



Written by  
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**FADE IN:**

**EXT. SPACE - EARTH HANGING THERE - FRONT AND CENTER**

The Earth isn't blue anymore. The oceans are putrid, the soil barren, the air poison.

Way to go, Humanity!

**EXT. DENVER - DAY**

Thick pollution battles sunlight to a standstill. The Denver skyline is a graveyard of rusting metal skeletons.

**INT. EDUCATION CENTER - DAY**

Dozens of **STUDENTS** work at virtual workstations. Problems of every type scroll across their screens.

**SUPER: 87 YEARS FROM NOW**

Their teacher, **MR. JAMES** (50s) walks among them, unimpressed by what he sees.

MR. JAMES

We have been covering xeno-biology for weeks, people. How do you expect the Colony Board to choose you if you can't even master the basics of convergent evolution?

He approaches the station of a thin, wiry teen who is paying zero attention. This is **PETE DARLING** (15).

Mr. James looks at Pete's monitor, sighs.

MR. JAMES

You're part of Mr. Zachary's work group, is that correct Mr. Darling?

Pete looks pained at being called out.

PETE

Yes sir.

Mr. James taps Pete's screen, pulls up stats. Frowns.

MR. JAMES

You are aware that a lack of effort  
by one team member affects the entire  
team's score?

Pete glances over at **LEO "ZACK" ZACHARY** (17). If kids still  
played football, Zack would be the asshole quarterback.

Zack stares daggers at Pete.

PETE

Yes sir.

Mr. James pulls up Zack's stats, overlays Pete's work and  
makes a tsk tsk tsk sound.

MR. JAMES

You've placed Mr. Zachary's Colony  
scores in a precarious position.

He faces Pete.

MR. JAMES

You do realize that, if by some  
miracle you are able to secure a  
ticket on the colony ship, your  
family goes as well?

Pete nods.

MR. JAMES

Well then I would suggest that you  
triple your efforts. Perhaps your  
work group can help motivate you in  
ways I cannot.

Mr. James moves on to the next workstation.

Pete looks at Zack. Zack drags his thumb across his throat.

**EXT. EDUCATION CENTER - DAY**

The school bell rings and teenagers file out, all of them  
wearing breathe masks.

Pete bursts through the crowd like his ass is on fire. Close  
behind, Zack and four other **BOYS** chase after him.

**EXT. FOREST OF DEAD TREES - DAY**

Pete hides in the hollow of a dead tree, shakes with fear.

Nearby, Zack and his crew run past, whooping and hollering.  
As the sound grows distant, he sighs with relief.  
But then, inches from Pete's ear -

ZACK (O.S.)  
You know what your problem is, Pete?

Terror on Pete's face as Zack's fist slams in through the brittle wood of the dead tree.

He rips Pete out of the crumbling tree and throws him into the middle of the group. The boys hold him.

ZACK  
I mean beside being stupid, lazy and predictable?

Pete cowers and his eyes well up. Then the worst thing possible happens.

A wet stain appears on his pants. Zack sees it and snorts.

ZACK  
You're a coward.

Zack rips Pete's breathe mask off. Pete gasps for breath.

ZACK  
Your dad must be so proud. Of your sister, I mean.

Zack leans in and whispers in Pete's ear.

ZACK  
Last thing the Colony needs are losers like you. Probably get people killed.

Zack takes a step back, makes a fist -

#### **INT. APARTMENT BUILDING - DAY**

An elevator door opens and Pete hobbles out, a beat up mess. Black eye, cuts and scrapes, and a wet stain on his crotch.

#### **INT. VALDEZ'S APARTMENT - DAY**

Knock! Knock!

Pete's friend, **VALDEZ** (16) looks through the peep hole.

Val clocks in at over 6 feet and is a bruiser. Just being friends with him makes you safe from bullies. Mostly safe.

He opens the door and sees the damage.

VALDEZ

When a girl says no, it means no,  
buddy.

**INT. BATHROOM - DAY**

Pete examines his black eye. Valdez enters with a fresh pair of pants and underwear, sets them down.

PETE

Thanks. I'll probably need a belt.

Valdez turns to leave and Pete sees a **RED ENVELOPE** in his back pocket. Colony Red.

PETE

You made the cut.

VALDEZ

They think I'll make a good scout.  
Plus my genetic profile says -

A microsecond of envy, then Pete shakes Val's hand.

PETE

The colony needs people like you,  
Val. Strong. And brave.

Pete looks at himself in the mirror. Puny.

VALDEZ

You want me to kick Zack's ass for  
you? I could hold him down while you  
kick him in the nuts a couple of  
hundred times.

Pete's smile is slight, then he shakes his head.

PETE

I'm not gonna let my problems get you  
knocked off the list.

Val smiles, slugs Pete's shoulder.

VALDEZ  
See! That's bravery talking! You just  
gotta back that up with a wicked  
karate chop!

Pete rolls his eyes, pushes Val out the door.

**INT. PETE'S BEDROOM - DAY**

Pete on his bed, stares at a poster taped on the ceiling.

It's a planet. It's like Earth before people fucked it up.  
All blues and greens wrapped in puffy white clouds.

Below it, in bold letters: **MORNING - Our Second Chance**

Pete grabs his tablet and opens his Colony app. He tap taps  
and an animation plays.

Tiny cartoon Astronauts build a cartoon spaceship. The name  
on the side: **ADVENTURER.**

Once finished, they wave goodbye and the ship launches into  
Hyperspace.

As the stars speed by, the words "30 Years Later" display.

Adventurer !BLOOP! exits Hyperspace and orbits Morning.

Right behind it, three other ships just like it appear.

Their names: **SURE THING, CHARMED, REDEMPTION.**

They merge into a single ship, a nearly complete ring. But  
it's missing one piece.

Then another ship !BLOOPS! in near them.

It looks different from the others. Its name: **KEYSTONE**

Keystone merges with the other ships. They forms a ring.

No, a StarGate. It activates and through it - Earth is  
visible. A direct portal from here to there.

A hundred ships pass through the gate and land on Morning.

Cartoon Colonists disembark and smile. They are home.

Pete sighs, taps the "Colony Scores" icon.

His aptitude scores display. Each subject has a grade next to it. Pete is barely passing.

**INT. KITCHEN - NIGHT**

Pete chomps his food. His mom, **MARGARET** (40s) and dad, **JASON** (40s) watch him silently.

His sister, **WENDY** (16), smaller even than Pete, checks out Pete's black eye and bruises.

She knows he's hurting, eats it up. She mimes crying.

He doesn't like the attention.

PETE

What?

JASON

Your eye -

PETE

Not talking about it.

WENDY

Want me to kick their asses for you?

MARGARET

Wendy!

A tense silence, then -

WENDY

Colony scores came out today. I bet Pete's doing way better than -

PETE

Jesus, Wendy!

Pete pushes his food away and stalks off.

**EXT. ROOF - NIGHT**

Pete lays on his back, stares up at the brown haze which blocks the stars.

Wendy crawls out her window and plops down next to him.

PETE

Please. Go. Away.

Wendy remains silent for several seconds, then -

WENDY

Zack's a lion, Pete. Every time you run, he's going to chase you down like prey unless you stand up to him.

PETE

Is that why you're always busting my balls? Because you're a lion, too?

Wendy stands, looks at Pete with defiance.

WENDY

I'm a lioness, you moron. That's way cooler than being a stupid lion. And I bust your balls because we have two chances to get Mom and Dad on that Colony ship -

She reaches down and grabs Pete by the shirt. He winces.

WENDY

- and you're blowing it! You need to man up, eat your fear, and shit out some bravery. Got it?

#### **INT. MEDICAL CLASSROOM - DAY**

Dressed in scrubs, Wendy digs into a cadaver while her desk partner, **BEN** (16) watches, queasy.

BEN

How can you do that without barfing?

Wendy pokes at the heart and lungs.

WENDY

The Colony needs doctors.

She removes the heart, hands it to Ben. He pulls away.

BEN

Gross!

As if on cue, the classroom door opens and a group of **COLONY ADMINISTRATORS** enter. Ben sees them and perks up.

They speak to the Teacher. Things get heated. They hand her a Red Envelope. The eyes of the entire class focus on it.

The Teacher swallows her anger and addresses the class.



TEACHER  
Attention class. As you know, those  
citizens who exemplify the best  
qualities of humanity are gifted a  
seat on a Colony ship. Those, uh,  
fine individuals and their families -

Ben removes his surgical gloves and lab coat.

TEACHER  
Will pave the way for the rest of us.

Wendy looks at the teacher, then at Ben -

TEACHER  
Their hard work will be rewarded by-

Ben walks up, grabs the envelope, and leaves with the Colony  
Admins. The Teacher plops into her chair, dispirited.

Wendy makes the connection. The fix is in.

Fury forms on her face. She confronts her Teacher.

WENDY  
It's rigged, isn't it!

TEACHER  
Wendy, I didn't know -

**KA-BOOM! CRASH!**

Something massive crashes to the ground outside. The  
students don their breathe masks, duck under tables.

Except for Wendy. She puts her mask on and races outside.

**EXT. MEDICAL SCHOOL BUILDING - DAY**

A huge chunk of corroded dome has collapsed nearby.

Wendy runs up, finds the Administrators and Ben standing  
next to their smashed transport. Everyone appears fine. Then  
Wendy sees the **DRIVER** inside the wreckage.

She races over, struggles to pull him from the vehicle.

WENDY  
Ben! Help me.

An Admin prods Ben to action, but he's a deer in headlights.

Wendy points at one of the Admins.

WENDY  
Call an emergency Med Team, now!

The Admin makes the call while Wendy performs triage.

WENDY  
Victim is unconscious. Crushed right  
arm. Multiple lacerations. Broken  
collar bone and -

His breathing is labored. She listens to his chest.

WENDY  
Collapsed lung!

She looks around, sees two things in the wreckage: A shard of glass and a pen. She disassembles the pen, keeping only the outer tube/shell.

She rips the driver's shirt open, finds the right spot, and expertly slices into the man's flesh with the glass.

Ben faints.

Wendy sinks the pen cap into the wound. The driver's lung inflates with an icky sucking sound.

The driver breathes easier, but then begins coughing. Wendy looks at the dome, sees the poisonous air flowing in.

She grabs his mask, but it's damaged. Without a thought, she puts her own mask on the driver.

As he stabilizes, the pollution takes a toll on Wendy. The world begins to spin.

#### **INT. DARLING APARTMENT - NIGHT**

Pete practices his karate moves against a holo-combatant as Margaret cleans dinner dishes.

The front door opens. Wendy stumbles in, grimy and coughing.

MARGARET (O.C.)  
You're supposed to call if you're  
going to be late, young lady.

Margaret rounds the corner and sees Wendy.

MARGARET  
Oh my god, Wendy!

Wendy reaches into her jacket, pulls out a **RED ENVELOPE**.  
Margaret sees it, stops in her tracks.

MARGARET  
(loudly)  
Jason!

Margaret takes the envelope, hand shaking. She opens it  
reverently. Jason runs in as Margaret reads.

MARGARET  
Congratulations, the Colony Selection  
Board has chosen you and your family-

Jason hugs Wendy and begins to cry. Margaret joins in.

Pete stands there, numb.

#### **INT. COLONY INDOCTRINATION CENTER - DAY**

Hundreds of **COLONISTS** are seated in a large auditorium.  
Pete, Wendy, Margaret and Jason are among them.

A man walks out on stage and looks upon the crowd.

This is **CAPTAIN KENNETH STARKEY** (50s). His perfect military  
bearing is softened by a warm smile and kind eyes. He's the  
type who leads by example, not by fear.

CAPTAIN STARKEY  
Good morning. I am Captain Starkey.  
You all know me, and over the next  
six months, I will come to know each  
of you.

Wendy is star struck.

A scrappy, scruffy looking girl sidles up beside her. This  
is **LILY** (15), and she's a smartass ball of energy.

She sees how Wendy stares at Captain Starkey.

LILY  
When you two get hitched, you gonna  
have kids right away, or -

WENDY  
Shhhh!

CAPTAIN STARKEY

Most of you are here because a family member earned a red envelope. This was your admission ticket, but it wasn't free.

Lily offers her hand to Wendy.

LILY

I'm Lily.

Wendy shakes Lily's hand, but hangs on Starkey's every word.

LILY

Well aren't you the charming conversationalist.

Everyone watches Starkey click through a series of slides.

CAPTAIN STARKEY

Each of you will pay for your spot with blood, sweat and tears. You will learn the skills needed to survive on an alien planet.

The slides flick from "Planetfall" camp site to 1,5,10,20, and 50 year expansion goals.

CAPTAIN STARKEY

Whether you're a farmer or a shuttle pilot, no job is more important than any other. The elitism that helped destroy Earth will not exist on Morning.

He turns to the presentation.

CAPTAIN STARKEY

Failure to excel means removal from the Colony list.

Wendy looks over at Pete, then back to Starkey.

CAPTAIN STARKEY

Those who make the final cut will be the first to land on -

A picture of Morning appears and the crowd cheers.

CAPTAIN STARKEY

- Morning, Humanity's new home. The first four colony supply ships are waiting for us.

Let's not keep their sleeping crews  
waiting a moment longer than  
necessary. Thank you.

Starkey walks off stage to thunderous applause. The clapping  
subsides as colonists receive alerts on their wrist-comps.  
They all read: Your Assignment.

Lily's shows: Explorer. She whoops and runs off.

Wendy's shows: Medical Team. She fist pumps.

Jason's reads: Farming. This gets a big smile.

Margaret's reads: Administration. She looks perplexed.

Pete hesitates, taps. His reads: Childcare. WTF?

#### **INT. CHILDCARE CENTER - DAY**

Pete wrangles a dozen kids like an expert. The kids love  
him. And he loves them.

#### **SUPER: ONE MONTH LATER**

A cherubic little boy, **HAMMOND** (6) barrels around the room  
as fast as his feet will carry him.

Another boy, **THOMAS** (7) sticks his foot out and Hammond goes  
down hard and bursts into tears.

Pete sees everything and motions for Thomas to come over.

PETE  
Why is Hammond crying?

THOMAS  
Cuz he's a cry baby.

Pete shakes his head.

PETE  
He's crying because he doesn't have a  
big brother to protect him.

THOMAS  
I have a big brother. His name is  
James.

Thomas beams at the thought of his brother.

PETE  
I know. He's ten, right?

THOMAS  
Eleven!

PETE  
And he takes care of you. Make sure  
nobody hurts you. Right?

Thomas nods.

PETE  
What if you didn't have a big  
brother?

The mere thought of this makes Thomas uncomfortable. Pete  
places a gentle hand on his shoulder.

PETE  
Hammond doesn't have someone bigger  
to protect him, teach him how to be  
brave, find him if he gets lost.

Thomas looks at Hammond, who still has wet cheeks.

PETE  
Hamm needs a big brother. Can you  
think of anyone who is brave enough  
and smart enough to -

Thomas's face lights up. He raises his hand urgently. Pete  
feigns surprise.

PETE  
Wait, you want to be Hamm's big  
brother?

Thomas nods enthusiastically.

PETE  
I don't know. It's a lot of work.

More nodding as he starts to edge toward Hamm.

PETE  
That's great, Thomas! Do you think  
maybe I could be a big brother to  
both of you?.

Thomas jumps up and down with glee.

PETE  
It's a deal then. Shake on it.

Thomas shakes his hand and runs over to help Hamm. Pete smiles. One less bully in the world.

A bell rings, signaling the end of Pete's shift. The kids pull at his shirt, begging him not to go.

PETE  
Time to go, space monkeys. Unless you  
want me to eat YOU! RAWR!

The kids scatter, laughing.

**EXT. HALLWAY - DAY**

Pete exits the Childcare center and runs into Val.

PETE  
Yo! Hungry?

VALDEZ  
Famooshed, but I'm doubling up to  
increase my value.

PETE  
Planetary exploration not exciting  
enough for you?

VALDEZ  
There ya go, thinking in two  
dimensions again. Come on.

Val breaks into a jog. Pete is close on his heels.

PETE  
Any progress with your girlfriend?

VALDEZ  
Lily's not into me, bro.

