

The Numbers Station

by

F. Scott Frazier

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Chris Fenton / H2F Entertainment
(310) 275 - 3750

OVER BLACK

The hiss and fuzz of an empty radio signal.

Quiet at first. Then louder --

WOMAN (V.O.)
One. Two. Five. One. Two...nine...

-- Louder still --

WOMAN (V.O.)
...two...four...seven...

-- The static and white noise build to an immense wall of sound. Then, immediately --

Silence.

FADE IN:

INT. INTERROGATION ROOM

Small. Enclosed. Halogen bulbs hum in the ceiling.

EMERSON LITTLE (30) sits alone at a table. He has two-day stubble. A rumpled suit and tie. His face is beat to hell...a cut lip and a gash in his forehead.

He remains still. Calm and collected.

Above, the fluorescent lights FLICKER --

EXT. CITY STREET - NIGHT

-- OFF AND ON as a street lamp struggles to stay alive. Single snowflakes flutter past...it's the end of a big storm.

A Mercedes is parked at the curb. Otherwise, the block is empty.

INT. MERCEDES - NIGHT

Emerson clicks off the radio. Finishes a cigarette. Drops it out the window. He's clean shaven. His suit is pressed. His face has not yet been soured by cuts and bruises.

GRAY (50's) listens to messages on his cell. He takes off his glasses and rubs at the bridge of his nose...after a moment he closes the phone.

GRAY
A lesson for the young one.

EMERSON

What's that?

GRAY

Never allow your Chilean wife to find out about your Bolivian girlfriend.

EMERSON

Common knowledge, old man.

Emerson looks over a HAND-WRITTEN NOTE. From top to bottom, it's covered in numbers.

EMERSON

Authenticate.

He hands the note to Gray, who blinks at it for half a second before giving it back.

GRAY

Authenticated.

A car passes in the opposite direction. They instinctively watch it in the rear-view mirrors as it drives away, following its movements without a breath until it turns a corner at the end of the block.

GRAY

Ten minutes.

EMERSON

Start the count.

Emerson gets out of the car. Steps on a graveyard of cigarettes buried in the snow.

EXT. DOWNTOWN - CITY STREETS - NIGHT

The air is still. The night is calm.

Emerson walks alone. His feet crunch through the snow. He holds the hand-written note like a map. Let's it guide him through the streets.

GRAY (V.O.)

Never thought I'd see the day...

INT. INTERROGATION ROOM

Gray enters. Closes the door. Circles Emerson.

GRAY

...You of all people turning something so simple into such a goddamn Canadian cluster fuck.

Gray's anger is readily apparent. On his face. In his walk. Within his fist that twitches open and shut every few seconds.

EMERSON

It didn't have to go that way.

GRAY

Well of course not. But when it does, I expect you to keep a cool head. Show a little professionalism.

EMERSON

It was --

GRAY

-- Instead, you what? You fly off the handle. How am I supposed to respond? How do you want me to treat you?

EMERSON

I don't know --

Gray SLUGS Emerson right in the jaw. Knocks him clean out of his chair. Gray regrets it immediately. Helps Emerson off the floor. Back into his seat.

EMERSON

...Get it out of your system?

GRAY

Like you didn't just piss on our careers? On my career?

EMERSON

How much longer with all this?

GRAY

It's gonna be awhile. The boy's upstairs are --

EMERSON

Could I get a coffee?

Emerson squirms in his seat. Reaches up to scratch the cut in his forehead. His hands are cuffed together with an industrial cable tie.

GRAY

Yeah. Sure. Cream? Sugar? Do I
look like a fucking barista?

Gray leaves. On his way out, he SLAMS THE DOOR AS --

INT. BAR - NIGHT

-- EMERSON ENTERS. He looks around. The place is dark. Booths draped in shadows. A few lights here and there. Two BOUNCERS play pool at a nearby table. The BARTENDER watches a soccer match on the big screen. No one else in sight.

BARTENDER

Sorry pal. We're closed.

Emerson stuffs the hand-written note in his pocket. Stumbles towards the bar...is he drunk...or just acting? The Bouncers look up from their game.

EMERSON

Just...a...just...a...

He falls onto a stool at the bar. Rights himself. Sits up.

EMERSON

Just a water.

BARTENDER

You...you lost, buddy?

EMERSON

I just need some water.

The bartender hesitates a second. He seems...oddly relieved. Walks to the sink. Pours a cup of water from the tap. Waves the bouncers back to their game.

Emerson turns his head ever so slightly. Watches the bouncers. Studies their immediate surroundings. Focuses on the nearby rack of POOL CUES --

INSERT

Lightning fast: Emerson, precise and without any excessive motion, cracks a POOL CUE over one bouncer's head, then stabs him in the chest with the splintered wood.

BACK TO SCENE

-- The bartender comes back with the glass of water.

BARTENDER

Ten dollars.

EMERSON

For water?

BARTENDER

It's bottled.

Emerson reaches into his coat. Takes out his wallet as the Bartender folds a DISHRAG --

INSERT

Faster than we can really tell what's going on: Emerson vaults over the counter. Strangles the bartender with the DISHRAG.

BACK TO SCENE

-- Emerson pays the man. The bartender turns back to the soccer game. Emerson sips from the glass.

EMERSON

May I ask? Where's the rest of the money?

Whatever slur or stutter or mumble of words that dripped from Emerson's mouth a few seconds ago is gone. Replaced with an emotionless tenor. Serious. Focused. Foreboding.

BARTENDER

What?

EMERSON

We got to the accounts in Zurich. In the Caymans. So...where's the rest?

The bartender turns around. On his face: realization, understanding and horror.

BARTENDER

You're...you're, uh...sitting in it.

The bartender looks to the bouncers for help. Realizing they're oblivious to the situation, he takes a few steps back. Tries to get far away from Emerson. Nowhere to go.

BARTENDER

At least tell me who sent you.

EMERSON

Does it matter?

The bartender reaches out for a nearby SHELF --

INSERT

Slow: The bartender grabs a bottle from the shelf...swings it at Emerson...who ducks the blow and then...with the momentum of his entire body...uppercuts the bartender square in the jaw.

BACK TO SCENE

-- The bartender holds onto the shelf to keep from fainting.

One bouncer glances up from the pool table. Sees the look of absolute terror on the bartender's face. Nudges his buddy. They approach the bar, step up on either side of Emerson.

UGLY BOUNCER

Alright, time to go.

EMERSON

(feigning drunk)

But I just got here.

Emerson reaches out for his glass of water.

BARTENDER

Wait. We should really show our friend here the back room.

UGLIER BOUNCER

The back?

BARTENDER

Where we keep the other stuff.

Emerson's fingers tense around the GLASS as the bouncers grab him and lift him from the stool. As they do, his jacket opens. The ugly one spots a .45 tucked in his belt.

UGLY BOUNCER

He has a --

Doesn't get to finish. Emerson smashes the GLASS against the bouncer's temple. Spins in his stool. Attacks. Slams the guy's head onto the bar. Pulls him up. Snaps his neck.

-- The bartender DIVES for something behind the counter --

Emerson punches the second bouncer in the larynx. Knees him in the groin. Headbutts him. Pulls out a combat knife and slashes his throat from ear to ear.

The bartender pops up. Double-barreled shotgun ready to go.

Emerson jumps to cover behind a booth as buckshot punches holes through the vinyl backing. Draws his gun. Returns fire. The bartender ducks to reload.

Comes back up to fire. But Emerson is faster. Puts two bullets in the bartender's chest. A third in his head.

Emerson stands. Holsters his gun. Retrieves his combat knife and slides it up his sleeve. He looks around. Surveys the scene --

DR. MUNROE (V.O.)
How long have you been here?

INT. INTERROGATION ROOM

Emerson blows steam off the top of a cup of coffee.

EMERSON
Forty. Forty-five hours.

DR. MUNROE (40) is seated across from him. She flips through a thick file: a composite sketch of a BALD MAN -- a crime scene photo of a DEAD WOMAN in the snow -- a DOSSIER with Emerson's photo at the top -- memos with an official LETTERHEAD...and so on...

DR. MUNROE
You eat?

EMERSON
I'm not hungry.

DR. MUNROE
That wasn't my question.

She stops at a page of interest. Her eyes dart from side to side as she reads.

DR. MUNROE
Tell me about the bar.

Emerson leans forward in his chair.

INT. BAR - NIGHT

He surveys the scene. Silence for a few seconds. He's on his way out the door when --

-- The sound of a DOOR LATCH, from somewhere in the back of the bar. Emerson stops dead in his tracks. Not sure he heard what he heard. Then, another sound: BANGING.

EMERSON
Shit.

He bolts for the back of the bar. Into a cramped hallway that leads to the bathroom. He tries to open the door. Locked. Tries to force it open with his shoulder. No good.

INT. BAR - BATHROOM - CONTINUOUS

Emerson KICKS in the door. No one's here. Snow blows into the room from an open window. Emerson stands on the toilet. Looks out the window --

-- Sees a BALD MAN running through the snow. Down the street. Away from the bar. He turns a corner. Disappears --

Emerson steps off the toilet. Looks around. Anger. Frustration. He PUNCHES the wall. Bad idea. Thick cement.

INT. BAR - NIGHT

Emerson paces the bar. Back and forth. Looks around. What is he missing? Can't quite put his finger on it.

INSERT --

From a few moments ago but slower than it actually happened: the bald man walks out of the bathroom as Emerson slashes the bouncer's throat. Horrified at the scene, the bald man turns and scrambles back the way he came as the bartender starts shooting.

BACK TO SCENE

Emerson stops. Rubs his bleeding knuckles. Looks around the bar --

INSERT --

Slow: the bald man runs through the snow. Down the street. Away from the bar. SMALL DETAIL: he isn't wearing a coat.

BACK TO SCENE

Emerson finds a dark booth. On it, a half-drunk beer. Chips and salsa. Financial reports...paper work...the detritus of an accountant pulling an all-nighter.

On one of the seats: a JACKET. He grabs it. Rummages through the pockets. Finds a wallet. Inside, the bald man's DRIVER'S LICENSE. He stares at it. Lights a cigarette. Takes a long drag.

EMERSON (V.O.)

You don't happen to smoke, do you?

INT. INTERROGATION ROOM

Dr. Munroe looks up from the file. Takes a pack of cigarettes from her pocket. Throws it on the table with a lighter.

Emerson puts a cigarette in his mouth. Negotiates around his cuffed hands to light it. Through all this, she watches him.

DR. MUNROE
I didn't know you smoked.

EMERSON
I didn't know you cared.

DR. MUNROE
When did you start?

EMERSON
Right after I quit drinking.

DR. MUNROE
Why did you stop drinking?

EMERSON
I was a drunk.

She closes the file. Pushes it away.

DR. MUNROE
What else don't I know about you?

EMERSON
I lost my virginity to Susie Tripp
in eleventh grade.

DR. MUNROE
See. I knew that. Try again.

EMERSON
How much longer with all of this?

DR. MUNROE
Tell me what happened. Tell me what
happened at the house.

Emerson takes a drag from the cigarette. He STUBS IT OUT ON --

EXT. RESIDENTIAL STREET - NIGHT

-- THE SIDEWALK. Stands up straight. Looks at the bald man's driver license. Ahead of him, at the end of a snowy walkway: a three-story, suburban house.

Emerson looks up and down the block. Oak trees canopy the street. Snow blankets the ground. Plastic Santas pose on front lawns with Dasher and Dancer and all the rest.

Behind Emerson, still in the car, Gray leans out the window.

GRAY

Three minutes.

EMERSON

Start the count.

Emerson walks towards the house. Halfway there, he takes out his gun. At the door, he stops. Thinks for a second. Takes a breath. KICKS in the door.

INT. SUBURBAN HOUSE - CONTINUOUS

The bald man runs up the stairs. Emerson puts a round through his leg. Watches him fall forward. The bald man tries to crawl the rest of the way. Emerson walks past two packed suitcases, ready for a long trip.

He ascends the stairs with speed and agility. Steps on the bald man's leg. Keeps him from going anywhere. The bald man rolls over to face his attacker.

BALD MAN

I guess this was expected.

Emerson FIRES twice. Job done...turns to go...only to find a young woman at the bottom of the stairs. The bald man's DAUGHTER (20). She looks more shocked than anything.

DAUGHTER

(quietly)

What did you...to my dad...?

Emerson walks down the stairs. Tries not to look her in the eye as he passes. Walks back out the front door.

EXT. SUBURBAN HOUSE - NIGHT

From the car, Gray smiles.

GRAY

Less than a minute. You must --

Emerson's almost to the car when the Daughter runs outside. Chases after him. Charges him from behind. He turns to face her. She knocks him to the ground. Starts punching him in the chest and the face. He doesn't fight her back.

DAUGHTER

WHAT DID YOU DO? WHAT DID YOU DO?

Gray jumps from the car. Pulls out his gun. Runs towards the girl and Emerson.

GRAY

Get off of him right now!

EMERSON

...Don't do anything...

Emerson holds up his hands. Tries to wave off Gray. The girl pounds on Emerson's unprotected face. She's stronger than she looks, judging from the damage.

DAUGHTER

-- WHAT DID YOU DO --

GRAY

...This is your last...

EMERSON

...I have this!

DAUGHTER

-- WHAT DID YOU DO --

BOOM. Louder than cannon fire, Gray shoots her. Center mass. She's thrown backwards off of Emerson. Blood spirals out from under her. Stains the snow. She GASPS for air.

Emerson stands. Can't believe what just happened. Looks down at the girl. She's still alive, but just barely.

EMERSON

What did you...

GRAY

It's over. Come on. We need to...come on...we need to beat feet.

EMERSON

We can't leave her like this.

Gray takes aim with his gun to finish her off. Emerson knocks his hand away.

EMERSON

She's just a girl.

GRAY

She's seen us both.

EMERSON

No. Not like this.

Emerson pushes Gray back. Walks over to the girl.

GRAY

Get in the car. Right now.

Emerson takes out his cell phone. Starts dialing.

GRAY
Who are you calling? Get back in
the car. I'm not --

EMERSON
(into phone)
I need an ambulance...there's been a
shooting...four-seventeen Oakdale
drive --

Gray rushes Emerson. Tackles him. Emerson punches wildly.
Cracks Gray in the mouth. Knocks a tooth out. But Gray is
fast to counter. Swings his gun like a lead hammer.
SMASHES Emerson in the forehead --

BLACK.

Soft. In the background. Almost like it's not even there:
Static. Building and building...

CUT TO:

INT. GRAY'S OFFICE - DAY

On Emerson. The gash in his forehead has been stitched
shut. He sits and waits. In front of him, someone opens a
shade. Lights pours onto his face. Fills the room.

Bare white walls. No artwork or framed diplomas. A black
desk. A plastic ficus in the corner. A magnificent view of
a skyscrapered city through floor-to-ceiling windows.

Gray stares out at the view. Emerson, at the back of the
room, sits in a leather chair.

GRAY
They said I had to be the one to
talk to you --

EMERSON
-- I can't --

GRAY
-- I hate it. Just hate it. That
it has to turn out this way --

EMERSON
-- I can't --

GRAY
-- I took care of the girl. I took
care of the police.

EMERSON
I can't do this anymore.

GRAY

This is...what?

EMERSON

The job. I can't do it anymore.

Gray opens a wet bar under his desk. Pours himself a scotch. Across the room, Emerson watches the alcohol fill the glass. Listens to the ice melt.

