

SKYFIRE
(one-hour pilot)
Registered
WGAW 2000585

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Adapted from the novel by Thomas Page

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COLD OPEN

VARIOUS QUICK IMAGES - STOCK

Bikini Atoll, pacific islands, A-Bomb explosions, mushroom clouds, ships exploding in the blast wave

NARRATOR MICHIKO KAYAMA

In the South Pacific islands in
1946, nuclear testing was designed
to test its effects on ships.

MORE RAPID IMAGES - STOCK

Navy crew hustling, a destroyer cruising, a giant laser gun mount aiming at the sky, men watching fearfully, brilliant FLASH of BLUE-GREEN BEAM searing the sky, burning through clouds.

NARRATOR MICHIKO KAYAMA (CONT'D)

Our latest test, Project Windowpane
will tell us the effect of cosmic
rays on ships -- and life forms. We
could discover the secrets of
nature.

FAST-PACED IMAGES - STOCK

Secret buildings, security measures, Chinese military, North Korean armies, shadowy figures watch computer screens, shadows with headphones listen.

NARRATOR MICHIKO KAYAMA (CONT'D)

Those secrets must be protected
from enemies listening. Government
entities want a weapon.

NATURE SCENES - TIME LAPSE - STOCK

BLUE GREEN LASER cutting through clouds, the atmosphere, bursting into space. SHIMMERING RAYS pour in... Storm CLOUDS boil...black clouds turn nasty-looking...TEST SHIPS catch fire...ANIMALS aboard in cages start smoking.

NARRATOR MICHIKO KAYAMA (CONT'D)

How will nature react? An open
window into space can let in
something our world doesn't know.
Can we control what happens?

STOCK SHOTS

URBAN SCENES, INTENSE CROWDED STREETS, PEOPLE, WORLD CITIES,
HURRICANE FURY, TIDAL WAVE, MUDSLIDE, FLOODS

NARRATOR MICHIKO KAYAMA (CONT'D)

If we don't succeed we'll be marked
men. If we do, there will be no
place to hide from Mother Nature.

EXT.- AERIAL VIEW - SOUTH SEA ISLAND (ITREK)- DAY

Gorgeous sunny day, clear blue sky and water. The island
looks like a paradise with a tramp steamer anchored in the
lagoon.

INT.- NAVY DESTROYER CONTROL ROOM - DAY

A technician sits at a control panel, poised and nervous.
CAPTAIN FARNSWORTH, (50s) chiseled, weathered with a kindly
face, watches the clock - 8:59.

Behind him at another control panel, LT. JAMESON, the Adair's
Meteorology and Oceanography officer, peers at a data screen,
reacts.

JAMESON

Captain! One of the weather
balloons has failed.

FARNSWORTH

Not now! Holden is the only one
with abort status. It's up to him.
Stand by.

He picks up the microphone handset.

INT.- COMMUNICATIONS AND DATA ACQUISITION STATION (CDA)- DAY

CLOSE ON JEFF HOLDEN, 30'S, handsome, lean and SWEATING.
Seated at an instrument panel, he scans the screens. His
hand is poised over the ABORT BUTTON.

FARNSWORTH (V.O.)

Fifteen seconds.

SAM MASON, 50's, a grizzled sea dog in Navy uniform chewing
on a cigar looks over Holden's shoulder.

MASON

What if it goes wrong? We die? You
can stop it.

Holden -- nervous, is now annoyed. His hand clenches,
trembles.

HOLDEN

Shut up, Mason. It's a beautiful day. Telemetry checks. Readings are good. Give me a reason.

FARNSWORTH (V.O.)

Firing is commenced.

MASON

Aw, shit...

...and he sneezes huge.

An eerie PULSING HUM blares from the com SPEAKERS -- Then SILENCE.

HOLDEN

Gesundheit.

Holden and Mason hold their breath, sweat dripping... A long tense beat...

EXT. HORIZON OFFSHORE ITREK - DAY

The blue sky turns grey then black as monstrous storm clouds appear out of thin air with impossible speed, turning the ocean black.

EXT. CDA ROOF - DAY

TEXT APPEARS OVER SCENE - "CDA ROOF ANEMOMETER"

It suddenly spins violently in a blast of wind.

EXT. CDA BUNKER WINDOW - DAY

A FACE stares out at the sky, eyes wide in amazement as...

EXT. ITREK - DAY

...swirling wind builds, palm trees beginning to sway.

Tucked back in the jungle, the CDA looms. Built over decades...a mix of old bunkers and modern, high-tech machinery.

The palm trees bend as the wind's fury increases. A MILITARY SIGN comes into view, "**U.S. Government Property. No Trespassing.**" Rain starts to pour down, PINGING off of the sign.

ANOTHER SIGN comes into view, "**U.S. Navy Weather Station.**" A SEAGULL perched on the sign huddles against the rising wind. A blinding FLASH... then a DEAFENING CRASH as lightning incinerates the bird into a ball of flame that falls to the ground flapping.

EXT. BUNKER WINDOW - DAY

The face at the window peers through sheets of rain. *Holy shit...its all Hell breaking loose!*

EXT. ITREK - DAY

A LIZARD sits on the sand next to the BURNING BIRD. As it darts away another BOLT OF LIGHTNING fries it into cooked goo.

INT. CDA CONTROL ROOM- DAY

The face at the window, HAROLD KILGALLEN, 31, pudgy and geeky cowers at the lightning... turns around.

KILGALLEN

Where'd it come from!?

EDWARD CROFT, 45, sits at his console...thin, wiry...intense eyes wearing steel-rimmed glasses.

CROFT

It's just a display of nature
Porky.

Holden pulls back a shield of metal and vulcanized rubber from another window. *He conceals his worry well.*

Mason leers over Holden's shoulder.

MASON

Blew up kinda fast, didn't it,
Holden?

HOLDEN

They predicted something like this
in the mission Red Book. They knew
the window heat would convect air
upward, *but nothing like this* --
There's a negative charge in the
ionosphere --

Croft sneers grumpily at Holden.

CROFT

-- English.

HOLDEN

The earth is trying to re-balance the electrical charge in the atmosphere -- You know how it does that? With a major thunderstorm.

CROFT

Dammit, I'm not gonna go out and check my lab specimens in a rain storm.

HOLDEN

My god! The barometer is dropping like... a damn lead balloon.

KILGALLEN

We're happy in our work -- Hey Croft, when you're wet, you'll stink more in this humidity, ya know...

(mouths silently)

...Asshole.

Another LIGHTNING BOLT pounds the CDA. The LIGHTS FLICKER, the video monitors crackle, flicker, and squiggle.

CROFT

I don't need your smart ass comments, pork chop.

Holden, collected but tense, nods to Kilgallen who patches into the RADIO. He hands the MICROPHONE to Holden.

HOLDEN

Adair. Come in, Adair. This is Itrek.

The com speaker CRACKLES, POPS and WHISTLES... Jameson comes through loud and clear.

JAMESON (O.S.)

You should be busy collecting data right about now, genius.

HOLDEN

We're getting hit by lightning so hard it's rattling the CDA. What's on your radar?

JAMESON (O.S.)
Looks like your storm's moving
south -- wait a minute...

Holden whips around. Locks eyes on Kilgallen's monitor.

JAMESON (CONT'D)
...directly against the prevailing
winds - at 29 knots! Coming right
at you. Kilgallen should be seeing
the same Sat feed I am.

Holden looks at Kilgallen who studies his screens, nods in
agreement.

HOLDEN
-- It's impossible!!

JAMESON (O.S.)
Says who? Welcome to the South
Pacific, home of the impossible
weather pattern. The island should
break it up in an hour or so.
Batten down the hatches. Give us
the all clear when it passes and
we'll begin evac protocol. Don't
forget. You owe me a report.

HOLDEN
(worried and pissed)
Yeah, yeah, roger that. Sure thing.
Over and out.

He drops the mic into Kilgallen's lap, who switches off and
shares a puzzled, concerned look with Holden.

CROFT
Relax. If Jameson says it'll pass,
it'll pass. You're too young to
know enough to get worried, flyboy.

DR. SILVIA AXTON, 30's, the oceanographer, disarmingly
beautiful, leans in from shadows, almost invisible until now.

AXTON
Maybe Mother Nature didn't like our
little Project Windowpane, did
she...