PETE  
Maybe she likes the puny, pathetic  
type. Mind if I...

Val pushes Pete and kicks it into high gear.

**INT. FLIGHT TRAINING CENTER - NIGHT**

Val is strapped inside a flight simulator and struggles to control his vehicle as it docks to a space station.

Pete watches, frustrated.

PETE  
Pitch, Val! Pitch, not yaw!

Behind Pete, Captain Starkey enters silently.

PETE  
A five second burn on starboard  
thrusters will - NO!

Val does it all wrong and the ship spins out of control.

PETE  
Jesus, you suck at this.

CAPTAIN STARKEY  
You enjoy telling Mr. Valdez how to  
pilot his rig?

Surprised, Pete tries to recover his composure.

PETE  
It's not about enjoyment, sir. I was  
trying to help cuz he sucks at it.

Starkey considers... then swipes his ident-card on the Sim.

CAPTAIN STARKEY  
Impress me.

Pete hesitates, then gets in a simulator.

**INT. SIMULATOR CONTROL ROOM - DAY**

Starkey enters, fires up the rig, taps the comm unit.

CAPTAIN STARKEY  
Ready when you are.

**INTERCUT BETWEEN PETE AND CAPTAIN STARKEY**

All strapped in, Pete's craft takes off. Starkey watches the stats. He makes the Sim more challenging and Pete adapts instantly.



The kid is good. Very good.

**INT. SIMULATOR CONTROL ROOM - DAY**

Starkey and Val watch Pete pilot his craft.

VALDEZ  
I'll never be that good at anything.

STARKEY  
A take charge guy like you has more options than you think.

**INT. HALLWAY - NIGHT**

Val slaps Pete on the back, so proud.

VALDEZ  
You're not a fighter, you're a STAR FIGHTER!

PETE  
I can teach you how to pilot if you, I don't know, turn me into a killing machine?

Val laughs.

VALDEZ  
I suck as a pilot, but Captain Starkey thinks I might have leadership potential!

They high five as they reach Pete's family's compartment.

The door opens and Captain Starkey is there, talking with Jason and Margaret. They see Pete and flush with pride.

**INT. MEDICAL TRAINING CENTER - OPERATING THEATER - NIGHT**

Pete sits on the observation level, watches Wendy working with real Doctors as they operate on a simulated Colonist.

**INT. HALLWAY - NIGHT**

Pete fawns over his new Pilot Training Ident-card.

Wendy walks out and Pete jumps in front of her, shows her his new Ident-card front and center.

She looks at it, unimpressed and keeps walking.

PETE  
(faux Wendy voice)  
Gee, Pete, that's great! I'm glad  
you're pushing your limits!

She stops, glares at him. Colony training has matured her.

WENDY  
Taking care of kids isn't macho  
enough, is that it?

PETE  
Captain Starkey said -

WENDY  
Captain Starkey said. Captain Starkey  
said. Those kids love you, Pete.  
Hammond idolizes you. You're finally  
a hero to someone and you throw that  
all away to be a jumped up bus  
driver. Great decision.

#### **INT. HOLO TRAINING - DAY**

Val and Pete grapple in a combo of wrestling and Jujitsu.

#### **SUPER: MONTH 2**

Val swings and grabs at Pete, but he's a blur and lands blow after blow on Val.

VALDEZ  
Man, when did you get so - good?

PETE  
I'm tripling up. Pilot training,  
child care, and close quarter hand to  
hand.

VALDEZ  
So your plan is to beat up a bunch of  
toddlers and steal a shuttle?

Val gets Pete in a bear hug, so Pete goes for leverage. He lifts his legs high, snaps them down. The momentum flips Val over Pete's shoulder and flat on his back - OOF!

**INT. KEYSTONE'S BRIDGE - DAY**

Sub-space is a kaleidoscope of color through the viewport.

**SUPER: MONTH 6**

CAPTAIN STARKEY  
Navigation?

**LT. CLARKE** (40) is the "never switched off" type who is only happy when she has performed her duties flawlessly.

LT. CLARKE  
Emergence from Hyperspace in five,  
four, three...

The view on screen shifts and normal space returns. Earth sits right in the middle of the screen.

The crew cheers, high fives all around.

CAPTAIN STARKEY  
I judge this vessel hale and hearty.  
Mr. Chen, please prep Keystone to  
receive her Colonists.

**ENSIGN CHEN** (24) salutes and hustles out.

CAPTAIN STARKEY  
Ladies and Gentlemen, by this time  
tomorrow we'll have raised anchor and  
set sail two stars to the left and  
straight on till Morning.

**INT. CHILDCARE CENTER - DAY**

Pete is asleep in a ball pit as kids play around him. His wrist-comp buzzes. He looks at it with bleary eyes.

It reads: GENERAL ASSEMBLY: 1 HOUR

**INT. GENERAL ASSEMBLY AREA - DAY**

Starkey stands where he did six months earlier. Colonists are expectant, but there are fewer now.

Wendy and Pete look for their parents.

CAPTAIN STARKEY

This is an historic moment. The one you've been working toward for the last six months. But it's also a sad day, because some of the people we've come to know and love will be staying behind.

Wendy's eyes go wide with realization. She panics.

WENDY

Mom? MOM!

Then she sees her Dad. His expression tells the tale.

WENDY

Daddy!?

They hug, tears flowing. Others are doing the same for missing family members.

CAPTAIN STARKEY

I know how hard this must seem. Like you, I make the journey without my wife and children.

The words force Starkey's eyes to glisten.

CAPTAIN STARKEY

This is our final test. Are each of us prepared to lose the most important people in our lives and keep going?

Pete wanders through the Colonists.

CAPTAIN STARKEY

Some of you will choose to stay.

No sign of Val or his family.

CAPTAIN STARKEY

We'll miss those who stay behind, but we will not mourn them. Instead, we will do what needs to be done.

A few weep and run out of the hall. Most stay. Starkey looks over the remaining Colonists.

CAPTAIN STARKEY

Keystone launches in twenty four hours. The shuttle leaves in two.

With that he turns and walks off the stage.

Wendy weeps into her Dad's chest. Pete walks up, numb. Jason hands Wendy a note. Wendy reads it and freaks out.

WENDY  
She's gone already! You knew and you  
didn't tell us?!

JASON  
She thought it would be easier if she  
left before -

Jason tries to hug her, but she pulls away.

WENDY  
You're just going to leave her here,  
alone?

JASON  
Wendy - this is the only way we can-

Wendy slaps Jason across the face, tears streaming.

WENDY  
No! You're leaving Mom to die! I  
never want to talk to you ever again!

Wendy turns and runs out.

#### **INT. SHUTTLE LAUNCH GANTRY - DAY**

Captain Starkey watches the Colonists enter the shuttle.

Pete and Wendy approach, sullen. Jason is far behind.

#### **EXT. SHUTTLE LAUNCH SITE - DAY**

The shuttle's engines start pre-ignition.

#### **INT. SHUTTLE - DAY**

Everybody is strapped in and exchanging a range of emotions.

The only one who seems enthusiastic is Lily.

LILY  
What's wrong with you people? We're  
going into space, for cryin out loud!

Captain Starkey's voice chimes in on the intercom.

STARKEY  
(filtered)  
Flight time to Keystone is thirty  
minutes. You will experience  
weightlessness for about twenty  
minutes, so please take note of the  
vomit bags on the back of every seat.

Pete touches his bag, looks worried. He glances at Lily, who rolls her eyes, acts like she's barfing, then giggles.

Jason puts his hand on Pete's, grips it tight, smiles.

The engines kick in and everyone is pinned to their seats.

**EXT. SHUTTLE LAUNCH SITE - DAY**

The shuttle rises on a column of fire.

**INT. SHUTTLE PASSENGER COMPARTMENT - DAY**

The G-forces press hard, then the engines cut out and everyone goes weightless.

STARKEY  
(filtered)  
Welcome to space, everyone. Please  
remain seated until we dock with  
Keystone.

Lily takes that as a challenge. She unbuckles and launches herself, performing amazing zero-G acrobatics.

Pete's sadness lightens as Lily passes overhead. It takes less than a second for him to make his decision.

He unbuckles and joins Lily, testing their limits. Others clap and smile at their antics.

**INT. SHUTTLE COCKPIT - DAY**

Captain Starkey watches Lily and Pete float around on one of his monitors.

**INT. SHUTTLE PASSENGER COMPARTMENT - DAY**

Pete floats above Wendy, who looks green around the gills.

She can't hold it, grabs a barf bag and blows chunks.

STARKEY  
(filtered)  
Peter Darling, report to the cockpit,  
please.

Pete grimaces, looks over and sees Lily already back in her seat, looking innocent as a baby lamb.

**INT. SHUTTLE COCKPIT - DAY**

The door opens and Pete floats in.

STARKEY  
Take a seat.

Pete floats over and sits in one of the empty seats.

STARKEY  
I meant this one.

Captain Starkey vacates the pilot's seat.

STARKEY  
Impress me.

Pete floats over and takes the controls. He tries to hide a smile and fails miserably.

Then he sees it through the main viewport.

Keystone grows closer by the second. Wow!

**EXT. KEYSTONE - DAY**

The shuttle approaches Keystone and docks smoothly.

**INT. KEYSTONE - DAY**

The Colonists enter and are guided to their stasis pods by the Command Crew. One by one the pods chuff closed.

Captain Starkey guides Pete, Wendy and Jason to the pods adjacent to those of the Command Crew.

STARKEY  
Mr. Darling, you and Wendy will go  
into your pods. I'm keeping Pete here  
for a while to show him the ropes.

Jason beams with pride. Wendy still looks green. Pete hugs them both.

PETE  
See you in thirty light years.

Jason tries to hug Wendy, but she pushes him away and enters her pod. Downcast, Jason steps into his own.

Captain Starkey taps in a code on each and the stasis fields initiate. Then he turns to Pete.

STARKEY  
The council wouldn't let me teach you  
how to operate the haptic controls,  
or the gate launch sequence, but they  
can't stop me now.

Pete's smile is literally ear to ear. Starkey pins a Pilot insignia on Pete's shirt.

Starkey shows Pete the signet ring on his right hand.

STARKEY  
It all begins with this.

#### **EXT. SPACE - NIGHT**

The Keystone powers up its drives and **!ZOOM!POP!** launches into Hyperspace.

Next stop: Two stars to the left, straight on till Morning.

#### **EXT. COLONY PLANET (AKA "MORNING") - DAY**

We're way above the planet humans have dubbed "Morning".

#### **SUPER: 30 YEARS LATER**

It's beautiful, like Earth before man fucked it all up.

**!ZOOM!POP!**

The Keystone drops out of warp.

#### **INT. KEYSTONE'S BRIDGE - NIGHT**

The bridge computers awaken. Screens come to life.



Captain Starkey's stasis pod beeps to life and opens. He steps out, gets his bearings, then opens the Command Crew Stasis pods. Pete's, too.

**LT. THOMPSON** (30s) steps out, bounces from foot to foot.

LT. THOMPSON  
I have to pee.

LT. Clarke leans out of her pod, looks around.

LT. CLARKE  
Are we there yet?

The Crew moves toward the forward view port and stare at their destination: Morning!

It's beautiful! Thompson wipes tears from his eyes.

LT. CLARKE  
Pussy.

Pete notices a blinking red console light.

PETE  
Captain, proximity alert -

Starkey's rare smile disappears. Fun time is over.

CAPTAIN STARKEY  
Stations. Clarke, I need position and trajectory of anything larger than a marble within twenty thousand kliks. I don't want Keystone turned into Swiss Cheese.

LT. CLARKE  
On it!

CAPTAIN STARKEY  
Thompson, cycle up NavDrive and maneuvering thrusters.

LT. THOMPSON  
Aye, sir.

CAPTAIN STARKEY  
Chen, I need meteor defenses charged and online.

Chen is on it.

CAPTAIN STARKEY  
Pete, bring communications online.  
The sooner we link up with the other  
ships, the better I'll -

LT. CLARKE  
Found 'em, sir. Twelve K clicks aft.

**EXT. SPACE - NIGHT**

The view shifts from the Keystone and zooms 12,500 clicks over to the four Colony ships.

Each is of slightly different design. All are linked in an incomplete circle.

Keystone is the missing piece.

**INT. KEYSTONE - NIGHT**

Starkey moves to Clarke's station, tap taps to bring the scanner up on the main screen.

A 3D scan of the Colony ships appears.

CAPTAIN STARKEY  
Mr. Thompson, bring us around and  
make for the Portal ring.

LT. THOMPSON  
Five minutes to prelim burn, sir.

Starkey turns to Pete.

CAPTAIN STARKEY  
Go wake your family.

LT. CLARKE  
Captain, mass readings on Redemption  
are all wrong.

Starkey taps the screen and the Colony ships go transparent. The outline of an **ALIEN SHIP** appears behind Redemption.

THOMPSON  
Oh my -

CLARKE  
God.

The party hasn't even begun and already there's a crasher.

**EXT. SPACE - NIGHT**

The Alien ship is dug into Redemption like a tick.

But where the Keystone is boner-inducingly futuristic, the alien ship looks like someone slapped together pieces of a dozen ships, none of which share a common design.

As if on cue, it detaches and heads straight for Keystone.

It may look like a piece of shit, but it sure can move.

**INT. KEYSTONE - NIGHT**

The screen shows the alien ship closing on Keystone.

CAPTAIN STARKEY

Chen, I need telemetry on that craft.  
Clarke, scan the Colony ships.

Chen performs the scan, looks confused.

LT. CHEN

Sir, the alien ship is... it's a pile of junk, sir. It's leaking atmosphere like a screen door on a submarine. Hull fractures all over the place. Structurally speaking, it's a death trap.

CAPTAIN STARKEY

Clarke, scan our ships.

Clarke tap taps. What she sees shocks her.

LT. CLARKE

No life signs, sir.

LT. THOMPSON

Three minutes to engines ready, sir.

Starkey zooms in on Redemption's port side. A ragged hole is cut into her side.

CAPTAIN STARKEY

We might not have three minutes!

Starkey turns to Pete.

CAPTAIN STARKEY

Get in your pod. That's an order.

Pete cowers, but he doesn't get in his pod.

**EXT. SPACE - NIGHT**

The alien ship pulls to within a hundred meters of Keystone.

**INT. KEYSTONE - NIGHT**

On screen, alien cannons fire on Keystone.

LT. THOMPSON  
Alien ship has fired on us, sir!

CAPTAIN STARKEY  
Evasive! I want distance between us  
and that ship, now!

LT. CLARKE  
Are those... grappling lines?

Yup, grappling lines shoot out toward Keystone.

CAPTAIN STARKEY  
Why aren't we moving, Thompson?

LT. THOMPSON  
Maneuvering thrusters coming online.

**EXT. KEYSTONE - NIGHT**

The Keystone is huge and the thrusters are feeble. The grappling lines latch on to it magnetically.

**INT. KEYSTONE - NIGHT**

Alarms blare.

CAPTAIN STARKEY  
I want options, people.

LT. THOMPSON  
Small arms and particle beam drills  
are in cargo, sir, but we'll never  
get to them in time.

**EXT. KEYSTONE - NIGHT**

The alien craft reels itself toward the Keystone.

**INT. KEYSTONE - NIGHT**

The hull of the ship vibrates as the two ships meet.

CAPTAIN STARKEY  
This isn't how it was supposed to go!

He sees Pete still standing nearby.

CAPTAIN STARKEY  
I thought I ordered you to -

**BLAM!**

The hull is breached with explosives!

The crew wait for alien nightmares to rush in, but none do.

An old man enters. His clothes are in shambles and he's filthy from head to toe. Starkey looks at the man, then recognition hits him.

CAPTAIN STARKEY  
Captain Smee?

The man, **SMEE** (60s), looks directly at Captain Starkey. His eyes are dark and filled with shame.

Smee points at Starkey and speaks in an alien language.

SMEE  
(translated)  
The one in the green uniform.

Then the chaos begins!

**ALIEN COMMANDOS** stream in around Smee and head for the crew.

These are **THE HUUK**.

Roughly humanoid, covered in spines and built for battle, they move toward the crew with murderous intent.

Starkey moves to engage, but Clarke stops him.

