

The Final Solution

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FADE IN:

EXT. JERUSALEM - ICE CREAM STORE - DAY

SUPERIMPOSE: "JERUSALEM, ISRAEL, 1976"

ADULT ALVIE BRANDT, (44), sits beside his WIFE, (30s) at an outdoor table. She hands him some ice cream cones.

ADULT ALVIE

Berr! Elle!

A young boy and girl in matching outfits run over with excited faces. They take the cones and begin licking.

BERR

Dad, we talked to that bird and it talked back!

ADULT ALVIE

What bird?

ELLE

That one!

Elle points at a blue parrot that is perched on the canopy of a cart on wheels, the color of its feathers identical to the one that escaped Treblinka the day the Brandt family arrived.

Adult Alvie stares at the parrot, momentarily transfixed by the memory.

BEGIN FLASHBACK:

EXT. TREBLINKA - DEPORTATION SQUARE - DAY

SUPER: "TREBLINKA EXTERMINATION CAMP, POLAND, MARCH 1, 1943"

The gates swing closed, corralling the Jews in the square.

YOUNG ALVIE (11), clings to his MOTHER (30s) and little brother, BERRIN (7/8), frightened and confused.

LOUDSPEAKER (O.S.)

(blares)

Men to the right! Women to the left!

ARMED UKRAINIANS force the mass of frightened Jews to split into two columns. They form lines. At the front, they surrender their valuables onto a table. SORTING COMMANDOS collect them into piles.

A HUSBAND and WIFE hold onto each other, refusing to join the lines.

UKRAINIAN #2 strides over and lashes her with a whip. Her husband shields her. The Ukrainian shoots him in the head with a pistol.

The wife covers her face, sobbing. Ukrainian #2 notices her wedding ring. He whips out a knife and cuts her finger off. She SCREAMS.

Ukrainian #2 tosses her finger and ring in a bucket full of rings.

Alvie, shocked, looks away. His gaze settles on...

An OLD MAN standing in line takes in the horror around him. In his hands he holds a bird cage with a BLUE PARROT. It flaps around, scared.

The old man opens the cage and releases the parrot. As it flies away, German soldiers shoot at it. Tears stream down his face while the soldiers laugh at the entertainment.

FADE TO BLACK

SUPER: "IN 1943, AN SS OFFICER'S FAMILY BOARDED THE WRONG TRAIN AND WERE TAKEN TO THE TREBLINKA EXTERMINATION CAMP..."

DISSOLVE TO:

EXT. BERLIN CITY PARK - DAY

ELEONORE BRANDT, (30s), blond hair, sky blue eyes, steals a glance at her husband while she dabs ice cream from the faces of her sons; ALVIE (11); playful and scrawny, and BERRIN (7); shy and giggly.

SUPER: "BERLIN, FEBRUARY, 1943"

BALDEWIN BRANDT, (30s), black hair, immaculate Nazi uniform, stoic, speaks to a MAN (30s) in civilian clothing behind a nearby bush. They exchange envelopes, then part company.

Baldewin tucks the envelope inside his uniform jacket and returns to his family. Eleonore glances at the other park patrons. She steps closer to Baldewin.

ELEONORE
(whispers)
Did you get it?

BALDEWIN
 (whispers)
 Not now, Eleonore.

BERRIN
 (loud)
 Get what, Mama?

ELEONORE
 (panics)
 Hush, Berrin!

Baldewin lifts Berrin and swings him around playfully, causing Berrin to giggle.

BALDEWIN
 It's a secret!

BERRIN
 Is it a surprise for my birthday?

BALDEWIN
 Birthday? You just had your birthday!

BERRIN
 It's been a whole year, Papa. My birthday is in a few days, silly!

BALDEWIN
 Ohhh...that's right. Now I remember. We're going to celebrate your birthday in Posen, right?

Baldewin sets Berrin on his feet, then tickles him lightly. Berrin giggles, then trots away to climb a tree with Alvie.

Baldewin turns to Eleonore, nods, and pats his jacket where the envelope is safely tucked away.

ELEONORE
 (nervous)
 Why must you meet those people in such public places?

BALDEWIN
 (sotto)
 Because it is less suspicious than sneaking around in alleyways late at night... We talked about this already... Smile!

Baldewin nods at a passing couple. Beside him, Eleonore obediently smiles.

EXT. BRANDT RESIDENCE - THE NEXT DAY

The house stands two-stories tall with a garden parallel to the west wing. A fence gates off the house from the street.

INT. DINING ROOM - DAY

Porcelain figurines and lamps decorate the wall. A sparkling chandelier hangs above the large dining table.

The sun shines through the open curtains. The Brandt family sits at the table eating breakfast.

Baldewin sings marching songs. Eleonore smiles as the boys eat, bobbing their heads to the singing.

A Jewish maid, NAOMI SISKIN (20s), mousy hair, plain, enters from the kitchen to refill the boys' milk glasses.

Mid-song, Baldewin stands, grabs Naomi's hand and dances with her around the table. She laughs as the boys clap along.

Baldewin finishes and bows to his family and then to Naomi. She curtsies. Eleonore forces a smile.

EXT. BERLIN STREETS - LATER

People stroll along the sidewalks, going about their shopping or to dine at outdoor restaurants.

The Brandt family takes an afternoon stroll. Eleonore's hand is tucked in the crook of Baldewin's elbow. Berrin and Alvie hold hands and swing their arms as they skip ahead of their parents.

A WOMAN wearing an armband with a yellow star approaches from the opposite direction. Hunching her shoulders, she bows her head and steps out of their path. As she walks away, Alvie stares at her.

EXT. BAKERY - MOMENTS LATER

The Brandt family steps out of the bakery with fresh pastries in their hands. They continue their stroll while eating. A commotion captures their attention.

The Jewish woman from earlier is questioned in the bakery line by GESTAPO OFFICERS. They pull her out of line and search her coat, finding hidden biscuits.

GESTAPO OFFICER #1

What are you doing with these? It's illegal for Jews to bake or sell bread.

WOMAN

(nervous)

I was returning them. They are stale.

GESTAPO OFFICER #1 takes a bite of the biscuit.

GESTAPO OFFICER #1

(mouth full)

Tastes fine to me.

The woman looks down, submissive. The officer spits the biscuit on her.

GESTAPO OFFICER #1 (CONT'D)

You're under arrest.

WOMAN

No, please...

The woman runs while everyone watches. The officers chase her, yelling. Two more GESTAPO OFFICERS cut her off at the end of the street. She spins, desperate to escape.

She sobs as they close in on her. One officer punches her in the face. She falls. All four officers kick and stomp her as she tries to crawl away, bleeding.

She pulls herself onto the sidewalk, pleading. The pedestrians back away. GESTAPO OFFICER #1 pulls out a revolver and puts it to the back of her head.

GESTAPO OFFICER #1

Fucking Jewish vermin.

BANG! A bullet rips into her skull. Blood mist. Everyone in the area jumps as the gunshot ECHOES.

Eleonore pulls her sons close, presses their faces into her chest. She scowls at the scene.

ELEONORE

Don't look, boys.

GESTAPO OFFICER #1 smirks at the bloody body. Alvie peeks under Eleonore's arm. The dead eyes of the Jewish woman stare back at him.

The officer notices Baldwin's uniform and gives him a Nazi salute.

Baldwin hesitantly returns the gesture. His distress shows on his face, distraught that his family witnessed the execution.

A German pedestrian ignores the woman's body and steps over the pool of blood forming on the sidewalk.

BALDEWIN

Let's go home.

Baldwin gently escorts his family away.

INT. BRANDT RESIDENCE - BALDEWIN'S STUDY - THAT EVENING

A walnut desk, bookshelves on both sides, and expensive paintings express Baldwin's taste in comfort. Framed photos on a shelf show young Baldwin with friends and family in Poland.

A RADIO PLAYS the BBC evening news, commenting on the war efforts in Germany and across Europe. Baldwin glances at the radio when Poland is mentioned, he listens attentively for a moment.

On a rotating globe, Baldwin shows his sons the countries the Reich has conquered, illustrating his travels.

BALDEWIN

...and now I'm back where I love
life the most.

He slowly removes his finger from the globe and pokes Berrin in the stomach.

BALDEWIN (CONT'D)

Here!

He tickles him, Berrin squeals with delight...Baldwin walks over to his desk. The boys follow.

Baldwin sits and pulls a bottle of cognac and three glasses from a drawer. The boys' eyes light up. Baldwin pours a shot in each glass.

BALDEWIN (CONT'D)

It's time my boys put some hair on
their chests.

He hands each a glass, then toasts. They mimic the gesture.

BALDEWIN (CONT'D)
Here is to Germany, Hitler, and an evening of adventure.

Baldewin gulps down his cognac. The boys do the same, then cough and cringe. Baldewin laughs.

BALDEWIN (CONT'D)
More?

Berrin shakes his head, sticks his tongue out. Alvie braces himself and offers his glass for a refill.

BALDEWIN (CONT'D)
That's a good Brandt. Berrin, run and see if dinner is ready, and ask Naomi for a glass of milk.

Berrin leaves. Baldewin hands Alvie another glass of cognac.

BALDEWIN (CONT'D)
This is the proper way to celebrate amongst comrades, or for special occasions.

Baldewin wraps his arm around Alvie's shoulders and smiles at his son.

BALDEWIN (CONT'D)
Cheers.

They tilt their heads back and finish their cognac. Alvie shakes his head and coughs, then makes a pained face.

Baldewin slaps his son on the back, proud.

ALVIE
Do all soldiers drink like this?

BALDEWIN
Only the bravest.

ALVIE
I can't wait to be in the Wehrmacht someday.

BALDEWIN
Very admirable, my boy. But that's why your Papa is fighting now. So you won't have to later. I want you to be a good German when you grow up.

ALVIE
I want to be like you, Papa.

Berrin bursts into the room.

BERRIN
Dinner is ready!

Baldewin holds up the cognac and a glass.

BALDEWIN
Do you want one more before dinner,
son?

Berrin makes a face, then races off down the hallway.

Baldewin and Alvie share a chuckle.

INT. ALVIE AND BERRIN'S BEDROOM - NIGHT

The room is filled with laughter. Eleonore kneels between the boys, tickling them. They kick and roll on the bed with glee.

ELEONORE
Had enough, yet?

The boys are out of breath, still giggling.

BERRIN
Not me!

Eleonore pounces on Berrin, using both her hands to tickle him. He squeals.

ALVIE
(laughing)
He's going to wet the bed!

Eleonore stops and slides off the bed.

ALVIE (CONT'D)
Mom, will you sing us to sleep?

Berrin claps his hands joyfully.

ELEONORE
Tuck in, first.

The boys scramble under their covers as Eleonore begins to sing. She sits next to Berrin's bed, lays her head on the quilt with her blond locks spread.

As she sings, Berrin, with his eyes closed, runs his fingers through her hair, dozing off. Alvie nods off too.

Eleonore finishes the song, stands up and pulls the covers tighter over her sons.

ELEONORE (CONT'D)
 (whispers)
 Good night, my sweet princes.

She kisses them on the foreheads and quietly exits.

INT. BALDWIN'S STUDY - MOMENTS LATER

Baldewin sits in his chair, jacket unbuttoned, reading the newspaper.

Eleonore approaches and sits on his lap. She lights a cigarette.

BALDEWIN
 Sounded like you and the boys were
 having a party.

ELEONORE
 It's a little trick I learned. The
 harder they laugh, the faster they
 fall asleep.

BALDEWIN
 Does it work on husbands, too?

Eleonore sets her cigarette in the ashtray. She raises her hands, fingers curled playfully, then tickles Baldwin.

He restrains her arms while leaning back, laughing.

BALDEWIN (CONT'D)
 Okay, okay, I believe you!

She stops and Baldwin holds onto her wrists, then gently moves his hands to her soft palms. He interlocks his fingers with hers and holds them up to his lips...kisses. Eleonore embraces his yearning.

Baldewin hugs his wife tight, her chin resting on his shoulder.

A thought strikes Baldwin; he sits upright. Eleonore stands and walks over to the liquor cabinet. She pours herself some vodka.

BALDEWIN (CONT'D)
 (urgent)
 Before I forget...

He digs through a desk drawer, rifling through files. He pulls out a stack of papers.

BALDEWIN (CONT'D)
 Here are your train tickets. Don't be late. I've already told Naomi to remind you when the train leaves. Also... and these are far more important than the tickets... Keep them with you at all times.

He gives her Aryan papers, which depict her face and contain information confirming that she and her sons are Germans. She flips through them.

ELEONORE
 (jokes)
 Even a German has to prove they are German.

Baldewin laughs.

ELEONORE (CONT'D)
 (hesitant)
 Baldewin... You don't regret leaving Poland, do you?

BALDEWIN
 What are you talking about? I became a German citizen when we married, remember? I even changed my name from Burski to Brandt, for you.

ELEONORE
 Yes... but, well... It scares me, you meeting with those people in secret like you do.

Baldewin takes her waist in his hands and pulls her close.

BALDEWIN
 I still have friends and family in Poland. Since the war started, it's the only way I can get news and make sure they are okay. Do you expect me to abandon them completely?

ELEONORE

It's just that... I am so proud of you. You--my husband--are going to be Obersturmbannführer. I'd hate to see you throw it all away...

BALDEWIN

This promotion belongs to us all. But you and the boys, you're my life. You'll always come first with me. Don't worry, my darling.

Eleonore gives him a look. She desires him. She gulps her vodka, then leads him by the hand out of the study.

EXT. BRANDT RESIDENCE - THE NEXT DAY

A car idles while the driver loads Baldwin's luggage into the trunk.

Alvie and Berrin stand in their pajamas, half asleep. Eleonore's silk robe barely conceals her figure.

ELEONORE

Give your father a hug and kiss before he goes, boys.

Baldwin crouches in front of them.

BALDEWIN

I know our visit was short, my sons, but your father has duties. I wish I could stay longer.

ALVIE

Don't worry, Papa. I will watch over Mama and Berrin.

Baldwin smiles at his eldest and hugs both of them tight. He kisses their heads, then stands.

Eleonore holds back tears.

ELEONORE

(Good bye, darling.)
Auf Wiedersehen, Liebchen.

Baldwin kisses her passionately.

BALDEWIN

(Good bye.)
Auf Wiedersehen.

Baldewin gets in the car and it pulls away from the curb. He turns to watch his family waving as they get smaller in the distance.

EXT. STREET ALLEY - DAY

Alvie hangs out with SEVEN OLDER GERMAN BOYS (13/14) -- troublemakers. They take turns throwing stones at a tree.

A bird lands on a branch.

GERMAN BOY

I bet you can't hit that bird,
Alvie!

Alvie winds up and throws a stone. He hits the bird. It falls from the branch, wounded.

The German boys are impressed. The ELDEST BOY throws his arm around Alvie's neck.

ELDEST BOY

Nice throw, Slim!

Remorseful, Alvie stares at the bird flopping on the ground.

Laughter stops when the German boys notices FIVE JEWISH BOYS (12/13) round the corner, yellow stars on their coats.

The German boys, led by MAX, form a line and scowl at the unwelcome Jewish boys.

MAX

You know where you're at, Jews?

The Jewish boys are quiet, only their leader, ARIEH, speaks.

ARIEH

We thought this alley was empty.
I'm sorry. We just came to play.

ELDEST BOY

This is our alley, Jews! You want
to play here, then you got to fight
us for it!

The older German boys get riled up, posturing, crowding...

ARIEH

We'll go.

ELDEST BOY

Fucking right you will! We should
give you a beating anyway, you six-
nosed bastards!

Arieh stares down the German boys. His FRIEND pulls him by
the arm. He relents and turns away.

MAX

My father said Germans have a right
to kill every Jew!

Arieh stops abruptly, slowly turns, cold rage in his eyes.

The German boys jeer and taunt him.

Arieh charges. Midway, he grabs a stick from the ground. His
friends do the same.

The German boys arm themselves with rocks and lumber.

The two groups collide in a fury of swinging and yelling,
punching and kicking.

The two leaders bash together, wound each other. Max tackles
Arieh to the ground and cracks him over the head with a rock
-- blood flows.

Arieh rolls him over and bites down on his left cheek. Max
screams.

As the fighting ensues, Alvie stands frozen in fear, his
whole body shaking... His bladder empties. Ashamed, he runs
from the brawl as fast as he can.

INT. BRANDT RESIDENCE - DAY

Alvie bursts through the front door, breathless.

ELEONORE (O.S.)

Alvie?!

Eleonore's FOOTSTEPS MARCH toward the front door. Alvie
composes himself as she approaches.

ELEONORE (CONT'D)

Where have you been, young man?

ALVIE

I...I was with my friends.

ELEONORE

Did I give you permission to hang
out with your friends after school?
...Did I?

ALVIE

(head hanging)

No.

ELEONORE

We've been waiting for you! I get
so worried when I don't know where
you are!

Eleonore smells urine, notices the stain on his pants.

ELEONORE (CONT'D)

(sharp)

What happened?

ALVIE

Nothing.

ELEONORE

Nothing? Wetting your pants is
nothing? You're such a little liar.
Just because your father isn't here
doesn't mean you get to go wherever
you want and then lie about it.
This family has rules, you know.

ALVIE

Father said I'm the man of the
house when he's gone.

ELEONORE

Oh, now you're the man of the
house? A little boy who wets his
pants?

Alvie tears up with rage and embarrassment.

