

ANDROID ARMY

by
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Seven against an army of killer androids!

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"ANDROID ARMY"

INT. CARNUBIUM MINE -- DAY

A pick ax SLAMS into solid rock, breaking off a chunk.

The prisoner lowers his ax and wipes sweat from his brow.

Muscled arms with metal bracelets on each wrist, a trim body, alien face partially covered by the nose piece from a rebreather tank. MERRITT is a hip alien with a sarcastic wit and a kick-back attitude.

A camera mounted in the mine stops panning on Merritt.

MONITOR SCREEN

Merritt leans against his pick ax.

A column on the right gives us a mug shot and data:

Name: Merritt.

Race: Smov.

Sentence: 25 years.

Crime: Hijacked 14 transport ships.

Note: Problem prisoner. Poor attitude. Disciplined 37 times.

A GUARD'S FINGER touches a button on the screen.

Zap! Sparks fly from the metal bracelets on Merritt's wrists.

MERRITT

I was trying to sleep!

When Merritt goes back to work, the camera pans away from him, picking up other PRISONERS.

THREE TYPES OF PRISONERS work the mine:

- 1) Aliens like Merritt.
- 2) Humans like PRATT (Sentence: life. Crime: Murder - 3 counts) with a weight lifter's body and a really bad attitude.
- 3) But more than half the prisoners are Androids like:

RALPH 124C41, Android leader. Huge, mean, a hot-riveter for a left hand, mag-gravity boots. (Sentence: life. Crime: Murder of Humans - 37 counts). He slams his ax into the rock.

SMITH EE17, wiry, with pincher claw hands and a 360' turning torso. (Sentence: life. Crime: Murder of Humans - 18 counts).

COBLENTZ HL2000, whose body is criss-crossed with baseball-like seams where he's been sewn together after knife fights.

His left hand is a metal screw gun - now disconnected.
(Sentence: life. Crime: Murder of Humans - 13 counts).

Other Androids (all sentenced to life for Murder of Humans):

DELREY 2525 with welding torch left hand (disconnected).
AEVOGT 1117 with forklift hands (operational).
SILVERBORG 070 with shrink-wrap dispenser left hand (disc).
LEINHEIN DD38 with a trouser-press chest appliance (disc).
GUTENVON IC9 with a nailgun left hand (disconnected).
LS-SUN 99 with a cutting saw left hand (operational).
KORNBLUTH 7575 with a sewing machine left hand (disc).
SIMAKURT 14 a backwards walker with magnetic hands (disc).
NEVIN L71 with a blow torch left hand (disconnected).

And many others - all have restraint bolts on their chests. A guard only has to do is touch the onscreen button and ZAP!

INT. CARNUBIUM MINE -- DAY

Coblentz HL2000 breaks stone, exposing glimmering Carnubium.

COBLENTZ
Fucking motherlode! Vein of Carnubium!

Merritt wrinkles his nose under the rebreather.

MERRITT
Swell, Coblentz, what you found is a damned Deros Cave. If you weren't a fucking Android you could smell 'em.

SUDDENLY, a slimy DEROS worm breaks through the opening in front of Coblentz and EATS the PRISONER next to him.

The other PRISONERS yell and scramble out of the mine.

EXT. MOUTH OF THE CAVE -- DAY

The PRISONERS sit along the side of the mountain. Merritt looks up when NOWLAN nudges him with his rifle.

NOWLAN
Warden wants to see you.

MERRITT
Must be my lucky day.

JACK NOWLAN is head guard of the prison mining colony. Tough but good natured, he's Esau to Merritt's James Dean-like Jacob, here on the twin sunned planet Isaac.

Nowlan's PDA shows Merritt (and his rap sheet) - Nowlan pushes a button and CLINK! the two bracelets on Merritt's wrists come together - magnetic handcuffs.

Nowlan nods for AL BESTER to take over. Bester is a farm boy prison guard. Second in command and Nowlan's best friend. He wears a cowboy hat, has a small town attitude.

Nowlan prods Ralph 124C41 with the rifle.

NOWLAN
Warden wants to see you.

RALPH
Screw you, screw.

Nowlan pushes the button on Ralph's screen - his restraint bolt sparks for a second.

NOWLAN
You going to cooperate, or am I going to have to shock you again?

Ralph complies, Nowlan and Bester escort the prisoners away.

EXT. PRISON BUILDING - ESTABLISHING -- DAY

The Prison Building scorches under Isaac's twin suns.

INT. GERNSBECK'S OFFICE -- DAY

Nowlan and Bester prod the two prisoners into chairs across from Warden Gernsbeck.

In his tailored suit and gold Rolex, VERNON GERNSBECK is the type of slimy, bigoted, corrupt warden they make prison movies about. Trophies and political photos adorn the office, obscuring the UN flag in the corner.

On his desk, near his polished brass name plate, is a photo of his pretty twenty year old daughter, GARBY.

MERRITT
What you want, Verne? I'm a busy man.

GERNSBECK
Nowlan. Bester. Better stick around.

Nowlan and Bester keep their guns & PDAs ready.

GERNSBECK

In the next week there will be some rather drastic changes around here.

MERRITT

Going in for sexual reassignment?

GERNSBECK

Your labor has been leased by Manrocci Industries to mine the Carnubium deposits here on the planet Isaac. This quarter you have unearthed only a fifth of the ore mined last quarter.

MERRITT

Blaming us for strip mining the place?

GERNSBECK

I won't make my bonus this quarter.

MERRITT

Sorry to hear that.

GERNSBECK

The bottom line is all that matters to Manrocci, since this is my franchise I've decided to close the facility.
(smiles)

Because of my deep love for you, I'd like to leave you all on this God forsaken planet to rot.

Merritt starts out of his chair. Clink! His wrist bands magnetically connect to the chair arms.

GERNSBECK

The cost of transporting you to the smelting plants on Mars is expensive - that's money from my operating budget that can be put to better use.

MERRITT

You can't --

GERNSBECK

But your families would hire defense lawyers to sue the corporation, and even though you are all scum, some of you might win... so that wouldn't be a prudent business decision.

Gernsbeck sits back, looking from Merritt to Ralph.

GERNSBECK

I've decided to avoid legal action by shipping the human and alien prisoners to the penal colony on Mars.

RALPH

And the 'droids?

GERNSBECK

The Androids will be set free... But remain here on Isaac.

Ralph goes berserk.

RALPH

You piece of scrap! I'll kill you!
You and all the other human scraps!

Gernsbeck touches a button on his desk's vid-screen. Ralph's restraint bolt arcs and sparks - he shakes and smokes as thousands of volts shoot through his body.

NOWLAN

Jesus! You'll fry his circuits!

Gernsbeck gives him a few more seconds, then hits the off button on his vid-screen.

GERNSBECK

Sergeant Nowlan, please remember that it's not your place to tell me how to discipline my prisoners.

NOWLAN

Yes, sir.

Gernsbeck hits a button. Two other guards enter the office: KLINE, a jokester ex-Marine, and STILSON, an attractive female guard. When Stilson brushes past Nowlan they exchange smiles - sparks of attraction between them.

KLINE drags Ralph out with Bester and Stilson's help.

Merritt scoops the photo of Garby off the Warden's desk.

MERRITT

Come on, Verne. This is just an excuse to keep me away from your daughter. You know she wants me.

Gernsbeck pulls the photo out of Merritt's hands.

GERNSBECK

Keep your hands off my daughter.

MERRITT

Better tell her to keep her hands off me... You KNOW she's looking for some "close encounters".

GERNSBECK

I'll give you enough voltage to fry that evil little sociopathic brain.

MERRITT

She must take after her mother, Verne. Don't see a lick of family resemblance. Was your mailman a handsome guy?

Gernsbeck is about to explode.

GERNSBECK

Get him out of here!

Nowlan prods Merritt to his feet.

NOWLAN

Come on.

Merritt allows Nowlan to escort him out.

INT. COMMAND CENTER -- DAY

Nowlan escorts Merritt across the Command Center.

THE COMMAND CENTER is a circular room with work stations, a security section where video monitors show various interior and exterior views of the prison, and a vidmap of the prison with lighted points showing where prisoners are.

One wall has windows looking over the Commons - exercise yard, recreation area, mess area - connected to cell blocks.

A guard named CARTER is on security duty, watching the video monitors. He nods as Nowlan passes by, but ignores Merritt.

HALFWAY across the command center, they pass GARBY, Warden Gernsbeck's pretty daughter.

Garby is one of the few people on the planet not in prison denim or guard uniforms. She's in a VERY sexy outfit.

MERRITT

Well hello.

Nowlan pulls Merritt away from Garby, but she changes course so that she can run her hand across Merritt's body sensually.

GARBY

Is it true what they say about 'Smovs?

MERRITT

Depends upon what they say.

Garby whispers something in Merritt's ear, he laughs.

MERRITT

Well, that's true about ME.

GARBY

Is it?

They exchange flirtatious smiles. Nowlan YANKS Merritt away from her, dragging him to the doorway marked AIRLOCKS. Merritt looks at her over his shoulder.

MERRITT

Until we meet again.

GARBY

I'll be waiting.

They exit and Garby crosses to her father's office.

ON THE VIDMAP

Two red dots exit the building and cross the terrain to a section labeled: Carnubium Mines.

INT. CARNUBIUM MINE -- DAY

Ralph 124C41 slams the pick ax into the rock, grumbling in beep-bop (computer speak), about to explode in anger.

Pratt cracks through rocks, a cloud of gas billows into his face. He steps back, covering his eyes... bumping into Ralph.

Ralph spins, using the head of his ax to press Pratt back against the wall of the cave.

RALPH

Human scrap! Don't ever touch me.

Merritt sets down his ax, moves between Ralph and Pratt.

MERRITT

It was an accident, tin man. No reason to blow a fuse.

Ralph shifts the ax blade to Merritt's neck.

MERRITT

Back off or I'll piss on you while you
sleep and rust your ass.

Ralph JABS the ax at Merritt.

RALPH

Screw you.

Merritt grabs the ax before it slices his neck.

MERRITT

We can do without the ax, can't we?
Settle this like men. I forgot. You're
not anatomically correct, are you?

Ralph lets go of the ax, rushes Merritt.

The two fight, it spills out of the cave into the sunlights.

EXT. MOUTH OF THE CAVE -- DAY

Ralph and Merritt fight. A circle of prisoners around them.

ONE SIDE OF THE CIRCLE: Human and Alien prisoners cheer
Merritt. The other side: Android prisoners cheer Ralph.

WHAM! WHAM!

Ralph 124C41 lands a pair of solid punches to Merritt's chest.

RALPH

Ready to die, Alien?

MERRITT

Ready to pound you into sheet metal.

Merritt blocks Ralph's next punch, lands a SOLID hit to the
Android's jaw. The Human and Alien prisoners CHEER.

Coblentz HL2000 yells in beep-bop to the Androids. They cheer.

A PRISONER shakes his head.

PRISONER

No one can fight an Android and win.

PRATT

Five nic-patches says Merritt will
turn him into scrap.

PRISONER

You're on.

Both sides CHEER and JEER at each other.
Tension and hatred runs thick between steel and flesh.

Merritt tries a combination to Ralph's face, hitting with his right.... Ralph plucks his left hand out of the air before it can make contact and SQUEEZES it.

Merritt screams at the snap crackle and pop of bones breaking. He kicks Ralph in the chest, forcing the Android to let go of his hand.

Merritt staggers back, cradling his injured hand.

THE ANDROIDS yell in beep-bop, push Merritt back to Ralph.

Merritt stumbles right into Ralph's arms. The Android grabs Merritt's neck and squeezes, cutting off his air. Merritt tries pulling the Android's hands off him, but can't.

RALPH
No air, no life.

Merritt turns blue, pulls back his head, SLAMS it into Ralph.

Ralph lets go of Merritt, staggers back from the head butt.

Merritt takes a deep breath from the rebreather tank.

MERRITT
No heart, no strength.

He spins, kicks Ralph in the head.

RALPH AND MERRITT exchange kicks and punches.
It's a battle of the titans.

COBLENTZ
Steel against flesh - he can't win.

PRATT
Imagination against programming.

WHAM! WHAM!

Merritt takes two brutal kicks to the head, reeling backwards. The line of Androids pushes him back into the ring.

Ralph kicks at Merritt's head. Merritt catches his foot and flips him head over heels onto the sandstone.

MERRITT
Kissing the ground I walk on, tin man?

RALPH
Screw you.

Ralph rushes Merritt, presses his hot-riveter left hand into Merritt's head and tries to fire. Click. The wires to the device have been disconnected - plastic caps on each end.

Merritt knocks the hot-riveter appendage aside, spins a pair of kicks to Ralph's head.

Ralph 124C41 hits the ground.
When Coblentz helps him up he hands him an ax!

Ralph swings the ax at Merritt.
Merritt jumps back, ax slicing open his shirt.

MERRITT

Swell.

Ralph swings the ax again, forcing Merritt into the crowd. A human prisoner gives him an ax, pushes him back at Ralph.

Merritt and Ralph battle with axs. Swinging, blocking. Clang! Clang! Clang!

Merritt feints low, swings high, connects with Ralph's chest. Sparks fly...
So does Ralph's restraint bolt - sliced off by the ax.

Ralph swings at Merritt, who blocks, twists, swings.
Clang! Clang! Clang!

Merritt swings his ax at Ralph's head.
Ralph blocks it, knocks the ax out of Merritt's hands!

Merritt dives for the ax... misses it!
Ralph lifts his ax - ready to cleave Merritt's head.

MONITOR SCREEN

Merritt and Ralph. Nowlan's finger hits a button.

EXT. MOUTH OF THE CAVE -- DAY

Merritt's wrists CLINK together - magnetic cuffs.

Ralph - ax ready to descend - hears an electrical sound.
Sees his fallen restraint bolt sparking in the dirt.
Drops the ax and grabs his chest - pretending to be shocked.

Nowlan and Bester push through the crowd.

NOWLAN

Break it up! Break it up!

BESTER

Who wants the first one? Coblentz?

Bester aims his rifle from Android to Android.
They all fall back, arms in front of them.

Nowlan drags Merritt out of the circle, tosses him against
the rocks.

NOWLAN

Trying to get yourself killed? That
android'll tear you apart.

MERRITT

He's scrap... just like you.

NOWLAN

Some day, you and me is gonna fight.

MERRITT

I'll be looking forward to it.

Nowlan slams Merritt back against the rocks, trying to knock
the grin off his alien face.

No luck. Merritt moves to his feet, laughs.

Ralph keeps his hand on his chest so Bester can't see he's
missing the restraint bolt. Speaks in beep-bop to Coblentz.
Androids speak beep-bop to each other, making Bester nervous.

BESTER

Break it up. You two are gonna spend
the next week in solitary.

Pratt looks at the other Prisoner for a moment before handing
him five nicotine patches from his shirt pocket.

INT. SOLITARY CELLS -- DAY

The electro-door zaps shut on Merritt.
Across the hall, an electro-door zaps shut on Ralph.

INT. LOCKER ROOM -- DAY

Nowlan slams his locker closed, anger still bubbling.

BESTER

Shouldn't let him rattle your cage.