Mason sneers at Axton. He sweats bullets in the sticky room,
on edge with horniness. He glances at her sweat-damp khaki
blouse, made taut by her moist breasts inside. He grunts,
about to acknowledge the sight -- suddenly...

HOLDEN

You have something to say, Mason?,

Mason turns, smiles at Holden.

MASON

I told you... ya shoulda called it
off when you had the chance.

Croft, sits at a bank of video and data screens. Suddenly...

CROFT

God, look at this! The radiation
levels on the target are pegging.

The others rush over to see...

VIDEO IMAGES of test animals in cages -- goat, monkey, guinea
pig, hog -- all of them frantic with terror...

Kilgallen pores over a data screen...

KILGALLEN

Respiration, heartbeat, skin
temperature all rising.

CROFT

The window is open. Its the gamma
rays.

The com speaker blares out with Jameson't voice...

JAMESON (O.S.)

Itrek, what's your radiation
reading?

Holden checks another scope.

HOLDEN

No change here. Looks like we're
outside the window, thank god.

Visible relief from the group suddenly starts to turn into
something else.

CROFT

Something is not right. Don't you
feel it?

His steel-framed glasses spits a blue spark...

Their hair stands out from their bodies, ballooning around
their heads... tickling their arms and legs...

Shimmering blue coronas of electricity rise from their belt buckles, a pocket pen, a high school class ring...

HOLDEN

Electricity -- a huge charge
building...

KILGALLEN

Cut the main power. Go to
auxiliary --

Before anyone can move...

BLINDING LIGHTNING CRASH, tearing through the power grid,
frying the wires and monitors, sending shock waves of
electricity, sparks surging through the room.

HOLDEN

Get away from the walls. Don't
touch anything metal.

JEAN TREGASKIS, 40s and tired, bursts in the hall door in a
panic and runs right into Mason. She screams and cries at the
same time.

TREGASKIS

I CAN'T STAND THIS! THE LIGHTNING
IS HORRIBLE! I HATE THIS.

Mason watches her, shaking his head in disgust.

MASON

Give it a rest, will ya'?
(to Holden)
Isn't this place supposed to be
grounded, weather man?

HOLDEN

It is. Just do what I said.

Holden pulls back the window shield, peeks out...

EXT. ITREK HORIZON (POV) - DAY

SEVERAL GLOWING ORBS, yellowish-green, ghoulish, hover as if
studying Holden.

INT. CDA - DAY

Holden lifts the shield a bit further.

HOLDEN

What the fu...

...as an enormous BLAST OF LIGHTNING batters the CDA, the surge tossing him to the ground. He strikes his head hard.

The lights fail... ELECTRICAL FIRES sparking from the monitors, outlets, and cords... Holden loses consciousness for a second... Tregaskis SCREAMS, and the group is left in darkness as...

Holden's ears ring... he opens his eyes, seeing the rubber mats beneath his face. He looks around painfully... tries to pull himself up -- his eyes clearing slowly as...

...Beady-eyed SPIDERS appear, crawling toward him. They're everywhere... descending from the ceiling...skittering along the floor. He swats frantically as they climb his shoes, his legs. He struggles to his knees, but the room darkens -- He collapses, unconscious.

HOLDEN'S DREAM IMAGE

Holden is in a jet-fighter cockpit struggling to keep it under control... night... dark clouds...a raging storm rattles the plane violently... a warning ALARM sounds as...

INT. COLLEGE CLASSROOM - DAY - **PAST**

Holden's face as he recovers from the dream. PULL BACK to reveal...

He sits in a lecture hall surrounded by 20 STUDENTS, all 12-14 years younger than him, absorbed in their electronic devices. Holden is the only student using a pen and notebook...and it shows.

PROFESSOR TELLER, 60s, complete with straggly hair and frumpy clothing, lectures at the podium... clicking to the next slide.

TELLER

Who can identify the scientist who first created the concept of isothermal lines to visualize global climate patterns?

A beat... He waits impatiently. No one raises their hands. He clicks to the next slide.

TELLER (CONT'D)

Alexander von Humboldt - I like to think of him as the Nikola Tesla of earth science. Humboldt is the man who not only inspired Darwin's theories but also gave us our understanding of global climatology.

EXT. PARKING LOT - DAY - **PAST**

A large black SEDAN parks in front of the building, THORNE HALL, DEPARTMENT OF EARTH, OCEAN, AND ATMOSPHERIC SCIENCE.

Doors open... TWO BLACK SUITS emerge...polished, professional, out of place on a college campus... They coldly stride toward the doors.

INT. CLASSROOM - DAY - PAST

The two suits enter... Holden notices them, Teller doesn't -- until they approach him as...

SUIT 1

Excuse me, Professor Teller.

The students begin to rustle... The interruption stirs them into a HUM. Teller hears it...turns, startled at the men... fumbling as his rhythm breaks.

TELLER

Should you be here...? You're not supposed to be here

SUIT 1

We're looking for a Mr. Jeffrey Holden. Our records indicate that he is enrolled in this course.

Teller fumbles with the new student roster.

Suit 1 opens A FOLDER, referencing an AIR FORCE PHOTO. He glances up at Holden, and their eyes lock.

SUIT 1 (CONT'D)

(nodding at Holden)

Got him.

Suit 2 walks up the steps to Holden.

SUIT 2

Jeffrey Holden?

All eyes on Holden who nods, smiles flatly, a *pro under pressure*.

SUIT 2 (CONT'D)

Please, come with us.

Holden packs his NOTEBOOK into his BACKPACK and follows them out as...

Looking at his classmates.

HOLDEN

Eat your vegetables or this could happen to you.

Laughter...

INT. DARK ROOM - DAY - **PAST**

Holden sits, silently, waiting. The suits stand like sentinels.

A door opens, and in strides WHITSON, 60, carrying TWO FILE FOLDERS. He sits in front of Holden... curtly glances at the suits. Obediently, they vacate the room.

Whitson looks at Holden...a beat... Holden looks at Whitson...**silence**.

Whitson plunks the folders on the table. Emblazoned on the front of one -- "CLASSIFIED".

WHITSON

Jeffrey Holden...

HOLDEN

...and you are?

WHITSON

(ignoring him)

It doesn't matter.

(opens the folder)

The Air Force trained you in a non-standard variety of aircraft... I wonder why...

(refers to the folder)

...discharged. No reason listed. Was your departure from the Air Force amicable?

HOLDEN

(uncomfortable)

Does that matter?

WHITSON

Always curious about that one... So what do you like about meteorology?

Holden sits back, defiant but cool...

HOLDEN

Ok, you made you're point. You know who I am. You wanna tell me who you are and what this is all about?

Whitson studies him, pushes the file folder toward Holden.

WHITSON

It's about the weather, Mr. Holden.

EXT. DECK OF THE DESTROYER ADAIR - DAY - **PAST**

The sun beats down on the sea-swept deck of the ADAIR, an old but regal destroyer. FARNSWORTH, 55, chiseled and weathered from the sun and salt, watches as the helicopter lands.

Holden, A NAVY PILOT, and TWO OFFICERS disembark and lead Holden toward Farnsworth, who sizes him up upon approach. Holden nods but does not salute like the others.

FARNSWORTH

Holden, I'm Captain Farnsworth.
Follow me.

Holden walks with Farnsworth across the deck. They pass a GIANT CYLINDRICAL PLATFORM. Built atop the platform is an object that telescopes upward, a gargantuan of metal and glass.

HOLDEN

Is that it?

FARNSWORTH

That's classified.

Holden SCOFFS... rolls his eyes. Farnsworth smiles.

FARNSWORTH (CONT'D)

Kidding.

(a beat)

That's it. The Windowpane gun.
We'll test it on the Kincaid after you've settled onto Itrek.

HOLDEN

Is the rest of the team already there?

FARNSWORTH
They're below deck. Follow me.

As they walk, Farnsworth eyeballs him.

FARNSWORTH (CONT'D)
So you were a pilot? What did you fly?

HOLDEN
I fly both classes, wings and rotor.

FARNSWORTH
I mean what types?

HOLDEN
Name it.

Farnsworth reacts... moves on.

FARNSWORTH
Overachiever, huh? Good pilots are royalty -- even in... the Air Force. -- Why'd you get out, Holden?

Holden stops short, Farnsworth turns to him as...