ELEONORE (CONT'D)

Go to your room and don't come down
until dinner!

Alvie runs up the stairs.

INT. BRANDT RESIDENCE - KITCHEN

Naomi draws the curtains, crosses to the stove, then returns
to preparing dinner, stirring pots as they boil.

She opens the oven to check the bread. Then sits at the table, chopping vegetables. Berrin enters, she smiles at him.

NAOMI

I bet I know what you want...

Berrin climbs on her lap. She reaches over to a block of cheese and cuts a slice for him.

NAOMI (CONT'D)

Just one.

Berrin bites into it. She goes back to chopping vegetables. He finishes the cheese, then looks up at her again.

NAOMI (CONT'D)

I said one...

Berrin makes a sad face, eyes wide, lower lip pouting. Naomi rolls her eyes.

NAOMI (CONT'D)

One more. That's it. Dinner will be ready soon.

She slices the cheese. Berrin giggles triumphantly.

NAOMI (CONT'D)

(playful)

You know, they always say Alvie is the rascal, but you're the one they need to keep an eye on. I can see you selling out your own mother for a nice pair of legs. And you're the spitting image of your father, too. A handsome devil... but more sly.

BERRIN

You think I'm a devil?

Naomi sets him on his feet, then leans close to his face.

NAOMI

I'm sure of it.

She playfully rubs her nose against his.

NAOMI (CONT'D)

Now run along, you little cheese bandit.

Berrin skips out of the kitchen. Naomi resumes chopping.

INT. BRANDT RESIDENCE - DINING ROOM - LATER

Arranged in the center of the table there are fruits, cakes, and sausages. A radio plays "Lili Marleen."

Alvie and Berrin take bites from the appetizers while Eleonore watches from the head of the table.

Naomi enters the room with a steaming kettle and ladles generous servings of soup into their bowls. The family slurps their soup.

BERRIN

Thank you, Naomi.

Naomi winks at him.

NAOMI

Would you like anything else, Mrs. Brandt?

ELEONORE

(terse)

Refill our drinks... and more bread... Thank you, Naomi.

A NEWS BREAK interrupts the MUSIC as Naomi leaves the room. The BBC BROADCASTER announces the situation on the front.

BBC ANNOUNCER

(radio broadcast)

Hitler had quickly taken over more of Europe, but now is halted on several place at the East Front. The Germans lost Stalingrad, the Allied Forsces' first big fictory.

Eleonore changes the radio frequency.

A GERMAN VOICE takes over --

GERMAN PROPAGANDIST

(radio broadcast)

... Hitler loves peace. So why is it impossible to reach an understanding with peaceful methods?

Eleonore cringes at the radio as the boys listen, trying to understand.

GERMAN PROPAGANDIST (CONT'D)

Perhaps because of the different meanings we give to the same word.

(MORE)

GERMAN PROPAGANDIST (CONT'D)

The Reich chancellor's peace means
 "Give up all hope and resistance,
 and surrender to all my claims. Do
 not discuss the justice and accept
 my wishes as to the inevitable law
 of the historical development of
 the greatness of the Reich."

Eleonore gets up and turns the radio off. She returns to her chair as Naomi walks in with a pitcher of milk.

Naomi refills their glasses. Berrin fidgets. He has a question.

BERRIN

Mama...what's the Reich?

Naomi's hands begin to shake as she pours. Eleonore notices.

ELEONORE

It's something we don't need to
 discuss at the table, Berrin.

Alvie smiles mischievously.

ALVIE

The Reich is who daddy serves.
 Their job is to relocate all the
 snip-cocks and six-noses. And if
 they resist, then they--

Eleonore slaps Alvie hard across the face. Naomi is shocked. Berrin starts to cry.

ELEONORE

I said not at the table!

A hand-print forms on Alvie's cheek; he snuffles, fighting back tears. He darts out of the room, humiliated.

Naomi picks Berrin up, comforts him.

ELEONORE (CONT'D)

Give him to Mama.

BERRIN

No!

NAOMI

Shhh...it's okay, love.

Eleonore snatches Berrin away from Naomi, holds him close and rocks him back and forth.

INT. BRANDT RESIDENCE - BALDWIN'S STUDY - DAY

Eleonore sits at Baldwin's desk, reviewing train schedules while she smokes a cigarette. Their tickets sit nearby.

She glances at a grandfather clock, then loads paper in a typewriter and begins to type.

INSERT - TYPEWRITER

A letter regarding Naomi's maid status and value as a skilled worker. The letter is succinct and sterile, nothing personal.

INT. BRANDT RESIDENCE, DINING ROOM - SAME TIME

Naomi serves the boys sausage and biscuits.

NAOMI

Eat fast boys, the taxi will be here soon.

The boys gobble their meal. Berrin stuffs a whole biscuit in his mouth, then tries to chug his milk. It runs down his chin.

Alvie looks up, his cheeks packed with food.

ALVIE

(mumbling)

Berrin looks like a chipmunk.

Naomi laughs and pinches Berrin's stomach.

NAOMI

Nice and plump, just like a hen.

The boys laugh, food spraying from their mouths.

NAOMI (CONT'D)

Now get washed up and go wait by the door.

INT. BALDWIN'S STUDY

Naomi enters with one of Baldwin's uniforms on a coat hanger.

NAOMI

I had this pulled out of storage and cleaned.

Naomi neatly folds the uniform into a suitcase and clicks it shut.

NAOMI (CONT'D)

I had the britches taken in, too, so it will look nice and new for his promotion ceremony.

Eleonore doesn't look up from her typing.

ELEONORE

When will the taxi get here?

NAOMI

Any moment now... The boys and the rest of the luggage are waiting by the front door. Is your itinerary in order?

Eleonore rises to her feet. She takes the stack of papers and sets them neatly on the desk, the train tickets on top.

ELEONORE

Of course... Naomi?

NAOMI

Yes, Mrs. Brandt?

ELEONORE

We are not going to be gone very long... There is something Baldwin wants you to do while we're away.

NAOMI

Ma'am?

Eleonore reaches into the top drawer of the desk and pulls out some documents. She walks over and places them in Naomi's hands.

Naomi looks at them. She's confused by the Aryan forgeries.

ELEONORE

(cold)

He wants you gone before we return. These are top quality forgeries. We paid a lot of money for them. You shouldn't have any trouble getting through the checkpoints.

Naomi's face turns dreadful.

NAOMI

But, Mrs. Brandt... Where will I go? This is the only home I have... the only place that I have a work permit to protect me...

Eleonore returns to the desk drawer, hesitates indecisively, then pulls out a stack of banknotes; thousands in currency. She grudgingly gives them to Naomi. Naomi gapes, speechless.

ELEONORE

(selfish)

This was Baldwin's decision, not mine. He wants you gone. I prefer to have help around here. But for some reason, he believes it's no longer safe for you in Berlin, so he told me to send you away... despite my objections.

Naomi begins to weep, covers her face and turns away to hide her tears.

ELEONORE (CONT'D)

No doubt the boys will miss you. I will miss having you here, too, of course...I don't know what I'm going to do without a maid.

Naomi's emotions overwhelm her, a sob escapes.

ELEONORE (CONT'D)

(heavy sigh)

You'll be fine, Naomi. Pull yourself together, I don't want the boys upset.

Naomi nods.

NAOMI

Yes, ma'am.

A TAXI HONKS outside the house.

Eleonore gathers her stack of documents and the suitcase, then walks to the door. She pauses to look back at Naomi.

ELEONORE

See to it you're gone before we return. Baldwin will be displeased if you disobey.

EXT. GRUNEWALD STATION - DAY

SUPER: "BERLIN, GRUNEWALD STATION, FEBRUARY 28, 1943"

A MASS OF JEWS wait for the train to arrive. Some stand, some sit, some lie down with their heads on a companion's lap. Others sit on their possessions or crouch on the ground. TWO RABBIS discuss their journey in Yiddish.

RABBI #1

(I had to pay direct money
deposit to the SS to be
deported?!)

Ikh hob gedarft batsoln direkt gelt
afshtel tsu di s.s. tsu vern
deportirt?!

RABBI #2

(I am excited to be
resettled for work in the
east! There is no work
for us here, anymore.)

Ikh kuk foroys tsu zeyn riloukeytid
far arbet in di mzrkh! Iz nit mer
arbet far aund da.

Armed GERMAN SS SOLDIERS at the end of the station pace back and forth. They smoke cigarettes and keep watch.

In the distance, a LOCOMOTIVE CHUGS toward the station.

The Jews stand and form lines to board, holding their tickets and adjusting their yellow armbands to assure they are visible.

The LOCOMOTIVE STEAMS and comes to a stop.

Eleonore grips her sons' hands firmly, pushing through the lines, her head held high.

As she strides past the lower class Jews, the TAXI DRIVER follows behind her with a cart containing the family's luggage.

In broken Yiddish, POLISH GUARDS yell at the Jews to have their tickets ready. Most are confused, but understand his gesture of holding up a ticket, so they all mimic.

Eleonore looks ahead and sees the upper class Jews, well-dressed, with yellow armbands. They are appointed to the third-class carriages.

(NOTE: Occasionally WWI heroes and well-known Jewish people traveled third-class to their final destination.)

Eleonore makes her way toward those lines. Upon arriving, she turns to the taxi driver and pays him.

He nods thank-you, then rushes back to his taxi.

ELEONORE
Boys, stay with our luggage.

They nod. Alvie takes Berrin's hand.

A MAN'S VOICE
Eleonore?!

ABRAHAM (50s) with a special Judenrad star, surrounded by his family, waves at her as they shuffle by.

ABRAHAM
How is my daughter?

ELEONORE
(stiff)
She's fine.

ABRAHAM
Tell her I love her.

ELEONORE
Of course. Don't worry.

Eleonore conjures a vague smile.

Eleonore watches them board the train, then refocuses her attention to the task at hand. She approaches POLISH GUARD #1. (All Subtitles in between brackets.)

ELEONORE (CONT'D)
(Which train is not for
Jews?)
Jaki pociąg, nie jest dla Żydów?

He appears puzzled...she switches to German.

ELEONORE (CONT'D)
(Which train is not for
Jews?)
Welcher Zug ist nicht fur Juden?

He stares at her, lost.

At the station, GERMAN SS OFFICERS board a carriage. They are drunk and cheery. Eleonore points at them.

ELEONORE (CONT'D)
 (My husband is in the SS!
 He's waiting for me!)
 Mein Mann ist beim SS! Er erwartet
 mich!

He smiles and shakes his head, clueless.

She holds out her first class tickets. He examines them,
 laughs, responds in broken German.

POLISH GUARD #1
 (Only Jews this train.)
 Nur Juden diese Zug.

Eleonore doesn't respond, she's agitated. He smiles and hands
 her tickets back.

She forces herself to smile and points to her luggage.

ELEONORE
 (Make sure my luggage is
 handeled well.)
 Stellen Sie mein Gepäck sicher.

She grabs her sons' hands and marches toward the carriage at
 the end of the station.

Polish guard #1 laughs. He pushes her cart to the LUGGAGE
 BOXCARS at the opposite end of the station, behind the cattle
 cars reserved for the Jewish plant workers and Jewish welfare
 workers.

POLISH GUARD #1
 That's one audacious Jew.

The train WHISTLE BLOWS and the SMOKESTACK PUFFS.

With the train about to leave the station, Eleonore and her
 sons run for the first passenger car with the German
 officers. They are close to boarding. POLISH GUARD #2 stops
 her.

POLISH GUARD #2
 This is for Germans only. Where are
 your yellow armbands?

ELEONORE
 (frustrated)
 I don't know what you mean! I am an
 SS officer's wife. Let me board!

She shoves their tickets against his chest. He gets offended.

The WHISTLE BLOWS again.

A GERMAN SS SOLDIER at the end of the station yells at Eleonore.

GERMAN SS SOLDIER
(For God's sake, get on
the train!)
Verflucht nochmal, besteige den
Zug.

Polish guard #2 grabs Eleonore by the arm and drags her to the third-class Jews' carriage just behind the German carriage.

ELEONORE
Unhand me!

Polish guard #2 opens the carriage door and pushes her on board. The boys run in after her. He turns to the German SS soldiers and gives them a signal of reassurance.

Down at the luggage car, Polish Guard #1 takes Eleonore's suitcases and tosses them into the pile. Their cases are the only ones without Jewish names written on them with chalk.

He slides the boxcar door shut, then blows his WHISTLE. The train slowly pulls away from the station.

INT. THIRD-CLASS TRAIN CAR

Frazzled and bewildered, Eleonore scans the cramped compartment; Jews holding belongings and family on their laps.

She takes her sons' hands and pulls them toward the back corner. They squeeze by a Jewish family and sit down.

She lets Berrin sit near the window, Alvie in the middle, and herself closest to the aisle. In front of them, Rabbi 1 and Rabbi #2 begin to pray.

As the train leaves the station, Berrin watches out the window. He sees Polish guard #1 strip hidden jewelry taped to a boy's chest. Arieh. His MOTHER cries nearby as she's frisked by Polish guard #2, who takes her rings.

An SS-STANDARTENFÜHRER and his son watch the humiliation, smiling.

Eleonore tugs on Berrin's jacket, breaking his focus.

ELEONORE

Here's some chocolate. Sit down.

Berrin sits and unwraps his chocolate bar; Alvie does the same.

The sounds of SINGING AND LAUGHING come from the GERMAN OFFICERS' car just ahead of them... masking two SHOTS that ECHO in the distance.

ELEONORE (CONT'D)

You hear that boys? Those are soldiers like your father. They're having a grand old time.

ALVIE

Why can't we ride with them?

ELEONORE

Because there wasn't enough room. The soldiers deserve the better car. They're our protectors, after all.

BERRIN

Why did that man grab your arm?

ELEONORE

Because he was doing his job poorly. I'll be telling your father about him and then he'll be in big trouble!

Eleonore smiles at her sons. They grin back.

ELEONORE (CONT'D)

Any moment now, the conductor will announce that an officer's wife and sons are aboard the train and should receive special treatment.

The boys are comforted by her words. Eleonore pulls a chocolate bar from her purse and comforts herself, too.

INT. THIRD-CLASS CARRIAGE - LATER

Beautiful scenery passes by outside the window. Eleonore has Berrin cradled on her lap while Alvie rests beside them.

Passengers stare and whisper about the woman and her sons who don't seem to belong.

A group near the front of the car send a woman to make inquiries.

FEMALE PASSENGER

Excuse me...

ELEONORE

Yes?

FEMALE PASSENGER

Where are your armbands?

ELEONORE

(offended)

We're not Jewish.

Eleonore turns her gaze to the window, snubs the female passenger. The Female Passenger returns to her group.

FEMALE PASSENGER

She says she is not a Jew.

MALE PASSENGER

Maybe she is Polish? She looks more Aryan than Jewish.

FEMALE PASSENGER

It is not possible. The Germans would not mix up one of their own in this mess. All this strict planning and an Aryan family gets lost in the shuffle? Nonsense!

MALE PASSENGER

Maybe she is Jewish or Polish and she tried to fool them?

FEMALE PASSENGER

Maybe she is crazy.

The group snickers.

Eleonore gazes at the setting sun shining orange through the trees. She closes her eyes and dozes off.

EXT. POSEN TRAIN STATION - DAY

As the sun lowers toward the horizon, Baldwin stands beside his taxi driver and watches passengers disembark from a train, searching for his wife and sons. As the crowd thins, worry creases his brow.

BALDEWIN
 (mutters)
 Where are they?

TAXI DRIVER
 Is that them?

The TAXI DRIVER points at an OVERWEIGHT WOMAN dragging two FAT LITTLE BOYS along the walkway.

BALDEWIN
 Certainly not. My wife is slim,
 blond, and beautiful.

Baldewin strides along the train, looking in windows,
 searching.

TAXI DRIVER
 Maybe they had to catch the next
 train?

Baldewin stops a PORTER.

BALDEWIN
 When is the next train from Berlin?

PORTER
 Not for three hours, sir.

Baldewin checks the time.

BALDEWIN
 Dammit. I'll be at the ceremony.

Baldewin paces a few more times, then turns to the taxi
 driver.

BALDEWIN (CONT'D)
 I'll pay you handsomely to come
 back and pick them up, then bring
 them to the ceremony.

TAXI DRIVER
 (skeptical)
 How handsomely?

BALDEWIN
 Triple your usual fare.

TAXI DRIVER
 (grins)
 You can count on me, sir!

INT. THIRD-CLASS CARRIAGE - NIGHT

At the front of the car, Jews of all ages and genders have gathered around to discuss the "Resettlement Program."

MALE PASSENGER

I feel somewhat safe now that we have made it this far into the night. I honestly thought this would be a short ride to a forest to be gunned down.

FEMALE PASSENGER

Nonsense! We are being relocated to Ukraine. Only the Jews who are stupid enough to resist are shot.

The group ponders in silence for a while.

ELDERLY JEWISH WOMAN

I heard they only kill the old and sickly.

FEMALE PASSENGER #2

A few days before we left, I heard gunshots coming from the forest near my town. Some members of my community were missing after that.

FEMALE PASSENGER

They must have fled to America or something to avoid all of this. Naturally, they will have a tougher time finding work.

FEMALE PASSENGER #2

(tears up)

But what about the gunshots?

FEMALE PASSENGER

The Germans were using it as a rifle range. Did those people have work permits?

