

G O D Z I L L A

by

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FINAL DRAFT
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GODZILLA
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FADE IN

EXT. ARCTIC OCEAN - DAY

Stars in the black of space. PAN DOWN to sapphire blue sky, the brighter stars still shining through. It's Arctic midnight, the weak sun tiny on the distant horizon. We skim along the water, in and around looming glacial cliffs--The top of an iceberg pushes through the water's surface. Carved into the ice is a single mammoth word: G o d z i l l a We continue past, along the ocean, and discover: An old fishing boat, the RAINBOW WARRIOR, holds position outside a small natural harbor. All lights extinguished.

FADE UP TITLE:

ARCTIC OCEAN NEAR THE 170th PARALLEL

On deck: Eco-warriors peer through high-powered binoculars and video cameras. Among them: An intense WOMAN. A RUSSIAN man with a scraggly beard. A surly BLOND MAN, who monitors a Geiger counter. All wear heavy parkas against the gray cold.

BLOND MAN

Can anyone make out the registry?

WHAT THEY ARE WATCHING: A distant SALVAGE SHIP, moored inside the harbor. Its hoist is swung out over the sea. Floodlights illumine salvage divers as they submerge with hoist cables.

RUSSIAN MAN

Not me. Bojemoi...I think my eyeballs are frozen.

WOMAN

It's blacked out. Whatever they're up to, it's no goddamn good.

Near the salvage ship, the divers guide the cable as the hoist engines begin working, winching the cable up.

BLOND MAN (LOOKS UP FROM GEIGER COUNTER)

Background radiation is nearly a hundred times normal. They're harvesting reactor cores. They must be.

RUSSIAN MAN

We don't know that. There's no evidence of...

BLOND MAN (POINTEDLY ACCUSING)

There's a thirty-year-plus history of Soviets dumping old reactors into the Kara, the Barents, the Sea of Japan--

RUSSIAN MAN (AMUSED)

I swear, I was not there. I had a cold.

BLOND MAN

So why not the Arctic? Who knows how many-

WOMAN

Something's wrong!

The two men re-focus on the salvage ship--where crewmen race across the deck. Divers scramble onto the platform. A klaxon sounds--Suddenly the GEIGER COUNTER SQUEALS, readings off the scale. The BLOND MAN drops it, startled.

WOMAN (CONT'D)

Shit!

The sea begins to BOIL beneath the salvage ship.

WOMAN (CONT'D)

Chain reaction! Grab tight--

The sea ERUPTS. The salvage ship is heaved into the air. It disappears in a fiery explosion--The shock wave rocks the Rainbow Warrior violently. People scramble as the deck tips. Huge chunks of ice peel off the cliffs, crash into the sea, onto the ship. With a cry, the BLOND MAN falls overboard. Smoke pours from below decks. The Geiger counter calls out an uninterrupted staccato. The RUSSIAN MAN stumbles blindly through the chaos, grasping for deck rails.

RUSSIAN MAN

...I can't see...Claus? Martha? Help me!

OBSERVER

Look at that! The snow can't burn! It can't burn!

Near where the remains of the salvage ship, the snow is indeed on fire--an eerie sight. A fissure has opened up in the glacier, still expanding.

WOMAN (O.S)

Oh my god!

RUSSIAN MAN (STUMBLES TOWARD HER)

Martha? Where are you? What is happening?

The WOMAN stares toward the shore.

WOMAN

It's bleeding...

Red-black fluid flows out of the fissure, into the sea. The fluid steams in the chill Arctic air. Turning the ocean blood red.

WOMAN (CONT'D)

The Earth is bleeding...

INT. LLEWELLYN HOME - BEDROOM - NIGHT

The window is wide open. The curtains don't move. A fan labors pointlessly, aimed toward the bed--which is empty. Suddenly, the mattress JUMPS, bumped from beneath. There is a giggle.

KEITH (O.S)

I thought we got on the floor to cool off.

JILL (O.S.)

Oh, gee. I'm sorry. I'll stop.

KEITH (O.S.)

Just an observation. No complaint. Please, continue.

The phone RINGS shrilly.

KEITH (O.S.) (CONT'D)

Dammit.

KEITH LLEWELLYN pulls himself out from under the bed to answer the phone. He is mid-forties with a charming smile.

KEITH (CONT'D)

Dr. Llewellyn. (listens; dismayed) How soon? Okay, okay...I'll be ready. (beat) What? Oh, of course.

JILL LLEWELLYN has emerged from beneath the bed. A woman of intelligence and strong passions. KEITH extends the phone.

KEITH (CONT'D)

For you.

JILL (TAKES THE PHONE)

Dr. Llewellyn. How soon? Yes, I can be ready.

She hangs up the phone. Looks at Keith, dismayed.

JILL

The Arctic. Both of us.

KEITH

I hate cold weather.

JILL pulls him to her. Smiles at him.

JILL

Could be our last chance to be warm for a while...

He smiles back at her, leans in to kiss her--BRIGHT LIGHT FLOODS THE ROOM. The curtains are blown back. A government helicopter settles down outside the window.

JILL (CONT'D)

The government picks now to get efficient?

EXT. LLEWELLYN HOME - NIGHT

A quiet suburban cul-de-sac--except for the Navy helicopter settling down in the middle of the street. TINA LLEWELLYN steps out onto the porch of the house. Fifteen, and ticked-off at being woken up. She glares at the helicopter. A NEIGHBOR--Torkelson--emerges from his house to investigate the noise. Prop wash blows loose a pink plastic lawn flamingo. The NEIGHBOR grabs for it. JILL and KEITH exit their house, in parkas, carrying well-worn duffels.

TINA

Why always the middle of the night? Can't they ever wait 'til, say, noon?

KEITH (ASIDE TO JILL; A SMILE)

How 'bout just five more minutes?

JILL (MATCHES HIS SMILE)

Ten more minutes.

TINA rolls her eyes at their flirting.

TINA

I'm not going to be able to keep down
breakfast.

JILL smiles at her. Puts her hands on her shoulders.

JILL

The Torkelson's said they'd keep an eye
on the place. If you have any troubles,
go to them.

She waves at TORKELSON. He raises the flamingo in response.

TINA

Unruffle a little, mom. I mean, we live
in the suburbs, okay?

KEITH spreads his arms in a shrug, the helicopter behind him
in the street.

KEITH

She's right. Nothing strange ever happens
here.

He shares a smile with his daughter. JILL feels a bit left
out. A beat, then she kisses TINA good-bye.

JILL

I don't know when we'll be back. As soon
as security protocol allows, we'll call.

TINA nods.

KEITH

I'll bring you back a penguin.

TINA (A LAUGH)

Wrong hemisphere, dad.

He shrugs, smiles, kisses her forehead. He and JILL hurry for
the helicopter. The helicopter lifts. JILL sees TINA standing
in the shadows of the porch. She looks very small and alone.

EXT. ARCTIC OUTPOST - DAY

A C-130 transport plane with ski treads lands on a makeshift
airstrip. Temporary shelters have been set up. JILL and KEITH
come down the plane's steps. They now wear biohazard suits,
heavy-duty coveralls with full hood and visor, hood slung
back. KEITH has a thin file folder.

TUCKER (GREETES EACH)

You're the Drs. Llewellyn? From the
National Science Foundation? I'm Tucker.

TUCKER is a Navy lieutenant, peach fuzz mustache failing to
make him look older. He also wears a biohazard suit. He snaps
something onto KEITH'S sleeve, then JILL'S.

TUCKER

Radiation badge. If it goes red, consider
yourself cured of cancer.

KEITH

And dead, of course.

JILL

But a healthy kind of dead.

TUCKER leads them toward the fissure. Ahead, bio-suited
soldiers wheel large storage drums out of the fissure. Others
videotape everything.

KEITH (RE: THE DRUMS)

What the hell have you found here,
anyway?

A soldier re-seats a lid on a drum. JILL stops him, peers
inside.

JILL

This is peculiar soup...

TUCKER

Early analysis is odd... It has a marked
resemblance to amniotic fluid. We think.

JILL

Amniotic fluid?

KEITH

Like in a womb?

TUCKER

Uh-huh...well, not really... there're
some complex compounds... and a heavy
barbiturate presence. We think.

JILL scowls, her mind suddenly very far away as she
contemplates this information.

TUCKER (CONT'D)

There's supposed to be lab equipment back
on the transport. If you'd like to--

JILL is already moving off with the worker wheeling the barrel.

KEITH

I think she'd like to. She can be a little obsessive. Jill!

She waits. He hands her the file. She turns away--but then comes all the way around, smiling, gives him a kiss. She continues away with a little wave over her shoulder. KEITH, smiling lovingly, becomes aware of Tucker again. TUCKER smiles, pulls on his hood, seals it. KEITH does, too. TUCKER gestures to follow, slips into the fissure--

CAVERN - DAY

KEITH and TUCKER clamber down ladders anchored to the glacier, deep into the fissure, into: A huge cavern, carved out of ice and earth, lit by a string of bare lights that stretch away in both directions. The wall opposite the fissure is imposing and strange, made up of crevices and finely textured stone, markedly different from the ice wall and ceiling. A bio-suited military workcrew pumps the red-black fluid into storage drums. More video cameras. TUCKER leads KEITH, slogging through shin-deep fluid.

TUCKER

The entire cavern was filled with this stuff--

Suddenly there is a LOW RUMBLE--a small TREMOR. Ice sifts down from above. Lights flicker. KEITH glances at Tucker.

TUCKER (CONT'D)

An avalanche somewhere. Or the sea floor shifting. The blast that opened this up was some pretty mean shake-and-bake.

Something beyond Tucker has drawn KEITH'S attention: apparently, it is a smaller cavern. Inside are weirdly regular rows of stalagmites and stalactites. KEITH moves inside, examining them. TUCKER stands outside.

KEITH

These are the strangest stalactites I've ever seen...

TUCKER

Those aren't stalactites.

KEITH gives him a puzzled look.

KEITH
Stalagmites?

TUCKER grins at him.

TUCKER
They're not geological formations at all.

KEITH frowns. Starts to really examine the 'cavern'--

KEITH
My God--

TUCKER
They're teeth.

KEITH'S eyes widen--he suddenly sees what's been in front of him all along: he's inside a giant mouth. He scrambles out to beside Tucker.

KEITH
My God...my God.

He takes in the mouth. Touches the strangely-textured 'wall.'

KEITH (CONT'D)
And this isn't stone...is it? It's petrified or something--but this is skin. (he turns to Tucker). It's skin.

TUCKER
It's skin. We think. But it might as well be stone, for all the luck we've had getting a tissue sample.

But KEITH has stepped away from the 'wall.' He peers down into the darkness of the cavern. The string of lights is more than a football field in length.

KEITH
My god...

INT. WOMB CAVERN - LATER

KEITH and TUCKER are on a manlift, rising past the mouth and face of the half-buried creature.

KEITH
The preservation is extraordinary...How big is this?

TUCKER

It's two hundred forty-seven feet...
without the tail. We haven't found the
end of it yet.

KEITH

So much for seismosaurus and
ultrasaurus...It is a dinosaur, isn't it?

TUCKER shrugs--then nods, grinning.

TUCKER

We think.

Another tremor, bigger this time. More ice rains down. The
lights flicker. Go out, plunging the cavern into darkness. The
lift stops.

TUCKER (CONT'D)

Shit...wait a sec...

He snaps on a flashlight, illumining the two men. Behind them
is the creature's brow.

TUCKER (BELLOWS AN ORDER)
(CONT'D)

Nobody move 'til we get the lights back
on. (to KEITH) We don't need anyone
tripping over some giant dinosaur nuts in
the dark or something... (another order)
And let's get the lights back on, shall
we? Thank you!

Behind the two men, unnoticed by them, there is MOVEMENT--The
monster's EYELID OPENS, ten feet across. A second, semi-
transparent protective eyelid slides away--Revealing iris and
slit pupil, glinting wetly--The pupil dilates, focuses--The
lights come back on. The pupil contracts. The eye blinks.

TUCKER (CONT'D)

About time...

KEITH turns back to the beast. Its eye tracks his movement--
KEITH'S own eyes go wide.

KEITH

Good lord--

And then the earth shakes again as the beast's head moves--
Claws tear out of the earth--One whole section of wall
undulates--and we become aware that the monster's tail is
wrapped around the entire cavern--Sections of the ladder tear
loose. Climbers plunge to earth.

The mouth closes, then opens again. FIRE fills the cavern--And there is a DISTINCTIVE ROAR, sharp and terrifying, unlike anything anyone has ever heard. Chunks of ice fall--

INT. TRANSPORT PLANE - DAY

Crates form a make-shift work station. JILL peers into a microscope. It starts to vibrate, annoying her. Without looking up, she steadies it--and realizes its not just the microscope shaking, but the whole plane.

EXT. ARCTIC OUTPOST - DAY

The glacier explodes outward, a column of fire shooting skyward. A giant HAND with four claws emerges. Muscles and tendons flex as something huge begins to haul itself out of the earth. The military crew run for safety--

INT. TRANSPORT PLANE - DAY

A RADIO MAN races in, scrambles to the radio. JILL braces herself--the shaking is getting worse.

JILL
What's going on--

The whole plane tips, upending crates. JILL is thrown.

RADIO MAN
Mayday! Mayday! This is Arctic Outpost--

He glances out the windshield--and freezes. The mic drops from his hand. JILL clambers to the cockpit, to look out the windshield--

EXT. ARCTIC OUTPOST - DAY

GODZILLA'S HEAD emerges from the earth. Huge teeth glint in the sun. He BREATHS FIRE, to free himself from the glacier. People disappear in the flames.

INT. TRANSPORT PLANE - DAY

JILL stares, eyes wide. One thought comes to her--

JILL (A WHISPER)
Keith...

EXT. ARCTIC OUTPOST - DAY

Godzilla hauls himself upright. Three rows of dorsal fins down his back, tapering to his tail. Huge, powerful legs. The GROUND SHAKES when he takes a step--TOWARD THE TRANSPORT PLANE.

INT. TRANSPORT PLANE - DAY

The RADIO MAN grabs at JILL--

RADIO MAN
C'mon, we gotta get--

But she's transfixed, staring up at Godzilla. Through the windshield, Godzilla looms. His foot lifts--The RADIO MAN runs for the door, out-- Godzilla's foot descends, directly toward the plane, toward JILL. She watches it come down--Godzilla's toes crunch down on either side of the cockpit, miraculously sparing her.

EXT. ARCTIC OUTPOST - DAY

Godzilla steps over the transport, into the ocean. JILL emerges from the Transport Plane. Stares after Godzilla. Godzilla pauses. He cranes his head back, looking up into the sky, searching for something--The sky is empty, gray. GODZILLA ROARS and BREATHES FIRE. A warning. A challenge. And then he slips out into the ocean, his huge bulk moving impossibly fast. JILL stares after him, out to sea--where the monster sinks down, disappearing into the ocean.

