photo:

JULIE (CONT'D)
It's important to preserve memories,
you know? Especially now that the
world's on its way out.

Julie puts the viewfinder to her eye, circles around the room,
taking it all in:

JULIE (CONT'D)
Everything you see, you might be
seeing it for the last time. Perry
used to say that.

R flinches at Perry's name. He stares down at the picture. A
ghostly image begins to take shape. It's R, staring ahead with
wide pewter-gray eyes.

JULIE (CONT'D)
Now you do it.

She hands R the camera. And he holds it up, a bit confused at
first. But he places it firmly in his hands, looks through the
viewfinder.

VIEWFINDER POV: Julie strikes a pose:

JULIE (CONT'D)
Cheese!

FLASH.

INT. LIVING ROOM - NIGHT

R sits in a plush recliner by candlelight. The rain falls.
Empty CANS of FOOD are stacked up next to him. Julie must've
been hungry. R grabs an US Magazine from a table near the
chair. He flips through it. Ads. Clothes. Movie stars.

After a beat, Julie enters the room, wet clothes clinging to
her. She looks at him.

JULIE
I'm exhausted. The bed in there
isn't too rotten. I'm going to
sleep.

R nods. Julie turns, and R lays back on the cramped loveseat. But she doesn't leave. She just stands there, eyeing him from the bedroom doorway...

JULIE (CONT'D)

R?

R

What?

JULIE

Well...

(beat)

I was just thinking--

(beat)

...I don't mind if you sleep in there. On the floor. These rooms are kinda spooky, you know?

(beat)

So...

She turns and disappears into the bedroom.

INT. BEDROOM - LATER

Julie is in bed, curled into the fetal position with blankets wrapped tight around her. R lies on the ground, eyes wide open, staring up at the ceiling. She hears the FRONT DOOR creak open.

JULIE

Did you hear that?

R looks at her, shakes his head. And now, another NOISE. Unmistakable this time, and from inside the house. Quickly and quietly, Julie moves to the bedroom door. She cracks it, looks through. Her eyes widen. She turns to R:

JULIE (CONT'D)

Shhhh.

JULIE'S POV: Downstairs, the silhouettes of two SOLDIERS, rifles perched on their shoulders, shooting laserbeams of Xenon light around the room.

Julie holds her breath, as their lights pass by the empty cans of food. A tense beat. Until a SOLDIER clicks his Walkie:

SOLDIER (O.S.)

This one's clean.

And, in response, ANOTHER VOICE:

VOICE (O.S.)

All right. Hold there. We're heading toward you.

SOLDIER (O.S.)

Copy.

The Soldiers turn, leave. And in the distance, THE NOISE OF ENGINES. R walks to the window, where a caravan of Humvees approaches. Several SOLDIERS run on either side of the vehicle. At the front, standing up, scanning the landscape, is GRIGIO.

R stares at him with the type of fear he normally reserves for the Boneys. Grigio's severe eyes scan the landscape in front of him. Now, Julie appears in the window beside him. R eyes her with anticipation. She looks at the humans, thinking, yearning. R stares at her intently. She opens her mouth...

To scream?

JULIE

Just stay quiet, OK?

R nods, surprised. And then, just as quickly, the cars pass, leaving nothing but black night in their wake.

Julie tiptoes back over to the bed, gets in. R lies back on the floor. A long beat. Then, from the darkness.

JULIE (CONT'D)

They would have killed you.

R looks at her. Scared.

JULIE (CONT'D)

They would have just shot you in the head and then you'd just be... gone.

R

I'm still here.

She looks at him, smiles. They stare at each other in silence...

INT. BEDROOM - LATER

Silence still. R stares up at the ceiling. Now, the sound of teeth chattering. The bed shakes.

JULIE

These clothes are...

She sits up in bed.

JULIE (CONT'D)

Shit.

(looks at R)

I'm going to lay my clothes out to dry. Just...relax, OK?

R says nothing. With her back to him, Julie wriggles out of her wet jeans and peels her shirt over her head. R's eyes dart to her back. We hear her say:

JULIE (CONT'D)

Don't look.

R doesn't avert his eyes, simply replies:

R

OK.

Julie strips down to polka-dot bra and plaid panties. She gets out of bed and drapes her clothes over the dresser. She quickly crawls back under the covers and curls up.

R lies there, staring up at the ceiling, listening to Julie's rhythmic breaths. Then:

JULIE

R?

He looks over.

JULIE (CONT'D)

Do you...*have* to eat people?

A beat.

R

Yes.

JULIE

Or you'll die?

R

Yes.

JULIE

But you didn't eat me.

R looks at her, confused.

JULIE (CONT'D)

You *rescued* me. Like, a bunch.

R nods slowly.

JULIE (CONT'D)
And you haven't eaten anyone since
then, right?

R simply stares ahead. As a peculiar little half-smile
twitches on Julie's face.

JULIE (CONT'D)
Interesting.

R stares ahead still. Blank.

R
What?

JULIE
Nothing.

More silence:

JULIE (CONT'D)
It's just...it must be hard.

R looks at her.

JULIE (CONT'D)
Being stuck in there. I can see--I
can see you trying. That's what
people do. At least, it's what they
used to do. We try to be better. I
mean, sometimes we kinda suck at
it, but it used to mean something.
I look at you, and you try harder
than every "human" in my city
combined.
(beat)
You're sweet. You don't lie. You're
pure. In this really weird way.
You're a good person, R.
(beat)
Anyway, good night.

R stares up at the ceiling. On it, PROJECTED FLASHES of
carnage. R EATING PERRY. WE PUSH IN ON R. HIS MEMORIES. HIS
SNARLING TEETH. RAIN DRUMMING ON THE ROOF. UNTIL...

R
It...was me.

JULIE
What was you?

R reaches into his pocket, pulls out Perry's gold watch. He reaches over, hands it to Julie. She looks down at it. A long beat:

R
Per...ry.

JULIE
Huh.

She just stares into space. Another beat.

JULIE (CONT'D)
I mean, I guess I kinda knew that.

R
You did?

JULIE
I mean, I didn't know it for sure. I
guess I just hoped, maybe--
(beat)
I'm very conflicted about this.

R looks at her, waiting for something. Anything.

R
I'm...sorry.

Nothing. Silence.

R stares up at the ceiling...

INT. BEDROOM - LATER

More silence. Julie sleeps. R stares up at the ceiling still...

R (V.O.)
The Dead do not sleep.

...As he closes his eyes.

FADE TO BLACK.

You are R. You follow a GIRL who pushes through glass double doors, and into a concrete

PARKING LOT

You call to her:

R

Katie!

(beay)

What is wrong? You've been acting
really weird--

KATIE

We need to talk.

You inhale.

R

(beat)

OK.

KATIE

I can't do this anymore.

R

Oh.

(beat)

You're breaking up with me on the
eve of the apocalypse?

She looks away:

KATIE

I know. It's just, everything's
changing so quickly and I--I just
want to be able to enjoy life, you
know? While there's still some life
left to enjoy. I don't want to be
pinned down, or whatever...

R's eyes tear up.

KATIE (CONT'D)

Oh no. Don't cry.

He sniffs self-consciously:

R

I'm not crying.