FEMALE PASSENGER #2

I don't know.

FEMALE PASSENGER

See, there is your answer.

The female passenger smiles at everyone, oblivious that others might not share in her optimism.

MALE PASSENGER

That's enough now. We should try to get some rest.

The elderly Jewish woman opens her suitcase and pulls out paper, pencil, and an envelope. Tears fall on the paper while she writes.

JEWISH MOTHER

What are you doing?

ELDERLY JEWISH WOMAN

Just in case...

She signs her name at the bottom and puts it in the envelope, sealing it with a lick of her tongue.

She opens her window, the wind blows in. She holds the letter out the window. It flaps in the wind. She closes her eyes, prays quietly, then releases it. It vanishes into the night, carried away by the wind.

This final act of desperation to have her existence remembered triggers emotions in the others.

Like a domino effect, they pull out paper, pencils, and envelopes. Some cry as they record their final thoughts and wishes. Envelopes are shared where needed.

EXT. THIRD CLASS TRAIN CAR - MOMENTS LATER

As the train chugs on, all the windows on one side of the track slide open. Dozens of hands reach out into the HOWLING WIND and release their letters.

The chill air blows Berrin's hair, his eyelids crack open. As he stirs, he notices everyone throwing their letters out the windows. He tries to wake Alvie and Eleonore, but to no avail.

He watches as two Jewish girls climb up on a seat to throw letters out the window for their grandmothers.

Berrin digs in Eleonore's purse and pulls out the envelope that contains their tickets and Aryan papers. He opens his window and throws them out.

Berrin turns to the Jewish girls, seeking approval. They stare back at him, unamused. Berrin's smile fades and is replaced by confusion.

The wind blowing on her face wakes Eleonore.

ELEONORE

Berrin, close that window. It's cold.

He slides it shut.

EXT. POSEN - REICH'S QUARTERS/IMPERIAL CASTLE - NIGHT

Baldewin stands outside the main entrance, fretting.

PARTY SOUNDS drift on the air. He perks up when a taxi approaches.

BALDEWIN

Finally...

He rushes over to open the door, then freezes when there aren't any passengers in the back seat.

BALDEWIN (CONT'D)

What happened? Where are they?

TAXI DRIVER

(nervous)

They didn't get off the train, sir. I'm sorry...I waited until everyone left the station, just to be sure.

BALDEWIN

Dammit.

Baldewin looks back at the castle; indecisive, torn. He slams the taxi door shut and waves the driver away. He stares after it for a moment, then goes inside.

INT. REICH'S QUARTERS/IMPERIAL CASTLE - NIGHT

Baldewin searches and finds a telephone in a quiet side area. He calls home. No answer.

The promotion after-party is in full swing. Germans drink, sing, and eat. women dance on tables while men cheer. German music plays.

Baldewin joins a table with other SS OFFICERS who are already drunk. He smiles vaguely at conversations he doesn't absorb. He stares at the entrance, willing Eleonore to appear.

An SS GENERAL walks through the party, weaving between the tables to make his way to the balcony. Baldewin leaves his table, follows him.

EXT. IMPERIAL CASTLE - BALCONY - NIGHT

The SS General smokes a cigar. Baldwin's FOOTSTEPS make him turn his head slightly to the right, acknowledging he is not alone.

SS GENERAL

Don't be shy.

Baldwin approaches the railing. They stare up at the twinkling stars in silence. The SS General hands Baldwin a cigar.

SS GENERAL (CONT'D)

Beautiful, aren't they?

Baldwin lights his cigar with a Zippo.

BALDEWIN

Like diamonds in the sky.

The SS General smirks.

SS GENERAL

Watching over us rich men.

BALDEWIN

My wife likes diamonds. Of course, I always tell her she is beautiful without them.

SS GENERAL

But the diamonds in the sky are nothing special, unlike your wife. There are billions of them, more than there are people on this planet. After we conquer this planet, we will seek conquest on another.

The SS General laughs. Baldwin laughs with him.

The general puffs his cigar.

SS GENERAL (CONT'D)

Speaking of wives, where is yours? I thought she was going to attend your promotion? My own wife was looking forward to meeting her, she will only socialize with officer's wives... A good German wife should not miss such an occasion.

Baldwin nods.

BALDEWIN

You are correct, of course. But I fear my wife and sons missed their train despite my efforts to assure they went to the station on time.

SS GENERAL

(chuckles)

Sometimes I wonder how they manage to dress themselves without us there to tell them what to wear... Ah, well. You must bring her for dinner at my home here in Posen, instead.

Baldewin puffs his cigar, nodding. But the General sees his worry.

SS GENERAL (CONT'D)

Cheer up, soldier. You are an Obersturmbannführer now. You have nothing to worry about anymore. You have joined a select group.

BALDEWIN

Thank you, General.

SS GENERAL

What you did in Rumbula Forest was most impressive. That's how you came to be standing out here with me.

Baldewin gulps.

FLASHBACK - RUMBULA FOREST - DAY

SS-STURMSCHARFÜHRER BALDEWIN BRANDT, and an SS-OBERSTURMFÜHRER oversee four men as they finish digging a MASS GRAVE.

BALDEWIN

Get out! Schnell! Put the shovels over there! Line up at the edge!

FOUR SS SOLDIERS with pistols walk up behind the men and shoot them in the head.

A long line of Jewish people; men, women, families -- await their turn. Some cry. Others stare blankly, in shock.

The next four souls take a few steps toward the edge. An SS SOLDIER hesitates, then freezes. Baldwin approaches.

BALDEWIN (CONT'D)

You choose: It's either the Eastern front or shoot a subhuman whose face you don't see.

The SS SOLDIER stands frozen. Baldwin shoves him aside and takes his place.

As he's about to shoot the faceless child, it turns around. It's a BOY, about seven years old. His EYES BEG for mercy.

For a fleeting moment, the boy looks eerily like his son, Berrin. Baldwin hesitates.

BALDEWIN (CONT'D)

(hoarse voice)

Turn around.

He lifts his Luger pistol and aims. His hand shakes. He squeezes the trigger. The boy falls into the pit.

EXT. IMPERIAL CASTLE - BALCONY (BACK TO PRESENT)

Baldwin pulls his attention back to the present, steals a glance at the General to assure he hasn't noticed Baldwin's loss of focus.

He lifts his cigar to his mouth with a slightly trembling hand.

SS GENERAL

(lying)

We are covering much ground and making great strides in Russia.

BALDEWIN

Yes.

SS GENERAL

The Final Solution, however, is our little dark secret.

He grins.

BALDEWIN

You're referring to the death camps?

SS GENERAL

We have many. We owe a great debt to the Technicians.

BALDEWIN

I have heard whispers amongst the soldiers.

SS GENERAL

Now that you're a high-ranking SS, you'll be informed of much more. These men have designed such a system of death that by the end of forty-one, thirty thousand Vilna Jews were exterminated in Ponary Forest.

The General snaps his fingers, astonished.

SS GENERAL (CONT'D)

Like that... and not a word leaked out. Not a soul knows.

BALDEWIN

How was this victory achieved?

SS GENERAL

Trust. They trusted us. And we cheated.

He laughs, then chokes on his cigar smoke, coughing.

Baldewin grips the balcony rail, the memories intrusive.

FLASHBACK:

INT. BRANDT RESIDENCE - SHOWER - NIGHT

Baldewin scrubs himself aggressively in the shower, tries to wash away the horror... the shame... the guilt...

He collapses on the shower floor, sobs.

END FLASHBACK

INT. THIRD-CLASS CARRIAGE - DAY

As the sun rises, the locomotive pulls into a train station. The BRAKES HISS, the WHISTLE SCREAMS.

Eleonore awakens abruptly; all around her the passengers look out the windows, curious.

The passengers stare at the little train station, branches woven around a barbed wire fence, and trees around the perimeter.

As the train rolls forward, they pass signs: "To the spa" and "To the trains to Wolkowisk."

DREAD SETS IN.

She turns to the passenger nearest her.

ELEONORE
We are not in Posen?!

The passengers observe SS OFFICER #1, a few UKRAINIAN GUARDS carrying WHIPS, and MEN who wear BLUE ARMBANDS, their bodies motionless. The men scowl at the train. Silence falls inside the train car as it stops.

Eleonore looks around and finds mute resignation on every face. She pulls her sons close and presses their faces to her chest.

ELEONORE (CONT'D)
Don't worry, boys. Mama will take
care of us.

SUPER: "TREBLINKA EXTERMINATION CAMP, POLAND, MARCH 1, 1943."

EXT. RECEPTION CAMP - STATION SQUARE - DAY

The JEWISH COMMANDOS open the third-class carriage doors and board the train, yanking the closest Jews out.

JEWISH COMMANDO
Everyone out! Now!

The Jews flood out of the train cars, squeezing and stumbling as the Jewish commandos and Ukrainian guards yell; rushing and pushing Jews out onto the MAJOR PLATFORM.

Jews are beaten as they exit the train cars. They stagger. Some clutch their valuables, others cling to their children.

Many slip and fall onto the tracks, only to be dragged by the hair back onto the platform.

RABBI #2 drops to his knees and begins to pray.

RABBI #2
(Hear, O Israel, the Lord
thy God, the Lord is
one!)
Hert, o isral, di har dayn got, di
har iz eyner!

UKRAINIAN GUARD #1 approaches with his dog. It tears into the flesh of the Rabbi's arm while the guard kicks him.

Eleonore comes out of the carriage into the chaos of jews screaming and ukrainians shouting.

She holds the boys tight to her sides. She stops, crouches, and speaks into their ears.

ELEONORE

If you boys get separated from me,
hold onto each other. Mama will
find you. Understand?

The boys nod, they're frightened, faces tear-streaked.

ELEONORE (CONT'D)

Alvie, don't you let go of your
brother.

Alvie pulls Berrin close.

TWO BIG GATE DOORS SWING OPEN

As the crowd moves toward the gate, Eleonore resists the flow pulls her sons toward the fat, middle-aged SS OFFICER #2.

ELEONORE (CONT'D)

(haughty)

Excuse me! My name is Eleonore
Brandt. My husband is SS Officer
Baldewin Brandt.

The drunk SS Officer turns his glassy-eyed gaze on her.

ELEONORE (CONT'D)

Clearly, a mistake has been made
and my sons and I boarded the wrong
train. We are expected in Posen.

He smiles, showing neglected yellow teeth.

ELEONORE (CONT'D)

My husband is being promoted to
Obersturmbannführer and if you
value your job, you will remove my
sons and I from these intolerable
surroundings. I refuse to be
shouted at by drunk Ukrainian
conscripts!

SS OFFICER #2

Show me your Aryan passport.

Eleonore searches her purse. Panicking, she dumps it out...nothing. She digs in her pockets...again, nothing.

ELEONORE

It must be in our luggage. I insist you have your men find it at once!

He laughs.

SS OFFICER #2

Your eyes are blue, but maybe you're just the bitch of a German who fucked a Jew whore.

ELEONORE

How dare you! I'm speaking the truth, God damn it!

His glare threatens violence.

ELEONORE (CONT'D)

(desperate)

Please! Let me speak to your commanding officer, I'm begging you!

He waves his gun in her face.

SS OFFICER #2

Get in line, bitch!

Eleonore begins to cry as she walks her sons toward the choke point of the open gate.

EXT. RECEPTION CAMP - DEPORTATION SQUARE

The gates swing closed, corralling the Jews in the square.

LOUDSPEAKER (O.S.)

Men to the right! Women to the left!

ARMED UKRAINIANS force the mass of frightened Jews to split into two columns. They form lines. At the front, they surrender their valuables onto a table. Sorting Commandos collect them into piles.

A HUSBAND and WIFE hold onto each other, refusing to join the lines.

UKRAINIAN #2 strides over and lashes her with a whip. Her husband shields her. The Ukrainian shoots him in the head with a pistol.

The wife covers her face, sobbing. Ukrainian #2 notices her wedding ring. He whips out a knife and cuts her finger off. She SCREAMS.

Ukrainian #2 tosses her finger and ring in a bucket full of rings.

An OLD MAN standing in line takes in this horror. In his hands he holds a bird cage with a BLUE PARROT. It flaps around, scared.

The old man opens the cage and releases the parrot. As it flies away, German soldiers shoot at it. Tears stream down his face while the soldiers laugh at the entertainment.

Ukrainian soldiers pull BEAUTIFUL YOUNG JEWISH WOMEN out of line by the hair. They go with their hands in the air.

Behind a barracks, the women are forced to their knees at gunpoint.

UKRAINIAN #3 unzips his pants... a girl pushes the man away and runs for the two big gates. With his trousers around his knees, he draws his revolver, aims, fires. She DROPS. DUST KICKS UP.

The Ukrainians return from behind the barracks dragging half-dressed sobbing girls. They push them back into line.

A GIRL slaps Ukrainian #3. He pushes her to the ground and bayonets her to death.

A TALL WOMAN in a zigzag suit cradles her CRYING BABY. She runs to the overseeing SS OFFICER #3 and drops to her knees, offering the infant to him.

TALL JEWISH WOMAN
Please, sir. Spare my child.

SS OFFICER #3
Get back in line!

TALL JEWISH WOMAN
Mercy! Please! He is innocent!

SS Officer KURT KÜTTNER (30s), nicknamed KIWI; short, bull-necked, cruel, steps between SS officer #3 and the woman.

KIWI
There are no innocent Jews!

He snatches the baby out of her arms and stuffs it in a bucket, then lowers the baby into a well.

KIWI (CONT'D)

But maybe we can save his soul with
a good Christian baptism!

The woman screams and begs, reaches for the rope. SS Officer #3 holds her arms behind her back, forces her to look into the well and watch her baby drown (O.S.).

Kiwi pulls the bucket up and gives her the baby.

KIWI (CONT'D)

There. Problem solved! Now get back
in line!

Kiwi shoves her toward the women's line, her dead baby clutched tightly to her chest. She howls in agony.

Eleonore and her sons stand near the gate, horrified. Ukrainians move toward her, smiling.

Eleonore sees an SS OFFICER in the center of the square and runs toward him, her sons struggle to keep up.

ELEONORE

Please sir! I beg you! We are
honest Aryans like yourself. Look
at us! We are good Germans!

SS OFFICER #3

Oh really? Then why are your sons
circumcised?

He yanks Berrin's pants down, then steps back, startled.

Eleonore rushes to pull Berrin's pants back up, uses her body to hide his nudity from prying eyes. Berrin cries, humiliated and afraid.

ELEONORE

Please, just let me speak to your
commanding officer and I can clear
this all up!

SS Officer #3 looks around until his gaze settles on KURT FRANZ (29), nicknamed LALKA; second in command, baby face, blond hair, blue eyes, charming.

SS OFFICER #3

Lalka, sir!

Lalka stubs out his cigarette, then approaches.

SS OFFICER #3 (CONT'D)
 I apologize for bothering you. I
 know you haven't had your breakfast
 yet, but I need your expertise...

Lalka stares at Eleonore and her boys, their bodies
 trembling.

LALKA
 You know I can't have breakfast
 until I've killed at least two
 Jews!

SS OFFICER #3
 Perhaps you could start with these.

LALKA
 Why are they not in the lines?

SS OFFICER #3
 She claims to be German. She has
 blond hair and blue eyes...She
 could just be Polish? But her sons
 are not circumcised...

Lalka glances at the boys, then at Eleonore.

LALKA
 Where are you from?

ELEONORE
 We're from Berlin. My husband is
 Baldwin Brandt. He is being
 promoted to SS- Obersturmbannführer
 in Posen. My sons and I were on our
 way to his promotion and got on the
 wrong train...

Lalka taps his boot on the dirt, considering...

LALKA
 Pity...Take the boys to the
 HOSPITAL...and she goes back in
 line.

SS OFFICER #3
 Thank you, sir... You heard the
 man, let's go!

ELEONORE
 (indignant)
 No! I demand to see your commanding
 officer right now!

SS Officer #3 points his pistol at Eleonore's forehead.

Eleonore gasps, then nearly faints. She wobbles on her feet. The boys cling to her, support her.

SS Officer #3 waves two Ukrainians over.

SS OFFICER #3

Take these boys to the hospital!

As they approach, Eleonore pulls herself together and kneels in front of the boys.

ELEONORE

(hushed)

Listen to me. Go with them to the hospital. It's going to be okay. Your father will find us. Don't resist, just be good and do as you're told.

The boys sob, shake their heads, cling to her. The Ukrainians rip the boys out of her arms.

BERRIN

No!

Eleonore walks backward toward the line, unable to look away from her sons.

Alvie grabs Berrin and pulls him along with the Ukrainians. Berrin slips loose and runs toward Eleonore.

ELEONORE

No Berrin!

The Ukrainian bludgeons Berrin on the head with the butt of his rifle. Berrin falls, dazed.

Alvie runs over, pulls his brother to his feet--supports him--and joins the Ukrainians as they walk toward the hospital. He looks back at Eleonore.

ELEONORE (CONT'D)

Just go! Mama loves you!

She turns her back to her sons, steels herself against their cries, gasps for air between sobs.

ELEONORE (CONT'D)

(whispers)

Baldewin...we need you...

INT. WOMEN'S BARRACKS - UNDRESSING ROOM - DAY

Terrified women are crammed into lines. A FEMALE SS OFFICER stands at the head of the women.

FEMALE SS OFFICER
Put your clothes in the pile!
They'll still be there after your
shower!