EXT. TAKEDO VILLAGE - DAY

A car drives along a road, slows...and comes to a stop beside an upside-down fishing boat, hull crushed, thrown far inland.

FADE UP TITLE:

TAKEDO VILLAGE
NORTHEAST COAST OF JAPAN

Two men exit the car: AARON VAUGHT, tall, graceful, eyes watchful behind wire-rimmed glasses. He looks like a ski instructor who chucked it all to become a librarian. MARTY KENOSHITA, enthusiastic, bordering on intense. He lugs a large trial case. They look up at the fishing boat, exchange a dismayed glance.

AARON

This is all hurricane damage?

They walk through the deserted village, dismayed--houses are half-demolished, debris piled up, trees knocked over.

MARTY (NODS)

The worst hurricane in fifty years swept through six months ago. At least, that's the official version.

AARON

Please, Marty. You're not allowed to be paranoid today.

The village is silent. No life, no rebuilding. Completely still, completely dead. AARON and MARTY climb over a Buddhist prayer tower, half-buried in sand.

MARTY

Oh, come on...we know the Japanese government doesn't want us here. Just like the Feds with the Arctic cover-up. They're all in cahoots.

He catches AARON'S look, trails off. Forces a smile.

MARTY (CONT'D)

Oh, it's probably just one big coincidence.

AARON

That's what we all want you to believe.

MARTY gives him a 'You're kidding--or are you?' look. AARON smiles enigmatically. Looks out toward the ocean.

AARON (CONT'D)

Is that him?

A wide dock, nearly destroyed, barely reaches the water's edge--beyond are just pilings. On the dock is a lone man, staring out to sea. His name is JUNJI. A pad and pencil hang on a thong around his neck.

MARTY

The only survivor...

AARON

He'll talk to us?

MARTY (IT'S NOT A PROBLEM)

Oh, yeah...

EXT. TAKEDO VILLAGE - DOCK - LATER

JUNJI speaks rapidly, in Japanese. MARTY translates into English, nearly simultaneously.

JUNJI/MARTY

He came out of the ocean. He was taller than the trees. As tall as the sky. He breathed fire...and his tail made a tidal wave...that destroyed my village...
(beat) That killed my wife.

There is a pause, a moment of mourning. AARON looks at MARTY.

AARON

A dragon.

MARTY

So much for the official version.

JUNJI becomes agitated as they speak.

JUNJI/MARTY

No one believes me! They say I am a crazy man who sees things!

As AARON speaks, MARTY now translates to Japanese, continues throughout.

AARON

Tell him--I believe him.

AARON reaches into Marty's case, pulls out an oversized paperback, hands it to JUNJI. Aaron's photo is on the back cover. JUNJI looks from it to AARON. AARON, a little sheepish, strikes the same pose, smiles the same smile. JUNJI turns the book over. His eyes widen--'The Waking Dragon' by Aaron Vaught. The cover is an old wood print of a dragon; it vaguely resembles Godzilla. JUNJI hurriedly opens the book to a photo: an Aztec hieroglyph of Quetzacoatl, again Godzilla-like.

AARON (CONT'D)

Every culture has fables and myths about dragons...the Midgard Serpent...Quetzacoatl...the dragon that sleeps at the heart of the world...
(beat) Only I think those stories are about something real...something that's been around a long time. Something you saw.

JUNJI flips through the book, becoming more excited with each photograph, each reproduced drawing. He pauses--CLOSE ON: a watercolor of a Godzilla-like dragon, in front of Mt. Fuji.

AARON (CONT'D)

I believe in dragons, Junji. I believe you.

JUNJI stares up at him. Then takes the pad from around his neck, hands it to AARON, who leafs through it curiously--It is filled with drawings of Godzilla, emerging from the sea, breathing fire, details of the beast. A daVinci notebook quality to it. Throughout, three Japanese Katakana characters for Godzilla are repeated. AARON points them out to JUNJI.

AARON (CONT'D)

What do these mean? Is it a name?

JUNJI

Hai, Gojira. Gojira.

AARON

Gojira...

MARTY has whipped out a PDA, is scanning records.

MARTY

I've never heard that name before..

AARON

I have. In 1928, Atkinson translated the characters as...Godzilla.

AARON looks down at the drawings--

EXT. TAKEDO VILLAGE - NEAR THE CAR - DAY

CLOSE ON: AARON'S BOOK. His photo on the back. An American agent holds it up while a second agent studies Aaron through binoculars. Glances at the book. Then nods to--PIKE, wearing a scowl he was born with. He stands with a Japanese official and several uniformed Japanese police officers. All three Americans wear sharply-tailored black suits and no-nonsense expressions. PIKE rolls his neck, a characteristic tic, cracking it. Gestures for the police to move in--

EXT. TAKEDO VILLAGE - DOCK - DAY

JUNJI speaks quickly, MARTY translating and taking notes at the same time. AARON leafs through Junji's notepad.

JUNJI/MARTY

He says his grandfather told him stories about Godzilla. And about the--people before people? I think that's what he said.

Something in the pad catches AARON'S attention: A gryphon, curled into a fetal position, in a mound beneath the earth. Godzilla breathing fire on it. Another shows a streaking ball of fire, falling from the sky. AARON scowls, concerned. He shows them to MARTY, who gasps.

MARTY

The adversary?

AARON shrugs--

OFFICIAL

Aaron Vaught? Marty Kenoshita?

Startled, AARON and MARTY turn to face--the cops, the agents and the OFFICIAL.

OFFICIAL (CONT'D)

I must sadly inform you that the government of Japan has canceled your visas.

AARON

What?

PIKE flashes his credentials at AARON.

PIKE

Pike, U.S. Consular Operations. I'll escort you out of the country.

MARTY

Oh, man...ConsOps. He's ConsOps, Aaron. Those're real supersecret black-bag spook guys--they've got their fingers in everything.

PIKE

Oh, I'm hardly that bad, Mr. Kenoshita. By the way, you might want to pay those parking tickets.

MARTY gives him a frightened look.

PIKE (CONT'D)

Shall we, Mr. Vaught?

AARON regards him, turns to JUNJI. Proffers him back his drawing pad. JUNJI gently pushes it away. Speaks in Japanese.

AARON

What did he say?

MARTY

He said he is not a crazy man who sees things. He is crazy--because of what he has seen.

JUNJI gestures for AARON to take the pad. AARON looks at him. Nods, understanding. Puts the pad in his pocket. JUNJI smiles serenely--he has been accepted. PIKE leads AARON and MARTY away. JUNJI watches them go, his eyes a little less wild. He turns, stares back out to sea.

INT. JETLINER - LOUNGE - IN FLIGHT - DAY

AARON and MARTY sit in the plush lounge, uncomfortable. PIKE extends a thick file to AARON.

PIKE

Familiarize yourself with this.

Puzzled, AARON takes the file. On the front is a logo: an armored gauntlet holding a sword. Emblazoned with the words ST. GEORGE PROJECT. Stamped TOP SECRET. AARON opens the folder. His eyes widen. MARTY leans in, over his shoulder--The first page is a photo of Godzilla's head as he was found, half-buried in ice. A bio-suited figure gives it scale. AARON gasps. MARTY leans in over his shoulder--and his jaw goes slack. AARON flips through a couple more photos.

AARON

This...this is real? It's real?

PIKE

You're surprised? You theorized its existence in your book.

AARON

Well, um...yeah, but that was a theory--

PIKE

It was found last year in the Arctic. We've kept a lid on the discovery--

MARTY

I knew it! I told you, Aaron--

PIKE gives him a look that shuts him up.

AARON

Can we see it? Can you take us to it?

PIKE

That's a problem. It got up and walked away. We've been unable to locate it since.

MARTY

It walked away--it's alive?

AARON

And you lost it? It's 400 feet long.

PIKE

And the Pacific Ocean is sixty-four million square miles. That's why you're here, Mr. Vaught. We want your help finding it.

AARON narrows his eyes. Looks at the cover of the folder.

AARON

The St. George Project. As in the one who slays the dragon?

Grinning, PIKE tilts his head, cracks his neck.

PIKE

Mr. Vaught, your government would like to offer you a job.

EXT.UTAH WILDERNESS - VARIOUS - DAY

The sun is blazing, blindingly white.

FADE UP TITLE:

LAKE AHIGA
10 MILES OUTSIDE TRAVELLER, UTAH

Grazing HORSES raise their heads. Natter nervously. VULTURES on a gnarled branch edge sideways, then take wing. A crawling LIZARD stops, tilts its head. A SNAKE coils defensively. A MOUNTAIN LION leaps atop an outcropping, surveys the desert floor. Then, suddenly startled, it crouches, looks up over its shoulder--In the center of the sun, barely noticeable at first, is a tiny black dot...growing larger as it approaches. Soon it ECLIPSES the sun...it is an ALIEN PROBE, hurtling toward us, taking us into DARKNESS-- The lizard disappears into a crevice. The horses rub past each other, spooked--then bolt, stampede away.

The horses rub past each other, spooked--then bolt, stampede away. The mountain lion SNARLS--The Alien Probe is a BALL OF FIRE, SCREAMING as it rips down through the atmosphere--

EXT. LAKE AHIGA - DAY

A quiet, remote lake. On the surface is the reflection of the approaching Probe. It grows larger--and then the Alien Probe slams into the lake; TONS of water are DISPLACED. The rest HISSES, BOILS, churning upwards into a CURTAIN OF STEAM. Nearby treetops EXPLODE INTO FLAME--

EXT. LAKE AHIGA - UNDERWATER -DAY

The Alien Probe descends into frame, its smooth metal-chrome surface cutting through the water. Ahead is a submerged CAVE OPENING. The Probe is swallowed into darkness--

EXT. TRAVELLER, UTAH - DAY

A sign reads: 'Now Entering/Now Leaving Traveller Utah Welcome and Good-bye.' Along the bottom it proclaims: 'Visit the Glistening Caves--Guaranteed 30 Degrees Cooler!' Two ranch hands, JOHN and STU, get out of a battered pickup, parked in a slot in front of a diner. A BORDER COLLIE jumps out of the back. Sniffs the air, heads out toward the road. STU lights up a Pall Mall.

JOHN (AN OLD COMPLAINT)
Goddammit, Stu, when you gonna quit? (STU ignores him) And aren't you supposed to smoke after you eat?

STU takes a satisfying drag, grins.

STU
It's whatcha call an appetizer.

The Collie suddenly STOPS. Makes a low GROWL toward the sky. Then it starts to HOWL--

JOHN
You ever heard of the dangers of second-hand smoke?

STU
Yeah, you ever heard of the dangers of second-hand ass-kicking? That's when I think about hitting you so hard, you feel it--

WHACK! Suddenly, for no apparent reason, JOHN is knocked flat. STU stares.

STU (CONT'D)

Huh. Guess I wasn't kidding.

JOHN

What the hell hit me?

STU looks, points: a mangled frog, dazed, lies beside John.

STU

Someone shot a frog at you.

BANG! Another frog bounces off the roof of the truck. Another one slaps down onto the street.

STU (CONT'D)

Shit--they're shootin' frogs at both of us!

And then comes the deluge: Rain, frogs and fish pour down from the darkened skies. They BANG off the corrugated tin roof of the cafe. The siren light bar on a sheriff's 4X shatters. STU and JOHN leap into the pick-up. The SHERIFF exits the cafe, hand on gun. A roly-poly waitress, DEBORAH, follows. They stare as: Frogs and fish plummet, breaking windshields. Electricity CRACKLES as telephone wires are snapped. Beneath the pickup the frightened Collie looks out at the madness.

DEBORAH

Like in the Bible...A plague is being visited on us. It's a sign of the millennium...

She falls to her knees, begins to pray. The rain of frogs and fishes slowly abates. NELSON FLEER pushes warily out of the door of his store, onto the porch. The sign above advertises: Wilderness Guide/Cave Diving/Prospecting /Nelson Fleer, Prop. A tall, athletic man, FLEER carries a dive tank in one hand, a wrench in the other. The SHERIFF moves into the street, hand still on his gun, peering up at the sky, and stepping gingerly. Fish gasp and flop. Some frogs twitch. Less mangled ones try to hop. FLEER sees a frog on the rail. Peers at it. It HOPS at him. He jumps back.

FLEER

Damn. I hate weird shit.

A final glance at the sky, then FLEER ducks back inside.

INT. BAT CAVERN - DAY

Dim light filters down. Water laps against an underground sandy shore. Suddenly, the Alien Probe BREAKS THE SURFACE. It bobs in the middle of the pool. Water laps against it. And then the Probe rotates suddenly, unfolding-- ANGLE - CEILING where HUNDREDS and HUNDREDS of BATS hang, crawling over each other, emitting an occasional squeak and flutter. The Probe ERUPTS--a silvery tendril SNAPS out of the probe, snares one of the bats, cocooning it, absorbing it. And then more tendrils EXPLODE from the probe. The sound of the bats' screams echoes in the cavern.

INT. ST. GEORGE PROJECT - SITUATION ROOM - DAY

FADE UP TITLE:

FORT TUSCARORA, NEW YORK
HEADQUARTERS, THE ST. GEORGE PROJECT

AARON and MARTY follow PIKE into the Situation Room, a combination of mission control and a science lab. Beyond a large glass wall is a cavernous hanger. A huge electrical grid spreads across the ceiling. AARON and MARTY gape in wonder. On a huge screen is a 3-D rendering of the ocean floor. Another plays video from the Arctic--in a freeze frame, Godzilla breathes fire. Other monitors show computer renderings of anatomical structures for the monster. AARON spots the fire-breathing shot, stares in awe. Suddenly, a door slams open-- JILL LLEWELLYN pushes through. The passion is still evident, but events have darkened it, given it a steely edge. She is followed by ED, a scientist in comfortable jeans and trademark white T-shirt, and ADMIRAL TIMOTHY BENEDEK. Deep laugh lines in an otherwise stern face.

JILL

This is unacceptable. Aaron Vaught is a crackpot. He might be some help if we were looking for the lost continent of Atlantis. Or Santa's workshop.

BENEDEK carries a copy of Aaron's book. Holds it up.

BENEDEK

He's a popular crackpot. The President has read this book.

AARON is surprised; he exchanges a pleased look with MARTY. JILL is still oblivious to Aaron's presence:

JILL

Listen. Vaught is going to want to...to collect this thing. And write books about it. And earn lecture fees talking about it and pose for goddamn photos with it.

AARON

Don't forget the T-shirt concessions.

She whirls.

PIKE

Dr. Llewellyn. (she frowns at him) This is Marty Kenoshita. And this...is Aaron Vaught.

He grins at the uncomfortable situation. MARTY gives a little wave. AARON gamely extends his hand to JILL.

AARON

I think you're familiar with my work..?

A little embarrassed, JILL shakes his hand. Turns to Benedek.

JILL

Our mission stays the same?

BENEDEK

The Project's mission is the same. Neutralize the creature using best means possible.

JILL

We find it--and we kill it.

PIKE

Damn straight.

A beat; BENEDEK nods. JILL turns back to Aaron.