GRAY

What would you do?

No answer.

GRAY

You can't do it anymore? What would you do then...if not this job?

EMERSON

Something else.

GRAY

There isn't anything else. This is what you do. This is who you are. One bad night and you're ready to hang up your hat? ...Drink?

Emerson shakes his head at the offer. He tries to focus. Can't. Looks exhausted.

GRAY

'Sides, think they let you up and quit? Think they let you just walk? With what you know?

EMERSON

I thought--

GRAY

-- Listen. I'm your friend here. But in all honesty? Truth be told? No one cares what you think.

EMERSON

Yeah, I --

GRAY

-- What you need. What they're willing to offer here is...a change of pace. Something not as...demanding.

Emerson taps his fingers on the chair. Gray crosses the room. Stops short.

Circles back to his desk for the bottle.

GRAY

We have a station for you to look after. Broadcast station. Easy work.

Gray finishes his drink. Stands over Emerson as he slowly refills the glass. Emerson's eyes swim in the liquid gold as it bubbles and froths from the bottle.

EMERSON

Where?

GRAY

The desert. Far the fuck out in the desert. Nevada. Utah. I don't know myself.

EMERSON

How long?

GRAY

Until you can get your head right. I told them it was temporary insanity.

EMERSON

It won't change the way I--

GRAY

-- You want I should make a call? Tell them you want out? Tell them you want to retire?

Emerson taps his foot. His whole body shakes. He tries to hide it. Tries to ignore Gray's drink. Hard to do on both counts at this distance.

EMERSON

The desert's fine.

GRAY

Fine? This isn't holiday, huh. This isn't vacation. This is punishment.

Gray leaves the bottle on the arm of the leather chair. Walks back to his desk.

GRAY

This is reprimand. This is don't fuck up so badly next time.

EMERSON

Right.

GRAY

And I'll tell you what. You know how lucky you are to be getting a next time?

Gray takes a manilla envelope from his desk, throws it across the room. Emerson catches it, flips through the contents: memos, a map, a plane ticket --

GRAY

Alternating shifts. Three days at a time. You'll have a girl. She broadcasts. You keep her secure.

-- A photograph from the folder: KATHERINE (20), like taken at the DMV, but more awkward.

EMERSON

She's just a kid.

GRAY

That's the business right now.

EMERSON

She even finish college?

GRAY

What? You writing her biography? Get out of here. There's a car waiting.

Emerson closes the folder. Stands. Gray stares out the window. It really is a beautiful morning.

GRAY

No "thank you"?

Not a chance.

GRAY

Do the job, huh? I'd rather not look like an ass for sticking my neck out on this one. Cause now, I have nothing left. No political capital. Nothing that can keep you from the wolves. And like I said, if you don't have the job...

Emerson opens the door. Outside, two BRUISERS in business suits wait for him. He steps into the hall. SHUTS the door --

INT. OBSERVATION ROOM

Emerson, asleep with his head on a table, POPS awake. He's sweating. Gasping for air. He looks run down. Broken.

The table is covered with papers...memos...that same letterhead we keep seeing. But look closer: in the corners, in the margins...doodles...endlessly repeating doodles of spirals and snowflakes.

The room is dim, it's hard to see, though the number of lamps in here that aren't turned on make it more of a choice than a design flaw. There's a bookshelf against the wall. A computer in the corner. A rotary telephone next to it. A cabinet. A table in the center of the room.

Over Emerson's shoulder, a two-way mirror looks into the BROADCAST ROOM next door. On the other side, KATHERINE reads into a microphone off a sheet of paper.

Emerson stands. Rubs at his temples. Collects the papers. Tosses them in the trash. Knocks on the mirror to get Katherine's attention. Exits.

INT. MAIN HALL

Sterile. Claustrophobic. Doors line both sides. Security cameras are mounted in every corner...flashing green lights beside every lens.

Emerson walks to the first door -- the GALLEY. Enough food stores to last through a nuclear holocaust. Flips the light off, continues down the hall --

-- Next, the INFIRMARY. Glass medicine cabinets and an operating table --

-- The BARRACKS. Two cots. A bathroom at the other end --

-- The ARMORY. An electronic keypad next to the handle reads: LOCKED. Emerson tests the doorknob...so it is.

-- The next door has no label. It's dark inside --

INT. SORTING ROOM

Emerson turns on the light as he steps inside. Old, run-down machinery fills the room. He walks up and down the maze of metal presses and conveyor belts. Checks every corner, every hidden nook. On his way out, he turns the light off. Closes the door to --

INT. BASEMENT

-- DARKNESS.

A door at the top of the stairs opens and floods soft light into the room. Emerson stands silhouetted within the frame.

He reaches inside and clicks the light switch. A bulb in the ceiling flickers on and then immediately burns out.

EMERSON

Shit.

INT. OBSERVATION ROOM

Emerson jots down a note: REPLACE BASEMENT LIGHT. He tapes the note on the wall next to the door.

INT. BROADCAST ROOM

Katherine pulls a sheet of paper from the rapid-fire printer. That recognizable letter-head is at the top of the page...the rest of it is covered only in numbers.

A program is open on her computer. Looks like proprietary software. Dozens of windows, filled with formulas and odd data. Technical information. Things we'll never quite understand.

She sits at the computer...a master of the software. Pulls a single window to the front. Within it, she adjusts what looks to be a RADIO FREQUENCY. She stops when it matches the first five numbers on the printing.

She clicks ACCEPT through multiple windows. A light on the nearby microphone turns green. She leans over and without any emotion, reads the numbers from the printing into the microphone.

KATHERINE

Nine. Two. Nine. Four...

INT. MAIN HALL

Emerson waits. Slouches against the wall. Tries to get comfortable. Checks his watch. Looks across the hall to the Broadcast Room door: it is thick, shiny metal with no obvious hinges or latches.

A light above the door flashes RED.

INT. BROADCAST ROOM

Katherine turns off the microphone. Turns off the computer. At the door, she enters a long code in an electronic lock.

INT. MAIN HALL

The light above the Broadcast Room turns solid GREEN. Emerson slides a security card through a reader on the wall. From inside the door, a number of locks disengage. The door slides open with a THUD.

KATHERINE

Sorry. A broadcast came through as I was packing up.

EMERSON

(joking)
This is going in my report.

KATHERINE

Shut up.

She playfully hits him in the arm as they walk down the hall.

INT. LOBBY

Emerson leads Katherine through a generic waiting room. Coffee table. Couch. Mirror. But, like the rest of this place, no windows.

INT. ENTRY STAIR

A security camera watches from the corner as Emerson and Katherine ascend the long, dark stairwell.

INT. ANTECHAMBER

A square room, smaller than the rest. Monitors, computers and electronic panels line the walls. The only other exit is a thick steel door.

Emerson presses a button and the steel door unlatches in a long, drawn-out process. As it slides open, bright, stinging sunlight breaks into the room.

EXT. POSTAL BUILDING - DAY

Long abandoned. An old Western Union stop on the train out west. A cracking concrete building in the middle of the desert, retrofitted with 20th century electronics: flood lights, a high-tech security door, satellite dishes, etc.

Emerson and Katherine exit the building and walk to the "parking lot" -- a ten foot patch of worn concrete. Emerson's battered Taurus is parked in the sun nearby.

They are completely alone. Civilization belongs nowhere near this place.

The door to the station slides closed behind them automatically.

KATHERINE
Where are they?

EMERSON
They'll be here.

KATHERINE
Do we have to wait?

EMERSON
No, but we're going to anyway.

KATHERINE
My train is at seven.

EMERSON
Somewhere you have to be?

KATHERINE
We have plans for tonight.

Through an open window, Emerson takes a pack of cigarettes from the glove box in his car. Offers one to Katherine.

KATHERINE
Trying to cut back. He hates that I smoke.

EMERSON
Oh, the things we do for love.

Katherine walks around to the trunk of the car. Emerson tosses her the keys.

KATHERINE
He bought me the patch last week. Said I was being a bitch. Well, the word he chose was irritable. But we know what that means.

Katherine takes a set of clothes from the trunk. Emerson turns away as she changes on the other side of the car.

EMERSON
Here they are.

A pickup truck speeds across the desert towards the station. It screeches to a stop on the pavement. Emerson waves. MEREDITH (20) steps down from the passenger side.

EMERSON
Hey, Meredith.

MEREDITH
Been waiting long?

EMERSON
Nah. You're fine.

KATHERINE
Speak for yourself?

MEREDITH
(Whispering)
What's her problem?

Emerson shrugs. Who can know with this girl?

DAVID (30) - suit and tie, slicked hair - gets out of the truck. He shields his eyes from the sun as he walks towards Emerson.

DAVID
Good shift?

EMERSON
Got to catch up on my sitting alone
and not doing anything for seventy
hours, so that was nice.

Meredith checks her watch.

MEREDITH
We're late.

DAVID
Gotta go.

EMERSON
See you.

Katherine steps out from behind the car, changed now, into a flight attendant's uniform.

KATHERINE
(re: the outfit)
Eight months of this, you'd think
it'd be less embarrassing by now.

EMERSON
Now imagine if you actually were a
stewardess.

KATHERINE
I shudder to think...

As Emerson walks up to his car, he glances in the SIDE MIRROR...and sees David put his arm around Meredith's waist...but when he turns to look back...

Whatever it was he saw is over now. David enters a code into an electronic lock, then scans his eyes in a nearby retinal scanner. The door to the station slides opens.

KATHERINE

Hey. Come on.

Katherine gets in the car. Emerson stares at the station. Watches the door close behind David and Meredith. Katherine honks the horn to get his attention.

EXT. DESERT - DAY

Emerson and Katherine drive through the desert, a wake of dust and tumbleweeds behind them.

No sign of life in any direction.

INT. TAURUS - DAY

The car nears a twenty-foot-high, electrified fence stretched across the desert. A makeshift road leads towards a small, automatic gate at the bottom of the fence.

A REMOTE stuck to Emerson's dash lights up and the gate opens. As Emerson drives through, it shuts itself again just as quickly.

On the fence, a sign: PRIVATE PROPERTY - NO TRESPASSING

EXT. DESERT HIGHWAY - DAY

Emerson turns onto the two-lane highway.

INT. TAURUS - DAY

Speeding down the highway. Something in the dash rattles. Katherine fiddles with the AC vent. Emerson looks annoyed. Keeps quiet about it.

EXT. TRAIN STATION - DAY

Dirty. Run down. Still...the middle of nowhere.

A ticket seller sleeps behind the counter. A passenger train is stopped on the platform. An ATTENDANT walks between cars, waiting to depart. The Taurus pulls into the nearby dirt lot --

INSIDE

-- Emerson puts the car in park. He watches the attendant carefully. Studies him. Focuses on his every move. Lost in his thoughts...lost in his planning...

KATHERINE

You're doing it again, aren't you?

She pulls him out of his reverie.

EMERSON

Huh? What?

KATHERINE

You were trying to figure out--

EMERSON

No...I wasn't.

KATHERINE

I saw that look you get.

EMERSON

You're gonna be late, remember?

KATHERINE

What was it this time?

EMERSON

Nothing.

KATHERINE

What was it? The shoe? His jacket?

EMERSON

The tie.

INSERT

Fast: Emerson, on the platform, grabs the Attendant, pulls down on his necktie until it strangles him. Emerson kicks out the man's leg. Punches him in the windpipe...dead.

BACK TO SCENE

KATHERINE

That's not normal.

EMERSON

It's survival.

KATHERINE

When most people see a necktie, they think of a matching shirt.

EMERSON

Think of it this way...I'll hardly be surprised the next time someone tries to kill me.

KATHERINE

And when was the last time someone actually tried to kill you?

EMERSON

It's been awhile.

KATHERINE

I think now, more than ever, you need to let men's fashion be men's fashion.

Katherine gets out. Grabs her bags from the trunk. Circles to Emerson's window.

KATHERINE

And when are we on again?

EMERSON

Monday. Five in the PM.

KATHERINE

See you then.

EMERSON

Right here.

She walks away. Stops. Turns back to the window.

KATHERINE

Just for fun...what would happen if I weren't here on Monday?

EMERSON

Has there been a horrible train accident? Has everyone on board died tragically?

KATHERINE

No. The train is here. I'm not on it.

EMERSON

Let's not do this.

KATHERINE

Come on. What would happen?

She steps up to the window. Leans in close.

EMERSON

I'd have to make a phone call.

KATHERINE

You'd have to?

EMERSON

I'd make a phone call...they would come looking for you...I would be forced into retirement...and we would both be fucked.

KATHERINE

You think they could find me?

EMERSON

It's what they do. What are we...what are we talking about here?

KATHERINE

Nothing. Just for fun. Monday --

EMERSON

-- Five. Sharp.

KATHERINE

(joking)
Company man.

He watches her as she walks to the platform...climbs onto the train. He lights a CIGARETTE --

INT. TAURUS - DAY

-- Takes a drag from it. Stops the car on the side of the road. Unbuckles his seat belt. Turns the AC on full blast. Paranoid, he never stops looking in the mirrors...checking his blind spots.

A car drives down the highway. Slows as it approaches the parked Taurus.

Emerson reaches for the gun he keeps stashed in the car door. He clicks off the safety. Pulls back the hammer. Keeps his eyes on the car --

EXT. DESERT - MILE MARKER 525 - CONTINUOUS

-- A Mercedes. It stops on the other side of the highway. The driver's window rolls down. A MAN IN A FEDORA leans out the window. Signals for Emerson to do the same. He does.

FEDORA

You lost, buddy?

EMERSON

If I'm lost, then so are you, pal.

FEDORA

Where are we, brother?

EMERSON

Couldn't tell you, friend.

They both get out of their cars. Stare blankly back and forth across the highway.

In the distance, a BIG RIG appears over the horizon. Emerson eyes it nervously, tries to watch the man in the fedora at the same time.

EMERSON

You're not my usual.

FEDORA

He's on vacation.

The man in the fedora turns back into his car. Leans over the seat --

INSERT

Slow: the man in the fedora spins around, a gun in his hand. Emerson sprints across the highway...slams the car door shut on the guy...disarms him...breaks his hand...throws him in front of the big rig as it passes...

BACK TO SCENE

-- But the man only turns back around with a white envelope in his hand. The big rig speeds past, just close enough to give the man a bit of a scare. Emerson cracks a smile.

The man crosses the highway, holding his hat down to keep the wind from blowing it away. He hands Emerson the envelope.

FEDORA

People talk about you. Around the office, you know. You're younger than I thought you would be.

EMERSON

Are you coming on to me? Or just really bad at this whole covert thing?

The man tips his hat at Emerson, a flare of sarcasm.

FEDORA

Give my regards to the fuck-all and
the heat, would you?

The man gets back in his car, flips a u-turn and tears off
down the highway.

EXT. DESERT TOWN - DAY

The kind of town that was long-abandoned for the urban
niceties of growing metropolises. The buildings are old and
rundown. Most of the shops and stores are boarded up.
Emerson drives through the only intersection in town. He
passes a broken-down car raised up on blocks.

EXT. MOTEL - DAY

The Taurus pulls into the parking lot. The kind of motel
where the rats outnumber the occupants.

INT. EMERSON'S MOTEL ROOM - DAY

Sad. Lonely. Filthy.

Emerson enters. His home away from the station. As he
closes the door, the room is flushed in a murky brown
darkness. He sits on the bed and chain-lights his next
cigarette.