The women undress.

FEMALE SS OFFICER (CONT'D)
Tie your shoes together with the
string and place them in a separate
pile.

FEMALE KAPO #1 walks down the line passing out strings.

The women tie their shoes together and put them on the pile.

The group moves forward, into the next room.

INT. BEAUTY SALON

Eleonore and four women are instructed to sit on a bench in front of barbers with electric clippers.

FEMALE KAPO #2 steps in front of the remaining women and conducts four of them into a quartet.

FEMALE KAPO #2
You know the words to "Aheim
Aheim!" Sing!

She waves her hands in the air as the crying women struggle to harmonize the old Yiddish melody.

The clippers BUZZ as they slash. Hair falls away from heads and into a sack beside each hair-dresser. A young woman WEEPS as her hair is taken away.

Eleonore sits on a bench, her golden locks are shaved off in mere seconds. She is ordered to stand in one of the two lines as the barrack's door opens. They file out.

EXT. THE TUBE - DAY

The women stare at a long narrow pathway; it seems endless and terrifying. "The road to heaven."

Ahead and to the right, Kiwi waits, grinning at the naked women. Behind him, UKRAINIAN GUARDS armed with whips.

KIWI

Before you cleanse yourselves, I
want to see who is fit for higher
work positions.

He strolls between the two lines; half of the women still cry. The other half, survival mode has taken over. They are ready for anything.

At the end of the line, Kiwi turns back --

KIWI (CONT'D)

If I tap you on the head, you run
over to the door on the left, form
a line, and await further
instructions.

He selects only the prettiest women and young girls, moving quickly and tapping them on the head. They run over to the door, relieved.

Kiwi walks past Eleonore. He stops mid-step and spins back around, then taps her on the forehead. She runs to join the other women.

Female Kapo #2 approaches with a bundle of dirty rags for dresses and tosses them to the women.

FEMALE KAPO #2

Get dressed.

The women quickly pull on the dresses.

KIWI

(points to the door)
You women should feel lucky...
Welcome to Treblinka.

Female Kapo #2 opens the entrance to the LIVING CAMP. The women rush through the door.

EXT. POSEN TRAIN STATION - DAY

Baldewin paces back and forth along the platform, impatient for the train back to Berlin. He's early, there's only a few other travelers waiting inside the station.

A POLISH PARTISAN (40s), peers around the corner of the building, catches Baldwin's attention.

Baldewin glances around, then walks casually to the end of the platform and lights a cigarette.

BALDEWIN
(sotto)
What are you doing here?

PARTISAN
A message for our mutual friend in Berlin...

Baldewin glances around nervously.

BALDEWIN
Well...what is it?

PARTISAN
There's been rumors the Nazis are developing rockets...jet engines...we need any information he can get for us...

BALDEWIN
That's a big ask.

PARTISAN
There will be no stopping Hitler if they succeed. He'll conquer all of Europe.

BALDEWIN
I don't know if I'll have time, Eleonore--

The partisan is gone. Baldewin looks around, then puts his cigarette out. In the distance, a TRAIN WHISTLE BLOWS.

INT. RECEPTION CAMP - SORTING AREA - THE HOSPITAL - DAY

Ukrainian guards are strategically positioned.

Rows of DINGY MEDICAL BEDS are crammed together with the elderly and the young, the wounded, the sick lying in them. Some naked, fresh from the carriages, others in tattered work clothes. Flies harass the dying.

Two JEWISH DOCTORS work on the patients, dressing their wounds and then injecting them with a syringe.

Alvie and Berrin sit on a medical bed. The JEWISH DOCTOR finishes examining Alvie's uncircumcised penis (O.S.).

JEWISH DOCTOR
How old are you?

ALVIE
Eleven.

JEWISH DOCTOR
And your brother?

ALVIE
Seven...I mean, eight.

The doctor looks away, frustrated. He takes a deep breath, then looks at Alvie.

JEWISH DOCTOR
You are thirteen, do you understand?

ALVIE
But, why?

JEWISH DOCTOR
(aggressive whisper)
No discussion. You are thirteen. If you want to live, you are thirteen. Do you understand?

Scared, Alvie nods.

Lalka enters the hospital, his gaze settles on the boys. The doctor rushes over to give him an update.

LALKA
So doctor, what do you have for me?

JEWISH DOCTOR
They could be German, although they look somewhat Polish. The only thing that suggests they are not Jewish is their uncircumcised penises.

Lalka stares at the boys.

LALKA
Well, we can't have them or their mother talking about this place. German or not, no one can know about Treblinka. To the Reich and the rest of the world, this place does not exist. Right, doctor?

The doctor nods.

LALKA (CONT'D)
How old are they?

JEWISH DOCTOR
The tall one is thirteen. The other
is eight.

LALKA
Send the older one to work in the
ghetto. Get rid of the other one.
We don't need to feed him.

Lalka leaves. The doctor rubs his forehead, dismayed.

The doctor approaches the boys and leans close to Alvie's
ear.

JEWISH DOCTOR
When you get to the ghetto, if
anyone asks, say you are a
bricklayer.

ALVIE
But I don't know how to--

JEWISH DOCTOR
(jerks Alvie's arm)
Just say it.

The doctor waves UKRAINIAN GUARD #4 over.

JEWISH DOCTOR (CONT'D)
Take this boy to the ghetto for
work.

Confused, Alvie clutches Berrin's hand.

ALVIE
But, what about my brother? We need
to stay together.

The doctor remains silent.

ALVIE (CONT'D)
Can't he come with me? I'll watch
out for him.

The guard pulls Alvie off the bed and drags him toward the
front door. Alvie and Berrin cling to each other. The guard
forces them apart.

BERRIN
Don't leave me, Alvie! You promised
Mama!

Alvie puts on a brave face for his brother.

ALVIE
It'll be okay, Berrin. Mama and
Papa will find us!

The guard shoves Alvie out the front door. It slams behind them.

Terrified, Berrin's big eyes brim with tears. He turns to the doctor.

BERRIN
Can't I go with my brother, please?

The doctor doesn't respond.

BERRIN (CONT'D)
Don't you like me?

The doctor avoids eye-contact.

BERRIN (CONT'D)
(desperate)
Please... it's my birthday today...
won't you be my friend?

Berrin's lip quivers. The doctor motions another Ukrainian guard over.

JEWISH DOCTOR
Take this one to the field.

The guard grabs Berrin's arm and leads him toward a back door behind a curtain. Berrin looks back over his shoulder at the doctor, who has turned his back to him.

As soon as Berrin has left the hospital and the DOOR CLOSES; the doctor lets the tears roll from his eyes.

EXT. HOSPITAL DITCH - DAY

The guard takes Berrin to the edge of a huge pit full of bodies: A mass grave. Many frozen in agonizing positions from being burned alive.

Berrin sees the bodies and tries to run away. The guard drags him back and points his pistol at him. Berrin freezes, his eyes plead for mercy.

Berrin's body quakes and his bladder releases. The guard presses the barrel of the gun to Berrin's forehead and squeezes the trigger. BANG! Berrin falls into the pit.

A Jew rushes over with a GASOLINE CAN. He sloshes some over Berrin, then tosses a lit match on him. He jumps back as the gasoline ignites with a WHOOSH, torching Berrin.

Along the edge of the Hospital building, early green sprouts have pushed up through the cold ground, seeking the warmth of spring.

INT. LIVING CAMP - THE GHETTO - MEN'S BARRACKS - NIGHT

The PRISONERS have finished their work shifts and settle into their living quarters -- a WOODEN CABIN with a sand floor. BUNK BEDS in rows.

The new arrivals file in and claim empty bunks.

As the huge doors shut and a METAL LATCH LOCKS, the prisoners start to relax, slightly. A moment of peace and recovery.

Alvie stands just inside the door and stares at the underfed inmates, his mouth agape.

JACOB CHOMSKY (27), wiry, sits on the edge of his bunk.

JACOB

Over here kid, there's room in the top bunk.

Alvie shuffles over and stares at the bunk's thin layer of filthy straw.

ALVIE

I...I need to find my brother. I promised I would watch out for him. Can...can you help me?

JACOB

Where'd you last see him?

ALVIE

At the hospital. They made him stay there when they brought me here.

Jacob's gaze saddens.

JACOB

How old is your brother?

ALVIE

He's eight today. It's his birthday.

JACOB
I'm afraid eight is all he'll ever
be, son.

ALVIE
What do you mean?

JACOB
Look around, what do you see? ...I
think you know what I mean.

ALVIE
(backing away)
No...

Alvie darts for the door. Jacob jumps up and wraps Alvie in a
bear-hug. Alvie struggles to get away.

JACOB
Easy, boy. There's nothing you can
do about it now except try to keep
living for both of you.

Alvie gradually ceases his struggles, descends into sobbing.

ALVIE
(sniffles)
What about my Mama? They took her
away. Did they kill her, too?

JACOB
(hesitant)
Well, there's hope for your Mama.
Only time will tell if she made it.

Alvie pulls away and looks up at Jacob.

ALVIE
Please, I have to find her!

Jacob kneels in front of Alvie.

JACOB
Now you listen up, this is a
dangerous place. You can keep your
eyes open. Maybe you'll see her,
maybe you won't. But don't
you go looking for her or you'll be
dead, too. Understand?

Alvie nods, eyes wide with fear and disbelief.

JACOB (CONT'D)
What's your name, son?

ALVIE

Alvie Brandt.

JACOB

Alvie, I'm Jacob. Why don't you come on over here and meet my friends?

Jacob leads Alvie to a group of men chatting quietly in the corner. GAEL MINKUS (50), dignified air. ILAN LEVY (31) gaunt face, tall. BENJAMIN STEIN (27), stout and savvy.

These are the leaders of the TREBLINKA RESISTANCE COMMITTEE. (Committee #1)

GAEL

Welcome, Alvie. My name is Gael. I was a businessman in Krakow.

ILAN

Ilan. Army.

BENJAMIN

I'm Benjamin. I was an engineer.

GAEL

Do you have a skill, Alvie?

ALVIE

The doctor told me to say I'm a bricklayer.

JACOB

That won't do. We'll find you something better.

A YOUNG MAN on the opposite end of the barracks ties his belt to a WOODEN BEAM above him. He steps on a BOX and slips the belt around his neck.

YOUNG MAN

We meet in paradise, father...Now!

His FATHER kicks the box away. The SON drops, struggling. The barracks shudders from his weight jerking.

Alvie sprints over and grabs him by the legs to hold him up.

The committee observes Alvie. Gael turns to Benjamin.

GAEL

C'mon!

They race over and hoist the boy up; Ilan removes the belt from his neck. They place him on the sand. He starts to sob.

His father, his face guilt-ridden, lays his son's head on his lap.

ILAN
(shows belt)
You'll get this back in the morning.

INT. LIVING CAMP - UKRAINIAN QUARTERS - NIGHT

Eleonore wakes up on an EXAMINATION TABLE. All the WOMEN SPARED FROM THE GAS CHAMBER sit on EXAMINATION TABLES or BARBER CHAIRS.

This is the MEDICAL AREA and HAIR PARLOR for the Ukrainians. The entrance is locked from the outside.

The women cry and whisper their fears and prayers. They have not eaten and have barely slept.

FEMALE PASSENGER #2 from the train stares at Eleonore.

FEMALLE PASSENGER #2
Like it or not, you are Jewish now.
For your own well-being, you should act like a Jew.

Eleonore sits upright on the exam table.

FEMALE PASSENGER #2
Some of the women have already been taken away by those Ukrainian beasts. I don't believe they will survive the night. They were screaming an hour ago, but now it is quiet.

ELEONORE
How long was I asleep?

UKRAINIANS barge in. The women jump, clutching each other.

The Ukrainians point machine guns at them.

UKRAINIAN GUARD #2
Outside! Now!

EXT. UKRAINIAN QUARTERS - NIGHT

The women file out into the night, illuminated by the light bulbs above the doors. Their breath clouds around them in the chill night air as they form a line, shoulder to shoulder...waiting.

FRANZ STANGL (35), strides down the path to the barracks, a slight smile on his face. He is the camp's commander. Black hair, brown eyes.

In a starched white uniform, he stands in front of the women holding a small whip, his beret at a slight angle.

Kiwi stands beside him. Ukrainians stand guard.

The women shiver.

FRANZ

It is cold tonight so I will make this quick. I don't go inside any of the barracks. I believe all non-Germans are naturally contagious until they've been properly scrubbed and sanitized.

He reaches into his breast pocket and pulls out a paper with a LIST of the women's names and skills.

FRANZ (CONT'D)

I am told that some of you have experience as maids. When I call your name, step forward.

As he reads off the NAMES, barefoot women step forward. Eleonore trembles fearfully. She is not a maid. Franz finishes the list, then turns to Kiwi.

FRANZ (CONT'D)

You can do as you wish with the remaining women.

The Ukrainians smile pervertedly.

KIWI

Take these women to the living quarters. We'll have fun tonight!

Eleonore's face is white as she and the other women begin walking, forced at gunpoint.

FRANZ

Wait! It says here one of you is a typist.

Kiwi stops the women.

FRANZ (CONT'D)
Who is it?

Eleonore heaves a sigh of relief and raises her hand.

Franz is confused; a SHORTER WOMAN has also raised her hand. Franz smiles.

FRANZ (CONT'D)
(playful)
Two typists, or one?

The women stare at each other.

Franz points at the shorter woman and curls his finger to approach. She stands in front of him, nervous.

FRANZ (CONT'D)
Can you type in German?

She nods.

FRANZ (CONT'D)
Can you speak German?

She nods again.

FRANZ (CONT'D)
Say something in German.

She speaks in German. He looks over her shoulder at Eleonore, assessing her looks.

FRANZ (CONT'D)
Now you.

ELEONORE
(English subtitles)
Ich bin ein polnischer Jude und ich
war eine Schreibe-kraft fur eine
Berliner Grundschule. Ich kann
Deutsch tippen.

Franz is startled by her crisp fluency.

FRANZ
You come with me.
(to Kiwi)
You can have this one.

The shorter woman cries as she joins the rest of the women destined for rape and death.

FRANZ (CONT'D)

Come here.

Eleonore steps in front of him and stops. He leans in, looks into her big blue eyes.

FRANZ (CONT'D)

You are pretty for a Polish Jew...

To the Ukrainian guards --

FRANZ (CONT'D)

Take them to the maids' living quarters and sort them out for their duties.

The Ukrainians round up the women and they walk to their last home.

FRANZ (CONT'D)

As for you, follow me.

Eleonore follows Franz, hangs her head submissively.

INT. LIVING CAMP - FRANZ'S MANSION - MOMENTS LATER

The interior is luxurious, customized with a bar full of bottles and the finest of decor from the rugs to the furniture. Some items confiscated from the Jews.

FRANZ

This is where you'll be staying.
Much better than the labor camp,
don't you think?

Eleonore doesn't respond. Franz leads her toward a door.

FRANZ (CONT'D)

This way to your room.

INT. ELEONORE'S ROOM

A door opens to a tiny room with a bed and a dresser. She walks in and sits on the mattress.

FRANZ

You will be locked in at night. Do
you need to use the bathroom before
you sleep?

Eleonore stares at her dirty feet, shakes her head.

FRANZ (CONT'D)

In the morning I will take you to
your job.

Franz stands in the doorway, staring at Eleonore. Her blue eyes look sadly up at him.

ELEONORE

Good night.

Franz, somewhat toughed, shuts the door and BOLTS it from the outside.

INT. FRANZ'S OFFICE - DAY

There is a picture of Adolf Hitler on the wall along with a map of Europe highlighted with pins to show where the Nazis are holding or losing territories.

A black leather SS trench coat and cap hangs on a rack.

Franz sits at his desk full of military papers, a lamp, and a miniature white marble statue of a dragon.

He is engaged in a serious phone conversation with SS-REICHSFÜHRER, HEINRICH HIMMLER.

FRANZ

Yes, everything in Treblinka is
working like clockwork. Very busy.
How are our Nordic friends in
Antarctica?

HEINRICH (V.O.)

(passive)
Cold.

Both men laugh.

FRANZ

I am calling you on this lovely
morning to inquire about a little
fruckus we have here in Treblinka.
Yesterday, one of the trains
brought us a woman and her two
sons. They claimed to be German,
but didn't have Aryan papers.

HEINRICH (V.O.)

I'm listening.

FRANZ

Well, they went through the process and now are residents here, but the woman put down on her job skills that she is a typist who can type in German. Naturally, that would make my job easier. When I went to collect this woman, she spoke German fluently. She claimed to be a Polish Jew, but I don't think she was being truthful.

(makes light)

Perhaps I could tell better if her head hadn't already been shaved.

HEINRICH (V.O.)

What's your point?

FRANZ

An officer said that when she arrived, she claimed to be the wife of an SS officer. The doctor said her sons are not circumcised.

Heinrich's tone changes, becomes intense and focused.

HEINRICH (V.O.)

Did he get the officer's name?

FRANZ

Baldewin Brandt.

The phone on the other end becomes MUFFLED, then...

INT. HEINRICH'S OFFICE - DAY

FILE SLAMS on DESK.

HEINRICH

Verdammt! He is a highly decorated officer! He was just promoted! How did you not catch this?!

INT. FRANZ'S OFFICE - DAY

Franz is stunned.

HEINRICH (V.O.)

This jeopardizes the Reich!
 Civilians must not see! Death Camps
 are for SS eyes only. Only!