JILL

Well, Mr. Vaught...I look forward to hearing your ideas.

AARON smiles, nods...then realizes that everyone seems to be waiting.

AARON

You mean--now?

Clearly, they do.

AARON (CONT'D)

Oh...okay. Well, I was thinking...on the,
uh, plane...

He feels a bit warm. Shucks his jacket to stall for time,
organizing his thoughts.

AARON (CONT'D)

Okay. Taking into consideration
Godzilla's size and mass, he must--

JILL

Godzilla? You've given it a name?

MARTY

We found out its name.

JILL and ED exchange a glance. PIKE rolls his eyes at Benedek.
BENEDEK ignores them all.

BENEDEK

Go on, please, Mr. Vaught.

AARON

Like I was saying--Given Godzilla's size
and mass, he must eat huge amounts just
to stay alive. So if we track fish
migratory patterns, looking for
disruptions in--

ED

Been there, done that.

AARON

What?

JILL

We thought of that, Mr. Vaught. There's
been no change.

AARON is disappointed--then scowls, baffled. He starts to
pace.

AARON

But that makes no sense...no change?
There's got to be a change...(a new
thought dawns)...unless...unless
Godzilla's metabolism is so unique, he
doesn't need much food.

He pauses to stare at the monitor again, at the still of
Godzilla breathing fire.

He almost enters a fugue state, forgetting about everyone else in the room. PIKE shifts impatiently.

PIKE

What is this, jet lag?

MARTY

Quiet! (he's seen this before) He's onto something.

AARON comes out of it, a huge grin on his face.

AARON

Not food. Fuel.

He realizes no one's following him. He points at the monitor.

AARON (CONT'D)

Look, look...he doesn't really breathe fire. The flame starts a couple of meters from Godzilla's mouth...

The others peer at the monitor.

ED

It looks like you're right. So?

AARON

He's exhaling something so hot it's actually ionizing the oxygen molecules...Steam, maybe?

PIKE

Again...So?

AARON (FIGURES IT OUT)

It's like a nuclear reactor. A biological fusion reactor.

MARTY believes him immediately.

MARTY

Yeah! Sure...He wouldn't need much fuel to sustain himself--

AARON

He's a biological fusion reactor. I'll bet a year's royalties from my book on it.

JILL

It's not a bad theory...

ED looks at her, surprised--as does AARON, who grins.

JILL (POINTEDLY) (CONT'D)
But it doesn't help us find him.

AARON's satisfied grin disappears. To one side, a PHONE
SHRILLS. ED answers it. Extends it to JILL.

ED
For you. It's the M.P.s.

JILL takes the phone, curious--then realizes what its about.

JILL
Tina. (into phone) I'll be right there.

She hangs up, pushes out past Aaron. He watches her go.
BENEDEK sidles up to him, hands him the copy of his book.

BENEDEK
Would you mind autographing this? (AARON
takes it) For the President.

AARON looks up, a little shell-shocked.

INT. SECURITY OFFICE - DAY

Standard issue office, standard issue desks, standard issue MP
leads JILL through the bullpen.

MP
She was arrested in the motor pool.
Trying to hot-wire a jeep.

TINA sits in a chair beside a desk.

TINA
I've got to remember: red wire to green
wire.

She is sixteen now, grunge clothes, hair buzz-cut on one side.
But the camouflage doesn't quite hide the bright, attractive
young woman she really is.

MP
Dr. Llewellyn, if she continues to be
unmanageable, you and she will be
expelled from base housing.

JILL
I think that's her plan.

INT. JILL'S VOLVO - DAY

JILL winds her Volvo through clone-identical base housing. They are silent for a long moment.

TINA

I'm sorry, mom. (beat) God, why did we have to move here? I hate it. I'm sick of base housing and the MPs and the PX...and I'm sick of green.

JILL

This is where my job is, Tina. Ergo, this is where you are.

TINA

I could go live in New York with Aunt Julia--

JILL

We're not having this argument again.

She regards Tina with a sidelong glance.

JILL (CONT'D)

Tina, I realize this is hard for you. But what I'm doing--I have to do.

TINA

Mom, you need to get out of this place, too. I don't think its good for you.

She gauges Jill's reaction. So far, so good. Takes a deep breath, plunges ahead:

TINA (CONT'D)

Ever since Dad died, you've...you changed, okay? Maybe we didn't always get along, but--

JILL

Do not pursue this, Tina. And do not blame our difficulties on...on that.

TINA

I'm not! Jeez, you can't even talk about it. (beat) You can't even talk to me.

Obviously a vulnerable spot for JILL. She looks away. A long silence in the car. They both stare out the front windshield. Tears well up in TINA's eyes.

EXT. BASE HOUSE - DAY

JILL pulls the car up into the driveway of their house. TINA bolts from the car. JILL scrambles out, calls to her across the roof of the car.

JILL
Tina! Tina, wait--

TINA slams through the front door. JILL shuts her eyes. Bangs her fist on the car roof in frustration.

JILL (CONT'D)
Dammit!

She realizes she's hurt her hand. Shakes it, then rests her head on it, covering her eyes.

JILL (CONT'D)
...dammit...

EXT. ARCTIC OUTPOST - MID-SUMMER NIGHT

Wind-blown snow washes across the familiar icy landscape. A SOLDIER trudges toward one of a cluster of shacks that sit at the edge of the gaping crevice of Godzilla's womb. Suddenly a low RUMBLE builds to a deep, rending GRINDING SOUND. The SOLDIER turns: in the distance a pillar of light shoots toward the sky. The light emerges from a huge CRACK in the ice. A GLOWING STRUCTURE pushes up, cutting through the ice. It is made of a series of large frozen bubbles, arranged in the regular/irregular pattern of a Mandelbrot equation. The SOLDIER backs away from it...turns and runs toward a low building--so fast he slips, falls hard on the ice. He gets up, pulls open the door--

INT. ARCTIC OUTPOST - RADIO ROOM - MID-SUMMER NIGHT

The SOLDIER flips on the radio, grabs the mic.

SOLDIER
Nome, this is Outpost 42--come in! Jesus,
come in--

The radio emits a HIGH-PITCHED SQUEAL. He clicks the dial; the SQUEAL covers all channels.

EXT. ARCTIC - SKY - LATE DAY (MID-SUMMER - NIGHT)

A military transport plane drops out of dense clouds, banks in a long slow curve over the remains of Godzilla's womb site--

INT. TRANSPORT PLANE - LATE DAY (MID-SUMMER NIGHT)

Out the windows the horizon tilts as the plane banks. AARON, MARTY and JILL on board. AARON cranes to see--approaching below them is the new structure.

AARON

That's the source of the radio burst?

JILL (NODS)

Worldwide interference, narrowing down to a single directional band. (low) That whole structure wasn't there before...

AARON pulls Junji's notebook from a pocket, gazes at it. MARTY glances uncomfortably from the drawing to the structure outside.

MARTY

I was thinking the same thing...

JILL is puzzled by the exchange.

JILL

Want to share with the rest of the class?

AARON

It's, uh, nothing. It's just... (shrugs; forges ahead) It's a common myth-theme for the great dragons to have opponents...adversaries. Sometimes it's a sun-king, sometimes another monster--

MARTY

In the Bible, for instance. Leviathan and Behemoth.

AARON

Right. So if Godzilla exists...then where is its adversary?

He looks back out the window at the structure--as do MARTY, then JILL. Silence in the plane.

EXT. ARCTIC - LATE DAY (MID-SUMMER NIGHT)

A Military Snow Cat trundles across the snow.

INT. SNOW CAT - LATE DAY (MID-SUMMER NIGHT)

An uncomfortable ride. JILL, AARON and MARTY pull on bio-protection suits. AARON blows on his hands, cold.

AARON

I hate cold weather.

He's unknowingly struck a nerve. JILL shoots a look at him.

JILL

You can stay in the truck if you want.
Just don't mess with the radio.

Even before the Cat comes to a complete stop, she is up and out.

EXT. ARCTIC - OUTPOST - LATE DAY (MID-SUMMER NIGHT)

Wind blows loose snow. AARON and MARTY catch up with JILL at a construction elevator which has been erected over the fissure.

INT. FISSURE - LATE DAY (MID-SUMMER NIGHT)

As the elevator descends toward the bottom--a long way down.

AARON

Dr. Llewellyn, listen. I was drafted. I don't mean to keep stepping on your toes. I'm still dealing with the fact that Godzilla actually exists--

JILL

It exists. And it's killed dozens of people. (softly) Including my husband.

AARON didn't know. He nods understandingly. Moves away, giving her privacy. JILL gazes down, eyes distant, remembering.

INT. WOMB CAVERN - LATE DAY (MID-SUMMER NIGHT)

The threesome exit the elevator. The SOLDIER, in bio-protective gear (as is everyone in the cavern) spots them, waves to them. They move toward him--and stop.

They stare, awed. The cavern has changed. At one end, growing out of the ice like a grove of crystalline sequoias, are a number of giant pillars. Their trunks are composed of thousands of FROZEN BUBBLES, varying in size. They widen near the roof of the cavern, merging together, pushing through. This is what broke through the ice, creating the new structure above. The PILLARS are beautiful, at once delicate, huge...and alien. Several of the bubbles are broken; inside are a honeycomb-like cells. JILL, AARON and MARTY move closer to pillars. More of the amniotic fluid flows from a crevice in a wall. As before, work crews collect it in barrels and wheel it out. Something about the place now inspires hushed tones. MARTY can barely see through his visor. He breathes out hard through his nose. The visor defogs briefly--then re-fogs. AARON moves through the pillars.

AARON

This is...constructed. There's intelligence behind this. (an idea occurs) Remember Junji's stories. The 'people before people'?

MARTY

You think they built this?

AARON

Suppose you've got a race of people--more advanced than us--with an organic technology instead of a mechanical technology--

MARTY (REALIZING)

There wouldn't be any evidence--the relics would all decay. All you'd have left are stories of lost civilizations...

AARON

And this place. And Godzilla.

JILL has listened, incredulous. Shakes her head.

JILL

Up next: happy little elves making toys.

Suddenly we cut to: HIGH ANGLE - LOOKING DOWN, on JILL, AARON and MARTY. It's a surveillance-type angle, the sudden shift in perspective creating the feeling that something is watching them. JILL examines one of the broken bubbles.

JILL (TO THE SOLDIER)

How'd these break?

SOLDIER

Spontaneously, ma'am--

Above them, a bubble breaks with a crystalline 'POP.' The honeycomb inside is exposed.

SOLDIER (CONT'D)

Like that. About one an hour.

JILL

The cells inside these bubbles suggests some sort of storage...

AARON

Why not information? (JILL gives him a puzzled look) I wonder...these pillars appear then we're signaled--to let us know something's here... (chasing an idea) Godzilla was discovered accidentally...maybe prematurely?

MARTY

We weren't supposed to find him until we found the pillars--they could be here to tell us about Godzilla.

JILL

So what you're saying is...This is the owner's manual?

AARON

Well, that makes it sound a little silly...but, yeah. (JILL stares at him)

JILL

You spout stuff like that, huge leaps of logic, a total guess, and in your mind, it's already true.

AARON

It's not just a 'guess.' You extrapolate from known--

JILL

You guess. Admit it.

AARON

You search for the underlying patterns--

JILL

You guess.

AARON

Yeah, well, I'm a good guesser.

It's almost an argument--but then JILL realizes he just gave in. She can't help but smile. He smiles back. MARTY gives up on clearing his visor--he wants to see. He pulls up his hood briefly to wipe the visor-- FROM THE HIGH ANGLE, we suddenly, shockingly SHOOT DOWN TOWARD MARTY, CLOSE, TOWARD HIS NECK, UNDER THE HOOD, TOWARD HIS EYE--MARTY drops to one knee, blinking.

AARON (CONT'D)

You okay?

MARTY (NODS HE'S ALL RIGHT)

Something in my eye.

To one side, JILL has a sudden realization.

JILL

Oh my God.

AARON

What?

JILL

Oh my God.

AARON

What?

JILL

The fluid. I did the analysis. There were molecular chains in there that had no business in nature--because they weren't natural!

AARON (CONT'D)

What are you saying?

JILL'S really excited--it's an insight in a way she's never had one before.

JILL

We assumed the fluid kept Godzilla preserved--what if it didn't? If he is a fusion reactor, what were the control rods? What if the fluid...

AARON

Was like an atomic tranquilizer?

JILL

Well, when you put it that way, it makes it sound silly.

He looks at her speculatively.

AARON

I think you're a good guesser, too.

JILL'S a little befuddled by the compliment--and isn't sure it is one. She turns to move further into the pillars--

JILL

God save me.

AARON smiles, follows her. Unnoticed, MARTY stumbles. He catches himself against one of the pillars--barely. On shaky legs, he follows them.

EXT. UTAH - FLEER'S HOUSE/WOODS - DAWN

FLEER stands with the SHERIFF, examining a small corral behind his house. Part of the fence is smashed. FLEER holds a rifle.

FLEER

It was the most god-awful sound you ever heard. Cinnamon was screaming, and...
(sadly) There's some blood.

The SHERIFF nods sadly. Surveys the area.

SHERIFF

Whatever dragged her out of there most have been strong as hell.

The two men head into the woods. The SHERIFF looks at the ground in front of them, watching for tracks.

SHERIFF (CONT'D)

You know, they had some cattle killed down at the Quincy farms...pretty grisly. Maybe a rabid mountain lion...

FLEER

These woods have been pretty empty of animals the last week or so... including mountain lions.

SHERIFF

What the hell..?

He has spotted something. Leans down, puzzled--and a little frightened.

FLEER

What is it?

He looks. On the ground is a horseshoe. It isn't until the SHERIFF turns it slightly that we realize--it's still attached to a hoof and horse's leg, severed at the fetlock. FLEER steps back, stricken. He turns away--and something in a tree draws his attention. He stares.

SHERIFF
Nelson...I'm sorry.

FLEER is still staring. The SHERIFF follows his gaze, up--high in the branches of a tree--is a large, cinnamon-colored horse. Brutally mutilated, impaled on several sharp branches. Dead.

SHERIFF (LOW, DISMAYED) (CONT'D)
Live long enough...you see everything.

FLEER rubs a hand across his face, still staring.

FLEER (CHOKING BACK TEARS)
Aw, Cinnamon... (beat) Goddamn weird
shit.

INT. OCEAN LINER - BALLROOM - NIGHT

A hundred couples spin and turn on the vast dance floor, a sea of swirling motion. We have no idea we're on a ship until the CAPTAIN, elegant in his dress uniform, dances into view.

FADE UP TITLE:

S.S. NORWEGIAN GODDESS
PACIFIC OCEAN - 159:30 LAT., 28 LONG.

INT. OCEAN LINER - COMPASS BRIDGE - NIGHT

A RADAR GUY stares incredulously at his display--

RADAR GUY
Sir, unidentified objects, approaching
from the west...

A female NAVIGATION OFFICER joins him. They look at: ON RADAR: SWARMS of dots are massed on the periphery of the display. Irregular, shifting shapes, moving toward the ship.