KATIE

You just feel things so much.

(beat)

That's part of why I liked you.

You wince. That hurts. A silent beat.

KATIE (CONT'D)

Look. We should go back in. People
are gonna get worried.

R
You go ahead. I'll be right there.

She looks at you:

KATIE
Just don't disappear, OK?

You nod.

KATIE (CONT'D)
OK.
(beat)
I'm sorry.

R
Yeah. OK.

And now, Katie turns, and we see for the first time that she is on ROLLER SKATES. We are in the parking lot of a ROLLER RINK. She rolls on in.

EXT. PARKING LOT - LATER

You ROLL around to the back of the parking lot. You start to cry. When...

You hear something. A NOISE coming from that dumpster over there. A FIGURE is rooting around within it.

R
Hello?

And now, it's face curls around the corner. It's

A SNARLING CORPSE!

He rushes you. You turn, try to skate. But you can't get going fast enough on the gravel...

You stumble.
You fall.

It pins you to the ground. Black drool drips onto you, as its jaws get closer.
Closer.
You close your eyes...

INT. ROLLER RINK - NIGHT

"Cool it Now" by New Edition plays as you skate through the crowd, your eyes steely.

One wouldn't even know your were infected, if they missed the fresh blood that now drips from your neck. But...

People start to notice.

They look at you. They point.

ROLLERSKATER
Dude, are you OK?

But you're not. You're getting worse. You start to feel it. You're turning.

And now, you find her...

KATIE

She's skating up ahead, chatting up a COUPLE BOYS who are on either side of her. She laughs., She smiles. And you accelerate.

Passing people left and right. Flying toward her, you...

LEAP ONTO HER!

Screams. The Rink scatters. Another CORPSE, the one that bit you, leaps onto the floor. It bites everything in sight. Chaos.

You stare down at katie. She's pinned beneath you. Shreiking. Crying. There is compassion in your eyes...

No longer.

YOU BITE INTO HER NECK.

INT. BEDROOM - MORNING

A sharp beam of sunlight cuts through the dusty air. R sleeps still. Julie does not. She is seated in the bed, watching R. She looks at him.

He stirs, lets out a mini-groan. But his eyes do not open. Julie's mouth drops. Is he actually dreaming? Her mouth curls into a bittersweet, tender smile.

She steels herself for what comes next...

INT. BEDROOM - LATER

R's eyes open.

Birds chirp. Hot sunlight forms a white pool on his face. He turns over--

JULIE'S NOT THERE.

R get up, speed-lumbers to the window. The Mercedes is gone.

EXT. SUBURBAN HOME - MOMENTS LATER

R stands outside, spins around, confused, looking for any sign of her. But there's nothing. Just the birds chirping. And the quiet. R drops his head. He starts to groan.

INT. LIVING ROOM - MOMENTS LATER

R groans, pushes through the splintered door, steps into the house. His eyes scan the living room. Nothing. He speed lumbers around the perimeter, into the

DINING ROOM

R groans, pushes through the splintered door, steps into the house. His eyes scan the living room. Nothing. He speed lumbers around the perimeter, into the

EXT. FREEWAY ON-RAMP - DAY

R shuffles onto the overgrown ex-freeway, his head down. Alone. The blue sky shoots sunbeams onto his ragged clothing. He looks into the distance, squints into sunshine. It flares our lens.

R (V.O.)

Sometimes, in life, you feel like
you just don't fit in--like you
have nowhere to go...

(beat)

Death's not much different, I
suppose.

(beat)

And now, here I was, alone again. I
wanted to run after her, go to her
city, be with her--but they would
never accept me. And the only place
that would accept me was the only
place I didn't want to be...

(MORE)

R (V.O.) (CONT'D)
(beat)
But I had no choice. I didn't want
to die. I had to go home.
(beat)
I guess Julie felt the same way...

EXT. THE BRIDGE - DAY

The cherry-red Mercedes speeds over a bridge, toward "The Wall", which looms in the distance. A street sign reads: GREEN ZONE, 10 MI.

Now, the Mercedes slows, sputters.

Stops. Julie looks at the gas gauge. Empty.

She sighs, gets out...

Walks across the bridge.

EXT. FREEWAY - LATER

R continues to walk, almost marching. The airport hangs deep in the distance now. Stormclouds spiral overhead. Darkness approaches.

EXT. THE CITY - DAY

Julie walks down a city street. It's quiet. She's scared.

She reaches an intersection, looks from side to side. It's clear. She moves forward, and hears:

VOICE (O.S.)
Stop right there!

She stops, turns slowly. Several soldiers stand, rifles raised. A YOUNG SOLDIER calls out...

YOUNG SOLDIER
Identify yourself...

JULIE
It's just me, Kevin.

He approaches.

YOUNG SOLDIER
Put your hands on your head while
we administer a retinal scan.

JULIE
I'm not doing that.

And now, a CARAVAN OF HUMVEES turns the corner behind the soldiers. At the front, standing, is Grigio. He and Julie lock eyes.

She smiles. He almost does.

GRIGIO
Drop your weapon, Private.

Grigio hops out of the turret, onto the street. He moves to his daughter:

JULIE
Hi, Dad.

Grigio approaches. He studies her eyes. And she searches his, for any sign of emotion.

GRIGIO
You're OK?

JULIE
Yes.

GRIGIO
Where were you?

Julie opens her mouth to speak--

GRIGIO (CONT'D)
Nora said you were taken into a Corpse hive.

JULIE
I was. But I broke off. I holed up in a house in the suburbs. I waited there, until it was safe. I found a car--

GRIGIO
We've been searching for you. I sent a half dozen units out there--

JULIE
I know.

They look at each other. A beat.

GRIGIO
I was very worried about you.

That was it. The hint of emotion. Julie's lips curl into an almost imperceptible smile.

JULIE

Thanks.

(beat)

How about a hug?

But her father doesn't move.

GRIGIO

Nothing bit you?

JULIE

No, Dad.

GRIGIO

You know, if any of them so much as touch you, you could get infected--

JULIE

That's not even true, Dad.

GRIGIO

Did they touch you?

JULIE

No!

(beat)

I'm not infected. Come on.

He stares at her still.

GRIGIO

We have to be safe, Julie. You know that.

JULIE

Well, could you stop being safe and just be my Dad for a second, please?

He looks at her, into her eyes, nods...

And hugs her.

JULIE (CONT'D)

Finally.

GRIGIO

It's nice to see you.

JULIE

Yeah. I love you too.

EXT. FREEWAY - DUSK

R walks still. And now the rain comes. The sky explodes black.
R shuffles against the wind.

EXT. THE WALL - DAY

Grigio and Julie, in a Hummer, advance toward the city. Rain pelts the windshield. Ahead of them, The Wall.

This Wall is a completed version of the structure we saw in Perry's dream. Only its been faded by age. It is covered with missing flyers and graffiti. Two SNIPERS stare down from turrets on either side of the main entrance.

It's bordered by a body of water. It's as though someone built the Great Wall of China around Upper Manhattan.

The caravan closes in, and 2 GIANT METAL DOORS slide open. The humvee disappears into the city. Julie stares ahead, glassy-eyed.

She's not happy to be home.