FRANZ
My apologies, sir.

HEINRICH (V.O.)
Scheisse!

A silence lingers.

HEINRICH (V.O.) (CONT'D)
I will be coming to Treblinka soon.
Keep them alive for now, and let
them be thought of as Polish Jews!

Franz takes a deep breath.

FRANZ
The younger boy is already dead,
sir.

HEINRICH (V.O.)
Du Narr!

Disconnected... Franz hangs up his phone. He leans back in his chair, humiliated.

INT. ELEONORE'S ROOM

The door UNBOLTS and swings open. Eleonore sits up on her bed, worried. Franz stares at her, a newfound interest.

FRANZ
I apologize for such a long wait.
You must be hungry.

Eleonore nods, cautiously.

INT. DINING ROOM - LATER

A large table adorned with the finest silverware and plates is dressed with the most delicious food.

Eleonore maintains her table manners with properly sized bites on her fork.

FRANZ
Don't be modest...you must be
starving. Please, indulge...

Eleonore gives in to the hunger. She stuffs food into her mouth and washes it down with wine.

Franz lights a cigarette and leans back on two chair legs, balancing himself with his black boots on the table, entertained by her messy eating.

FRANZ (CONT'D)

I want you to know that you can remain in my care as long as you work hard.

Eleonore has cleaned her plate. She wipes her mouth with a napkin.

FRANZ (CONT'D)

Have more wine.

Eleonore pours wine into her glass.

FRANZ (CONT'D)

Now that your mouth is empty, you arrived here with two sons, did you not?

Eleonore focuses on Franz, cautious but hopeful.

ELEONORE

I did.

Franz sets his chair back down and stubs out his cigarette, breaks eye-contact.

FRANZ

I have assured they did not get misplaced in Treblinka.

Eleonore stays still, watchful.

FRANZ (CONT'D)

And should you prove to be an obedient Jew, I can arrange for you to see them. Would you like that?

Eleonore holds back her tears.

ELEONORE

Yes.

FRANZ

Good. We understand each other, then... Lydia!

LYDIA HOFFMAN (19), a very thin Jewish girl, comes running to his call. She stands next to him, awaiting orders.

FRANZ (CONT'D)
Clean up the table...and find some
suitable clothes for our... guest.

Lydia nods and takes plates and food back to the kitchen.

FRANZ (CONT'D)
Now, if you'll excuse me, I must
get more comfortable.

Franz steps away from the table.

FRANZ (CONT'D)
I'll come lock you in, in a little
bit.

Eleonore watches him walk away, then stares at the steak
knife next to her plate.

Lydia returns for more dishes.

LYDIA
Don't do it. He will take it from
you and make you regret it. Trust
me. I'll bring wash water and new
clothes to your room, shortly. He
will beat you if you don't keep
yourself clean.

ELEONORE
Thank you.

Lydia takes her plate. Eleonore excuses herself and returns
to her room.

INT. ELEONORE'S ROOM - NIGHT

Eleonore is lying on her bed when Lydia KNOCKS on the DOOR.
She enters, her arms full of clothes, shoes, and a bucket of
water.

LYDIA
Here are your clothes.

She drops them on the bed. Eleonore stands and holds them up
to her body, sizing them up.

Lydia sets the bucket on the floor, then reaches for the
door.

ELEONORE
Wait. How long have you been here?

LYDIA
I don't remember.

Eleonore holds out her hand.

ELEONORE
I'm Eleonore.

Lydia hesitates, then shakes her hand.

LYDIA
Lydia.

She turns to leave, then pauses at the door.

LYDIA (CONT'D)
Don't fight him. He'll hurt you.

She closes the door behind her.

INT. ELEONORE'S ROOM - MOMENTS LATER

Franz walks in without knocking first. He wears a white tank top and silk bottoms. In his hand he carries two wigs: one blond, one brown. Curly locks. He wears a boyish smile.

FRANZ
Blond or brown?

Eleonore runs her hand over her head. She had all but forgotten.

She points at the brown wig. Franz considers a moment, then tucks it in his pocket.

FRANZ (CONT'D)
You, Fraulein, are more suited for
a blond look.

He snugs the wig over her scalp, then plucks the locks into a bouncy style. He stands back, transfixed.

FRANZ (CONT'D)
Take your clothes off.

Eleonore closes her eyes, steels herself. Her nightgown falls to the floor.

Franz slowly runs his hands over her bare hips and up her back. He cradles her neck, then kisses her.

He lowers her onto the bed covers and she spreads her legs. He gets between them, kisses her more intensely. He penetrates her while Eleonore stares at the ceiling.

INT. BRANDT RESIDENCE - DAY

The front door opens. Baldwin steps in. He pockets the house key as he closes the door. It's quiet.

BALDEWIN

Eleonore?

Naomi trots down the stairs, surprised to see Baldwin.

NAOMI

Mr. Brandt! What are you doing here?

BALDEWIN

Naomi! You're still here? Eleonore and the boys never showed up at the ceremony... Do you know where they are?

NAOMI

(confused)

No...they left as scheduled.

BALDEWIN

Dammit!

Naomi steps back, fearful.

BALDEWIN (CONT'D)

I'm sorry.

He hugs her. Over her shoulder he sees Naomi's luggage.

BALDEWIN (CONT'D)

You are leaving... Good.

NAOMI

Mrs. Brandt told me to go. It has become so dangerous for Jews here. They are being killed in the streets every day. She told me to go... gave me papers...

Naomi bursts into tears. Baldwin holds her.

NAOMI (CONT'D)

Mr. Brandt...I don't want to die!

BALDEWIN

That's not going to happen...
That's why we got those documents
for you.

NAOMI

I tried to leave, like she said.
But I'm scared. I haven't even done
the grocery shopping. I called my
family... the ones who haven't been
relocated yet. They say there's
been rumors... that the Jews are
being killed at death camps. Even
the certified labor Jews like me
are being taken now.

Naomi digs in her apron pocket and produces her labor papers
and the forged Aryan papers. Her hands are shaking.

NAOMI (CONT'D)

I know you wanted me gone before
they returned, but I have been
afraid to leave the house...

Baldwin takes Naomi by the arm and leads her to the

INT. BATHROOM

Baldewin turns on the light, moves hastily. He opens a
cabinet and pulls out one of Eleonore's hair bleach boxes.

BALDEWIN

Follow the instructions on the box.
Then change into one of Eleonore's
nicest outfits. Quickly!

Naomi obeys.

INT. BATHROOM - LATER

The bathroom mirror closes. The reflection is no longer
Naomi, but Eleonore's doppelganger; blond hair, red lipstick,
fine jewelry, expensive dress, mink coat.

Baldewin appears behind her, nodding approval.

EXT. GRUNEWALD STATION - TICKET BOOTH - DAY

Baldewin lays some banknotes on the counter for a ticket out
of Berlin, traveling to Copenhagen. The TICKETMASTER hands
him his fare.

TICKETMASTER
The train leaves in an hour.

The Ticketmaster notices the shiny new medals on Baldwin's jacket.

TICKETMASTER (CONT'D)
You just moved up the ranks. Very nice, sir.

BALDEWIN
You serve?

TICKETMASTER
(proud)
First World War. That mustard gas was a son of a bitch. Nearly blinded me.

Baldwin extends his hand for a shake. The Ticketmaster returns the gesture. Baldwin squeezes his hand firmly, but doesn't let go.

BALDEWIN
Honored you served for Germany... Say, I am in need of a bit of help. You see, these tickets are for my sister, but my wife boarded a train for Posen a few days ago, but she never arrived. I am hoping you can check the books and see if her ticket was accounted for... one soldier for another...

Baldwin offers a charming smile. The Ticketmaster nods. They release their handshake.

TICKETMASTER
You said a couple of days ago?

BALDEWIN
Yes.

The Ticketmaster rifles through paper logs and then runs his finger down the list of passengers who boarded.

TICKETMASTER
What was the last name?

BALDEWIN
Brandt.

He continues to search. He checks. He double-checks.

TICKETMASTER

No Brandt. Looks like she didn't board. Perhaps she boarded a different train by mistake...she hasn't contacted you?

BALDEWIN

No. What other trains left that day?

The Ticketmaster closes the book. He already knows. He leans in close to Baldwin.

TICKETMASTER

Only trains hauling Jews for relocation.

Baldwin pales.

TICKETMASTER (CONT'D)

If she got on the wrong train she should be fine. She has Aryan papers, right?

BALDEWIN

Of course. I made sure of it... Tell me, where were those other trains going?

TICKETMASTER

Treblinka.

BALDEWIN

When does the next train leave for Treblinka?

TICKETMASTER

They've all but stopped going there, now. I suspect all the Berlin Jews have been hauled away already.

The Ticketmaster laughs. Baldwin forces a smile.

BALDEWIN

How about Posen?

TICKETMASTER

Tonight. Eight-thirty.

BALDEWIN

One ticket to Posen, please.

The Ticketmaster rings up the purchase and hands Baldwin the ticket.

BALDEWIN (CONT'D)
Thank you, you've been very helpful.

TICKETMASTER
Thank you for serving our great country!

The Ticketmaster stands at attention and salutes. Baldwin returns the gesture, then walks away.

TICKETMASTER (CONT'D)
(jokes)
Now don't get lost!

EXT. GRUNEWALD STATION - BOARDING AREA - DAY

Naomi stands by her luggage. She wears a woman's fedora that hides her face. She doesn't hear Baldwin approach; she has kept her eyes down, awaiting his return.

BALDEWIN
Naomi.

She startles.

NAOMI
Sorry.

BALDEWIN
Here's your tickets. Do not lose them. Your train comes in one hour. You will go to Copenhagen, and from there you should catch the first boat to Sweden.

The reality of escape sets in...she tears up.

BALDEWIN (CONT'D)
Don't cry. You'll ruin your makeup. You need to be strong... at least until you are out of Europe.

She nods, takes a steadying breath. Exhales.

NAOMI
What about Eleonore and the boys?

Baldewin hesitates.

BALDEWIN

Don't worry. I'll find them.

Naomi hugs him.

NAOMI

Thank you so much, Herr Brandt.
I'll never forget you and your
family. You are my family, too.

Baldewin is moved, but remains stoic.

BALDEWIN

Take care of yourself, Naomi... Now
remember, You are a German from
Berlin. Keep your head low. You
have enough banknotes to pay for
just about anything. No one
questions a rich German... And I
forbid you to lose your Aryan
papers. Understand?

Naomi nods. A TRAIN WHISTLES in the distance. Naomi looks
down the tracks and then back at Baldewin. He's gone.

INT. OUTSIDE FRANZ'S OFFICE - DAY

Eleonore sits at a desk, tapping away at a TYPEWRITER; she is
transferring Franz's handwritten notes into a report.

INSERT - TYPING OF REPORT

"After I had been informed that Dr. Viktor Schauburger was
within Treblinka, I immediately had him isolated in a
barracks closer to my offices. These orders came from SS
General Hans Kammler. He spoke deliriously after going days
without water, in protest about "Torsion Fields," "Egg
shapes," and a "Vril Society."

BACK TO SCENE

Franz steps out of his office and looks over Eleonore's
shoulder at her typing.

FRANZ

Is this report almost finished?

ELEONORE

Almost. Just a few more pages.

Franz is impatient and takes the notes off her desk.

FRANZ

You can go.

Eleonore nods silently, rises and walks toward the stairs to the first floor.

FRANZ (CONT'D)

Tonight, you may wear the brown wig.

Eleonore closes her eyes in agony for a moment, then walks down the stairs.

INT. ELEONORE'S ROOM

Eleonore is undressing from her work clothes. Lydia KNOCKS on the door.

LYDIA

I have brought you clean towels and sheets.

ELEONORE

Thank you.

Lydia lays them on the bed.

Eleonore peels the wig off and sets it on the dresser.

LYDIA

I remember when I wore those wigs.

Eleonore pulls on a dress.

ELEONORE

How long until you didn't...have to...?

Lydia stops and turns in the doorway.

LYDIA

Until my hair started to grow back. Franz thinks Jewish women are dolls to be dressed up and played with.

ELEONORE

I guess I know what's coming then.

LYDIA

Soon he will tire of you and then you will join me in doing laundry for the SS.

There is the sense that Lydia is jealous.

ELEONORE

Perhaps. But as long as I keep typing fast, I should be okay.

LYDIA

That's why he treats you so well. He needs you.

Eleonore is tired and goes to the door.

ELEONORE

Thank you for the clean linens.

She closes the door behind Lydia.

EXT. POSEN - SS GENERAL'S HOME - NIGHT

Baldewin steps out of a taxi and trots up the stairs, then pauses to straighten his uniform before knocking on the door. A HOUSEKEEPER answers.

BALDEWIN

I need to speak with the General, is he here?

INT. POSEN - SS GENERAL'S HOME - NIGHT

HOUSEKEEPER

This way, sir.

She leads him to the general's study and knocks on the door before opening it.

HOUSEKEEPER (CONT'D)

An officer to see you, sir.

INT. SS GENERAL'S HOME - STUDY

Baldewin steps into the room, then halts and salutes.

SS GENERAL

What is it, Brandt? I've only a few minutes.

The SS General pulls on his uniform jacket. Then reaches for a bottle on a shelf.

SS GENERAL (CONT'D)

Cognac?

BALDEWIN

Please.

The General pours a short shot, then hands the glass to Baldwin with an expectant glance.

BALDEWIN (CONT'D)

Uh, General, I have cause to believe my wife and sons got on the wrong train and went to Treblinka.

SS GENERAL

(shocked)

Treblinka?

BALDEWIN

Yes, sir. I was hoping you could make a phone call and--

SS GENERAL

If they're in Treblinka, there's nothing I can do.

BALDEWIN

(stunned)

But, sir--

SS GENERAL

No one leaves Treblinka. You know that, Brandt.

BALDEWIN

We're talking about my family, sir. Not some common Jews...

The general empties his glass, then grabs his SS trench coat off the back of a chair.

SS GENERAL

I must go, Brandt. I have a train to catch. Finish your drink and let yourself out, will you?

The general strides to the door, then pauses and looks back at Baldwin.

SS GENERAL (CONT'D)

I'm sorry Baldwin. There's nothing to be done. You must let them go... stay focused on your duties.

The general disappears out the door. A moment later, the front entry door SLAMS (O.S.). Baldwin stares at the empty door-frame, his mouth agape.

He takes a step toward the exit, then turns back, a look of determined rage on his face.

He goes to the desk, rifles through drawers and pulls out a file marked "TOP SECRET." He glances through the documents, his eyes widening, then tucks it under his arm inside his coat.

EXT. STREET IN POSEN - NIGHT

Baldewin lurks in the shadows across the street from a local pub, watching patrons come and go until he sees the Polish Partisan step outside.

Baldewin lights a cigarette, catching the partisan's eye. Baldewin steps out of the shadows for a moment, then walks toward a nearby alley. The partisan crosses the street and follows.

Baldewin stops in the alley and waits. The partisan joins him.

POLISH PARTISAN

Didn't expect you back so soon...

BALDEWIN

I need your help.

POLISH PARTISAN

What is it?

BALDEWIN

My wife and sons. They got on the wrong train and went to Treblinka. I must get them out.

POLISH PARTISAN

Impossible.

BALDEWIN

Get me in and I'll get them out.

POLISH PARTISAN

You're an SS Officer, can't you get them out with a phone call, or just get them?

BALDEWIN

No civilians are allowed to leave the camps. There can be no witnesses.

Baldewin reaches inside his trench coat and pulls out the TOP SECRET folder.

BALDEWIN (CONT'D)

Listen to me... the information you wanted, it's here. When the general realizes I stole it, I'm a dead man. Either way, my career is over. Help me save my family and it's all yours.

The partisan stares at the folder with wide eyes.

POLISH PARTISAN

Getting you in, isn't the problem, we can get you on a train. We don't have a way to get you out again.

BALDEWIN

I'll handle getting us out. But we will need to make a fast getaway once we are outside the gates.

POLISH PARTISAN

I have a man in the village. He can watch for you... have a car and fake papers ready. That's all I can do.

Baldewin stares into the partisan's eyes.

BALDEWIN

Promise me something... If things go sideways... My sons... Promise me you'll save my sons... That you'll get them to safety...

POLISH PARTISAN

We'll do everything we can.

Baldewin hands over the folder, then pulls out his wallet, rifles through it and produces a family portrait. He presses it into the partisan's hand.

The partisan takes it, studies the faces, then tucks it in his pocket.

POLISH PARTISAN (CONT'D)

(let's go.)

Chodźmy.

EXT. TREBLINKA - STATION SQUARE - EVENING

Baldewin steps off the train. A SMALL NUMBER OF JEWS receive the harsh treatment from the Commandos once they step onto the platform: DOGS BARK, UKRAINIANS shove them toward the Reception Square.

Baldewin is all business and walks over to SS OFFICER #2 while sparking a cigarette. The officer notices Baldewin's medals and stands at attention.

SS OFFICER #2
Evening, sir!

BALDEWIN
Take me to the commandant.

SS OFFICER #2
Certainly, sir. Follow me, sir.

The SS officer leads him through a gate that is German access only.

INT. FRANZ'S BEDROOM - EVENING

Franz is asleep, holding Eleonore in his bed. A KNOCK at his door awakens him. He rises and answers it --

FRANZ
What?