OFFICER (MYSTIFIED)
What's the signature?

The RADAR GUY checks, sheepishly taps the high-tech display, like it's a faulty home appliance.

RADAR GUY
Looks like, um, schools of fish.

OFFICER
Not that big.

Again the RADAR GUY TAPS the display, to no effect. Finally he notices the OFFICER staring at him reprovngly. He stops.

OFFICER (SHOUTS AN ORDER) (CONT'D)
Inform the Captain, he's needed on the
compass bridge.

BACK TO RADAR DISPLAY: as the wave of dots closes in--

EXT. OCEAN LINER - FORECASTLE - NIGHT

At the rail, a HONEYMOON COUPLE kisses under the full moon. The BRIDE catches something out of the corner of her eye, twists out of the kiss, looks out to sea--

BRIDE
My God...

DOWN ANGLE - WHAT SHE SEES: The dark water around the ship suddenly turns SILVER as a WAVE OF FISH sweeps in. All sizes, all varieties, flashing bright in the moonlight. Predator and prey, small and large--tuna, yellowtail, snapper, dolphins. An ichthyic stampede--Hundreds, thousands of THUMPS are heard as fish SLAM into the side of the ocean liner, fall back into the churning sea. --and then, just as quickly as it began...the onslaught is over. The fish are past, disappearing. The waters empty, going from silver to blue.

INT. OCEAN LINER - COMPASS BRIDGE - NIGHT

As the dot-swarms move off the display screen, the OFFICER looks at the Radar Guy. They shrug, and she moves away. The RADAR GUY looks back at the screen--That now shows ONE BIG DOT, moving toward them.

RADAR GUY
Uh, ma'am..?

The OFFICER comes back. Sees the display. Exchanges a worried glance with the RADAR GUY, whose eyes are wide. The OFFICER can't help it--she slowly reaches up...taps the display, hard, several times. The BIG DOT stays on screen, moving toward them--

EXT. PACIFIC OCEAN - UNDERWATER - NIGHT

SHAFTS of MOONLIGHT shine down, doing little to illumine the murky blue depths. In the distance, a small shape takes form, growing larger, swimming toward us--GODZILLA. The huge creature seems almost graceful, approaching, growing ever larger, undulating through the water. He nears, growing larger still, completely FILLING THE SCREEN--

INT. OCEAN LINER - COMPASS BRIDGE - NIGHT

Alarms SOUND. The CAPTAIN barks orders. A CREWMAN rushes in, panicked--

CREWMAN

Tidal wave! A tidal wave, port--

The BRIDE SLAMS SIDEWAYS as Godzilla rams into the side the ship. A horrible rending sound as his dorsal fins rip the metal hull--

INT. OCEAN LINER - BALLROOM - NIGHT

All the dancers are simultaneously knocked off their feet as one end of the dance floor rises while the other end drops--

EXT. PACIFIC OCEAN - NIGHT

The mighty ship lists perilously. Slowly, majestically, it rolls OVER, into the sea. Beyond it is a huge V-shaped wake, as Godzilla continues on--

INT. ARCTIC OUTPOST - RADIO ROOM - LATE DAY (MID-SUMMER NIGHT)

A COMM OFFICER hands JILL a headset. AARON stands beside her.

COMM OFFICER

I've got the U.S.S. Idaho, part of the rescue team--

MARTY is at a water cooler, filling and drinking a cup of water incessantly--oddly detached from the scene.

COMM OFFICER (CONT'D)

We've got video--

A VIDEO SCREEN flashes to life, showing the rescue ship communications room. A young LIEUTENANT speaks INTO CAMERA.

LIEUTENANT (FILTERED)
 ...apparently capsized, then sank to
 three thousand feet. Just pieces on the
 surface now--

Suddenly the audio drops out. The LIEUTENANT is still on
 screen, his lips moving, but no sound.

COMM OFFICER
 We've lost audio. (beat) I can patch in
 through the ham. There'll be a delay--

JILL
 Do it.

The COMM OFFICER is already doing it. Switches are flipped,
 dials turned--and the audio is back. (With the radio audio
 delayed, the Lieutenant's lips don't sync--our tribute to
 dubbed Godzilla films of years past.)

LIEUTENANT (FILTERED)
 --eyewitness reported a tidal wave.
 Another described it as a, uh, creature,
 like a dragon. 'It swam up from beneath
 us,' he said...

The audio CRACKLES. JILL looks at Aaron. Could it be?

LIEUTENANT (FILTERED) (CONT'D)
 ...too big to be a whale--some say it had
 arms and legs. Right now we're not sure
 just what we're dealing with...

The audio cuts out. The COMM OFFICER works to get it back.

AARON
 Godzilla.

JILL
 It has to be.

MARTY suddenly thinks of something he needs to say. He takes a
 step toward Aaron and Jill--and COLLAPSES against the water
 cooler, knocks it over. The water bottle bounces, clatters on
 the floor--completely empty.

AARON
 Marty! (rushes to him) Get a doctor,
 quick!

INT. ARCTIC OUTPOST - RADIO ROOM - LATE DAY (MID-SUMMER NIGHT)

A MEDIC examines Marty. A NURSE applies chemical heat pads to Marty's hands and feet.

MARTY

I just need a glass of water...

AARON

Can we get him to better facilities?

MEDIC

Don't worry. We'll handle it.

The NURSE tugs away Marty's jacket. Gasps, drops the jacket. Marty's shoulders are swollen, his collarbones distended grotesquely. The bones in Marty's shoulders move with a life of their own. THEY SHIFT, repositioning themselves under Marty's skin. The MEDIC'S eyes go wide.

MEDIC (CONT'D)

Holy Christ. Um, let's get him to better facilities--

EXT. ARCTIC OUTPOST - AIRFIELD - LATE DAY (MID-SUMMER NIGHT)

Marty, on a stretcher, is loaded into the cargo bay of a C-130. AARON helps.

MARTY

So...you think it's really Godzilla?
(AARON nods) Man... I wish I could see it.

AARON clasps his hand.

AARON

If I meet him, I'll tell 'em you said 'hi.'

MARTY manages a weak smile. AARON hops down from the cargo bay. Looks in-- CLOSE ON - Marty, as the cargo door SLIDES SHUT. The engines WHINE as they start up. JILL steps up next to Aaron, puts a hand on his shoulder.

JILL

We're on the next plane! There's been another sighting! They're predicting a destination!

AARON

Where?

JILL turns her head away from the engines. She has to shout over the noise:

JILL

San Francisco!

EXT. GOLDEN GATE BRIDGE - FORT POINT - DAY

FADE UP TITLE:

FORT POINT
SAN FRANCISCO, CALIFORNIA

The Golden Gate Bridge. Beneath it sits Fort Point. Heavy artillery is deployed. A state of siege. A jeep pulls up. JILL and AARON, still dressed for the Arctic, hop out.

INT. FORT POINT - COMMAND CENTER - DAY

The high-tech command post. Large view screens dominate the room. ADMIRAL BENEDEK is there, and so is PIKE. JILL hurries in, AARON in her wake

JILL.

What's its latest position?

BENEDEK

We've dispatched a Hawkeye for recon.
They'll have it in visual range soon.

PIKE

Why don't you two sit over there?

JILL and AARON look at the chairs, glance at each other.

JILL

We'll stand.

Visible in the bay outside the windows is an Oliver Hazard Perry-class frigate, the U.S.S. Everheart. A LAMPS I SH-2F helicopter lifts from the Everheart's deck, joining a second already in the sky.

AARON (RE: THE COPTERS)

Do you think that's enough firepower?

BENEDEK

Each helicopter carries two Mark 46 torpedoes--that's a 98-pound warhead with active and passive sonar for hunting its prey. And the U.S.S. Everheart is designed for anti-submarine warfare.

PIKE

I'm more afraid of what we'll hear from the animal rights people than of what basically amounts to a whale.

AARON

Well, actually, Godzilla's the size of three blue whales--

PIKE

Stop. You're scaring me. (turns back to screen) Don't worry. It'll do the job.

JILL

And if you're wrong? Do you have a contingency plan?

PIKE glowers at her. He doesn't. BENEDEK looks at Jill and Aaron.

BENEDEK

Do you?

They exchange a glance. JILL nods.

EXT. PACIFIC OCEAN - UNDERWATER - DAY

There is an above surface SPLASH--then something is falling past us in a trail of bubbles. It slows. Stops. It is a CAPTOR (Encapsulated Torpedo) mine, which launches a torpedo when its target is in range. One of several, extending across an underwater channel. Closing it off. WE SURFACE--

EXT. PACIFIC OCEAN - DAY

Navy Iroquois (Huey) helicopters, outfitted with Medfly-spraying apparatus, skim above the water. Feeder tubes run to the spraying apparatus from yellow drums of amniotic fluid (as seen in the Arctic). Beyond the helicopters, the Golden Gate Bridge spans the mouth of the bay. It is jammed with abandoned cars and trucks.

EXT. GOLDEN GATE BRIDGE - DAY

AARON supervises the loading of the yellow barrels onto an Iroquois. A truck towing an artillery cannon shoves its way through parked cars, moving the cannon into place.

INT. FORT POINT - COMMAND CENTER - DAY

ON A TV SCREEN: the Golden Gate Bridge, artillery in place, now backdrop to a remote stand-up news report.

REPORTER (FILTERED)

The reasons for all the activity are still unknown. There's speculation that a nuclear powered sub has become disabled in the Bay. But again--that's just rumor...

JILL and BENEDEK watch the report. The REPORTER is replaced by video of people being evacuated by National Guardsmen.

REPORTER (O.S.) (FILTERED) (CONT'D)

Communities surrounding the Golden Gate Bridge and the Bay have been ordered evacuated...

ON THE MAIN SCREEN: a satellite image. San Francisco Bay, the Golden Gate Bridge...and then GODZILLA, heading for it.

OPS OFFICER

We've spotted him!

BENEDEK

Order the helicopters to engage.

EXT. GOLDEN GATE BRIDGE - DAY

AARON can see the helicopters headed out to sea.

JILL (O.S.) (FILTERED)

Aaron--it's begun.

AARON (INTO RADIO; QUOTING)

'Now shall hard edge, hand and blade, do battle for the hoard.'

JILL (O.S.) (FILTERED)

What's that from?

AARON

Beowulf. His speech before he battles the dragon.

INT. FORT POINT - COMMAND CENTER - DAY

PIKE raises an eyebrow.

PIKE (INTO RADIO)

Did he win?

AARON (O.S.) (FILTERED)

Yes...but it cost him his army and his life.

PIKE (DRYLY)

Inspirational.

JILL

Aaron, you ought to get off the bridge.

ON SCREEN: POV of a pilot as his helicopter skims over water.

INT. FIRST HELICOPTER - DAY

As PILOT, co-pilot/tactical operator (TACO) and sensor operator scan the ocean. They spot--Godzilla's dorsals rise and fall, breaking the surface.

TACO

Target locked.

EXT. PACIFIC OCEAN - SKY - DAY

The Mark 46 Torpedo drops from the helicopter, hits the water, races towards the dark shape of Godzilla. The second torpedo follows. They find their targets. Plumes of water rise up--The shape is gone.

INT. FIRST HELICOPTER - DAY

PILOT

Did we get it?

TACO

I think we sank it!

EXT. PACIFIC OCEAN - DAY

Godzilla ERUPTS from the water, directly in the 'copter's path-

TACO
Evasive! Evasive!

Godzilla dives forward, his arm sweeping up--His claws rake the undercarriage of the helicopter, causing it to dip precariously--but it stabilizes, zips past. The second LAMPS I helicopter banks around toward Godzilla. Godzilla sees it coming. Godzilla rears up--The torpedo drops from the helicopter--Godzilla BREATHES FIRE, engulfing the torpedo--and the helicopter. The helicopter explodes.

INT. FORT POINT - COMMAND CENTER - DAY

JILL looks stricken. BENEDEK doesn't take his eyes off the screens.

BENEDEK
He'll be hitting the channel soon.

EXT. GOLDEN GATE BRIDGE - DAY

AARON stares out toward the ocean, scanning for Godzilla. The helicopters buzz in front of the bridge.

INT. FORT POINT - COMMAND CENTER - DAY

PIKE watches the monitor. Cracks his neck.

PIKE
C'mon, you bastard...where are the mines?
He should be hitting them.

EXT. BAY - DAY

The water ERUPTS as a mine goes off. Then another. Another. A chain of explosions, nearing the bridge.

INT. FORT POINT - COMMAND CENTER - DAY

PIKE (A FERAL SMILE)
That's better.

BENEDEK (TO THE OPS OFFICER)
Start the spraying.

EXT. BAY - DAY

The helicopters begin spraying, coating the water with RED-BLACK AMNIOTIC FLUID.

EXT. GOLDEN GATE BRIDGE - DAY

Another mine ERUPTS, a plume of water arcing into the air. Staring, AARON moves against the soldiers and evacuees, drawn toward the center of the bridge. At the rail, beyond the spraying helicopters, he can see the explosions. Godzilla is coming.

EXT. BAY - DAY

More mines detonate in sequence, nearing the area the helicopters are spraying. Godzilla breaks the surfaces with a ROAR.

INT. IROQUOIS - DAY

IROQUOIS PILOT
Oh, man. No way.

He banks his helicopter. Godzilla is almost directly beneath him. The PILOT pulls a lever--

EXT. BAY - DAY

The entire contents of the helicopter's tanks dumps onto Godzilla, a torrent of fluid. Godzilla roars and dives. Mines EXPLODE. The other helicopters keep up the onslaught, chasing the string of explosions. Godzilla resurfaces...right in the red-black amniotic fluid slick. It coats him as he swims through it.

EXT. GOLDEN GATE BRIDGE - DAY

An ARTILLERY SOLDIER listens to a radio, Aaron behind him.

SOLDIER
We've got the fire order. We've got to keep it in the fluid as long as possible.

AARON

Let's hope it doesn't just piss him off.

The SOLDIER gives him a glance, turns to his job.

EXT. BAY - DAY

Bright orange flashes as the artillery on the bridge open fire-
-EXPLOSIONS as the shells hit. Godzilla pulls back, into the
center of the fluid. He slows. And CRIES OUT...a different
sound than his roar. Sickly. In pain.

EXT. GOLDEN GATE BRIDGE - DAY

AARON frowns. He's still rooted to the spot.

EXT. BAY - DAY

Godzilla growls like a cornered animal. Then dives.

INT. FORT POINT - COMMAND CENTER - DAY

Lit by the glow of the monitors, JILL and PIKE stare with
similar rapt expressions.

PIKE (MUTTERING)

Welcome to my world, lizard. It's a world
of hurt.

JILL gives him an uneasy glance, turns to the window.

EXT. GOLDEN GATE BRIDGE - DAY

AARON searches the ocean. No sign of Godzilla.