HOLDEN
It stopped seeming like a good idea. I left a lot behind when I chose to be in the Air Force. I was hoping I could get some of it back by leaving.

FARNSWORTH
Did you?

Holden shakes his head.

HOLDEN
I don't know yet.

Farnsworth puts a hand on his shoulder.

FARNSWORTH
Bad idea to try and reclaim the past, son... Now you're out, you'll be lost for awhile -- Only natural.

Farnsworth goes on ahead. Holden lingers.

HOLDEN
Gee, thanks dad.

INT. ADAIR COMMS CENTER - DAY - **PAST**

Farnsworth pushes the door open, holding it for Holden. Inside, the entire team waits... Tregaskis and Kilgallen chatting quietly... Croft gawking at Axton who sits by herself, patient.

Mason paces. As soon as he sees Farnsworth, he immediately stands and salutes.

MASON
Sir.

FARNSWORTH
At ease, Mason. But quit your pacing, you're leaving marks in my floor.

Holden hovers just inside the doorway, the two officers flanking Farnsworth. One of the soldiers has a stack of FILE FOLDERS, and he distributes them to each individual.

FARNSWORTH (CONT'D)
If you would take your seats.

As Farnsworth says it, a MAN IN BLACK enters. He studies the group, nodding to Farnsworth. From the doorway:

MAN IN BLACK
I'm a Program Director at the Office of Naval Research. You may be wondering why you're sitting here with me. But I assure you, you were each hand-selected. You have been cleared. And by the end of this briefing, your roles will be very clear.

He walks to the front of the room and faces them.

MAN IN BLACK (CONT'D)
Ladies and gentlemen, welcome to the future of warfare. Welcome to Project Windowpane.

INT. ADAIR COMMS CENTER - LATER - **PAST**

A slide projects on a screen, and the man in black clicks forward to a shot of the KINCAID, a rusty old tramp cargo ship.

The room is claustrophobic. They sweat through their clothes, each one listening in their own way as...

EXT. DECK OF THE KINCAID - DAY

Tregaskis is placing potted plants on deck. Croft is carrying small cages with a monkey and a rabbit. He is rough with the animals. Tregaskis eyes him with disgust.

MAN IN BLACK (O.S.)

Tregaskis and Croft will ensure that the subjects are in assigned positions and properly monitored with full readouts prior to the test.

BACK TO SCENE - ADAIR COMMS CENTER - DAY

Croft fires Tregaskis a juicy look, and Tregaskis backs away. *He's like a predator - she's scared*

MAN IN BLACK

Once the test is complete, we will need comprehensive data on the effects. It is vitally important to determine survivability. So make careful observations.

The man in black clicks through various slides... Holden stares out the porthole to the sea. MOVE IN on his face...

INT. FIGHTER COCKPIT - **FLASHBACK** - NIGHT

Holden struggles at the controls in a violent storm...this is more violent and intense than the last time we saw him in the cockpit... rain and lightning tear at him in a steep dive... the fighter shakes, lurches and screams...

EXT. AIRCRAFT CARRIER DECK - **FLASHBACK** - DAY

An F-14 fighter powers its engines to full. A crewman is caught in the jet blast and blown overboard.

INT. 1980'S HOUSE - **FLASHBACK** - DAY

MRS. HOLDEN is sitting rigid in a chair listening to a NAVY CHAPLAIN. She hugs her six-year old son -- Jeff Holden, in grief. The boy Holden takes his mother's hand, squeezes it.

INT. HOLDEN'S APARTMENT **FLASHBACK** - NIGHT

A series of brief images, bits and pieces, like stream-of-consciousness memories...

Holden reaches for the call box on the wall

HOLDEN

Who is it?

A CHILD cries over the speaker, a piercing WAIL as -- GINA LAMBERT'S desperate voice is barely audible.

GINA (O.S.)

Jeff... Jeff, it's me. We didn't have anywhere else to go.

Rain taps gently on Holden's window. Looking out the window he sees...

A dark figure standing in the rain.

He opens the door...

GINA Lambert, 34, faces him, apprehensive, embarrassed -- her long chestnut hair dripping, hanging limply, and... Clinging to her, DENIS, 2 1/2, is overtired, whiny and squirming. She struggles to hold him...

HOLDEN

Gina, what a surprise.

(a beat)

You're a mother.

GINA

You're sweet. You look great, Jeff.

Her words ECHO IN HIS MIND OVER AND OVER.

GINA (CONT'D)

YOU LOOK GREAT...YOU'RE SWEET

Holden and Gina sitting on the sofa toasting with wine glasses...

GINA (CONT'D)

To three years ago...

HOLDEN
Please, tell me what happened.

GINA
-- A freak accident.

His pained expression says it all.

INT. CDA CONTROL ROOM - DAY

Holden stirs... lying on the floor... blinks again...looks at his legs and shoes in relief -- the spiders are gone...

He looks around in the gloom, lit by smoldering electrical components and smoking wiring.

The others are lying in contorted positions.

Lauren Tregaskis is huddled in a corner.

EXT. GARDEN - DAY - **FLASHBACK**

Lauren Tregaskis lovingly shows her six-year old NIECE a large green leaf.

INT. BOTANY LAB - DAY - **FLASHBACK**

Tregaskis is at a COLOR TV MONITOR showing an IR image of a plant leaf with an aura around it to a LAB ASSISTANT.

TREGASKIS
Plants have a sleep cycle just as humans do. You must respect that, and take good care of my babies while I'm gone.

EXT. NAVY WAREHOUSE - DAY - **FLASHBACK**

In SLOW MOTION Tregaskis is walking toward a huge, dark loading door side by side with Whitson. A 16-foot tall Venus fly trap looms over them with gaping jaws. Tregaskis, terrified sees a terrible sight in the warehouse -- huge machines grinding up plants and trees.

BACK TO SCENE - CDA CONTROL ROOM

Croft is lying with one finger in a puddle, alive but twitching. His face is expressionless, but his eyes twitch. *He looks 20 years older.*

INT. BERKELEY BIOLOGY LAB - DAY - **FLASHBACK**

RANDOM IMAGES

Croft is working among various animal cages -- rats, mice, guinea pigs. He injects one with serum. He is detached, cold.

He holds a mouse by the tail, hangs it over a container on the counter. In a flash a snake snatches the mouse out of his hand.

Whitson is seated with him in the lab, shows him a document file. He listens calmly as a snake winds itself around his arm. He deftly puts it in a cage as Whitson recoils.

Croft looks down at the floor and is horrified to see a giant snake slithering toward him. It starts to swallow his legs as...

BACK TO SCENE - CDA CONTROL ROOM

Croft regains consciousness with a shudder... looks around the room wildly. Dizzy, he struggles to rise... then Axton helps him up.

MASON (O.S.)

Holden!

Holden takes a deep breath...groans... looks at Mason in front of him.

MASON (CONT'D)

Holden, can you hear me?

Holden nods, groggy.

HOLDEN

We got hit?

MASON

Yeah, Jesus I must have been delirious... I was back at my Atlantic wreck 20 years ago.

Tregaskis cowers, huddled in a corner, terrified...

TREGASKIS

Why is this happening to me?

She rambles on half conscious, her face contorting in pain. She SCREAMS as...

Lightning hits the CDA again, and they all jump.

CROFT

Jesus Christ, what happened? We
gotta get outta here. Now!

The Com speaker crackles to life.

PILOT (V.O.)

Flight leader McClusky to Adair...
We're getting shear. Breaking off!
Heading back to the carrier...Adair
we're aborting this flight.

HOLDEN

Not likely.
(to everyone)
Stay away from the goddam window.

The group is exhausted. Their eyes lock on him in sudden
revulsion as they all scream...

TREGASKIS

Piss off!

CROFT

Fuck Off!

AXTON

Screw you!

Kilgallen is so surprised he bursts out laughing.

EXT. NAVAL AIR WARFARE SYSTEMS HQ -DAY

A very hi-tech complex, with as much below ground as is
showing above ground -- even that is hard to recognize -- It
looks like a snake's coils nestled in the earth.

INT. NAVAL AIR WARFARE SYSTEMS HQ - DAY

In a huge control room surrounded by large WEATHER AND DATA
SCREENS, An impeccably dressed woman, MICHIKO KAYAMA moves
gracefully -- she is radiant, sexy, and very smart --
observing weather data maps, screens -- taking it all in.