SS OFFICER #2
Sir, a high ranking SS officer is here. He insisted he wanted to speak to the commandant.

FRANZ
Where is he?

SS OFFICER #2
In your office, sir. He seems upset.

FRANZ
Tell him I'll be there in a few minutes.

Franz closes the door behind the officer.

MOMENTS LATER

Franz is on his private phone with Heinrich Himmler.

FRANZ (CONT'D)
I believe the SS officer who
misplaced his family is here.

Franz listens as Heinrich gives him direct orders.

FRANZ (CONT'D)
Very well, sir.

He hangs up the phone. He glances around the corner at
Eleonore, she's still sleeping.

INT. FRANZ'S OFFICE

Baldewin stands and sits, paces the floor, looks out the
window, anxious.

Franz enters. Baldewin snaps to attention respectfully.

Franz sits behind his desk, gestures to Baldewin to take a
seat opposite his desk. Baldewin sits.

FRANZ
It isn't often I get visitors. What
brings you to our fine camp?

BALDEWIN
Germans.

FRANZ
We have many Germans here; you,
me...

BALDEWIN
My family.

Franz smiles at his direct approach.

FRANZ
Ah, yes. I was informed there was
an incident. Your family missed
your promotion party.

Franz glances at Baldewin's medals.

FRANZ (CONT'D)
(impressed)
Very nice, Mr. Brandt.

BALDEWIN
So...you know who I am and why I am
here?

FRANZ

I do. And I believe I can help you locate your family.

Franz reaches into his desk drawer and pulls out a Browning pistol...he aims it at Baldwin.

FRANZ (CONT'D)

In fact, I will show you where they are.

Baldwin scowls.

BALDEWIN

Do you know who I am? Need I remind you that I outrank you?

FRANZ

I have it on good authority that you have been stripped of your rank. In fact, you're not even an SS Officer anymore. You see, these camps are top secret. The only ones allowed to know of their existence are we who have been entrusted with running the camps and the Jews who come here to die.

Franz smirks at Baldwin's angry expression.

FRANZ (CONT'D)

Since you so foolishly allowed your wife and children to come here... to see this place... well, that is an unforgivable breach of national security. You sir, are a traitor to the motherland!

Franz smirks while Baldwin simmers. Lightning fast, Baldwin snatches the pistol out of Franz's hand and strikes him with it across the face.

Franz drops to the floor. THREE GERMAN SS SOLDIERS rush in and tackle Baldwin, placing him in handcuffs with a rifle pointed at his head.

Holding his left cheek, Franz gets up off the floor, picks up his pistol and holsters it. He replaces his cap on his head.

FRANZ (CONT'D)

Strip him. Give me any documents you find on him, too.

The German SS soldiers strip Baldwin and throw his medals and identification papers on Franz's desk.

FRANZ (CONT'D)

Show him his family...in camp two.

The German SS soldiers grin as they drag Baldwin away.

EXT. LIVING CAMP - LATER

Battered and bruised, Baldwin is in prison fatigues and escorted at gunpoint by two UKRAINIAN GUARDS. They approach a

EXT. DEATH CAMP GATE - NIGHT

A MOTOR alternates from a SLOW HUM to a RAPID CHUGGING... something mechanical and industrial is behind the gate.

Beyond the barbed-wire fence covered in branches, the tips of giant FLAMES CRACKLE and flicker into the sky.

The guards push the twin doors open to reveal a corner of hell on Earth.

EXT. DEATH CAMP - NIGHT

Baldwin covers his nose from the smell of rotting and burning flesh.

He focuses on three excavators, each with its own immense pit full of naked dismembered bodies.

The guards push Baldwin forward toward the butchery.

EXT. DEATH CAMP - PIT

He comes to the edge of the pit and is pushed in, landing on his chest. He stares into the faces of dead men and women, their eyes frozen open and cloudy.

UKRAINIAN GUARD #3

Get up!

Baldwin stands and looks up at a long steel arm jerking as it comes down and opens its jaws.

A man in the pit with him stands back as a neatly stacked pile of carcasses is chomped by the steel teeth, bones CRUNCHING. It rises as severed limbs dangle, then fall from the scoop.

The mechanical arm makes a wide circular rotation and swings the payload over the ROARING pyramid of burning corpses. It shudders, opens, and dumps body parts into the flames.

Horrified, Baldwin stares at the gruesome scene, speechless. A WHIPLASH cuts his back, tearing his shirt.

He winces in pain.

UKRAINIAN GUARD #3 (CONT'D)

Get to work, Jew!

The man who prepares the next stack drags corpses by the legs and starts a new pile. He looks at Baldwin and motions for a helping hand.

UKRAINIAN GUARD #3 (CONT'D)

(amused)

Have fun looking for your family!

AMOS

Welcome to hell. My name is Amos.

Amos, (40), a hard worker, shakes Baldwin's hand firmly.

AMOS (CONT'D)

Make another stack over there.

He points to the ground. The mixture of blood and mud form puddles that reflect the starry night.

Baldwin grabs the first arm he sees and drags the corpse from the pile. In shock, he stares at each face, searching.

A runner with a wheelbarrow dumps a fresh batch of bodies from the gas chambers, then runs for more.

EXT. TREBLINKA - MILES AWAY - NIGHT

The fires light up the night sky as ashes float down to the surrounding forests, blanketing the tree-tops with the dust of the dead.

EXT. RECEPTION CAMP - SORTING YARD - DAY

Lalka stands on top of a pyramid of clothing. It's two stories tall. He can see all of the camp from his perch.

Below, PRISONERS are sorting clothes, making piles for pants, jackets, shoes, etc. In concert, they sing the Treblinka anthem.

From atop the pile of rags, Lalka conducts his arms as if the music were his symphony. UKRAINIANS stroll between the prisoners, making sure they are all singing.

TREBLINKA PRISONERS

(singing)

"The tramp of the workers is heard,
their faces are set and grave.
Their columns leave for work,
always faithful and brave. This is
why we are in Treblinka, whatever
fate may send. This is why we are
in Treblinka, always ready for the
end. When the voice of our master
thunders, and when he seems to look
our way, we form columns and stand
waiting, always ready to obey. Work
is our existence, we must obey or
die. We do not want to leave...till
destiny winks its eye!"

A UKRAINIAN pulls a prisoner out of the sorting line.

Lalka notices. He takes careful aim, shoots the prisoner in the head. The Ukrainian jumps, startled. Lalka LAUGHS.

Carefully making his way down the slope, Lalka notices a piece of gray fabric. He pulls on the sleeve and holds up the wrinkled article of clothing. It's an SS officer's jacket-- Baldwin's.

He smirks, then tosses it aside and continues down the pile.

MONTAGE:

*Baldewin working in the pits.

*Alvie working in the shoe shop with Jacob.

*Eleonore typing while Franz leans over her shoulder.

*Baldewin talking with Amos in the barracks. They laugh.

*Three SS Officers chat while Alvie polishes the boots on one. Alvie eavesdrops on their conversation, then reports to Jacob.

*Eleonore crying alone in the bathroom.

*Baldewin sneaking along fence-lines, searching for weaknesses and peep-holes while Amos distracts the guard.

*Alvie steals an apple from the Ukrainian barracks, then shimmyes under a fence.

*Eleonore looking in a mirror and realizing her hair is growing back.

*A guard secretly observes Baldwin trying to dig under a fence with a piece of broken board.

*Tiny buds have started to form on the scattered sprouts along the buildings.

END MONTAGE

INT. DEATH CAMP - MEN'S BARRACKS - NIGHT

The resistance COMMITTEE #2 discusses Baldwin --

AMOS

I think we can trust him. He came to find his family...he helped the partisans...

ARON

So he says... Let us wait a bit longer so we can be sure.

EXT. LIVING CAMP - GHETTO - ROLL-CALL SQUARE - DAY

Baldwin stands bound to a pole. All six hundred inmates of the ghetto, Ukrainians and Germans surround him. His son, Alvie, stands in the front row, facing his back.

Franz speaks to the assembly.

FRANZ

You know what the meaning of the name Baldwin is? A hero. In this case...

Points at Baldwin --

FRANZ (CONT'D)

A hero who came to save his family. But what he did not realize is that there is no place for heroes in Treblinka. Treblinka has its own special set of rules... My rules.

Laughs from the SS and Ukrainians.

Franz to the executioner --

FRANZ (CONT'D)
Give him ten lashes.

The executioner raises his WHIP --

SLASH!
Alvie winces.

Amos glances at Alvie. Amos's expression FREEZES --

BEGIN FLASHBACK:

Amos hiding in the trees of Rumbula forest, watches in horror as Baldwin shoots his son in the head.

END FLASHBACK

Baldwin braces against the whip-lashes, unwilling to cry out in pain.

BALDEWIN
(between whip-lashes)
Your control is an illusion that
will be taken from you when you
least expect it...

FRANZ
What? What did you say? Subdued
smiles from the inmates.

Franz leans in close to Baldwin's smirking face.

FRANZ (CONT'D)
Make that twenty lashes!

INT. THE HOSPITAL - BED - DAY

Baldwin lies on his side while a doctor attends to his wounds.

Across the room, a boy mops the floor.

Baldwin stares at the boy's back, then inhales sharply as ALVIE turns toward him, a slight smile tugging at the corners of his lips.

FADE TO BLACK

FADE UP TO:

EXT. LIVING CAMP - GERMAN QUARTERS - MAIN GATE - DAY

Large gates unlock and swing open. A procession of shiny cars parade into the German and Ukrainian living quarters area. Swastika flags flap on the corners of the hoods.

All heads turn to watch the procession, WHISPERS of who is sitting in the backseat of a Rolls-Royce: a tiny man with the face of a ferret, wearing circular spectacles. SS-Reichsführer Heinrich Himmler.

SUPER: "OPERATION REINHARD: CAMP INSPECTION, END OF MARCH, 1943."

The vehicles stop beside Franz, who stands at attention. Himmler steps out of the car. Franz salutes.

HEINRICH

How are we today?

FRANZ

Excellent, sir. We are most pleased to receive you to Treblinka.

HEINRICH

Certainly. Let's go for a walk.

Franz relaxes and walks beside Heinrich as they tour Treblinka. Himmler's entourage keeps pace a few feet behind them.

Heinrich occasionally nods his approval with a tight smile.

EXT. GERMAN QUARTERS - RELAXATION AREA - LATER

This is a MINI-PARK. It has a ZOO with birds, squirrels, and monkeys in cages.

A grass lawn lined with flower beds along four white gravel paths that lead to all the areas of interest in Treblinka.

Franz and Heinrich sit on a bench, caps off, the sun in their eyes. Franz dabs sweat from his brow with a handkerchief.

HEINRICH

I need an update about our little fruckus.

FRANZ

Sir?

HEINRICH

The Brandts.

FRANZ

They are not a problem anymore.
Little more than ghosts to us, now.

HEINRICH

Good, because I came here today to
decommission Treblinka.

Franz's enthusiasm fades.

HEINRICH (CONT'D)

Treblinka is to be liquidated
within the year. One day, Germans
will come and never know about one
of the Technicians' greatest
creations.

Heinrich rises to his feet. Franz follows him.

HEINRICH (CONT'D)

You will surely be recognized by
the Reich for your excellent
management. I have precise
instructions on how to dismantle
the camp and erase all the
evidence. I will leave the file
with you. But stay operational
until the very end. There will be
an occasional train-load as we
round up the last of the Jewish
workers still scattered about.

He puts on his cap and faces Franz.

HEINRICH (CONT'D)

(Nazi salute)
Heil Hitler!

Franz reciprocates the salute. Heinrich returns to his Rolls-
Royce with his entourage in tow. Franz watches them drive
away, his demeanor deflated.

INT. DEATH CAMP BARRACKS - NIGHT

Amos sits on his bunk beside Baldewin.

AMOS

I need to ask you a question.

Baldewin gives Amos his full attention.

AMOS (CONT'D)

How much experience did you have in the Polish army?

Baldewin laughs cynically.

BALDEWIN

Too much. But we both know now that it wasn't in the Polish army... a fact that will likely cost me my life, eventually... I only hope that I can save my family, first.

Amos considers Baldewin's words.

AMOS

(monotone)

Mercifully, my wife died of fever before the war. But I had a son. He died at Rumbula forest. He was taken while I was at a meeting. I followed the convoy and arrived just in time to see my son die... I saw you shoot him in the head.

Horrified and ashamed, Baldewin covers his face, fights back tears.

Amos stares into the abyss --

AMOS (CONT'D)

I watched his body roll into the ditch and then I fainted. They didn't find me there in the brush beneath the trees. You didn't find me. I wandered for days, in shock... lost... directionless... Until I was arrested trying to steal a crust of bread and they brought me here... where I have become part of the killing machine, too.

BALDEWIN

Words are inadequate to express how sorry I am, Amos. I wouldn't blame you if you killed me, right here, right now. You have a right...

AMOS

You're almost a Jew, now. You carry the sins of the world, as do I. I cannot sit in judgment of you. We are in God's hands.

Amos glances toward some men in the corner.

AMOS (CONT'D)

We are planning something... my friends and I.

Baldewin follows his gaze.

BALDEWIN

(wry)

A party?

AMOS

A revolt...we could use a soldier with your experience... will you join us?

Baldewin's attention drifts: FLASHES from the Reich, the betrayal, his lost family...His attention refocuses; his gaze hardens.

BALDEWIN

What are you planning?

AMOS

You will help us, then? Share your expertise?

BALDEWIN

I will do what I can. But I must find my family. My son, Alvie... I saw him...

Amos stands.

AMOS

Let me introduce you to the committee...

Baldewin follows Amos toward the group in the corner. A shadow moves between the bunks. Baldewin freezes, then darts forward and throws his arms around Alvie.

EXT. GHETTO - ROLL-CALL SQUARE - ANOTHER DAY

It's the end of a work day. Franz stands before the ghetto's prisoners.

FRANZ (V.O.)

Next Sunday, you will not work. It will be dedicated to the noble sport of boxing.

The prisoner's react with curiosity. Franz smiles at them.

The wildflower buds have begun to open, showing hints of purple, yellow, and white. Franz tromps on some of the fragile flowers as he walks away.

EXT. ROLL-CALL SQUARE - LATER

CARPENTERS build a stage/boxing ring. A few barracks away, a FAMOUS COMPOSER rehearses MUSIC with his RAGTAG MUSICIANS.

Two well-known BOXERS train inside a square marked in the dirt with a shovel. They are surrounded by prisoners who are entertained by their prowess. Hoots and shouts.

Committee #1 blends in with the excited crowd and feigns interest so they can discuss the revolt. Alvie acts as a look-out.

GAEL

Do you buy these distractions?

ILAN

Not even a little bit.

JACOB

But it will be nice to have a little entertainment, for a change.

ILAN

What's the status on the weapons?

GAEL

I was able to get enough gold through the Goldjuden. The Ukrainians are all paid up.

JACOB

They hate the Germans as much as we do.

GAEL

We will have pistols, rifles, and twenty grenades.

ILAN

We must take control of the tank quickly, or we will be doomed.

GAEL

Our chances of success are slim, but it's better than dying for nothing on the edge of a pit.

ILAN

What about the key? We must have the armory key.

Gael

Already paid for. The Ukrainian said he'll have it for us at the festivities.

Jacob glances from prisoner face to prisoner face.

Jacob

Do you think they will go when the time comes? Look at them, they are so thin and frail...

ILAN

Then we will carry them, if we must.

The group falls silent, each mulling over their plans.

ILAN (CONT'D)

Alvie, relay the plans to the death camp. An explosion will be the signal.

Alvie casually walks away from the crowd.

INT. FRANZ'S MANSION - FRANZ'S BEDROOM - NIGHT

Franz stands in his underwear. Eleonore helps him get dressed. He places his cap on his head, then marvels at his own reflection in the full-length mirror.

He turns to Eleonore.

FRANZ

I have a surprise for you...

INT. DEATH CAMP BARRACKS - NIGHT

A German soldier pushes Baldewin into the barracks at gunpoint, then shuts and BOLTS the door.

GERMAN SOLDIER

No party for you, traitor!

EXT. ROLL-CALL SQUARE - MOMENTS LATER

The light posts shine on the STAGE in the middle of the ghetto. Sitting in the dirt around the stage, the prisoners converse quietly amongst themselves.

KAPOS sit on a long bench behind the prisoners. Behind them, there are empty armchairs.

Gael walks into the center of the stage. A spotlight from a watchtower follows him. The crowd falls silent.

Gael

Begin!

The orchestra forms a line and the conductor stands in front of them, ready.

Gael BLOWS A WHISTLE.

Gael (CONT'D)

Achtung! Mutzen ab!

Everyone rises to their feet and removes their caps.

The GERMANS walk into the square, smiling and joking. They take their seats in the arm chairs.

Franz makes his way to his armchair, Eleonore in tow wearing a white dress. Lalka joins them.

Franz salutes Gael.

Gael (CONT'D)

Please be seated!

The prisoners sit down.

Young men race to the seated Germans and hand out programs for the show.

Franz glances through the program, intrigued. Eleonore recognizes Alvie despite his dirty face. They lock eyes.

Eleonore leans forward, about to reach for him, but Alvie, wizened by Treblinka, shakes his head, "No."

Eleonore looks straight ahead as her son continues down the line. A tear rolls down her cheek. She turns her face away from Franz and swipes it away.

Franz

What an exciting night!