He takes the white envelope from his pocket. Flips through
the contents. CASH. Large and small bills.

INT. DINER - NIGHT

A relic. Even the air is greasy.

The single WAITRESS behind the counter reads a magazine.
Emerson, the only customer in the place, finishes a cup of
coffee. Not a plate of food in sight.

INT. EMERSON'S MOTEL ROOM - NIGHT

Still in his suit, Emerson is passed out on top of the
covers. The TV blares across the room. He wakes with a
fright. Covered in sweat. Gasping for air.

GAME SHOW HOST (V.O.)

What brutal dicta--

He clicks the TV off with a remote. Rolls out of bed.

INT. EMERSON'S MOTEL ROOM - BATHROOM - NIGHT

Emerson in the shower. More asleep than awake.

INT. EMERSON'S MOTEL ROOM - NIGHT

Emerson sits at a desk in the corner. Draws random doodles - spirals and stars - on a piece of paper. When the paper is filled, he crumples it, throws it away, starts on a new sheet.

EXT. DESERT TOWN - GAS STATION - MORNING

Emerson jogs through town.

He passes a HUSBAND and WIFE at the gas station as they bicker over a map spread out on the hood of their car. He uses the reflection in the windows to watch them then quickly turns down the next side street.

INT. EMERSON'S MOTEL ROOM - NIGHT

Emerson sits up in bed. Sweating. Gasping for air.

He rolls out of bed and walks over to the desk in the corner. Tears a sheet of paper from a notepad.

INT. MOVIE THEATER - DAY

Emerson is the only one in the theater. The light from the screen dances and flickers across his face.

INT. MOVIE THEATER - DAY

Later. The movie is over. The lights are on. An USHER walks down the aisle.

USHER

Um...sir...did you need anything?
Anything I can help you with, sir?

EMERSON

When is the next show?

USHER

Forty minutes.

EMERSON

I'll wait.

INT. EMERSON'S MOTEL ROOM - NIGHT

Emerson sits on the side of the bed. The clock on the side table reads 3:00. He looks at the desk in the corner.

EXT. MOTEL - DAY

Emerson gets in his car and drives away.

INT. TAURUS - DAY

The desert highway stretches out in front of the car. Emerson's movements are mechanical. His arms stiff. His eyes glassy.

EXT. TRAIN STATION - DAY

A passenger train pulls up to the platform. The doors open. The attendant gets off. Looks up and down the platform. No one else gets off.

Emerson watches from his car. Every second that passes, he appears more frantic. More nervous. Finally, Katherine gets off the train. Waves. Emerson breaths a sign of relief.

INT. TAURUS - CONTINUOUS

Katherine gets in the car. Throws her bags into the back seat. She looks like she's trying to hide something...can't help it anymore...she busts up laughing.

EMERSON

What?

KATHERINE

You should have seen the look on your face.

EMERSON

When?

KATHERINE

When I didn't get off the train right away. You had this kind of --

She tries to emulate Emerson's look of concern. Can't do it quite right. Makes herself laugh even harder.

Emerson smiles but tries not to let her see it as he pulls the car out of the lot and onto the highway.

INT. TAURUS - DAY

Katherine fiddles with the radio. Can't find anything but static and white noise.

Emerson looks over and notices a ring on her finger.

EMERSON

What's with the ring?

KATHERINE

Nothing.

She pulls the ring off. Sticks it in her pocket. He looks concerned. She tries to avoid him by staring out the window.

EMERSON

It looks like an engagement ring.

KATHERINE

A master of observation.

EMERSON

He asked you to marry him?

KATHERINE

Maybe.

EMERSON

And you said yes?

KATHERINE

Maybe.

EMERSON

And you didn't think that was a bad idea?

She's pissed now. She turns to look right at him. He wants nothing to do with it...eyes ahead, eyes on the road.

KATHERINE

This is your business?

EMERSON

Yes.

KATHERINE

"Not at all" is the correct answer.

EMERSON

Did you tell him? Tell him what it is you do exactly?

KATHERINE

Of course not. Why would I? You think I'm --

Katherine's cell phone rings. It makes them both flinch. She checks the Caller ID. IGNORES the call.

EMERSON

So why's he calling?

KATHERINE

I left early this morning. He probably wants to say hi.

The phone rings again. She quickly jams it in the glovebox.

EMERSON

At some point, you'll have to tell him...tell him that you're not a stewardess.

KATHERINE

I know.

EXT. POSTAL BUILDING - DUSK (5:30 PM)

Emerson pulls the Taurus up beside David's truck.

Katherine gets out, followed soon after by Emerson. He shuts his door, leaving the gun inside.

Emerson checks his watch. Looks around. Nearby, in the brush, he thinks he sees something. Keeps an eye on it for a second. Nothing there. Just his imagination.

EMERSON

They should be out by now.

KATHERINE

Maybe she's in the middle of a broadcast.

EMERSON

I guess we wait then.

He hops onto the hood of his car. Lights a smoke. She paces back and forth in front of the car.

EMERSON

What's his name?

KATHERINE

What?

EMERSON

What's his name?

She stops in her tracks. Looks up at him.

KATHERINE

We said we wouldn't talk about that...you know...that kind of thing.

EMERSON

Yeah. OK. Sorry.

KATHERINE

If you know his name, they know his name.

EMERSON

I hate to break it to you, kid, but you don't think --

KATHERINE

-- What?

EMERSON

You don't think they know already?

A pause. Emerson lets this sink in.

EMERSON

Where are these jokers?

Emerson slides off the hood of the car. Walks towards the entrance to the station. Katherine falls in step behind him. They get a few feet --

-- DAVID'S TRUCK EXPLODES --

-- The BLAST rips through the parking lot...the TAURUS flips through the air...lands on its side --

-- Emerson is lifted up...launched into the side of the concrete building --

-- Katherine is thrown off into the brush --

Emerson stands...the side of his face is a bloody mess...he shakes his head, tries to get his bearings...his world is overexposed light and squealing static...

He runs to Katherine. She shakes her head. Her ears are bleeding. She can't seem to stand. Emerson grabs her. Drags her towards the station.

He types his code into the electronic door lock. INVALID. Tries again. INVALID. Third time. INVALID.

Katherine is dazed. She coughs blood onto the ground. Emerson pushes her towards the door lock. She enters her code. Her fingers fumble across the pad.

The RETINAL SCANNER comes to life. Katherine falls forward. Emerson catches her. Helps her put her eyes on the scanner.

The steel door slides open. Emerson walks Katherine inside --

INT. ANTECHAMBER - CONTINUOUS

-- Through the antechamber, as the steel door begins to shut behind them --

INT. ENTRY STAIR

-- Stumbling down towards the station in a hurry...they don't notice the security camera is OFF --

INT. LOBBY

-- And they enter just as Katherine loses her balance and falls over. Emerson bends down to help her, then notices the rest of the room:

Broken glass. The coffee table is cracked in two. The couch has been torn apart.

Katherine stands, wobbly. Holds herself up on the wall.

KATHERINE

My head. I can barely hear.

EMERSON

That's the explosion. The blast has ruptured our eardrums. Gonna be a lot of noise for awhile. Your head?

KATHERINE

Like I'm drunk.

EMERSON

Could be a concussion. Could be shock. You seeing spots?

KATHERINE

No. No spots. What happened?

EMERSON

We were attacked. Some sort of ambush.

KATHERINE

Someone was waiting for us?

EMERSON

Don't know. We need to look around. Come on. Buddy system.

He takes her by the hand and leads her from the room.

INT. ANTECHAMBER - DAY

A piece of RUBBLE from the explosion is stuck in the jamb. The steel door can't close all the way.

From outside, a HAND reaches in...pushes the door open...

INT. MAIN HALL

Bad things happened here:

Bullet holes. A large pile of drywall sits under a gaping indentation in the wall.

In the middle of the hall there is a pool of blood. Streaks run out from it down towards the basement.

Two of the fluorescent light fixtures are broken. A third hangs from live wires in the ceiling.

The doors to the Barracks and the Infirmary are broken off their hinges. Inside, the rooms are torn apart.

Emerson holds up Katherine as she limps down the hall.

KATHERINE

David? David?

EMERSON

Shh...

She pushes away from him. Hobbles along on her own. Shrugs at him like: "What's the harm?"

EMERSON

There could be others...

She stops. Waits for Emerson to catch back up. Together, they walk slowly towards the Observation Room --

-- Over Emerson's shoulder, back the way they came, a FIGURE enters, dressed all in black, face obscured by a ski mask --

-- Emerson catches a flash...a reflection of movement in the metal of the Broadcast Room door --

-- The masked man raises a gun --

-- Emerson grabs Katherine and throws her into the Barracks --

-- The figure FIRES. Fills the hallway with bullets --

-- Emerson dives inside the Barracks as the gunfire CRACKS and TEARS through the walls --

INT. BARRACKS - CONTINUOUS

Emerson pushes Katherine into the bathroom. He shuts the door quietly. Looks around the room --

INSERT

Slow: Emerson waits just inside the doorway...the masked attacker enters...Emerson jumps him...they fight for the gun...the masked man gets the upper hand...pulls the trigger...aerates Emerson's brain...

BACK TO SCENE

-- Emerson tries to find a weapon. Something he can use to defend himself. Nothing comes to mind. He gives up. Dives under a cot just before the masked man enters.

UNDER THE COT

Emerson focuses on controlling his breathing. No sudden movements. Nothing to give himself away.

He watches the masked man approach the bathroom door...watches him reach out for the handle...LOCKED. Good job, Katherine. No matter how much the man pulls and struggles, he can't get the door open.

INT. BATHROOM

Katherine shakes...crying...she can see the SHADOW of the masked man through the cracks in the door. She steps back. Not much space to move in here.

Pulls the shower curtain open. Slowly. Quietly. No sounds. She' can't give herself away. She steps into the shower. Closes the curtain.

She doesn't realize it, but the bottom of the shower is caked with blood.

INT. BARRACKS

The masked man fires five bullets into the bathroom door --

-- Under the cot, Emerson flinches at every shot --

-- The masked man steps back. Realizes something. The bullets are all lodged less than half an inch into the metal door.

MASKED MAN

That's fine. I can wait.

He KICKS at the door. It doesn't give. Good, solid construction here. Spared no expense, it seems.

INT. BATHROOM

From the outside, the man BANGS on the door. Katherine is scared. And finally, she sees the blood under her feet.

She covers her mouth...tries to not scream.

INT. BARRACKS

The masked man turns from the bathroom door. Takes a few steps towards the cots.

MASKED MAN

You're not that stupid, right?

The man raises his gun to fire --

INT. BATHROOM

Katherine bends down to find the source of the blood.

From outside, a GUNSHOT rings off the walls.

INT. BARRACKS

The masked man turns to the other cot. Raises his gun.

UNDER THE COT

Emerson braces himself. Not really sure exactly how to get out of this one.

INT. BATHROOM

Stuffed in the corner of the shower, Katherine finds the source of the blood...A SEVERED HAND.

She can't keep it in anymore. She SCREAMS --

INT. BARRACKS

-- And distracts the masked man for just a second. He turns away from the cots. Takes a step towards the bathroom.

Emerson reaches out, grabs the masked man by the ankles and pulls. The man falls forward on his face. Loses his grip on the gun...they both watch on the weapon slide across the floor.

Emerson climbs out from under the cot. He grabs the man and pulls off the mask. Anyone he recognizes?

No...just a guy named FISCHER (30). A real brute of a man...has some seven inches and fifty pounds on Emerson.

Fischer punches Emerson in the face. Gives him the opportunity to get back on his feet.

They attack one another. A flurry of perfectly executed, martial arts. This is no competition. Every blow made is performed with one purpose...to kill the other man.

Fischer nails Emerson in the side with a fast one-two. Emerson SHRIEKS in pain. Stumbles back. Fischer presses forward. Tries to keep landing blows. Opens himself up --

-- Emerson grabs Fischer. Lands a vicious combo that snaps the guy's arm in two...then knees him in the chest...and ends by putting his head through the wall.

Emerson dives for the gun. By the time he has it his hands, Fischer has already fled from the room.

INT. MAIN HALL

Fischer runs back towards the lobby. Emerson chases. Puts a bullet through Fischer's leg with precision --

INT. LOBBY - CONTINUOUS

-- Emerson fires again as soon as he turns into the room, but it misses. Fischer limps through the room and falls forward out of the lobby into --

INT. ENTRY STAIR - CONTINUOUS

-- Fischer tries to get up the stairs, but he can't go fast enough. Emerson climbs the steps three at a time. Right on his quarry's heels.

Fischer trips. Falls. Turns over on his back. Tries to crawl the rest of the way. Emerson takes aim with the gun. Fischer stops crawling. His face is covered in sweat --

From somewhere distant: the sound of static...soft...barely there...

-- Emerson's finger starts to squeeze the trigger. He stops. Frozen. Lost in thought. Fischer backs away. Makes it to the top of the stairs. Runs as best he can.

INT. ANTECHAMBER

Fischer hobbles through the antechamber. He's almost to the door. Emerson tackles him from behind. Punches him. They wrestle for the gun.

The gun goes off. Fires a spread of bullets into the ceiling. Fischer wraps his fingers around the trigger. Forces the muzzles up under Emerson's chin. Emerson pushes back.

BOOM!

Fischer takes the bullet right in the eye. Sprays his brain all over the wall. Emerson falls back. Gasping hard for air. He leans over Fischer's body. Searches the pockets. Comes up with nothing.

He sees the bit RUBBLE stuck in the door jamb. He kicks it out of the way. The steel door slides shut with a THUD. The electronic locks all turn from red to green.

INT. BARRACKS

Emerson knocks on the door to the bathroom. No answer.

EMERSON

It's me.

The door opens. Katherine rushes out. Past Emerson, into the other corner of the room. She points into the bathroom.

INT. BATHROOM

Emerson sees the blood immediately. Follows the trail into the shower. To the severed hand. Emerson mumbles something to himself as he quickly backs out of the room.

INT. BARRACKS

Emerson sits on the cot next to Katherine. She's sobbing.

EMERSON

You OK?

KATHERINE

Whose hand --

EMERSON

-- I don't know --

KATHERINE

-- What happened?

EMERSON

I don't know. Are you OK?

She sobs into his shoulder. He stops short of putting his arm around her. This close to one another, they look...awkward.

KATHERINE

...The cameras.

She stands and runs from the room.

INT. MAIN HALL

Katherine, purpose in mind, moves down the hall. Emerson, a few feet behind her, points to the security camera at the end of the hall: it's obviously not functioning.

EMERSON

Don't know if they'll be much help.

She doesn't want to listen.

INT. OBSERVATION ROOM

The room is exactly as Emerson left it three days ago. Whatever happened in the rest of the station...didn't make its way in here.

Katherine enters. Sits at the desk. Fires up the computer. Emerson enters. Looks around. On the other side of the two-way mirror, the Broadcast Room looks undisturbed as well.

He stands over her. Watches. She opens a MEDIA PLAYER on the computer (again, custom software) and a toolbar appears at the bottom...but the rest of the window is empty.

Within the program, Katherine switches between multiple CHANNELS labeled: Main Hall...Basement...Infirmary...etc. Through every channel, the window never changes.

EMERSON

Like I said.

KATHERINE

I wonder...

Katherine opens another program on the computer. Looks a lot like the first one.

EMERSON

What?

KATHERINE

Audio is recorded on a different channel. Mics are separate from the cameras.