EXT. BAY - DAY

The water is still...the Bridge eerily empty of movement.
Suddenly GODZILLA ERUPTS FROM THE WATER--

INT. FORT POINT - COMMAND CENTER - DAY

Godzilla clings to the center support of the bridge, visible
through the window.

JILL

Uh-oh.

EXT. GOLDEN GATE BRIDGE - DAY

AARON stares in shock. GODZILLA'S HEAD RISES OVER THE EDGE OF THE BRIDGE--almost staring at Aaron eye-to-eye. AARON takes a step back. The ARTILLERY CREW start running.

INT. FORT POINT - COMMAND CENTER - DAY

JILL (INTO RADIO)

Aaron--you idiot! Get out of there!

EXT. GOLDEN GATE BRIDGE - DAY

Godzilla bites through several cables. They twang loudly as they snap, and the bridge is wrenched. AARON starts running, the footing no longer secure, trying to make it past suddenly moving cars.

EXT. GOLDEN GATE BRIDGE - FORT POINT - DAY

JILL runs out of the building. She can see Godzilla starting to climb the central pylon. The bridge is jarred. A car falls from it, into the bay.

EXT. GOLDEN GATE BRIDGE - DAY

The bridge groans under Godzilla's weight. Godzilla shoves himself through the cabling, onto the bridge. Artillery guns fire. Godzilla cries out, sickly. AARON runs, but the terrain is treacherous. The bridge swings dangerously under Godzilla's weight. More cars fall into the bay. Godzilla uses a cable to pull himself to full height. He ROARS--and then collapses, falling forward, full onto the bridge--Cables groan--snap. AARON grabs for a handhold--he swings, is thrown like a rag doll, hangs on. The Bridge contorts, sways...But it holds. It is a bizarre, surrealistic image: Godzilla, one arm hanging down, lying still on the Golden Gate Bridge.

ON THE BRIDGE:

AARON continues to clutch his handhold. His radio crackles.

JILL (FILTERED)

Aaron--Aaron, are you all right?

AARON fumbles for his radio, finds it.

AARON

What a great bridge.

Godzilla lies before him, vanquished.

EXT. VARIOUS - MEDIA REPORTS - SERIES OF SHOTS

Hand-held VIDEO following Benedek as reporters shove mics into his face:

BENEDEK

...hearts go out to the families of the brave men and women lost in the battle with Godzilla...

NETWORK REPORTER

'Godzilla'--is that with one 'l' or two?

SHOT of a NEWSCASTER; a video square over his shoulder shows AARON in a crowd, people shoving copies of his book at him.

NEWSCASTER

--London gold shot up over two hundred dollars an ounce, attributed to the appearance of the San Francisco monster--

SHOT of JILL, striding past reporters, mics jammed in her face. She holds her anger in check--barely.

JILL

--what do I think? I think we should shove a nuclear bomb down its throat--

INT. BAT CAVERN - NIGHT

The underground lake. Silent, save for gently lapping water. From the alien probe, hundreds of tendrils criss-cross the cave, to large cocoons on the ceiling. Inside one of the cocoons, something moves. A talon emerges from the cocoon, slitting it open. A horror shoves its way out, mutated from bats by the Alien Probe. There is movement in the other cocoons--

EXT. UTAH - UPPER CAVE MOUTH - NIGHT

A narrow crevice on the face of a cliff, high above the devastated lake.

PROBE-BATS sail out into the sky, twelve-foot wingspans just clearing the opening. They sweep out across the land, hunting...

INT. CHURCH - TRAVELLER, UTAH - NIGHT

Twelve or so people in the pews. DEBORAH the waitress from the diner sits in front. A huge stained glass window frames the REVEREND. Gray hair, very distinguished, very fire-and-brimstone--and really wailing:

REVEREND

'His breath kindleth coals, and a flame goeth out of his mouth. He maketh the deep to boil. When he raiseth himself up the mighty are afraid.'

The two ranch hands--JOHN and STU last seen in the rain of frogs--sit in a pew in the back. They look out of place, but both listen raptly as the REVEREND continues. Unconsciously, STU shakes a cigarette out of a pack, puts it in his mouth--

JOHN (A HISS)

You can't smoke in here!

STU looks abashed. They speak in whispers.

STU

Been awhile since I seen the insides of a church.

JOHN

Yeah, well, I figure better safe than sorry.

REVEREND

That is the description of the Leviathan, as given to us in Job 41..

STU is stricken by a COUGHING ATTACK, a wet smoker's hack. The REVEREND is distracted. John, embarrassed, edges away from Stu.

REVEREND (CONT'D)

I see some new faces tonight. Welcome. In times of trouble, the House of the Lord is indeed a refuge.

STU, trying to stifle himself, rises from the pew. JOHN shakes his head in disgust.

JOHN

Those things are gonna kill you someday.

EXT. CHURCH - TRAVELLER, UTAH - NIGHT

STU exits, still coughing. The church is a white-painted wood box, fairly secluded, tucked into a tree-lined hillside. The sermon board out front reads 'Special Late Service - Are You Prepared For What Is Coming?' STU finally stops coughing...pulls out a cigarette, lights up. In the back of the pickup, the BORDER COLLIE is whimpering. His leash is taut as he digs his legs in, trying to get away.

STU

What's the matter, boy? (looks up at the clear sky) Afraid of getting warts? (he chuckles)

A mighty pull, and the Collie's head slips out of its collar. It runs off. STU curses, chases after it--

INT. CHURCH - TRAVELLER, UTAH - NIGHT

REVEREND

Now, why is the Lord telling Job this? The Lord is describing wonders that Job is incapable of understanding...

A sudden loud THUMP, as if something heavy has hit the roof. Eyes are raised as people scan the ceiling. The REVEREND ignores it, preaching harder, trying to keep their attention:

REVEREND (CONT'D)

...so Job will realize divine omnipotence and repent...

Now there are ominous SCRABBLING SOUNDS, as if several heavy bugs are crawling across the roof. Nervous murmurs in the congregation.

REVEREND (LOOKING UP) (CONT'D)

The Lord goes on to describe a second creature, the Behemoth--

Several parishioners SHUSH the Reverend, to his surprise. DEBORAH stands up, panic in her voice:

DEBORAH

It's another plague--locusts, or hail. Just like the frogs-- (she points) Look at the window...

The REVEREND turns. Behind him, the stained-glass window has been darkened by a shadow.

The shadow MOVES, shrinking, resolving for just a moment into the shape of a FLYING BAT--and then the stained-glass window SHATTERS as the giant Probe-bat CRASHES through, colored fragments flying. SCREAMS in the church, and PANDEMONIUM. Above, sections of the roof are peeled away, and Probe-bats drop down--JOHN, in the back, is first to the doors. He pulls them open--And is face-to-face with a giant Probe-bat. It spreads its wings and SCREECHES. Other churchgoers, panicking, stampede out, pushing John into the creature's claws--

EXT. CHURCH - TRAVELLER, UTAH - NIGHT

STU drags the Collie by the scruff of its neck; it fights him every step of the way. STU glances up--and gasps. He lets go of the Collie; it bolts away. WHAT STU SEES: the church, crawling with the giant Probe-bats. One of them lifts off from the torn roof, carrying a body. Another sits on the pickup truck, a dark sentry. It notices Stu, spreads its wings, lifts off--STU runs.

EXT. UTAH - WOODS - NIGHT

Luck leads STU into a stand of trees, cutting him off from the pursuing Probe-bat-- AERIAL VIEW - POV PROBE-BAT as STU races beneath the trees--STU stumbles, falls down an embankment. Rolls over and over, hits the bottom of the ravine. Spots a narrow overhang. Climbs into it--Eyes wide, STU waits, frozen, holding his breath, terrified. A SCREECH comes, then a scrabbling sound. A Probe-bat has landed directly above the overhang. It hunts, scanning, listening...Suddenly STU COUGHS. A smoker's wet hack. He slaps a hand over his mouth, stifling the cough, but he knows. He glances up--The probe-bat whips its head down from the overhang, fangs bared; it SCREECHES--

EXT. UTAH - WOODS - NIGHT

STU'S scream echoes through the woods, is suddenly cut off.

INT. BAT CAVERN - NIGHT

The Probe-bats swoop down into the cave, carrying bodies--some human, some animal. They join toward a translucent mass at the center--it is huge, crowding the cavern. The Probe-bats are tiny flies buzzing around it. Probe-bats land on the mass. The human and animal bodies dissolve, absorbed into mass. Some of the Probe-bats merge as well. Part of the mass shifts--a giant claw, opening and closing. The larger picture falls into place, and we see the mass has a hunched, ominous animal shape...

INT. FORT TUSCARORA - CAFETERIA - DAY

TINA carries a tray into a dining area. People are clustered around a television mounted on the wall, watching JILL speak.

JILL
--and blow it up.

The REPORTER turns away from her.

REPORTER # 1
...that's Dr. Llewellyn, who has been credited with capturing the creature-- which, we are told, first appeared in the Arctic sea--

TINA'S eyes go wide.

REPORTER # 1 (CONT'D)
--and may have been responsible for the loss of an expedition team there early this year...

TINA sits slowly, the tray in her lap.

TINA (SOFTLY)
...Dad...

ON SCREEN: Behind the Reporter, several Flying Crane helicopters buzz toward the bridge--

EXT. GOLDEN GATE BRIDGE - FORT POINT - DAY

JILL sees the Flying Cranes as they hover above Godzilla. She scowls, searches for Benedek and Pike. They've faced off against each other, both angry.

PIKE
The President will not want to hear about this decision at his breakfast briefing...

BENEDEK
The President has given this operation to the military. I'm sure he'll mention it to you between bites of eggs Florentine.

JILL strides up to them.

JILL
What the hell is going on?

PIKE (BEFORE BENEDEK CAN ANSWER)
They're moving it. To the St. George
Project. For further study. (mockingly)
You weren't informed?

JILL
Benedek...

PIKE
It's down--We should send it to iguana
heaven and let it rot--

BENEDEK
In two days, the stench would evacuate
the city faster than we ever could. (to
Jill) You and Vaught say this thing is a
nuclear reactor. No way do we endanger a
populated area. We will move it back to
the project...and figure out the safest
way of dealing with it.

JILL
It's simple--We kill it! That's our
mission--

BENEDEK
We can kill it later.

That is his last word. He strides away. JILL turns, stares at
Godzilla on the bridge, her jaw tight. The helicopters drop to
above Godzilla. Nozzles on each begin to spray a fine mist of
the fluid onto the monster.

PIKE
You know, Doctor, personally, I'm a big
fan of your bomb-in-the-throat scenario.

JILL (SHE TURNS AWAY)
Small comfort...

There is a ROAR from the crowd gathered at the south end of
the bridge. JILL turns as the ROAR becomes a CHEER--The Flying
Cranes strain at cables attached to Godzilla, LIFTING HIM INTO
THE AIR above the bridge. The crowd cheers wildly-- BACK TO
VIDEO - a LOCAL REPORTER, shirt untucked, does a hurried stand-
up. A wobbly ZOOM to the horizon, where a tiny Godzilla moves
past, suspended by cables from the helicopters--a bizarre
Macy's Thanksgiving Day Parade balloon.

LOCAL REPORTER
...unconfirmed reports of gunfire near
the Nevada border. Apparently some folk
are taking pot shots at the creature--

SHOT of a LOCAL NEWSCASTER, a Godzilla-over-Utah graphic over his left shoulder.

LOCAL NEWSCASTER

...has been instructed to route the creature away from all inhabited areas.
The FAA--

INT. FARM HOUSE - EVENING

On a television is a SHOT of a large crowd, partying, waving signs; a banner reads BOULDER WELCOMES GODZILLA. A NINE-YEAR-OLD kid yells in to his LITTLE BROTHER.

NINE-YEAR-OLD

C'mon--Godzilla's coming!

EXT. FARM HOUSE- EVENING

The two kids climb up the trellis on the side of the house. They scramble up the angled roof--

LITTLE BROTHER

Where is he? Do you see him?

The kids scan the horizon, silhouetted against the sky-- Suddenly there is the loud WHOP-WHOP-WHOP of helicopters behind them. The kids drop flat on the roof, look up--ABOVE THEM, filling the sky, is Godzilla. Both kids scream--then abruptly stop as Godzilla moves serenely past, away out over the lake, suspended by cables from the six Flying Crane helicopters. Like some bizarre Macy's Thanksgiving Day Parade balloon. The kids get to their feet.

LITTLE BROTHER (CONT'D)

Aw...I wasn't scared. Were you?

NINE-YEAR-OLD

Scared it was going to poop on us!

The two crack up. Beyond them, Godzilla is soon a distant silhouette, moving slowly across lake Michigan--

INT. HOSPITAL - INTENSIVE CARE WING - HALLWAY - DAY

FADE UP TITLE:

FORT TUSCARORA
BASE HOSPITAL

ED escorts AARON, moving along briskly.

AARON

How is he?

ED

Not good. We've brought in specialists from CDC. We're doing all we can, but...

He stops at a doorway, pauses.

ED (CONT'D)

Be prepared. His appearance may be a shock. Don't dwell on it.

INT. HOSPITAL - INTENSIVE CARE ROOM - DAY

AARON and ED enter. The room is crammed with monitoring equipment. A SURGEON regards a FLUOROSCOPE SCREEN. The real-time video shows a full-body x-ray of Marty. His heart beating is a shadowy rhythmic blur. Marty is obscured, on a bed inside a transparent tent-like two-way reverse-pressure isolation chamber.

ED (PEERS AT THE SCREEN)

Christ...he's changed more?

ON SCREEN: There is a large movement--a shift--of an internal organ. Marty's liver? Whatever it is, it shouldn't be moving.

SURGEON

Body functions necessary to immediate survival aren't affected. Everything else is fair game.

ED

Impossible.

SURGEON

Apparently not. The infection is re-scripting his DNA...as it changes, he changes.

AARON

Changes...into what?

The SURGEON looks at him. He has no words to describe it--

INT. ISOLATION CHAMBER - DAY

AARON, in full protective gear, approaches the bed--and gasps. MARTY has no eyes. A translucent membrane has grown over them. His skull is elongated, his jaw shrunken.

His ears have merged onto the sides of his head. His clavicle and shoulders have lifted, forming a protective collar around his neck.

MARTY
Who's there?

MARTY'S voice is groggy, weak. AARON swallows.

AARON
Marty, we got him. Godzilla.

MARTY
Is he dead?

AARON
No. He's...sick, but alive.

MARTY
Like me.

AARON
Actually, he looks a little better than you.

MARTY smiles. AARON looks away.

MARTY
Aaron...I've had dreams. About Godzilla.

AARON forces himself to look back.

AARON
Yeah?

MARTY
I keep wondering...why now? (beat) Why show up now? What set the womb off? The radio signal...(beat) What is he trying to do?

MARTY lifts up, turns, his eyeless face searching for Aaron. He catches Aaron's gloved hand tightly.

MARTY (CONT'D)
You have to find out. You need to keep looking. I've been having dreams...
(beat) Remember Emperor Kuei Ko?

AARON frowns, remembering--then nods.