LT. CLARKE  
They want you, sir. I can't let that happen.

Starkey tries to push past her, but she uses her close combat skills to force Starkey into his pod.

She closes the door and yells to him through the window.

LT. CLARKE  
Find a way to warn Earth!

She salutes Starkey and slaps the Emergency Eject Button.

At the same time, a Huuk blade slices into her neck and blood splatters the pod's glass view port.

**EXT. THE KEYSTONE - NIGHT**

Starkey's Pod ejects and falls toward the planet below. The alien's ship fires on it, winging a thruster.

**INT. CAPTAIN STARKEY'S POD - NIGHT**

Starkey screams, knowing that his crew and their precious cargo are doomed and there's nothing he can do to stop it.

His Pod hits atmosphere and begins to glow red.

**INT. KEYSTONE'S BRIDGE - NIGHT**

The Huuk Commandos attack the crew with blade weapons and trauma batons - no lasers or esoteric weapons.

Death will be painful and bloody.

The crew falls before the Huuk. All except Thompson.

He manages to knock a sword from an attacker, then battles the monster hand to hand. Big as he is, he's outmatched.

Then he sees Pete.

LT. THOMPSON  
Pete! Grab it, the sword...

Thompson's eyes beg Pete to grab the sword, save his life.

Pete is so filled with fear that he just turns away.

The Huuk Commando overcomes Thompson, sinks its fangs deep into Thompson's neck and tears his head off.

Pete does nothing but cower.

Then the alien leader enters - **CAPTAIN HUUK.**

He's bigger than the rest, bred to be stronger, smarter, and more intimidating. He's also missing his left forearm.

The Huuk Commandos bow, rise, then salute him in unison.

Formalities done, Captain Huuk evaluates the scene. As he passes each Stasis Pod, he looks inside.

Then he notices Pete.

He grabs Pete with razor sharp claws that slice into Pete's chest. Pete screams in a combination of fear and pain

Captain Huuk carries Pete to a nearby Pod. Jason's Pod.

Huuk roars and Captain Smee and a Commando rush over.

SMEE

Your new lord and benefactor, Captain Huuk, is a benevolent master and only kills those who threaten him.

Huuk points at Jason's Pod. The Commando opens it and rams a sword right into Jason's chest.

Jason is conscious long enough to see Pete's anguished face before he dies.

Pete screams as his Dad collapses. He lashes out at Captain Huuk, but the alien is too big.

SMEE

The defenseless have a protector in our lord.

Huuk carries Pete to the next Pod. Inside, Wendy is frozen in stasis. She looks tiny in the Pod.

PETE

NO! Please! Not her, too!

The tone of Smee's imperial delivery never changes, but his message does.

SMEE

You gotta stop screaming, kid, or he'll kill all of you.

Pete is beyond freaking out. He doesn't hear a word.

Captain Huuk gestures and Smee presses the Eject button. Wendy's Pod launches toward the surface of the planet.

Believing Wendy dead, Pete sobs.

SMEE

He sends everybody who isn't an immediate threat to the planet's surface. When you get there, hide, alright? Run and hide.

Captain Smee slaps Pete to snap him out of it. No effect.

SMEE

(in Huuk - translated)

I have delivered your message of good will, my lord.

Captain Huuk shoves Pete into his Pod, hits Eject.

#### **EXT. THE KEYSTONE - NIGHT**

Pete's Pod rockets down toward the surface of the planet.

#### **INT. PETE'S POD - NIGHT**

Pete cries as the pod plummets into the atmosphere.

#### **EXT. PLANET MORNING - DAY**

This might not be Eden as described in the Bible, but it's pretty darned close. Endless vistas, clear streams, a bluer than blue sky. Perfection.

Captain Starkey's Pod slashes a contrail scar through the virgin sky as it heads toward the planet.

Another contrail forms behind it. That's Wendy.

Then another. Pete.

Then more. Many more.

#### **INT. THE KEYSTONE - NIGHT**

The alien crew walk among bodies and blood.

A **HUUK CREWMAN** approaches Captain Huuk and reports in their guttural tongue. Captain Huuk doesn't like what he hears, so he backhands the crewman and roars orders at him.

CAPTAIN HUUK

Chok gro tat gool cheekah fom kala  
"hoooomuuunnn".



Captain Huuk shoves Smee toward the main control panel. He gestures for him to get to work.

**EXT. SURFACE OF MORNING - DAY**

Pods hurtle toward the planet, then slow on reaction jets.

Captain Starkey's Pod sputters as only three of four jets kick in. His Pod is sent careening away from the others.

The Pods belonging to the children follow a single course like a flock of birds.

**ON THE GROUND**

The Pods land in a tight formation, thirty in all. One by one, their doors open and children step out.

Wendy emerges from her pod and is struck with wonder.

Grass, trees, blue sky. Creatures of every size crawl and run and fly everywhere.

All of it alien. All of it wonderful.

Children of all ages emerge from their pods. All of them react like Wendy.

Then Lily is next to her. And **DANTE** (15). They laugh and dance and whoop and holler with joy. Then Lily notices that something isn't right.

LILY

Where are the adults?

Wendy and the older kids slow to a stop. Realization hits her like a ton of bricks.

WENDY

Why'd we come down in pods instead of the shuttle?

Hammond walks up and tugs on Wendy's sleeve.

HAMMOND

Where's my Mom and Dad?

Wendy looks up at the sky, uncertain.

WENDY

I'm sure they'll be here soon, kiddo.

Wendy sees Pete's pod. She approaches it. The door is open.  
Inside, Pete cowers, knees to chest. His eyes are consumed  
by fear and locked in a thousand yard stare.

WENDY  
Pete? What are you -

Then she sees the blood on his shirt, the open wounds.

WENDY  
What happened? Why are you bleeding?

Pete shudders and cries uncontrollably. Wendy leans in and  
hugs him, stunned and confused.

The children gather close. One by one they all begin to cry.

**INT. CAPTAIN STARKEY'S POD - DAY**

Starkey's pod lies on its side, mangled from a bad landing.

**INT. CAPTAIN STARKEY'S POD - DAY**

Starkey is out like a light, all cut up and bruised. An  
electrical short causes smoke to waft up like a ghost.

Outside, a **SHADOW** glides past the view port.

The smoke gets to Starkey, he coughs awake.

The Shadow lands on the view port, blocks the light.

Starkey groggily smacks the hatch release button. Nothing.

The Shadow splits into a thousand individual "somethings".  
They skitter over the pod.

Starkey pushes the door, cries out in pain.

The smoke gets worse and Starkey passes out. Then the Pod  
door chuffs, and slowly opens a crack.

And in crawl the tiny "somethings" by the hundreds. Each is  
the size of a walnut with a shell like burnished steel.

Dozens swarm Starkey. The others work to open the door.

One by one, they begin to glow.

**EXT. POD LANDING SITE - NIGHT**

Groups of children huddle around campfires while Wendy and the other older kids set up emergency shelters.

Away from the fire, Pete rocks back and forth as he stares up at the now very scary stars.

Dante gets Wendy's attention, nods in Pete's direction.

DANTE

We could use two more hands.

Wendy walks over to Pete, sits next to him.

WENDY

If it were just you and me, I'd let you wallow in whatever happened up there, but we're up shit creek and I never learned how to swim.

It's like Pete isn't even registering.

WENDY

What happened, Pete? Is Dad...

Pete's rocking slows, but his tears don't.

Wendy's emotions fight the thought of her father being dead, and of the last words she spat at him in anger.

But she bears it. Controls it. Subdues it.

WENDY

We're all these kids have, and they trust you the most. If anyone can make them feel safe, it's you.

She gets up and goes back to build more shelters.

Pete watches her go. Then his eyes land on the kids huddled around the fires.

The kids.

Memories flood Pete's mind. Six months with them. Teaching them. Playing with them. Growing to love them.

He sighs so heavily that his body shudders.

With immense effort, he joins Wendy in building a shelter. He works in silence for a bit, then -

PETE  
We were attacked.

**INT. PETE'S TENT - NIGHT**

Pete sleeps fitfully, monsters haunt his dreams. Outside his tent, a diffuse **GLOWING LIGHT** appears.

**EXT. CAMP SITE - NIGHT**

A swarm of those little glowing bugs hover above the camp.

A moan from Pete's tent catches their attention. They land on his tent.

Their glow ebbs and flows. Waves of communication? Then the glow fades until all of them wink out. All but one.

The bug moves toward the entrance, but the zipper stops it cold. Okay, Plan B, then.

The bug amps up its glow and burns a hole in the tent.

**INT. PETE'S TENT - NIGHT**

The bugs crawl in and over every object in the tent, their shells mimicking whatever they touch. Perfect camouflage.

The first one lands on Pete's bandaged wounds. It touches some dried blood, tastes it, and becomes agitated.

It glows rapidly and several other bugs scramble over and start nibbling at the bandages.

Pete moans from the monsters in his dreams.

The first bug flits up and hovers above Pete's troubled face, like it's deciding. Yes? No?

Then it lands next to Pete's head, crawls up into his hair at the base of his neck. A second later, it begins to glow.

After a few seconds, Pete's moaning ceases.

**INT. PETE'S TENT - DAY**

Pete sleeps silently. All of the bugs are gone.

WENDY (O.S.)  
Pete? Pete, wake up.

Pete stretches, opens his eyes. He feels good. Really good.

LILY (O.S.)  
Come on, numb nuts, get out here.

**EXT. POD LANDING SITE - DAY**

Pete crawls out of his tent, sees everyone staring at him.

PETE  
What's with the welcoming committee?

Wendy points at Pete's tent.

He turns, sees hundreds of scorch marks on it. And one hole.

Behind him, Wendy and Lily see the bug latched onto the base of Pete's skull.

LILY  
Holy shit!

WENDY  
Pete, don't move.

PETE  
What? Why?

Wendy moves his hair, examines the bug.

WENDY  
There's something on your neck.

Pete reaches back, feels the bug.

PETE  
AH! What is it? Get it off!

His fingers pry at it, causing the bug to dig in deeper.

PETE  
Ow! God! Wendy!

Wendy pulls out a survival tool, flips open a blade. The bug reacts instantly and begins to glow.

PETE  
No, don't!

WENDY

What? Why?

PETE

I don't know. It's... just, don't do whatever you were about to do.

Wendy pockets the tool and the glow subsides. Pete turns, his mood happier by far than it should be. Weird.

PETE

I'm hungry. Are you hungry? I bet all these kids are hungry.

Pete marches off in search of food. Wendy and the older kids exchange worried glances.

#### **INT. THE KEYSTONE - DAY**

Huuk soldiers dismantle whatever looks useful.

Captain Smee tries to figure out the main control panel, his eyes bleary from lack of sleep.

He presses buttons, types in commands. **WONK!** A negative response. He tries something else. **WONK!**

From behind, Captain Huuk approaches and growls a question.

SMEE

I'm trying, my Lord.

Captain Huuk grabs Smee's head, palms it like a basketball.

CAPTAIN HUUK

(translation)

Try harder.

SMEE

Of course, my Lord. If only your ship had tracked the Captain's pod -

Captain Huuk ROARS and slams a huge fist into a bulkhead. With a final growl, he stalks off the bridge toward -

#### **INT. THE CARNAGE (THE HUUK SPACESHIP) - DAY**

The ship looks worse on the inside than on the outside.

Captain Huuk heaves himself into his captain's chair.

CAPTAIN HUUK  
Science Officer!

The **SCIENCE OFFICER** turns and bows.

CAPTAIN HUUK  
The escape pod. Where did it land?

SCIENCE OFFICER  
My Lord, our tracking devices are  
poor and we cannot -

Huuk jams a knife blade into the Science Officer's neck. The Science Officer gurgles, is dead before he hits the floor.

Captain Huuk licks the blood from the blade, then points the business end of it at a **JUNIOR SCIENCE OFFICER**.

CAPTAIN HUUK  
Find the Pod.

Junior Science Officer gulps, then nods.

**EXT. BLUFF - DAY**

Pete lays belly down and watches a herd of gargantuan, scary looking alien animals grazing in the distance.

**SUPER: TWO DAYS LATER**

Wendy, Dante, and Fisher crawl up. They gasp at the sight of these enormous creatures.

PETE  
They're harmless.

FISHER  
How could you possibly know that?

Pete points to the bug embedded in his neck.

WENDY  
Oh shit! It's TALKING to you!?

Pete thinks about it.

PETE  
No. I get... feelings.

DANTE  
Puberty finally kicking in?

Pete smiles in a way that gives Wendy the creeps.

WENDY

Can Mr. Bug tell us what's safe to  
eat and what's not?

Pete looks down, eyes the tuft of purple grass, waits for a  
feeling... and gets it.

He takes a bite of the grass. His face says it all.

PETE

Blech! It tastes like farts!

The group laughs, causing the creatures to stampede away.

#### **EXT. CANYON - DAY**

The group walks along a dried up riverbed. Pete stops in his  
tracks. His swagger and confidence are gone, replaced by his  
normal timidity. Wendy notices.

WENDY

Pete?

PETE

Something's not right.

DANTE

Maybe you shouldn't eat fart grass.

Fisher notices the bug glowing slightly.

FISHER

Hitchhiker doing a number on you?

PETE

I think it stopped. Like it wants me  
to be afraid.

DANTE

Well then maybe there's something to  
be afraid of and we should turn -

Pete nods his nervous agreement as they come to a bend. At  
that moment, the bug glows rapidly.

Pete almost barfs. He motions for silence, points around the  
corner. Wendy looks and sees a small lake.

At its center, a huge mound of mud and logs. In the middle,  
a huge clutch of eggs. Something built a home.



Wendy looks at Pete like, "Big deal".

Dante picks up a small rock and heaves it at the pond.

The rock splashes and giant **ALLIGATOR-LIKE CREATURES** explode from the water, looking to eat whatever fell in.

They fight and thrash among themselves, exposing rows of deadly teeth set in what looks like nightmarish smiles.

Everyone pulls back out of view.

DANTE  
Time to go!

FISHER  
What the hell are those things!

WENDY  
Grinners.

PETE  
What?

She peeks around the corner again. The creatures do look like they're grinning.

WENDY  
Name dibs!

DANTE  
I saw it first!

WENDY  
I named it first. Suck on that!

Dante huffs, but abides by Universal "Dibs" laws.

DANTE  
Any chance I can get one of those bug things for myself?

PETE  
Tinks.

WENDY  
What?

PETE  
Name dibs.

WENDY  
Why Tinks?

PETE

It reminds me of the sound they make sometimes.

Pete slinks off, trying not to barf. The rest follow.

FISHER

So, uh, do Tinks have a name for us?

Pete shrugs.

PETE

All I get are feelings.

WENDY

A teenage boy with feelings? It's a miracle! Did your Tink at least guide you to water with a lower monster count?

Pete nods, that eerie calm returning.

WENDY

Dante, you and Fisher head back and make sure the kids are ok. If these things exist, who knows what else does.

Dante and Fisher split off from Wendy and Pete.

Behind them, one of the Grinners ceases its thrashing. It sniffs the air, catches an unfamiliar scent.

#### **EXT. WEIRD FOREST - DAY**

Wendy and Pete walk among a forest of weird trees, each with an upside-down umbrella canopy filled with fresh water.

She fills her canteen, then greedily drinks. Pete waits for her, then guides her deeper into the forest.

#### **INT. FOREST - DAY**

Pete and Wendy stand before a massive rock outcropping surrounded by trees and a giant waterfall.

PETE

Welcome home.

WENDY

It's a pile of boulders, Pete.

PETE  
Tink's feeding me lots of good vibes.  
I think it's a - yep, there's an  
entrance right here -

Behind them, a twig SNAPS and Tink glows in a panic. It takes Pete a second to understand.

PETE  
Oh shit!

**SMASH!** A Grinner smashes into the clearing!

Pete and Wendy dash through a small opening in the rock face.  
The Monster leaps, missing them by inches.

**INT. PASSAGE - DAY**

Sharp talons reaching in after Pete and Wendy.

A dozen feet in, the passage turns into a steep slide. Pete and Wendy slip down into the darkness.

WENDY  
AHHHHH!

**INT. CAVE - DAY**

Pete and Wendy tumble out of the passage into a dark cave.