The AUDIO PROGRAM is laid out much like the media player. Katherine presses PLAY. Nothing but silence. She flips between the channels. Stops on the Barracks channel. PLAY.

EMERSON

When was this?

KATHERINE

Four hours ago.

EMERSON

Go back further --

-- From the computer speakers: indistinct shouting and scuffling. Then, THREE GUNSHOTS. Katherine jumps back. Almost falls from the chair.

Emerson leans over the computer and rewinds the audio program. Chipmunk voices run backward at triple speed. He presses PLAY.

DAVID (V.O.)

I think they've shut off the air.
It's getting close in here.

Then, the not-quite-real sounds of recorded audio --

-- The CRACK of wood as a door is kicked open --

-- Shouting. Scuffling. A fight perhaps --

-- THREE GUNSHOTS --

Emerson presses PAUSE.

KATHERINE

...What happened here?

Emerson rewinds the audio program. Presses PLAY.

DAVID (V.O.)

They were waiting for me outside.
Three of them. Tried to fight them
off. Couldn't do it. Had me
outnumbered.

On Emerson as he listens to the tape --

INT. BARRACKS - 1:00 PM

(This is Emerson's subjective interpretation of events, based entirely on what he hears from the tapes. What we see is likely to change. The audio here is taken directly from the recording. Crackles and pops...odd, filtered sounds in the background...etc. Often, the audio shouldn't match what we see.)

-- David paces. He's frantic. A bloody nose. Torn clothing. He looks like he's been through the ringer --

DAVID
I told Meredith --

-- Pounding from outside the door. Someone is there.
Someone is waiting for him. Someone wants in --

DAVID
-- They were waiting and I told
Meredith. I told Agent Breslin to
lock herself in the broadcast room.
To broadcast over the emergency
channel --

INT. OBSERVATION ROOM - PRESENT

Immediately:

EMERSON
Oh, Jesus fuck!

The tape continues in the background as Emerson runs over to
Katherine. He's only now noticed that her leg, from the
calf down, is sopped with blood.

INT. INFIRMARY

Emerson lifts Katherine onto the medical table. Rips her
pant leg. A small piece of SHRAPNEL is lodged in her calf.

KATHERINE
I can't even feel it.

EMERSON
That's usually a bad sign.

He pulls a towel from the cabinet. Wraps it around her leg
above the cut.

KATHERINE
You know about all this?

EMERSON
All what?

KATHERINE
This, uh...this medical sort of
thing. You're trained?

She's delirious. About to pass out. Can barely keep her
eyes open.

EMERSON
I broke a man's neck once.

KATHERINE

And then...reset it?

EMERSON

Not quite.

Emerson rummages through the cabinets. Doesn't quite know what he's looking for and having a hard time finding it.

Reaches up for a bottle on the top shelf. Grabs at the shooting pain in his side. Tries to hide it from Katherine.

KATHERINE

Is all this blood normal?

EMERSON

You have a piece of truck in your leg.

KATHERINE

That's not normal.

EMERSON

I wouldn't think so.

Emerson hands her another towel.

EMERSON

Bite down on this.

KATHERINE

I think it's starting to hurt.

EMERSON

Bite down.

She does.

He YANKS the shrapnel out in a single motion. His hand and arm shake violently as he tosses the sharp metal into the sink.

KATHERINE

Oh fuck.

Her eyes roll back. She faints. He catches her.

INT. INFIRMARY

Later. Katherine is still out. Emerson, hands still shaking, does his best to stitch up her wound.

INT. BARRACKS

Emerson carries Katherine inside. Lays her down on the cot. Looks over her for a few seconds longer than seems normal.

INT. MAIN HALL

Emerson stands outside the Armory door. Thinks to himself. Enters a code in the electronic door lock --

-- BUZZ --

EMERSON

GODDAMN IT!

He kicks at the door. Screams. It still won't let him in.

INT. MAIN HALL

Later.

Emerson stands over the pool of blood. Examines the STREAKS --

INSERT

Fischer drags a body down the hall towards the Basement.

BACK TO SCENE

-- Emerson stands. Steps over the blood on his way towards the basement.

Halfway there he stops. Examines the man-sized hole in the wall --

INSERT

David and Fischer fight. Fischer grabs David by the shirt collar and swings him into the wall...

BACK TO SCENE

-- Emerson continues towards the Basement. Stops in the doorway. Reaches inside and flips the switch. Nothing. Flips it again. Nothing.

EMERSON

Of course.

INT. OBSERVATION ROOM

Emerson pulls the note "REPLACE BASEMENT LIGHT" from the wall next to the door.

He opens the cabinet. Finds some light bulb boxes. Pulls one out. EMPTY. Next one, same deal. All the boxes are empty.

EMERSON

Three billion dollar agency...

He turns to go. Loses his balance. Falls forward and --

INT. INFIRMARY

-- Coughs blood in the sink. Rubs at the pain in his side. Lifts up his shirt. The entire right side of his chest and stomach are swollen red. Broken ribs, most likely. Probably some internal bleeding.

He tucks in his shirt. Stands. Coughs again, but this time, no blood. Relieved, he continues to work. Looks through the drawers. Finds a flashlight. Tests it. Broken.

Finds a second flashlight. This one works. Digs through another drawer...surgical implements...takes the largest SCALPEL he can find. Sheathes it. Sticks it in his pocket.

INT. BASEMENT

Emerson is back at the top of the stairs. He stands cautiously in the doorway.

EMERSON

(quiet)

David?

He flips on the flashlight. Points it down the stairs as --

KATHERINE (O.S.)

Emerson!

Startled, he turns around.

KATHERINE (O.S.)

Emerson!

He runs down the hall.

INT. BARRACKS

Katherine sits up in bed as Emerson enters.

KATHERINE

I thought you had left me.

EMERSON

Never.

KATHERINE

Am I going to --

EMERSON

-- You'll be fine.

KATHERINE

I still can't feel my leg.

EMERSON

I gave you a local. I don't have the steadiest hands for that sort of work.

She looks down. Sees the stitches.

KATHERINE

How long was I out?

EMERSON

An hour.

He lights a cigarette. Offers Katherine a drag. She hesitates a second, then takes the smoke.

KATHERINE

We need to make the call.

EMERSON

Not yet.

Emerson takes off his jacket. Rolls up his sleeves. Is it getting hot in here?

KATHERINE

We're in the clear, right? We're not gonna get blamed for this?

EMERSON

Yeah. Sure.

KATHERINE

Yeah?

EMERSON

Yeah. Of course. Yeah.

KATHERINE

Then make the call.

Katherine gets out of bed. Has a moment of realization that she can't walk like before.

EMERSON

Not yet, I --

KATHERINE

We have the audio files. The audio is all there. We had nothing to do with this.

Katherine pulls a PVC pipe free from the cot frame and uses it for a makeshift crutch.

EMERSON

Even still, they'll --

KATHERINE

Goddamn it. We haven't been compromised. You and I have not been compromised. We're safe.

EMERSON

Even still. They'll lock us in a room. They'll assume we're lying because that's what they do. They'll lock us away and treat us like we're the bad guy.

KATHERINE

We didn't do anything.

EMERSON

I know.

KATHERINE

So make the call.

EMERSON

Wait.

KATHERINE

Wait nothing. They tried to kill us. Someone tried to kill us. We need the fuck out of this place. Call the cavalry.

Emerson looks around the room. It's in disarray. Fischer's blood has dried around the hole where his head went through the wall.

EMERSON

Yeah. OK.

INT. OBSERVATION ROOM

Emerson picks up the rotary phone. Under it, a piece of paper with six words typed at the center: RENO, ST. PAUL. MARYLAND, TAMPA, BAKER, POLSON.

Katherine hobbles into the room on her crutch.

EMERSON
 (Into phone)
 Reno. St. Paul. Maryland. Tampa.
 Baker. Polson.

A long pause. It doesn't sound like anyone is on the line.
 Finally, over static, a man's voice:

OPERATOR (V.O.)
 Operator.

EMERSON
 Emerson Little. Yankee station.

OPERATOR (V.O.)
 Go ahead.

EMERSON
 Station compromised. Two players
 missing. Two others injured.
 Transportation unavailable. Request
 immediate clean-up.

OPERATOR (V.O.)
 One moment.

Emerson flashes a THUMBS UP to Katherine. She smiles.
 Sits.

OPERATOR (V.O.)
 Clean up authorized.

EMERSON
 ETA?

OPERATOR (V.O.)
 Ten hours.

EMERSON
 Advise current course of action.

OPERATOR (V.O.)
 Secure location. Retire asset. Sit
 tight.

EMERSON
 Say again?

OPERATOR (V.O.)
 Secure location. Retire asset --

EMERSON
 -- That's an order?

OPERATOR (V.O.)

If the station has been compromised,
the code has been too. Retire the
broadcaster and sit tight for clean
up.

Emerson looks at Katherine. Puts on a nice fake smile for
her. Can't take it for very long. Turns away from her --

EMERSON

Can you verify that for me.

-- No good. He can still see her reflection in the
cabinet's metal doors. He shuts his eyes.

OPERATOR (V.O.)

This is standard station protocol.
What don't you...? Secure location.
Retire asset. Sit tight for clean
up. These are your orders.

EMERSON

(defeated)

Yeah. OK.

He hangs up the phone. Doesn't turn to face Katherine.

KATHERINE

What did they say?

EMERSON

Ten hours.

KATHERINE

Ten hours? You impressed upon them
the --

EMERSON

-- I wasn't going to argue with --

From behind, Katherine clasps her hand over his mouth.

KATHERINE

(whispering)

The hall. I heard something.

EMERSON

What?

INT. MAIN HALL

Emerson and Katherine in the hall. She stands behind him.
Uses him like a shield.

KATHERINE

Tapping. Footsteps. I don't know.

Emerson takes the scalpel from his pocket. Pulls off the sheath --

INSERT

Fast: Emerson spins. Violently stabs at Katherine with the scalpel.

BACK TO SCENE

-- Emerson BLINKS. Tries to get the image to go away. Can't help it. His brain just works that way.

Katherine eyes his weapon skeptically.

KATHERINE

Is that the best you could --

EMERSON

Shh.

He looks up and down the hall. Silence. The building creaks. Faintly, the hiss of static. The monotone of white noise.

At the end of the hall, the florescent bulb swings back and forth. Light flickers through the hall.

KATHERINE

The basement?

EMERSON

Maybe.

KATHERINE

What if someone is still here?

EMERSON

They could have killed us a dozen times over.

KATHERINE

That's unsettling.

EMERSON

You think someone who breaks in here? To this place? You think this is someone who isn't a professional?

KATHERINE

What if they're waiting for us?

Emerson holds the scalpel as if to prepare for a knife fight. He inches down the hall. Katherine notices the gun tucked into his pant waist.

KATHERINE
What about the gun?

EMERSON
No bullets.

KATHERINE
There must be some in the armory.

EMERSON
I forgot the door code.

Katherine stops. Annoyed, she backtracks to the armory door. Types the code in the electronic panel. A BEEP. The door pops open to --

INT. ARMORY

-- Nothing. The place is empty. Four walls, a floor and a ceiling. Katherine enters. Emerson right behind her.

KATHERINE
I don't get it.

EMERSON
Yeah.

KATHERINE
What was in here? Was something stolen from here?

EMERSON
No.

KATHERINE
What then? I don't get it.

EMERSON
There was nothing in here. Look. The paint. The dust. No marks on the wall. Nothing. This room's always been empty.

KATHERINE
Wait. What?

EMERSON
There were never any weapons. It was to make us feel safe.

KATHERINE

This whole time? We were protecting the station with a hand gun and a maglite?

EMERSON

Technically...two maglites.

A woman's SCREAM echoes through the station. Katherine grabs Emerson. He looks out into the hall.

INT. MAIN HALL

Behind Emerson, Katherine readies the maglite like a club.

The broken florescent light swings endlessly. The building settles. Static.

One by one, Emerson checks each room in the hall. Empty. All of them. If someone else is here, they are really good at playing hide and go seek.

The Observation Room is last --

INT. OBSERVATION ROOM

-- Empty. Just like the rest. But...

The computer is on and the AUDIO PROGRAM is still running. WHISPERS mumble out from the computer speakers.

Katherine and Emerson both exhale. Lower their weapons. They're both starting to look a bit unwound.

KATHERINE

I think you left the computer running.

Emerson clicks REWIND. Waits. Presses PLAY. Over the speakers, a woman SCREAMS. Emerson stops the playback.

EMERSON

That was three hours before we arrived.

KATHERINE

...I was on the train...

INT. BATHROOM

Emerson stares at the SEVERED HAND in the shower. Turns it over with the end of the scalpel. On one of the fingers is a CLASS RING --

INSERT

Outside the station, David shields his eyes from the sun.
SMALL DETAIL: His class ring.

BACK TO SCENE

-- Emerson stands. Washes his hands in the sink. Splashes some water on his face. Turns the wrong way...tweaks his side. Pain shoots through his face.

INT. BARRACKS

Emerson comes out of the bathroom. Katherine waits for him in the hall.

KATHERINE

Well?

EMERSON

Man. For sure.

KATHERINE

David's? You think David's?

He walks past her into the hall without a word.

INT. OBSERVATION ROOM

Emerson clicks PLAY in the audio program. After a second, the SCREAM pours out of the speakers. He REWINDS. Plays it again.

EMERSON

(to himself)

...Coming after her?

On Emerson, as he REWINDS. PLAYS it again.

INT. MAIN HALL - HOURS AGO

Meredith stands at the center of the hall. She SCREAMS as Fischer walks towards her. A gun in his hand.

INT. MAIN HALL - PRESENT

Emerson looks at the pool of blood. Glances around the hall. Examines the walls. Runs his hand along the surface.

Katherine watches from a distance.

EMERSON

No splatter.

KATHERINE

What?

EMERSON

No blood splatter. She wasn't shot.
Stabbed maybe.

He walks to the pool of blood. Stands directly over the center of it just like --

INT. MAIN HALL - HOURS AGO

-- Meredith. She SCREAMS as Fischer walks towards her. A knife in his hand.

He STABS her in the stomach. She falls to the ground. Blood pools around her body. Fischer takes her by the arms and drags her down the hall.

INT. MAIN HALL - PRESENT

Emerson looks for clues that might not be there. Katherine steps towards pool of blood. Stares at the streaks. Notices something odd. Leans down for a closer look.

KATHERINE

These are hand prints. I think
these are hand prints.

Emerson joins her. On his hands and knees. His nose almost touches the linoleum. Sure enough, in the streaks of blood, the barely-there outline of HAND PRINTS.

EMERSON

Yeah.

Katherine follows the trail of blood down the hall to the Basement door.

KATHERINE

Who's ever down there...

EMERSON

...wasn't dragged...

INT. MAIN HALL - HOURS AGO

Meredith, stabbed, bloodied, fighting to breathe, crawls down the hall towards the basement. Fischer stands over her, smiling.

INT. BASEMENT - PRESENT

Emerson and Katherine remain still at the top of the stairs. They stare down into the darkness.

EMERSON

Are you scared of anything?

KATHERINE

Don't think so.

Emerson CLICKS the flashlight on. Points it down the stairs. Twenty feet away, on the first landing, is a MAN'S BODY. Katherine flinches. Gasps.

KATHERINE

Maybe dead people.