MARTY (DRIFTING OFF) (CONT'D)
Find out. Keep looking...

MARTY'S features relax. His grip loosens, his breathing becomes regular. ED appears behind AARON, pulls him away. Near the door AARON stops.

AARON (TO ED)

He's not going to survive this.

ED considers...shakes his head almost imperceptibly. AARON sighs heavily. Gazes at Marty's sleeping form.

AARON (BARELY AUDIBLE) (CONT'D)

Good-bye, Marty.

AARON looks at his friend one last time. Then turns away.

EXT. FORT TUSCARORA - DAY

JILL drives her Volvo station wagon in between the huge hangers, an ARMY ENGINEER sitting next to her.

ENGINEER (APOLOGETIC)

I'm real sorry about the tail.

JILL

Tail?

ENGINEER

See, the information I had said the creature was two hundred and fifty feet tall. They didn't tell me about a tail. So there was no way for me to know--

JILL

Know what?

ENGINEER

Well, that it wouldn't fit--

They round a corner. JILL pulls up short. Incongruously sticking out through the massive doors of a hangar is Godzilla's tail. Workers string 'POLICE LINE - DO NOT CROSS' tape around it.

ENGINEER (CONT'D)

We can build a temporary structure over it. Like a carport. Protect it from the elements.

JILL

Maybe we could just lop it off. (off his confusion) A carport will be fine.

INT. ST. GEORGE PROJECT - HANGAR - DAY

JILL enters, stares at--Godzilla, laying on his side. An awesome sight. Close by is the too-long tail; in the distance, Godzilla's head lies in an pool of amniotic fluid. Technicians finish attaching a huge silver tank containing amniotic fluid in between the fins on Godzilla's neck.

TECHNICIAN (SHOUTS)

Power up the grid!

JILL watches darkly as switches are pulled, huge generators rumble to life--Several huge metal grids lower from the ceiling, down to just above Godzilla. Electricity crackles across them. A loud CLANG echoes in the structure as it locks into place, trapping Godzilla on the floor. Godzilla's head rolls toward Jill, as if trying to make eye contact--as if she is guilty of all this. JILL turns away.

INT. ST. GEORGE PROJECT - SITUATION ROOM - NIGHT

Quiet, most of the monitors black. Beyond the glass wall, Godzilla slumbers. AARON and ED have commandeered the computers; they're surrounded by pages of notes, unfolded maps, empty coffee cups.

ED

Here's a match. Modesto, California.(reading) 'A pair of twenty-six year old twins met for the first time Friday, despite having lived their whole lives within a hundred mile radius--'

AARON

No. Keep looking--

JILL (O.S.)

Looking for what?

JILL approaches, surveys the mess of paperwork. ED turns back to his screen, leaving AARON to explain.

AARON

Marty said something that got me thinking...Do you know the myth of Kuei Ko?

JILL

No.

AARON

Kuei Ko was a mighty ruler with a vast kingdom...one night, a sparrow came to him in a dream. It told him one of his wives was pregnant. (he's warming to it) Except it wasn't his child. His wife would give birth to a monster..a monster with the power to destroy him...his kingdom...and the world.

ED (CALLING OUT)

Austin, Texas. 'A hole-in-one is rare. Three consecutive aces on the same hole is near impossible--'

AARON (SHAKES HIS HEAD)

Keep looking.(back to Jill) So, anyway, Kuei Ko undertook a quest to kill the monster... before it could be born.

JILL

That's a lovely story. What's it have to do with all this?

AARON

Did I mention that Kuei Ko was a dragon? Marty was telling us, I think, that we should look for where Godzilla was headed.

JILL considers this idea. AARON indicates a map.

AARON (CONT'D)

So we figured his trajectory, started searching for reports of strange phenomenon--

ED (READING)

Traveller, Utah. 'Cattle mutilations discovered.'

AARON shakes his head. JILL glances at Ed's screen.

JILL

Wait. There're two more matches on that. (types on keyboard) See? Traveller, Utah. 'Church destroyed by freak tornado...'

AARON leans forward, excited.

ED

Traveller, Utah. 'Strange lights reported in the sky over six counties--'

AARON

That's it! That's Godzilla's destination.

AARON is up out of his chair. JILL stands in his way.

JILL (ANGRY AT THE THOUGHT)

You believe--you're saying that Godzilla has a purpose?

AARON

Yes. These stories that are handed down. They're not just myths-- (beat) I think they're prophecies.

AARON pushes past her. JILL turns to look through the glass at Godzilla.

JILL (TO HERSELF)

Is it possible...

Then she starts: she has spotted a familiar figure in a white smock: TINA, looking very small, staring up into the face of the monster.

INT. ST. GEORGE PROJECT - HANGAR - DAY

We hear the distinctive slow beat of Godzilla's heart. TINA stares, transfixed. JILL grabs her shoulder, pulls her away from Godzilla.

JILL

Tina--how did you get in here...?

JILL lifts the clearance badge pinned to Tina's white smock-- it reads Llewellyn. Then she notices the tears glistening on Tina's cheeks--and the resigned, serene set to her features. TINA turns back toward Godzilla.

TINA

This...this is what killed Dad.

JILL (BEAT)

Yes.

TINA

This is what your job was...finding it.

JILL

Yes. Killing it.

TINA looks at Jill.

TINA

Why?

JILL is surprised by the question. It should be obvious.

JILL

Look at it! It's killed hundreds of people. It killed your father. Isn't that enough?

TINA

You lost dad...I know! (beat) But I lost you both.

JILL turns away. Anger, remorse, grief, war on her face. She is close to tears. But an act of will puts a stop to it.

JILL (TIGHTLY)

I want you to go stay with Julia in New York...(beat) It's too dangerous here. I can't trust you.

TINA gapes at her. She reaches a hand toward Jill--drops it before contact is made.

TINA

Fine. I'm gone.

She strides away, leaving Jill alone. JILL wipes at her eyes, brushing away any tears that may have begun. Back in control, she turns--And looks up at Godzilla, a tiny white dot in front of the huge monster, not much different from how Tina looked. Godzilla's eyes are half-lidded; he appears to stare back sadly.

DISSOLVE TO:

INT. HOSPITAL - ISOLATION CHAMBER - DAY

BENEDEK and the SURGEON, in protective gear, confer at an x-ray screen.

SURGEON

The circulatory system is on the verge of collapse. (shakes his head) It simply may not be a viable life form--

PIKE stares down at the MARTY/ALIEN not hiding his disgust.

PIKE

No kidding. If it had a plug I'd have pulled it by now.

BENEDEK (TO THE SURGEON)

What can you do?

SURGEON

The immediate threat is liquid creating pressure on the brain stem. We have to drain it.

BENEDEK considers.

BENEDEK

Do it.

A hand--more like a claw now--shoots out, grabs Pike's wrist.

MARTY/ALIEN (O.S.)

Wait.

PIKE (TERRIFIED)

Jesus!

MARTY'S voice isn't his voice anymore--it hisses from deep in his throat. Rhythm, inflection, tone are all different.

MARTY/ALIEN (O.S.)

There is danger. Bring...Llewellyn.

PIKE struggles, pulls his arm free--he stumbles back, knocks over an instrument tray. Instruments clatter to the floor--

EXT. UTAH - HIGHWAY - DAY

AARON steps out of a small government Learjet just landed on the highway. A car is waiting for him; AARON climbs in.

EXT. TRAVELLER, UTAH - DINER - DAY

AARON passes the 'Welcome/Good-bye' sign. He approaches the diner. Several large crosses have been painted on the roof. The porch is covered with religious icons and plaster statues. AARON pulls into a slot in front.

INT. TRAVELLER, UTAH - DINER - DAY

AARON enters; glances around. Sits at the counter near Fleeer, picks up a menu. The SHERIFF gives Aaron the once-over.

SHERIFF

If you're a reporter or a gawker, we don't need you here.

A little apprehensive, AARON hands over his I.D. badge. The SHERIFF studies it.

AARON

I'm, uh, with the government. (beat)
What's there to gawk at?

Suddenly DEBORAH is there. Her waitress uniform is a riot of religious symbols and mystic talismans, many badly handmade.

FLEER

Huh. You can take your pick.

DEBORAH

It's God's judgment. And the lights in the sky--that was his terrible swift sword.

AARON turns toward her, encouraging her.

AARON

There were lights in the sky.

DEBORAH (NODS)

Then came the frogs, that was our warning--
(AARON frowns) A plague of frogs. Like Moses visited upon the Pharaohs--

She looks around, heads for a stack of newspapers. The SHERIFF hands AARON back his I.D., sighs.

SHERIFF

I'm sure getting tired of her saying 'visited upon.'

AARON

Frogs..?

SHERIFF

Yeah...well, it rained...frogs.

FLEER (SHUDDERS)

Weird shit.

DOROTHY

See? They're the only ones willing to print it.

She thrusts a tabloid newspaper at Aaron. On the cover: a photo of John and Stu, holding buckets of frogs. Headline reads 'TOWN DESTROYED BY FROGS--Biblical Retribution?' AARON stares at it. An idea is forming--

AARON

Is there a fairly isolated lake around here? A place with not a lot of traffic...

FLEER and the SHERFF look at each other.

FLEER

Lake Ahiga fits that description--

AARON

Lake Ahiga. How do I get there?

EXT. TRAVELLER, UTAH - DAY

AARON climbs into Fleer's Jeep. FLEER backs the Jeep out.

FLEER

I read where the government'll pay five hundred dollars for a screwdriver...(grins) I'm sure we can work out a deal.

FLEER floors it, and AARON hangs on for dear life--

INT. HOSPITAL - INTENSIVE CARE ROOM - DAY

JILL hurriedly pulls on protective gear. Looks in at Marty.

JILL

Has he said anything else?

BENEDEK

A few words. This is going to sound crazy, but...I don't know if it's him speaking...or it.

JILL

It?

BENEDEK

The thing he's turning into--

JILL

I need to talk to him. (corrects herself)
It. Whatever.

INT. ISOLATION CHAMBER - DAY

JILL moves to the bed. Touches MARTY'S shoulder.

JILL

Marty? Can you hear me?

--and we see the final alien incarnation of MARTY: huge new eyes float in an oddly beautiful exoskeleton. They find Jill, focus on her. His face contorts; it is an effort to speak:

MARTY/ALIEN

Danger..

JILL

What kind of danger?

Again, MARTY'S alien face contorts--then relaxes. His expression is calm, serene. Suddenly:

MARTY (DISTORTED, BUT NORMAL
INFLECTION)

Dr. Llewellyn...is that you?

JILL

Yes. Uh...you can call me Jill.

MARTY

It...doesn't know the words yet. So...I have to talk...

JILL

Marty...does it...are you in pain?

MARTY

...no. It's amazing, Jill. I see in infra-red now--I think.

Outside the chamber, the SURGEON checks the cardiograph monitor. Frowns. He speaks through an intercom:

SURGEON (O.S.) (FILTERED)

He's in a brachycardia state. (to JILL).
He's weakening.

JILL takes MARTY'S hand/claw.

JILL

You--it--said the word 'danger.'

MARTY pauses, as if listening. Then:

MARTY

Aliens...destroying worlds...this world.

INT. HOSPITAL - INTENSIVE CARE ROOM - DAY

Stunned silence in the room. PIKE shakes his head.

PIKE

This world? I don't think so.

INT. ISOLATION CHAMBER - DAY

JILL

How, Marty?

MARTY

Alien probe lands...on a world...creates
a...beast out of the genetic material of
that world. Designed to kill--

JILL (SURPRISED)

Godzilla is an alien? An alien creature?

MARTY'S face and body contract. His voice is a low hiss:

MARTY/ALIEN

No. Not Godzilla. Another.

BENEDEK (O.S.) (OVER INTERCOM)

What the hell? Jill, follow up on that--

MARTY'S features relax.

MARTY

A doomsday beast...is created.
It...reproduces. Destroys. Wipes out
dominate life forms...

JILL leans forward.

JILL

One is coming here--that's the danger?
When will it arrive?

EXTREME CLOSE UP, MARTY'S face, eyes staring blankly. Softly,
as he loses consciousness:

MARTY

It's already here...

EXT. LAKE AHIGA - DAY

Fleer's truck bounces up a steep rise, AARON hanging on.

FLEER

What are you thinking happened?

AARON

I think the lights in the sky were caused by a meteor...It drops through the atmosphere. Friction superheats it to about a thousand degrees centigrade. (illustrates with hand gestures) It hits the water, and the water boils instantly. The steam evacuates up...cold air rushes in, forms a water spout, which sucks up everything around it--

FLEER

--and ten miles away, it rains frogs and fish--

They reach the top of the rise, pull to a stop. Look out--

WIDE SHOT - LAKE AHIGA.

Or what is left of it. The epicenter of a huge explosive force. Trees snapped like twigs, bent backward out from the lake. Mud and dying moss surround it--the water level half what it should be. FLEER stares, surveying the damage with awe. AARON gazes speculatively at the lake.

AARON

Can we go in there?

FLEER

How's that?

AARON

What I'm looking for might--must be in there.

FLEER smiles. Hops out of the Jeep. Grabs one of the tanks.

FLEER

Underwater. Imagine that. There's a rate jump from wilderness guide to dive expedition leader. (grins) Big jump.

EXT. UTAH - LAKE AHIGA - DAY

FLEER and AARON, in the water, adjust their dive equipment. FLEER watches Aaron, measuring him.

FLEER

So. Done much diving?

AARON

Some. At Club Med once--

FLEER clips safety line, flashlight, slate and pencil onto his belt.

FLEER

This is nothing like that. Try not to panic. You don't want to be like the kid who sucked his mouthpiece into his throat trying to get the last cubic centimeter of air--

AARON

Uh-huh.

They back their way into the water.

FLEER

It's not like the ocean. I did demolition work and salvage in the ocean, and this is worse.

AARON

Then why'd you switch?

FLEER sets his dive watch, fits his mask

FLEER

In the ocean, you got eels, squid, jellyfish... (he shudders) Too much weird shit.

He sinks down backwards into the water. AARON follows--

EXT. LAKE AHIGA - UNDERWATER - DAY

FLEER and AARON swim through flickering shafts of sunlight. Discharged air bubbles glitter, swirl toward the surface. The CAVE OPENING looms ahead. They follow their flashlight beams into darkness. FLEER, in the lead, spots something--Ahead the cave narrows to a tight bottleneck. FLEER pulls out a packet of red dye, breaks it. The bright-colored dye moves steadily away from the opening, indicating a current. FLEER gives Aaron a 'thumbs up' sign. He ties his safety line to a rock outcropping...then removes his tank. AARON looks at him incredulously. Still breathing through the regulator, FLEER shoves his tank through the bottleneck.

He then squirms through after it--AARON can't believe it. Slowly he removes his own tank. Pushes it through ahead of him, following Fleer.