Through glass security doors strides ADMIRAL CLAY with the
authority of a senior Program Director. He matches her pace.

ADMIRAL CLAY

Kayama. News from Windowpane. The
firing went off a few minutes ago
right on schedule. Everything looks
good...despite your concerns.

KAYAMA

That is very good news. But,
Admiral, there is more to
Windowpane success than a
schedule...so much more.

Kayama turns away, notices a low pressure spot forming on one of the screens. How curious... Admiral Clay stares at her, stone-faced.

INT. CDA CONTROL ROOM- DAY

Croft looks at the floor. In wide swaths, the lightning strike has melted the rubber. He glares at Holden like its his fault --

Holden is unfazed...

HOLDEN

In a severe electrical storm,
rubber can actually be more
conductive than it is insulating.
This building's a weather station,
so it's built like a Faraday Cage.
Sort of like a car where the outer
layer is metal and drives the
lightning through the tires and
into the ground.

MASON

If we get hit again like the one
that blew out the window, we're
bacon.

CROFT

-- Doesn't matter what you call the
fancy cage. It's still a cage. I
say we make a break for the chop --

LIGHTNING CRASHES, eliciting SCREAMS and CURSES. RAIN pours into the open window, and Holden's eyes widen in fear.

HOLDEN

(shouts)

Do not lie down, and do not touch
the water! -- Stand or crouch --If
we're hit, the energy can pass
through us and into the floor.

Kilgallen helps Tregaskis to her feet. They hover to the center of the room away from the water... Croft paces, a lion in a cage... Tregaskis talks to herself, barely coherent...

TREGASKIS

Why did I agree to do this? Why did we do this? I can't be here.

HOLDEN

Lauren -- *not now*.

Kilgallen quickly surveys the power supply racks, careful not to step in the water or touch anything.

Croft grabs his shoulder and leans in close...

CROFT

Can we get through to the Adair? That's what I need to know from you, Porky.

Kilgallen, startled. Turns with hate in his eyes as...

KILGALLEN

Looks like almost all the gear is shot.

CROFT

Then so are we -- Unless we get to the chopper.

(to Holden)

You're the pilot. That's the main reason you're here. You can get us outta here.

Holden ignores him... looks around, hunting for a radio or a computer that is still humming. Desperate. Then...

HOLDEN

Not in this mess, I can't. We need to get through to Jameson -- see what the hell we're dealing with here. We need a break where it's safe to take off.

LIGHTNING STRIKES again, and Holden cannot help but look through the window...

Outside... FOUR YELLOWISH-GREEN ORBS. They float just above the horizon, far out at sea like two pairs of angry eyes.

Axton notices them and brushes close to Holden. *This is pretty damn spooky*, and she feels it.

AXTON

What is that? Is that the Adair?

HOLDEN

I don't know...I't can't be.

He turns, moves away.

The orbs don't move...just sitting there staring back...

AXTON

I don't like this, Holden -- What
the Hell's going on here?

Axton stares out, edging closer to the window - LIGHTNING strikes harder. She is blinded -- sees spots...reels and staggers as...

AXTON'S DREAM - EXT. OCEAN - NIGHT

Axton is treading water -- tired out and NAKED. She tries to float on her back to save her strength.

TWO GLOWING ORBS are coming toward her. They are the eyes of a HUGE WHALE swimming at her, mouth agape. Terrified... she swims frantically, desperately as...

MASON (O.S.)

(roars)

Call for help, goddammit --

INT. CDA CONTROL ROOM - DAY - PRESENT

MASON (CONT'D)

-- There's gotta be a backup radio somewhere.

KILGALLEN

Electrical storm will work hell with the frequencies. But I could always go to the Broadcast Room in the Comms Tower -- See if I can transmit from there.

HOLDEN

-- But then you gotta go out there.

KILGALLEN

Does the Seahawk have a portable radio in the hold?

HOLDEN

That's a good idea. It should --
But it's the same problem...

(MORE)

HOLDEN (CONT'D)
 Somebody would have to go out
 there...

Croft, stewing, loses it...

CROFT
 Jesus Christ, this is just a
 goddamn thunderstorm! I'll go. *God,*
you people are a bunch of pussy
cowards.

Holden squares off with him, coolly.

HOLDEN
 Ok. The chopper's closer than the
 Comms Tower. Kilgallen, you up for
 it? I'll go with you. If there's no
 radio in the Seahawk, we'll go to
 the tower.

CROFT
 I said I'd go.

Holden turns... glares at him...

HOLDEN
 I heard what you said. Let's stay
 within our specialty. Can you
 operate the Sat Comm from the
 tower?

Croft stews, fuming.

CROFT
 -- Little smartass.

HOLDEN
 I didn't think so...
 (to Kilgallen)
 You ready?

Kilgallen nods.

HOLDEN (CONT'D)
 If we can get through to the Adair,
 I have an idea to buy us some time.

Holden wastes no time, already heading for the door of the
 inner bunker when...

AXTON
 JEFF!

Axton's tone is distant -- chilling. *Holden's alarm bells go off...* turning to see Axton staring out the window...

AXTON (CONT'D)
Look, they're gone.

Holden glances over her shoulder and looks out the window.

HOLDEN
What's gone?

AXTON
Those things out there. They just
shot up into the sky. Like UFOs...
They were watching us.

No one has answers. A new anxiety grips them.

INT. BUNKER OFFICES - DAY

Holden, followed by Kilgallen, hurry through the vacant garrison offices full of 1970s-era furniture and the team's paperwork and files. They reach a door to the outside and exit to...

EXT. BUNKER COMPLEX - DAY

Holden squints through the wind... the rain pounding hard. He watches LIGHTNING strike, the ELECTRICITY sizzling through the puddles.

HOLDEN
GO!

Holden races in the direction of the HELIPAD, rain pelting them. Kilgallen is on his heels... fighting back the driving rain, and struggling to keep up.

Holden hears short, rapid bursts of LIGHTNING strike the ground like a machine gun...it's rippling toward them...Kilgallen doesn't see it as...

HOLDEN (CONT'D)
Kilgallen, get down.

Holden pushes Kilgallen forward, and he falls awkwardly, the lightning petering out several feet from them.

Holden pulls Kilgallen -- visibly shaken -- to his feet.

HOLDEN (CONT'D)
Hurry, we're out of time.

KILGALLEN
 (terrified)
What do you mean!? Is there a
 deadline now too?

HOLDEN
 I think it has to recharge before
 it can strike again.

Holden looks up at the sky...CLOUDS swirling angrily down toward them... wind growing... and in the distance -- those damn ORBS.

He points to them...Kilgallen instinctively looks back toward the bunker. But the chopper is just ahead on the helipad -- Holden pushes forward as...

HOLDEN (CONT'D)
 Run.

KILGALLEN
 Huh?

HOLDEN
RUUUUNN!

Holden bolts for the chopper... Kilgallen hustles behind. Slamming into the side of the chopper, Kilgallen huffs and puffs -- out of breath as...

Holden ducks inside, pulling Kilgallen into the cockpit with him.

INT. CHOPPER COCKPIT - DAY

Holden stares blankly out the window at the storm, for the first time seeing its edge -- the difference is striking-- Beyond the storm clouds, the sun shines on pure blue waters.

Holden rests his head back against the headrest, staring at the sparkling blue water.

Kilgallen still breathing heavily. Winded. He watches the BLACK CLOUDS in fear as...

KILGALLEN
 Do you think Croft's right? Is this
 just a bad storm... or --?

Holden reacts as A BOLT OF LIGHTNING flashes, hitting the CDA.

HOLDEN
I don't know, dammit.

KILGALLEN
You know about the weather. Have
you ever seen anything like this?
Like those--?

He points to the ORBS that hang on the horizon.

Holden pulls out his CELLPHONE. It's CRACKED, but he does
manage to snap a few pictures of the orbs from the cockpit.

HOLDEN
I've heard of ball lightning but I
don't know if it looks anything
like that...

KILGALLEN
...and the edge of the storm is
literally right there...

Holden is mystified.

HOLDEN
It's just not natural...

EXT. OCEAN HORIZON (THEIR POV) - DAY

RAYs OF SUNSHINE at the end of the darkness flicker into
shadow and are gone as the ominous clouds boil...