EXT. FREEWAY - NIGHT

R clutches his arms to his chest as he walks on. The rain blasts down in torrents. His teeth start to chatter. He starts to shiver. He looks at himself, confused.

R (V.O.)
Corpses don't feel cold. We don't
feel tired. We don't feel at all.

R slows as he continues down the freeway. His eyes flutter.

R (V.O.)
So why am I so hungry. Why am I so
tired? Why does my heart hurt so?

And now, in the distance, in the rain, he sees a LINE OF SILHOUETTES MOVING TOWARD HIM.

R stops dead in his tracks.

R (V.O.)
And then, just when I needed a
friend--

VOICE (O.S.)
Hey!

R doesn't make a move. He looks ahead, frightened.

VOICE (O.S.) (CONT'D)
 Loverboy!

And now, a flash of lightning illuminates M, leading about a DOZEN CORPSES who march down the road toward her.

EXT. OVERPASS - NIGHT

R and M stand beneath the overpass. A collection of beer cans and syringes at their feet. Sheets of rain fall on either side of them.

 R
 What are...you doing here?

He points at his wounds:

 M
 Boneys. Chased me out.
 (beat)
 Came...to find you.

R stares at the Corpses. Who stare back. Blankly.

 R
 Why?

 M
 Where is she?

R looks down, mumbles:

 R
 Went home.

M shakes his head, studies R's face. He places a comforting hand on R's shoulder.

 M
 You okay?

R closes his eyes, takes a slow breath:

 R
 No.

And now, silence. M stares at R. The rain falls. The other Corpses stand and groan.

M
 Boneys...looking...for you.
 For...her.
 (beat)
 You...started something.

R looks at him, worried. The rain falls. The other Corpses stand and groan. Until:

M (CONT'D)
 I had...a dream...last night. A *real*
 dream. *Memories*.
 (beat)
 Cream...of Wheat. My mom.
 Summertime. A...girl.
 (beat)
 Do...you know what it is?

R
 What?

M
 My dream. Those things. Is that--
 (beat)
 Love?

R looks at M. Looks at the dozen Corpses standing and groaning and listens to the rain and says nothing.

SUPERTITLE: "5 Minutes Later"

R listens to the rain and says nothing, until:

M (CONT'D)
 Is...it?

R
 What?

M
 Love?

R shrugs.

R
 We are...changing, I think.

M
 We are?

R
 We are.
 (beat)
 I have to tell her.

R turns to the assembled Corpses.

R (CONT'D)
Will you help?
(beat)
Help...exhume?

A beat. M looks at R.

M
Fuck yeah.

And, now, we CRANE UP to reveal...

A single BONEY, standing on an overpass above. It looks down, calculating the odds. It watches, as the pack of Corpses move off into the rainy night.

EXT. FREEWAY - DAWN

A gang of lumbering silhouettes presses on against the purple sky. Stormclouds clear. In the distance, we can just make out the giant Wall, looming above the quiet morning...

SUPERTITLE: "The Next Day"

INT. BATHROOM - DUSK

R stands in the mirror, in flickering fluorescence. He brushes his hair with his hand. He practices a smile.

He steels himself, turns, walks out, onto a

COLLONADE

The concrete concourse of an old stadium. M, and the gang of Corpses stand there. M looks him up and down.

M
Close enough.

R
Wait...here.
(beat)
For me.

M nods.

M
Be careful, OK?

R
You too.

R smiles, brushes his hair back one more time. He takes a deep breath and...

INT. STADIUM - DAY

We recognize this from Perry's dream. R walks across the baseball field--his figure so small within the sprawling stadium.

INT. UNDERGROUND TUNNEL

R walks through the turnstile, onto a subway track.

EXT. CITY STREETS - DUSK

A BOARDED UP SUBWAY STOP. Chain link fence, barbed wire...

And a HAND, pushing through. And now, R's body squeezing between two plywood boards...

He's in.

EXT. CITY STREETS - NIGHT

R does his best human impression, moves quickly beneath an old movie theater marquee and down an alley.

Evening light casts Gothic shadows across the streets here, which are narrow, empty, and overflowing with garbage. Most of the men and women stay in their houses here, it seems. Every once in a while, R will pass a fluorescent lit window. Laundry hangs between the buildings above.

R steps to the end of the alley, looks from side to side...

...Now, a sniffing noise at R's feet. He looks down to see a German Shepherd puppy nuzzling his leg.

VOICE (O.S.)
Trina, no!

A LITTLE BOY rushes up and grabs the dog's collar, pulling her off R:

LITTLE BOY
Bad dog.

A YOUNG GIRL emerges from the doorway and stands next to him. They are both around 6.

LITTLE GIRL
Don't tell our mom.

R
Do you know...Julie?

They look at him. Blank.

R (CONT'D)
Julie Grigio?

LITTLE GIRL
Yeah.

R
Where does she live?

The boy looks at him, wide-eyed.

LITTLE BOY
I--Ivy Street.

R nods, about to move on, when:

LITTLE GIRL
Are you dead?

R looks at the girl. A beat...

And he laughs. What a ridiculous question:

R
No.

She looks at him, skeptically. Just then, an VOICE from a fifth floor window:

VOICE (O.S.)
Guys. How many times do I have to
tell you not to talk to strangers?

The kids look up. R disappears behind a corner...

EXT. CITY STREETS - DAY

In darkness, R wanders down empty city streets. He passes a RESTAURANT. He sees his reflecton in its shattered window. He reaches the corner, turns, and looks onto

EXT. FANCY STREET

A posh street. Townhouses and cobblestones. Some of the windows here glow warmly in the fresh night. R sniffs the air. His eyes lock on a building on the corner: the turn-of-the-century structure with the Juliet balcony.

R looks up, approaches...

He inches toward the stairway, and crouches at the bannister, looking up, listening. From inside the house, voices.

R closes his eyes, listens.

Our CAMERA SHOOTS UP into the sky, over the balcony, and through double doors into

JULIE'S ROOM

She sits on her bed, wearing just a loose black night shirt over bare legs, talking to Nora, who sits cross-legged in camouflage tanktop and skirt:

JULIE

...I mean, he barely even hugged me.
It's like he's more dead than R.

NORA

Stop it, Julie...

JULIE

I'm serious! I mean, 'Corpse' is
just a name we came up with for a
state of being we don't understand.

(beat)

I hate to say it--I know it sounds
crazy--but I actually kinda...miss
him.

NORA

You miss him, like you're attracted
to him? Like, he could be like your
boyfriend or something? Look, I know
it's hard to find a guy...these
days, what with the apocalypse and
all--and I know you miss Perry, but
this is weird, Jules. I wish there
were still an internet so I could
look up whatever your problem is.

JULIE

Shut up.

NORA
Wanna watch *The Love Boat*?

JULIE
How could you watch the *Love Boat*
right now?

NORA
Because it's the only thing that's
on.

JULIE
It's the only thing that's ever on.

NORA
It helps me relax.

JULIE
Well, don't play it too loud. I'm
gonna go to sleep.

NORA
Suit yourself. Goodnight.
(beat)
I'm glad you're back.

Julie looks at her, smiles.

NORA (CONT'D)
Have sweet dreams about your zombie.

And Nora exits. And now we hear the *Love Boat* theme from the
other room.