Eleonore glues a fake smile on her face and nods. Franz nods to Gael.

Gael

Quiet now! It's time to start the show!

The audience falls silent as the conductor lifts his arms higher. The orchestra begins to play as he conducts them through a one act opera.

The audience is entranced by the SWELLING of the MUSIC. Prisoners and Germans alike, cry.

INT. DEATH CAMP BARRACKS - NIGHT

Baldewin sits by a window, listening. Emotions flow, he's touched by the orchestra.

EXT. ROLL-CALL SQUARE - NIGHT

The orchestra finishes, silence reigns.

Franz slow-claps. The Germans, including Lalka, join in and it spreads to the seated prisoners.

Franz stands and bows directly at the orchestra and conductor; they return the gesture.

Gael commands the audience's attention.

Gael

Ladies and gentlemen, tonight is a night of celebration! Our next performer is one of the finest ballerinas Europe has ever known!

Gael walks off the stage. Behind him, the orchestra and conductor prepare to play the notes of a fairy-tale ballet.

The BALLERINA (20s) takes the spotlight. The MUSIC PLAYS and she performs a ballet of physical storytelling.

When she finishes, the audience does not wait for Franz to begin the applause; the prisoners are on their feet.

She curtsies to the audience, and then to Franz. Franz gives two sharp hand-claps. The prisoners obey and quiet down.

The ballerina, orchestra, and conductor leave the stage. The two FAMOUS BOXERS crawl into the ring. Gael stands in the center.

Gael (CONT'D)

Our final performance is the
fighting prowess of these two
brutes!

They both wear trunks: one white, one blue. They hold up
their gloves. The crowd cheers.

Gael (CONT'D)

May the best man win!

He steps away from the men. Their gloves go up, they begin
circling each other. They exchange blows. The crowd cheers,
having a blast.

Eleonore stares at a cluster of crocuses blooming near the
fence, reminding her of the passage of time.

EXT. ROLL-CALL SQUARE - MOMENTS LATER

Round three: The boxers are bruised, sweaty, and exhausted.
White trunks throws a hay-maker and misses blue trunks, who
ducks and then gives an uppercut to the jaw, ending the
fight.

The audience applauds while the boxers are helped off the
stage. Gael returns to the center of the ring.

Gael

Well folks, I am sad to say that
this is the conclusion of this fine
night.

The prisoners hang their heads. It is time to return to Hell.
Even the Germans appear disappointed that the fun has to end.

Franz has seen enough. He takes Eleonore by the hand and they
walk back to his mansion.

The fires from the death camp illuminate the gathering place.
The orchestra retakes the stage and plays a final waltz: "The
Blue Danube" fills the night air.

Gael leaves the stage and approaches Ilan. An expression of
bitterness rests on Ilan's face.

Jacob and Benjamin break through the milling crowd. Gael
refocuses when he notices the bread basket tucked under
Jacob's arm.

Jacob hands the basket to Ilan, who glances through it
quickly.

JACOB

When this is all said and done,
lets all meet in Jerusalem.

The committee members and Alvie all nod.

BENJAMIN

Are we satisfied?

Ilan takes a loaf of bread and rips open the middle. A
DUPLICATE KEY FOR THE ARMORY is inside. He smiles.

ILAN

Yes, we are satisfied.

INT. FRANZ'S MANSION - ELEONORE'S ROOM - DAY

Eleonore sits on her bed, rubbing her hands together,
contemplating. She stops and looks at her palms, has an
epiphany.

INT. FRANZ'S STUDY - MOMENTS LATER

Franz leans back in his chair, boots rested on his desk,
reading a book.

Eleonore enters, her right hand wrapped in a kitchen towel
soaked with blood. Franz sits up straight, concerned.

FRANZ

Are you alright?

ELEONORE

Yes, I just need to get my hand
fixed. I am so sorry.

FRANZ

What happened?

ELEONORE

I accidentally knocked over one of
your vases and it shattered. I
tried to clean it up and...

FRANZ

You should have called for Lydia to
clean it up.

ELEONORE

I didn't want to be a bother.

FRANZ
Scheisse.

Droplets of blood fall onto the white rug. Franz is angered.

FRANZ (CONT'D)
Lydia!

Lydia's FOOTSTEPS approach the study at a run. She appears in the doorway.

LYDIA
Yes?

Franz points at the rug. She sees the blood.

FRANZ
Look! Eleonore cut herself doing
your job!

Eleonore starts to panic, her plan is going awry.

ELEONORE
Franz! I'm fine, I'll just go to
the hospital.

FRANZ
No, it's not fine! How are you
supposed to type, now?!

Eleonore is speechless.

FRANZ (CONT'D)
Now I have no typist! Since you
enjoy cleaning up messes like a
common maid, so be it! Lydia! Teach
Eleonore how to do your job and
then take yourself to the hospital.
Tell them you are sick and can no
longer perform your duties!

Lydia's face goes white.

FRANZ (CONT'D)
You're dismissed. Both of you!

Eleonore and Lydia leave his study, close the door behind them.

INT. HALLWAY

Eleonore is shocked.

ELEONORE

Lydia...I am so sorry. I didn't mean for this to happen!

Both women begin to cry.

LYDIA

(despair)

I don't know what I did to deserve this life. Do you hate me? I didn't break that vase!

ELEONORE

I know. I did it to get out of my job. I thought he'd send me to the hospital and I would have a chance to find my son. He's alive... I saw him...

LYDIA

You did this for your son?

Eleonore sniffles while nodding; she cannot bear to make eye-contact with Lydia.

LYDIA (CONT'D)

Then you find him and you never let him go...

Eleonore falls to her knees, grasping Lydia's hand.

ELEONORE

I am so sorry. I didn't mean for this to happen to you. Please forgive me, Lydia. I have been so wrong... So blind...so selfish...

LYDIA

We are both in God's hands, now.

Lydia steels herself.

LYDIA (CONT'D)

Come now. I have to show you your duties. Pull yourself together.

Lydia pulls Eleonore to her feet and wipes away Eleonore's tears.

LYDIA (CONT'D)

Look at me.

Eleonore musters eye-contact.

LYDIA (CONT'D)

I didn't want to live one more day
than I had to here, so thank you.
You have done me a favor. Now,
let's take care of your hand.

They cross to the maid's closet.

INT. LIVING CAMP - GHETTO - SS LAUNDRY AREA - DAY

WOMEN WASH and DRY CLOTHES. Eleonore folds clean linen, shirts, and pants. She hangs Franz's uniform jacket on a laundry cart with wheels.

She pushes her cart out the entrance and turns toward Franz's living quarters.

EXT. LIVING CAMP - GHETTO - DAY

Eleonore seizes the opportunity to find her sons by pushing slowly while scanning the faces of the youngest workers. They are all dirty and exhausted; work is their life.

She calms herself and SINGS out loud, hoping her sons will recognize her voice. The prisoners pay no attention. The guards find it pleasant.

INT. GHETTO - SHOEMAKER SHOP - DAY

Alvie is making soles for the SS boots. His MOTHER'S SINGING drifts in on a breeze. He drops his tools and runs to the window. He sees her pushing the cart.

EXT. GHETTO - DAY

Eleonore trudges through the dirt, pushing her cart, singing one of the boys' favorite songs as loud as she dares.

Alvie runs up behind her and grabs the cart, pretending to help her push it as an alibi; a complete stranger.

Eleonore is overwhelmed by emotion and goes to hug her son, but he pulls away, shaking his head slightly.

ALVIE

Look busy.

She obeys.

ELEONORE

Alvie. My son. Are you okay?
Where's Berrin?

ALVIE

They killed him on the first day.

Eleonore lets out a cry and falls to her knees.

GUARDS NOTICE and walk toward her. Alvie grabs her arm and pulls her to her feet.

ALVIE (CONT'D)

Keep pushing the cart!

The guards lose interest when the cart starts to move again.

Alvie stares straight ahead while talking out of the side of his mouth.

ALVIE (CONT'D)

There's going to be a revolt, a chance to escape. We...I will come for you when it's time. I love you, Mama.

Alvie sprints away before Eleonore can respond. Eleonore pushes on, tears streaming down her face.

INT. FRANZ'S MANSION - DINING ROOM - DAY

Franz and Eleonore are eating dinner. Franz is subdued.

FRANZ

Did you eat this well where you are from?

Eleonore eyes him cautiously.

FRANZ (CONT'D)

What was it like, where you came from?

ELEONORE

It was a good life.

FRANZ

Tell me more.

ELEONORE

I had a family. We laughed and we loved. I was happy.

Franz has a twinkle in his eye.

FRANZ

That's all any good German can ask for.

ELEONORE

That's all any human could ask for.

FRANZ

I know you think of me as a monster. I must admit. I have been faithful to my country. But my duties required me to do what most men wouldn't... I've had to do unthinkable things. But this is not who I am.

Eleonore concentrates on eating her soup.

Franz gets up from his chair, walks over to Eleonore. He gets down on one knee.

Eleonore is startled by his submissive pose.

FRANZ (CONT'D)

I want you to know that I look forward to a life beyond this camp. I do not wish to behave in this beast like manner forever. Perhaps I could save you? Pardon you from this place?

He takes her hand, interlocks their fingers.

FRANZ (CONT'D)

I have grown fond of you, Eleonore... Soon this war will be over and I would love if you would come with me. We could make a fresh start together. Yes?

ELEONORE

(cautious)

Yes. That would be merciful of you.

Franz kisses her hand.

FRANZ

You will see. When this place is behind us. I can be a better man... Would you like some ice cream?

ELEONORE

Yes, please.

Franz, as gleeful as a child, retrieves the ice cream from the kitchen, himself.

Eleonore takes advantage of the opportunity and hides a steak knife in her dress.

EXT. DEATH CAMP - FIRE PITS - DAY

Thousands of decaying bodies have been laid out in an orderly fashion, head to toe, on top of a massive grill. Pyres of wood are carefully placed beneath the metal grates.

Standing on sand embankments, Kiwi and other SS cover their noses.

KIWI

I don't know what stinks more? When they are dead or alive?

A tiny blond man, HERBERT FLOSS; expert in cremation, chuckles.

HERBERT

Please, stand back.

He strikes a wooden match and tosses it at the piles. The flames catch; spread to the other piles.

HERBERT (CONT'D)

That's right, go on...

The flames expand with a ROAR; the entire grill of bodies bursts into a hellish fire.

A BLACK CLOUD of smoke reaches into the blue sky. The faces of the dead CRACKLE. Flesh bubbles.

The men stand back, staring at the magnificent display. Herbert rubs his hands together; a giddy arsonist.

EXT. DEATH CAMP - FIRE PITS - NIGHT

Baldewin's work shift has begun. As he and the other prisoners walk down the sand embankments, their feet kick up the ash, six inches deep.

Baldewin sets his jaw and helps stack bodies, hoping he doesn't find Berrin's corpse, but unable to stop himself looking at the smallest faces...

INT. DEATH CAMP BARRACKS - DAY

SUPER: "SUMMER, 1943"

Sunrise. End of the night shift. Prisoners settle in, crawling into their bunks.

Baldewin goes to Amos's top bunk and shakes him awake.

AMOS

Baldewin...what's wrong?

BALDEWIN

They are going to destroy the camp soon.

AMOS

Are you sure?

BALDEWIN

Yes. They are digging up the bodies and burning them. They are destroying the evidence.

AMOS

How soon?

BALDEWIN

Why wait? That soon.

Amos rises and goes to share this information with the other Kapos and members of Committee #2.

EXT. TUBE - DAY

Camp one (ghetto) meets camp two (death camp) as the tube is cleaned.

THREE INMATES from camp one's beauty salon, and THREE INMATES from a gas chamber are raking the road to heaven.

Two GERMAN GUARDS stand between them. GUARD #1 looks toward the salon, GUARD #2 looks toward the gas chambers.

CLEANER #1 from camp one WHISTLES. Guard #2 looks around. Baldewin hand-signals a message...

Guard #2 turns back and sees Baldewin's hands go down.

GUARD #2

What are you doing? Signaling?

BALDEWIN

Yes, I was signaling what an ass
you are.

Guard #2 points his rifle at Baldwin's head.

GUARD #2

(laughing to Guard #1)
Shall I shoot this traitor?

BALDEWIN

Go ahead. Franz will send you to
Stalingrad. Oh wait... there's no
eastern front anymore.

The guard's smirk fades.

GUARD #2

On second thought... it's more fun
watching you suffer like one of the
vermin...

He lowers his rifle.

EXT. LIVING CAMP - GHETTO - DAY

CLEANER #1 approaches Alvie, who is on his lunch break,
eating a tin of soup with bits of potato.

CLEANER #1

(side of his mouth)
Message from the death camp. They
are burning the last of the bodies.
Spread the word.

Alvie lowers his chin to indicate he understood.

Cleaner #1 scurries away.

Alvie sets his soup tin down and moves to a view of the death
camp. Black smoke pollutes the sky.

EXT. RECEPTION CAMP - STATION SQUARE - ANOTHER DAY

A train whistle fills the air.

The orchestra sets up on the platform and plays MUSIC for the
new arrivals.

Men, women, and children are pushed, dragged, shot, and
stabbed.

INT. LIVING CAMP - GHETTO - MEN'S BARRACKS - DAY

Benjamin crouches beside Ilan.

BENJAMIN

Do you think we will succeed
tomorrow?

Ilan stares into space, weighing his response.

ILAN

Do you?

BENJAMIN

We will save as many as we can.

ILAN

A few lives is the smaller victory.
The larger picture is that the
world will know that we took a
stand against evil. Whether we live
or die, we must not let the world
forget that living is worth dying
for.

Benjamin stands.

BENJAMIN

Good night, my brother. Tomorrow we
make history.

Ilan returns to his bunk. Alvie listens to the conversation from his bunk. The eyes of the young boy reflect a grown man. He closes them, falls asleep.

EXT. LIVING CAMP - GHETTO - ROLL-CALL SQUARE - DAY

A morning mist crawls along the ground. The greenery of the crocuses has yellowed and begun to shrivel, their blooms long gone.

SUPER: "AUGUST 2, 1943"

Gael stands at attention before hundreds of prisoners; they're gaunt and exhausted, facing another day in hell.

Members of the committee stand erect, eyes wide open.

GAEL

Every day is a new opportunity to
do our jobs to the fullest.

(MORE)

GAEL (CONT'D)

Our masters have promised us a decent living as long as we hold up our end of the work. We must continue to keep a strong spirit and...

The prisoners become confused. Gael has given them an eye-wink.

GAEL (CONT'D)

...go to work!

Gael turns and salutes a GERMAN SOLDIER. In one big motion, the prisoners go to their work posts.

EXT. UKRAINIAN QUARTERS - LATER

SANITATION WORKERS ride on a horse-drawn flatbed CARRIAGE. They round the corner outside the Ukrainian BARRACKS and halt.

The UKRAINIAN who BROKERED the weapons deal points with his lips at a pile of rubbish.

The SANITATION WORKER sitting shotgun hops off and grabs arms full of trash.

He sets it on the flatbed. METAL CLUNKS. He spreads the heap open, exposing rifle butts bundled together.

He grabs another pile and places it on the cart: grenades are hidden within the garbage.

He grabs a third armful. Pistols bundled together.

He climbs back on the carriage and accepts the reins from the Ukrainian. The Ukrainian hops down. The horse continues down the quiet street.

The Ukrainian walks toward the main gate to request time off from the camp.

EXT. UKRAINIAN QUARTERS - POTATO CELLAR - DAY

The carriage stops in front of the cellar door. The sanitation worker jumps down to collect trash while a committee member waits in the doorway.

Without looking at him, the sanitation worker bends over to pick up the trash.

SANITATION WORKER
Five rifles. Five grenades.

The committee member takes the bundle. Waiting hands rush it inside.

The sanitation worker sees the delivery is complete, gets back on the carriage. The horse TROTS forward.

EXT. LIVING CAMP - GARAGE - MOMENTS LATER

The carriage comes to a stop; the sanitation worker repeats his garbage pick up. Another prisoner standing by the doorway, waits for the signal.

SANITATION WORKER
Five pistols. Five grenades.

The prisoner grabs the bundles and disappears into the garage. Before the sanitation worker rides off, he gives the confirmation while staring straight ahead.

SANITATION WORKER (CONT'D)
Today at three. Treblinka becomes
ashes.

He CLUCKS to the horse and they pull away. Gael is nearby and gets a nod from the prisoners in the garage.

EXT. DEATH CAMP - FIRE PITS - MOMENTS LATER

Work continues in the gaping ditch, bodies are stacked, massive flames lick into the air.

Baldewin grabs another corpse, heaves it onto the grill, preps for another cremation.

Amos slyly comes behind him to speak into his ear.

AMOS
(whispers)
At three. The signal is an
explosion.

Amos continues down the line of workers. Baldewin glances over, watches him passing the message along to workers who pretend they didn't hear anything.

They continue to dump bodies, stack bodies, set the pyres for the cremation grill.

EXT. LIVING CAMP - GHETTO - DAY

A lunch break WHISTLE.

The prisoners stand in line near the kitchen to return their empty tins for washing. They SING the Treblinka anthem while they wait.

For the first time, they sing with enthusiasm, "Till destiny winks its eye!"

Ilan and Alvie dump their dishes and return to the shoemaker shop. Ilan glances at the unsuspecting guards.

Alvie double-checks the armory key in his pocket.