INT. CHOPPER COCKPIT - DAY

Holden notices that Kilgallen is nervously tapping his foot.

HOLDEN
You good?

Kilgallen looks out the cockpit window, eyes moving between
the light on the horizon and the TWO HOVERING ORBS.

He gets very, very quiet, stops tapping as...

KILGALLEN
I've been seeing things since the
blackout this afternoon. Weird
things. Like visions. I didn't know
what they were until now.

Holden not really listening. Distracted.

HOLDEN
What were they?

KILGALLEN
Those two damn orbs, the metal and glass of this cockpit... The horizon way out there. Mud and sand -- blood. It's like deja vu.

Has something short-circuited their brains? Holden understands...

HOLDEN
I'm seeing things, too. It started just after we fired Windowpane.

Kilgallen looks a little relieved.

KILGALLEN
Really? You, too?

HOLDEN
Yeah.

KILGALLEN
Thank God. I thought it was just me. What're you seeing...?

HOLDEN
Spiders. Everywhere. I hate spiders. I've hated them since I was a kid. I saw them again when the big bolt hit the CDA and knocked me out.

KILGALLEN
What's happening to us...?

He drills Kilgallen with a look.

HOLDEN
How the hell do I know. Find the radio will ya.

EXT. OCEAN - DAY

Up close the two orbs look huge as they fly slowly 100 feet above the black ocean, glowing brightly against the dark clouds. They approach a small boat.

Waves slam into the Japanese FISHING BOAT. Dark clouds swirl overhead, rain pounding on the deck, traps CRASHING against the sides. A small JAPANESE CREW struggles to hang on.

INT. JAPANESE FISHING BOAT - DAY

The SHIP'S CAPTAIN, KANABE, an aged man with a chiseled face, looks at HIS NEPHEW, HEIKO, in the corner of the wheelhouse MURMURING to himself, staring out at the ocean, calling for help on the radio... Kanabe tries to keep the ship steady

TWO JAPANESE MEN enter, bursting into frantic Japanese, pointing through the porthole. Heiko knows its serious... he rushes to the door and sees...

EXT. JAPANESE FISHING BOAT (POV) - DAY

Three orbs hover, glowing brightly against the dark storm.

MEN scramble with nets and riggings, trying to stabilize the catch and gear.

INT. JAPANESE FISHING BOAT - DAY

Kanabe barks at Heiko and the others.

KANABE
Soreha Nandesuka?

HEIKO
Raito ga kaettekita.

The boat lists violently in the waves.

Kanabe beckons to Heiko who stumbles over to him, struggling for balance... Kanabe at the wheel, switches places with Heiko... peers through the porthole...

The orbs hover just above the ship. Kanabe looks back at his nephew.

HEIKO (CONT'D)
Karera wa nandesuka?

His face is stern, fearful.

KANABE
KU!!

EXT. OCEAN - DAY

The orbs surround the small vessel... FLICKERING... the storm intensifying... waves lashing up onto the deck.

The orbs brighten, and in a sudden FLASH, they erupt with lightning, striking the water around the boat. A bolt streaks in the open door amid SCREAMS...

EXT. CDA BUNKER WALLS - DAY

The CONCRETE WALLS show CRACKS. A LIGHTNING BOLT strikes the corner of a window frame and a crack widens, the edges beginning to crumble.

INT. CDA CONTROL ROOM - DAY

Croft is trying to boot up a computer screen...

Mason is using a dry fire extinguisher on something behind a console.

Sylvia Axton stares apprehensively at the concrete ceiling as dust drips down on to the notebook she is writing in.

Tregaskis sit at her workstation deep in thought.

TREGASKIS

Electric charge!... We took a dose... Croft, if you can get a link, check the bio feeds from the Kincaid.

CROFT

Way ahead of you... It's all here. Not just vitals. Encephalograph reading shows me the brain waves! Alpha waves. Beta waves. Everything was charged.

Axton joins in.

AXTON

If it happened to those poor animals as well as humans, its not unreasonable to suppose it happened to every living thing on the island -- Birds? Beetles? Mice?

TREGASKIS

Electrical fields! I use them in plant research to stimulate reactions... Wait a minute. Did you know that you can cause hallucinations in people by inducing an electrical current through certain parts of the brain?

AXTON

You mean memories, visions?

Mason looks puzzled.

MASON

I don't get it. You mean we got a
needle stuck in our heads or
something?

CROFT

Thoughts are electrical waves.
Memories are neural paths -- an
arrangement of electricity. The
human body is an electrical field.
Like animals and machines.

Tregaskis gestures to the whole room...

TREGASKIS

Some kind of current passed through
all the electrical circuitry--

MASON

It was a rotten experience!

AXTON

We all have our own thoughts, don't
we?

MASON

I'd like to know yours...

CROFT

They're as individual as
fingerprints.

INT. HELICOPTER COCKPIT - DAY

Holden watches the horizon -- alone in the cockpit...

He closes his eyes. His breathing betrays the strain...

MONTAGE

...air force troops on parade...missile strikes on
targets...military pomp... roadside bombs... Arab mobs...jet
fighters... helicopters firing -- *More images in the mind of
a man weary of militarism, yet defined by its discipline,
pride, and adventurism.*

KILLGALLEN (O.S.)
Look out Holden!

BACK TO SCENE - HELICOPTER COCKPIT

Kilgallen rummages behind him. He pulls a case from the stow, holds it up for Holden.

KILGALLEN
Pay dirt! We're on a roll now, eh
buddy.

Holden recovers with an effort.

HOLDEN
Thank God, let's go.

Holden points to the CDA.

HOLDEN (CONT'D)
The CDA can't handle many more
strikes before the cage fails and
we're exposed inside.

Kilgallen hands the radio to Holden.

KILLGALEN
Why won't it stop. It's like it
hates us

HOLDEN
I think it recharges after each
strike, so we need to be
ready...Ok, Kilgallen? This time we
run like we never have before...

He sees the look on Killgallen's face.

HOLDEN (CONT'D)
OK?

Killgallen is terrified at the thought.

HOLDEN (CONT'D)
Come on, Harold. You can do this.

KILGALLEN
Holden... I want you to know...
I ran a 10.6 In high school...

Holden understands. A twinge of sympathy flickers as...

HOLDEN
(smiles)
You'll be fine...

Waiting... tensed... Holden almost ready... Kilgallen grabs him by the sleeve for support -- his eyes wide in fear, staring at the cockpit door.

Holden is wound tight -- about to launch. Then it comes -- a huge LIGHTNING BOLT strikes the CDA.

HOLDEN (CONT'D)
Now! Go!

Holden leaps from the cockpit, Kilgallen on his heels

INT. CDA CONTROL ROOM- DAY -

The group hovers around the window, watching, waiting, as Holden and Kilgallen finally emerge from the chopper.

Tregaskis is visibly relieved to see them.

Croft stares ahead unblinking.

Axton is more anxious than ever.

Mason crowds in.

EXT. BUNKER COMPLEX YARD - DAY

...a brief second as Holden slams the door shut...then he darts off towards the bunker... Kilgallen runs clumsily, lagging behind... Holden running fast, looks back... trips, falling hard.

INT. CDA CONTROL ROOM- DAY

The group watches Holden scramble to pick up the radio as a tremendous BOLT OF LIGHTNING sears through the sky hitting Kilgallen squarely.

They watch in horror as his screaming body is blown from his feet -- and flies through the air...

Holden is thrown to the ground, knocked unconscious.

Tregaskis covers her face -- the rest of the group stunned -- as Kilgallen's body crashes against the wall in front of them... They recoil in horror from the window as...

...another BOLT OF LIGHTNING drives directly through Kilgallen, charring him, SMOKE emanating from his BURNED CARCASS

Tregaskis SCREAMS, and the group erupts in panic.

Holden lies in the dirt, blood trickling from his head, not moving as...

DREAM IMAGES

Holden standing at attention in ranks while a spider climbs up his uniform, coming up his shirt toward his face...

He is lying in bed and a giant spider moves toward him...

A Dali-esque world where he is riding a spider and others follow...

A MAN who looks like an older Holden (*Because it's his father*) backs toward the edge of the aircraft carrier deck as a fighter jet blows spiders out its engines at him and he is blown over into the sea... then suddenly...