Emerson hands the flashlight to Katherine. She can't help keep her hands from shaking. She uses the light to guide Emerson down the stairs.

He steps down onto the landing. Straddles over the BODY as Katherine watches from above.

KATHERINE

Did he just move?

EMERSON

You're seeing things.

KATHERINE

Be careful.

Emerson flips the body over...it's just some guy with a crooked nose and a short-handled BOWIE KNIFE dug into his chest.

KATHERINE

You know him?

EMERSON

Doesn't ring any bells.

For the record, his name is MAX (35).

INT. MAIN HALL - HOURS AGO

Max, stabbed, bloodied, fighting to breathe, crawls down the hall towards the basement.

INT. BASEMENT - PRESENT

On the landing, near the body, Emerson finds a gun. Takes it. Checks the clip.

EMERSON

Four bullets.

KATHERINE

Is that enough?

EMERSON

For what?

KATHERINE

Killing.

EMERSON

Hardly ever.

Emerson holsters the gun. Stands. Katherine shines the light down the next set of stairs:

ANOTHER DEAD BODY

About ten feet away...slouched over a table on the basement floor...back to Emerson.

EMERSON

Ah, hell.

Katherine begins to follow, but stops just short of the landing. Shines the light back onto the first body. She doesn't want to get close to it.

KATHERINE

I've never seen a dead body before.

Emerson stops (can't really see where he's going even if he wanted to continue) and looks up at Katherine.

EMERSON

No?

KATHERINE

You ever get used to it?

EMERSON

Not really...drinking helps.

Katherine lightly steps onto the landing. Stays as far from the body as she can. Aims the flashlight back towards the table...towards the second dead body.

Emerson descends the stairs and walks to the body on the table. It's immediately obvious, who ever it happens to be, has been shot a number of times in the back.

Emerson pulls the body off the table. It's DAVID. He had been covering a LAPTOP. Katherine sees his face and gasps. DROPS the flashlight. It falls through the slats. Lands. Spins. Stops on Emerson, projecting his enormous shadow onto the far wall.

EMERSON

It's OK. I'll...

Emerson grabs David's body. Pulls it to the corner of the room. Lays it on the floor. Something isn't quite right. Notices David's right hand has been cut off at the wrist...and bandaged haphazardly to stop the bleeding.

EMERSON

Yeah...

Katherine retrieves the flashlight.

KATHERINE

What?

EMERSON

It was David's hand.

She backs against the wall. Shakes her head uncontrollably.

EMERSON

Hey? You still with me?

KATHERINE

I'm nauseas.

EMERSON

Deep breaths.

Emerson walks back to the landing. Checks the sight line down to the table. Crouches down. Holds his hand up like a gun. Adjusts the angle until it is just right.

INT. MAIN HALL - HOURS AGO

Max, stabbed, bloodied, fighting to breathe...the bowie knife now wedged awkwardly in his chest...crawls down the hall towards the basement. He slides headfirst down the stairs --

INT. BASEMENT - CONTINUOUS

-- And CRASHES onto the landing. Sees David working at the LAPTOP. Shoots him in the back over and over.

INT. BASEMENT - PRESENT

Emerson flips open the laptop. The warm glow from the screen cuts away at the darkness. A prompt on the screen reads: COPY COMPLETE.

Emerson follows a length of CORD out of the back of the computer to a SERVER CLUSTER under the stairs. He thinks for a second, then YANKS the cord from the servers.

EMERSON

What do you know about computers?

KATHERINE

A good amount.

EMERSON

Think you could find out who owns
this laptop?

KATHERINE

I think so.

EMERSON

Can you try?

KATHERINE

Could take awhile.

EMERSON

Try. Do it.

Katherine pulls up a chair. She's about to sit when she realizes it's covered in blood. She pushes it away. Kneels in front of the laptop. Goes to work.

Emerson sifts through David's pockets. Finds a gun in his waist band. Checks the clip.

EMERSON

Hey. Look at that. Six more
bullets.

KATHERINE

We're rich.

He holds the gun out to her, but she shakes her head.

KATHERINE

I don't even know how to load that
thing.

EMERSON

Already loaded. Good to go.

KATHERINE

Still. No thanks.

She turns back to her work.

He stares at the gun in his hands. Runs his fingers down the barrel --

INSERT

Agonizingly slow: Emerson stands behind Katherine as she works...he raises the gun to the back of her head...she has

no idea he's there...his finger pulls the trigger...he's scared...he wants nothing to do with this...BOOOOOOM

BACK TO SCENE

-- Emerson pushes the thought away. Lays the gun on the table. Continues through David's pockets.

KATHERINE

What did you do before this?

EMERSON

I liked to fish.

KATHERINE

No. I mean. A family? A wife?
Were you married?

Emerson finds a condom in David's breast pocket.

EMERSON

(to himself)
The hell...

KATHERINE

What about a job? What did you--

EMERSON

-- What is this about? I mean--

KATHERINE

-- Sorry --

EMERSON

-- It's only, we said we wouldn't.
You know--

KATHERINE

-- Yeah --

EMERSON

-- Talk about that sort of thing.

KATHERINE

Talk to me then. I can't
concentrate in this quiet.

Satisfied there's nothing else to find, Emerson closes David's eyes and stands. Loosens his tie. Rolls up his sleeves. He's sweating profusely.

EMERSON

What do you want to hear?

KATHERINE

Anything. Tell me about your weekend.

Emerson takes a seat at the COMPUTER TERMINAL next to the servers. Lights a cigarette.

EMERSON

I'm not sure if I...can you hum a few bars...?

Both chuckle. Then; they're back to the silence. She types away at the laptop. He drags on the cigarette.

EMERSON

This is it. This is what I do. I started right out school. Just like you. Started in data analysis. Failed at that. They put me on the field. Failed there, too. Failed at most everything. They were going to burn me out. Then I found my niche. I was good at it. Great, even. I helped retire operatives.

Through this, Emerson boots up the computer. Loads the AUDIO PROGRAM.

KATHERINE

What do you mean, retire?

EMERSON

When an asset isn't relevant to the agency anymore. When their services are...if they...I would kill them. I'd hunt them down --

INSERT

Fast: Emerson shoots the bartender. Twice in the chest, once in the head.

BACK TO SCENE

EMERSON

-- And kill them.

This hangs in the air between them. She turns to look at him, but he won't face her. He fiddles with the audio program.

KATHERINE

Why did you stop?

He's ready to stop talking about it. Doesn't want to be an ass about the whole thing.

EMERSON

(joking)

Oh, you know...the usual stuff...it wasn't challenging me. Professionally.

He presses PLAY. The crackle of recorded silence fizzles from the speakers.

KATHERINE

Again with this?

EMERSON

I'd like to hear the whole thing.

KATHERINE

What's the point?

EMERSON

He was my friend.

KATHERINE

What was his last name?

EMERSON

I don't have many friends.

Emerson flips between channels in the audio program. Lands on the Barracks and immediately --

EAST COAST VOICE (V.O.)

Tell her to come out! You tell her to come out right now!

Katherine, interested now, walks over as Emerson REWINDS.

KATHERINE

Was that our friend on the stairs? Or the one from before?

EMERSON

Don't know...hey, you're shaking.

KATHERINE

I'm cold.

Looking at both of them...the sweat-stained clothing...their labored breathing...it's anything but cold in here.

EMERSON

Are the painkillers wearing off?

KATHERINE

No, I'm cold.

EMERSON

Are you nervous?

Frustrated she goes back to the laptop. Looks like she's trying to work...but can't concentrate. Probably too many dead bodies in the room.

KATHERINE

I'm cold. It's cold in here. It's freezing. OK? I'm...I was...I was thinking about Meredith. And if David's there, where is she?

EMERSON

Maybe she got away.

KATHERINE

You believe that?

No answer. She closes the laptop. Exhausted. Scared. She closes her eyes. Rubs at her temples.

KATHERINE

There's something here, on the laptop, but it's encrypted.

EMERSON

They copied something from the server, right?

KATHERINE

Looks like a good guess at this point. What though...I am in no position to say.

EMERSON

If you had the money and the means to steal from the agency, what would be on your list?

KATHERINE

That's a long list.

EMERSON

My point.

KATHERINE

So then, why leave the laptop. You've got what you came for and you leave it in the basement?

EMERSON

Maybe something happened. Maybe the
tape will tell us.

Emerson clicks PLAY. The computer speakers pop to life.
Over it, the sound of heavy, labored breathing.

DAVID (V.O.)

I told Meredith. They were waiting
and I told Meredith. I told Agent
Breslin to lock herself in the
broadcast room. To broadcast over
the emergency channel. I couldn't
take the shot. I couldn't do it...
They've cut into the phone lines.
They've tapped into the feed. No
calls in. No calls out. We're
alone here. Hoping to wait them out
until our replacements arrive.
Until Emerson and Katherine...about
four hours now...they were waiting
for me --

KATHERINE

Wait. Did he just say --

Emerson REWINDS the audio. PLAYS it back.

DAVID (V.O.)

They've cut into the phone lines.
They've tapped into the feed.

Emerson presses STOP.

KATHERINE

What did he mean that--

EMERSON

-- The hell --

KATHERINE

-- When he said. He just said --

EMERSON

-- That can't be right --

KATHERINE

You spoke to someone on the phone?

EMERSON

Yeah.

KATHERINE

No lying here.

(MORE)

KATHERINE (CONT'D)

I swear to God if you were
pretending to have a conversation --

EMERSON

-- I made the call. The operator
verified the code.

KATHERINE

What did they say?

EMERSON

Said to secure location...to...

KATHERINE

What else?

EMERSON

To secure the location and to sit
tight. That's all.

KATHERINE

Someone is still here.

EMERSON

Where? We've searched this whole
fucking place.

KATHERINE

Outside. They're waiting for us.

INT. OBSERVATION ROOM

Emerson picks up the rotary phone. Looks at the note on the
bottom - RENO, ST. PAUL, MARYLAND, TAMPA, BAKER, POLSON - as
he speaks into the receiver.

EMERSON

(Into phone)

Reno. St. Paul. Indiana. Tampa.
Baker. Polson.

OPERATOR (V.O.)

Operator.

Emerson falls back into the chair. Mouths the word "FUCK"
to Katherine.

EMERSON

That wasn't the right code.

A long, drawn out pause. Static pops across the line.
Slight breathing. Contemplation. And then --

OPERATOR (V.O.)
 Tell me you killed the girl before
 you figured it out. That would just
 be too funny.

EMERSON
 No. She's...

He trails off when he realizes Katherine is hanging on his every word. Doesn't want to look at her.

OPERATOR (V.O.)
 Pity...I need my laptop back.

EMERSON
 Go fuck yourself.

OPERATOR (V.O.)
 You walk out the front door with my
 laptop and I'll let you both live.

EMERSON
 You have to threaten to kill us
 first.

OPERATOR (V.O.)
 What did you think this was? We're
 just negotiating the terms.

Katherine leans in close to hear what's being said. Emerson pulls the phone away.

OPERATOR (V.O.)
 You know what happens next.

EMERSON
 Pretend I don't.

OPERATOR (V.O.)
 You've both been compromised. Your
 girl dies. Sure as anything.
 They'll make you kill her...or force
 you to watch as they do it
 themselves. Then you disappear. No
 Miranda, no habeas corpus. You are
 a broken piece of equipment they'll
 throw out with the rest of their
 garbage.

Katherine snaps her fingers. Tries to get Emerson's attention. Looks at him like "What's going on? What's he saying?"

EMERSON
 You know a lot about our business.

OPERATOR (V.O.)

I know a lot of things about a lot of things. For example, I know that in the past you've never had a problem with killing women.

EMERSON

I --

OPERATOR (V.O.)

-- Please. We're friends here. No need to explain all your little peccadilloes. I simply want my laptop back.

EMERSON

No.

OPERATOR (V.O.)

A cut then? For you and your sweetie pie? Split the share of my partner you killed --

EMERSON

-- This isn't the Price is Right --

OPERATOR (V.O.)

-- You did kill him, yes? If you tied him up somewhere I wouldn't --

EMERSON

-- Yeah. He's done.

Emerson points Katherine to the hallway. Points to his ear.

OPERATOR (V.O.)

That's fine. One time offer here. You hang up, it's every man for himself.

EMERSON

Likewise.

Katherine understands. She looks out into the hall. He snaps his fingers and holds out a gun. She shakes her head. Steps out the door, ready for a scare that doesn't come.

INT. MAIN HALL

Katherine, a pro on on her crutch now, patrols up and down the hall, listening. Emerson's is the only voice she can hear.

INT. OBSERVATION ROOM

Emerson, still on the phone, looks surprisingly amused.

OPERATOR (V.O.)
How much time you think you have?
Until your air runs out?

EMERSON
Enough.

Katherine enters. Shakes her head.

OPERATOR (V.O.)
I know you've been thinking about
it. You've probably already taken
off your jacket. Rolled up your
sleeves, yes?

He has. Tries not to let it ruffle him.

OPERATOR (V.O.)
This, of course, is all a prelude to
my high-powered, long-range Barret
M98B, of which I am rated and
certified to use in every known
condition on Earth.

EMERSON
We'll see.

OPERATOR (V.O.)
Are you familiar with this rifle?

EMERSON
I understand the premise.

OPERATOR (V.O.)
I could kill you from Texas. As it
stands, I'm five hundred yards away
from the only door into and out of
that building you've got.

Emerson mouths the word "OUTSIDE" and Katherine replies with
a look of "I told you so..." He holds up one finger. She
shrugs.

EMERSON
You're bluffing. You would have
shot us from the start. Instead of
that crude...C4 was it?

OPERATOR (V.O.)
Man knows his explosives, I'll give
you that. Last chance.

EMERSON

Like I said. And once again for the
cheap seats. Go fuck yourself.

Emerson WRENCHES the cords until they split and fray and
pull free from the wall.

INT. MAIN HALL

Katherine tries to keep up as Emerson runs down the hall --

KATHERINE

What is it? What did he say? What
happened?

EMERSON

He wants the laptop back.

KATHERINE

So we give it to him.

EMERSON

We can't.

INT. BASEMENT - CONTINUOUS

-- Down the stairs two at a time. Past Max's body --

KATHERINE

What do you mean?

EMERSON

We're going to destroy it.

KATHERINE

It's the only leverage we have.

EMERSON

It's not leverage--

KATHERINE

DON'T!

On her bad leg she isn't fast enough to stop him. He grabs
the laptop and SMASHES it against the wall.

KATHERINE

...You asshole...

EMERSON

This is what we're paid to do. This
is our job. This is what we do. We
keep all this safe.

KATHERINE

What?

EMERSON

You signed on. Same as me. Same as David and Meredith.

KATHERINE

But we're not dead yet.

Emerson turns on the flashlight. Points it up at Katherine. Stares at her for a second in disbelief.

EMERSON

What did you think they were asking of us?

KATHERINE

...I just read the numbers...

EMERSON

We go down with the ship.

KATHERINE

That's sick.

Katherine runs up the stairs. Trips. Rights herself. Gets out of there as fast as she can.

INT. MAIN HALL

Emerson enters from the basement. Walks down the hall. Looks in the rooms. Notices the door to the Armory is closed again.

EMERSON

Katherine? Katherine? Let me in. There are some serious men waiting for us outside. We have no way to contact the agency. You have to come out here and help me think of something.

On Emerson as he presses his hand against the door --

INSERT

Fast: In the Main Hall, Emerson stands over Katherine's dead body. The gun in his hand still smokes. He's horrified at what he's done.