EXT. GRIGIO HOUSE - NIGHT

R, crouched behind the stack of crates, peers up at the
balcony, smiles...

As Julie steps out onto it, breathing in the night air. She
sighs, hops up onto the balcony railing, opens her battered
old Moleskine, starts to scribble.

R looks from side to side, and steps out from the shadows:

R
(whispers)
Julie...

She doesn't startle. Rather, she turns slowly. A smile melts
across her face like a slow Spring thaw:

JULIE
Oh...my God.

JULIE (CONT'D)
(whispers)
What are you doing here?

R
Came to...see you.

JULIE
R, you can't just do that. It's dangerous...

NORA (O.S.)
Grigio, be quiet! I'm trying to sleep!

JULIE
(calls to Nora)
Sorry!
(turning serious)
R, this is crazy. You're going to get killed. The people in charge here aren't like me. They'll just shoot you. Do you understand?

R
Yes.

R starts to climb the drainpipe:

JULIE
Jesus, R! Are you listening to me?

R loses his grip on the pipe and falls flat on his back. Julie covers her mouth, but some laughter slips through.

NORA (O.S.)
Are you talking to somebody?

JULIE
No!

R stands up and dusts himself off. He looks up at Julie. She looks down, bites her lip:

JULIE (CONT'D)
R... You can't...

The balcony door flies open and Nora appears:

NORA
Seriously, what's going on--

She looks down, sees R. Her eyes widen:

NORA (CONT'D)
Oh. My. God. Is that *him*?

Julie sighs:

JULIE
Nora, this is R. R, this is Nora.

Nora flinches a bit at the sight of him, pressing her body against the balcony door:

NORA
Sup.

INT. JULIE'S HOUSE - MOMENTS LATER

Julie opens the front door to reveal R, standing there. He looks at her:

R
I'm...sorry.

JULIE
I know.
(beat)
I'm sorry too.
(beat)
The only reason I left, R--it was
to protect you.

She looks at him, smiles:

JULIE (CONT'D)
And now--well, you've gone and
messed that up anyway, so...

She hugs him, pressing her face into his shirt:

JULIE (CONT'D)
I actually missed you.

R
I know.

She smiles, holds him tight.

JULIE
You're warmer than I remember.

Now, from down the street...

A SPOTLIGHT FLASHES. Two guards bark commands into the otherwise quiet night.

JULIE (CONT'D)
Shit, the patrol.

Julie yanks R inside the house, slams the door behind him:

JULIE (CONT'D)
We should get the lights out, it's almost curfew. Come on.

Julie runs up the stairs. R follows her, taking in the house as he does. It's ornate, sparsely decorated. Rows of white lights buzz overhead. As R moves up the steps, each one is extinguished. Until only the faint point of light from Julie's room guides him.

JULIE (O.S.) (CONT'D)
You're lucky. Dad's on an overnight exercise across town. You're safe here tonight. After that...

INT. JULIE'S ROOM - NIGHT

The walls of Julie's room are covered in crude acrylic paintings, black and white photographs. A few posters for bands. The carpet is a mystery underneath piles and piles of wrinkled clothes.

R sits at the foot of the bed. Julie turns on a small antique lamp at the bedside table, sits on the floor in front of him. Nora stands in the corner, pinned against the wall, nervous. The only sound is the laugh track of *The Love Boat*.

JULIE
Nora, stop embarrassing me.

NORA
I'm sorry. He freaks me out. I can't help it--

JULIE
Talk to him.

NORA
I have nothing to say. Anyway, he doesn't look like a great conversationalist.

R looks at her:

R
I understand.

Nora slaps a hand over her mouth to stifle a delighted squeak. She looks at Julie, then back to R:

NORA
Oh. My. God.

INT. JULIE'S ROOM - MOMENTS LATER

R sits at the foot of the bed. Nora sits indian-style across from him, on a trunk, leaning in to study him:

NORA
How did you die?

R
I don't remember.

NORA
How old are you?

R shrugs.

NORA (CONT'D)
You look twenty-something, but you could be a teenager. You have one of those faces. How come you're not all rotten? I barely even smell you.

R
I don't...um...

JULIE
Jesus, Nora, leave him alone. He didn't come here for an interview.

Julie sits down the corner of the bed, leans her elbows on her knees:

JULIE (CONT'D)
Why did you come here, R?

R
To show...everyone...

JULIE
Show them what?

R
That we can change.

JULIE

No one here's ever gonna buy *that*,
R. Not that we could get close
enough to even tell them. As soon as
they saw you, they'd blow your head
to bits--

(beat)

Wait a minute, did you say we?

R

Lots of us...changing

(beat)

Dreaming.

JULIE

(beat)

There are more? Like you?

R nods.

JULIE (CONT'D)

That's kind of a big deal.

R

Have to...move fast.

JULIE

What do you mean?

R

Boneys...coming here. Chasing...me.

(beat)

Chasing...us.

Julie looks at him with concern. A beat. Then:

JULIE

We have to go to my dad.

NORA

What? Julie, no. That is a very bad
idea.

JULIE

Come on. He was a reasonable guy.
Once.

NORA

Uh, he was?

JULIE

A long time ago. Yes, he was.

NORA

I think you're confused. Your *mom* was the reasonable one. Your dad's the one who grounded you for a year for stealing his Peach Schnapps. The one who likes to shoot Corpses in the head.

JULIE

We'll just have to convince him, Nora.

(to R)

I mean, look at you. He won't be able to deny it.

(beat)

Besides, what choice to we have?

R

Not much time.

JULIE

(to R)

Still, we'd have to get you across the entire City. And that'd be like strolling through a mine field. Someone would notice you...

NORA

Well, we could...fix him up.

Julie looks at her:

JULIE

I have some makeup I've been saving for a special occasion that will clearly never exist. A little foundation--a little blush--

(beat)

Probably a lot of blush.

R

No...way.

NORA

Extreme zombie makeover!

INT. BATHROOM - CONTINUOUS

--R stares in the mirror.

--Water blooms from a shower faucet.

--Steaming water hits R's battered body.

--Dirt and blood pool at the drain's perimeter.

INT - JULIE'S BEDROOM

R sits in front of the mirror. Nora and Julie sit on either side of him applying powder...

...applying rouge...

INT. BATHROOM - LATER

R stares in the mirror. Clean-ish. In gleaming red hoodie. He looks at himself. And now...

He LAUGHS. It just kinda bubbles out of him.

NORA (O.S.)

Oh my...

R turns to see Nora and Julie, standing in the bathroom doorway.

JULIE

Wow. You look...

NORA

You look hot!

EXT. CITY - NIGHT

An ARMED PATROL crests a hill. CCR plays on the radio. We push in on one Jeep in particular. Inside, a few SOLDIERS, poppin' gum and bullshittin'. The DRIVER sings along. A RECON SOLDIER stands in the backseat, scanning the perimeter with binocs.

RECON

Holy shit.

(beat)

Stop the car.

The Driver looks up:

DRIVER

What? What is it?

RECON

Somebody call Colonel Grigio.

And now, a THUNDERCLAP.

INT. JULIE'S LIVING ROOM - NIGHT

Rain pelts the window in sheets. Nora sits, watching the same episode of *The Love Boat*, again. She bounces, nervous.