INT. HOLDEN'S APARTMENT - NIGHT - **PAST**

A screaming two-year old's contorted face looms large, as Denis howls in rage. He is pulling on Holden's military RUCKSACK, trying to drag it away.

Gina hurries in, sees...

GINA

Jeff, stop it. You'll hurt him.

Holden yanks the rucksack and tosses it next to the door.

HOLDEN

(sternly)

Don't mess with it! Leave it.

GINA

He doesn't understand. He's only two and a half.

Denis looks right at him and gives him a raspberry, spraying right in his face. Gina is shocked and bursts into laughter at Holden's comic expression.

INT. HOLDEN'S LIVING ROOM - NIGHT (**LATER**)

Holden sits on the sofa, shirtless.

Gina's hands touch his naked shoulders from behind... She is wearing only an OVERSIZED T-SHIRT.

HOLDEN

Hey... I'm packed for my trip-of-a-lifetime tomorrow. We've got to figure out what you're going to do.

GINA

I picked a bad time ...after three years.

Holden nods, understanding.

HOLDEN

We didn't have a chance. We would have argued for sure. Military was in my blood.

GINA

...Like your father and grandfather...

HOLDEN

Was! I'm out now. Almost afraid to lead a normal life...

They kiss, longingly, his hands finding her shirt, pulling it up over her head.

HOLDEN (CONT'D)

I want you and Denis to stay here while I'm gone.

Her hands caress his shoulders. She stares into his eyes.

EXT. BUNKER COMPLEX YARD - DAY

Holden's head RINGS, and his vision is blurry. He looks up... sees SPIDERS descending from the sky... He swats at them, blood running down his head... but instead of spiders, his hand connects with the palm frond that struck him...

The palm tree is split almost completely down the middle by the bolt of lightning. He looks around... squinting... vomiting as he sees Kilgallen lying in a heap against the CDA -- the body is charred, mouth hanging open, tongue singed and black, eyes gooey and running onto the ground.

Holden stumbles to his feet... finds the RADIO and grabs it... his legs like jelly...and he runs -- the bunker door within feet. He clutches the handle and...

INT. CDA BUNKER OFFICES - DAY

...he pushes the door open, throwing himself inside and onto the floor just as THE BOLT STRIKES. It destroys the door frame, splintering the wood, narrowly missing Holden.

He stumbles away, deeper into the complex...

INT. CDA CONTROL ROOM- DAY

Holden throws the door open, slams it shut, locking it in place with the metal bars that complete the cage... He falls to his knees... cringing against FLASHES OF LIGHTS AND GRISLY VISIONS OF SPIDERS.

The group is frozen, staring blankly at him.

MASON

Are you hit?

He is still dazed and dizzy...fighting against them but cannot shake the visions -- as if the lightning has invaded his mind.

AXTON

Are you ok... Holden? Jeff?

LIGHTNING strikes the roof. Mason looks up at the ceiling -- the cracks.

MASON

We haven't been hit that hard since you left. It must be after you!

TREGASKIS

You fool. It's after ALL OF US!.

Axton and Mason rush to help Holden to a chair... Croft hovering near the window... Tregaskis, morbid, in a state of shock... All watch in silence as Holden comes around then...

Croft's face turns ugly. He advances on Holden as...

CROFT

You got Kilgallen killed. It's your fault.

Holden tenses. His right hand clenches into a fist...

HOLDEN
I really blew it -- I shoulda let
you go instead.

Croft stands rigid. Coiled with anger.

MASON
It's happened. It was fuckin'
horrible. Most horrible thing I've
ever seen. It's not goin' to happen
again --

WHAMM. An achingly LOUD LIGHTNING STRIKE.

They instinctively cower and duck. Angry terrified reactions.

Mason brings over a chair as Axton unpacks the SHORTWAVE
RADIO Holden has dropped...

AXTON
Holden, it's not your fault. He
took the risk.

HOLDEN
Thanks for that.

With a deft move from a SWISS ARMY KNIFE, she slices open a
PACKAGE OF BATTERIES, puts the radio on the chair, loads them
in.

Mason pulls Holden into a corner, away from the others.

MASON
That radio is only gonna announce
our deaths.

HOLDEN
What're you talking about?

MASON
You have no idea how serious this
is. But I do. You remember our chat
on the beach yesterday?

HOLD ON HOLDEN'S FACE - MOVE IN

EXT. - ITREK BEACH - DAY - **PAST**

Mason and Holden walk along the beach. Behind them Croft is
loading small animals in cages on to an inflatable boat,
Tregaskis is loading potted plants. Anchored offshore is the
KINKAID, the tramp steamer that will hold the test subjects.

MASON

Things I know about the south
pacific would shrivel your dick.
You've never heard of the Ourang
Medan... Ghost ship 1947... One
year after the Atomic tests started
in this area. Radioman sent a Morse
code distress call, said the whole
crew was dead. His last words were,
"I die." Rescue ships came two
hours later -- and the whole crew
was dead...

HOLDEN

Why? What the hell...?

MASON

There wasn't a mark on them. They
were lying on deck staring up at
the sky, some pointing up in
horror. Now what do you suppose
killed them?

HOLDEN

Ahhh...UFO's?

MASON

Shit! There's sea stories that'd
make your hair fall out. I know
things. I've got instincts...
Bermuda Triangle, gravity holes in
the ocean, rogue waves...

INT. CDA CONTROL ROOM - DAY- **PRESENT**

MASON (CONT'D)

*...it's all something to do with
the weather - and it scared them to
death. What have we cooked up here?*

The radio crackles to life in Axton's hands.

LIGHTNING CRASH as soon as the radio is powered on makes them
all jump.

CROFT

Goddammit!

Croft glares out the window. He sees that the strange ORBS
have returned again. While he watches, Axton holds out the
RADIO MIC to Holden, who takes it. He nods to her.

HOLDEN
Itrek calling Adair... Come in,
Adair.

Silence on the other side of the line.

TREGASKIS
C'mon... Get through...

Holden closes his eyes, breathing into the radio.

HOLDEN
Jameson. Come in, Jameson. Are you
there?

Holden grits his teeth.

HOLDEN (CONT'D)
Jameson. Are you on the radio?
Anybody?

JAMESON (V.O.)
Holden, storm or no storm, you
still owe me a report.

HOLDEN
Are you kidding? We're getting
slammed by the biggest storm I've
ever seen... One dead, and we're
pinned down in the CDA.

JAMESON (V.O.)
Shit. So get to the chopper and get
out here.

HOLDEN
What's your position?

LIGHTNING STRIKES, and it reverberates throughout the inside
of the CDA.

JAMESON (V.O.)
We had to head out to sea when the
storm hit. We're 60 klicks east of
Itrek.

Holden watches with horror as the LIGHTNING passes through
the puddles before finally grounding out.

HOLDEN
I need you to listen to me really
closely, Jameson. No jokes, no
bitchiness.

JAMESON (V.O.)
 (a change in the tone of his voice)
 Ok, Holden.

Holden looks around at the team. *They are beaten... the radio and his idea their only hope.*

They are hanging on the next words out of Holden's mouth.

HOLDEN
 I need you to turn it back on.

JAMESON (V.O.)
 What... The sat feed?

HOLDEN
 No. Windowpane.

Holden releases the button, listening for a reply.

CROFT
 That's your idea? Turn it back on?

Holden looks over the team -- all skepticism, disbelief

CROFT (CONT'D)
 This is crazy. We just have to get to a chopper. We can get there. You just did! You heard Jameson. 60 clicks from here, the skies are blue.

AXTON
 And that doesn't strike you as odd, Croft?

CROFT
 What's fuckin odd about it, Doctor Axton?

They stand off as Holden waits desperately at the radio, Tregaskis and Mason hovering closer and closer to him.

FARNSWORTH (V.O.)
 Holden. Are you feeling OK, son?

Holden takes a deep breath, relieved, and pushes the button to talk again.

HOLDEN
 No, Captain, I'm not. I suspect Windowpane has some relation to this weather.

(MORE)

HOLDEN (CONT'D)

When the launch punched through the ozone -- I think it had a ripple effect on the ionosphere.

JAMESON (V.O.)

So you think the storm is due to a polarity imbalance?

HOLDEN

Disturbance in the ionosphere can trigger geomagnetic storms. But the Windowpane laser punched through it entirely. The balance hasn't just been disturbed - it's atmospheric chaos. I don't know what might happen.