WENDY  
So much for paradise.

As if on command, dozens of the Tinks throughout the cave begin to glow, bathing the space in light.

The room is vast, with ledges and tunnels in all directions. And everywhere you look, alien plants of all sorts grow.

WENDY  
Whoa!

PETE  
Cool!

She looks back, hears the snarls of the Grinner.

WENDY  
Is there another way out?

Pete shrugs.

**INT. CAVE - DAY - MOVING**

Pete and Wendy arrive at a forked passage. They start to go right and a dozen Tinks appear, light up, block their way.

WENDY  
Right is wrong. Left is right. Got it.

They walk through more passages and come to a natural chimney. Water trickles down around them.

Light above, and the sound of rushing water.

They climb up.

**EXT. WATERFALL - DAY**

Pete and Wendy emerge from a tunnel near the base of a giant waterfall. They let the water flow over them.

They walk to the edge of the waterfall. The view is amazing!

Far below, the Grinner paces the entrance to the cave, then finally gives up and creeps back into the forest.

Wendy looks up at the sky.

PETE  
The man, Smee, told us to hide.

WENDY  
That means they'll come for us.

As if on cue, a new contrail slashes its way across the sky.

**INT. HUUK SHUTTLE - DAY**

The Huuk pilot looks through a scope, searching for pods.

Everything is fuzzy, unclear. He smacks the device and curses at it. One last smack and it stops working.

**EXT. FOREST - DAY**

Pete and Wendy watch as the alien ship flies past.

WENDY  
I wish Dad was here.

Tink makes her trademark tinkling sound and Pete's arm jerks up and his hand points off to their left.

He looks at his arm, shocked, like it doesn't belong to him.

WENDY  
What are you doing?

PETE  
I'm not doing this!

Wendy grimaces, then marches off in that direction.

**EXT. CAPTAIN STARKEY'S LANDING SITE - DAY**

Pete and Wendy emerge from a dense thicket into the clearing where Starkey's pod landed.

They look at each other, then run to it. The hatch is open, but the pod is empty. Damn!

A **GROAN** from behind the pod.

It's Captain Starkey, on his back and out cold.

He's banged up, but the open wounds he incurred when his pod crashed are closed and healing.

As Wendy approaches, three glowing Tinks crawl out from underneath his jacket and fly off.

Wendy's training kicks in and she evaluates his situation.

WENDY  
How long were our pods here before they opened?

PETE  
They opened as soon as they touched down. Why?

WENDY  
Are you sure?

PETE  
I was awake the whole way down.

Wendy examines Starkey's stomach, chest.

WENDY  
Broken ribs, possible internal  
injuries, but these -

She opens his jacket and lifts his shirt. Dozens of fresh  
scars on their way to being healed.

WENDY  
These have been healing for at least  
three weeks.

She touches the scar. Her finger comes back sticky. Wendy  
puts it all together, grabs Pete and spins him around.

PETE  
Hey!

She talks directly to Tink.

WENDY  
I don't know why you're helping us,  
but thank you.

Tink glows, then makes her Tinkling sound.

Wendy takes a chance and strokes Tink with her finger. The  
glow dims, and is replaced by what can only be singing.

PETE  
Um, what's going on back there?

**EXT. POD LANDING SITE - NIGHT**

Wendy and Pete drag Captain Starkey into camp. Dante and  
Lily run up and help.

LILY  
Did anyone else come down with him?

**EXT. FIRESIDE - NIGHT**

Wendy draws plans on the ground with a pointy stick.

LILY  
A cave might hide us for a while,  
Wendy, but if they find us -

WENDY  
We're sitting ducks out here.

LILY

My specialty was survival training. They taught us that hiding is a slow way to die. We need to lead them away from the cave, set traps for them, cover our tracks. Make it seem like we're a long way from where we actually are.

PETE

I don't think they have good tech.

DANTE

They have spaceships, man.

PETE

I saw it. A huge piece of junk. Like they stole pieces of a dozen ships to build it.

WENDY

They're parasites?

LILY

They board ships, kill everyone, and take what they want. That's sounds like piracy to me.

WENDY

Pirates, then.

Dante brings the conversation down to a whisper.

DANTE

If they kill everyone, who teaches them how to run things?

Lily thinks on that.

LILY

Doesn't make any sense. They should leave at least one person alive to help them work the ship.

CAPTAIN STARKEY (O.C.)

They did.

They turn and see Starkey watching them groggily.

CAPTAIN STARKEY

You saw him, Pete. You saw Captain Smee.

Echoes of terror play across Pete's face. Tink glows and the terror dissipates into calm.

Starkey addresses Lily.

CAPTAIN STARKEY  
You're Lily, right?

She nods.

CAPTAIN STARKEY  
I saw you kick that big kid's butt once. You were a real tiger.

A smile from Lily.

CAPTAIN STARKEY  
You're good in a fight. But how good are you at tracking and trapping?

She answers with a bigger smile.

STARKEY  
Good. If they have a plan for us, then we sure as hell better have at least two for them.

#### **INT. THE CARNAGE - NIGHT**

The Junior Science Officer approaches Captain Huuk.

JUNIOR SCIENCE OFFICER  
Sir, Medical Officer reports progress on the Human virus but requires more test subjects.

CAPTAIN HUUK  
Have Scout Ship Pilot increase his scanning zone and focus on thermal signatures.

JUNIOR SCIENCE OFFICER  
By your command.

#### **EXT. POD LANDING SITE - NIGHT**

Dante and Lily kick dirt into the fire to put it out.



CAPTAIN STARKEY  
Fire is a beacon, so only light them  
during the day, when heat signatures  
are harder to spot.

LILY  
The darkness is my friend.

CAPTAIN STARKEY  
And it's always darkest before the -  
Pete, what's that on your neck?

Pete, Wendy, and Lily exchange worried glances.

CAPTAIN STARKEY  
Come over here.

Pete doesn't move. Wendy sits down next to Starkey.

WENDY  
It's a native life form that has -

CAPTAIN STARKEY  
Holy shit, get it off him!

LILY  
It's not hurting him.

Starkey tries to free himself from his litter.

CAPTAIN STARKEY  
You can't possibly know that.

Wendy places a calming hand on Starkey, then opens his shirt  
to show him the scar from a nasty gash on his chest.

WENDY  
You're alive because of them.

CAPTAIN STARKEY  
What?

WENDY  
They got you out of your pod somehow  
and were able to heal your injuries.  
Some of them, anyway.

Starkey slows his roll, starts to remember.

**FLASHBACK:** Starkey POV.

- Pain
- Light through a cracked window
- Smoke filling the pod
- Hundreds of Tinks crawling on him
- The sound of his screams

### **BACK TO SCENE**

Panicked, Starkey feels the back of his neck.

Whew, nothing.

Then he examines his wounds for the first time. He's still in bad shape, but his injuries are healing.

CAPTAIN STARKEY  
Imagine what we could do with those  
things back home!

Tink glows brightly, angrily.

PETE  
No. That would make us no different  
than the Huuk.

LILY  
The what?

Pete smirks at Wendy.

PETE  
Name dibs.

Lily looks over at Wendy, confused. Wendy motions - later.

PETE  
I think that's what the Tinks call  
the aliens, sir. And I don't think  
they're from this planet.

Tink glows and makes Tink Tink sounds... and Pete spasms -

**FLASHBACK:** Disjointed scenes flash by in his head -

- The Huuk spaceship lands
- The sky is thick with Tinks, a vibrant species
- A Tink latches on to a Huuk warrior, who screams
- Huuk warriors killing Tinks by the thousands
- Medical Officer experimenting, Tinks dying painfully

### **BACK TO SCENE:**

Pete yanks himself out of the memories, tears flowing.

WENDY

What did you see? What did it show  
you?

Pete backs away, his emotions still fresh.

PETE

The Huuk killed them.

LILY

Killed who?

PETE

The Tinks. They tore them apart,  
performed... experiments.

He breaks down and cries.

PETE

They made some kind of -

**INSERT:** Tink-eye view of a BIO-LAB, a Huuk scientist  
injecting one of the Tinks with some sort of liquid.

PETE

I think it was a virus. It killed  
billions!

**INSERT:** Dead Tinks litter the ground all over the planet.

PETE

Genocide.

Starkey realizes just what a dick he's been. He looks at  
Pete with sorrow in his eyes.

CAPTAIN STARKEY

My mission was to prevent the Earth's  
past from infecting our future and  
the first thing I do is try to  
exploit the locals. Pete -

Pete turns to him, eyes red.

CAPTAIN STARKEY

I'm sorry. Please, tell it that I'm  
sorry. They'll have nothing to fear  
from humanity.

Tink glows slowly. Pete listens.

PETE

She. It's a she. I mean She's a she.  
Her name is Belle. Almost all of the  
survivors are female.

Lily and Wendy smirk, high five each other.

CAPTAIN STARKEY

Okay. She, then.

Starkey looks to Lily.

**INT. HUUK BASE - DAY**

Captain Huuk strides through the base, which is so janky  
that it makes his spaceship look like the Taj Mahal.

**INT. MEDICAL EXPERIMENTATION WING - DAY**

Captain Huuk enters. He surveys the work space.

The walls are crammed with cages of all sizes. Inside each  
is a different creature from the planet. Including Tinks.

In one, a **YOUNG HUMAN BOY**, barely breathing.

Captain Huuk walks over, raps on the cage.

CAPTAIN HUUK

Is it dead?

MEDICAL OFFICER

Nearly so, sir. But not from my work,  
I fear.

Captain Huuk glares at the **MEDICAL OFFICER**.

Smaller than a normal Huuk Warrior, the Medical Officer  
approaches, bends low in respect.

MEDICAL OFFICER

Humans are so fragile. They expire  
from any number of causes before my  
virus can kill them.

CAPTAIN HUUK

Then perhaps we have little to fear  
from them after all.

SMEE (O.S.)  
Human children are fragile, my lord,  
but adult humans are capable of -

Captain Huuk backhands Smee, sending him flying.

CAPTAIN HUUK  
Are you the standard by which humans  
shall be judged?

Smee struggles to stand, wipes blood from his mouth.

SMEE  
I meant no disrespect, sire. I only  
wished to state that judging all  
humans by a single remaining specimen  
would be unwise.

Captain Huuk bares deadly fangs.

CAPTAIN HUUK  
Five ships have arrived. We have  
defeated all of them with the help -

He reaches into the cage and snaps the boy's neck.

CAPTAIN HUUK  
- of our single remaining specimen.

Huuk smiles at Smee, fangs bared.

CAPTAIN HUUK  
How would other humans feel if they  
discovered your treachery?

Smee closes his eyes, devastated by shame.

SMEE  
They would kill me.

Captain Huuk turns back to the cages, taps on the one  
holding the dead boy.

CAPTAIN HUUK  
And so might I if you are unable to  
open the Gate.

#### **EXT. POD LANDING SITE - DAY**

Pete and Wendy play with the **KIDS** while Starkey watches  
several Tinks spread their sticky healing goo on his scars.

He gently picks one up and places it on his neck. The Tink opens its wings, flits up and lands back on the scar it was working to heal.

STARKEY

You're right. I'm married and you're a bug, so, it probably wouldn't work.

**INT. CAVE - NIGHT**

Lily and Pete trek through distant parts of the cave. Tinks floating all around provide light.

LILY

We have shelter and water, but the rations will only last another week.

PETE

Plenty of edible plants. We'll figure out protein later.

They climb on.

LILY

You think we can take 'em in a fair fight?

PETE

They're seven feet tall, Lily.

LILY

Valdez was twice my size.

PETE

Val wasn't covered in needle sharp spines and he didn't have fangs or razor sharp claws.

Pete opens his shirt, reveals the scars.

PETE

This was done by *accident*. You're no match for them. None of us are.

Pete walks off, but Lily has a fire in her belly.

LILY

Speak for yourself, buddy boy.

**INT. CAVE - DAY**

Dante watches as Lily argues with Captain Starkey. Starkey shakes his head and that's the end of it.

Lily stomps over and plops down next to Dante.

DANTE  
What's that all about?

LILY  
I told him we need to know more about  
the aliens and I should do what I'm  
here for - scout.

DANTE  
He said no?

LILY  
Duh. He thinks it's too dangerous,  
which is stupid!

DANTE  
You want me to go talk to him?

LILY  
I don't need a boy to fight my  
battles, Dante.

Lily leaves Dante with an "I do not understand girls!" look.

**EXT. FOREST - DAY**

Lily runs through the forest. She's a machine and barely pauses to check her wrist comp. 12 Kilometers. She runs on.

**EXT. FOREST - NIGHT**

Lily in the upper canopy of the trees. She looks up at the stars, sees a white dot glide across the sky.

The Gate.

She looks at her wrist comp. It reads: 28 Kilometers.

In the distance, the Huuk Shuttle appears. She leaps down under cover of the trees.

The shuttle cruises past, slows, lands a hundred yards away.

Lily chases after it.

**EXT. SHUTTLE LANDING SITE - NIGHT**

The shuttle looks as poorly built as the Carnage.

Lily watches from behind a tree as the Huuk **PILOT** emerges.

A MONSTER!

She backs into the shadows and hides behind a tree just as the pilot turns and looks in her direction.

The pilot walks over, looks around.

Lily holds her breath.

The pilot shrugs, unzips his flight suit, pees on the tree.

Lily's fear morphs into a smile. Monster's pee!

Pilot finishes, zips up. Before he turns away, he sniffs the air again. Deeply.

The humor leaves Lily's face.

Pilot grimaces, turns, and heads toward his ship.

Lily exhales, uses her wrist comp to take photos of the pilot and his craft.

The pilot walks past the shuttle and into the forest.

**EXT. HUUK BASE - NIGHT**

The pilot walks toward the Huuk base hidden in the forest.

**INT. HUUK BASE - NIGHT**

The pilot approaches Captain Huuk.

PILOT  
Captain, I have completed my scan of  
sectors 1 through 7.

CAPTAIN HUUK  
And?

PILOT  
No signs of humans or their  
technology, sir.



Pilot shrinks under the glare of his Captain, but then he catches a familiar scent in the air.

**EXT. HUUK BASE - NIGHT**

Lily slides along the outer wall. She records everything.

A side door opens. Lily dives behind a huge pile of garbage.

Out walks the Medical Officer and an **ARMED GUARD**. They carry something heavy in a plastic bag.

MEDICAL OFFICER  
Fresh air!

ARMED GUARD  
Human stench is vile.

MEDICAL OFFICER  
It worsens with death.

They toss it on the pile. It lands next to Lily.

The two Huuk go back inside.

The bag slides down the heap toward Lily. The plastic splits and the scarred and bloody arm of a small child flops out.

That's when Lily notices that what she thought was garbage is actually a huge pile of body bags.

Terrified, Lily runs off into the forest.

**INT. MEDICAL EXPERIMENTATION WING - NIGHT**

Captain Huuk and the pilot stand in front of the cage with the dead human boy in it.

The pilot puts his face to the cage, breathes in deeply. He looks at Captain Huuk.

PILOT  
This smell was in the forest.

**INT. SHUTTLE LANDING SITE - NIGHT**

Captain Huuk at the tree line. He inhales deeply. There it is! Human scent!

**EXT. FOREST - NIGHT**

Lily runs through the forest.

**INT. HUUK BASE - NIGHT**

Captain Huuk pulls up a topographic map on his computer.

He plots his location, then traces a line past the shuttle and in the direction from which Lily came.

**EXT. FOREST - DAY/NIGHT**

Lily runs and runs.

**SERIES OF SCENES:**

- Lily stopping, out of breath, then continuing
- Startled animals of all sorts leap out of her way
- Lily setting traps, traps, and more traps
- Lily using the trees instead of the ground
- Lily eating native fruits, drinking from streams
- More running

**EXT. POD LANDING SITE - DAY**

Lily enters the clearing. It's empty. No blood, no disaster. But no people, either.

Then she sees tracks leading away into the forest. About to follow, she notices something about them.

They're well worn, begging to be followed.

LILY  
This might fool murderous space  
aliens, but it won't fool me.

Dante and Wendy emerge from the forest. Wendy approaches Lily and slaps her across the face.