BACK TO SCENE

He backs up. Shakes the thought away.

KATHERINE (O.S.)
Give me a minute...OK?

INT. OBSERVATION ROOM

Emerson enters. Grabs a piece of paper from the desk. Starts to doodle. The flicker of the computer screen catches his gaze.

He rolls the chair over. The AUDIO PROGRAM is still open. He REWINDS. Presses PLAY.

DAVID (V.O.)
I couldn't take the shot. I
couldn't do it... They've cut into
the phone lines. They've tapped
into the feed. No calls in. No
calls out. We're alone here.
Hoping to wait them out until our
replacements arrive. Until Emerson
and Katherine... About four hours
now... They were waiting for me. I
think they've shut off the air.
It's getting close in here.

Through this, Emerson takes out his pack of cigarettes. Only one left. Lights it. Takes a drag. No satisfaction. He stubs it out on the table.

Over the speakers: the same FIGHT we've heard before. The shouting. Scuffling. Three gunshots.

Emerson leans in towards the monitor like he's watching a movie. The light from the screen dances off his face.

Over his shoulder, Katherine steps into the doorway. She knocks on the wall to get his attention.

KATHERINE
What did he mean?

EMERSON
Huh?

KATHERINE
When he said--

DAVID (V.O.)
FUCK YOU!

EAST COAST VOICE (V.O.)
Where? Where is she? Where is she?

From the speakers: a second scuffle. Something CRASHES. Somebody gets HIT with something. David SCREAMS.

AMERICAN VOICE (V.O.)

Where is she?

MUMBLING. WHISPERING. Can't make it out over the speakers.

EAST COAST VOICE (V.O.)

Go get her.

Katherine hops onto the desk next to Emerson. He takes her hand. Looks up at her like "Sorry." She smiles back.

On Emerson, as he stares at the computer monitor --

INT. BARRACKS - 1:05 PM

Max stands in the doorway. David, beaten all to hell, sits on the cot. A SHADOWY FIGURE, the third man we'll never get a good look at, stands off in the corner. Fischer enters, whispers something to Max.

MAX

Tell her to come out. Tell her to come out right now.

DAVID

No.

Max fires his gun into the wall above David's head.

MAX

You little shit.

Fischer strides across the room. CRACKS David right in the face. Beats on him until he falls off the bed. Kicks at him until he crawls into the corner.

David moans. Tries to get comfortable up against the wall. Can't. It hurts everywhere.

FISCHER

You're kidneys are next. You think it hurts now...

MAX

How do you open the door?

David takes a moment. Collects himself. Looks like he's about to give it all up.

DAVID

You never said the magic word.

Max KICKS David in the face. Over and over and over.

MAX
PLEASE! HOW DO YOU OPEN THE DOOR,
PLEASE!

Max steps on David's head. STOMPS DOWN. Hard. David's face gives way to the floor. David screams. Max PRESSES down harder.

DAVID
...The...the...

Max lifts his foot, ever so slightly. Just enough so David can speak.

DAVID
The...the...magic word is Abra-
Kadabra.

MAX
FUCK YOU!

Max stomps on David's head. Over and over. As mad as he sounds, there is some obvious pleasure in this for him.

FISCHER
(Calm)
We don't have time for this.

Max stops. He's out of breath. Snorting. Snot and flecks of saliva bubbles from his mouth, not much different from a rabid dog. He bends down close to David...eye to eye.

MAX
Don't you get it? Haven't you
realized it yet? We're done
fighting.

Max grabs David by the arm and drags him out the door. Fischer and the third man follow close behind. The AUDIO goes quiet.

KATHERINE (V.O.)
Try the observation room.

For a second everything is silent --

INT. OBSERVATION ROOM - CONTINUOUS

-- Then the AUDIO comes back as Max drags David into the room and throws him against the wall.

DAVID
Put a bullet in my head. You're not
getting in that room.

Fischer enters. The third man stands just outside the doorway. Everyone looks through the two-way mirror at Meredith in the Broadcast Room. She's CRYING. Sobbing.

MAX

We'll see. How do you talk to her?

Max turns on the INTERCOM mounted beside the mirror. It squeals out as it comes to life. Meredith perks up at the sound. Runs to her own intercom.

MEREDITH

David? David? What's going on --

MAX

-- Come out. Right now.

As soon as he speaks, Meredith looks horrified. She backs away from the intercom. Tucks herself in a corner where she can't be seen through the mirror.

MAX

-- If I even have to think about counting to five, he's a dead man.

DAVID

Don't do it, Meredith. Don't.

Fischer kicks David. Shuts him up.

MAX

Come out. Come out right now. I won't kill him if you come out. If you open the door. He's crying. You should see him, he's crying. Come out here and save a life. Save his life. Come out here and do me a favor and we can put this whole thing behind us --

KATHERINE (V.O.)

She wouldn't.

INT. OBSERVATION ROOM - PRESENT

Emerson STOPS the audio playback.

EMERSON

They were sleeping together.

INSERT

Slow: outside the station, as Emerson walks to his car, he glances in the SIDE MIRROR and catches David putting his arm around Meredith's waist.

BACK TO SCENE

He takes the condom out of his pocket and tosses it on the table.

KATHERINE

I know. They haven't been very discrete.

EMERSON

How long?

KATHERINE

Months now.

EMERSON

You knew for...you didn't tell me?

KATHERINE

What would you have done? Made a phone call?

EMERSON

I don't know.

KATHERINE

Then what does it matter?

EMERSON

Whoever broke in here, whoever has us trapped in here right now...they knew. They knew David and Meredith were together. Played them off one another. They...

Katherine stands at the two-way mirror. Looks into the Broadcast Room. Emerson's reflection is visible in the glass. He stands...approaches her...a look in his eye.

KATHERINE

What are you thinking?

EMERSON

I'm thinking they made her broadcast something?

KATHERINE

They were here to steal...to hack into the servers down there and take who knows what.

EMERSON

If I broke in here, I'd only pretend to steal something.

(MORE)

EMERSON (CONT'D)

I'd make it look like I'd stolen as much as I could carry. But what'd I really do...what I would really want to do...is broadcast something.

KATHERINE

But to do that you'd have to know what this place is for. You'd have to know how this all works.

EMERSON

Why would I be here if I didn't?

KATHERINE

You wouldn't.

They both look into the Broadcast Room.

EMERSON

So...you think they made her broadcast something?

INT. BROADCAST ROOM

Katherine sits at the computer...LOGS ON...flips through programs on the desktop.

Emerson takes a CRUMPLED PIECE OF PAPER off the top of the wastebasket nearby.

KATHERINE

She made a broadcast around two-thirty.

EMERSON

Shit.

He unfolds the paper. A long string of numbers is written from top to bottom. An obviously handmade version of the readouts we saw Katherine reading from earlier.

EMERSON

Where did the broadcast go?

KATHERINE

Don't know. It all works on a relay system. When a code comes in from the agency, it has a frequency at the top. Where the broadcast goes from there...you'd have to know the system inside and out to get it where you wanted.

EMERSON

This code? Does it look right?

He hands her the paper. She looks over it.

KATHERINE

Could be...always seemed like nonsense. The ciphers that translate the code are all different, right?

EMERSON

Yeah. You'd have to know the code and the cipher.

KATHERINE

Besides, there has to be safety measures. Right? Precautions? So this sort of thing doesn't happen.

Emerson fishes through wastebasket. Nothing else but shredded paper.

EMERSON

How do you trick an American operative into killing a high profile target?

KATHERINE

Tell him it's an order?

Emerson THROWS the wastebasket against the wall. Shredded paper goes everywhere. He slumps against the wall. Closes his eyes. Rubs at his temples.

KATHERINE

You look...when was the last time you slept?

EMERSON

It's been --

KATHERINE

-- Wait --

EMERSON

-- Awhile...what?

KATHERINE

He said he couldn't take the shot.

EMERSON

What?

KATHERINE

On the tape. On the tape...David said he couldn't take the shot.

EMERSON

Yeah.

KATHERINE

David was the safety measure.

EMERSON

(hesitant)

Yeah.

KATHERINE

You're the safety measure.

EMERSON

Yeah.

KATHERINE

I only know about computers.

EMERSON

It's so --

KATHERINE

-- They never even taught me how to load a gun.

EMERSON

It's so you don't put up a fight. If you need to be retired...killed.

KATHERINE

Meredith, too?

EMERSON

Everybody. All the girls. You broadcast the numbers. We protect the broadcast.

KATHERINE

All this time, I thought you protected me.

EMERSON

Listen. It's not like --

KATHERINE

-- I knew you looked at me funny. Thought I was just paranoid.

She walks from the room. Calmer than expected. Whatever anger there is, it's simmering just below the surface.

INT. MAIN HALL

Katherine walks down the hall. Emerson follows. Puts his hand on her shoulder. She pulls it away.

KATHERINE
Stop following me.

EMERSON
Where are you going?

KATHERINE
I can't go far. Stop following me.

EMERSON
We need a plan. We need to talk --

She stops. Spins to face him. She's ready for a fight.

KATHERINE
-- What do you have? Outside of this life? What else is it that you have?

EMERSON
What does it matter?

KATHERINE
Because this is our problem. We have somewhat opposing goals.

EMERSON
How do you figure?

KATHERINE
I want to get out of here alive and you want to kill me.

EMERSON
I don't want to kill you.

KATHERINE
But you have your orders, right? You have the job that says do this and then you sit up and wait for your treat.

Emerson pulls the gun from his waistband. Ejects the bullet from the chamber. Pulls the clip out. Clicks each bullet out of the clip with his thumb. They CLINK on the floor near his feet. When it's empty, he takes the gun apart and drops the pieces into Katherine's hand.

He walks away from her. Hunched. No strength in his step.

KATHERINE

What about the other gun?

Emerson stops. Reaches into his jacket and pulls out the other gun. He throws it down the hall. It SMASHES through the loose florescent bulb as the hall gets a little less bright.

He enters the Observation Room and SLAMS the door shut.

INT. OBSERVATION ROOM

Emerson's pen scratches across paper as he draws his endless spirals. He reaches over and presses PLAY on the audio program without even thinking.

MEREDITH (V.O.)

(over intercom)

Wait. Wait. You need a key card.
He should have a key card --

DAVID (V.O.)

-- Don't...don't --

MEREDITH (V.O.)

(over intercom)

-- Shut up David. In his pocket.
Check his pockets. Don't kill him.
Please.

Emerson clicks FAST FORWARD. Presses PLAY. Silence. He flips through the audio channels. Ends on the Barracks --

EAST COAST VOICE (V.O.)

You read the codes, right?

INT. BARRACKS - 2:12 PM

Meredith holds David in her arms as he tries to stay conscious. Max wields his gun like a magic wand. Pointing and waving it around wildly.

Fischer picks at his teeth. The third man, stands in the corner.

MAX

I'll infer from your silence that
you mean to say yes. I have a favor
to ask. I need you to read
something. Something I wrote. I
need you to broadcast it.

Meredith jumps up and knees Max in the groin...yanks the gun from his hand.

MAX

What do you think, sweetie pie? You think that scares me? You think I'm afraid of being shot?

Meredith shakes...can barely hold onto the gun. Max walks towards her. She tries to back up, but has nowhere to go. Fischer blocks the door with his enormous frame.

MAX

Let me rephrase that --

MEREDITH

-- Shut the fuck up!

MAX

Please. Let me rephrase that. You think someone like me is afraid of being shot? Someone who comes here to do what I do? You actually think I'd be afraid of getting shot? The first time you're shot is scary. The second time...alright. Now though? Now? You think I'm scared of getting shot now?

MEREDITH

Shut up. Back away.

She postures like she's about to pull the trigger. He's not buying what she has to sell.

MAX

You're shaking now. You're getting angry. The adrenaline is really kicking in. You know how hard it is to shoot a gun with your hands shaking like that?

MEREDITH

Please...

MAX

Please? Please what? Please you think is gonna' get you out of here? Give me the gun...give me the gun, please.

Max steps towards Meredith. She cocks the gun. Doesn't phase him. He takes another step.

MAX

You think I care?

DAVID

Shoot him --

MAX

-- Stay out of this. This is
between me and the girl!

(to Meredith)

You think I care?

MEREDITH

I...I...I...

MAX

Don't just tug on me all day, girl.
Give me some release!

He lunges across the room. She can't pull the trigger in time. He grabs the gun from her. Slaps her across the face with the barrel.

MAX

...Always a tough lesson to learn.
To realize you haven't the stomach
for all this.

DAVID

Don't kill her...

MAX

What do you think? Have you been
paying any attention? Of course I'm
not going to kill her.

Max grabs David. Pulls him off the ground. SLAMS him into the wall. Drags him --

INT. BATHROOM - CONTINUOUS

Inside...throws him into the shower. Fischer follows. Meredith tries to push her way inside, but can't make it.

MEREDITH

STOP IT! STOP IT! PLEASE, YOU'RE
HURTING HIM!

MAX

Hold her back.

Fischer grabs Meredith...pins her arms to her back. Forces her to watch.

MAX

This is what happens.

Max presses the gun against David's forehead. Meredith SCREAMS. Struggles. Can't get out of Fischer's hold.

MAX

You think I'm joking? You think this is me kidding?

Max throws his gun on the floor and takes a large BOWIE KNIFE from his belt. He presses his knee on David's sternum to keep him from moving. Presses the knife on David's wrist just enough to make him bleed.

MAX

I will cut off his hand. I'll start with his hands and then move down to the feet.

MEREDITH

Don't...please don't.

MAX

Read what I've written. Broadcast my note. Do me my favor. I'll leave you both alone.

DAVID

(wheezing)
...Don't do it --

MAX

-- Shut up. Let her think.

DAVID

Meredith. You can't...you have to say no.

MAX

Think quick, sweetie pie.

MEREDITH

I can't do it.

MAX

You can't? Fuck you, you can't!

DAVID

Please. Please don't. You can't do this. Please. No.

MAX

(calm)
There's nothing you can say now. There's nothing you can do. You brought this on him.

Max CUTS down into David's wrist --

INT. OBSERVATION ROOM - PRESENT

Over the speakers: David SCREAMS. Meredith SCREAMS. It is an awful sort of noise.

Emerson presses STOP. Closes the audio program. Turns off the computer monitor.

Looks down at all the paper spread out in front of him. Forty, fifty pages...covered in his little drawings.

KATHERINE (O.S.)

I thought you wanted to know what happened?

Emerson turns. She's standing in the doorway.

EMERSON

They were my friends.

A long pause. All of the events of the day in this one long, hundred-mile stare.

KATHERINE

I realized...a minute ago...it hurts when I breathe...

EMERSON

So, how do we get out of here?

INT. GALLEY

Emerson takes a bowl of soup from the microwave. Burns himself on it as he walks to the table. He offers Katherine the first spoonful. She shakes her head. Pushes the bowl back across the table.

EMERSON

Are you serious?

KATHERINE

Dead.

Emerson eats a spoonful. Swallows it with a grimace.

EMERSON

It tastes like warmed vinegar.

Katherine takes the soup. Tries it herself. Almost spits it back up. Then, after a second, takes a second bite.

KATHERINE

I didn't realize how hungry I was.

EMERSON

How's your leg?

KATHERINE

It stings. Is that normal?

EMERSON

Could be.

They pass the soup back and forth. Sit in the quiet for a minute. Whatever alliance they're working towards, they're still pissed at one another.