The group is visibly confused, and Croft steps up to the radio, wedging close to Holden.

Holden stares down Croft.

CROFT

Some of us want to make a break for a chopper.

HOLDEN

I don't know if I can fly it in this storm.

Croft's eyes narrow. Fire in his eyes.

CROFT

We can make it. We just got a bunch of weak-ass tree huggers in here. Most of 'em are busy crying and whining about going home without actually doing anything about it.

FARNSWORTH (V.O.)

I agree with Lieutenant Croft. You can fly anything, can't you, Holden?

Holden and Croft stare each other down, two alphas ready to strike. Holden's eyes widen. Suddenly he realizes --

HOLDEN

Lieutenant Croft, huh?

CROFT

You didn't think they were gonna leave you civilians with an ancient petty officer like Mason to baby sit ya, did you?

Holden glances over... reads Mason's face...

Mason looks ready to rumble...

HOLDEN

With all due respect, Sir, you're not here. For all I know, you're sitting in your swim suit getting a sunburn on the deck of your destroyer. Is that about what it is where you are?

The line is silent... the insult has worked.

FARNSWORTH (V.O.)

You better have a point son -- Now.

HOLDEN

We may make it to the chopper. But what then!-- It's suicide to fly in winds like this.

FARNSWORTH (V.O.)

It's gonna play itself out. It'll pass.

HOLDEN

How long will that take? In the event that it doesn't, I don't want to lose any more of my team. We didn't sign up for a one-way trip.

It is the first time that he's claimed them, and it hangs tensely in the room.

FARNSWORTH (V.O.)

Tell me what happened...exactly.

HOLDEN

Kilgallen's dead, Sir.

FARNSWORTH

How?

HOLDEN

He was FRIED.
The gear in here is all fried.
We're sitting ducks.

Silence.

FARNSWORTH (V.O.)

What do we achieve by turning
Windowpane back on?

HOLDEN

The Kincaid is anchored just off of
Itrek. Since the Kincaid was the
original target, I think this has
become the epicenter of the
disturbance. If you launch
Windowpane again -- but in a
different direction -- the
epicenter may become more diffuse,
and will hopefully weaken the
storm. I don't think we need more
than a few minutes.

Everyone is stunned into silence. The entire group -- except
Croft -- looks desperate and disappointed... *Holden's plan is
hopeless.*

FARNSWORTH (V.O.)

Mr. Holden, this is not a science
fiction movie. We're not going to
fire the weapon just to see if the
storm responds.

(a beat)

Croft. Take over.

CROFT

Yes, Sir.

Croft exalts in the job. He draws a PISTOL, points it at
Holden.

Holden gently pushes the microphone into its cradle. He palms
the table gingerly before standing up.

CROFT (CONT'D)

All right, Holden. Chopper. Now.

HOLDEN

Is everything about you a lie,
Croft?

CROFT

No... I do kill animals for a
living in the name of progress --
Let's go.

Croft clutches the GUN, pointing it at Holden. The barrel twitches with Croft's nerves.

HOLDEN
Calm down, Croft.

CROFT
You heard Farnsworth. We're going to the chopper.

MASON
Croft, if Holden can't fly the chopper or it gets struck by lightning once we're airborne, we'll all die.

CROFT
Holden. Chopper. Now.

Holden looks around. Axton and Mason file in behind Holden, standing off with Croft.

HOLDEN
Croft...

CROFT
Shut up, Holden.

HOLDEN
Croft, listen to me. If we can get Farnsworth to fire Windowpane, even for a few seconds, I believe it'll help break up the storm.

CROFT
You believe it will? We're supposed to go along with this just because you bel...

From behind, Tregaskis sneaks up on Croft. Winding up speedily, she slugs him on the head with the FIRE EXTINGUISHER. Croft falls in a heap, knocked unconscious.

The group is stunned, looking at Tregaskis. She's angry.

Mason jumps on the GUN, pointing it at Croft as he bleeds onto the floor from a gash in his scalp.

TREGASKIS
I hate that man.
(a beat)
Holden, get us home.

Holden springs to action, firing up the radio, finding the frequency and letting the dead air hang for a second before:

HOLDEN
Adair. This is Holden.

No response, and Holden looks grimly at the group.

HOLDEN (CONT'D)
Come in, Adair.

Another FLASH OF LIGHTNING surges through the CDA -- *electric energy crackling through the room*. Holden backs away from the radio.

HOLDEN (CONT'D)
Adair. Please come in.

TREGASKIS
Why aren't they responding? Can't they hear us?

AXTON
The storm might be too strong.

HOLDEN
Adair? Come in, Adair.

AXTON
God, I wish Kilgallen were here.
He'd know how to work it.

Finally, the static clears...connects ... and they wait -- listening...

FARNSWORTH (V.O.)
Holden, put me on with Croft.

Holden breathes a sigh of relief.

HOLDEN
He's incapacitated, Sir.

FARNSWORTH (V.O.)
What?... What the hell is going on there?

HOLDEN
He was threatening us and Tregaskis knocked him out with a fire extinguisher.

Silence on the other end of the line.

HOLDEN (CONT'D)

Captain?

Axton steps up, takes the microphone.

AXTON

This is Doctor Axton, Sir. We believe Holden. We weren't willing to risk our lives to take off in this storm.

Again, silence on the other end of the line.

HOLDEN

Captain, you need to turn on Windowpane. If we can't divert the storm... even just for a few moments... I think we'll all die in here. If we break for the chopper now, we'll get hit for sure.

Silence as the group studies Holden. They are now convinced by his conviction.

HOLDEN (CONT'D)

I saw the CDA from the outside. Every time lighting strikes the frame, it weakens. It can't take much more.

MASON

Captain, are you listening?

TREGASKIS

Do you want us to die out here?

FARNSWORTH (V.O.)

What if you're wrong and turning on Windowpane has no effect?

HOLDEN

If I'm wrong, it won't matter. One way or another, we'll probably be dead. Then where does Windowpane stand?

The LIGHTNING pounds the CDA again, and the tiniest cracks produce small puffs of disintegrating concrete -- the metal cage straining to contain the fury of the storm.

FARNSWORTH

I would have to have authorization. I can't fire it on my own decision.

They all scream out in anger and frustration.

MASON
CAPTAIN!

TREGASKIS
WE DON'T HAVE TIME!

AXTON
WE CAN'T WAIT FOR THAT!

HOLDEN
Shut up. Shut up everyone.

Precious seconds of tense silence click by... nothing... They are devastated, angry, despondent.

HOLDEN (CONT'D)
Farnsworth... Captain, are you still there?

No reply, and the group continues to hang, listening to the crackle of dead air.

MASON
Did we lose him?

AXTON
Oh God, no.

INT. NAVAL AIR WARFARE SYSTEMS HQ -DAY

An aide rushes down the corridor and bursts into...

INT. ADMIRAL CLAY'S OFFICE - DAY

He freezes instantly as he sees...

Admiral Clay and Whitson are deep in conference. Clay looks up in annoyance. Whitson turns his head away from view.

AIDE
Sorry, sir. An urgent call from Windowpane ops. There's been a death.

Clay jumps up and heads for the door.

CLAY
Goddammit!
(to Whitson) Excuse me.

INT. OPERATIONS CENTER - DAY

Clay is listening to the satellite-link call from Captain Farnsworth, with TWO TECHNICIANS at his side.

FARNSWORTH (O.S.)

There's no time for the details.
But they are insistent. They
really are in dire danger. We
simply don't know why.

CLAY

No! Firing again takes prep. Its
not a solution.

Kayama hurries in, alarmed. The comm link remains open emitting NOISY SOUNDS of the destroyer crew operations.

KAYAMA

You must not fire the laser under
any circumstances.

CLAY

Relax, Kayama. Didn't I just tell
him that?

KAYAMA

I can not believe Holden would
suggest such a thing. He is a
fuckup after all. It might cause
severe damage.

CLAY

Yeah, doc. That's already the
issue. There has been a death. It
was lightning.

Kayama is stunned.

CLAY (CONT'D)

Could it be caused by the test?
You're supposed to know this.

KAYAMA

I need to know more. We have only
taken the first step. We have
damaged the ozone layer once. Its
a very dangerous step, but we know
it was necessary. We cannot afford
to do it again. We now must study
the data and build on this tragic
first step.