WENDY  
You left us.

Lily takes the slap without question.

LILY  
Should we sit and wait for the  
monsters to find us? Besides, Starkey  
would have tried to stop me.

Wendy puts a hand on Lily's shoulder.

WENDY  
Don't ever do that again, ok?

They lock eyes, something passes between them. Is it a one way thing, or a connection?

Neither seem sure, and Lily blinks first.

LILY  
We don't have much time.

**INT. CAVE - DAY**

Dante and Wendy slide down the entrance. Lily tumbles after.

CAPTAIN STARKEY  
We thought something ate you.

LILY  
Something almost did.

She hands her wrist comp to Starkey. He plays the video, doesn't like what he sees.

LILY  
These things can smell us a mile away  
and they got my scent.

CAPTAIN STARKEY  
You could have led them here.

Lily looks at her feet.

CAPTAIN STARKEY  
How far is their base?

LILY  
Maybe 30 klicks.

CAPTAIN STARKEY  
Shit.

LILY  
If they follow my scent, they'll be  
running in circles for a while. I  
bought us a few days at best.

WENDY  
How many are there?

LILY  
The base isn't very big. No support  
structures. No sentries.

Pete walks up, his Tink glowing.

PETE  
It's an outpost. There aren't many  
left. They were -

Pete spasms, "experiencing" more of Tink's memories -

**FLASHBACK:**

Scenes are quick and jumpy in his mind.

- A squad of Huuk Commandos at a Grinner lake
- Several Grinners attack and eat Huuk Commandos!
- Grinners follow survivors back to the base, tear it up
- Huuk fight and die. Grinners go down one by one
- CHOMP! a Grinner tears off one of Captain Huuk's arms!

**BACK TO SCENE:**

Pete clears his head, smiles.

PETE  
Grinners ate most of them and wrecked  
the base. Damaged their ship, too.

LILY  
They're stuck here just like us?

CAPTAIN STARKEY  
And they need Smee to operate the  
Gate to get home.

PETE  
But it's tied to Earth.

CAPTAIN STARKEY  
I'm sure Smee kept that bit to  
himself to buy time.

Wendy puts it all together.

WENDY  
Oh my god. They know it's connected  
to Earth. That's why they let us go!

LILY  
What?

WENDY

They killed the Tinks with a virus.

Captain Starkey looks at the group of children.

CAPTAIN STARKEY

We're Petrie dishes.

DANTE

And Earth technology is pirate booty.

Thomas walks up, tugs on Dante's shirt. He points at Hammond - who is doing the "potty dance".

DANTE

Okay buddy. Let's go.

Dante walks off with Hammond.

STARKEY

Lily, you've seen the enemy and you've got the training. What's the plan?

Lily smiles. Finally, a chance to show her stuff.

LILY

Delay. Deceive. Defend. Disarm.

WENDY

What?

STARKEY

If something is chasing you, employ the five D's. Delay. Deceive. Defend. Disarm.

DANTE

That's four.

LILY

I saved the best one for last.

Starkey sighs.

CAPTAIN STARKEY

The one that humans are best at.

LILY

We start by using their own strengths against them.

Lily holds up a canteen and calls out.

LILY  
Anybody have to pee?

Throughout the cave, half the kids raise their hands.

**INT. KEYSTONE'S BRIDGE - DAY**

Smee continues his effort to understand the ship's security.

A Huuk **COMMANDO** walks over, eyes the controls as if deciding what might be of value.

SMEE  
No! These are the Gate controls!

The Guard shoves Smee and stomps off.

Smee slams his fist on the console in frustration, which dislodges a hidden slip of paper.

He looks around, picks it up, pockets it and continues working as if nothing ever happened.

**INT. CAPTAIN'S QUARTERS - NIGHT**

Smee enters, locks the door behind him. He removes the slip of paper, reads it.

It's Pete's handwriting.

**INSERT: HAPTIC CONTROL BYPASS**

The instructions he was looking for! Just five steps to it!

BAM BAM BAM! - a Huuk **GUARD** beats on the door!

Smee looks for someplace to hide the paper, gives up and shoves it in his mouth.

BAM BAM!

HUUK GUARD (O.C.)  
(translated)  
Open door. NOW!

Smee chews and swallows the paper, then opens the door.

The Huuk Guard rushes in, grabs Smee by the neck and slams him up against the bulkhead.

HUUK GUARD  
You hide something!

SMEE  
(choking)  
I had to take a shit. Wanted...  
some... privacy.

The Guard considers, then drops Smee.

HUUK GUARD  
(translated)  
Privacy. Weird.

The Guard leaves. Smee catches his breath, then smiles.

### **INT. CAVE - NIGHT**

Starkey awakes in pain, his breathing rapid, shallow. He clutches at his stomach.

Something isn't right.

A Tink detaches from the cave wall, flits over, lands on his stomach and excretes sticky goo.

### **EXT. FOREST - NIGHT**

Wendy, Pete, and Lily walk through the forest, each with several canteens. Their feet are wrapped in leaves.

LILY  
You're sure this is the way?

Pete's Tink glows and he feels queasy.

PETE  
Definitely.

Lily opens a canteen, splashes human pee next to a tree.

### **EXT. CLIFF EDGE - NIGHT**

Pete, Wendy, Dante, and Lily stare down at Grinner lake.

LILY  
What's that in the center?

WENDY  
Eggs, I guess.

Lily considers.

LILY  
I could really do some damage with  
one of those things.

PETE  
No way. You saw those things.

LILY  
Yeah, well, I need the Huuk to see  
them. Preferably from the inside.

Lily turns and forages in nearby bushes.

WENDY  
What are you doing?

Lily comes out with a handful of branches. She strips off  
the branches' bare leaves.

LILY  
I'm gonna teach you rookies how to  
Delay and Deceive.

#### **A HUNDRED FEET ABOVE THEM**

A cloud of Tinks observe them silently.

#### **EXT. FOREST - NIGHT**

SERIES OF SCENES:

- Lily shows the group of older kids how to rig snare traps
- Lily sets up a trip wire near Grinner lake. Then another
- Lily draws a plan in the dirt, gives direction to Pete
- Pete runs through the forest
- Pete stops to pour a small bit of urine, covers it

BACK TO SCENE:

#### **EXT. CAVE - NIGHT**

As the group approaches the cave, Pete's Tink glows bright.

PETE  
Ow! What?

He listens to whatever Tink is communicating. He gets it,  
grabs Wendy, and runs for the cave entrance.



**INT. CAVE - NIGHT**

Pete, Wendy, Lily, Dante and Fisher watch as a dozen Tinks crawl over Starkey's stomach. They appear agitated.

Wendy leans down, nudges the Tinks out of the way, places a hand on Starkey's belly. It's red hot.

WENDY

Lily, get me a wet cloth.

PETE

Is he ok?

WENDY

I was hoping Tink healing goo would take care of his internal injuries.

She places the wet cloth on Starkey's forehead.

WENDY

Captain. Captain, wake up.

Starkey awakens, groggy. His voice is weak.

CAPTAIN STARKEY

Open. You need to open the gate.

They all look at each other.

PETE

We're not on the ship, sir.

CAPTAIN STARKEY

I'm dying, Pete, not delusional.

Wendy covers her mouth with her hand.

WENDY

You've got a fever, but it's not -

CAPTAIN STARKEY

The Tinks have been crawling all over me for hours. I'm getting worse.

He coughs up blood, winces in pain. Wendy wipes the blood away, but lets her tears flow freely.

CAPTAIN STARKEY

I don't have a real plan for you guys. I'm sorry.

Starkey looks at Pete.

CAPTAIN STARKEY  
Captain Smee is smart. He might figure out how to operate the controls, but he can't open the Gate without the control key.

He removes a thick ring, hands it to Pete.

CAPTAIN STARKEY  
They have a base, so they have a shuttle. Steal it. I don't know how, just do it. Open the gate.

FISHER  
What about that virus thingy? Don't they want the gate open so they can kill Earth with it or something?

STARKEY  
Open the gate. Warn them. Give humanity its last chance.

He looks at Wendy.

CAPTAIN STARKEY  
You're in charge, Wendy. Find a way to keep these kids safe.

He looks at Lily.

CAPTAIN STARKEY  
Guys, give us a minute.

The group walks over and sits out of earshot.

Starkey coughs again, the pain doubles him over.

CAPTAIN STARKEY  
After Pete takes off, I need you to put that base out of commission. Make them understand that fucking with humanity was a big mistake. Kill them all if you can.

Lily nods, serious.

CAPTAIN STARKEY  
Good. There's one other thing and you're not going to like doing it.

**OVER WITH WENDY, PETE, DANTE, AND FISHER -**

Lily joins them, her face dark.

**LATER -**

Lily finishes securing Starkey to a litter. Her face is stained with tears.

Dante, more grim than normal, collects the rinds and scraps of leftover fruits and vegetables.

Lily looks at him quizzically.

DANTE  
To mask, uh, you know.

He looks at Starkey, who is pale and unconscious.

**EXT. CAVE - NIGHT**

Wendy, Pete, Dante, Fisher, and Lily work together to carry Starkey out of the cave.

PETE  
"When I became a man, I put away  
childish things". I always thought  
that meant toys and stuff, but now -

They set the litter down.

LILY  
We don't have the luxury to be kids  
anymore. When we get back, we're  
going to war.

Wendy nods, leans down, kisses Starkey on the forehead.

Pete, Lily, Dante and Fisher lift Starkey's litter and head into the forest.

**EXT. FOREST - NIGHT**

Captain Huuk follows Lily's scent through the forest. He walks through the thick brush and out into -

**EXT. HUUK BASE - NIGHT**

The clearing behind his own base! He ROARS in frustration.

**INT. HUUK BASE - NIGHT**

Captain Huuk stomps in and approaches his **BATTLE TECH**.

CAPTAIN HUUK  
How many Huuk remain?

BATTLE TECH  
Planetside personnel, the crew on-board the Carnage, and those on the human ship totals seventeen members of the Race, sire.

CAPTAIN HUUK  
So few!

Captain Huuk cannot contain his anger. He slams a fist into the nearest wall, denting it.

CAPTAIN HUUK  
Issue a general call.

The Battle Tech nods and bows.

CAPTAIN HUUK  
We're going hunting.

**INT. KEYSTONE'S BRIDGE - NIGHT**

Captain Smee, asleep on the hard floor, is awakened with a kick to the ribs.

HUUK GUARD  
We are called to base. Come!

Smee gets up, limps obediently behind the Guard.

**EXT. SPACE - NIGHT**

The Shuttle detaches from Carnage, heads for the planet.

**EXT. FOREST - NIGHT**

Panting, Lily, Pete, Dante and Fisher set the litter down.

DANTE  
How much farther?

Pete looks around. It's so dark.

PETE

I'm not sure.

FISHER

Why don't you ask Belle?

PETE

It doesn't work like that.

DANTE

Then friggin make it work how it works. Geez.

Pete shrugs, taps Belle to wake her up. She glows faintly.

With intense concentration, Pete tries to communicate.

**INSERT:** Images of the path he wants, of Grinners.

It only takes seconds for Belle to get the message, and she glows more and more brightly.

In response, individual Tinks arrive and land on tree after tree, illuminating the path.

Pete smiles, reaches back and strokes Belle. Her glow strobes with happiness.

FISHER

You know that's gonna freak Wendy out, right?

**EXT. HUUK BASE - NIGHT**

The Shuttle lands next to its twin in the clearing.

**INT. HUUK BASE - NIGHT**

The Huuk guard delivers Smee to Captain Huuk.

CAPTAIN HUUK

You will find the nestlings and bring them to us.

Smee hesitates, then shakes his head.

SMEE

I will not help you hunt children.

Captain Huuk roars, grabs Smee by the neck, lifts him high with his one good, very strong arm.

CAPTAIN HUUK  
You will help, or you will die.

Smee tries to speak, can't. Captain Huuk releases him.

SMEE  
If you kill me, who'll open the gate?

Respect grows in Captain Huuk's eyes. Without warning, he uses a claw to puncture the fleshy part of Smee's upper arm.

The blood flows and Smee grabs at the wound.

Captain Huuk licks the blood from his claw.

CAPTAIN HUUK  
You possess a limited amount of  
blood. Hope that I do not grow fond  
of its taste.

**EXT. CANYON - DAY**

Pete cries silently next to the litter holding the lifeless body of Captain Starkey.

Lily, Fisher and Dante approach from deeper in the canyon, in the direction of the lake where the Grinners live.

LILY  
It's ready. Let's do this.

Dante picks up the bag of food scraps, then all four of them lift the litter and trudge toward the lake.

**EXT. NEAR THE LAKE - DAY**

Fisher watches for Grinners while Dante and Pete place the last few rocks on a shallow grave.

Pete stands.

PETE  
I think I'm supposed to say  
something, but I don't know -

Pete wipes away tears as Lily arrives. She's hard as nails.

LILY  
You done?

Pete shakes his head, motions for Dante to empty the food scraps over the grave to hide the stench of death.

Lily places a gentle hand on Pete's shoulder.

LILY

The only cure for grief is action.

She motions for them to follow her.

**EXT. FOREST - DAY**

Lily runs through the forest, the others close behind. They come to a clearing and she slides to a stop.

The others pull up, panting.

LILY

I've set traps all around you. Do you see them?

Pete, Dante and Fisher look around. Nothing seems odd. Dante takes a step toward a suspicious looking shrub.

SNAP!

A hidden trap snares his ankle, drags him up into the trees!

LILY

The Huuk are carnivores.

She tosses a stone at Pete's feet. Another snare snaps!

Pete leaps away, only to land on another one. SNAP! Up into the trees he goes.

LILY

They stalk.

Lily stalks toward Fisher.

LILY

They leap!

She leaps at him, but he holds his ground.

LILY

They attack!

She pushes Fisher. He stumbles backward against a tree.

The impact sets off another trap that wraps itself around him, tying him to the tree.

LILY

But I bet they've never even seen a  
snare trap. Or a dead fall. Or a man  
trap.

PETE

We get it. Can you cut us down now?

Lily dances around them.

LILY

What's in it for me, hunh?

She pokes Dante with a stick, laughs... then relents and  
cuts them free.

Pete and Dante crash, OOF! Pete struggles to his feet.

PETE

So what's the plan?

#### **INT. CAVE - DAY**

The cave is empty, save for a dozen Tinks who glow enough to  
make the place safe.

Wendy slides into the cave with a bushel of alien fruits and  
veggies in a makeshift carryall.

She sits down, unloads the food. Most of it is different  
than what Pete brought in.

She frets, then has an idea. She points to the nearest Tink.

WENDY

You!

The Tink glows a pretty shade of Purple, but stays attached  
to the wall.

WENDY

You heard Starkey. I'm in charge now.  
Anybody gives me trouble, I kick  
their, uh, asses.

The Tink glows, but doesn't move. Wendy softens.



WENDY

Please. I need your help. I don't know if this stuff is safe to eat.

The Tink considers, then flits over. Wendy and the Tink look at each other.

WENDY

Well, uh, can I call you Violet?

Nothing from the Tink.

WENDY

I still can't believe I'm talking to a bug. Look, Violet, how does this work if you're not attached to me?

Nothing from Violet.

Wendy decides on a tactic. She picks up an ugly black fruit and moves it toward her mouth. Violet doesn't move.

She picks up a spikey fruit. Violet doesn't react.

Next, a pretty pink fruit. She moves it close to her mouth and Violet flies up and lands on the fruit, positioned so that Wendy can't take a bite.

Wendy smiles.

WENDY

Thank you, Violet.

She smashes the pink fruit, bites into the black one. Yum!

Behind her, **AHMAD** (11) and **MAGGIE** (11) approach.

AHMAD

The cave is really big. Without Tinks we'd be lost.

WENDY

Did you find anything?

MAGGIE

I found two more exits.

AHMAD

Hey! I found one of them!

MAGGIE

We found. One is by a big pool of water with things swimming in it.

WENDY

Things?

AHMAD

They look like big fishes or something. Fishes with arms.

MAGGIE

The Tinks wouldn't let us get very close.

WENDY

If the Tinks don't like them, then we don't like them, okay? I just wish -

She looks down at Violet, then on a whim, picks her up and places the Tink at the base of her neck.