KATHERINE

How many stations have you worked?

EMERSON

This is my first. It's punishment.

KATHERINE

Punishment?

EMERSON

The agency said I couldn't be trusted to do my job. Said I needed time to get my head straight.

KATHERINE

And how's that working out for you?

EMERSON

I guess they could have...they could have killed me.

Katherine finishes the soup...freezes...has a thought.

KATHERINE

My cell phone.

EMERSON

Your cell phone?

KATHERINE

In your glovebox. My cell phone is in your glovebox.

EMERSON

Yes?

KATHERINE

We can use it to call someone.

EMERSON

And who would we call?

KATHERINE

The number. The number they gave us. I have it saved in my address book. You can call it in. Talk to a handler.

Emerson takes the bowl, but before he can scoop up a spoonful, Katherine takes it back.

EMERSON

That still doesn't help us deal with the men outside. Standing between here and your cell phone.

KATHERINE

David said three men. There's the guy from before and the guy in the basement. That leaves only one...

EMERSON

Yes. True. But he has a number of advantages...the element of surprise for one.

KATHERINE

...Besides, I thought you were good at this.

On Emerson. He blinks. Closer and closer to his face. Everything going through his mind. We can almost see the wheels clicking into place. And then--

-- He cracks a smile.

INT. MAIN HALL

Emerson runs down the hall. Picks up his gun on the way. Checks the clip. Loads it. Slots a round into the chamber. Goes --

INT. LOBBY

-- Through the lobby, not stopping --

INT. ENTRY STAIR

-- Taking the stairs three or four at a time --

INT. ANTECHAMBER

-- And right to the steel door. Presses a button. The LOCKS click. The door slides open. He takes in big, deep breaths of the cool night air.

He holds himself against the inside wall of the room.
 Waits. Reaches outside for a rock. Jams it under the door
 so it can't close.

He pops his head outside...pulls it back immediately.
 Waits. Nothing happens. He does it again. Nothing
 happens.

EMERSON

Goddamn liar.

He readies his gun...readies himself...rolls off the
 door...breaks into a run --

EXT. POSTAL BUILDING - NIGHT

-- Outside. Fast as an Olympic sprinter. Across the
 parking lot. To the burned-out shell of David's truck.
 SLIDES into the cover. Hides.

Nothing happens. He catches his breath. Sticks his head
 up. Looks around. All he can see is what's within the
 fifty foot circumference of the floodlight on the roof of
 the station...and from what he can see...he's alone.

He stands. Hesitant. Paranoid. Looking all around.
 Nothing. It's the desert. No one is here.

Regardless, he runs the twenty feet between the truck and
 his car. Once there, he crawls --

INSIDE

-- Through the open window. Catches his breath again.
 Listens. Just the wind.

He opens the glovebox...finds Katherine's cell phone...NINE
 MISSED CALLS. He stuffs the phone in his pocket. Readies
 himself again. Opens the door, jumps --

OUTSIDE

-- And runs back across the parking lot.

In his peripheral vision, off to the left, in the brush...a
 METALLIC GLINT. He dives to the ground. Rolls to his side.
 Aims his gun. Watches...waits for movement. Sees none.

Low to the ground. He crawls towards the brush. Into the
 dry thicket of desert plants. Towards the metallic glint.

He crawls into a clearing. At the center: a WOMAN'S BODY.
 Her watch REFLECTS the light from the station.

Emerson gets to his knee. Looks around. In the distance, a coyote HOWLS. He stands. Walks to the body. She's been shot in the back. Her clothes are familiar. He turns the body over. It's MEREDITH. She's been dead for hours.

EMERSON

...I was hoping you'd gotten away.

From behind, a SOUND. He spins...gun at the ready...only to see someone slip inside the station. The steel door begins to slide shut --

EMERSON

No. No. Katherine!

Emerson runs to the door. Tries to keep it open before it clicks shut. He's a half-second too late.

EMERSON

GODDAMN IT!

He inputs a code into the electronic panel...BZZZ...he tries again. Nothing doing.

EMERSON

FUCK!

Tries again...he can't remember the code. Again...knows it won't work before he's finished inputting it. He KICKS at the door.

EMERSON

Please. Come on.

INSERT

Slow: Katherine's fingers fumble across the panel as she enters the code.

BACK TO SCENE

Emerson hesitates. Tries to think clearly. Tries to remember again. Takes a breath. Inputs the code.

The panel BEEPS. The door slides open.

INT. LOBBY

Emerson runs through. From somewhere deep in the station, Katherine SCREAMS. Emerson picks up the pace --

INT. MAIN HALL - CONTINUOUS

-- And as he runs, GUNSHOTS reverberate off the walls.

EMERSON

Katherine! Where are you?

He searches each room. Frantic. More GUNFIRE. More SCREAMS.

Down at the other end of the hall, a tall, LANKY MAN see Emerson and opens fire. Emerson ducks the shots. Takes cover. Returns fire without really looking. The lanky man disappears around the corner.

For the record, his name is DERNE (45).

Emerson waits. Counts to three. Rolls off the corner and tears down the hall. Ready in case Derne comes back. At the next corner, Emerson takes his time. Peeks around the wall. Waits. Turns, ready to fire. No one is there.

From the Sorting Room: GUNFIRE...SCREAMS. Emerson runs inside --

INT. SORTING ROOM

-- His gun leading the way. The lights flicker and pop over his head. The old machinery has been turned on. The rusted metal screeches in protest.

From somewhere...A SCREAM...cut off short by a single GUNSHOT.

Emerson clears every corner with tactical precision. With perfect, uncluttered effectiveness. He's back in his element. Turns the next corner and comes face to face with Katherine.

SHE'S BEEN SHOT in the stomach. She's bleeding everywhere. She falls into his arm. Gasps for air.

KATHERINE

...Behind...me...

Emerson looks up just in time. Sees Derne come around the corner. Emerson fires his gun. Sends Derne diving back the way he came.

Emerson lays Katherine on the ground. Grabs her hand and presses it down into the wound in her gut.

EMERSON

Pressure. Keep pressure.

KATHERINE

...spots...I'm seeing spots...

EMERSON

Pressure.

KATHERINE

...that's...bad...right...

EMERSON

Be right back.

Emerson checks his clip...ONE BULLET. Quickly follows after Derne. He turns the corner. No sign of the man.

A BULLET cracks the wall right behind Emerson's head. He rolls. Takes cover behind a conveyor belt. More gunfire...from his left.

Emerson waits for the rhythm of the bullets. A short pause. He pops up. Can't find a target. He ducks back down. Turns to see --

-- A GUN BARREL right in his face --

-- EMERSON KICKS OUT...twists...Derne pulls the trigger as a reflex. The bullet eats a chunk out of Emerson's shoulder.

But he's able to get to his feet. Derne tries to get off another shot...but he's too slow...Emerson disarms him. Ejects the bullet from the chamber. Releases the clip. Kicks it across the room.

Derne PUMMELS Emerson in the right side. In trying to defend himself he drops his gun. It slides across the floor. Under a conveyor belt.

Derne grapples Emerson. Throws them both onto a conveyor belt. As they ride around the room, they pummel on one another.

Derne makes sure to aim for Emerson's right side...for the bullet wound in his shoulder.

Emerson kicks Derne away. Elbows him in the face. Knees him the chest. Throws Derne from the conveyor belt and jumps down after him.

Emerson charges the guy. Lays a combo into face and chest and neck. Derne counters. Almost breaks Emerson's arm on the corner of a machine. They are a flurry of god-awful violence.

FAST.

BRUTAL.

They are well trained. Well prepared. This is the moment they've both been training for. Derne slams Emerson's head into a wall. Emerson boxes his ears in countering.

With Derne reeling, Emerson scrabbles for his gun. Almost has it. Can't quite reach it under the conveyor belt. Derne grabs him by the ankles. Pulls him back.

Emerson kicks Derne in the face...pushes off of his chest. Slides under the conveyor belt. Grabs his gun on the way out. Rolls onto his back.

Derne is gone.

Emerson stands. Cautious. Looks around --

INSERT

Fast. Katherine dead in the Sorting Room. A pool of blood spirals out from under her body.

BACK TO SCENE

-- He can't concentrate. Can't focus his eyes. Looks around. Blinks. Static and white noise start to build. He tries to shake it all away.

THE LIGHTS SHUT OFF...it's almost pitch black...vague light bleeds in from the hall.

WOMAN (V.O.)
(over static)
...two...four...seven...

Emerson steps forward in the dark. Jumps at shadows...sounds that aren't really there. He doesn't see Derne coming up from behind.

Emerson has no time to react before Derne disarms him. Puts him in a CHOKE HOLD. Starts to squeeze the life from him.

Emerson Struggles...flops around...tries to find purchase on the ground with his feet...can't...he's dying...

THE SCALPEL. Emerson pulls it from his pocket. SLASHES Derne's arms twice then jabs the blade into the side of his neck.

Derne staggers back as Emerson falls forward. Emerson grabs the gun from the floor. Turns. Fires.

Derne folds. Falls to a heap.

The static grows quiet...fades into the background.

Emerson turns on the lights. Checks to make sure Derne is dead. Notices an UGLY SCAR that runs across the center of Derne's throat. Once he's sure that Derne is dead, Emerson runs --

INT. MAIN HALL

-- Out of the Sorting room with Katherine in his arms, bleeding, half alive --

INT. INFIRMARY

-- And for the second time in eight hours, he places her on the medical table.

KATHERINE

...I turned on the...machines...
tried to trick him.

EMERSON

(raspy)
You did good.

KATHERINE

...will...I die?

EMERSON

No. You can live a long time like
this.

He grabs a bottle of RUBBING ALCOHOL and pours it over the bullet wound in her stomach. Her whole body lurches in terrible pain, but she has no energy left to scream.

He continues to look through the room. Finds what he needs: bandage pads, gauze and hospital tape. He takes them back over to the medical table.

Katherine grabs his shoulder...accidentally squeezes his bullet wound. He grits his teeth through the pain.

He dabs at her wound. Cleans around it. Presses a wad of bandage down into the wound. Wraps gauze around it...tapes the dressing down. He's stopped the bleeding. For now.

KATHERINE

I need a doctor.

EMERSON

We're gonna get through this.

KATHERINE

...Can you take it out...

EMERSON

It's different than a scrap of metal
in your leg.

Emerson finds a vial of liquid. Reads the label carefully.
Fills a syringe with it.

EMERSON

You afraid of needles?

KATHERINE

...Only when they're...sharp and
pointy...

EMERSON

You're a funny girl. I've told you
that before, right?

KATHERINE

Uh huh.

EMERSON

This is gonna make it stop hurting
for awhile.

Katherine weakly grabs Emerson's wrist. Pushes the syringe
away before he can get too close.

KATHERINE

No...

EMERSON

It's all we have. It's all there
is.

KATHERINE

You wouldn't...

EMERSON

What? What did you say?

KATHERINE

...You wouldn't do...do that to me,
would you?

EMERSON

Do what? What are you talking
about?

KATHERINE

I'll wake up, right?

EMERSON

Of course. What do you think?

KATHERINE

I don't want to die.

EMERSON

I've seen twelve guys shot in the gut. All of them. Every one of them lived.

KATHERINE

Not the bullet...you...

She points to the needle. Looks up. Catches Emerson's eyes. He doesn't know what to say.

KATHERINE

I'll wake up?

EMERSON

Yeah.

KATHERINE

Promise.

EMERSON

Yeah.

She let's go of his wrist. He hesitates a second before sticking the syringe in her arm and pressing down on the plunger.

He brushes the sticky hair from her face. Her eyes flit open and closed. She tries to fight off the drugs. Doesn't want to fall asleep.

She grabs his hand in hers. Digs her nails into his palm. Then...she lets go. Her whole body goes limp.

Emerson leans down. Listens for a pulse against her chest. He presses his fingers against her throat. He looks... satisfied.

He takes the cell phone from his pocket. Starts to click through the directory. Can't hold it in anymore. Breaks down. Grabs Katherine's hand in his. Holds it to his face.

EMERSON

You deserved better than this.

INT. MAIN HALL

Empty. Quiet.

INT. BARRACKS

Lonely. Hollow.

INT. BASEMENT

Max's body on the stairs. David's body in the corner.

INT. SORTING ROOM

Derne's body, slumped on the floor.

INT. INFIRMARY

Katherine on the medical table. Her arm hangs off the side. It's impossible to tell whether she's breathing.

INT. OBSERVATION ROOM

Emerson in front of the computer. He clicks through the directory on Katherine's phone. Finds SOMERSET TEXTILES. Presses SEND.

It rings --

MACHINE (V.O.)

You've reached Somerset Textiles.
Our offices are closed right now --

Emerson presses POUND. The recording is cut off. Silence, and then a series of three short beeps.

EMERSON

(Into phone)
Reno. St. Paul. Maryland. Tampa.
Baker. Polson.

INT. GRAY'S OFFICE - NIGHT

The lights are off. The shades are drawn. Moonlight barely comes in through the slats. The phone on Gray's desk starts to ring. The screen on the phone reads: TRANSFERRING CALL --

INT. AIRPLANE - NIGHT

A small charter jet. One passenger towards the back: Gray. He's asleep. An empty bottle of scotch nearby. His cell phone rings. Keeps ringing. Wakes him up. Groggy, he looks at the caller ID. Sobers almost instantly.

GRAY

Katherine? Katherine?

INTERCUT

EMERSON

No. It's me.

GRAY

What in the fuck is going on out there? We have an unauthorized broadcast from your station and I'm on the phone for twenty minutes with the consulate from Georgia trying to explain why his secretary of the interior has a high-caliber slug lodged in his brain and the boys upstairs are --

EMERSON

David and Meredith are dead.

GRAY

What?

EMERSON

The station was compromised. Three men. Broke in. Forced them to... Killed them.

GRAY

And just now you're calling me?

EMERSON

The intruders were still here.

GRAY

Were?

EMERSON

They've been taken care of.

GRAY

My boy! Jesus Christ. They said you couldn't be trusted. I knew you'd do right by --

EMERSON

-- Katherine's dead.

This hangs for a moment. Gray doesn't know how to respond.

GRAY

I'm on a plane. Headed there now. We'll try to get you out of there ASAP. By morning for sure. Eight, nine hours.

EMERSON

She's dead. They fucking killed her and now you --

GRAY

-- What do you want from me? The code was compromised. She's dead even if she makes it. Know what I mean? Nothing you can do.

EMERSON

That's --

GRAY

She signed on. Same as the rest of us.

EMERSON

I --

GRAY

You did a good job out there. I'll get you out of the desert now for sure.

No reply. Gray checks his bottle of scotch. Not a drop left.

GRAY

No "thank you"?

A long pause. Finally --

EMERSON

Thank you.

INT. OBSERVATION ROOM

Emerson looks at all the papers in the room. Covered in his little drawings: his spirals and little stars.

INSERT

Lingering: the Bald Man's daughter...shot through the stomach...bleeding in the snow outside her house...Emerson looks down at her...she gasps for air.

BACK TO SCENE

Emerson stands. A plan of action clicking behind his eyes.

EXT. POSTAL BUILDING - NIGHT

Emerson pulls Katherine's bags from the backseat. Carries them towards the station.

INT. INFIRMARY

Emerson takes Katherine's watch from her wrist. Digs through her pockets. Finds her engagement ring. Holds it in his fingers. Stares at it for a second.