Clay is thinking - turning it around.

CLAY

A second burst would give us an idea of what its real power could accomplish.

Kayama goes rigid with anger.

KAYAMA

It is NOT a weapon. It is only for solar Geoengineering.

Clay responds angrily... immediately waves at the techs as...

CLAY

Clear the room.

They leave. Clay just stares at Kayama.

Clay (CONT'D)

i shouldn't have to remind you -- this is not to be discussed in front of other personnel.

KAYAMA

Admiral I joined this project for only one purpose --

CLAY

-- You were cleared only due to your qualifications. I'm still waiting to see your qualifications demonstrated.

Her serene face reveals nothing that she is thinking...*"is that lecherous intent...or is it only pitiable military mindset..."*

KAYAMA

We have a long path to travel, you and I... we each must follow it.

CLAY

Damn right...! And hope it doesn't diverge.

Kayama smiles politely, *patronizingly* as...

KAYAMA

Do you know what prevents the world from overheating? The ozone layer.

(MORE)

KAYAMA (CONT'D)

The only reason to damage it -- as we have done -- is to learn how to strengthen it and reflect more radiation away into space. Solar radiation modification...

CLAY

I hope you do save the planet. Someone has to...

KAYAMA

If we don't, planet warming cannot be stopped. Human beings are too divided -- by country, by ideology, by bureaucracy -- to act effectively to prevent it. Even Sir David Attenborough realizes that without saying it...

CLAY

My immediate concern is the safety of the men under my command. I have to think of them first. If another firing will help -- Your atmosphere modification is just as much a gamble. Adding particles to the atmosphere, increasing or creating clouds... deliberate climate change has its own potentially dangerous side effects -- Admit it.

Kayama is silent.

WHITSON

It could also lure policymakers and scientists away from the effort to cut greenhouse gases.

They turn to see Whitson standing in a shadow by the doorway.

WHITSON (CONT'D)

Authorize it.

INT. CDA CONTROL ROOM - DAY

Everyone in the CDA is tense, waiting... suddenly the com speaker crackles... relief comes over them like a wave.

FARNSWORTH (V.O.)

All right, Holden, you win. We're gonna turn on Windowpane for twenty seconds this time.

(MORE)

FARNSWORTH (V.O.) (CONT'D)
Leave the line open, and be ready
to move on our signal...

INT. CDA CONTROL ROOM (FIVE MINUTES LATER) - DAY

Holden paces the CDA as Croft regains consciousness...
struggles to a chair. Mason stands over him, pointing the
PISTOL directly at him. Tregaskis backs away.

Croft is the first to break the tense silence as...

CROFT
What did you do?

Mason cocks the gun... Croft eyes him.

CROFT (CONT'D)
You don't have the balls to pull
that trigger.

MASON
The hell I don't.

CROFT
You know my rank now. Now its
mutiny.

Holden steps in abruptly.

HOLDEN
No one's pulling a trigger. Not on
my watch.
(a beat)
Mason?

Mason looks at Holden... nods, lowering the weapon.

HOLDEN (CONT'D)
We're waiting for the signal. Once
Windowpane is launched and the
storm dissipates, we move.
Understood.

Croft says nothing, eyeing the gun.

HOLDEN (CONT'D)
Do you understand, Croft?

He hisses.

CROFT
I understand.

The CB radio crackles, immediately drawing their attention.

FARNSWORTH (V.O.)
Holden, launch in 60 seconds.

CROFT
Sir, I tried to...

FARNSWORTH (V.O.)
Save it, Lieutenant. You had your
chance. Now we do it Holden's way.

Croft scowls at Holden as the seconds click by. Holden takes a deep breath and in the background, a firing sequence commences.

FARNSWORTH (V.O.)
Counting down. 10. 9. 8.

Tregaskis edges closer to Axton and Mason.

FARNSWORTH (V.O.)
7. 6. 5.

The low HUM of Windowpane makes it difficult for them to hear the countdown as the weapon fires up. Croft grimaces.

FARNSWORTH (V.O.)
4. 3. 2.

The hum of Windowpane rises to a penetrating SQUEAL.

The group cringes as Farnsworth shouts the final number above the noise from the Windowpane laser's catalytic accelerators.

FARNSWORTH (V.O.)
1.

THWUMP! -- **The JOLTING SOUND OF A THRUST as the weapon fires.**

Holden closes his eyes, waiting as the thunderous sound reverberates throughout the CDA.

INT. CDA CONTROL ROOM - DAY

Holden looks out at the sky...still raining but the pitch black has been replaced by a dull grey... Now it's a mild thunderstorm. Holden turns to the group as...

HOLDEN
If you need anything from the
offices or sleeping quarters, get
it now. We muster in 5.

Croft grimly locks on to...

Holden... as a smile crosses his face.

Mason begins gathering the gear in the CDA.

INT. CDA CONTROL ROOM - DAY

Holden keeps watching. He can see the DARK CLOUDS converge, pushing upward into the sky, an angry vortex of electrical energy. The dull grey sky changes to a billowing white, and only a MIST OF RAIN remains.

EXT. SATELLITE VIEW OF ITREK ISLAND - DAY

The black mass of the raging THUNDERHEADS moves from the island and out to sea.

INT. CDA CONTROL ROOM - DAY

Holden grabs the radio, nodding to the door.

HOLDEN

Looks like the storms have
converged, and we have our opening.

Mason, Axton, and Tregaskis hustle through... Croft waits for them to depart... then he corners Holden...

CROFT

You better be right.

Holden brushes him off.

HOLDEN

Look outside! I am right.

Croft is wound as tight as a coiled spring.

CROFT

You listen to me, you smug fuck. I know you think you're smart. But to me, you're the worst kinda coward -- A quitter who couldn't handle the service. And you think you can come in here and try to tell us all what to do.

Holden keeps it together -- barely.

HOLDEN

It doesn't matter what you think of me. I just saved your life... Now let's go home.

Croft stands off with Holden... tense, face to face...

CROFT

I hope for your sake we never have to see each other again.

EXT. DECK OF THE ADAIR - DAY

RAIN patters on the deck. Farnsworth stands with JAMESON... looking up at the sky as...GREY CLOUDS swirl angrily around them, pushing upward into the atmosphere. Rain gets heavier by the second... finally forcing Farnsworth and Jameson to go below deck.

INT. CHOPPER - DAY

Holden pulls himself up into the cockpit. Axton sits next to him as the rest, including Croft, hustle into the back.

A LIGHT RAIN mists on the windshield, and Holden sits there, watching outside... He looks back at the CDA in the mirror... there is Kilgallen, dead, in a charred heap... He looks off onto the blue horizon again.

INT. BRIDGE OF THE ADAIR - DAY

Farnsworth watches the storm rage around the Adair... waves slamming against the hull. He grips the console for support.

The CREW work diligently but whisper nervously...

... Jameson -- *Well, his world is crashing down* as...

The first BOLT OF LIGHTNING pierces the sky, rattling off of the deck... ANOTHER BOLT follows closely -- splitting the sky and driving right into the metal of the bridge.

Jameson jumps up, startled... Farnsworth gently pushes him down into his chair. Jameson grabs for the radio...

INT. CHOPPER - DAY

The group is chipper and upbeat... Even Croft smiles... Holden, helmet on and ready to go, fires up the engine as...

The bird whirls to life... Holden puts a hand on the collective.. As he begins to pull up, his helmet radio CRACKLES... the signal choppy, breaking up...

FARNSWORTH (V.O.)
Adair... Itrek... respond...

Holden taps his helmet...pulls his hand off of the collective...

HOLDEN
Adair, come in... Go ahead Captain.

FARNSWORTH (V.O.)
Do not... Adair...
(a beat)
...Storm...

HOLDEN
Sir? You're breaking up...

The line clears briefly.

FARNSWORTH (V.O.)
...Don't come to the Adair...

HOLDEN
Why, Sir?

FARNSWORTH (V.O.)
...Getting hit hard... winds

The group notices Holden's dismay and listens, their faces changing instantaneously as...

FARNSWORTH (V.O.)
The storm... found us...
Mayday... MAYDAY.

Holden pulls sharply on the collective and the craft rises quickly into the air and heads out over the ocean.

FADE TO BLACK