But Violet isn't interested. She flits away into the cave.

AHMAD

Maybe you need a bath.

MAGGIE

Rude!

AHMAD

What? We all stink!

WENDY

It's alright. Listen, I need you to get everybody back here. I have jobs for all of you.

Maggie and Ahmed high five and run off.

Wendy smells her armpit. Phew! Then she looks at the fruit that smelled good. She shrugs and rubs it under her arms.

She smells again... not bad.

Then she hears a **CHILD SCREAM!**

**EXT. HUUK BASE - NIGHT**

Pete, Dante and Fisher perch far up in a tree near the edge of the Huuk base.

Lily drops down from farther up, silent like a ninja.

LILY

I swear I could make it all the way back to the cave without touching the ground.

PETE

Why don't we do that, then?

LILY

If they think we rely on the trees, they'll torch the forest. Trees are for emergency escape only.

FISHER

So why are we here?

She points to key spots on the base.

LILY

No sentries. No surveillance. They lack fear. And caution.

DANTE

They have guns and spaceships.

Lily concedes the point.

LILY

Another shuttle means reinforcements, which isn't good.

FISHER

You haven't answered my question.

LILY

We're going to make the lions know what it feels like to be hunted.

Lily smiles and scrambles down the tree toward the ground.

DANTE

Who talks like that? Does she always talk like that?

#### **INT. HUUK BASE - NIGHT**

Captain Huuk stands at the center of his group of Commandos.

CAPTAIN HUUK

Do not confuse weakness with stupidity. Human nestlings are far smarter than nestlings of the Race.

A particularly **ENORMOUS COMMANDO** chuffs.

ENORMOUS COMMANDO  
Tastier, too!

Captain Huuk backhands him violently. The Commando slams into the bulkhead and collapses.

Next to him, what appears to be a metal bolt head shifts position. A Tink in disguise!

CAPTAIN HUUK  
You will not eat the nestlings. They  
are incubators for the virus we will  
unleash on the Human home world.

He walks over to the Commando, places his foot on its chest.

CAPTAIN HUUK  
Humans are extremely fragile. Minor  
injuries disable them. You will  
capture them without harm. Clear?

The Commandos salute him, but Captain Huuk is looking directly at the big Commando.

CAPTAIN HUUK  
Am. I. Clear?

The Enormous Commando nods, unwilling to make eye contact.

CAPTAIN HUUK  
We hunt at first light.

**EXT. HUUK BASE - DAY**

The Commandos exit the base and march toward the forest.

**INT. HUUK BASE - DAY**

Captain Huuk watches everything via "Commando-Cam".

**EXT. FOREST CANOPY - DAY**

Lily watches from the trees as the Commandos fan out.

**ON THE GROUND -**

The first Commando steps into the forest.

**SNAP!** A snare trap drags him away.

The other Commandos take on a defensive posture as they edge slowly into the forest.

**SNAP!** - Another trap is sprung. This time a Commando is struck in the head with a thick log. He's out.

The Commandos stop. Some back up.

**SNAP!** Another Commando out of action.

The remaining Commandos turn back toward the base.

**ABOVE -**

Lily nods in satisfaction and scurries away.

**INT. HUUK BASE - DAY**

Captain Huuk's viewpoint is that of the hanging Commando.

Enraged, Captain Huuk slams his fist on the table. But then he see something in the canopy.

**CAMERA POV:** Feet. Rope. Tree tops.

And movement!

He zooms in. There! A human moves through the trees.

**EXT. HUUK BASE - DAY**

Captain Huuk exits, climbs into a shuttle, and lifts off.

**EXT. TREETOPS - DAY**

Lily jumps from branch to branch. Then the sky above her opens up in a storm of turbulence.

Above her, the shuttle parts the trees with its jet blast.

Lily hesitates, and that's all Captain Huuk needed. A net launcher shoots out and captures her!

**EXT. FOREST - DAY**

Pete, Fisher and Dante meet up in the thick of the forest.

FISHER  
How many traps you set?

PETE  
I lost track.

DANTE  
Did you at least stick to the  
pattern?

Pete nods, then looks around.

PETE  
Ya think she ditched us?

They exchange worried looks. Fisher breaks the tension.

FISHER  
She's a big girl. Let's go.

Dante grunts and squeeze out a huge fart.

FISHER  
Geeez!

DANTE  
What? I thought you said let one go.

Pete waves away the brown stench.

FISHER  
Which end did that come out of?

PETE  
A few more like that and you'll kill  
us before the Huuk get a chance.

Pete motions for them to follow him into the forest.

#### **INT. CAVE - NIGHT**

Wendy and the kids weep as Pete, Dante and Fisher enter.

Pete runs to her.

PETE  
What happened?

**INT. CAVE POOL - NIGHT**

Wendy leads Pete and Dante to an open area a dozen yards from the clear water.

Wendy stops them before they get any closer, then points near the edge of the pool.

On the ground: a single small shoe.

PETE

Oh shit! Hamm!

Pete moves, but Wendy grabs him, shakes her head. She tosses a pebble into the water.

Pete prepares for a monster attack, but it doesn't come.

Instead, a dark tentacle rises from the water.

Everyone backs up, and the tentacle seems to sense them.

Then it begins to change. In less than a second, it morphs into a perfect shadow of Pete.

DANTE

Holy shit.

Pete steps back and the tentacle morphs into a Wendy shadow.

Then more tentacles emerge and form a crowd of shadows.

Pete stares at the shoe, sees blood on it.

PETE

Are you sure he's -

Wendy points to a far wall. Fresh red blood marks where Hammond met his fate.

Pete's anger rises. He lifts a rock the size of his head and heaves it into the lake.

PETE

Fuck you, you fucking monster!

The rock splashes and a goddamned **Nightmare Shadow Beast** explodes from the water!

It ROARS and reaches out with shadow tentacles. Everyone screams and runs for it.

The creature doesn't pursue. It's anchored to the lake bed.

**INT. CAVE PASSAGE - NIGHT**

The kids run screaming, but Pete stops. It takes a second, but he turns and heads back to the pool.

**INT. CAVE POOL - NIGHT**

Pete stares at the pool, his expression a three way battle between sadness, fear, and fury.

Belle glow pulses, faster and faster. Pete begins to calm, then realizes Belle is affecting him.

The fury returns and he grabs at his neck.

He pulls at Belle, but she's still dug in.

PETE

I. Need. To. Feel. This!

It's a battle, but Belle finally lets go.

Pete shudders as a wash of emotion hits him. He looks at Belle tenderly.

PETE

I appreciate what you've done for me,  
but I need to be me now.

Belle makes her musical tinkling sound, glows warmly.

PETE

I need a favor. Can you find Lily?

Belle's glow fades, then reappears and she flits away.

That done, Pete turns back to the pool. His fury returns, and it fuels every cell in his body.

His eyes settle on Hamm's shoe. He takes a step toward the pool and a tentacle rises up from the water.

Pete freezes.

The tentacle stops, drifts around, looking for movement.

Pete moves slowly, but every movement draws the tentacle.

Then more tentacles appear.

But Pete won't give in. He moves more slowly - and it works.



He's almost to the shoe.

Then his foot kicks a pebble and the tentacles turn directly at him. They shift shape, looking like Pete's shadow.

They float around him, testing, taunting. Deciding.

Then they morph into wicked claws.

CRACK!

A rock hits the far wall on the opposite side of the pool.

The tentacles stop, then race toward the sound.

Pete looks over and sees Wendy. She motions with her eyes to get on with it.

He slowly bends down and picks up Hamm's shoe.

And suddenly another tentacle appears RIGHT THERE!

THWACK! - A large rock slams into the tentacle.

WENDY

Hey! Hey! Over here!

The tentacle hesitates, then focuses on Wendy. She throws a larger rock at it, scoring a hit.

Pete backs away.

The tentacle shifts focus back and forth between them.

WENDY

Aw screw this. RUN!

She heaves a hand full of rocks into the pool, momentarily confusing the creature... and Pete bolts!

He leaps and dodges, barely avoids every tentacle strike.

He lands next to Wendy as the creature rises out of the water, roaring like before.

Wendy backs away, but Pete holds her.

PETE

It's okay. I think it's kinda stuck there, like a plant or something.

The creature flails and screeches and roars, but finally gives up and sinks back into the water.

Wendy looks at Pete, notices that Belle is gone. Her eyes fill with new found respect.

**INT. MEDICAL EXPERIMENTATION WING - DAY**

Lily is strapped to a dissection table. She struggles to free herself as Medical Officer works nearby.

MEDICAL OFFICER  
(subtitled)  
I tire of killing nestlings.

LILY  
I don't speak monster!

Medical Officer clears his throat, bows to her.

MEDICAL OFFICER  
Apologies.

Lily recoils at a monster speaking English.

Medical Officer injects something into Lily's arm.

MEDICAL OFFICER  
Human speaking I learn from -

SMEE (O.C.)  
Me. I'm Captain -

Lily's eyes dart over and turn into laser beams of disgust.

LILY  
I know who you are.

Medical Officer scans Lily with a device, then leaves.

SMEE  
I'm not a traitor.

LILY  
Coward, then.

SMEE  
But still alive.

LILY  
Feel free to drop dead at any time.

Smee rushes over, puts his mouth right next to Lily's ear.

SMEE

What you think you know is wrong.

LILY

You're helping the monsters.

SMEE

That's what they think. But I've been learning everything I can so that we can defeat them.

Lily narrows her eyes.

SMEE

Yes, I could be lying to you.

LILY

Set me free. Set me free and I'll consider believing you.

Smee lowers his head.

SMEE

Tell me where your Captain is.

LILY

Keep dreaming, creep.

SMEE

If I can get to him before the Huuk do, he can help me save Earth.

Lily keeps her voice even so as not to betray any emotion.

LILY

Captain Starkey will never help you.

SMEE

He would if he knew what I know.

LILY

And what's that?

Smee examines Lily's hands.

SMEE

My secrets keep me alive.

Lily looks at the area where she was injected.

LILY

I'm not afraid to die.

Smee drops her hand, his expression sad.

SMEE  
Your death is the least of my  
worries, kid.

Medical Officer enters. Smee's eyes never leave Lily.

SMEE  
You'll need to use pain on this one.

**INT. CAVE - DAY**

Pete places Hamm's shoe in a small niche in the wall.

DANTE  
That was stupid. You're the only  
pilot we have. Our only chance to  
warn Earth. And you risked your life  
for a shoe!

Pete turns to Dante, walks over and shoves him. Dante,  
instantly furious, lunges at Pete.

Pete feints left, trips Dante. Dante goes down.

Dante stands up and then it's on.

Pete is ready for everything and anything. None of Dante's  
blows land. But all of Pete's do.

It's over quickly, Dante pinned and bleeding.

PETE  
I was supposed to keep him safe. And  
he died.

Pete stands, offers a hand to Dante. Dante swallows his  
pride, reaches up and takes Pete's hand.

DANTE  
I'm sorry. I wasn't -

PETE  
It's forgotten.

Dante smiles, shoves Pete in a friendly way.

DANTE  
It was stupid, though. You know that?

Pete shrugs.

PETE  
You remember the way back to that  
base?

DANTE  
Duh.

PETE  
I need you to deliver a message.

**EXT. WATERFALL - NIGHT**

Pete and Wendy stand at the waterfall's edge. Pete puts his hand on Wendy's shoulder.

PETE  
I sent Belle out to find her.

WENDY  
Lily won't tell them anything.

PETE  
We don't know that.

A brief silence hovers in the air between them.

PETE  
We have to abandon the cave.

WENDY  
I know. While you were gone, a bunch  
of us went out and found other places  
to hide.

Pete nods.

WENDY  
I think we can use that shadow  
monster thing, though.

Pete smiles.

PETE  
I hate to be a one upper, but -

**EXT. CANYON - NIGHT**

Dante looks down on the lake the Grinners call home.

**EXT. FOREST- NIGHT**

Huuk Commandos move carefully through the forest. One finds a trip wire, alerts the others with a hand signal.

It steps gingerly over the trip wire.

When his foot touches the ground, another trap springs. A log swings down, smashes him against a tree. Dead.

The other Huuk look around nervously.

**INT. SHUTTLE - NIGHT**

Captain Huuk pilots the shuttle, keeping an eye on the video feed that shows a view from a Huuk-mounted camera.

He sees the Commando get smashed to death. He seethes, but focuses on flying.

FLASH.

A flash catches his eye in the distance. Human-sign!

CAPTAIN HUUK  
(into communicator)  
Field commander, send three of your  
number to these coordinates.

**EXT. CAPTAIN STARKEY'S GRAVE**

Dante watches the Shuttle as it banks toward him.

He pockets his flashlight, picks up a rock, throws it in the lake and runs for his life toward the forest.

Behind him, the rock splashes... and the lake erupts as a half dozen Grinnners explode out, looking for food.

They catch Dante's scent, scramble to follow it.

**INT. HUUK COMMAND CENTER - NIGHT**

The place is empty except for Smee, who watches everything going on from a bank of monitors.

He sees Dante's flashing light from Captain Huuk's view.

SMEE  
Smart.

**EXT. A THOUSAND FEET ABOVE THE WATERFALL - NIGHT**

Belle hovers, surrounded by a thousand of her sisters. She tink tink tinks. The others tink back. An argument.

Belle zooms around, clearly aggravated.

One larger Tink arrives, clearly older. It looms over Belle and she backs away deferentially.

The larger Tink, their Queen, tink tink tinks at Belle.

Belle becomes agitated and flits about, glows to emphasize her feelings.

The Queen glows strongly. The other Tinks back away.

Belle won't back down. She glows in return. Brighter.

Half of the other Tinks choose sides, and then the glowing battle begins.

It's like fireworks on the 4th of July.

**INT. CAVE - NIGHT**

Maggie runs in, tugs on Pete's shirt, urging him to follow.

**EXT. CAVE - NIGHT**

Pete, Wendy, and the rest of the kids exit the cave.

Maggie points up. They see the silent fireworks.

MAGGIE  
Won't the bad guys see that?

**EXT. FOREST CANOPY - NIGHT**

Dante leaps from tree to tree. Far below, Grinners pursue, thrashing and snapping as they try to find their quarry.

Dante smiles, pours some pee from his canteen.

Then he sees the Tink fireworks.

DANTE  
Oh shit!

**INT. SHUTTLE - NIGHT**

Captain Huuk sees the fireworks, too.

**INT. HUUK COMMAND CENTER - NIGHT**

Smee watches the feed through Captain Huuk's shuttle cam.

SMEE  
Stupid bugs!

He walks over and detaches the Tink hiding in plain sight on the wall.

SMEE  
Time's up. Go!

The Tink shakes off the paint Smee covered it with, glows, and flies off.

**INT. FOREST - NIGHT**

The group of Huuk tromp through the forest.

**ABOVE IN THE CANOPY -**

Dante watches the Huuk Commandos pass far below.

**DOWN ON THE GROUND -**

One of the Huuk catches a scent.

It looks up, sees Dante, takes aim with a pulse rifle and -

**CRASH!**

The Grinners smash through the trees and mow down the Huuk.

CHOMP!

CHOMP!!

CHOMP!!!

**ABOVE IN THE CANOPY -**

Dante looks down with the biggest shit eating grin ever.

The Grinners swallow, but they aren't full. Dante opens a canteen and pours some more pee out.



**DOWN ON THE GROUND -**

The pee hits the ground and the Grinners go ape shit again.

**ABOVE IN THE CANOPY -**

Dante howls to get their attention.

DANTE  
Ayeeee Yip Yip Yip!

Then he continue his journey. Below, the Grinners follow.

**INT. MEDICAL EXPERIMENTATION WING - NIGHT**

Captain Smee enters and sees Medical Officer is on the ground, a knife in his side.

And Lily is gone.

KABONG!

Lily smashes Smee in the head from behind with a metal pipe.

Smee goes down, out like a light.

LILY  
That's for Captain Starkey.

She swings for the fences, landing a hard blow to his back.

LILY  
That's for humanity.

She drops the pipe, then kicks him savagely in the side.

LILY  
And that's for me, you son of a bitch.