EXT. MULTIPLE WATCHTOWERS - DAY

All committee members tasked with bringing down the watchtower guards are in position.

A committee member takes off his gardening gloves and opens his palm. Sunlight glints off the gold coin in his hand, flickering on the Ukrainian guard high above in the tower. He takes the bait and proceeds to the ladder.

EXT. DEATH CAMP - KITCHEN - DAY

Prisoners pull buckets of water from a well to refill the tank inside the kitchen nearby.

A UKRAINIAN stands with them, exchanging jokes. Over his shoulder, he notices a watchtower guard talking to the committee member with the gold in his hand. He stares.

INT. GHETTO - SHOEMAKER SHOP - DAY

Ilan finishes polishing a shoe and looks at a KAPO, points at his wrist.

The Kapo holds up two fingers, then three fingers. It's two-thirty. Ilan nods.

A SCREAM from somewhere inside the ghetto. Ilan runs to the window and sees two prisoners being kicked by Kiwi.

Kiwi searches them, finds GOLD COINS and BANKNOTES. He pockets them and forces the men at gunpoint toward the hospital.

Alvie appears at Ilan's side.

ALVIE
That's GEORGIOS and THEODOROS.
They'll squeal.

Ilan looks around the room at the other committee members who are staring at him, waiting for his instruction. Ilan removes a rifle hidden in some fabric and loads a round in the chamber.

ILAN
A volunteer?

An EX-THIEF from Warsaw takes the gun. He shoulders the butt and steadies his aim on the WINDOW-SILL.

He looks down the barrel through the circle sights, takes aim at Kiwi. His finger curls around the trigger.

Ilan removes a pistol from his waistband and pulls a grenade out of his pocket. He hands it to an ELDERLY MAN.

The elderly man squeezes tight on the grenade release and pulls the pin; his arm posed and ready to throw.

ILAN (CONT'D)
Wait until Kiwi is dead.

The man nods.

Ilan looks at Alvie, who has the ARMORY KEY in his hand.

ILAN (CONT'D)
Ready?

Alvie nods.

EXT. GHETTO - DAY

Kiwi walks behind the two squealers, taunting them. A GUNSHOT, red mist sprays from his neck. The men startle and turn. Kiwi falls to his knees, blood running down his chest.

INT. SHOEMAKER SHOP - DAY

The ex-thief reloads and sights Kiwi again. He squeezes the trigger, blows Kiwi's brains out.

The squealers run.

An ominous SILENCE settles over Treblinka. Ilan gives the signal to the elderly man. He arches his arm to throw the grenade.

A UKRAINIAN rounds the corner to investigate. He is shocked to find Kiwi dead.

The elderly man redirects his aim and lobs the grenade at him. It lands between his feet, a BOOMING ECHO! The Ukrainian loses his legs.

ILAN
(Shouts)
Revolt!

THE COMMITTEE AND IT'S OTHER HIDDEN MEMBERS race out into the streets of Treblinka, shout battle cries.

EXT. UKRAINIAN LIVING QUARTERS - DAY

The FIRST COMMANDO UNIT runs for the guard house near the main gate: FIVE MEN TOTAL, Gael leads the charge.

Gael
We have to get to the tank before
the Germans!

As they run south down the main street, UKRAINIANS pour out of their barracks, machine guns in hand; baffled by the EXPLOSIONS and GUNFIRE that erupts all over Treblinka.

Spinning in confusion, they don't immediately see the commando unit.

The Commandos open fire and a hail of bullets tears into the unsuspecting Ukrainians. They fall to the ground, dead.

As the Commandos reload, MORE UKRAINIANS run out of the barracks. They FIRE on the running Commandos; two are killed.

Gael (CONT'D)
Throw the grenades!

The THREE REMAINING MEN turn mid-sprint, running backwards, and lob their grenades at the pursuing Ukrainians. BOOM! BOOM! BOOM!

The commandos SPIN AROUND, continue running.

EXT. MULTIPLE WATCHTOWERS - DAY

ALL THE UKRAINIAN GUARDS LIE DEAD next to the ladders. Stabbed to death, or throats slit.

SEVERAL PRISONERS take turns dousing the wood framing with gasoline they'd hidden in watering tins.

They each toss a lit match, flames sprint up the towers, becoming giant torches for the whole camp to see.

EXT. SS LIVING QUARTERS - DAY

JACOB, ALVIE, AND THE SECOND COMMANDO UNIT use steel bars on the doors to trap the Germans inside.

INT. SS LIVING QUARTERS - DAY

GERMAN SOLDIERS and SS OFFICERS cock their weapons.

Reacting to the surprise attack, a group races for the front entrance to join the fight. They SLAM into locked doors.

GERMAN SOLDIER
(in German)
They're locked from the outside!

He steps back, aims his machine gun...BULLETS BURST from the other side of the door: MOST OF THE GERMANS ARE BLASTED TO SMITHEREENS.

The REMAINING GERMANS run away from the entrance.

JACOB
Alvie! Go!

Alvie runs toward the armory.

INT. SS LIVING QUARTERS - ARMORY - DAY

The room is full of weapons, machine guns, rifles, and pistols line the walls.

The entrance door JIGGLES...the bolt finally gives and turns. Alvie's weight pushes it open. He looks around, amazed.

Ilan appears at the door, out of breath.

ILAN
Quick! Carbines!

Alvie grabs guns two at a time as the FIRST AND SECOND COMMANDO UNITS ARRIVE. He hands them to Ilan who passes them to Jacob behind him.

Alvie drags a crate of grenades to the door and opens the latch. There's dozens of them.

Each commando gets a weapon and two grenades. The commandos race to their planned positions.

EXT. LIVING CAMP - GHETTO - DAY

Benjamin runs for the GHETTO'S GATE, firing at German soldiers hiding behind the BAKERY BUILDING. They're pinned down by Benjamin's GUNFIRE.

He looks back and realizes prisoners are too scared to come out of the barracks and workshops.

BENJAMIN

What the fuck are you waiting for?!

Benjamin points at one of the WATCHTOWERS ENGULFED IN FLAMES.

BENJAMIN (CONT'D)

You want to live, or not?!

The prisoners find their courage. A STAMPEDE OF YELLING comes FLOODING out of the ghetto; every door is kicked open. An entire population runs for their lives, some screaming, some sobbing, some raging.

BENJAMIN (CONT'D)

South! Go to the south side fences!

BULLETS WHIZ past his head. He spins and fires back at the Germans, kills one.

EXT. DEATH CAMP - WATCHTOWER - DAY

Baldewin mans a MACHINE GUN with a belt of ammo. He points the barrel downward at the guard house.

The UKRAINIAN GUARD HOUSE has the doors wedged shut with steel pipes by the THIRD COMMANDO UNIT. They shoot through it, weakening the door.

The door gives, Ukrainians rush out...

A RAIN OF BULLETS SHREDS FROM ABOVE AS BALDEWIN MOVES THE SPRAYING BARREL BACK AND FORTH.

The shooting stops and the commando unit tosses in grenades to finish off any survivors.

Prisoners run for the east fence.

Baldewin spots an ambush of German soldiers hiding in the fire pits. He shoots them. They roll into the pit of corpses.

EXT. DEATH CAMP - EAST FENCE - DAY

The commandos, led by Amos, use WIRE CUTTERS to make man-sized holes in the fence, then wait to assist prisoners.

A procession of frightened men and women hit the chain links and scramble through two or three at a time.

EXT. DEATH CAMP - WATCHTOWER - DAY

Baldewin's ammo belt is depleted. His job is done. He climbs down, yells "Amos"...they salute, and he sprints for the tube.

INT. LIVING CAMP - FRANZ'S MANSION - DAY

Franz peers out through the window blinds, watching the CHAOS UNFOLD, nervous.

Eleonore stands nearby, anxious.

ELEONORE
How bad is it?

FRANZ
Bad enough. Come. We are leaving.

ELEONORE
(backs away)
I'm not going anywhere without my children.

FRANZ
Your family is dead. Even your husband.

Eleonore gasps.

ELEONORE
Baldewin? Baldewin was here?

She pulls the steak knife out of her dress and points the blade at Franz. He smirks.

FRANZ
He thought he could just waltz in here and rescue you. But no one leaves Treblinka... at least, not without my blessing.

ELEONORE
 (choking up)
 You're lying...

FRANZ
 Drop the knife, Eleonore. You know
 you won't use it.

ELEONORE
 I said. I'm not leaving
 without my family!)
 Ich sagte. Ich gehe nicht ohne
 meine Familie!

Franz pulls his pistol from it's holster and points the
 barrel at Eleonore.

FRANZ
 You want to see your family? This
 is the only way!

A tear rolls down Eleonore's cheek.

Franz pulls the trigger. CLICK. CLICK. He pulls the slide
 back. The chamber is empty. He ejects the clip, confused.

FRANZ (CONT'D)
 Why you little...

He holsters the pistol, then steps toward her.

Eleonore lunges at him.

ELEONORE
 I'm going to kill you for what
 you've done!

They struggle. Franz twists her wrist, the knife plunges into
 her abdomen. She gasps and doubles over in pain.

Franz's breath warms her ear...

FRANZ
 Tell your husband you were my
 pleasure...

He releases her and she collapses to the floor.

Franz throws on his SS trench coat and grabs his suitcase. He
 pauses to look down at Eleonore. He tips his cap to her, his
 gold tooth glinting.

He opens the front door. Smoke billows, GUNSHOTS rattle. He
 makes a run for it.

EXT. LIVING CAMP - GARAGE - DAY

Ilan rolls a DRUM OF GASOLINE to the steep hill that slopes downward to the south side of the SS living quarters.

He gives it a push with his foot. It rolls downhill, tumbling until it bangs against the side of the building.

He grabs an ax and goes to the petrol tank. One good hard WHACK and it spews gasoline, forming a stream that runs down the hill.

Germans appear inside at the windows, shouting about the danger.

Ilan pulls the pin on a grenade and tosses it at the gasoline drum, then dives for cover.

The grenade strikes the drum and EXPLODES. A GEYSER OF FLAMES destroy the south side of the building. Wild fire spreads, the ground quakes. Ilan runs back to the ghetto.

EXT. LIVING CAMP - GUARD HOUSE - DAY

Gael and his unit hunker down yards away from the two-story building, using the forest as cover.

GERMANS cannot run out because of the commando's gunfire and the unit can't run for the tank because the Germans have the higher ground.

Bullets from machine guns RATTLE back and forth.

COMMANDO 1

More German reinforcements are
going to arrive soon!

Gael makes a decision. He sets his gun down, rips off his jacket.

GAEL

When they stop shooting, cover me!

The commandos get ready.

The Germans SHOUT, then it's quiet as they reload.

Gael sprints as if he were young again. The commandos shoot at the windows of the guard house. Germans duck for cover, return fire.

Gael runs through the hail of bullets. Just steps away from the tank, he stumbles and yelps.

The gunfire stops as both sides reload. Gael uses the tank as cover; slips his hand under the latch -- the hatch opens.

He climbs in. Bullets ricochet off the tank as he drops into the seat.

INT. TANK - DAY

Gael pulls the hatch closed. He can hear the Germans panicking: "Scheisse! Scheisse!" ...He starts the ENGINE.

He swings the gun turret, making a wide turn, the barrel faces the guard house. He pulls the trigger: the gun rapidly FIRES BULLETS while BRASS SPITS out the side.

EXT. LIVING CAMP - GUARD HOUSE - DAY

The south side of the building is PUMMELED with TANK FIREPOWER: It shreds the concrete, turning it into dust as the wall collapses.

Germans can't escape the continuous SPRAY of bullets. Wood beams splinter as heads explode, arms and legs are blown off.

The turret runs out of ammo. Every German is dead. The commandos CHEER.

INT. TANK - DAY

Gael tries to catch his breath. He leans his head back, smiling. Then he winces and looks down at his torso: Two bullet wounds stain his shirt red.

EXT. LIVING CAMP - DAY

All of Treblinka's surviving GERMANS and UKRAINIANS run to the north forest for safety.

EXT. LIVING CAMP - GHETTO - DAY

Through the branches of the barbed-wire fence, Benjamin, Ilan, and the remaining fighters target and shoot every German and Ukrainian they can. Dead bodies litter the ground.

EXT. LIVING CAMP - NEAR THE GHETTO - DAY

Baldewin takes a machine gun from a dead German and fixes his gaze on Franz's mansion. He sprints toward it, finds gaps where fences have been destroyed.

BALDEWIN
Eleonore! Eleonore!

INT. FRANZ'S LIVING QUARTERS

Responding to Baldewin's VOICE (O.S.), Eleonore struggles to her feet and staggers to the front door, her hand pressed to her blood-soaked belly.

EXT. TREBLINKA TOWN - MILES AWAY - DAY

A battalion of Germans in jeeps and on horseback race toward the camp, charging toward the flames and smoke.

EXT. LIVING CAMP - DAY

Alvie, Jacob, and the last of the COMMANDOS run for the east fence. Alvie stops, looks back.

JACOB
Alvie! Don't stop! We gotta keep moving!

ALVIE
My parents, I won't leave without them!

Alvie turns back.

JACOB
They're dead, Alvie! Come on!

The commandos stop and look back, reacting to an explosion. They see that Jacob has fallen behind. Alvie is even farther.

JACOB (CONT'D)
(to commandos)
Go! We'll catch up!

EXT. SS LIVING QUARTERS - ARMORY/WATER TOWER - DAY

The building is engulfed in flames; the armory is crumbling. The water tower still stands.

Eleonore pushes through the pain, staggers through the smoke.

Baldewin sees her, sprints toward her.

BALDEWIN

Eleonore!

Eleonore sobs, stumbles toward him. Baldewin reaches her just as her legs give out. He catches her as she collapses, lowers her to the ground.

He places his hand over her wound, applies pressure.

BALDEWIN (CONT'D)

I'm here, my love. I found you. I found you. My darling Eleonore...

ELEONORE

Baldewin...I m so sorry...Berrin is dead. But Alvie...

BALDEWIN

Shhh...I know. Alvie told me where to find you. There wasn't anything you could do about Berrin. It wasn't your fault.

Alvie runs through the middle of the living camp. In the distance, he makes out his parents through the mirage of heat from the burning buildings. He runs even faster.

ALVIE

Mama! Papa!

Baldewin looks up, sees his son. Eleonore struggles to lift her head. She reaches for him.

ELEONORE

Alvie...

GERMAN REINFORCEMENTS are moments away from the main gate, the JEEPS' headlights are on, the SOLDIERS ON HORSEBACK charge toward the family in the middle of the street.

Baldewin scoops Eleonore into his arms, the machine gun dangles by its strap. He runs toward Alvie.

BALDEWIN

Alvie! Run!

Jacob catches up to Alvie. He sees the German's gaining on them.

JACOB

Alvie!

The Germans enter the camp, they FIRE at Baldwin.

Jacob shoulders his machine gun and gives him covering fire.

Alvie ducks. Baldwin stops and lets Eleonore's legs go so he can scoop up his machine gun. He empties the clip at the Germans.

The horsemen split up. The jeeps swerve and spin out. One rolls over.

Baldwin drops the empty machine gun. He scoops up Eleonore's legs again and continues running.

BALDEWIN

Go Alvie! Run!

Eleonore barely utters...

ELEONORE

Run, my boy...

The horsemen resume the pursuit. One fires at Baldwin, hits his leg. Baldwin falls with Eleonore in his arms.

ALVIE

Mama! Papa!

Jacob sprints for Alvie and grabs him. Alvie fights him, determined to reach his parents. Jacob spins him around and smacks him across the face. He falls. Jacob hoists him over his shoulder and runs for the south fence.

A jeep slides to a stop beside Baldwin and Eleonore, kicking up dirt. German soldiers hop out with machine guns pointed at the couple.

Baldwin sits up, cradles Eleonore against his chest. She looks up at him, tears in her eyes.

BALDEWIN

(I'll love you forever!)

Du bist mein Alles!

He leans down to kiss her on the lips.

The soldiers open fire and riddle their bodies with dozens of rounds in seconds. They die in each other's arms.

EXT. LIVING CAMP - SOUTH FENCE - DAY

Jacob carries Alvie to the hole in the south fence and steps through, then charges into the forest. Shots ring out, Jacob stumbles, then staggers forward, struggles to stay on his feet.

He carries Alvie as far as he can, then collapses on a bed of forget-me-nots in full bloom.

JACOB

I'm sorry, Alvie...I can't...

Jacob dies.

A POLISH PARTISAN climbs down from his hiding spot in a tree and cautiously approaches. He turns Alvie over, studies his unconscious face, compares it to the family portrait he'd been given.

He checks Alvie for a pulse, then scoops him up and carries him away.

EXT. LIVING CAMP - WATER TOWER - NIGHT

The swastika flag that Treblinka had worn so proudly burns at the corners, then falls into a sea of flames.

END FLASHBACK

EXT. JERUSALEM - ICE CREAM STORE - DAY

ALVIE'S WIFE

Alvie? Alvie? What's wrong?

Alvie tears his eyes away from the blue parrot and looks at his wife's concerned expression.

ALVIE

Nothing...I...I'm fine.

Alvie puts an arm around each of his children and squeezes them close to his sides, oblivious to the ice cream dripping from their fingers.

His sad gaze returns to the blue parrot, then drifts past it to the middle-aged flower vendor just beyond. She is vaguely familiar.

Naomi smiles.

FADE OUT.