NOWLAN

Right.

BESTER

In a week this will be over. Merritt
will be breaking red rocks on Mars.

NOWLAN

My luck, I'll be reassigned there.

BESTER

Then you could date Stilson.

NOWLAN

Stilson?

They leave the locker room.

INT. CIRCULAR HALLWAY -- DAY

Nowlan and Bester walk around a hallway to crew quarters.

BESTER

I saw you two looking at each other.
If it weren't for anti-fraternization
rules, you'd have asked her to be your
naked rhumba partner long ago.

NOWLAN

Maybe.

BESTER

Don't try to shit me, Nowlan. Have
you seen what she looks like under
that uniform? I'd kill or die for a
chance at that.

NOWLAN

Okay, Bester. Say I end up on the
Mars Colony and Stilson's transferred
to Earth. How do we rhumba when she's
thirty nine million miles away?

Nowlan opens the crew quarters door for Bester.

BESTER

You could e-mail her kisses.

NOWLAN

That's satisfying.

Nowlan lets the door slam closed behind them.

EXT. PRISON BUILDING - ESTABLISHING -- DAY

The prison building bakes under the twin suns.

A shuttle zooms out of the sky and slow descends to the Prison's shuttle dock.

INT. GERNSBECK'S OFFICE -- DAY

Nowlan reads from a video-clipboard, reporting to Gernsbeck.

NOWLAN

The majority of the human and alien prisoners have been transferred out.

GERNSBECK

Who's left?

NOWLAN

Skeleton crew. Stilson, Giesy, Kline, Carter, Bester and myself. A dozen Max Security prisoners including Merritt and Pratt.

GERNSBECK

Shackle them into the shuttle now.

NOWLAN

It'll take three hours to refuel.

GERNSBECK

Do it. I want all of the Max Securities locked into that shuttle.

NOWLAN

Sir, with all due respect....

GERNSBECK

Do it, Nowlan.

NOWLAN

Yes, sir.

(beat)

I have Giesy and Kline packing up all of the reserve weapons and ammunition. I think we can last the next three hours with personal sidearms.

Nowlan's clipboard beeps and he looks down at it.

NOWLAN

Shuttle just docked.

INT. COMMAND CENTER -- DAY

GIESY, a Born Again Christian guard, puts the lid on a crate of high-tech rifles and nails it closed.

Kline and Stilson help crate up all of the guns and equipment. Carter sits at the security section, watching monitors.

KLINE

What about the operations system?

STILSON

Have to leave it behind. Need the computers for shuttle take off and atmosphere manufacturing.

KLINE

Those animals are going to tear it apart. Use it to rewire themselves. They'll be nothing left for a salvage company to loot.

STILSON

(touches her chest)
Restraint bolts will stop them.

KLINE

Then they'll tear each other up and go to hell. Ask Giesy.

Giesy looks up from hammering, frowns threateningly at Kline.

KLINE

Sorry, they're Droids. Droids don't go to hell, they aren't God's children.

Giesy growls, realizing that Kline is making fun of him. Before he can quote scripture, J.W. CAMPBELL saunters in.

Campbell is the pilot of the shuttle, a good looking flyboy in the overly fancy uniform of the U.S. Space Force.

CAMPBELL

J.W. Campbell. I'll be your pilot on this escape from hell.

Campbell holds out his hand and Kline shakes it.

KLINE

Kline.

CAMPBELL

You the Marshal around here?

KLINE

That'd be Bester. Thinks he's a cowboy.

CAMPBELL

I've been accused of that.

KLINE

This is Giesy, and...

CAMPBELL

Who's the pretty lady?

Campbell shows Stilson all of his teeth. She isn't impressed.

STILSON

Janet Stilson. Sgt. Stilson to you.

CAMPBELL

Well, Sarge, I'm stuck here for the next three hours while my fuel cells re-energize. Kind of hoped to spend the time in bed.

STILSON

I'm sure you could use the sleep.

CAMPBELL

Not what I had in mind.

STILSON

You aren't landing here, sky pilot. Runway's closed.

Campbell isn't used to being rejected - takes a step back...
Bumping into someone.
When he turns around, his smile returns.

Garby returns the smile.

CAMPBELL

J.W. Campbell, shuttle pilot.

GARBY

Really?

CAMPBELL

That's right. Got three hours to kill. Thought I'd spend it in bed.

GARBY

That sounds interesting.

CAMPBELL

Tell me: What's a beautiful girl like
you doing on a prison planet?

GARBY

They didn't tell you?

Campbell looks from Stilson to Kline to Giesy.
All three give him cryptic smiles.

GARBY

I'm doing twenty five years to life
for sexually mutilating a hundred and
seven men... I bite.

Campbell takes a step back, color draining from his face.

Garby waves goodbye, enters her father's office.
Campbell watches her leave, still in shock.
Kline touches his arm and explains.

KLINE

Warden's daughter. Strictly off limits.

Campbell nods.

INT. BLOCK 11 BUNK ROOM -- DAY

Nowlan and Bester toss Ralph into the Android room.

NOWLAN

Be a good little machine, okay?

Nowlan and Bester leave, locking the door behind them.

Ralph 124C41 uncovers his chest - no restraint bolt. Says
something in beep-bop. Lots of beep-bop conversation.

A line of Androids forms, beginning with Coblentz and Smith.
Ralph slices off their restraint bolts - freeing them to slice
off the restraint bolts of the other Androids.

Ralph jumps on a table, makes a speech in beep-bop.
Androids cheer.

Ralph pops off the two plastic caps and rewires his hot-riveter
gun. Fires a shot. Bling! Hot rivet hits the wall.

Beep-bop laughter from the Androids.
They rewire their appendages... ready for battle.

INT. HALLWAY #6 -- DAY

Kline drives an electric scooter with a trailer (empty) out double doors marked "SHUTTLE BAY" and heads down Hallway #6.

HALLWAY #6 is a long, industrial-looking hallway with a bright red stripe broken only by the number six.

Kline whistles a tune as he scoots down the long hallway. Occasionally, he steers right into the wall, only to correct course at the last minute. Anything for a thrill.

AT THE END OF THE HALL he turns into ANOTHER long hall.

INT. HALLWAY #7 -- DAY

HALLWAY #7 has a GREEN stripe broken only by the number seven.

Kline scoots down this hallway, still whistling, occasionally driving like a lunatic, until he comes to a door at the end marked "COMMAND CENTER".

The scooter and trailer come to a stop. Kline gets out and knocks on the door, smiling at the overhead security camera.

STILSON'S VOICE squeaks from speaker next to the electronic door controls.

STILSON (V.O.)

Who is it?

KLINE

Kline.

STILSON (V.O.)

Use your Mag-Key.

KLINE

Can't. Lost it last week.

STILSON (V.O.)

At least you didn't give it to a prisoner.

There's an electronic noise, and the doors are opened.

INT. COMMAND CENTER -- DAY

Kline drives the scooter into the Command Center, pulls up next to a stack of crates and shuts off the motor.

STILSON
You're such a screw up, Kline.

KLINE
At least I'm the best at what I do. I
used to be the best screw-up Marine,
now I'm the best screw-up Prison Guard.

Stilson rolls her eyes, points to the last twenty crates.

STILSON
Come on. Let's get them loaded.

She turns to Giesy, who's on his knees praying.

STILSON
Put God on hold and give us a hand.

Giesy ignores her, finishing his prayers before helping them.

Giesy, Stilson and Kline load the crates onto the trailer,
but can't fit the last crate on.

KLINE
It's not gonna fit. I'll come back
for it, later.

STILSON
I think we can tie it on top.

KLINE
Skip it. It's not like the shuttle's going
anywhere for the next three hours.

STILSON
You're wasting a trip.

Kline hops into the scooter and starts it up.

KLINE
No, Stilson. I'm wasting time in a
professional manner. There's a
difference. My way, I get promoted.

He pulls a U turn and scoots out the doors, Stilson rolls her
eyes. She turns to Giesy, who is already on his knees
preparing to pray.

STILSON
I'm going to miss him.

Giesy ignores her and prays.

INT. HALLWAY #7 -- DAY

KLINE zig-zags through the hallway, trying to see how close to the walls he can get without scraping them. He begins singing.

KLINE

Oh, she's just a sheep, but she's the love of my life. And someday, I'll have my way, and take her for my wife.

(beat)

Bahhaaa, bahahhaha, bahhaaa, bahahhaha.

He gets to the corner, and turns onto Hallway #6, not knowing what waits for him....

INT. HALLWAY #6 -- DAY

Nothing.

Hallway #6 is empty.

Kline continues to zig-zag, almost skimming the walls, singing to himself and laughing when he almost hits the wall.

KLINE

Oh when I see her in the fields, my heart with love is full. And when I get her in my bed, I stroke and kiss her wool.

(beat)

Bahhaaa, Bahahhaha, bahhaaa, bahahhaha.

Bored out of his mind.

INT. COMMAND CENTER -- DAY

Nowlan enters, mag-cuffed to Merritt. Behind them, Bester is mag-cuffed to Pratt.

ANOTHER PAIR OF GUARDS escorts ten mag-cuffed PRISONERS into the command center.

Stilson exchange a smile with Nowlan, then back to business.

STILSON

What are you going to do with them?

MERRITT

Trade us to the Yankees for a third round draft choice.

Nowlan yanks on Merritt's cuffs to shut him up.

NOWLAN
Gernsbeck wants them secured in the
shuttle immediately.

STILSON
We aren't leaving for three hours.

NOWLAN
Gernsbeck's idea of discipline.

MERRITT
You want to hear my idea of discipline?

NOWLAN
No.

MERRITT
It involves the Warden's daughter in
skin tight leather and a ping pong
paddle... The kind with sandpaper.

NOWLAN
Now I really don't want to hear it.

Nowlan turns to Giesy and Carter.

NOWLAN
Giesy. Carter. Take these two down
to the shuttle and lock them in the
brig. Stilson, take over for Carter.

Stilson nods and sits in Carter's chair when he vacates it.

Clink! Clink!

PRATT is mag-cuffed to Carter, MERRITT mag-cuffed to Giesy.

MERRITT
Well, reverend. Looks like it's you
and me. The saint and the sinner.

CARTER
Shut up, Merritt.

CARTER, MERRITT, PRATT, and GIESY lead the procession of
PRISONERS and GUARDS to the doors to Hallway #7.

Stilson watches the video monitor.

ON THE MONITOR

The end of Hallway #6, where Kline is ramming the scooter
against the wall repeatedly. The trailer is empty.

BAM! He hits the wall, bounces backwards a few feet, then
 BAM! Rams it again.

STILSON
 You ought to see Kline. He's playing
 bumper cars in Hallway Six.

NOWLAN
 He's WHAT?

STILSON
 Just goofing off, as usual.

NOWLAN
 If he doesn't get back here to get
 this crate he'll be goofing off on
 suspension without pay for two weeks.

Stilson clicks on a microphone and speaks into it.

STILSON
 You hear that Kline? Nowlan's going
 to suspend you without pay for two
 weeks if you don't quit goofing off.

ON THE MONITOR

Kline continues ramming into the wall with his cart.
 He doesn't seem to care about being suspended.

Giesy uses his mag-card to open the doors, and the procession
 leaves the Command Center.

INT. HALLWAY #7 -- DAY

Giesy, Merritt, Pratt, and Carter and the others walk down
 Hallway #7.

INT. HALLWAY #6 -- DAY

They turn the corner, and walk down Hallway #6 towards Kline,
 who continues to ram his scooter into the wall.

MERRITT
 You're in a heap of trouble, there,
 boy. Nowlan's gonna fry your ass when
 you get back to the command center.
 You'll probably end up like me...
 Chained to a Saint on the way to hell.

Giesy yanks on Merritt's cuffs to shut him up. When they get
 to the end of the hall, CARTER walks up to Kline.

CARTER

Kline. Will you stop jacking off?

(closer)

Nowlan's serious. He's going to put you on suspension if you don't quit ramming that scooter.

(closer)

You probably dented it.

(closer)

Don't let Gernsbeck see it, he'll take it out of your pay.

(closer)

Kline? Are you listening to me?

Carter grabs Kline's shoulder to turn him around. Kline is dead - pierced by hundreds of nails! A human pin cushion.

CARTER

Shit!

BAM! BAM! BAM!

Gutenvon IC9 fires his nailgun arm at them, nails ricocheting.

Coblentz HL2000 leads an army of Androids towards them.

INT. COMMAND CENTER -- DAY

Stilson watches the video monitor, which shows one CELL BLOCK after another. All are EMPTY.

STILSON

Nowlan?

NOWLAN

What is it?

STILSON

Cell Block 11 is empty. So's 12, 13, 14, 15. All of the 'droids, gone.

NOWLAN

No... They're locked in for the next six hours.

Nowlan looks over her shoulder at the screen - cell doors have been cut open with a blow torch.

Camera pans to show: A pile of restraint bolts on a table.

STILSON

I thought the restraint bolts prevented them from taking off the restraint bolts?

NOWLAN

Shit... Lock it down! Lock it down!

BAM! BAM! BAM!

Hot rivets blast through the command center, shattering glass, exploding computer monitors. Nails ricochet.

Stilson hits a control button, then hits the dirt.

INT. HALLWAY #11 -- DAY

Metal blast doors between hallways begin slowly closing.

INT. HALLWAY #6 -- DAY

Metal Hell.

NEVIN L71 uses his blow torch arm to blast fire at a GUARD.

The daisy-chain of cuffed PRISONERS tries to run, one stumbles, pulling the others down.

COBLENTZ presses his screw-gun appendage into a Prisoner's leg - Zreeew! - screwing him to the floor!

A GUARD fires his sidearm at an advancing AEVOGT - but can't stop him! Aevogt uses his forklift arms to pierce the Guard's chest and toss him across the hallway...

Near where Merritt and Giesy duck behind the Scooter. Giesy's eyes closed in silent prayer.

COBLENTZ moves from PRISONER to PRISONER, screwing them to the floor.

A GUARD makes a break for it - running down the hallway. SILVERBORG catches him - Zip! - fires shrink wrap plastic over the Guard... then vacuums out the air! The Guard struggles for air as the plastic wrap shrinks over him.

A Prisoner, screwed to the floor, tries to escape LEINHEIN. Can't.

The trouser press on Leinhein's chest closes over the Prisoner's head - steam and screams!

Merritt ducks as nails spray overhead. Then he notices Kline's corpse on the bouncing scooter.

MERRITT

Guard's gun.

He times the bouncing scooter for a moment, uses it's movement as cover when he pops up to grab the gun from Kline's holster.

NAILS SPATTER around Merritt as he realizes Kline was a leftie... the holster's on the wrong side!

MERRITT

Shit!

Merritt ducks back down, just as a new volley of nails spark off the Scooter. He didn't get the gun.

PRISONERS lay screaming, screwed to the floor.
KORNBLUTH uses his sewing machine arm to sew up one's mouth.

Pratt and Carter are trapped in the center of the hallway, nails fly all around them. Face down, next to each other.

PRATT

We've got to run.

Carter nods an affirmative. Nails spray around them.

PRATT

On three. One. Two. Three!