INT. JULIE'S BEDROOM - CONTINUOUS

R stares in the mirror. Julie sits on the bed.

JULIE (O.S.)

R?

He turns.

JULIE (CONT'D)

What if this is a bad idea?

R moves toward her, sits on the bed:

R

It's the only...idea.

JULIE

Yeah, but--

(beat)

Why us? How could it be us?

R

It just is.

JULIE

Well, I don't know if I'm up for it. Are you up for it?

He shrugs, smiles.

JULIE (CONT'D)

Wow, man. It's crazy. You look just like a real live person. Especially when you smile.

R looks at her, stops smiling, self conscious.

JULIE (CONT'D)

So we'll do this then. We'll see it to the end. No matter how hard it gets.

R

Yeah.

JULIE

R?

He looks at her. She puts her hand on his.

JULIE (CONT'D)
I'm so glad you didn't eat me.

He laughs, looks away.

JULIE (CONT'D)
(beat)
If I kiss you, will I die?

R stares at her. Her eyes are steady.

JULIE (CONT'D)
I won't, right? I don't think I
will. Get infected, I mean. Because
I really feel like kissing you. Is
that weird?

R
Too...risky.

JULIE
Even if you did pass something to
me, maybe it wouldn't be all bad. I
mean, you're different now, right?
You're not a Corpse.

She moves in closer.

JULIE (CONT'D)
You're something new.

Her smile fades. She looks at him, serious and sexy.

JULIE (CONT'D)
Well, R? What do you think?

R
Don't...want you to...be like...me.

JULIE
Come on, R. You're not so bad...

They look at each other, right in the eye. A long beat. Then:

NORA (O.S.)
Guys.

They turn to her.

NORA (CONT'D)
We should go. Before curfew.

EXT. CITY STREETS - NIGHT

By night, scattered men and women wander. Most of them keep their heads down. Julie and Nora, holding an umbrella, flank R, move forward with tight smiles on their faces, past shuttered facades and storefronts, past a cattle pen that's been set up in a parking lot. R fixes his eyes on the ground, trying desperately to keep a low profile. Julie looks at R:

JULIE

(whispers)

We're close. You're doing great.

They turn the corner, revealing a small park, filled with makeshift headstones and grave mounds. R's eyes widen. Nora looks at Julie:

NORA

We don't have to go this way, you know.

JULIE

No, it's the fastest route. It's OK.

They stride quickly down an aisle. Julie moves with her head down. As she approaches one grave, she can't help but slow. She turns to it, almost imperceptibly, as she passes. R turns too. He stares at the letters on the gravestone. To him, they appear blurry, but they softly come into focus. They read:

DIANE GRIGIO

Julie looks at R, stopped in his tracks. She grabs him by the arm:

JULIE

Come on.

EXT. GREEN ZONE STREETS - NIGHT

And now, a bell chimes. Julie looks at R:

JULIE

Curfew.

R and Julie move down a thin street. Julie leads the way, holding R's hand as he tries to keep up. They reach the corner.

JULIE (CONT'D)

This way. Come on.

EXT. CHURCH - DAY

R, Julie and Nora ascend the wide stone steps of a church...

INT. CHURCH ENTRANCE - DAY

They stand in the entrance. Nora turns to R, Julie:

JULIE
Here goes nothin'.

Nora and R nod...

And we follow them, as Julie pushes through double doors into the

INT. CHURCH - CONTINUOUS

A giant, ornate church. The pews have been removed, replaced by rows of desks. At each, a YOUNG MEN AND WOMEN dressed in uniform. The guys look up when Julie enters, with R and Nora.

JULIE
Hey guys.

She walks right up to KEVIN, 22, who wears a slightly-different-colored uniform.

KEVIN
Ms. Grigio, glad we got you back safe.

JULIE
Thanks, Kevin.

KEVIN
I'm sorry about Perry. Good kid.
We'll miss him.

JULIE
Me too.

Kevin looks at Nora, smiles:

KEVIN
Hey there, Nora.

NORA
Yeah. Whatever.
(beat)
We're here to see Julie's dad.

KEVIN
He's upstairs.

Kevin looks at R as he passes. R inhales, tense. When he gets close...

KEVIN (CONT'D)
Hey.

R
Hey.

Now, Kevin calls after:

KEVIN
What are you guys' doin' out past curfew anyway?

NORA
We're here on important business, Kevin.
(beat)
Anyway, if you care so much about what I do, you could call me back every once in a while.

KEVIN
A Corpse ate my cell phone.

NORA
Yeah right.

INT. UPSTAIRS HALLWAY - CONTINUOUS

R, Julie and Nora ascend a set of stairs. They reach a door.

JULIE
You guys wait here, OK? It might be a little much for him to take all at once.

Julie enters...

INT. GRIGIO'S OFFICE - CONTINUOUS

A SPRAWLING WAR ROOM built into the organ of a church. Grigio and another SOLDIER stare at a series of monitors, with concern:

JULIE
Dad--

GRIGIO
Julie, what are you doing here?
It's past curfew.

JULIE
Dad, I need to talk to you. It's
important.

GRIGIO
It's not a good time. We've got a
crisis here.

JULIE
What's going on?

EXT. FREEWAY - DAY

AN ARMY OF BONEYS thunder across the asphalt, darting toward the distant Wall. We PUSH in, until all we see is the blur of their spindly limbs. The hum of their bones mingles with the rumble of their footsteps. And it grows louder. And louder still.

INT. GRIGIO'S OFFICE - CONTINUOUS

Grigio monitors the Boneys' progress via satellite photos on a giant display:

JULIE
They're coming for me.

Grigio looks at her.

GRIGIO
I'm sorry?

JULIE
For us.

GRIGIO
Would you care to explain what in
the world you're talking about?

JULIE
Dad, when I was gone, I didn't hide
out, by myself...
(beat)
I met one of them.

GRIGIO
One of whom?

JULIE

A Corpse. And he took me back to the airport. And he's alive, dad. I promise you. He's curing himself. They all are.

(beat)

And those...creatures, they can feel it, and they're coming after us.

GRIGIO

Julie, I'm sorry, did you say a Corpse took you to...the airport?

Julie nods.

SOLDIER (O.S.)

Enemy within a mile of the city, sir.

GRIGIO

And then what happened, Julie?

(beat)

Did it touch you? Did it bite you?

JULIE

Dad, I'm telling you, he's changing.

GRIGIO

They do not change. They will never change. They will be what they are and that is all they will ever be.

INT. CHURCH HALLWAY - NIGHT

R and Nora listen at the door. We PUSH IN on R, as Grigio continues:

GRIGIO (O.S.)

Evil, Julie. Pure evil. Christ, they killed your mother...

INT. GRIGIO'S OFFICE - CONTINUOUS

GRIGIO

...My wife. And I've spent every single day since trying to keep you safe.

(beat)

And now, what? You want to invite one of them in for tea?

(MORE)

GRIGIO (CONT'D)
 I will not have it, Julie. I'll
 tear its head straight off, so help
 me God.

JULIE
 (softly)
 Mom would understand.

Grigio laughs.