From behind, without warning, Smee's Tink flies in and latches on to the back of Lily's neck.

LILY  
Hey!

Lily grabs at it, but it's already dug in. It glows bright.

LILY  
Ow! OWWWWW!!!!

Lily stumbles, collapses. Then a dozen Tinks, all hiding in a dozen places, appear.

**INT. CAVE PASSAGE - NIGHT**

Pete speaks to the group.

PETE

I don't know what's going on with the Tinks, but the Huuk know where we are, so we all have to split up.

Several of the kids begin to cry.

PETE

Everyone has a buddy and a map. Once you get to your destination, stay there. One of us will come for you by tomorrow, I promise.

Isaiah begins to cry.

WENDY

No tears, Isaiah. You're my buddy! The rest of you, take care of each other.

The kids hug each other, then head deeper into the tunnel.

WENDY

How are you going to save Lily, Pete?

Pete fiddles with Starkey's Gate Ring on his finger.

PETE

I'm not.

WENDY

What?

PETE

Remember what Starkey said on launch day? Can we handle the loss of those closest to us and still move forward?

He shows her the ring.

PETE

Captain Starkey gave this to me. It activates the gate.

WENDY  
But - how will you -

PETE  
I have to steal a shuttle.

WENDY  
How are you going to fly an alien  
ship you've never even seen before?

Pete looks uncertain, but praise by Starkey echoes in him.

PETE  
Because I can fly anything.

Wendy looks at him, dumbfounded.

WENDY  
That's the stupidest thing I've ever  
heard!

PETE  
I can because I have to.

The weight of humanity on his shoulders, he kisses her on the cheek and runs out.

#### **EXT. FOREST CANOPY - NIGHT**

Dante in the trees at the edge of a wide clearing. Dead end.

DANTE  
Zigged when I should have zagged.

Below him, the Grinners are in a frenzy. They chew at the base of his tree.

The tree begins to creak, so Dante backtracks.

The Grinners tear after him.

#### **EXT. FOREST - NIGHT**

Pete runs full speed through the forest. He looks up and sees the Tink fireworks. The lights spin and whorl.

Then Captain Huuk's shuttle dives right through them!

The Tinks evade, then reform, this time as a group.

Pete doesn't have time to think. He only has time to run.

**EXT. CAVE - NIGHT**

Captain Huuk exits the shuttle. No trace of anyone.

CLICK! - a sound from nearby.

Captain Huuk reacts, dashes for the sound, and finds the entrance to the cave.

Then stops. He's no dummy.

He scans for signs of a trap. Nothing. He enters and -

**INT. CAVE - NIGHT**

Captain Huuk slides clumsily into the cave. He leaps to his feet, pissed.

He turns on his flashlight. The room is filled with signs of humanity, but no humans.

Another sound echoes. He listens, then follows.

**EXT. A THOUSAND FEET ABOVE THE WATERFALL - NIGHT**

Most Tinks hover behind Belle, glowing as one.

The Queen's glow is subdued. She's lost the contest.

Belle does a victory flip, then zooms off into the night.

**EXT. FOREST - NIGHT**

Dante pauses, tired.

Then he sees a glow in the tree ahead of him.

He crawls toward it, and finds Lily draped across a large limb, out cold.

DANTE

Lily?

Then he notices the Tink on her neck.

DANTE

Oh that's fantastic!

Lily's eyes blink open. She sees Dante and smiles, then everything clicks.

She looks around, sees she's a hundred feet above the ground and the Grinners are biting on her tree.

LILY  
Holy crap! How'd I get here?

Dante points to her neck. She remembers.

LILY  
No way. No. Way.

That's when a hundred Tinks light up the canopy around them. One flits over, latches on to her sleeve and lifts her arm.

LILY  
No. Way.

DANTE  
I'm gonna have to say Yes Way.

#### **INT. MEDICAL EXPERIMENTATION WING - NIGHT**

Smee wakes up in pain. A Tink crawls on his chest.

SMEE  
Did you get her out?

The Tink glows.

SMEE  
Thanks.

He sits up, winces in pain. The Tink glows and tink tinks.

SMEE  
No, I'll be fine. I deserve everything she dished out.

He stands, sees the Medical Officer on the ground. He mouths "Wow" and hobbles out.

#### **EXT. CANYON - NIGHT**

The three Commandos approach the dark canyon. They see the mound that is Captain Starkey's grave.

They approach timidly.

Oops! Tripwire!

But it doesn't snap around a foot or slam them into a tree.  
It just launches a pebble into the air.  
All three watch the pebble arc into the darkness.  
All three hear the "Bloop!" as it hits the water.  
All three are instantly CHOMPED by a frenzy of Grinners.

**EXT. FOREST - NIGHT**

Pete huffs and puffs, but keeps going. His eyes catch a glow in the canopy up ahead.

From behind, Belle flies up and latches on to his neck.

PETE  
Ow! Geez, Belle. I thought we agreed  
that -

She glows in a complex pattern and Pete slides to a stop. He listens carefully - and hears the roars of Grinners nearby.

PETE  
Oh. Thanks.

Pete scrambles up a tree and follows the glow.

**INT. CAVE PASSAGE - NIGHT**

Captain Huuk squeezes through a passage, no fear in him.

He sees a shadow ahead and stops. He looks around.

Is he pursuing or being led?

Another step trips a wire.

Behind him, an avalanche of boulders and stones tumbles down, blocking his exit.

He roars at his foolishness, then pulls out a communicator.

CAPTAIN HUUK  
Field Commander, report.

Nothing.

CAPTAIN HUUK  
Field Commander!

Still nothing.

Angered, Captain Huuk extends his claws and uses them to climb up the wall like a spider. He continues on.

**EXT. FIELD - NIGHT**

Wendy and Isaiah make their way through tall grasses.

A sound ahead of them makes them stop.

The growls of two Huuk Commandos heading their way.

She curses under her breath, grabs Isaiah by the hand and turns back the way they came.

Then she catches a shadow in the sky. She follows it with her eyes as it heads toward the Commandos.

**WITH THE COMMANDOS -**

From above, a hundred dark Tinks fly in at high speed and dive bomb the Commandos like a hail of steel ball-bearings.

The Commandos are pulverized under the onslaught.

**BACK WITH WENDY -**

Wendy motions to Isaiah to stay put, then heads back toward the Commandos.

She finds them, dead and covered with Tinks.

The Tinks aren't moving.

Wendy sees Violet among the Tinks. She picks her up. At her touch, Violet glows.

Then the rest follow suit. They were just stunned.

Wendy sighs, then hugs Violet close.

Violet wriggles free, climbs up, attaches to Wendy's neck.

WENDY

Oh. Ohhhh...

**INT. HUGE TREE - NIGHT**

Angela and Moira climb inside a hole in the base of tree that would dwarf a Redwood.

They clamber up, up, up, and find a natural ledge. It's so dark. They hug each other, both very scared.

A light appears from below. It's a Tink. It flits up and perches next to the girls.

Its glow is faint, but enough to calm them.

**EXT. RUSHING RIVER - NIGHT**

Zuckerman and Ahmad perch in a hidden cutout.

**EXT. FOREST CANOPY - NIGHT**

Pete drops down between Dante and Lily.

DANTE/LILY

AHHH!

PETE

Hey.

Pete notices the Tink on Lily's neck.

PETE

Tinks picked a side. You give her a name yet?

LILY

We just met. Figured we get to know each other first.

DANTE

Hey cool kids, we still have monster problems.

Pete looks down at the ravenous mouths chomping at the tree.

PETE

They still look hungry.

DANTE

Three aliens was just an appetizer.

Lily sneezes.

PETE

You OK?

Lily looks worried.



LILY  
They injected me with something.

DANTE  
What!?

LILY  
I don't know. They strapped me down  
and -

PETE  
How do you feel?

She sniffles.

LILY  
Like I'm catching a cold.

Belle and Lily's Tink glow and tink tink tink.

LILY  
What are they saying?

PETE  
Who knows? Tinks gonna tink.

DANTE  
Ahem - monster problems!

PETE  
Right. Okay... here's my plan.

# **INT. CAVE POOL - NIGHT**

Captain Huuk enters. He sees the blood on the far wall and smiles. An obvious ruse to misdirect.

As he steps toward the pool, tentacles rise up in the shadows and take on the form of Huuk himself.

CAPTAIN HUUK  
Huuk Commando, show yourself!

The shadow Huuk mimics every movement Captain Huuk makes.

He takes a step forward.

CAPTAIN HUUK  
I said show -

The tentacles whip out and latch on the Captain Huuk.

His surprise is quickly replaced by rage. He draws his blade and slices through tentacles.

The Shadow Monster erupts from the water in a frenzy.

Not what Captain Huuk was prepared for! He battles the creature, but there are too many tentacles!

They envelope him and the shadow creature drags him under.

**EXT. HUUK BASE - DAY**

The sky begins to lighten as night comes to an end.

Pete enters the clearing. He sees the shuttle. Before he can move, Captain Smee steps out from behind it.

He's armed with a blade.

SMEE

I need that ring, kid.

Pete shakes his head No.

SMEE

I'm going home.

PETE

This is home, Smee.

SMEE

The Huuk already know about it. More will come. But if we escape and destroy the gate behind us, we'll buy Earth the time they need -

PETE

You're a coward.

SMEE

I get that a lot. Look, if you open the gate and the Huuk release the pathogen they've developed -

PETE

A cascade event happened after your ship departed. Earth's biosphere is toast. We don't have a choice. This is our last stand.

Smee takes this in, then lowers his weapon.

PETE  
I have a plan.

SMEE  
Of course you do.

PETE  
And we don't have much time.

SMEE  
Of course we don't. What's the plan?

PETE  
Can you teach me how to fly the  
shuttle?

Smee grins.

SMEE  
Of course I can.

**INT. CAVE POOL - DAY**

The sloshing water calms.

Maggie and Fisher emerge from a crevice high in the cave wall. They look at each other, then begin the climb down.

As they reach the cave floor, Captain Huuk lunges out of the water. He's bleeding and covered in tentacles, but alive.

And he's pissed!

He leaps at Maggie and Fisher.

**EXT. FIELD - DAY**

Wendy and Isaiah stand amid a cloud of Tinks, all of which glow in amazing rhythm.

Isaiah now has his own Tink embedded in his neck.

WENDY  
Everybody know what to do?

In answer, the Tinks begin to glow brighter and brighter.

**EXT. FOREST CANOPY - DAY**

Lily and Dante move through the canopy. Below, the Grinnners grow more and more angered.

Dante misses a branch and nearly falls. Lily is there. He nods thanks, then locks eyes with her. She sighs.

LILY  
Cool your jets, big guy. I don't  
swing that way.

Dante smirks, nods, and they continue on their way.

**ABOVE THE CANOPY -**

Hundreds of Tink descend straight for them.

**EXT. SKY - DAY**

Captain Huuk's shuttle zooms across the sky.

Strapped on one side, the bodies of Maggie and Fisher.

**EXT. HUUK BASE - DAY**

Pete flips switches, pushes buttons. The shuttle powers up.

SMEE  
That's it. The rest is steering and  
foot pedals. Simple.

PETE  
Does this thing have weapons?

SMEE  
This is a shuttle, not a fighter. The  
Carnage has a pulse laser, but that  
was damaged when they landed.

PETE  
Along with their star drive.

Smee looks at Pete in awe.

SMEE  
How could you possibly know that?

Pete examines the controls, figuring them out.

PETE  
I think you know.

Smee looks at Belle on Pete's neck, then a sound catches his ear... far away but growing closer.

Engines!

SMEE  
Almost time to go, Pete. But for the moment, I need you to duck down and stay down until I tell you.

He shoves Pete down, then climbs up as if he'll enter the shuttle himself.

PETE  
(muffled)  
What are you doing?

Captain Huuk's shuttle crests the tree tops and sets down across the clearing.

SMEE  
Something very uncowardly. Now stay down until I tell you.

Smee climbs down, blade in hand. He sees the two kids strapped to Captain Huuk's ship. They're still breathing.

He unsheathes his sword, holds it up in challenge.

CAPTAIN HUUK  
(translated)  
And here I thought you a coward?

SMEE  
I get that a lot, *hKee Char Riit!*

The Huuk insult has the intended effect and Captain Huuk roars his offense.

SMEE  
You kill sleeping adults and defenseless nestlings. Who. Acts. The coward?

It's more than Captain Huuk can take. He leaps out of the shuttle and unsheathes his own sword.

It's bigger. And sharper.

Smee gulps, then speaks just loud enough for Pete to hear.

SMEE

I'll buy you as much time as I can.  
Make sure people remember what I did  
here today.

Captain Huuk raises his weapon. Smee charges, screaming.

They both swing.

Smee slides under Captain Huuk's blade and runs to the other  
ship. He leaps up and cuts free Maggie and Fisher.

They fall to the ground, the impact jars them awake.

SMEE

Get to the trees!

Captain Huuk pivots and snarls.

Smee meets him head on, doing his best to meet every strike.

But Captain Huuk is bigger and stronger, and he forces the  
battle to the forest edge.

SMEE

You strike like Medical Officer!

A horrible insult. Captain Huuk roars! But his roar is cut  
short when a blade pierces his shoulder.

Behind him, Medical Officer yanks the knife out.

MEDICAL OFFICER

My apologies, Captain, but I cannot  
bear to harm any more -

His words are cut short by Huuk's blade through his belly.

Smee attacks. Captain Huuk knocks the blade from Smee's  
grasp, grabs him by the throat and lifts him off the ground.

CAPTAIN HUUK

Not a coward. Just a human. I wonder  
which is worse.

Smee tries to speak, but can't.

CAPTAIN HUUK

You wish to beg for your life, human?

Captain Huuk loosens his grip. Smee gasps in air.

SMEE  
Pete! Go! NOW!

**INT. PETE'S SHUTTLE - DAY**

Pete presses keys, the shuttle powers up and begins to rise.

**EXT. HUUK BASE - DAY**

Captain Huuk watches the shuttle lift into the sky.

He roars and tosses Smee thirty feet into a tree. Smee falls like a ragdoll.

Captain Huuk turns to climb into his shuttle, but he's hit in the face by an open canteen.

Liquid splashes on to him. He looks at, smells it. He makes an unpleasant face.

Then he hears the rumble.

**SMASH!**

The Grinners crash into the clearing and ram his shuttle.

Captain Huuk is thrown aside as the Grinners thrash about.

**UP IN THE AIR -**

Pete looks down and sees the chaos. Then he sees Lily and Dante in the trees waving at him.

**ON THE GROUND -**

Captain Huuk lands hard, gets up and takes in the sight of three enormous monsters.

For the first time, Captain Huuk expresses fear.

**FLASHBACK -**

Captain Huuk battles a Grinner, his arm gets chomped off!

**BACK TO SCENE -**

Then he realizes that he's got human scent on him.

The Grinners realize it, too.

Captain Huuk runs f

or the base. The Grinners give chase.

**INT. SHUTTLE - DAY**

Pete presses various buttons, the ship bucks and kicks.

Then he gets it and steers the ship into the sky.

**INT. HUUK BASE - DAY - CONTINUOUS**

Captain Huuk runs down a corridor.

The Grinners are slowed, but just barely. They thrash their way in, wrecking everything in their path.

**COMMAND ROOM -**

Captain Huuk grabs a pulse rifle and keeps running. The Grinners are close behind.

**MEDICAL EXPERIMENTATION WING -**

Captain Huuk runs in, grabs syringes filled with green liquid, then dashes for the side exit.

**EXT. HUUK BASE - DAY**

Captain Huuk smashes through the doors, runs for his ship.

He leaps up into the shuttle cockpit.

He powers up and begins to rise as the Grinners bash their way out of the base.

The Grinners leap for him, but the ship is too high.

He presses buttons and chases after Pete.

The Grinners give up, then see Smee on the ground. Before they can move, a cloud of Tinks rain down on them.

They don't do serious damage, but the Grinners feel it. They snap at the cloud of Tinks, chomping dozens of them.

From inside their mouths, light shines out.

The Grinners shriek in pain, snap open their mouths, revealing hundreds of burn marks.



That, plus being machine-gunned by Tinks forces the Grinners to escape off into the forest.