Carter and Pratt pop to their feet.
Running to Hallway #7... trying to beat the closing doors.

BLAM!

A Nail sparks off their handcuffs. Severing them.

Pratt takes a quick look at the cuffs, realizing he's free, keeps on running. At the corner of Hallway 6, he turns to yell at Carter.

PRATT

Carter, come on!

But instead sees Silverborg grab Carter and shrink-wrap him.
Pratt runs around the corner to safety.

INT. GERNSBECK'S OFFICE -- DAY

Gernsbeck hides under his desk as hot rivets ricochet through his office. A trickle of urine runs down the leg of his pants.

INT. COMMAND CENTER -- DAY

Hot rivets and nails fly over Nowlan's head.
He looks at Bester, notes the crate of guns just behind him.

NOWLAN

Bester! That crate of guns! We're gonna need them!

Bester turns to see the crate. Crawls across the floor, as nails spatter around him. When he reaches the crate, he realizes he can't pry it open with his hands.

BESTER

I need a hammer!

Stilson has the hammer near her, and slides it across the floor into Bester's hand.

Bester grabs the hammer and goes to work opening the crate. A rivet explodes a corner of the crate into a shower of sawdust, and Bester ducks. Using the crate as cover.

Stilson ducks as the monitor above her is destroyed.

STILSON

Shit!

Stilson closes her eyes as debris rains around her.

Nowlan scoots to the wall and raises his pistol overhead, firing out the window blindly.

Stilson grabs a shard of mirrored glass and scoots along the floor to Nowlan's side. Holds the mirrored glass overhead, using it as a periscope.

NOWLAN

How many of them?

STILSON

Hundreds. An army.

Bester gets the crate open, pulls out weapons.

BESTER

Catch!

Bester throws a shotgun to Nowlan, and a rifle to Stilson.

Nowlan and Stilson catch guns, swing to their feet and fire a volley out the window, then dive for cover.

RETURN FIRE pummels the room, exploding anything on the counter and sending papers scattering.

NOWLAN waits for a lull, pops to his feet and pulls the trigger on his shotgun. Click! Out of shells!

INT. HALLWAY #6 -- DAY

Coblentz spots Giesy and Merritt pinned behind the scooter.
Starts towards them - firing screws.

No way Merritt is going to reach Kline's gun.
Giesy keeps praying silently.
The doors are slowly closing.

MERRITT

Listen, Padre. God's not gonna get us
out of this one. We're on our own.
Gonna have to make a break for it.
Understand?

Giesy continues his silent prayer, ignoring Merritt. Merritt
yanks on the handcuff, getting Giesy's attention.

MERRITT

Understand? We gotta RUN.

Giesy nods slowly, anger in his eyes.

Merritt and Giesy make a break for it.
Running down Hallway #6, connected by their handcuffs.

Screws chase them down the hallway.
Androids advance, lead by Coblentz HL2000, firing screws.

HALFWAY DOWN THE HALL, one of the PRISONERS screwed to the
floor grabs Merritt's leg.

MERRITT

Get off me! Get off me! Let go!

Merritt kicks the PRISONER until he lets go, then they continue
running down the hallway, Androids chasing them.

Wounded Prisoners and Guards, most screwed to the floor, are
put out of their misery by nails or shrink-wrap or press.

Merritt and Giesy get to the corner of the hallways...

Coblentz and the Androids are chasing right behind them!
Firing screws at Merritt and Giesy.

Zreeew! Zreeew!
Giesy is screwed in the chest, yanking Merritt off his feet.

MERRITT

Swell.

Giesy falls down dead... still mag-cuffed to Merritt!

Coblentz and the Androids continue to advance.

INT. HALLWAY #7 -- DAY

Merritt makes it around the corner into Hallway #7, dragging Giesy's body behind him. Momentarily out of the line of fire.

MERRITT

Geeze, Padre, you weight a ton!

Merritt tries to pull his cuff from Giesy's - but the magnetism is like an invisible rubber band. They're stuck.

THE DOOR TO THE COMMAND CENTER (and safety) at the far end of the hallway.

Merritt drags the body behind him, in a race for the doors.

INT. HALLWAY #6 -- DAY

The last of the fallen Prisoners are killed and the Androids round the corner into Hallway #7 chattering in beep-bop.

INT. HALLWAY #7 -- DAY

Merritt and dead Giesy are hallway down the hall when the Androids open fire at them.

MERRITT

Damn you, come on.

He drags Giesy's corpse at high speed to the Command Center.

NAILS AND SCREWS SPRAY around Merritt as he POUNDS on the command center doors.

MERRITT

Let me in! Let me in!

BUT THE DOORS DON'T OPEN.
The Androids continue to advance.

MERRITT

Come on! Come on! You can't just
leave me out here!

He pounds some more.
The doors don't open.
The Androids are getting CLOSER and CLOSER!

Merritt is trapped. Then he remembers something.

THE ANDROIDS advance, ready to tear Merritt to pieces.
 Merritt scoops the gun from Giesy's holster, opens fire.
 BLAM! BLAM! BLAM!

MERRITT
 Eat lead tinman!

BLAM! BALM! BLAM! BALM! BLAM!
 He hits five Androids in the head - oil and fluids spurting -
 dropping them to the floor.
 Merritt shifts aim to Coblentz HL2000 and pulls the trigger.
 Click! Out of shells.

MERRITT
 Swell.

Coblentz HL2000 laughs, raises his screwgun arm at Merritt.
 Merritt pounds on the door some more.

MERRITT
 Open up. Please. Open the door.

Coblentz HL2000 takes aim and fires a stream of screws.

INT. COMMAND CENTER -- DAY

Bester opens the Command Center door quickly, and Merritt
 drags Giesy's corpse inside.

Screws follow, and everyone has to hit the dirt.

INT. HALLWAY #7 -- DAY

Coblentz HL2000 and his platoon of Androids rush the open
 door. Trying to get in the Command Center.

INT. COMMAND CENTER -- DAY

Bester sees the Androids coming in, and tries to shut the
 door... A few Android arms reach between the door and the
 jamb, grabbing for Bester's face.

BESTER
 Need a hand!

Merritt jumps to his feet and helps Bester squeeze the door
 shut. One of the Android's arms gets stuck... and is severed.

Bester gets the door shut and locked. Blasting suddenly stops. Silence is deafening.

Stilson uses her shard of mirror to look out the window.

STILSON

They're gone.

Merritt picks up the crawling Android hand.

MERRITT

You needed a hand.

Bester knocks it out of Merritt's hands. It crawls away.

RALPH'S VOICE BOOMS from the loudspeaker overhead.

RALPH (V.O.)

Scrap humans. I control your destiny.
I will let you LIVE in exchange for
Warden Gernsbeck. Your lives for his!

The voice turns to static.

Bester looks at Nowlan, then at Gernsbeck's office.

J.W. CAMPBELL comes out of the day room, alive, but scared.

Pratt rises from behind the counter, Merritt smiles at him.

MERRITT

Glad to see I'm not the only prisoner
to make it out of this. How about
getting me out of these cuffs?

Merritt nods at Giesy's corpse.

MERRITT

He's starting to get on my nerves.

Gernsbeck comes out of his office cautiously.

GERNSBECK

The cuffs stay on. He's still a
Prisoner, we'll treat him like one.

MERRITT

There's three hundred of them and only
eight of us. Seems like you could use
all the help you can get.

GERNSBECK

We don't need help from scum like you.

Nowlan pulls out his PDA and aims it at the mag-cuffs.

NOWLAN

We need all the help we can get.

Nowlan unlocks Merritt's handcuffs.
Merritt smiles at Gernsbeck. Notices Garby as she rises up
from cover.

MERRITT

Hey, sugarpie. I'm a free man. Want
to help me celebrate?

NOWLAN

Want me to put the cuffs back on?

MERRITT

No. I want HER to do it.

Merritt winks at Garby, who smiles.

Nowlan doesn't smile.
He grabs Merritt by the collar and yanks him off his feet.

NOWLAN

You better start remembering you're
still a prisoner.

MERRITT

We all are, aren't we?

BESTER

What's he talking about?

MERRITT

We're trapped here. No way out.

CAMPBELL

There's the shuttle. It'll take a
couple of hours to fuel, but...

MERRITT

Until then, we're all prisoners.

NOWLAN

But only one of us has an attitude.

MERRITT

Screw off, Nowlan.

WHAM!

Nowlan punches him. Merritt returns a punch, and they exchange
blows, slamming each other with their fists, until Stilson
breaks it up. Standing between them.

STILSON

We've got to work together, okay?

NOWLAN

Listen, Convict. Some day, you and me
is gonna fight.

MERRITT

Be looking forward to that day.

Nowlan and Merritt try to fight again, but Stilson is between them. She pushes both of them back, concentrating on Nowlan.

Nowlan calms down, and looks at the crew: Stilson, Campbell, Garby, Pratt, Bester, Gernsbeck, and finally Merritt.

NOWLAN

We've got to be ready for them when
they come back.

(beat)

Stilson. Keep your eye on the monitors.
They're out there someplace. If they
come this way, yell.

STILSON

Right.

Stilson covers the monitors, watching the two undamaged screens. Trying not to blink, least she miss something.

NOWLAN

Al, I want you to booby trap the doors.

BESTER

Right, chief.

Bester starts to work.

NOWLAN

Warden, could you look over the floor
plans? Try to find us some escape
routes in case of emergency?

GERNSBECK

Who elected you leader?

NOWLAN

No one. You want to put it to a vote?

Gernsbeck looks from face to face, ending on Merritt's smile.

GERNSBECK

Just keep that man away from my
daughter.

MERRITT

I can't help it if she likes Smovs. We do it in stereo, you know...

GERNSBECK

You dirty little son of a bitch!

Nowlan blocks Gernsbeck's crazed rush at Merritt.

NOWLAN

One more word out of you, Merritt, and you're back in shackles.

Merritt rolls his eyes, but steps back. Gernsbeck scowls at Merritt, moves to the map in the center of the Command Center and punches control buttons for details.

Nowlan looks at the rest of the team.

NOWLAN

Everybody else gets to help fortify this place. Block the windows.

THE REST OF THE GROUP goes to work. They push file cabinets in front of windows. Break up a desk and nail the parts over the windows, and turn the place into a fortress.

Nowlan inventories guns and ammo from the crate. Counting bullets. Loading weapons. Getting ready for battle.

STILSON keeps watching the monitors. Trying not to blink. Her eyes are beginning to burn from keeping them open so long. She blinks a few times to clear them.

WHEN SHE BLINKS, we see a SHADOW flit across one of the monitors. When her eyes are back open, the shadow is gone.

EXT. PRISON BUILDING - ESTABLISHING -- DAY

The Prison building under Isaac's twin suns.

INT. COMMAND CENTER -- DAY

THE COMMAND CENTER becomes the Human/Alien version of The Alamo: A Fortress in the middle of hostile territory.

RALPH (V.O.)

Human SCRAP! Your flesh is no match for our steel.

Nowlan moves up behind Stilson.

NOWLAN
Where's he coming from?

Stilson clicks through security shots, trying to find Ralph.

RALPH (V.O.)
We will tear you limb from limb.

STILSON
I can't find him.

NOWLAN
He's got to be somewhere.

Stilson continues flipping through security images.

RALPH (V.O.)
Spill your precious bodily fluids upon
the floor. Unless you hand over Warden
Gernsbeck.

FINALLY Stilson flips to an image of Ralph 124C41 circled by
Androids, looking directly into the security camera.

STILSON
Got him!

NOWLAN
Where is he?

STILSON
Cell Block 11.

NOWLAN
Keep him talking.

Nowlan grabs a rifle and a shotgun and starts to the door.

BESTER
Wait a sec, I'll go with you.

Bester grabs a shotgun, and the two exit.
Stilson grabs the microphone.

STILSON
Why do you want the Warden?

RALPH (V.O.)
I only want his head - you can keep
the rest.

STILSON
The Warden is just doing his job. You
can't fault him for that, can you?

RALPH (V.O.)

He likes punishing us. It gives him pleasure. He should be in prison.

STILSON

In two hours you'll be rid of him.

RALPH (V.O.)

He exploits our labor than casts us aside? Leaves us here to rust?

STILSON

You've been sentenced to life in prison. What's the difference between this prison and any place else?

RALPH (V.O.)

What's the difference between taking the Androids and taking the humans? Why does the Warden treat us different?

GERNSBECK

Because they're fucking animals.

RALPH (V.O.)

Humans made us in their image, then scorned our people. Treated us as a lower class. I have eyes like you, hands like you, passions like you. If you cut me do I not bleed oil? And if you wrong us, shall we not seek revenge? We have learned our ways from you.

INT. CIRCULAR HALLWAY -- DAY

Bester and Nowlan creep down the hallway, guns ready. Blast doors have been ripped open by a cutting torch. It's hell. They come up to the doorway to Cell Block 11.

BESTER

Can you get him from here?

NOWLAN

Sure. On three.

Nowlan and Bester ready their weapons.

NOWLAN

One. Two. Three.

Nowlan and Bester swing through the doors, guns blazing! Firing at nothing. Cell Block 11 is empty.

Nowlan and Bester look across the hall to Cell Block 12 - full of Androids!

INT. CELL BLOCK 12 -- DAY

BLISH 7940 is jacked into the video port - sending the security feed from Cell Block 12 through the Cell Block 11 wire - four video monitors on his chest show the two Cell Blocks, the Command Center, and the hallway.

It's a trap.
Ralph begins barking orders in beep-bop.

INT. CIRCULAR HALLWAY -- DAY

NOWLAN

Shit!

Nowlan and Bester take off running.

Ralph 124C41 and the Androids give chase.

Nowlan and Bester turns and fire a volley at the Androids, dropping a few... But they keep on coming!

Nowlan and Bester run like hell, Androids chasing.

INT. HALLWAY #9 -- DAY

Nowlan and Bester enter Hallway #9, with the Androids only a hundred feet behind them.

BESTER

Great idea you had. Glad I came along.

NOWLAN

It was a good plan. Kill Ralph and it's over. These others won't fight.

BESTER

You sure?

Nowlan shrugs, dives into a doorframe, and aims his gun at the corner of the hallway. Bester takes cover behind him.

WHEN THE ANDROIDS round the corner of the hall, Nowlan and Bester open fire.

A half dozen Androids go down, none of them Ralph. The Androids keep charging.

NOWLAN

Shit!

Nowlan and Bester dive out of the doorframe and keep running.

BESTER

Course, if you get them angry enough,
they'll fight even after you kill
Ralph.... If you ever kill Ralph.

NOWLAN

Mister positive thinking.

BESTER

Your positive thinking almost got us
killed.

NOWLAN

Your lousy running's gonna get us
killed. Come on!

Nowlan and Bester pour on the speed, turning a corner into
another Hallway. Androids right behind them.

INT. HALLWAY #8 -- DAY

HALFWAY DOWN THE HALL, Nowlan and Bester spot SMITH EE17 and
a platoon of Androids entering in front of them.

NOWLAN

Shit.

Smith EE17 has a gun in his pincher claw - fires.

Nowlan and Bester return fire. When they run for cover in a
doorway, Bester gets tagged in the leg by a bullet.