INT. BROADCAST ROOM

Emerson smashes the computer, the printer, the microphone. Pulls the wires from the wall.

He lights a fire in the wastebasket. Empties Katherine's purse into it. Her money, her credit cards, her ID, everything. He does the same with his wallet.

He empties her bags onto the floor. Spreads her clothing around in heaps. He places her watch and engagement ring on the table. Looks around the room, satisfied.

He kicks the wastebasket over so the fire spreads to the clothing. Almost immediately, the entire room is on fire. He watches the flames.

INT. BASEMENT

Emerson searches the room. Along the walls and ceiling. Finds a GAS PIPE. Pulls it free from the wall...splits it in half at a patch of rusted metal.

The HISS of leaking gas fills the room.

INT. INFIRMARY

Emerson grabs Katherine off the medical table --

INT. ENTRY STAIR

-- Carries her up the stairs, past the broken security camera --

INT. ANTECHAMBER

-- Out the sliding steel door --

EXT. POSTAL BUILDING - NIGHT

And into the cold desert night. He lays her on the ground near his car. Checks her pulse...and for the first time, we hear her breathe. Short, shallow, half-dead breaths. But she's still there.

Emerson puts his shoulder into the side of his car. Tries to push it back onto it's wheels. Gets some momentum. Knocks it back down.

INT. TAURUS - NIGHT

Emerson turns the key. The engine almost turns over but then grinds to a stop. Dead. He pulls the electronic remote from his dashboard and puts it in his pocket.

EXT. POSTAL BUILDING - NIGHT

Emerson checks Katherine's wound as he holds the cell phone to his ear.

EMERSON

(into phone)

I need a cab...mile marker six
twenty seven...how long...?
Three...? Yes...cash, yes...marker
six two seven...yes, right.

He ends the call. Throws the phone against the side of the building. Smashes it into a hundred pieces.

He picks Katherine up. Carries her away from the station.

EXT. THE DESERT - NIGHT

Emerson can barely hold on to her as the pain in his right side grows and grows and grows. Behind him, a mile or so away, there is a huge EXPLOSION. The fireball lights up the night sky.

EXT. THE DESERT - NIGHT

Emerson reaches the electric fence. Takes the remote from his pocket and aims it at the gate. It opens. He carries Katherine through. The gate almost clips him as it closes, but he doesn't even notice.

EXT. THE DESERT - NIGHT

His arms are shaking. He's sweating. He needs all his strength to keep Katherine in his arms. She looks like a broken, over-sized doll.

EXT. DESERT HIGHWAY - DAWN

Emerson lays Katherine on the ground near the two lane highway. He collapses in a heap beside her.

He looks down the highway. First one way. Then the other --

-- A CAR...parked on side of the road...fifty yards away.

Emerson pulls out his gun. Approaches the car slowly. Makes sure to stay out of the rear-view mirrors. Gun first, he goes to the passenger window.

Inside...in the back seat...is a sleeping traveler: MICHAELS.

Emerson taps on the glass with the barrel of the gun. The guy wakes up, sees what's outside the window. Screams. Falls out the opposite door onto the pavement.

Emerson circles the car. The poor guy sticks his hands in the air.

MICHAELS

Please. Don't kill me. Don't kill me. I have money.

EMERSON

What are you doing out here?

Emerson isn't as forceful as he wants to be. Haphazardly frisks the guy.

MICHAELS

I was driving --

EMERSON

-- Open the trunk.

MICHAELS

Yeah. Yeah. Sure.

He does. Nothing inside but suitcases.

EMERSON

Open them.

He does. Nothing inside but clothing. Some toiletries.

EMERSON

Where were you driving?

MICHAELS

Santa Fe. I was driving. I got sleepy. Almost ran off the road. I stopped to sleep.

EMERSON

Slowly now. Close the trunk.

He does. Emerson steps back.

EMERSON

I need you to take us into town --

MICHAELS

-- Us?

EMERSON

We need to get to the hospital.
It's in the other direction.

MICHAELS

Who?

Emerson turns his back on Michaels. Walks to Katherine...picks her up. He's in tremendous pain as he carries her to the car.

Michaels opens the door to the back seat. Watches in horror as Emerson lays Katherine into the car.

MICHAELS

What happened?

EMERSON

Shot.

MICHAELS

Shot? In the desert?

EMERSON

Hunting accident. Get in the car.

MICHAELS

Did you shoot her? I won't tell anyone if you --

EMERSON

-- Get in the car.

He starts to do as he's told.

MICHAELS

Is she dead?

EMERSON

Only if you don't hurry the fuck up.

EXT. DESERT HIGHWAY - DAWN

Michaels speeds down the highway. Still no sign of civilization.

INT. CAR - DAWN

Emerson holds his gun with one hand and his bullet wound with the other. Fights to keep his eyes open. Michaels looks into the back seat nervously.

EMERSON

Eyes on the road, huh?

MICHAELS

You doing OK?

EMERSON

If I pass out, you have to wake me up. OK? You may have to hit me...but you have to make sure I wake up.

MICHAELS

Yeah. Sure. Yeah.

Emerson lays his gun on the seat as he leans back to check Katherine's pulse.

MICHAELS

Your sweetie pie back there going to be OK?

Confused...disoriented...he barely answers...leaves the gun on the backseat...

EMERSON

...Yeah...she...

Close on Emerson...lost in thought. And then on his understanding...his realization...his horror.

MONTAGE -- QUICK INSERTS

-- Fischer, looking down from a hill, watches as Michaels, Derne and Max approach the postal station.

-- In the shower. Michaels cuts off David's wrist as Derne holds Meredith back and Max watches from the sidelines.

-- Max in the Main Hall. Watches as Derne and Michaels run down the hall chasing after Meredith. David...hand severed at the wrist...jumps Max from behind. Stabs him in the chest with the bowie knife.

-- Meredith outside the station. Running as fast as she can. Shot in the back. She falls forward. Derne with the gun, Michaels next to him. They're pleased with their kill until they realize the door to the station has closed.

-- Derne. Dead in the sorting the room. A long thick scar running across the center of his throat.

BACK TO SCENE

Michaels smiles at Emerson. Emerson can't quite figure out if he's made all this stuff up in his head. He smiles back. Fake. Out of sorts.

From underneath, static and white noise fill the air. The sound is unmistakable. It builds throughout.

EMERSON

Your man...how did he get that scar?

Michaels is silent. At first, the question doesn't seem to properly register. But, soon after, he realizes there is no more pretense.

MICHAELS

A bar fight in Dublin. Hasn't spoken a word since.

EMERSON

Three men inside...

MICHAELS

One overwatch outside.

EMERSON

How did you get past the fence?

MICHAELS

Nothing's perfect. You mostly need to know where to look for the holes.

EMERSON

And the rifle?

MICHAELS

You got me there. I was bluffing. Seems we didn't come prepared for every contingency. At the time...small arms seemed plenty.

Emerson studies Michaels. But he can't concentrate. Can't focus. For the first time in a while, it looks like he might not have a plan. Needs to buy time.

EMERSON

Who do you work for?

MICHAELS

I'm mostly freelance these days. I do some consulting work here and there.

EMERSON

Alright...who did you work for?

MICHAELS

The same assholes...the same righteous pricks that sent you to the desert.

EMERSON

I used to kill men like you.

MICHAELS

You have to know. All of this was very unexpected. We did our homework. Didn't think we'd ever get a chance to meet you. And even if we did...still thought you'd off yourself for the cause.

EMERSON

It wasn't about me.

MICHAELS

Yes. Of course. The wild card.

A car passes in the other direction. Both men instinctively watch it in the mirrors as it drives away.

MICHAELS

They break us, you know. Punish us. Turn us into these awful things. Broken pieces...shells. They push us. Make us into men that we are not and then complain when we no longer function. They expect us to...to live like this is normal? Like this is how we should behave? How we should think? And our reward for this life? Secrets and nightmares that won't ever go away. But if we could...if we could sell them. Well, fine, yes...if broken, then also rich.

EMERSON

So. What now?

MICHAELS

Some loose ends.

The static is unbearable.

Michaels pops open a small compartment next to the steering column and pulls out a gun as Emerson lunges across the seat --

EXT. DESERT HIGHWAY - DAWN

-- The car swerves wildly out of control. Across the lanes. Off the road. Down into a sandbank. Can't really see what's going on inside. Some sort of struggle.

The windows fill with the FLASH of gunfire. The shot is muffled by the car. The driver's door opens.

For a moment, nothing happens. Then, Michaels's body slumps out of the car and rolls down the embankment.

Emerson gets out of the car. Walks around. Gets behind the wheel. With a few revs of the engine, the wheels catch and the car takes off down the highway.

INT. CAR - DAY

Emerson drives as fast as he can. Pushes the car to its limits down the highway. The needles in the dashboard shake and rattle in response.

In the back seat, Katherine moans. Grabs at the back of his headrest. She's waking up. She's in terrible pain.

Ahead, the urban sprawl of Tucson appears over the horizon.

EXT. TUCSON - CITY STREETS - DAY

Emerson weaves the car through traffic.

INSIDE

He's sweating. Can't keep his eyes on the road. He has one hand on the wheel, the other at his side, like his ribs will fall out otherwise.

EXT. HOSPITAL - DAY

He speeds into the parking lot. Swerves around a parked car. Loses his grip on the wheel. Tries to regain control. Can't quite make it.

The car SMASHES into the concrete pillar just outside the entrance. Emerson's head slams down onto the steering wheel --

BLACK

WOMAN (V.O.)
(emotionless)
One. Two. Five. One. Two...nine...

INT. HOSPITAL ROOM - NIGHT

Emerson, in bed, POPS awake. His arm in a sling. Bandages wrapped around his torso.

INT. HOSPITAL HALLWAY - NIGHT

This late, the place is pretty empty. Emerson comes out his room and looks up and down the hall. An ORDERLY passes.

EMERSON
You know Katherine? The girl I was
with? You know...

ORDERLY
What's her last name?

EMERSON
I...I don't...

ORDERLY
I'll get the nurse.

The Orderly continues down the hall.

Emerson frantically looks into each room. Through the windows...through cracks in the doors...however he can look inside. Every room in the hall. One door after another. Faster and faster. Only a few doors left.

And then finally -- Katherine. Alone. Asleep in bed.

INT. KATHERINE'S HOSPITAL ROOM - NIGHT

Emerson steps inside. Stands over Katherine. She's hooked up to a number of machines: an IV...a heart monitor...an oxygen tank.

An INTERN enters. Gives Emerson a bit of an odd look, but goes about his work.

INTERN
You know her?

EMERSON
What happened? Is she OK?

The Intern takes Katherine's chart. Looks it over.

INTERN
Says the operation was successful.
They were able to remove
the...bullet...you know this girl?

EMERSON
Friends.

INTERN
(reading)
Jane Doe...

EMERSON
That's right.

INTERN

You're leaking.

Emerson looks down. Notices a spot of blood seeping through the bandage around his chest.

EMERSON

I'll be fine.

INTERN

I'd rather you not bleed out on my shift so --

EMERSON

-- Leave it. I've had worse.

INTERN

Is there somewhere else you should be?

EMERSON

No.

The Intern puts the chart back. Checks Katherine's vitals as Emerson stares down at her.

INTERN

I'm going to get a coffee. Should be gone about three or four minutes. When I come back...

EMERSON

Fine.

Emerson takes a seat next to Katherine. His back to the door. The Intern leaves. Some peace and quiet.

Barely twenty seconds pass when behind him, the door opens.

EMERSON

I thought you said I had--

GRAY (O.S.)

We're at this again, are we?

Gray closes the door. Walks around and sits on the other side of Katherine's bed. In the reflection of the window, Emerson sees two Bruisers standing just outside the door.

GRAY

I took care of the police. No small feat this time.

EMERSON

I am nothing, if not consistent.

GRAY

And her? You have feelings for her?
Is that what this is?

EMERSON

That's not it.

GRAY

You tell me she's dead so you can
what? Save her? Tell me. Just
tell me. What's this all about?

EMERSON

I --

GRAY

-- Remember Tunisia? I'd never seen
anyone so...perfect. What happened
to you?

Gray takes out a pack of cigarettes. He offers one to
Emerson.

EMERSON

I quit.

GRAY

Better man than I.

He chuckles. Emerson is not amused.

EMERSON

No. I quit.

Emerson stands. Circles the room. Over to the window.

EMERSON

We walk away. Both of us. Clean.

GRAY

That'll never happen.
You...maybe...maybe not with how
you've behaved recently. With
her...it's impossible.

Emerson looks out over the city. The night sky is clear.
The buildings and street lamps and traffic lights glow.

EMERSON

Listen to me...no, wait...listen to
me. This isn't an idle threat.
This isn't...please, let me
finish...this isn't delirium or
temporary insanity. This is me.

(MORE)

EMERSON (CONT'D)

Telling you. Without so much as a
stutter. If you touch her. If
anyone touches her --

GRAY

-- Enough of this posturing --

Gray stands...or tries to anyway. Emerson is now behind him
and with the force of a mechanical press, Emerson pushes
Gray back down into his chair.

EMERSON

-- Listen to me...no...listen to me.
If you touch her. If she is ever
touched. I will kill you. I will
be slow and without mercy. Listen,
now...this is important. Are
you...are you listening to me? I'll
wait in the backseat of your car.
On some random night. You'll have
worked a long shift. You'll be
tired. You won't notice the back
door of your car has been unlocked.
You'll get in. You'll buckle up.
You might even get to drive a block
or three...we'll see how I feel. I
will reach up and strangle you from
behind...with your necktie...I'll
squeeze the life from your body.
And just before you die...right
before it's no longer fun...I'll
stop. Give you time to recover.
And then I'll start all over. Again
and again. I will keep you alive
for hours. You will never before
have seen me be so perfect.

Emerson walks back to the window. Turns his back on Gray.
Looks out over the city. It really is a beautiful night.

EMERSON

And when you die...when I finally
kill you...you'll know it was
because of her. Because of that
girl you let die in the snow. They
deserve better than this...better
than us.

Gray stands. Motions for his men outside the door --

EMERSON

But if your men so much as step
inside this room, I will kill you in
(MORE)

EMERSON (CONT'D)

less than four seconds with that
gold Mont Blanc you keep in your
pocket.

-- And stops cold. He turns to look at Emerson. He knows that tone. Knows he's serious. It's not really clear which way this whole thing is going to go.

Gray, almost reflexively, takes the pen from his pocket to keep it out of Emerson's reach.

Then, Gray smiles. He starts to laugh. Comes around the bed and claps Emerson on the back.

GRAY

You really are good at this, you
know? Shame to see you walk,
but...nothing personal, right?

EMERSON

Yeah. Sure.

GRAY

Just business.

EMERSON

Yeah.

GRAY

I take it I'll find your remains at
the station?

EMERSON

You'll find enough.

Gray opens the door. Stops. Turns back to Emerson. Looks like he has something really insightful to say.

GRAY

Well. Alright, then.

He exits. The bruisers fall in step behind him on either side. Emerson leans out into the hall and watches them leave.

GRAY

(to Bruisers)

We were never here...

They disappear around the corner.

Emerson closes the door. Walks to Katherine's side. Sits beside the bed. Looks around the room. Takes it all in.

He sits in the silence. Looks down at Katherine. Brushes the hair from her face.

Then, finally, he leans back in his chair and closes his eyes to sleep.

FADE OUT.