INT. CAVE SYSTEM - UNDERWATER - DAY

P.O.V., AARON, through his dive mask, the narrow angle increasing the sense of claustrophobia. We hear his BREATHING, slow and steady, as he moves past limestone walls. The walls give way; AARON and FLEER emerge into open water. FLEER glances up. Sees the surface above. Grins, motions to Aaron. Swims upward--suddenly, shockingly, coming straight at him, bright in the light of his flashlight is a mountain lion. FLEER freaks out. Flails his arms, legs, trying to get away-- The Mountain Lion approaches, fangs bared in a perpetual snarl...then floats serenely past, suspended in the water, moved by the current. It spins, caught in an eddy. We see it's pretty well torn up. A paw and some of its torso are still connected to the head, but most of the body is gone. FLEER recovers. Calms himself. AARON taps him on the shoulder. FLEER holds up his hand--he's okay. He scribbles on his slate, holds it up to Aaron. It says 'RATE DOUBLED.'

INT. CAVE SYSTEM - BAT CAVERN - DAY

AARON breaks the surface of the underground lake. FLEER is already climbing out of the water. He yanks off his mask.

FLEER

God damn what was that doing there? I don't need that shit in my life...

He squirms out of his tank. AARON climbs out of the water.

FLEER (STILL PISSED OFF) (CONT'D)

And what's that smell?

AARON examines the limestone cavern. Most is obscured by darkness. In one corner, a waterfall splashes down. AARON spots something, moves toward it--

AARON

Over here.

It is the mutilated remains of a cow. AARON crouches next to it. FLEER stares--now he's seen it all.

FLEER

A cow.

AARON

Odd. There's not just physical damage.
Looks like chemical deterioration as
well.

A sudden, disorienting shift to--P.O.V., LOOKING DOWN at Aaron
and Fleer, from out of a crevice. Watching them--

FLEER

Something must've dragged it in here. The
mountain lion?

The thing above them SHIFTS...then leaps out, swooping down
toward them--

AARON

Maybe whatever got the mountain lion--

FLEER jumps. SWOOPING past are several small, dark shapes--
bats. Just normal-sized bats, providing a false scare. FLEER
waves at them, cursing, shooing them away. AARON ignores the
bats, glances around the chamber. Spots something. Frowns.

AARON (CONT'D)

My God...

FLEER

What?

He looks toward where AARON is looking. Thirty feet away is
what seems to be a unique rock formation--a giant CLAW, as big
as a house. AARON climbs a boulder to get a better view,
reaches the top. FLEER follows. Beyond them we see the claw is
part of a huge forearm, which is part of a massive HUNCHED
ANIMAL SHAPE, filling the cavern--THE GRYPHON. Huge.
Magnificent. Horrible. A nightmare waiting to be born.
Leathery, blood-red wings like a bat. The body of a mountain
lion. It resembles the mythical Gryphon, as in Junji's
drawings.

This is what the huge bat-probe creatures created by merging;
none are left to be seen. Aaron and Fleer are ants before it.

AARON (AWED)

...the Behemoth...

AARON takes an emergency flare from Fleer's belt, lights it.
BRIGHT LIGHT fills the cavern, chasing the shadows--Smoke
drifts up from the flare. High above, the Gryphon's nose
twitches. It scowls, eyes still closed--AARON holds the flare
high. They turn slightly as they look up, taking the creature
in. Behind them, they do not see as the giant claw CLUTCHES.

FLEER

It's not alive--nothing that big could be alive...(beat) It goes all the way to the ceiling--

AARON

That's not a ceiling. Those are wings.

They turn back toward the huge claw--as it clutches again--

FLEER

Shit! It's alive--

FLEER grabs the flare from Aaron, drops it, stomps on it. It still burns. Cursing, he stomps some more, extinguishing it-- Too late. The giant monster shifts...moves. Walls of the cavern split; huge chunks of rocks fall--AARON and FLEER scramble back toward the lake, grab up their gear. The Gryphon lets out a bone-jarring SCREAM--FLEER looks over his shoulder, sees inside its mouth--

FLEER (CONT'D)

Oh, God. It's got snakes. Snakes for a tongue--

And it does. Many snakes, a hydra-headed thing, squirming where the tongue should be. It's eyes glow yellow in the darkness, reflecting light like a cat's eyes. FLEER and AARON leap into the pool--

INT. CAVE SYSTEM - UNDERWATER - DAY

AARON and FLEER plunge in. A SNAKE HEAD darts into the water, snapping blindly. AARON twists away, avoids getting bitten in half. The Snake-head withdraws--FLEER finds the safety line. They pull themselves along. We hear the SOUND of BREATHING, loud and fast, through their regulators--They reach the bottleneck. Muffled ROARS of the Gryphon can be heard. FLEER and AARON snake out of their tanks--In the cave, one of the Gryphon's claws slams down into the underground lake. Water SURGES; FLEER slams into the rock wall, loses hold of his regulator. He swims into the bottleneck--AARON takes a last breath from his regulator. Lets go of his equipment. Follows Fleer, through the narrow opening--

EXT. LAKE AHIGA - UNDERWATER - DAY

FLEER shoots through the cave opening, followed by AARON. They swim for the daylight--

EXT. UTAH - LAKE AHIGA - DAY

FLEER and AARON break the surface, gasping for air. Suddenly, the earth TREMBLES--then SHAKES. Beyond a rise, concessive force blasts dirt and boulders into the sky. AARON and FLEER swim, stagger up onto shore. Beyond them, the Gryphon stands, rises to its full height above the trees. The nightmare has been born. It shakes off rocks and debris. Its skin is smooth and slick. It blinks in the sun. Screams its ear-splitting SCREAM--

INT. ST. GEORGE PROJECT - HANGAR - DAY

--the SCREAM echoes, fades. Soldiers and technicians go about their tasks. A few yards from Godzilla's jaws, A FOREMAN and SURVEYOR use ultrasound equipment to scan Godzilla. We hear the occasional echoing BOOM of Godzilla's heart. On a small table, a Styrofoam cup blows over, spills. The SURVEYOR notices, looks at the Foreman accusingly.

SURVEYOR

Hey. Thanks for spilling my coffee.

FOREMAN

Huh? Not me.

They do not notice as flat lines on their monitor are interrupted with tiny scribbles--

SURVEYOR (POINTS AT THE CUP)

Yeah you did. Look. They look at cup--just as it leaps completely off the table. They look at each other, puzzled. A beat, then the entire table overturns in a blast of wind. The two look toward Godzilla's jaws--

SURVEYOR

Ohshit--it's awake--

FOREMAN (BACKING AWAY)

Okay. Um...let's give it some room--

A low GROWL from deep in Godzilla's throat. The BOOMING of his heart accelerates. Technicians drop equipment, run--

INT. ISOLATION CHAMBER - DAY

MARTY GROANS, coming back to consciousness. He is surrounded by medical personnel. The SURGEON turns away from Marty, looks worriedly at Jill and Benedek.

SURGEON

There's not much time.

JILL pushes forward, moves to Marty's side. She hurries her questions:

JILL

Marty--can you hear me?

The MARTY/ALIEN GROANS softly, lets out a few clicks.

JILL (CONT'D)

Marty--this...alien you are becoming--
where did it come from?

MARTY

Civilization...old...from the
stars...gone now. Earth had three moons,
then. (as if seeing it) Huh. Pretty.

Suddenly the thing speaks through MARTY:

MARTY/ALIEN

We needed words...needed to warn you...
did not know what form life would take...

The SURGEON gets a look of understanding--even amazement.

SURGEON

...so they created a virus that would
reprogram DNA...and transfer RNA?
Amazing.

BENEDEK

They made one of theirs out of one of
ours.

MARTY'S body spasms. On the cardiograph Marty's heart is a weak flutter.

SURGEON

Dr. Llewellyn--we're losing him.

JILL leans close to Marty.

JILL
How do we kill it?

MARTY/ALIEN
Godzilla will kill it. Before
it...reproduces--

JILL
No. Not the beast. How do we kill
Godzilla?

Silence from the MARTY/ALIEN JILL (edge in her voice) Your people made it. You have to tell us how to kill it-- One of MARTY/ALIEN'S claws shoots out, locks onto Jill's arm.

MARTY/ALIEN (VOICE FADING)
No...can't...kill...Godzilla...kill...can't...

MARTY loses consciousness, releases Jill. The EKG stops BEEPing. Flatlines.

SURGEON (O.S.)
Crash cart! Code blue!

NURSES, the SURGEON move forward, try to resuscitate Marty. The monitor stays flatline--Marty is dead. JILL rises. Stands back, away from the flurry of activity around Marty. She looks away, rubbing her arm, an expression of doubt on her face we haven't seen before--

EXT. UTAH - NEAR LAKE AHIGA - DAY

FLEER and AARON crouch behind a tree. They break cover, flee uphill toward Fleer's Jeep. Looming over the lake, the Gryphon opens its wings and SCREAMS, snake-tongue writhing. Energy builds up along its wings, shoots out, a deadly ENERGY BOLT--a tree near the Jeep EXPLODES as AARON and FLEER dive in. The Jeep accelerates away as another tree EXPLODES--

EXT. UTAH - DAY - LATER

The Jeep bounces along, AARON driving.

AARON
Did we lose it?

FLEER looks back--The Gryphon rises up into the sky, its giant leathern wings spread wide, blotting out the sun--

FLEER
Shit. It can fly--

AARON

Hang on.

AARON swerves the Jeep hard onto a two-lane road, nearly rolls it. In the distance ahead is a railroad overpass, just outside of town. GRYPHON'S P.O.V., above the Jeep, gaining on it. The Jeep disappears under the overpass. Appears on the other side-- BOLTS are FIRED--and the Jeep EXPLODES spectacularly, continues rolling, trailing flames and smoke.

EXT. UTAH - BENEATH THE OVERPASS - DAY

In the dark shade of the overpass, AARON gets to his feet, dusts himself off. FLEER sits, staring at his burning Jeep.

AARON

Let me guess--you just finished paying it off.

EXT. TRAVELLER, UTAH - GAS STATION - DAY

A TOURIST dances around a gas hose, finally gets the nozzle into his station wagon. He doesn't notice the burning Jeep behind him as it veers into a ravine, crashes. In the station wagon, a TOURIST KID notices the smoking Jeep. He looks up--and his eyes widen. He desperately searches for something inside a bag, finally pulls out--a video camera. He switches it on, aims it to the sky--The TOURIST notices, looks up, sees the Gryphon. Drops the gas hose, dives into the station wagon. The Gryphon SCREAMS--

EXT. TRAVELLER, UTAH - CAFE - DAY

Outside the cafe, DEBORAH, the waitress, freezes at the scream. The SHERIFF exits the cafe, stops, stares past her, a look of horror on his face. She turns slowly to see--The Gryphon, hovering over the town, the Tourist's station wagon fleeing before it. The SHERIFF rushes past Deborah, toward his truck.

SHERIFF

C'mon--hurry!

But DEBORAH is frozen in terror...In the sky, the Gryphon spots something-- The above-ground gas storage tank near the gas station. Next to it is a large propane tank. The Gryphon snarls. ENERGY BEAMS SHOOT OUT; tanks

EXPLODE--

SHERIFF (TO DEBORAH)

Come on!

But DEBORAH chooses to run, down the center of the street. The SHERIFF dives into the cab--The Gryphon beats its wings, fanning the fire. A wave of flaming gasoline rolls across Traveller, covering DEBORAH. Out his windshield, the SHERIFF watches as the flames blast by overhead--BLACK AND WHITE HAND-HELD VIDEO by the Tourist Kid as the FLAMES race toward him, but the station wagon outruns them. In the sky, the Gryphon SCREAMS in triumph. Satisfied, it flies past, the smoking ruins of the town left behind. AARON and FLEER appear through the smoke. They hurry up the road, survey the devastation. FLEER is near tears.

FLEER

My God...

FLEER stops in front of his guide shop, now a blackened, smoldering frame--only the sign with his name has survived. AARON puts his hand on Fleer's shoulder.

AARON

I'm sorry...(beat) There's a jet waiting.
I've got to get back to the Project.

AARON waits a moment, then turns away. FLEER glances around at the ruined town.

FLEER (TO HIMSELF)

Shit. Nothing left for me here. (to Aaron) Hey, wait up.

AARON stops.

FLEER (CONT'D)

You're going to fight that thing, I'm going with you.

EXT. FORT TUSCARORA - HANGAR - DAY

His huge tail whips back and forth, dangerously near the base power station.

INT. FORT TUSCARORA - HANGAR - DAY

Godzilla twists, turns. Rises up-- HUGH SPARKS, BOLTS OF ELECTRICITY SHOOT ACROSS him as he makes contact with the metal grid above. Godzilla falls back, trapped.

INT. ST. GEORGE PROJECT - SITUATION ROOM - DAY

Pandemonium. JILL, BENEDEK run in. Godzilla's ROARS are deafening.

ED (TO JILL)

He's overpowering the fluid. It's just the grid holding him--

To one side, a TECHIE monitors channels. A SPECIAL BULLETIN flashes on. The TECHIE stares. Turns to Jill:

TECHIE

Doctor, I've got a broadcast here, local news--

ON SCREEN: shaky, hand-held footage of the Gryphon, shot by the Tourist Kid through the back window of the fleeing station wagon. All eyes turn to the screen. CAMERA bounces wildly, settles on the Gryphon as it fires; the gas tank EXPLODES. Horribly, we re-witness Traveller's destruction.

BENEDEK

Another one? Jesus--

JILL (ECHOING MARTY)

...the doomsday beast...

TECHIE

Aaron Vaught is reporting in--

JILL gestures to hear it on the main speaker. The jet's turbines can be heard; they are in-flight.

AARON (O.S.) (FILTERED)

--creature has wings like a bat. The body of a lion, like the mythical Gryphon...It can fire what seem to be electric bolts--

FLEER (O.S.) (FILTERED)

Like a goddamn eel...

JILL

Aaron, Jill here. Where is the creature headed?

TINA

I told you, get out of-- (she recognizes Jill) Mom!

She grabs Jill in an embrace. They speak at once. JILL -- Tina, you're all right, thank God... TINA -- I can't believe you're here-- JILL holds her back at arms length, examining her, relieved. Her eyes fall on the gun. She frowns.

TINA (CONT'D)

Julia's. It's okay. (puts on the safety)
Safety's on.

She sticks it in her waistband. JILL considers saying something--then shrugs.

TINA (CONT'D)

I'm...glad you came, Mom.

They gaze at each other, fifteen years of history between them--and then they embrace again.

TINA (HOLDING ONTO HER) (CONT'D)

I got here and all I could think about was getting back home.

JILL

Okay...first we've got to find a way off this damn island.

TINA (LAUGHS)

...just like Gilligan...

JILL smiles. Another SCREAM from the Gryphon. They head out of the apartment--

EXT. WORLD TRADE TOWERS - DAY

The Gryphon spots Godzilla, between the Twin Towers. Scowls, realizes: it is Godzilla's reflection in the north tower. The Gryphon banks, swoops down, toward the image--then turns, lashes out at the Godzilla near the south tower, smashing it-- Except it's a reflection, too. During the Gryphon's bank turn, Godzilla moved to the other side. Godzilla springs at the Gryphon, teeth and claws tearing into its wings. The Gryphon throws itself backwards, smashing Godzilla against the Tower. They flail violently, knocking out huge sections of the Tower's base.