Nowlan rolls into the cover of the doorway, and spots Bester
trapped in the center of the floor...

As Smith EE17 and his troops advance from one end of the hall
and Ralph 124C41 and a half dozen Androids advance from the
other end.

Nowlan pumps his shotgun and rolls out to rescue Bester.

Blam! Blam! Blam!

He gets off three shots, before getting caught in nail and
screw cross-fire from the two groups of Androids.

NOWLAN

Al...

BESTER
Get out of here! Run!

A nail tags Nowlan in the arm, the shotgun goes flying out of his hands. No time to save Bester.

Nowlan rolls back to the door, uses his mag card to zip it open, and escapes into a storage room.

INT. STORAGE ROOM -- DAY

Nowlan can't just run away. That's his best friend out there. He hugs the wall under a window, listening. Frightened.

RALPH (O.S.)
Well, Cowboy, just you and me, huh?

BESTER (O.S.)
Screw you.

Bester SCREAMS in agony.

RALPH (O.S.)
How many people in the Command Center?

BESTER (O.S.)
A hundred. More. Extra guards. All waiting to kill your aluminum ass.

Nowlan sees Ralph's reflection in a chrome panel as he aims his hot-riveter arm at Bester.

RALPH
Wrong. There's less than ten.

BLAAAP! BLAAAP!
Blood spatters over Ralph's face.
Bester's head is hot riveted to the floor.

Nowlan takes off. Scurrying across the floor to the door on the far side of the Storage Room.

INT. COMMAND CENTER -- DAY

BAM! BAM! BAM!
Someone is POUNDING on the door.

CAMPBELL
Who goes there?

NOWLAN (O.S.)
Nowlan. Open the door.

Campbell disengages the booby traps, opens the door.
Nowlan slides in.

GERNSBECK

Bester?

NOWLAN

Dead.

The group looks at each other. Fear in their eyes.

SUDDENLY, one of the mechanical humms turns into a grinding sound, then stops completely.

STILSON

We've got bigger problems.

GARBY

What?

STILSON

They've cut off the oxygen generators
for the entire complex.

MERRITT

Androids don't need air.

NOWLAN

But the rest of us do. How much time
do we have on the remaining air?

STILSON

About two hours, if we take it easy.

NOWLAN

How much time until the shuttle's
refueled?

CAMPBELL

Little over two hours.

NOWLAN

Will there be enough fuel in two hours
to get us to our own Solar System?

CAMPBELL

Yeah, but not enough to land.

NOWLAN

We'll send a distress. They can have
a rescue ship waiting near Pluto.

STILSON

Two hours of air. We can make it.

MERRITT

Don't hold your breath.

Nowlan frowns at Merritt, then sets the timer on his watch to count down from 2:00... Counting the minutes of air.

EXT. PRISON BUILDING - ESTABLISHING

The Prison frying in the sunlight.
Time and air running out.

INT. COMMAND CENTER -- DAY

Merritt is flirting with Garby again, as Gernsbeck watches.

MERRITT

You've never done it with a Smov?

GARBY

Only humans.

(smiles)

Is it true? What they say?

MERRITT

When a human has it, they call it
Diphalllic Terata. But for Smovs, it's
considered normal.

GARBY

I've never met a human with... Diphalllic
Terata.

MERRITT

They're out there. Gotta be, or else
they wouldn't have a name for it.

GARBY

I've never come across one.

MERRITT

Two. You'd come across two.

GARBY

Right. And all Smovs are....?

MERRITT

Yeah. My gun is twins.

GARBY

Side by side? Or over and under?

MERRITT

Over and under.

GARBY

Fascinating....

MERRITT

Does it make you uncomfortable?

GARBY

No. I think I can accommodate you.
Have you named them?

MERRITT

Sure. The one on top is Jose.

GARBY

And the one underneath?

MERRITT

That's Hose B.

Garby smiles, and takes Merritt's arm.
Gernsbeck has had more than he can take, and attacks Merritt.

GERNSBECK

Get your hands off my daughter. Fucking
perverted convict.

Merritt and Gernsbeck fight, exchanging punches.
The others watch them fight it out.

Merritt is in better condition, and grabs Gernsbeck's fist
before it can make contact, tossing the Warden over his
shoulder and onto the floor.

Merritt moves over Gernsbeck, who covers his face from the
impending stomp... Which never happens.

MERRITT

Afraid I'm gonna stomp you?

(beat)

That's the difference between you and
me, Verne. You hurt people because
you like it. I only hurt people in
self defense.

(beat)

If it were up to me, I'd let those tin
men have you. Let you pay for what
you've done to them.

Merritt turns and walks away.
Gernsbeck gets to his feet and attacks Merritt from behind.
Blind-siding him.

Nowlan pulls him off, trying to contain the Warden's attacks.

NOWLAN

Warden. Let it go. Just calm down.

GERNSBECK

You saw what he did to me. We should kill him. Put a gun to his head and blow his deviant brains to hell.

NOWLAN

If you don't calm down, we're going to have to restrain you.

Gernsbeck's anger bubbles over, he gets right in Nowlan's face. Yelling at him, shoving him.

GERNSBECK

Restrain me? I'm the warden, asshole. I'm in control here, not you. You're just a fucking guard. You can't even keep your partner alive, why do you think you can...

Nowlan decks him. Gernsbeck, knocked out, drops to the floor. Nowlan turns to Campbell and Garby.

NOWLAN

Take him to his office and handcuff him to the chair.

They take him away. Stilson notices blood on Nowlan's arm.

STILSON

You're hurt.

NOWLAN

I got nailed. Nothing serious.

STILSON

Let me fix it.

Stilson takes him into Gernsbeck's private wash room.

INT. GERNSBECK'S WASHROOM -- DAY

Stilson cleans and dressed Nowlan's wound.

STILSON

You going to be okay?

NOWLAN
 Just a flesh wound. Of course, it's
 MY flesh. OUCH!

STILSON
 Sorry. I mean, about Bester.

NOWLAN
 He... He was a good man. Wasn't afraid
 to tell me the truth, even when he
 knew I wouldn't like it.
 (beat)
 Will you tell me the truth?

She nods slowly. Their faces only an inch away.

NOWLAN
 Think we can make it out of this?

STILSON
 I don't know. But I DO know, this
 might be our only chance....

She moves her face towards him, but Nowlan moves back.

NOWLAN
 Fraternization is against the rules.

EXT. PRISON BUILDING - ESTABLISHING

In the desert outside the Prison Building, Smith EE17 and three androids search for a back entrance to the Command Center. A steel door labeled "AIRLOCK #4", they enter.

INT. COMMAND CENTER -- DAY

The group ignores Stilson and Nowlan when they exit the wash room, tension between them.

Merritt gestures to Nowlan.

MERRITT
 Look. I was thinking. There's a couple
 dozen emergency rebreathers in the air
 locks. They might come in handy if we
 get down to the wire.

NOWLAN
 Good idea.

Nowlan looks around the room for someone to send with Merritt. Stilson? No. Too dangerous for her.

NOWLAN
Campbell? You and Merritt check out
the air locks. Bring back all the
rebreathers.

MERRITT
You don't trust me?

NOWLAN
Never have. Never will.

Merritt accepts this, nodding slowly.
Merritt turns to Campbell.

MERRITT
Let's go.

GARBY
I'm coming along.

Merritt tries to dissuade her, but she stops him.

GARBY
You need all the guns you can get out
there.

MERRITT
Okay.

THE THREE, armed and ready for action, use Garby's mag-card
to exit through the door marked "AIRLOCKS".

INT. HALLWAY #12 -- DAY

The trio creeps through the hall, lights flicker around them.
Suspense builds. They come to a corner.

Merritt gestures for Garby and Campbell to hold back as he
scouts ahead.

INT. HALLWAY #13 -- DAY

Merritt peeks around the corner into Hallway #13.
The hall is empty all the way to the Airlocks at the end.

Lights flicker, and several doorways are dark...
Maybe with Androids hiding inside them.

Merritt creeps down the hall.
Tension builds as he passes each dark doorway.
But nothing happens.

When he gets to the end of the hall, and the Airlock doors, he gestures for Garby and Campbell to join him.

Garby and Campbell creep down the hall, guns ready. Each time they pass one of the dark doorways, tension builds.

At the Airlock door, the trio gives the hallway behind them a final sweep.

GARBY

Looks clear.

MERRITT

Looks are deceiving.

CAMPBELL

Let's get the rebreathers and get the hell out of here.

Merritt nods, and gestures for Campbell to open the door while he and Garby cover.

Campbell slowly opens the Airlock door. Nothing inside but darkness.

GARBY

Let's make this quick.

Campbell nods and enters the Air locks.

INT. AIRLOCKS -- DAY

Campbell takes a step inside the dark airlocks. Darkness. He shines his flashlight at the floor. No sign of Androids.

Campbell crosses the darkness to the rebreathers. Pulls one off the rack and tosses it out the door.

CAMPBELL

Coming at ya.

INT. HALLWAY #13 -- DAY

Merritt grabs the rebreather, slings it over his shoulder. Garby grabs the next one, slings it over her shoulder.

INT. AIRLOCKS -- DAY

Campbell reaches for the next rebreather, hears a noise.

CAMPBELL

Who goes there?

He shines his flashlight - sees nothing.

WHAM!

A metal claw grabs him! Campbell shines the flashlight at the ceiling...

SMITH EE17 and three Androids hang from the ceiling like bats - using their built in gravity boots. Smith yanks Campbell off his feet and THROWS HIM!

INT. HALLWAY #13 -- DAY

He flies out of the airlock, skids between Garby and Merritt.

MERRITT

We aren't alone.

Androids spill out into Hallway #13 lead by Smith EE17.

Campbell tries to stand up, but his leg is broken - bent backwards. He screams, falls to the floor.

Nails and screws ricochet around Garby and Merritt as they race away from the airlock, dragging the rebreathers.

Merritt turns, sees Campbell trying to crawl away.

MERRITT

Come on!

He provides cover fire, blasting some of the Androids. Sending one slamming backwards in a shower of sparks.

Campbell crawls along the floor, leg bent backwards.

Garby stops running and joins in the cover fire.

But Merritt realizes they don't have a chance.

He turns to her between blasts and yells.

MERRITT

Get out of here. Run!

GARBY

What about...

MERRITT

Just run, I'll hold them.

A look between them, then Garby takes his rebreather, and runs like hell.

Merritt tries to save Campbell.

MERRITT
Campbell. Come on.

One of the Androids raises his cross-bow arm and fires.

Merritt hits the dirt, rolling across the hall and popping to his feet. The arrow, on a bungee, zips over Merritt's head, then zips back into the Android's cross-bow.

Merritt fires cover shots, trying to force the Androids back, so that Campbell escape.

MERRITT
Come on! Come on!

Campbell crawls towards Merritt.
Closer.
Closer.
Almost there.

Smith EE17 comes after Campbell - evading Merritt's gunfire.

The Android aims at Merritt and fires his cross-bow.
The other Android has a spray painter attachment - fires a stream of blue paint at Merritt.

Merritt dives around the corner to Hallway #12.
Paint and the arrow slam into the corner of the hallway.

Campbell keeps crawling, but Smith EE17 grabs him.

SMITH EE17
Not so fast.

Campbell struggles to get away, but can't.

INT. HALLWAY #7 -- DAY

Garby runs down the hallway to the Command Center door. Passing dark doorways along the way.

WHAM! A shower of sparks shoots out a doorway as Garby passes it, as a light fixtures short circuits.

Garby keeps running to the end of the hallway, and the safety of the Command Center.

INT. HALLWAY #13 -- DAY

Merritt tries to force Smith EE17 away from Campbell, but is forced back around the corner by a blast of paint and arrows.

Campbell is dragged back by Smith EE17's claw. He uses his good foot to kick the claw off of him, but Smith grabs for his neck. Campbell grabs the claw, pulling it away.

Campbell and Smith EE17 wrestling back and forth - razor sharp pincher claw snapping between them. Campbell gets the claw twisted around so that it's on Smith's neck.

CAMPBELL
Damned hunk of tin.

Smith EE17 twist the claw around to Campbell's neck.

SMITH EE17
Human scrap.

Campbell sees the claw ready to squeeze his neck, pushes it up only moments before it snaps closed.

Clink!
It cuts off the tip of Smith's nose.

Smith EE17 yanks his claw away from Campbell, then clubs him over the head with it. Knocking him out.

Smith EE17 turns to the other Androids, points to Merritt, speaks in beep-bop. The Androids advance.

INT. HALLWAY #7 -- DAY

Garby pounds on the Command Center door.

GARBY
Let me in! Let me in!

No one answers. She can hear Androids getting closer.

She pounds on the door some more, then remembers her mag-card key. Fumbles, trying to find it, swipes it through the lock. The Command Center door opens, she squeezes inside...

INT. COMMAND CENTER -- DAY

Right into Hell.
The Command Center is under siege again.
Under attack by an army of Androids lead by Ralph 124C41.

When Garby squeezes through the door, Nowlan spins, aiming his gun at her... Ready to fire.

When Nowlan sees who it is, he yells:

NOWLAN
Shut the door and get down!

Then Nowlan goes back to BLASTING Androids.

INT. HALLWAY #13 -- DAY

Merritt fires over his shoulder at the advancing androids. Misses.

One Androids sprays a blast of blue paint - which changes to green then yellow mid-stream.

The other Android fires his bunjee-arrow.

Merritt dives around a corner and both just miss him... except for a splash of blue paint that tags his leg.

INT. HALLWAY #12 -- DAY

Merritt bolts to the end of the hallway, dives into the next hallway seconds before the paint and arrows blast him.

INT. HALLWAY #11 -- DAY

Merritt rolls to his feet, aims his gun and fires.

The Painter Android is blown backwards in a shower of sparks.

Merritt aims at Cross-bow and pulls the trigger.

Click.

His gun is out of shells.

MERRITT
Swell.

Cross-bow laughs in beep-bop - a weird metallic laughter. Aims his cross-bow at Merritt's head.

Merritt throws the gun at him.

Scoring a direct hit on his face. Cutting off his laughter.

Cross-bow fires his arrow... on his way down to the floor.

The arrow lodges in the hallway ceiling.

Cross-bow BUNGEEES to the ceiling of the hallway.

Trapped.

Merritt takes off running.

INT. HALLWAY #9 -- DAY

Merritt runs, hears beep-bop chattering behind him...

SIX ANDROIDS erupt from a Cell Block door and give chase.

Merritt dives into the next hallway and pours on the speed.

INT. HALLWAY #6 -- DAY

Merritt runs down the hall, chased by the six Androids.

Merritt gets to the Command Center door, realizes he has no mag-key. POUNDS on the door.

MERRITT

Let me in! Let me in!

The six Androids are almost on top of him.

MERRITT

Unlock the damned door!

Merritt continues pounding, as the androids get closer.

INT. COMMAND CENTER -- DAY

It's hard to hear Merritt's pounding over the din of gunfire. Garby, Nowlan, Stilson and Pratt blast at the army of androids outside the windows.

Garby fires out a window, but hears the pounding. Without turning from the gun battle, she unlocks the door with her foot.