GRIGIO
 I'm sure she would. And she'd be
 wrong too.

INT. CHURCH HALLWAY - CONTINUOUS

Nora listens at the door. She whispers to R. And now, she
 turns, to see...

Nothing. R's gone. She looks down the empty corridor, and...

NORA
 Shit.

INT. GRIGIO'S OFFICE - CONTINUOUS

Grigio and Julie stare each other down. Hard. When:

SOLDIER
 Sir--

Grigio and Julie look to the Soldier:

GRIGIO
 What is it?

SOLDIER
 Something strange on the radar,
 sir...

EXT. ALLEY - NIGHT

Rain pours in sheets onto R, who moves down the steps of the
 church.

R continues, rubs his face, and makeup comes off in his hand.
 And now, suddenly, he feels very much alone. He lowers his
 head, does his best human impression as he shuffles down the
 street, turns the corner...

INT. GRIGIO'S OFFICE - NIGHT

Grigio and Julie stand above a Soldier, who's seated directly in front of a satellite readout:

SOLDIER
They just disappeared.

GRIGIO
What do you mean disappeared?

SOLDIER
Enemy was closing. And now--
(beat)
They're just gone...

Grigio looks from the display, to his daughter...

GRIGIO
Goddamit, Julie.

JULIE
Dad, please. You just have to meet him...

GRIGIO
Meet him?

His eyes grow red.

GRIGIO (CONT'D)
You brought it into the city?

And now, Nora opens the door, enters. She looks down, sheepish:

NORA
Uh, hi Mr. Grigio.

EXT. STADIUM STREETS - NIGHT

Streetlamps cut long shadows across uniform buildings. Laughter echoes far off in the night. As R turns the corner. The crudely poured asphalt glitters black and wet beneath his feet.

He reaches another corner, peers around the edge, and

There, like actors spotlighted in a low-budget stage production, two BIG MEN WITH GUNS, whom we will call GUARD 1 and 2. They stand under a lamp, right in front of TWO GIANT DOUBLE DOORS. They talk. As R moves toward them, we hear a snippet of their conversation:

GUARD 2

Come on, man. Lebron is the greatest I've ever seen.

GUARD 1

Then how come he never won a championship?

GUARD 2

Oh, I dont know, maybe because he turned into a Corpse?

Guard 1 shrugs. A beat. Then:

GUARD 1

I'm takin' a leak.

Guard 2 moves away. Guard 1 stands in the spotlight, pulling his parka tighter as the rain comes down. R staggers close to him now. Guard 1 looks up. R's about to pass, when...

GUARD 1 (CONT'D)

Stop right there!

R stops. Frozen. Quiet. Only the sound of raindrops. The Guard takes a step toward R:

GUARD 1 (CONT'D)

Step into the light please, sir.

R steps into the light. He stands on the very edge of the yellow circle, shaking slightly. Rain pelts his face. Drips off his hair. It washes away his makeup. The hash-marks across his face are starting to show.

The Guard shakes too. His eyes widen. His hand is on his gun. He's about 5 feet away now. He takes a step closer:

GUARD 1 (CONT'D)

What's your name, sir?

R's fearful eyes glow in half-shadow. His V.O. kicks in.

R (V.O.)

Your name is Archie. Say it. You are from Lehman Dome. You work in Gardens. You are definitely not a Corpse. Not a Corpse...

R opens his mouth...

R (V.O.)

Say it.

...And a moan comes out.

R
Uhhhhhhnnn....

The Guard's eyes flash wide.

GUARD 1
What the--?

He whips out his flashlight and shines it into R's graystreaked face. R cringes. The guard SMACKS R in the head with his flashlight. R drops to the ground, covers his head. The Guard removes his gun. R looks up. The barrel's right in his face. In a panic, he barely forms the words:

R
No--please.

At the sound of R's voice, the Guard furrows his brow:

GUARD 1
What'd you say?

And for a moment, something that passes for sympathy flashes across the Guard's face. R looks up, again:

R
Please...

Just as quickly, it disappears. And now, the Guard cocks his pistol. Almost simultaneously...

A BONEY EMERGES FROM THE SHADOWS.

Tears into the Guard like an animal, shaking him like a dog who's just caught a squirrel.

...And the Guard goes limp. It's quiet again now. Just the rain.

The Boney looks up, locks eyes with R. And now, several MORE creep up behind it.

R turns, RUNS!

EXT. CHURCH - NIGHT

A PHALANX OF VEHICLES TURN THE CORNER, PULL TO A STOP, as Julie and Nora chase Grigio and his Officers down the stairs:

JULIE
Dad! Please!

GRIGIO

Do not speak to me, Julie. You have betrayed me.

Grigio grabs his Walkie, heads for a Jeep:

GRIGIO (CONT'D)

We have a breach. I repeat, a breach.

(beat)

Get the lights on. And shoot on sight.

JULIE

Dad, no!

A series of halogens fire on in rapid succession, like supernovas in the night. Revealing,

BONEYS. About a dozen of them, lined up on the street. Grigio looks to his daughter:

GRIGIO

Get down!

(to the Soldiers)

Light 'em up!

And now, lightning fast, the officers FIRE THEIR WEAPONS, taking out the Boneys in rapid succession.

And then, just as quickly, it is quiet again. And Grigio turns to his daughter. But,

She's gone.

EXT. GREEN ZONE STREETS - NIGHT

R turns the corner, running, staring over his shoulder every few steps. And now, on the corner, he sees her:

R

Julie!

Julie and Nora, stand at the corner, looking from side to side.

She locks eyes with R, smiles.

And runs to him...

R (CONT'D)

Boneys...they're here.

Nora follows behind:

NORA
Yeah. We know that.

JULIE
We did this, R. We lead them here.

R
Have to help.

JULIE
What can we do?

R
Friends...waiting.
(beat)
In stadium.

NORA
Friends?

They look at Nora:

NORA (CONT'D)
Go. Get them. I'll hold down the
fort. By which I mean I'll run away
and hide.

JULIE
Sounds like a plan.

EXT. GREEN ZONE STREETS - NIGHT

R and Julie move down a thin street. Julie leads the way,
holding R's hand as he tries to keep up.

EXT. GREEN ZONE STREETS - CONTINUOUS

R and Julie turn onto the street. They look from side to
side. Coast is clear. And on the corner...

THE SUBWAY ENTRANCE. They move to it...

To see that the boards have been shredded.

And now, we hear it. That familiar sound. The strained gurgle
of Boneyes.

R and Julie slowly turn to see...

A PACK of them. 10 feet off and moving in...

JULIE

R...

R

It's...OK.

Julie looks ahead, at the carnage unfolding in front of her, makes a decision...

JULIE

Let's go.

The Boneys have dropped now. And the soldiers look to R and Julie. Kevin steps to the front, his rifle raised. He locks eyes with Julie...

KEVIN

...This him?

Julie just nods. Kevin takes another step forward...

KEVIN (CONT'D)

Go. Quickly.

(beat)

Before your dad comes.

And they do, disappearing into the darkness.

INT. UNDERGROUND - CONTINUOUS

R and Julie wander through the dark underground cavern. Drips and drops echo in the darkness. An idle subway train snakes alongside them. A pinprick of light in the distance. Footsteps echo on grimy tile.