Moments later, Wendy and the rest of the kids literally fly in over the tree tops, each one carried by dozens of Tinks.

**EXT. FOREST CANOPY - DAY**

A cloud of Tinks descend on Lily and Dante. One latches on to Dante's neck and the rest grab on to their clothing.

**EXT. HUUK BASE - DAY**

Wendy and the kids land, followed closely by Lily and Dante. Smee groans and Wendy heads for him, hate in her eyes.

DANTE  
Wait! He was helping Pete.

Wendy swallows her anger. She addresses the cloud of Tinks.

WENDY  
Please help him if you can.

Several Tinks fly over. One latches on to Smee while the others crawl all over him.

**EXT. SPACE - DAY**

Pete's shuttle heads for the Gate.

Behind him, Captain Huuk's shuttle closes the gap.

**INT. PETE'S SHUTTLE - DAY**

Pete pushes buttons, finally hits the ones that show his proximity scanner.

Almost too late he sees Captain Huuk's shuttle heading right for him.

PETE  
Shit!

**EXT. SPACE - DAY - CONTINUOUS**

Pete's shuttle janks left just in time to avoid a broadside by Captain Huuk.

The two ships execute amazing moves as they get closer and closer to the Gate.

Captain Huuk is a born warrior, but Pete is a natural pilot.

He's too good, and Captain Huuk realizes that he's not going to catch the puny human.

Captain Huuk changes his plan and heads for the Carnage.

Pete sees this and races straight for the Keystone.

**EXT. KEYSTONE - DAY**

Pete's shuttle docks with the Keystone.

**INT. KEYSTONE'S BRIDGE - DAY**

Pete enters the bridge and stops cold. The dead bodies are gone, but the place runs red with blood.

He's paralyzed. Again.

**INT. THE CARNAGE - DAY**

Captain Huuk stomps into the bridge and begins the process of bringing the ship's drives online.

**INT. KEYSTONE'S BRIDGE - DAY**

Pete walks slowly toward the Command console.

He stops at his father's pod. Emotion clouds Pete's vision, but he shakes it off.

He touches his father's name plate and is back in action.

Pete removes his ring and places it in a hidden receptacle.

The lights on the console come to life and the Gate cycles.

Pete looks out the main view port and sees the engines on the Carnage glow.

He turns and runs deeper into the ship.

**INT. KEYSTONE - DAY - CONTINUOUS**

Pete runs through corridors, through the mess hall, past the child care, past the medical wing, past flight training.

Everything that got him to this point.

Then he comes to a large pressure door. The words above it read: FLIGHT DECK.

Pete nervously types in the access code. BLEEP! Wrong!

**INT. THE CARNAGE - DAY**

Captain Huuk watches the Gate activate in a kaleidoscope of swirling color which quickly calms to a mirror-like surface.

Through it, you can see Earth.

The Carnage isn't the Millenium Falcon, but it suffers many of the same glitches.

After many attempts, he's ready to go.

He removes the syringe he took from the Medical wing, looks at it, and smiles with feral satisfaction.

As his claw hovers above the thrust lever, he sees something out the viewport he doesn't like.

**EXT. KEYSTONE - DAY**

A sleek SHIP maneuvers around Keystone. A Fighter!

Inside, Pete is all business. He brings all systems online.

**INT. THE CARNAGE - DAY**

Captain Huuk roars his defiance and jams the thrust lever.

**INT. FIGHTER - DAY**

Pete sees the Carnage coming toward him at full speed.

PETE  
Damn that hunk of junk is fast.

Pete presses a button labeled: RAIL GUN.

He takes aim and fires at the Carnage.

The Carnage weaves a complex pattern as it races toward the open Gate.

Pete fires over and over.

The Carnage is just too unpredictable. It banks through the Gate and !BLOOP! is gone - headed for Earth.

Pete fires up his engine and races after.

**EXT. SPACE ABOVE EARTH - DAY**

The Carnage !BLOOP! emerges from a twin Gate floating in Earth orbit.

The space surrounding the Gate is filled with a hundred ships of every type and size imaginable.

Sleek, deadly fighters. Attack Corvettes. Juggernauts bristling with weaponry.

The Carnage has to dodge and weave to avoid collision.

**INT. THE CARNAGE - DAY**

Ultimate warrior or not, Captain Huuk recognizes that every single ship is more than a match for his own.

He grabs the syringe, loads it in a high tech missile casing, and fires it at Earth.

**INT. PETE'S SHUTTLE - DAY**

Pete's shuttle !BLOOP! emerges from the Gate.

He clicks his Communicator.

PETE  
Earth Command, Earth Command, do you  
copy.

Nothing. Not even static.

PETE  
Earth Command, this is Pete Darling.  
Please come in.

Nothing.

Pete sees the Carnage fire a missile toward Earth.

He rams the after burners full throttle and gives chase as the Carnage peels away and heads back toward the Gate.

Then he sees the Armada closing in.

Then his Communicator sputters to life.

EARTH COMMAND (O.S.)  
Keystone 2, this is Earth Command.  
Welcome back, Pete!

Recognition on Pete's face.

PETE  
Val?

VALDEZ (O.S.)  
That's Commander Valdez to you, kid.  
That alien ship pulling a Zach on  
you, man?

Pete smiles, but then he's back to business.

PETE  
Val, that ship -

Pete sees the armada and is momentarily stunned.

VALDEZ (O.S.)  
We're on it, Keystone 2.

Pete throttles back and watches as a slender **CORVETTE** class ship moves to intercept the missile.

Its guns come to bear on it.

PETE  
Negative, Earth Command. Intercept,  
do not destroy. That missile contains  
some sort of pathogen designed to  
kill humans. We have infected back on  
Morning and we'll need that to  
develop a cure.

A brief moment and the guns on the Corvette stand down.

VALDEZ (O.S.)  
Roger that, Keystone 2. We will  
intercept package.

You want us to handle that pile of  
junk before it gets to the Gate?

Pete banks hard and gives chase to the Carnage.

PETE  
No, sir. I'd like the honor of  
blowing that son of a bitch out of  
the sky.

VALDEZ (O.S.)  
Happy hunting, Keystone 2.

The Carnage enters the gate. Keystone 2 is close behind.

Behind him, the armada moves toward the Gate.

**EXT. GATE - DAY**

The Carnage !BLOOP! emerges from the Gate and heads straight  
for the planet's surface.

!BLOOP! Pete's fighter emerges and follows.

**INT. THE CARNAGE - DAY**

Captain Huuk roars, plots his course.

**INT. PETE'S FIGHTER - DAY**

Pete fires on the Carnage and finally scores a hit!

**INT. THE CARNAGE - DAY**

The ship shudders. Alarm klaxons shriek. Captain Huuk  
executes crazy avoidance maneuvers.

**EXT. HUUK BASE - DAY**

The last of the kids fly in via Tink Airlines.

They all laugh and hug each other.

Except Wendy, Lily and Dante, who watch the sky and see the  
Gate activate, and two ships headed right for them.

DANTE  
Into the forest! Now!

Everyone dashes into the forest. Dante and Lily drag Smee behind them.

The ships come in fast.

The Carnage barely manages to slow down and slams hard into the Base. Explosions occur all over the building.

Pete's ship swoops in and hovers above the wreckage.

**INT. PETE'S FIGHTER - DAY**

Pete's thumb moves over the FIRE button. Belle glows softly, and makes her lovely Tink Tink singing sound.

Pete gets it. His anger subsides as he disarms the Rail Gun.

**EXT. HUUK BASE - DAY**

Pete's Fighter lands and he climbs out.

Wendy and the others emerge from the forest.

Dante sees the Fighter and his eyes light up.

DANTE

COOL!

Dante runs past Pete to admire the Fighter.

Lily and Wendy are bemused.

LILY AND WENDY

Boys!

They bust out laughing.

Pete rushes over, hugs them, then looks at Lily.

PETE

How do you feel?

Lily sniffles.

LILY

Fine. A little snuffle, but -

PETE

Don't worry. The armada -

WENDY

Armada?

Pete points up toward the Gate. A dozen ships already dot the sky around it.

SMEE (O.C.)

My message got through!

They turn and see Smee limping toward them. Lily and Wendy rush over to support him.

SMEE

When the Huuk attacked my ship, I tried to send a warning to Earth. They damaged the transmitter as I sent it. I never knew if it got through.

**EXT. GATE - DAY**

Ship after ship !BLOOP! emerge from the Gate.

**EXT. HUUK BASE - DAY**

Captain Smee weeps with relief.

WENDY

What did your message say?

Captain Smee looks to the sky. Everyone else does the same.

SMEE

Arm yourselves.

A sword blade erupts through Captain Smee's chest. He drops like a sack of potatoes.

Across the clearing, Captain Huuk! He's injured, but still deadly. He threw the sword!

The children scream at the sight of Captain Huuk.

Everyone scatters.

Except Pete.

Pete grabs the sword from Captain Smee's dead hand and points it at Captain Huuk.



PETE  
You've lost, Pirate.

Captain Huuk marches over, pulls his sword out of Smee.

CAPTAIN HUUK  
This battle. But the Huuk Empire owns  
a dozen worlds and -

PETE  
We will free those worlds!

Belle tink, then detaches from Pete.

Pete shakes his head, finds anger deep down, then takes a  
step toward Captain Huuk.

PETE  
After I free this one!

Pete leaps and strikes!

Captain Huuk defends, counters, goes on the offensive. For  
him, this is fun.

Pete is forced back.

Slice! He takes an injury to his shoulder.

Strike. Parry. Strike. Feint. Strike. Pete is driven back  
against his ship.

CAPTAIN HUUK  
Once we steal your technology, our  
Empire will be more than a match for-

That's when Dante attacks!

He leaps out from the fighter and slams into Captain Huuk.

Captain Huuk drops his sword and reaches for Dante.

Dante wraps his legs around Huuk's neck, grabs each of  
Huuk's nostrils and uses his weight as leverage to pull back  
with all his might.

Captain Huuk roars in pain.

Wendy and Lily leap up and grab Captain Huuk's arm.

Captain Huuk barely notices and tosses the girls away.

Pete lunges his sword at Captain Huuk's belly. Captain Huuk bats Pete aside, reaches up and yanks Dante off of him.

He holds Dante by the neck. Dante gasps for breath.

CAPTAIN HUUK  
The Race will sing songs of this day.  
My name alone will power them on to -  
AHHHHHHHH!

A cloud of glowing Tinks bombard Captain Huuk from all directions. Head. Knees. Groin.

He drops Dante. Pete drags him away.

Captain Huuk thrashes and claws at the Tinks to no avail.

They just keep coming, but he won't go down.

Belle flies up, latches on to Pete. Their communication is instant. True Symbiosis.

Pete leaps up, barrels into Captain Huuk's knee. The big alien topples.

A hundred Tink latch on to Captain Huuk. They glow, brighter and brighter.

His flesh begins to smoke. He roars!

And Pete is there with Smee's sword. He jams it through Captain Huuk's mouth and into his brain.

Captain Huuk is no more.

The Tinks continue to glow bright, continue to burn.

Wendy approaches, holding an injured arm. She sees the blade, the burning flesh.

WENDY  
I think they can stop. He's  
definitely dead.

Pete watches them burn through the carcass of their enemy.

PETE  
I think they need this. To heal.

Dante and Lily walk up, each nursing bruises. They see Captain Huuk being reduced to ashes.

LILY

Cool.

Behind them, a TRANSPORT SHUTTLE and two FIGHTERS set down.

PETE

Wendy, get Lily on that medical ship.

Wendy nods and accompanies Lily to the Transport. Men jump out and help them. Others rush out and care for the kids.

DANTE

I bet flying that fighter was cool!

Pete touches Belle. She glows gently.

PETE

If you like that sort of thing. Me, I think I prefer the real deal.

As if on command, dozens of Tinks fly over and latch on to Pete's clothes.

Pete salutes, and then launches into the air.

**FADE OUT:**

**SUPER OVER BLACK -**

ONE WEEK LATER

**FADE IN:**

**INT. EARTH COMMAND SHIP - DAY**

Pete, Wendy, Lily, and Dante wait while **ADMIRAL BARRIE** (50s) reviews their report.

ADMIRAL BARRIE

So these Tinks were key to stopping the Huuk and saved your lives?

PETE

Yes sir. We'd be dead if it weren't for them.

LILY

I'd be dead, sir. My Tink healed me before the docs had a chance to.

Admiral Barrie chews on this.

WENDY

This is their planet sir. We're the invaders here.

ADMIRAL BARRIE

It's not like we tried to kill them, young lady.

DANTE

You've only been here a couple of days. Sir.

Admiral Barrie bristles.

PETE

Their terms are pretty simple, sir. Every colonist gets a Tink. That's non-negotiable. And once we figure out how the Huuk propulsion system works, the Tinks want to hitch a ride to every planet we settle.

ADMIRAL BARRIE

Panspermia.

Dante reacts to the word, puts a hand on Pete's shoulder.

ADMIRAL BARRIE

Something to say, son?

DANTE

Name dibs, sir.

ADMIRAL BARRIE

Excuse me?

WENDY

The name the Tinks gave us. Paan. It's close to the word you used.

ADMIRAL BARRIE

And what does Paan mean?

DANTE

Bravery.

WENDY

Friendship.

LILY

Honor.

PETE

Family.

ADMIRAL BARRIE

One word for all of that?

PETE

It's more of a concept, sir. The Tinks trust us. We should trust them.

LILY

What does panspermia mean, anyway?

WENDY

That life didn't originate on a single planet. That life everywhere is related.

ADMIRAL BARRIE

And what do we get in return?

PETE

No more sickness. Longer lives, probably.

DANTE

And flying. Didn't anybody tell you about the flying?

Admiral Barrie raises a single eyebrow.

**EXT. HUNDREDS OF FEET ABOVE THE FOREST - DAY**

Pete, Wendy, Dante, and Lily fly above the forest with the aid of their Tink friends, big smiles on their faces.

From off screen, Admiral Barrie flies into view. His smile is bigger than the other four combined.

He can't contain himself. He whoops and hollers, performs an impressive barrel roll, then flies up into the clouds.

LILY

I think that means we have a deal!

The kids perform their own aerial acrobatics and then chase after Admiral Barrie.

**FADE OUT:**

**FADE IN:**

**INT. SCIENCE LAB - DAY**

A dozen **SCIENTISTS** work at stations. On one, a digital representation of a Tink rotates.

In walks **COMMANDER VALDEZ** (40s). You can still see the young man in his features, but there's also something else.

Is it time? Experience? Or a sharp edge?

He approaches **DR. REDMOND** (60s), who has a dead Tink on an electronic scanner.

COMMANDER VALDEZ  
You have something for me, Doctor?

DR. REDMOND  
Yes, Commander.

She casts the monitor to a 3D hologram.

DR. REDMOND  
Tinks are definitely artificial.

COMMANDER VALDEZ  
They're not alive?

DR. REDMOND  
Oh, they're living creatures. But someone made them. Look.

She zooms the holo down to the cellular level, focuses on a cell wall. There it is: some sort of code.

DR. REDMOND  
Might be a signature, or a part number. I have cryptography working on decoding it.

Commander Valdez stares at the code.

COMMANDER VALDEZ  
You told the Admiral you think these Tinks were specifically designed for us, is that right?

Dr. Redmond nods, points to the data on multiple screens.

DR. REDMOND  
The symbiosis is too coincidental.  
Too easy. Too perfect.

COMMANDER VALDEZ  
Computer.

A ding notes the computer is listening.

COMMANDER VALDEZ  
Play debrief of Pete Darling;  
Reference final battle; Huuk threat.

A recording of Pete's voice plays.

PETE (FILTERED)  
... and he said, "Once we steal your  
technology, our Empire will be more  
than a match for-", and then Dante  
jumped on him.

INTERVIEWER (FILTERED)  
Who do you think he meant?

PETE (FILTERED)  
Earth, I guess.

COMMANDER VALDEZ  
Computer, end playback.

He walks over to a viewport. Morning hangs in the distance.

But that's not what he's looking at.

He's looking at the stars.

His brow furrows, and that sharp edge now looks concerned.

**FADE OUT:**