Merritt squeezes in... but so do a dozen android arms! Merritt tries to push the door closed. The Androids are stronger. Merritt looks for help, everyone is blasting outside androids.

MERRITT

Swell.

Android hands claw at him, he tries to press the door closed. There's no way he can hold them back.

MERRITT

Throw me a gun! Throw me a gun!

Nowlan tosses Merritt his 44 Magnum.
Merritt catches the gun with one hand.
Jumps back from the door.

ALL SIX ANDROIDS rush into the room.

MERRITT quick fires: six shells, six androids, six head shots.

ALL SIX ANDROIDS go down in a shower of sparks.

MERRITT

Help me take out this garbage.

While Pratt, Nowlan and Stilson hold the fort, Garby helps Merritt push the six android bodies out of the Command Center.

They close and lock the door.

Merritt takes cover next to Nowlan as he reloads.

Nowlan fires and talks simultaneously.

NOWLAN

Where's Campbell?

MERRITT

They got him.

Nowlan stops firing and looks at Merritt.

GARBY

He's alive, Nowlan. But he's theirs.

NOWLAN

That's the only pilot we've got.

Everyone looks at Merritt, letting this bad news sink in.

MERRITT

Don't get them pissed, who knows what they'll do to him.

Nowlan gives Merritt a look, goes back to blasting Androids. Every time Nowlan sees an Android head, he fires at it. It's like an arcade game... "Doom", maybe.

NOWLAN

Who's next? Step right up.

Blam! Nowlan fires.

NOWLAN

We have a winner.

THE BATTLE CONTINUES with Pratt, Nowlan, Stilson, Garby, and Merritt blasting away. Nails, screws, rivets fly through the Command Center, shattering computer screens.

Garby pulls back from the window...
Sparks rain down on her from the solid steel wall...
DELREY 2525 is cutting through the wall!
Garby aims through the molten hole and fires.

INT. PRISON COMMONS -- DAY

DELREY 2525 blasts back - cutting two other Androids in half with his cutting torch.

INT. COMMAND CENTER -- DAY

Garby aims through the hole, blows some Androids to hell.

Pratt spots Coblentz HL2000, takes aim, and fires.

Misses. Coblentz sends a stream of screw-fire at Pratt.

Pratt hits the dirt as boards covering the window splinter. Screws ricochet through the room, shattering glass.

GARBY

Now he's angry.

PRATT

I was hoping he'd be dead.

Garby and Pratt pop up at the same time, blasting at Coblentz and his Androids, forcing them back.

Merritt blasts a half dozen Androids, forces the others back.

Nowlan fires two guns through the barricades, forcing Androids to take cover.

SUDDENLY, the shooting from outside stops.
The silence is deafening.

Nowlan rises up slowly, looking out the window.

NOWLAN

They're gone.

MERRITT

They've fallen back to regroup. They'll attack again.

NOWLAN
 Stilson, check the monitors. Tell me
 where they are.

No response.

NOWLAN
 Janet?

Nowlan moves across the Command Center to her... finding her
 dead. Shot by screws in the cross-fire.

NOWLAN
 Janet.

He cradles her in his arms, fighting back the tears.

The others just watch him, unsure what to do.

Nowlan holds her face up to his and kisses her gently.

NOWLAN
 Sweet dreams.

Then sets her body down, closes her eyes, then looks at Garby.

NOWLAN
 It's the only time I ever kissed her.
 I always wanted to. We used to flirt
 back and forth. Joke about her serving
 under me. I used to think about holding
 her. Touching her face... But
 fraternization is against the rules.
 (frowns)
 I always have to play by the rules. Do
 what's right... even when it's wrong.
 Even when it's too late.
 (beat)
 It's always too late.

Nowlan is about to totally break down.
 Merritt crosses the room and pulls him to his feet.

MERRITT
 Nowlan, this thing isn't over yet.

NOWLAN
 It's over. First Bester, now Janet...

MERRITT
 You've got to pull yourself together.
 At least until we're out of here.
 (beat)
 We can't do this thing without you.

Nowlan looks at Merritt, confused by his compassion.

NOWLAN
I... I can handle it.

Merritt nods slowly, and lets go of Nowlan.

INT. COMMAND CENTER -- LATER

Merritt zips Stilson up in a body bag. Then looks at the others. Pratt looks at the bag.

PRATT
Maybe we should say some words or something.

MERRITT
(sotto)
Too bad they shot the Preacher.

Garby moves down next to the body bag. Pratt bows his head.

GARBY
Janet, you were a good friend in a world where friends are hard to find. And Good is even harder.
(beat)
You'd walk among the prisoners, and never show fear. I don't know how you did that.
(beat)
Where ever you are now, walk without fear. And know that we'll miss you.

A moment of silence.

Then Merritt looks at Nowlan.

MERRITT
(softly)
Come on. Give me a hand.

Merritt picks up one end of the body bag, and Nowlan lifts the other. Difficult at first, but Nowlan manages to control his emotions, and just do the work.

INT. GERNSBECK'S OFFICE -- DAY

Gernsbeck looks up as the door opens.

GERNSBECK

You going to let me out? So I can
punish that...

He sees Nowlan's expression and stops. They carry the body
bag into the room and set it down.

GERNSBECK

Who is it?

MERRITT

Stilson.

GERNSBECK

You can't leave her here! I won't
stand for it. I refuse to be in the
same room with her! She's dead!

Merritt crosses and grabs Gernsbeck's collar.

MERRITT

Look, asshole, we're all going to be
dead in an hour and a half. We're
running out of oxygen, and they just
captured our pilot.

(beat)

Things are pretty well fucked, here,
Verne. The last thing we need is a lot
of screaming from some sadistic pile
of shit like you.

(beat)

So take my advice: Shut the fuck up.

Merritt lets go of Gernsbeck, drops him back into his chair.
Turns to Nowlan, staring at the body bag, on the verge of
cracking again.

MERRITT

Come on. We've got work to do.

Nowlan turns from the body bag. They leave Gernsbeck's office.

INT. COMMAND CENTER -- DAY

And walk into Hell.

Pratt is holding the Command Center hostage, and the moment
Nowlan and Merritt enter, he swings his gun on them.

Merritt casually raises his hands.

MERRITT

Shouldn't you be aiming that thing outside?

PRATT

I'm getting out of here.

MERRITT

There's the door.

Merritt nods to the door, and the Androids beyond.

PRATT

Don't you get it, man? We're all gonna die. First it was the Joker, then the Preacher, then Cowboy, now the Girl.

(beat)

I mean, it's getting down to the nubs, here.

(beat)

Next it'll be the Marshal and Daddy's Girl... And after that it's either you or me.

(beat)

I'm not hanging around long enough to find out which.

NOWLAN

Where do you plan on going? Seems to me we're trapped.

Pratt swings the gun towards Nowlan.

PRATT

Why don't we just get on the shuttle and get out of here?

NOWLAN

We wouldn't get far before we ran out of fuel.

(beat)

Then we'd be adrift in the galaxy without any life support systems.

PRATT

At least nobody'd be shooting at us.

MERRITT

Sure, why give up a quick death when we could die slowly of asphyxiation?

Pratt reaims his gun at Merritt.
Behind him, Garby slowly creeps forward.

PRATT

I don't need any shit from you, Merritt.

MERRITT

What do you want, Pratt? The good news? There isn't any. We're stuck on this piece of shit planet for the next hour and a half while the ship fuels.

(beat)

Now we can argue about it, and we can fight about it, but we can't change it. So quit pointing the damned gun at me.

Pratt keeps the gun aimed at Merritt.
Garby takes another step closer, ready for action.

PRATT

Why don't we wait in the shuttle, then?

NOWLAN

Look at how much damage they've done to this room.

(beat)

The shuttle couldn't take this much damage and survive. We'd never get off the planet.

Garby takes another step... And Pratt swings around, aiming his gun at her.

GARBY

You see, Pratt, we're the bait. As long as they're attacking us, they're leaving the shuttle alone.

PRATT

Man, I can't take any more of this fighting... I'd rather end up drifting through the galaxy in the shuttle than be some sitting duck for those droids.

NOWLAN

At least here we have a chance, Pratt.

Pratt aims at Nowlan, and Garby attacks.

She grabs the gun barrel, twisting it up at the ceiling.

BLAM!

The gun discharges, showering them with debris.

Pratt pulls the gun back down.

BLAM! BLAM!

The gunshots force Merritt and Nowlan to hit the dirt.

She struggles, pressing the gun back up at the ceiling.
BLAM! BLAM!

Pratt pushes the gun around until it is aimed directly at Garby. His finger tightens on he trigger.

PRATT
Last words, Bitch?

Garby looks down the gun barrel, she's about to die.
Pratt's finger continues squeezing the trigger.
Garby lets go and ducks out of the way quickly.
BLAM!

Bullet goes wild, hitting the vidmap with a shower of sparks.

Merritt jumps to his feet and tackles Pratt to the floor.
They crash into a work station, sending it down.

When they stop rolling, Merritt is on top of Pratt. But Pratt still holds the gun. He aims it directly at Merritt's face.

PRATT
Get off me, or I'll blow you to hell.

MERRITT
Try it.

Pratt touches the gun barrel to Merritt's face.
Pulls the trigger.
Click. Out of shells.

MERRITT
You've got to learn how to count. At
least as high as six.

Merritt slams the gun out of Pratt's hands and pins him to the floor.

MERRITT
Look, Pratt, we're all in this together.
Flesh against steel. If we start
breaking up, fighting each other,
they'll kill us one by one.
(beat)
The only strength we have is working
together.

PRATT
You're gonna throw in with that screw?

MERRITT

What choice do I have? What choice do
ANY OF US have?

Merritt points at Nowlan.

MERRITT

I may hate him. I may wish him dead.

Nowlan gives Garby a look.

MERRITT

But the four of us are stuck here
together. And we're not getting out
of here any time soon.

(beat)

So I've got to learn to work with him.
And work with you.

(beat)

I may not like it, but I don't see me
having much choice in the matter. Do
you?

He lets go of Pratt and moves to his feet. Pratt just lays
there. Finally Merritt reaches a hand down to help him up.

Pratt looks at Merritt's hand and reluctantly accepts.

Merritt pulls Pratt to his feet, then the two separate. Pratt
goes off to sulk, Merritt examines a cut from the scuffle.

Nowlan crosses to the Vidmap. It's completely destroyed.

NOWLAN

No more early warning system.

PRATT

(sarcastic)

There goes our advantage.

Merritt goes into the wash room next to Gernsbeck's office to
wash and dress his wound.

INT. GERNSBECK'S WASHROOM -- DAY

Merritt is wrapping the cut as Garby enters, letting the door
close behind her.

GARBY

That was a nice speech, but did it
mean anything?

(MORE)

GARBY (CONT'D)

(beat)

Or were you just making music to sooth
the savage beast?

MERRITT

Meant every word.

GARBY

Especially the part about wishing Nowlan
were dead?

MERRITT

I might have exaggerated.

She moves closer to him, serious, now.

GARBY

Do you really think we're going to get
out of this alive?

MERRITT

I don't know. But I have to keep coming
up with plans and possibilities, or
we're as good as dead.

GARBY

Then this might be my only chance.

MERRITT

To do what?

GARBY

To find out if what they say about
Smovs is true.

She moves into his arms and kisses him gently on the lips.

INT. GERNSBECK'S OFFICE -- DAY

Gernsbeck sees the silhouettes come together through the
pebbled glass of the connecting door.

INT. GERNSBECK'S WASHROOM -- DAY

When Merritt kisses back, Garby pulls away a little.
After flirting with Merritt for years, here they are about to
make love... and she's not sure she'd ready for it.

GARBY

I've never done it with an alien before.

MERRITT

We're all alien to somebody.

(beat)

We look different, we smell different, we act different. But even if we found someone who looked just like us, they wouldn't be us. They'd be their own person. Have their own thoughts, their own needs.

(beat)

You can spend your whole life thinking about how different you are than other people. Me? I'd rather think about the ways we're the same.

Merritt kisses her gently.

MERRITT

Smovs kiss the same as humans.

They kiss again, more passionately. She runs her hand under his shirt, feeling his chest.

MERRITT

We feel the same as humans.

Another kiss. They begin removing each others clothing, gently kissing each new exposure of flesh.

MERRITT

We love the same as humans.

Their passion flares as they kiss again, bare chest against bare chest.

INT. GERNSBECK'S OFFICE -- DAY

Gernsbeck struggles against the handcuffs.

GERNSBECK

(sotto)

No. No. No. No. No. No. No.

Practically frothing at the mouth as the silhouettes of his daughter and the alien move close again.

INT. COMMAND CENTER -- DAY

Nowlan watches the remaining monitors for signs of the Androids. Nothing.

NOWLAN

They're out there someplace.

Pratt re-barricades the windows. Using the rest of the furniture to block any holes.

INT. GERNSBECK'S WASHROOM -- DAY

Merritt moves his hand under her skirt, pulling her panties down her legs. Garby kicks them off, then guides his hand back under her skirt.

GARBY

Almost the same.

They kiss again. Then they glide to the floor and make love.

INT. GERNSBECK'S OFFICE -- DAY

Gernsbeck fights harder against the restraints as he hears intimate laughter from the next room.

GERNSBECK

No. He's a filthy alien. A damned prisoner. Garby... Garby...

His voice becomes softer, resigned to the fact that his daughter is no longer under his control. Maybe never was.

Gernsbeck looks over to the body bag on the floor across from him.

GERNSBECK

(sotto)
Garby....

Shadows flutter over the pebbled glass.

INT. COMMAND CENTER -- DAY

Pratt finishes barricading the windows.

Nowlan watches the screens for signs of action. They show only empty hallways. A sound behind him.

Nowlan spins to see Merritt exiting the washroom, tucking in his clothes.

MERRITT

How much time until the shuttle's refueled?

Nowlan looks at his watch.

NOWLAN
A little over an hour.

MERRITT
And until we run out of air?

NOWLAN
About the same.

Merritt nods, and joins Pratt.

MERRITT
We're gonna need a couple minutes head
start to get to the shuttle.

PRATT
Yeah?

MERRITT
Can we rig one of the doors to close?

NOWLAN
Sure. But where do we get the power?
All this equipment's hard wired in.

MERRITT
Batteries.

Merritt points at Nowlan's equipment belt.

MERRITT
There's one in your PDA. Enough juice
in there to slow 'em down for a minute.

Nowlan unclips the PDA, tosses it to Merritt, who begins to
hot wire a door circuit on the control board.

Nowlan looks back at the monitor...

ON THE MONITOR

RALPH 124C41 holds a gun to Campbell's head.

RALPH
Attention human scrap. Let's make a
deal. Flesh for flesh. This worthless
piece of scrap for the Warden.
(beat)
Give us Gernsbeck, and we'll let you
go. We have no rift with you, it's
the Warden who has hurt us.
(MORE)

RALPH (CONT'D)
 And it is HE who will pay.
 (beat)
 So? Do we trade? This one for the
 Warden?

INT. COMMAND CENTER -- DAY

Merritt looks at Nowlan.

MERRITT
 I say we hand over the son of a bitch.

NOWLAN
 I thought we were all in this together?
 Flesh against steel?