As if on cue, a BONEY darts toward them. They see only its silhouette against the light of the tunnel's distant mouth. Julie takes aim, FIRES...

Taking it out!

INT. STADIUM - MOMENTS LATER

Julie and R ascend the subway stairs, enter the stadium concourse. It is eerily quiet. Until, from behind...

A GUNSHOT! It just misses them. They turn to see...

5 MORE SOLDIERS, guns trained on them. R looks at Julie:

R

Run.

R and Julie do just that. The soldiers fire again!

And now,

THEY CHASE R AND JULIE...

Around the concourse. Up and down ramps. R and Julie haul ass, dodging gunfire all the way. Until he grabs her...

R (CONT'D)

This way.

...Leads her through the tunnel. The soldiers close behind.

The tunnel opens up to the vast stadium. Where they see...

An ARMY. Hundreds of Corpses. Standing on the baseball diamond.

JULIE

Whoa.

The soldiers freeze dead in their tracks.

And now, they back away...

As R and Julie enter the crowd. From within, a commotion. And M emerges...

M

R.

(beat)

Julie.

JULIE

Hiii...

M

Ready...for a fight.

Julie smiles.

JULIE

I can see that.

R

Must go...to city.

M looks at R:

M

Keep her safe.

R nods, grabs Julie. And they run.

Through the concourse.

JULIE

R...where are we going?

(beat)

R...I can't run anymore...

R looks at her:

R

Have to.

And now, behind them, a pack of BONEYS gives chase...

INT- SUBWAY STATION - NIGHT

An army of Corpses move through the subways. They arrive at the secret entrance to the stadium. M moves to the front of the line,

KICKS THE DOOR OPEN.

INT. STADIUM - CONTINUOUS

R and Julie run through the darkened stadium. Past the silhouettes of hot dog stands, souvenir kiosks, and 10 dollar beers.

In the distance, a faint light creeps through holes in the concrete. A sign on a door:

EMERGENCY EXIT

And the rasping gurgle of Boneys behind them. Their snapping jaws. R runs faster, dragging Julie with her. They slam into the door. It flies open--

JULIE

Oh shiiii--

Beneath them, an EIGHT STORY DROP. Julie gasps and whips around, grabbing onto the door frame as one foot dangles in the air. R stops his momentum, holds himself in the door frame.

Cold wind whistles around the doorway, where torn stumps of a fire escape protrude from the wall. Birds flutter past. Below, the city spreads out like a vast cemetery. Highrises like headstones.

They turn. Behind them, Boneys advance. Soldiers approach behind them. Guns held high. All move forward. Slowly now.

JULIE (CONT'D)

R. What do we do?

(beat)

I was just starting to hope again...

(beat)

And now I think we're going to die...

R

No...

R pulls her to him. He wraps his arms around her. They are face to face. R takes two steps backward,

R (CONT'D)

Ready?

She shrugs:

JULIE

May as well go out with a bang.

AND THEY FALL THROUGH THE DOORWAY

They plummet to the ground. A hail of gunfire bursts light the night above them. R's arms and legs encircle Julie, enveloping her tiny body...

Falling...

Falling...

Until R's back CRUNCHES against the ground. Julie rolls off him with a groan. R lies there, staring up at the sky.

A beat. As Julie forces air back into her lungs. She leans over R, fearful. Her face eclipses the burning lights of the stadium:

JULIE (CONT'D)

R! Hey!

He lies there, still. Eyes closed.

JULIE (CONT'D)

R? Are you OK?

His eyes open.

She smiles, overjoyed.

...Stares into his eyes.

48 FPS: Boneys fall to the ground above them--SPLATTERING all around.

As R looks at Julie.

Julie looks at R.

The Strokes' "I'll Try Anything Once..." rises...

R reaches for Julie's face, wipes the hair from her eyes. We split the screen horizontally, with each one's eyes taking up one half of our view. And now, each panel alternately cuts from R's and Julie's eyes, moving closer and closer to each other, to a series of evocative images: landscapes, explosions, flowers, sunlight, armies, guns, lips. Lips moving closer. Lips touching...

R looks into Julie's eyes. Her irises shimmer. The fibers twitch; their hue begins to change. Vivid sky blue fades to pewter gray, then wobbles, hesitates, flickers, and flashes back as molten gold. And now...

BANG! R gets hit in the shoulder. He grabs it. Julie looks at him, terrified. She turns, sees...

A Humvee, turning the corner. Grigio stands in the back, flanked by Kevin and two other soldiers. Julie drops down beside R, looks at her father:

GRIGIO
Get in the car, Julie.

JULIE
Dad, no...

GRIGIO
Leave him.

JULIE
...Dad, you have to listen to me...

Kevin stares at them both. His eyes narrow.

GRIGIO
(to his Officers)
Shoot the Corpse.

JULIE
He's healing, Dad! He's learning what it means to be human. Don't show him the shit part. Show him what we're capable of...

Grigio and his daughter lock eyes.

JULIE (CONT'D)

Please.

A beat. Then.

GRIGIO

I said shoot him!

JULIE

No!

The Soldier looks at R, closer now. R pushes himself to his knees.

KEVIN

Sir--

The Soldiers cock their rifles. Julie winces.

But they don't shoot--

KEVIN (CONT'D)

I'm not sure he's even infected,
sir. Look at his eyes, they're--

GRIGIO

Forget it. I'll do it myself.

He pulls out a gun. Points it at R.

He fires.

HITTING R IN HIS OTHER SHOULDER.

JULIE

Dad!

(to R)

R, are you OK? Does it hurt?

R looks at her, groaning in pain. He smiles:

R

Yes.

He slumps backward again. Julie leans over him. She touches his shoulder. Her eyes widen.

JULIE

Oh my God. R, you're...

(beat)

You're *bleeding*.

She holds up her hand. It's red. She smiles, laughs. Holds it up to show her father:

JULIE (CONT'D)
 He's bleeding! You see! Corpses
 don't bleed! Dad, he's...alive!

Grigio can hardly believe it. In the distance, the clattering of Boneys approaches. Grigio looks at R, dazed. His whole world falling apart around him...

Julie steps in front of R, blocking his body with her own.

Grigio cocks his weapon...

JULIE (CONT'D)
 No!

GRIGIO
 (to R)
 Archie...

R looks at Grigio. And, lightning fast, Grigio adjusts his aim--

GRIGIO (CONT'D)
 Duck.

R does. Grigio FIRES!

R winces. But he's not hit. Right behind R, a BONEY DROPS.

Julie looks at her Dad. He looks back at her, smiles.

GRIGIO (CONT'D)
 Get in the Jeep.

JULIE
 No--

GRIGIO
 Go, Julie.

Grigio turns to Kevin:

GRIGIO (CONT'D)
 Keep these two safe.
 (beat)
 They're important.

Julie looks at her Dad, smiles, and...

A BONEY LEAPS ONTO GRIGIO

JULIE
 DAD!

IT BURIES ITS JAW INTO HIS NECK

R leaps up, grabs the Boney, throws it onto the dirt, kicks it. Again. Again.

Julie FIRES her rifle! Hitting it!

R looks up at her...

She's dazed. Hot tears on her face. Kevin grabs her:

KEVIN

Get in!