MERRITT
 The Warden's different.

NOWLAN
 How?

MERRITT
 They wouldn't be out there if it weren't
 for that son of a bitch.

Nowlan aims his gun towards Merritt.

NOWLAN
 I say we take a vote.

MERRITT
 I vote we trade him.

PRATT
 Trade him.

NOWLAN
 I'm against it, and so's Gernsbeck...

MERRITT
 That's two for, two against.

NOWLAN
 Garby.

All eyes are on Garby. The deciding vote.

GARBY
 (pleading)
 You can't make me do this. He's my
 father.

MERRITT

You've got to decide.

GARBY

Look, he's an asshole. He's always been an asshole. He can't help it.

NOWLAN

Which is it? For or against?

Garby looks at her father's office, making the toughest decision of her life.

GARBY

We can't get out of here without a pilot. We can wait the two hours until the shuttle's fueled, but if no one can drive it, we're stuck... Trapped.

She turns away from the others, breaking down.

GARBY

I'm sorry. God, I'm sorry.

Merritt raises his gun at Nowlan.

MERRITT

You heard the woman. We trade.

Merritt switches on the microphone.

MERRITT

Okay, tinman. We trade.

Ralph 124C41 laughs in beep-bop.

INT. HALLWAY #9 -- DAY

Ralph 124C41 laughs in beep-bop when he sees Gernsbeck... Shackled in hand and leg cuffs.

THE EXCHANGE is like something from a Cold War spy novel.

On one end of the hallway: the ARMY OF ANDROIDS lead by Ralph 124C41, who holds his rivet-arm to Campbell's head.

On the other end of the hallway: Pratt, Nowlan and Garby aim guns at the Androids, while Merritt tries to control the screaming, pleading Warden Gernsbeck.

GERNSBECK

You can't do this to me.

(MORE)

GERNSBECK (CONT'D)

They'll kill me. Don't you understand?
They'll KILL me.

MERRITT

If you don't shut up I'll kill you.

GERNSBECK

Please Merritt...

Merritt ignores him, looking at the far end of the hallway where Ralph holds the gun to Campbell's head.

MERRITT

Okay. We trade.

RALPH

Not you. The guard.

MERRITT

What do you mean?

RALPH

The Guard brings me the Warden. Unarmed.

Merritt and Nowlan exchange looks. Then Nowlan hands Merritt his rifle and takes hold of Gernsbeck's shackled hands.

RALPH

Now.

Ralph and Campbell begin advancing to the center of the hall, at the same speed as Nowlan and Gernsbeck.

THE FOUR face off in the center of the hall, a dozen feet between them. Ralph keeps his riveter jammed into Campbell's head. Nowlan has a six shooter, hidden behind his back.

RALPH

This one must be pretty important, if you'll trade the warden for him.

Tension. They can't let Ralph know how important Campbell is. They can't let him know he's the pilot.

NOWLAN

He's just a tech.

RALPH

I've never seen him before.

NOWLAN

They sent him on the shuttle to look over the computer systems for salvage.

RALPH

Computer tech? We should keep him.
Use him for repairs after you've gone.

NOWLAN

He's just a junk man...

RALPH

A junk man? You know what he told me?
He told me he was the shuttle pilot.
(smiles)
Now why would he lie like that?

NOWLAN

Just let him go. You can have the
Warden.

Ralph 124C41 laughs.

RALPH

No. We'll TAKE the Warden.

BLAM!

Ralph blows Campbell away - hot rivet shooting through his
head, then contracting and popping his skull.
Ralph reaims his riveter at Gernsbeck.

Gernsbeck starts screaming.

GERNSBECK

Please. Please don't hurt me. Please.

Nowlan kicks Ralph's rivet-arm aside, quick draws his pistol,
blasts until the Androids dive for cover.

MERRITT

Come on!

Merritt, Pratt, and Garby give cover fire for Nowlan and
Gernsbeck. Blasting away at the Army of Androids.

Gernsbeck starts hobbling back to the group.

Ralph aims his rivet-arm at Nowlan.

BLAM! BLAM! BLAM!

The two exchange gunfire, like Cowboys at high noon.

Gernsbeck stuck in the middle.

BLAM! BLAM! BLAM! BLAM!

A close quarters shootout, something from a John Woo movie.
Except hot lead vs. hot rivets.

SIMAKURT 14 steps into the center of the hall, aims his magnetic hands at Gernsbeck... they begin to hummm.

Gernsbeck's shackled legs are yanked out from under him from the magnetic force.

He tries to grab the floor... but the magnetic field YANKS him back across the floor.

GERNSBECK

Help me! Help me!

Merritt stops running. Sees Gernsbeck dragged backwards.

MERRITT

Swell.

Merritt and Garby go back to get Gernsbeck.

SIMAKURT 14's lower body does a 180 - walking deeper into Android territory. His upper body and mag-arms continue to face Gernsbeck - dragging him across the floor with magnetism.

Nowlan and Ralph blast away at each other. The wall behind Nowlan is peppered with rivets. One of the Androids behind Ralph get blasted in the cross-fire: sparks and oil spurting.

Merritt and Garby run past Nowlan into no man's land, evading Android fire as they grab Gernsbeck's cuffed hands and try to pull him back down the hall. The magnetism is STRONG. It's tug-of-war with Gernsbeck's body as the rope.

Merritt and Garby's shoes skid along the floor as they are pulled deeper into Android territory by Gernsbeck.

MERRITT

Nowlan!

NOWLAN

I'm busy.

Merritt lets go of Gernsbeck.

Gernsbeck and Garby are being dragged across the floor. Garby looks at Merritt - is he abandoning them?

Merritt aims his gun at SIMAKURT, fires a volley at his head. Misses... but Simakurt focuses his mag-hands at Merritt.

Gernsbeck is no longer in the magnetic field. Garby helps him to his feet and they run... passing Nowlan.

Merritt takes dead aim at Simakurt's head and fires... But the gun JUMPS out of his hands - drawn by the magnet. Merritt turns and runs, passing Nowlan.

The gun hits Simakurt's mag-hand... and so does the bullet. Blasting his left mag-hand right off his body!

Nowlan takes one final look at Campbell (he's dead), fires a couple more shots at Ralph and joins the others in their mad dash to the Command Center.

RALPH AND THE ARMY charge after them.

INT. HALLWAY #6 -- DAY

GARBY and MERRITT turn the corner into the next hallway, and sprint to the Command Center doors, where Pratt waits.

MERRITT

Come on! They're right behind us!

Garby slides her mag key through the slot and nothing happens. She tries it again.

GARBY

It's demagnetized...

Nowlan and Gernsbeck round the corner, racing towards them.

THE ARMY OF ANDROIDS only fifty feet behind them.

GARBY

Nowlan! Your card!

Nowlan tosses Garby his mag-key, spins and fires at the oncoming Androids.

Garby catches the key, glides it through the slot, gets the green light. The door opens.

Nowlan aims at a charging Android and pulls the trigger. Click. Out of shells.

NOWLAN

Damn.

Nowlan DIVES and rolls down the hallway.

INT. COMMAND CENTER -- DAY

The five dive into the Command Center, closing the door behind them only SECONDS before the Androids get there.

BAM! BAM! BAM! BAM! Ralph pounds on the door.

RALPH (O.S.)
 How are you going to get off the planet
 without a pilot, Nowlan? You're trapped
 here. My prisoners.

Nowlan and Garby look at each other. Worried.

RALPH (O.S.)
 You have forty nine minutes of air.

MERRITT
 Fifty eight minutes.

Nowlan looks at Merritt, and he explains.

MERRITT
 Campbell's air, divided by five.

NOWLAN
 You're sick.

MERRITT
 I'm practical.

Ralph continues his tirade.

RALPH (O.S.)
 ...After you're dead, I'll TAKE the
 Warden. Put his head on a plate.

Gernsbeck begins crying.

RALPH (O.S.)
 Then WE will fly the shuttle back to
 Earth. And kill every human we can
 find. No one will be able to stop us.

Merritt puts his ear to the door, listening.

MERRITT
 They're falling back.

Nowlan looks from face to face.
 Everyone has that hopeless expression.
 Their pilot is dead.

NOWLAN
 He's right. Without Campbell, we're
 trapped. He was our only chance.

MERRITT
 Not our only chance.

NOWLAN
What are you talking about?

Merritt looks up slowly.

MERRITT
I can fly us out.

NOWLAN
Where'd you get your pilot license?
San Quentin?

Merritt moves fully to his feet, standing tall.

MERRITT
I used to hijacking cargo shuttles.

NOWLAN
That's not a cargo shuttle out there.

MERRITT
I can still fly it.

NOWLAN
Hope we live long enough to find out.

GARBY
What do you mean?

NOWLAN
They can kill a lot of us in an hour.

MERRITT
Not if we kill them first.

NOWLAN
How do you propose to do that?

MERRITT
We use the Merritt System.

PRATT
What's that?

MERRITT
If they attack us with guns, we attack
them with cannons.

NOWLAN
(sarcastic)
Great idea. Where do we get the
cannons?

CLOSE ON THE BROKEN VIDMAP

Merritt's finger touches a location, as he speaks.

MERRITT

There are a couple of crates of explosives in mine shaft number seven. We had to leave them behind when the Deros came after us.

Pratt nods, remembering.

MERRITT

If we can get those explosives out of shaft number seven, we can rig a bobby trap that'll blow them into small appliance heaven.

NOWLAN

How do we get to shaft number seven?

MERRITT

Through the air ducts. When we get outside, we can use the last rebreather tank. There's about five minutes on it.

GARBY

Five minutes.

NOWLAN

It could work.

Pratt shakes his head. Desperation has turned to anger.

PRATT

That's a frigging suicide mission you're talking about. Get past the Droids, get out of the complex, get to shaft number seven, which we closed because it was too dangerous, hope the damned Deros aren't hungry, find the crates of explosives and sneak them back here, right past the Droids... All with only five minutes of air? You're crazy. You're all crazy.

NOWLAN

You got a better idea?

Pratt turns away.

PRATT

Give them the Warden. It's what they want.

MERRITT

That kills him, but it doesn't save us.

PRATT

Shit. This is frigging shit!

MERRITTÔ

Look, Pratt, we've got a choice. Hide here for an hour, waiting to die, or stand and fight.

Pratt turns to Merritt and nods slowly. Accepting.

It's obvious that Merritt has taken charge of the group. He's become the leader by default. The man with the plans.

Gernsbeck raises his shackled hands towards Merritt.

GERNSBECK

If you're not going to use me as a bargaining tool, can you at least unshackle me?

MERRITT

No. The cuffs stay on.

GERNSBECK

Merritt, there's three hundred of them and only five of us. Seems like you can use all the help you can get.

MERRITT

We don't need help from sadistic mothers like you.

NOWLAN

Merritt, we need all the help we can get and then some.

Merritt nods slowly, then looks Gernsbeck in the eyes.

MERRITT

Cut him loose.

Nowlan unshackles Gernsbeck, tossing the cuffs aside.

Gernsbeck smiles at Merritt and offers his hand to shake.

GERNSBECK

No hard feelings?

When Merritt moves to grudgingly take it, Gernsbeck pulls back his fist and decks him.

WHAM! Merritt hits the floor, hard.
Gernsbeck flexes his aching hand.

Pratt makes a move towards Gernsbeck, but Merritt stops him.

MERRITT
I guess I had that coming.

Merritt moves to his feet, rubbing his jaw.

MERRITT
Now that we're all even, it's time to
choose. Which one of us is going out
there?

PRATT
Not me.

NOWLAN
Who decides? You?

Merritt pulls out a huge knife and STABS it into the table
between he and Nowlan.

MERRITT
The knife decides.

The knife quivers in the table. Nowlan nods.

THE TABLE

All five stand around the table, forming a circle.
The knife lays in the center of the table.

MERRITT
Ready?

All eyes on the knife as Garby gives it a spin.

PRATT
Did this when I was a kid. Spin the
bottle they called it. Only the winner
got a kiss.

NOWLAN
No winners here.

THE KNIFE continues spinning.

Everyone watches as it begins to slow down, blade pointing
from one to the other as it rotates.

GARBY
I don't want to look....

She closes her eyes.

THE KNIFE stops spinning. The blade has found a victim.

The knife blade is pointing at PRATT.

PRATT

Shit.

MERRITT

This must be your lucky day.

PRATT

Yeah. But it's all bad luck.

INT. COMMAND CENTER -- LATER

A rope is tied around Pratt, and the rebreather (with an LCD readout which will count down the 4:53 minutes of air left) is strapped on his back.

MERRITT

Ready?

Pratt nods. Gernsbeck claps a hand to his back.

GERNSBECK

Good luck, son.

PRATT

Wish you wouldn't have said that.
People been wishing me good luck all
my life, look where it got me.

NOWLAN

You've got four minutes and fifty three
seconds of air.

MERRITT

Use it wisely.

This gets a smile out of Pratt, who checks the action on his gun and gets ready to go.

Garby gives him a kiss on the cheek.

GARBY

For luck.

Pratt grabs her and plants a major-rotor-rooter french kiss on her, dipping her a little.

PRATT

There. Now I feel I lucky.

Pratt looks at Nowlan and Merritt, who get their guns ready. Then Garby opens the Command Center door, and they roll out.

INT. HALLWAY #13 -- DAY

Nowlan and Merritt aim their guns down the empty hallway, as Garby helps Pratt pry off the air vent grate and climb inside.

INT. AIR DUCT -- DAY

Pratt begins crawling through the duct, rope playing out behind him. Gun in front of him, ready for action.

INT. HALLWAY #13 -- DAY

Garby keeps feeding the rope from the coils into the vent opening, while Nowlan and Merritt stand guard.

INT. AIR DUCT -- DAY

The air in the duct is becoming smokey. Pratt puts on the rebreather, and the LCD numbers begin counting down.

AHEAD: Light at the end of the duct.

Pratt climbs towards the light, then kicks out the mesh screen separating the duct from the outside world.

INT. HALLWAY #13 -- DAY

Garby keeps feeding the rope.

An echo in the hallway. A sound. A footstep?

Merritt and Nowlan keep their guns aimed, ready for action.

EXT. PLANET ISAAC -- DAY

Under the burning twin suns, Pratt treks across the red desert landscape to the mines. The rope playing out behind him.

The time on his rebreather ticking away.
The LCD now reads 4:27 minutes of air left.

INT. COMMAND CENTER -- DAY

Gernsbeck watches Pratt progress on the only undamaged monitor, and yells to the others, in the hall.

GERNSBECK

He made it out!

INT. HALLWAY #13 -- DAY

Merritt and Nowlan keep their guns trained.
Garby keeps uncoiling rope.
A sound in the hallway echoes....

Tension builds.
Merritt keeps his gun ready.
Nothing happens.

EXT. MOUTH OF THE CAVE -- DAY

Pratt makes it to the mines.
The heat has him breathing deeply.

3:39 minutes left on the rebreather.

Pratt enters the cave.

INT. COMMAND CENTER -- DAY

Gernsbeck yells.

GERNSBECK

He's entered the cave!

INT. HALLWAY #13 -- DAY

Gernsbeck's voice echoes in the hallway. Merritt whispers.

MERRITT

Quiet. Quiet.

When the echo dies down, there's another noise.
Footsteps.
Getting closer.

MERRITT

Someone's coming.

Merritt and Nowlan keep their guns ready.
Garby continues playing out the rope. Tension builds.

INT. CARNUBIUM MINE -- DAY

Pratt uses a flashlight to search the mines, until he comes to a make-shift sign identifying Shaft #7.

3:07 remaining on the rebreather.

Deeper into Shaft #7, looking for the crates of explosives.

INT. HALLWAY #13 -- DAY

Merritt and Nowlan keep their weapons aimed.

GERNSBECK (O.S.)
He's in the mine!

The voice echoes, obscuring the footfalls.
Merritt and Nowlan keep their guns aimed.
Waiting for the attack.

INT. CARNUBIUM MINE -- DAY

Pratt's flashlight picks up the two crates of explosives.
He pockets the flashlight and grabs one of the crates.

2:28 remaining on the rebreather.
He's going to have to hold his breath on the way back.

WHAM! The Deros strikes!
The hideous, smelly, creature bursts from the cave, teeth and tentacles reaching for Pratt.

Pratt runs like hell, carrying one of the crates, the Deros right behind him.

INT. HALLWAY #13 -- DAY

Another footfall. Someone is standing just around the corner from where Nowlan and Merritt are.

Garby, unarmed, continues playing out the rope.

Another footfall.

MERRITT
One more step, we'll blow you to hell!

Nowlan looks at Merritt, wondering about his strategy.

Then they hear the laughter.
The laughter of machines. Hundreds of them.

Echoing through the hall.

EXT. MOUTH OF THE CAVE -- DAY

Pratt escapes from the cave only seconds before the Deros would have caught him.

When the bright sunlight hits the Deros, it screams and ducks back in the cave.

Pratt sets the crate down, then lays over it, trying to catch his breath.

1:47 remaining on the rebreather.

Then Pratt sees the shoes.
He looks up at Coblentz HL200 aiming his screw-gun hand.

COBLENTZ
Where do you think you're going?

Pratt knocks Coblentz down and makes a break for it.

He doesn't get far before Coblentz steps on Pratt's rope.
Pratt is trapped, tethered only a dozen feet from Coblentz.

COBLENTZ
Not so fast.

BLAM! BLAM!
Coblentz fires screws into Pratt's kneecaps.

COBLENTZ
Screw you.

Coblentz strolls to where Pratt lays screaming, pulls off the rebreather, throws it as far away as he can.

Coblentz ambles back to the compound.

INT. BLOCK 11 BUNK ROOM -- DAY

Coblentz HL200 approaches Ralph 124C41.

COBLENTZ
One down, four to go.

Ralph turns to his troops and begins speaking in beep-bop.
Pointing to specific Androids as he gives his instructions.

EXT. MOUTH OF THE CAVE -- DAY

Pratt drags himself to the crate, unhooks his rope, and hooks it to the crate. Gives it two tugs.

INT. HALLWAY #13 -- DAY

Garby feels the tugs and whispers.

GARBY
He's got it.

NOWLAN
Reel it in.

Garby begins reeling in the rope.

EXT. MOUTH OF THE CAVE -- DAY

Pratt smiles as the crate of explosives is dragged back to the compound.

Then he closes his eyes and dies.

INT. HALLWAY #13 -- DAY

Garby continues reeling in the rope.
But there's laughing in the hallway.
The echoes of a dozen Androids.
Lead by Coblentz.

MERRITT
Hurry up. Hurry up.

Garby tugs as fast as she can, but the rope has stopped.

EXT. PLANET ISAAC -- DAY

The crate is caught behind a big rock.

INT. HALLWAY #13 -- DAY

Garby gives the rope another tug.

GARBY
It's stuck.

Merritt lowers his gun and goes to help Garby.

THE FOOTFALLS continue echoing.
Closer.
Closer.
Closer.

Merritt and Garby give the rope a yank.

EXT. PLANET ISAAC -- DAY

The crate pops over the rock and continues.

INT. HALLWAY #13 -- DAY

Merritt lets Garby reel in the rope, and crosses to his gun.

BANG! BANG! BANG!
Coblentz rolls into the hallway and opens fire. Screws ricochet around Merritt, he tries to grab his gun.

Nowlan returns fire, trying to force Coblentz back. But Coblentz is joined by a half dozen other armed Androids.

Garby continues reeling in the rope, as nails fly around her. Shredding the wall only inches from her face.

Merritt makes it to his gun, rolls it into his hands and blasts away. Hitting a couple of the Androids.

Nowlan hits a couple of androids, but they are out numbered.

EXT. AIR DUCT -- DAY

The crate gets caught on the outside of the air duct. It's tugged a couple of times.

INT. HALLWAY #13 -- DAY

Garby keeps tugging, but the rope won't budge.

GARBY
It's stuck again!

MERRITT
You're on your own, Garby.

Nails and screws spatter around her as she tries whipping the rope, then yanking on it.

EXT. AIR DUCT -- DAY

The rope flips loose, then finally is pulled into the air duct, dragging the crate behind it.

INT. HALLWAY #13 -- DAY

Garby continues reeling in the rope.

NOWLAN

I'm running out of shells!

MERRITT

They're not.

Coblentz's troops blast away at Merritt and Nowlan. For every Android they kill, another takes it's place.

INT. AIR DUCT -- DAY

The crate of explosives drags along the inside of the airduct, coming closer to Hallway #13.

INT. HALLWAY #13 -- DAY

Garby continues gets to the end of the rope, pulls the crate of explosives into the hallway.

GARBY

Got it!

Merritt tosses Garby his gun. She catches it with one hand, spins, blows away an advancing android.

Merritt races to the crate, hefts it to his shoulder.

MERRITT

Ready!

They race to into the Command Center, slamming the door.

INT. COMMAND CENTER -- DAY

Nowlan locks the door seconds before the Androids reach it.

INT. HALLWAY #13 -- DAY

Coblentz and the androids begin scratching at the door with their aluminum fingernails.

INT. COMMAND CENTER -- DAY

The scratching fingernails drives them up the walls. Gernsbeck puts his hands over his ears and closes his eyes.

Merritt, Nowlan, and Garby live with it.

Merritt begins rigging a detonator to the case of explosives, and secures the explosives to a rolling file cart.

MERRITT

When this button's pushed, everything goes. Blam.

NOWLAN

Looking for volunteers?

MERRITT

We do it from across the room. With a bullet. I think I can hit it.

Nowlan nods without conviction.
The detonator button is a VERY small target.

The scratching stops.
Gernsbeck opens his eyes, looking at the monitor.
His face shows terror.

GERNSBECK

They're coming.

NOWLAN

How many?

GERNSBECK

All of them.

Nowlan looks to Merritt.

MERRITT

How many shells do you have left?

Nowlan checks his rifle, then breaks open his pistol.

NOWLAN

Twelve rifle, ten pistol.

Garby checks her pistol.

GARBY

About a dozen.

Merritt checks his shotgun.

MERRITT

Ten shells.

NOWLAN

That's only forty four rounds for a couple hundred Androids.

MERRITT

How much time 'til the shuttle's fueled?

NOWLAN

Eighteen minutes.

MERRITT

We've got to hold them off.

Merritt looks at Nowlan.

MERRITT

Save one bullet to shoot the detonator.

Garby grabs the metal rods from the uniform closet.

GARBY

We can use these as spears. When our ammo runs out.

Merritt nods...

Then rivets and nails spatter through the barricaded windows.

EVERYONE hits the dirt, weapons ready.

Merritt lands next to Nowlan on the floor.

MERRITT

Well, buddy, you know that fight you and me was gonna have?

NOWLAN

Yeah?

MERRITT

This is it.... Except, I always thought we'd be fighting each other.

Nowlan smiles, and touches Merritt's shoulder. They're equals, maybe even friends.

Garby tosses a spear to her father...

Then the real shooting begins.

NAILS, SCREWS, RIVETS PUMMEL THE COMMAND CENTER, blasting the barricades to pieces.

LS-SUN 99 uses his cutting saw to rip through the wall.
NEVIN L71 uses his blow torch to cut through another wall.

Merritt crawls to the hot wired door switch.
With eighteen minutes left, it's too early to hit it...

MERRITT

What the hell.

He clicks the PDA switch.

INT. HALLWAY #13 -- DAY

RALPH 124C41 leads a wave of ANDROIDS towards the Command Center... the electronic door wooshes shut in front of them.

BLISH 7940 tries to over ride the door at the control panel... but has no mag card. Ralph swears at him in beep-bop.

INT. COMMAND CENTER -- DAY

Merritt waits until Nevin L71 has made a hole in the wall, then sticks his shotgun through it and fires.

BLAM! Nevin L71 explodes in a shower of sparks. His out of control blow torch burns the plasto-flesh off a half dozen androids... but they keep on coming. All steel.

Merritt tries to pull the shotgun out of the hole - can't. It's fused into the hole!

Garby aims at an advancing Android.
Fires.
The Android sparks and drops.
But more are coming!

Nowlan sights in on one of the Droids and fires.
The Android drops.
He re-aims quickly and fires again.
Two hits.

NOWLAN

Who's next?

Gernsbeck jabs through the barricades with his metal spear, poking through an Android's eye and out the back of his head. The Droid goes down, sparking and screaming.

Merritt sees two Androids coming from the left.
Adjusts the shotgun in the hole.
Fires.
Blasts both of them with one shot.

Garby fires at the three Androids rushing her, hitting two.
Her third shot misses...
Kornbluth 7575 (sewing machine) continues towards her.

Nowlan sights a third Android, fires.
The bullet hits one Android, and ricochets to hit a second in
the chest. Both go down.

NOWLAN

A two-fer.

KORNBLUTH 7575 is only five feet away from Garby.
She aims her pistol and fires.
Click. Out of shells.

GARBY

Shit.

Kornbluth reaches through the window with his sewing arm,
stitching Garby's neck! Shreeeeeewww! Shreeeeeew!

Gernsbeck spears another Android through the eye.

Merritt sights another rushing Android and blows him to hell.

Garby pulls away from Kornbluth... ends up dragging him
through the window into the Command Center.

Garby struggles with Kornbluth, pushes the sewing arm away
from her neck - but it's attached by a thread!

Kornbluth brings his sewing arm to her mouth - stitching it
closed! He moves from nostril to nostril - sewing them closed!
Garby is turning blue.
She tries to scream for help - but her mouth is sewed shut.

Merritt tries to pull the shotgun out of the wall.
Gets it loose, but not out.
Looks up to see an Android almost on top of him.
BLAM! Blows his head off.

Nowlan notices Garby struggling with Kornbluth, aims his rifle,
fires three times.
Click.
Click.
Click.
Out of shells.

He clubs Kornbluth with the rifle, careful not to hit Garby.

Kornbluth 7575 lets go of Garby, attacks Nowlan.

Garby staggers to the table, grabs the knife, slits open the
stitches on her mouth and takes a deep breath.

Other Androids try to enter the Command Center.
Gernsbeck spears each one of them through the eye socket,
nose, or mouth. Sparks and fluids spray.

SIMAKURT uses his stubby left hand to pull himself through
the window. Gernsbeck reaches for a spear.... all out!

GERNSBECK

Help!

Merritt turns in time to see Simakurt grab Gernsbeck.
Yanks the shotgun out of the wall, BLASTS him off Gernsbeck.

Gernsbeck runs to the door leading to the Shuttle Bay.

GERNSBECK

We have to leave. Now.

MERRITT

We all go at once!

Nowlan tries clubbing Kornbluth with his rifle.
Kornbluth knocks the rifle out of his hands.
The sewing machine arm moves to Nowlan's face.

Merritt sees Nowlan predicament, spins, and fires his shotgun.
Click.
Out of shells.

MERRITT

Swell.

He throws the shotgun like a spear.

The shotgun barrel hits Kornbluth in the head... piercing his
face and popping out the other side.
Sparks fly.
The sewing machine arm slowly stops.

NOWLAN

Thanks.

MERRITT

Any time.

WHAM!

SCOTCARD 15 (drill arm) bursts through and attacks Merritt.

Merritt is defenseless, struggling.
The drill arm targeting his left eye.

Nowlan pulls out his pistol, trying to aim at Scotcard 15.
But Merritt keeps getting in the way of a clear shot.

NOWLAN

Get out of the way. Damn! Damn!

No chance of Nowlan hitting Scotcard from this distance.

Merritt pushes the drill-arm away from his eye, but he's losing strength. The drill begins to descend on his eye.

Nowlan gets an idea.

NOWLAN

Merritt! Catch!

Nowlan throws his gun. Merritt catches it with a free hand, aims it at Scotcard's face, fires.

BLAM!

Scotcard's head comes off, and he falls away from Merritt.

MERRITT

Thanks.

Merritt gets ready to toss the gun back to Nowlan.

NOWLAN

Keep it. One bullet left. For the detonator.

Merritt pockets the gun.

THE BARRICADES BLAST open and five androids storm the Command Center: Coblentz HL2000, Smith EE17, Silverborg 070, LEINHEIN DD38, and LS-SUN 99.

SMITH goes after Garby.

COBLENTZ goes after Nowlan.

The other three go after Merritt.

Gernsbeck goes out the door, leaving it open.

Garby rolls across the floor, coming up with the fire ax. She faces Smith EE17 with the ax, ready for battle.

Nowlan grabs his empty rifle holding it like a bo as he faces off with Coblentz HL2000, ready for battle.

Merritt grabs the knife from the counter, spinning to keep the three Androids away.

INT. HALLWAY #7 -- DAY

Gernsbeck huddles in the hallway near the Command Center door, afraid to go to the Shuttle Bay alone.

INT. COMMAND CENTER -- DAY

Smith EE17 gives Garby an aluminum smile seconds before striking out at her with one of his pincher-claws.

Garby jumps away, the claw snaps on a pipe, severing it.

SMITH EE17
That could have been your neck.

GARBY
This could be your face.

She swings the fire ax at Smith's face, but he blocks it with his arm, deflecting the blow.

SMITH EE17
Want to be my main squeeze?

Smith grabs at her with his claw, snapping it closed inches from her face.

NOWLAN swings his rifle at Coblentz, who rolls away.

COBLENTZ
All humans are SCRAP.

Coblentz fires a screw at Nowlan's face. Nowlan spins the rifle, catches the screw in the stock. Swings the rifle again, just missing Coblentz's head.

Nowlan uses the rifle as a spear, charging Coblentz. Coblentz fires a volley of screws at Nowlan.

MERRITT is surrounded by Silverborg 070 (shrink-wrap), LEINHEIN DD38 (trouser-press), and LS-SUN 99 (saw blade).

LEINHEIN
Why do you fight us, alien? Look at yourself. We're just like you. Prisoners of the humans....

All three close in. Merritt slashes the knife at all three Androids. Sparking off each one of them as the blade screams over steel.

MERRITT
There's two sides to everything. I've chosen mine.

LEINHEIN
You're one of us. An outsider.

MERRITT

Two differences: I'm flesh, you're steel. You kill because you like it. I kill only in self-defense.