R nods at her. And...

They get into the Humvee, along with the other SOLDIERS, who rotate the turret behind them, SHOOT OVER AND OVER AGAIN, at the next wave of Boneys closing...

Kevin stares ahead, steely. As the Humvee kicks up dust. The Boneys run. Ahead, The Wall...

Salvation. A few hundred feet. The Soldier grabs his walkie.

KEVIN (CONT'D)

Open those doors...

A Boney leaps onto the Humvee, tears at a SOLDIER, throws him to the ground. R turns, punching at him, knocking him from the Hummer!

KEVIN (CONT'D)

Come on...

They are speeding toward the doors. The Boneys right behind. It looks like they're gonna crash right into them...

And now, the gates open. Revealing a hundred SOLDIERS, armed to the teeth. They move forward, in a line, firing in quick rhythm...

EXT. CITY - CONTINUOUS

Boneys rush the city, leaping over cars, scrambling on all fours like skeletal cats. Corpses tangle with them, hand to hand combat on the streets. They're holding their own. And, in the distance, the sound of machine gun fire.

We TRACK OVER TO

M, who knocks two skeletons together. They collapse onto the ground. Now, a GUNSHOT.

M is hit. In his arm. He drops to the ground. He turns, sees a SOLDIER APPROACH (19, living). The Soldier stands over him, gun held high. M snaps his jaws, sweeps his leg, grabs the weapon. Now, the soldier's on the ground. M trains the gun on him. The Soldier looks up:

M
Don't...move...

SOLDIER
What the...?

M looks at the soldier, winks. The Soldier looks back, almost smiles out of mutual appreciation. When

A SKELETON LEAPS ONTO M!

It bites into M's neck. M's weapon drops. The Boney throws him to the ground. Black drool oozes from his mouth, onto M's face. His jaws are so close now. M summons up his strength...

Throws the Boney off.

Almost simultaneously, the Soldier grabs his gun, UNLOADS INTO THE BONEY, which

EXPLODES INTO A MILLION PIECES. M looks to the Soldier:

M
Thanks.

SOLDIER
Uh, sure.

As The Knifes' "Heartbeats" rises on the soundtrack. Initiating a

MONTAGE

--A soldier throws a grenade into a group of Boneys. They explode and shatter in 48 FPS.

--Boneys scale the Wall. Soldiers shoot at them from the rooftops. Dusty marrow shrapnel splinters the air.

--R and Julie lie on the pitcher's mound of a vast baseball stadium. He cradles her in his arms. She has her eyes shut tight; her face is red from crying. We crane into the air, where explosions light up the midday sky like fireworks. And we flash

WHITE.

115 FADE UP ON...

115

BRIGHT, BRILLIANT DAY. And Nora.

She stands nervously in the SQUARE BY THE CITY'S MAIN GATE. Next to her, Kevin. In front of them, a HUGE CROWD. Kevin speaks into a megaphone:

KEVIN

OK, folks--

(beat)

We've prepared you for this as best we could, but I know it may still be a little...uncomfortable.

(beat)

Let me just assure you once again that you are not in any danger. The situation has changed.

Kevin looks at Nora and nods.

The GUARDS pull open the gate. Nora takes a few steps toward it, shouts:

NORA

Come on in, guys!

One by one, a line of Zombie pupae amble in. They are mid-transformation, still a bit clumsy, but walking more or less straight.

The crowd murmurs anxiously and winces as the zombies form a loose line in front of the gate. Nora steps back.

NORA (CONT'D)

Talk to them. It's OK.

Slowly, a few people do. Approach the Zombies. Guards keep their rifles trained. The Zombies, for their part, simply stand there and wait. Some of them attempt amiable grins. Nora watches this with great interest.

VOICE (O.S.)

Hi there.

She turns to her right, and looks up. Way up. Where all 6 foot 5 of M is standing. He looks a lot better. His cuts are healing. He may even have lost a few pounds.

NORA

Um...hello...

(beat)

I'm Nora.

M
 My name is Mm-arcus.
 (beat)
 And you're...the most beautiful
 woman...I've ever seen.

Nora giggles. Twirls her hair.

NORA
 Oh my.

She reaches out her hand.

NORA (CONT'D)
 Nice to meet you, Marcus.

116 **INT. AIRPORT HALLWAY - DAY** 116

ANGLE ON a linoleum floor, half in shadow. The reflection of a BOY, running across it. Camera picks up with him and follows, as he joyfully races down a darkened hallway. There is a SHOEBOX in his hand. He streaks past the

117 **FOOD COURT** 117

Where, in the light from a picture window, a single SKELETON sits, curled on the floor. Shivering, weak. It doesn't even move as the boy runs past...

Onto a conveyor belt. It lurches into motion, as the fluorescent lights flicker and buzz, and the sound of a record needle scratches onto the speakers overhead.

Sinatra's "Summer Wind" rises on the soundtrack.

The Boy turns a corner, enters the TERMINAL. About a dozen KIDS burst from other tunnels, all of which empty into the terminal. They are all out of breath, all carrying boxes, all running at the speed of light. The BOY tugs at a GIRL's arm. It is the Young Girl from the beginning of our film.

BOY
 All done, Annie?

GIRL
 All done, James!

We see now that the boy is the Young Boy from the beginning of our film.

BOY
 Let's go get more!

118 INT. GATE 12 - CONTINUOUS

118

A Female Zombie stands in bright morning sunlight, facing floor-to-ceiling windows, upon which the children have taped

Thousands of Polaroids. Side by side and stacked 5 squares high, they form a strip that runs all the way down the corridor. The Zombie stares at the photos, mouth slightly agape. We DOLLY PAST them, images fluttering through our frame:

-a girl climbing an apple tree.

-a kid spraying his brother with a hose.

-an elderly couple holding hands.

-a woman playing a cello.

-a boy crying.

-a newborn sleeping.

-a family at a waterpark

She stares at this mysterious and sprawling collage, frozen. The sunlight glints off the nametag on her chest. She inhales. Frank croons. And dangling limply at her sides, her fingers twitch to the music.

JULIE

(prelap)

R?

119 EXT. HILLSIDE - DAY

119

R's eyes open. He's on a red blanket, on a green hillside, staring up into a flawless summer sky. Julie lies next to him. She scoots a little closer:

JULIE

Do you think we'll ever get things
back to the way they were?

R

I hope not.

They lie in silence for a while. Behind them, the battered old Mercedes waits patiently.

JULIE

R?

R

Yeah.

JULIE

Do you remember your name yet?

R
No.

JULIE
You could give yourself one, you
know. Just pick one. Whatever you
want.

R considers this. A beat. Now, he sits up, looks in Julie's
eyes.

R
I like R.

JULIE
Really? You don't want to know what
it was? You don't want your old
life back?

R
No. I want this one.

Julie smiles. A beat.

JULIE
Just R, huh?

R
Just R.

Frank swells on the soundtrack, as we CRANE UP over the
hillside, revealing the AIRPORT. It spreads out beneath us.
Filled with people. Working. Excavating...

Exhuming. They grow smaller and smaller as our camera
hurtles higher,

Into the atmosphere.

And now, the stratosphere.

And then

WHITE.