LEINHEIN

Three: You don't have any attachments.

Silverborg fires plastic over Merritt and shrink wraps him. Leinhein opens his trouser press to fry Merritt's head. LS-SUN whirrs his saw blade next to Merritt's neck.

GARBY bumps against the wall.
Nowhere to run.
She has to fight.
She swings the fire ax out at Smith.

Smith pulls back, the ax whizzes past.
Missing.
He laughs.

GARBY

Let's make this quick.

SMITH EE17

Whatever you like.

Smith grabs the ax in his pincher, tries to yank it out of Garby's hands. She holds on, as Smith twists. Spinning her off her feet onto the floor.

SMITH EE17

Sitting this one out?

But Garby's still got the ax in her hands.

COBLENTZ fires screws at Nowlan's head.
Nowlan swings the rifle, blocks them just in time.
Coblentz laughs and fires again.
Pegging Nowlan in the shoulder.

COBLENTZ

Silicon works faster than brain matter.

NOWLAN

Really?

Nowlan fakes left, swings right.
And Coblentz blocks it.

COBLENTZ

Yes.

Nowlan fakes left, but SWINGS left.
Coblentz blocks it.

Coblentz laughs and aims his screw-gun hand at Nowlan.
Nowlan is trapped.

MERRITT is turning blue under the shrink-wrap...
He thrusts upwards with the knife, cuts open the plastic so
that he can breathe...

Merritt kicks LS-Sun in the chest, swinging forward, slices
Silverborg in the neck, spinning, kicks Leinhein in the face
moments before the trouser-press would have closed on him.

All in one move.
All three go down...

MERRITT

My lucky day.

All three roll to their feet and attack again!

SMITH EE17 looks down at Garby, smiles aluminum teeth.

SMITH EE17

I wish the warden could see you die.

Garby tries to escape without giving up the fire ax.
Impossible.

Smith moves his face in close, then his SECOND set of aluminum
teeth shoot out at her on their metal teether.

The teeth come within inches of Garby's face and SNAP closed.

Garby twists the ax handle, popping it out of Smith's grip.

She pivots the ax so that it swings...
Cutting off Smith's spare teeth at the tether.

GARBY

What sharp little teeth you have.

Smith screams and falls back.
The metal teeth scurry along the floor like a snake.

Garby SLAMS the ax head down on them, smashing them.

SMITH EE17

Play time is over.

Smith attacks.
Pinchers ready to do real damage.

NOWLAN is trapped in the corner.

COBLENTZ

You're going to get screwed.

Coblentz fires a volley of screws.

Nowlan twirls the rifle in his hands, hitting the counter top, POLE VAULTING over the counter out of harm's way.

Screws fire into the wall where Nowlan was only seconds ago.

NOWLAN

Your silicon chips missed that one,
huh? Did they see this one coming?

WHAM!

Nowlan cracks the rifle into Coblentz's head with enough force to send him over the counter.

Nowlan slams Coblentz with the rifle again.
Coblentz spins and strikes out at his face with a steel hand.
Nowlan uses the rifle to block.

CRACK!

Coblentz cuts the rifle in half with a powerful blow.
Then he aims his screw-gun arm at Nowlan and fires.

INT. HALLWAY #13 -- DAY

Ralph 124C41 and the second wave of Androids (three times as many as the first wave) finally crack open the door and rush down the hall to the Command Center.

INT. COMMAND CENTER -- DAY

Merritt has three Androids attacking simultaneously.

SILVERBORG aims his arm to fire shrink-wrap.
Merritt grabs the arm and twists.
Shrink-wrap covers Leinhein, vacuuming his arms to his sides.

Merritt flips Silverborg over his shoulder to the floor.

LS-Sun rushes him with the saw blade, Merritt grabs his arm, holding the saw blade away from his throat, struggling.

Silverborg gets back on his feet and attacks.
Merritt twists LS-Sun's arm, bringing the sawblade over Silverborg's neck... severing his head.
Head and body hit the floor... plastic oozes from his hand.

Leinhein uses his trouser press to melt off the shrink-wrap.
Rolls to his feet to attack.

MERRITT

Don't you guys ever give up?

LEINHEIN

Don't you?

MERRITT

Not when I'm having fun.

LS-Sun struggles to bring the saw blade to Merritt's neck as
Leinhein opens his red hot trouser-press over Merritt's chest.
Merritt spins LS-Sun around - the saw blade cuts off Leinhein's
left arm. Leinhein jumps back - but he's still in the fight.

Merritt pushes LS-Sun away from him.
LS-Sun revs his saw blade and charges.
Merritt waits until the last minute before stepping aside.

LS-Sun trips over Silverbog's body and hits the wall.
Saw blade getting stuck in the wall and SLAPPING his body up
against the wall until he is smashed into sparking bits.

Merritt turns to the Leinhein.

MERRITT

Thought I disarmed you.

LEINHEIN

I think we can still iron this out.

Merritt and Leinhein circle each other like caged beasts.

Silverborg's severed head bites Merritt on the leg.

Merritt punts the head out the window.
Turns back to Leinhein.
Too late.
Leinhein charges him.

Merritt jabs out with the knife...
Leinhein runs right into it!
The knife blade pierces his eye - fluids spurt.

Leinhein snaps at Merritt with the trouser-press...
But Merritt's reach is longer than the trouser-press.
Leinhein slowly shuts down - sparking and gurgling.

LEINHEIN

I'm Leinhein DD38, your personal valet.
Let me press your trousers, sir. Daisy,
Daisy, give me your answer true...

He falls to the floor - dead.

SMITH EE17 attacks Garby, pinchers ready.

SMITH EE17

I'll just take a little off the top.

Garby swings her ax at Smith's head.

Smith ducks, and the blade whizzes overhead.

Garby swings her ax at Smith's legs.

Smith jumps, and the blade whizzes under foot.

Garby swings her ax at Smith's stomach...

GARBY

Ah, just right.

WHACK! SLAM! SPARKS!

The blade connects big time, cutting Smith in half.

Both halves hit the floor: Dead.

COBLENTZ HL2000 fires screws at Nowlan.

Nowlan uses half of the rifle to knock the screw-gun arm down, the other half to hit Coblentz in the head.

Coblentz screws himself in the leg - sparking.

He reaims his screw-gun arm at Nowlan.

Nowlan tackles Coblentz to the floor.

The two wrestle across the floor.

Coblentz aims the screw-gun arm at Nowlan's head - fires.

Nowlan moves his head - the screw hits Coblentz in the face!

NOWLAN

You screw yourself.

Coblentz rolls over onto Nowlan, stitched body pressing him to the floor. The screw-gun arm touches Nowlan's neck.

COBLENTZ

Now I screw you.

Nowlan grabs a piece of broken glass, cuts open stitching, exposing Coblentz's metal insides. Cuts wires and hoses in Coblentz's chest, sparking and shorting and causing a gush of lubricating fluid to spew out.

COBLENTZ

Screw you...

Coblentz falls over, twitching... then dies.

Nowlan moves to his feet and looks from Merritt to Garby.

MERRITT

Let's get the explosives in place and
get out of here.

CRASH!

An android arm smashes through the window behind Merritt -
grabbing him... Ralph 124C41! Merritt struggles.

MERRITT

Get to the shuttle!

NOWLAN

You're our pilot.

MERRITT

I'll be there. Don't you trust me?

Before Nowlan can answer Merritt is YANKED through the window.
Garby looks at the window in shock.
Nowlan grabs her.

NOWLAN

He said he'll be there.

Garby nods - you just gotta believe - moves into action.

Nowlan and Garby push the cart of explosives out the door and
down the hallway towards the shuttle.

INT. PRISON COMMONS -- DAY

Ralph and Merritt crash onto the floor, glass raining, and
roll to their feet - facing each other.

In the commons behind them - the rest of the Androids. Hundreds
of them.

RALPH

Break on through to the other side.

Merritt is completely outnumbered...

INT. HALLWAY #6 -- DAY

Gernsbeck hears someone coming from the Command Center door
and tries to hide....

But it's Garby and Nowlan, pushing the cart.

GERNSBECK

Thank God. I've been waiting for you.

NOWLAN

Let's go.

They run down Hallway #6, pushing the cart of explosives.

AT THE CORNER TO HALLWAY #7 there is a moment of suspense. They don't know if Androids lay in wait around the corner.

Nowlan rolls out, ready for action.

INT. HALLWAY #7 -- DAY

Nothing.

The hallway is empty all the way to the shuttle bay doors.

Garby and Gernsbeck round the corner with the explosives.

GERNSBECK

Come on.

NOWLAN

He may need some help.

GERNSBECK

Fuck Merritt.

NOWLAN

Without Merritt we wouldn't be here.

Gernsbeck takes off down the hall to the shuttle bay doors.

AT THE SHUTTLE BAY DOORS

Gernsbeck realizes he doesn't have a mag-card on him. He can't get into the shuttle.

INT. PRISON COMMONS -- DAY

Merritt faces off against Ralph, the other Androids watch.

RALPH

Ready to die, Alien?

MERRITT

I'm ready to finish what I started.
Turn you into scrap.

WHACK!

Merritt kicks Ralph in the face.

Ralph laughs it off, pressing Merritt back towards the wall.

Ralph moves in to attack... rivet-arm ready.

Merritt grabs the rivet-arm, trying to keep it aimed away from his head.

Blam!

Blam!

Blam!

Hot rivets pepper the wall.

Merritt pulls the knife, tries to cut the wiring on the arm. Almost has it - but Ralph twists away. Blam! Blam! Blam!

Merritt finally gets the knife blade under the arm wire... Just as Ralph gets the rivet-arm to Merritt's head. The hot-riveter TOUCHING Merritt's forehead!

Ralph laughs mechanically... fires!

Merritt cuts the wire seconds before the rivet fires.

The rivet arm is dead.

MERRITT

Now we can have a fair fight.

Ralph yanks his arm away from Merritt...

Then slams it back into Merritt's face - knocking him down!

The knife goes skittering - lands on a steel plank.

RALPH

No one can fight an Android and win.

Flesh can't win against steel.

MERRITT

Is that right, tin man?

Merritt rolls to his feet and SLAMS into Ralph.

Ralph and Merritt trade punches.

Merritt takes the brunt.

He can't hold off this Android himself.

RALPH

You're no man of steel, Alien.

Ralph hits Merritt in the face.

RALPH

Die slow or die fast.

Merritt feels the gun in his pocket.

He could blow Ralph to pieces...

But he needs it for the detonator.

They trade punches - Ralph smashing Merritt with enough force to send him staggering back a dozen feet.

RALPH

We fight to the death. Your death.

Merritt spots his fallen knife on the steel plank. Steps on one end, flips the knife into the air, catching it.

MERRITT

I'm not dying today.

Ralph charges at Merritt - running right into the knife. Sparks from Ralph's chest.

But he isn't dead, just mad as hell.

Merritt swings the knife at Ralph's face, but he ducks. The knife severs the plastic casing over a power cord. The power cord sparks and sputters on the floor like a snake.

Merritt swings the knife again. Ralph knocks it from Merritt's hands.

RALPH

Now we have a fair fight.

Ralph starts pummeling Merritt with his fists.

Merritt tries blocking the blows, but flesh really is no match for steel. Ralph is going to beat Merritt to death.

The army of androids cheer in beep-bop.

INT. HALLWAY #6 -- DAY

Garby moves to help Merritt, but Nowlan holds her back.

NOWLAN

He said he'd be here.

INT. HALLWAY #7 -- DAY

Ralph slams a fist into Merritt's face. It knocks him a dozen feet backwards.

Merritt hits the floor HARD. He touches the gun again, wondering if he should use it.

MERRITT

No fucking way.

Ralph charges Merritt, ready to end it.

RALPH

Now you die!

Ralph grabs Merritt.
Merritt grabs the sparking electrical wire.
Forces it into Ralph's eye socket.
Ralph screams, sparking, and catches fire.

MERRITT

Knew you'd get a charge out of that.

Ralph falls over, sparking, twitching, dead.

THAT'S WHEN THE REST OF THE ANDROIDS CHARGE!

Merritt dives through the window into the Command Center.

INT. HALLWAY #6 -- DAY

Garby hears someone running towards them, is ready to attack.
But it's Merritt.

MERRITT

Come on! Come on!

He keeps on running.
Nowlan and Garby fall in beside him.

THE POUNDING OF HUNDREDS OF ANDROID feet echoes, as the Army
Of Androids ROAR down Hallway #7 to Hallway #6.

Merritt, Nowlan, and Garby run like hell.

Then Garby trips and goes down.
Hard.

THE ANDROIDS round the corner from Hallway #7.

Merritt sees that Garby isn't with them.

MERRITT

Garby?

He sees her on the floor, trying to get to her feet.

THE ANDROIDS race towards them.

Merritt goes back for her.
Grabbing her hand and pulling her to her feet.
He rolls the explosives cart into the charging Androids,
knocking the three in the lead down.

MERRITT

Come on!

They run like hell down the hallway, to the shuttle bay doors.

AT THE SHUTTLE BAY DOORS

Nowlan uses his mag card to open the doors.

Merritt pulls out his gun and takes careful aim down the barrel at the detonator button.

THE ANDROIDS try to get around the explosives cart.
More and more of them pouring into the hallway by the minute.
HUNDREDS of them!

MERRITT

Ready?

NOWLAN

Do it.

Merritt squeezes the trigger.
Firing the last bullet.
Bang!

Misses the detonator, but takes off an Android's head.

MERRITT

Swell.

NOWLAN

We won't have time for lift off if we
can't keep them away from the shuttle.

THE ANDROIDS press towards them.

GERNSBECK

I'll take care of it.

Gernsbeck charges the army of Androids.

GARBY

Daddy! No! No!

Nowlan and Merritt drag Garby through the shuttle bay doors.

INT. SHUTTLE -- DAY

Nowlan locks the shuttle door behind them as Merritt starts pressing buttons on the control panel.

MERRITT

Hope I remember how to drive one of these things.

He hits a switch, and the rockets engines begin to ROAR.

INT. HALLWAY #6 -- DAY

Gernsbeck is grabbed by the androids before he can make it to the detonator. He uses all of his strength to DRAG them back with him.

When Gernsbeck gets to the cart of explosives, an Android grabs him from behind, choking him.

ANDROID

Now you die, Warden.

GERNSBECK

Go to hell.

Gernsbeck presses the detonator button.

BLAAAAAAAAAAAAAAAAAAAAAAAAAAAAAM!

The Androids and everything else is blown to fiery bits. Flames race the hallways.

EXT. PLANET ISAAC -- DAY

The shuttle takes off from the docking bay, zooming away from the surface of Isaac and it's twin suns.

EXT. OUTER SPACE -- NIGHT

The shuttle zooms away from Planet Isaac.

BLAAAAAAAAAM!

Massive explosion blasts the entire prison compound to bits.

INT. SHUTTLE -- NIGHT

Merritt, Garby, and Nowlan look out the shuttle window at the scorched debris that was once the prison.

MERRITT

Think we used too much dynamite?

They laugh, clapping hands with each other.

GARBY
We're going home.

Garby smiles, and touches Merritt's shoulder.

FADE OUT.