His cohort is about to reply--but his jaw drops. He stares at something behind the Looter--then turns and runs. The LOOTER turns. Godzilla towers above.

LOOTER (CONT'D)

Holy...Get away! Get away!

He drops all but one rifle, starts firing up at Godzilla. Godzilla's eyes narrow. He takes another step--and the LOOTER is crushed beneath Godzilla's foot. Godzilla stomps a few more times for good measure. Turns--Across the water is Liberty Island. The Gryphon is perched on the Statue's base. Godzilla raises his head; we see the World Trade Center buildings behind him. Godzilla ROARS--The Gryphon's head whips around. It sees Godzilla. Godzilla stretches himself to full height, an obvious challenge. He ROARS again--The Gryphon SCREAMS, spreads its wings in answer. It takes to the air, rushes towards Godzilla. Godzilla waits--THE TWO MONSTERS CRASH TOGETHER--

EXT. GOVERNOR'S ISLAND - DAY

BENEDEK and PIKE look through their binoculars.

PIKE

Great. Let 'em kill each other.

EXT. GREENWICH VILLAGE - APARTMENT BUILDING - DAY

JILL looks up as a SCREAM from the Gryphon echoes. The streets are deserted. Scattered fires burn. JILL quickens her pace, hurries up the steps of the apartment building.

INT. APARTMENT BUILDING - HALLWAY - DAY

JILL moves along warily. Loud MUSIC; through an open door, a couple dances naked. Items lie along the hallway, aftermath of smash-and-grab looting. An apartment door bursts open--Two young boys run past Jill, carrying stereo equipment. JILL catches her breath, hurries to a door. It's closed tight. She tries the knob. Locked. Bangs on the door.

JILL

Tina! Tina--

The door snaps open--and JILL'S staring down the barrel of an automatic.

EXT. GOVERNOR'S ISLAND - COMMAND POST - DAY

FADE UP TITLE:

GOVERNOR'S ISLAND, NEW YORK

Two Apache attack helicopters land. Military personnel hastily construct a Command Post, near the water's edge--phones, communications gear, monitors. AARON, FLEER and BENEDEK look across the water to the Manhattan skyline, and Liberty Island. FLEER gazes at the Statue.

FLEER

I always wanted to see the Statue of Liberty. I had a grandpa that came through Ellis Island--

Suddenly, Miss Liberty rises up in the air. FLEER can't believe his eyes. The Gryphon has lifted the statue from behind--it throws the statue to the ground, shattering it.

FLEER (PISSED, TO BENEDEK) (CONT'D)

You know what? We should kill that thing.

A BLAST OF WIND as another Apache drops down. PIKE jumps out even before it lands, joins them at the command post.

PIKE

Godzilla's in the Hudson River. Headed this way. (to Aaron) I don't want to hear any quotes.

EXT. HUDSON RIVER - MANHATTAN - DAY

SCREAMS as people flee. Past them, we see what scared them: Godzilla, emerging out of the water, pulling himself ashore.

EXT. MANHATTAN - WINTERGARDEN

Godzilla's foot comes down, crushing the huge glass Wintergarden building. Godzilla doesn't even notice--

EXT. STREET - SPORTING GOODS STORE - DAY

Looters emerge from shattered windows, toss guns into the back of a van. One has an armful of automatic weapons.

LOOTER

Look! Full auto! Guy had 'em locked in the back!

JILL
I've got clearance.

BELL PILOT
I know...I'm just saying--

He chokes on his words. JILL follows his stare: In the distance, the huge Gryphon moves lazily through the sky. It seems impossibly large against the scale of the city.

BELL PILOT (CONT'D)
...it's real...

He veers the helicopter away.

JILL
What are you doing?

BELL PILOT
I just stopped being essential.

JILL
Wrong. You're taking me into Manhattan.
Turn this thing around.

The BELL PILOT gives her a hard stare--then banks the copter.

EXT. MANHATTAN - BROADWAY & 5TH STREET - DAY

Looters look up as the Bell helicopter sets down incongruously in the middle of Madison Square.

BELL PILOT
Here we are.

JILL
My daughter's in the village--

BELL PILOT
Then she's on her own.

The BELL PILOT starts to lift the copter. JILL undoes her safety belt, jumps out.

BELL PILOT (CONT'D)
Have a nice walk.

JILL screams at him, an easily lip-read 'FUCK YOU' shout that is lost in the blast of the rotors.

BENEDEK

So. As acting head of the St. George Project, what is your advice to the military?

PIKE

Acting head? Are you nuts?

BENEDEK holds up a hand to Pike. AARON considers the question.

AARON

Uh...evacuate New York City. Right?

EXT. GREENWICH VILLAGE - APARTMENT BUILDING - DAY

TINA exits the foyer door, stops at the first step, shocked. The street in front of her is PANDEMONIUM. Cars jam the street, horns HONKING. LOOTERS stream in and out of a corner grocery store. A trash can, contents in flames, is thrown onto the hood of a police car. On the bottom steps of the stairs a DEVOUT WOMAN kneels, purse beside her, praying intently. A TEENAGER snatches the purse, rummages through it. Nothing. He throws it at the woman, who is oblivious. TINA runs back inside the building.

INT. GREENWICH VILLAGE - APARTMENT - DAY

TINA, scared, bangs futility on the buttons of the phone. An 'All circuits busy' message plays in her ear. The television is on, tuned to CNN, showing the Utah footage of the Gryphon.

CNN ANCHOR (O.S.)

Once again, we'll show you dramatic footage of the Ahiga monster that now appears to be approaching New York City...

TINA turns away from the television, tries the phone again--

EXT. MANHATTAN - SKY - DAY

A Bell helicopter, carrying Jill, flies along the Hudson River. Below is the beautiful Brooklyn Bridge, jammed with cars. The BELL PILOT listens to his headphones.

BELL PILOT

Manhattan airspace just became restricted to essential only.

JILL reaches out to him--hesitates, then takes his hand. He looks up at her gratefully. The moment is broken as--ON THE MONITOR: The two lines intersect at...

ED

Oh, shit.(a little awed) Manhattan.

JILL freezes, goes pale. It hits her that Tina is in danger.

BENEDEK

Do we even try to evacuate? It might kill more people than it saves-

FLEER

You got to tell 'em, give people a chance-

AARON (NODDING)

We can't just abandon people--

PIKE focuses his ire on Aaron.

PIKE

Hey--our job is to kill it, not to worry who gets in the way.

JILL snaps a look at Pike. Stares as if seeing him for the first time. She moves to a phone. Quickly punches a number.

BENEDEK

What's your opinion, Dr. Llewellyn?

We hear the BUSY SIGNAL. The call did not go through.

BENEDEK (CONT'D)

Dr. Llewellyn?

JILL drops the phone. Heads for the door.

PIKE

What are you doing? Where--

JILL

Tina is in New York.

PIKE

You can't leave now--

JILL

Tina is more important. (at Pike) We can't just abandon people.

And with that she is out the door. BENEDEK turns to Aaron.

JILL stares back at the monster. There is nothing she can do. The moment is broken by the distant SOUND of a boat horn. Godzilla abruptly turns in the direction of the sound-- EXT. BUZZARD'S BAY - SHORELINE - DAY Godzilla approaches, drops down onto all fours. He slips into the water. He sinks, and is gone.

INT. ST. GEORGE PROJECT - SITUATION ROOM - LATER

CLOSE ON: a real-time satellite video image. ED examines it, calls out:

ED

Godzilla's been sighted, moving down the Hudson river.

Damage to the situation room is minimal, but it is brighter-- sunlight streams in through the torn hangar roof. JILL and BENEDEK approach Ed.

JILL

Where will he meet the Gryphon?

ED

We're calculating it now.

On the main monitor is a map. Two electronic lines are drawn on it, one projecting Godzilla's path and extending it...The other projects the Gryphon's path, extending it...AARON bursts into the situation room. FLEER follows.

AARON

What happened out there?

JILL (SIMPLY)

He left.

AARON

We just got in the way. Godzilla's...instinctually programmed--to find that thing--

ON THE MONITOR: The lines are drawing closer

JILL

And kill it. Before it can multiply. Marty told us before he...(beat) Aaron...

AARON (LOWERS HIS HEAD)

Before he died.

INT. JET - COCKPIT - IN FLIGHT - DAY

Aaron sits in the co-pilot's seat. Through his window, in the distance, is the Gryphon. The jet overtakes, passes it.

AARON

East. Jill, I think it's coming toward you....

INT. ST. GEORGE PROJECT - SITUATION ROOM - DAY

Everyone knows what this means.

AARON (O.S.) (FILTERED)

--it's coming to kill Godzilla.

As if in answer, Godzilla ROARS, vibrating the entire structure. JILL jerks her head, looks out at Godzilla. Not afraid--it is as if she is seeing him for the first time--

EXT. FORT TUSCARORA - HANGAR - DAY

With the next whip, Godzilla's tail hits the station. There is a shower of sparks--and then the power station EXPLODES.

INT. ST. GEORGE PROJECT - SITUATION ROOM - DAY

Alarms sound loudly. The lights go out--only the monitors stay lit. Emergency lights come on.

ED

Uh-oh. This is not good--

INT. ST. GEORGE PROJECT - HANGAR - DAY

Godzilla gets his feet beneath him, pushes up into the grid--

EXT. FORT TUSCARORA - HANGAR - DAY

With a THUNDERING, RIPPING SOUND, Godzilla RISES, crashing straight up through the roof of the structure. Part of the roof dangles on Godzilla like a hat--it looks kind of dumb. Almost angrily, Godzilla knocks it away. JILL steps out of the building. People flee past her as she stands, staring at Godzilla. Tanks on the periphery of the airfield FIRE at Godzilla, with little effect. Godzilla turns, scanning the horizon. He stops, seems to look directly at Jill.

EXT. GOVERNOR'S ISLAND - DAY

In the distance, dust rises from the World Trade Center. One of the towers leans dangerously. Monitors show helicopter views of the battle. AARON, FLEER and BENEDEK are ashen.

BENEDEK

Can even Godzilla beat that thing?

PIKE (LOW)

I sure can...

AARON

Why isn't he using his fire?

EXT. MANHATTAN - SKY - DAY

The Gryphon pulls itself into the air. Godzilla catches its tail, hauls the Gryphon down. It reverses direction suddenly, sending both monsters hard into the broken, leaning tower.

EXT. MANHATTAN - DAY

ON JILL and TINA, leaving the apartment. They look up as--In the distance one of the World Trade Center Towers COLLAPSES toward them. An earthquake-like RUMBLE as it hits; pieces of the apartment building break, fall around them--

EXT. GOVERNOR'S ISLAND - DAY

The observers are aghast--a dust cloud rises from the city, the skyline now absent one-half of the World Trade Center. And then the Gryphon appears, flying shakily.

EXT. MANHATTAN - DAY

JILL and TINA race around a corner, see--Down the street, Godzilla wearily crawls in between two skyscrapers, wedging himself in for protection. The Gryphon soars overhead, screaming frustration--he can't get in there. Godzilla slumps over--and JILL notices the tank on his back. Godzilla twists, trying to shrug the tank off. A look of understanding comes to JILL'S face.

EXT. MANHATTAN - PAY PHONE - DAY

JILL drops the receiver.

JILL
All circuits busy...Dammit.

She spots an electronics store window. Strides toward it.
Picks up a fallen chunk of masonry--

TINA
Mom--what are you doing?

--JILL hurls the chunk at the window, SHATTERS it.

TINA (SHOCKED ADMIRATION) (CONT'D)
Mom...

JILL reaches in, grabs a cellular phone. A sign reads 'TRY OUR DEMO - make a free call.' She starts punching buttons.

JILL
I think the owner'll be eligible for
federal disaster assistance...

EXT. GOVERNOR'S ISLAND - DAY

A phone chirps. BENEDEK picks it up.

BENEDEK
Jill? Jill, get to cover. Find a fallout
shelter--

AARON and PIKE listen in on the conversation.

JILL (O.S.) (THROUGH STATIC)
It's the fluid. You've got to get the
tank off. It's keeping Godzilla from
using his fire--

BENEDEK
That's what we want it to do--

An image on the monitor catches BENEDEK'S eye. ON SCREEN:
Godzilla, slumped against a building. Not moving.

JILL (O.S.) (FILTERED)
...could be killing him--

A burst of static, and the connection goes dead.

PIKE (TO BENEDEK)
That's a good thing. We want these things
dead, remember?

AARON looks at the monitor, shakes his head.

AARON

No--Jill's right. Godzilla can kill the
Gryphon. We've got to get that thing off.

BENEDEK looks down at Godzilla's image on the monitor. Reaches
a decision. Looks at Aaron.

BENEDEK

How?

PIKE

You're not going to listen to--

BENEDEK (CUTS HIM OFF)

My command, Mr. Pike. We can kill it
later--but right now, we could use its
help. (to Aaron) So. How?

AARON

Um...

From behind him, FLEER speaks up.

FLEER

C-4. Plastique explosive.

AARON (TO BENEDEK)

C-4. Plastique explosive. (to Fleer) How
do we plant them?

FLEER

We..?

He and AARON lock eyes, regard each other. FLEER nods.

FLEER (CONT'D)

All right--I'm in. Payback, for Miss
Liberty.

AARON grins--

EXT. MANHATTAN - SKY - DAY

A transport helicopter sweeps past, carrying Aaron and Fleer.
Closer, an APACHE rises up, filling the frame--and we see PIKE
inside, shouting orders at the pilot.

INT. TRANSPORT HELICOPTER - DAY

Fleer and Aaron wear harnesses and radio headsets. FLEER is
showing AARON the ropes--literally.

FLEER

You ever rappel before?

AARON

Me? I'm a writer.

FLEER

Well, if you fall, you've only got two options to stop you. Option one's this little brake here.

AARON

And option two...?

But AARON realizes what FLEER'S going to say--

AARON/FLEER

The ground.

The transport helicopter drops down between buildings.

CHOPPER PILOT

We're over him...Man, that's an ugly sucker.

Below, Godzilla is wedged in between two buildings, almost upright. AARON and FLEER clip their harnesses to lines. Drop the lines down, past the silver restraining device. It's two hundred feet from the restraining device to the ground.

CHOPPER PILOT (CONT'D)

I'll hold her solid...but make it quick.

FLEER nods, prepares to step off--

FLEER

You know what's funny? This doesn't seem weird...

And then they go, out the door.

EXT. MANHATTAN - DAY

JILL AND TINA help each other across a huge fissure in the street, careful of electrical conduits and broken gas mains. They look up. Four blocks away, they see AARON and FLEER drop toward Godzilla, FLEER smoothly, AARON less so.

TINA

Jeez--are they nuts?

ON GODZILLA: as FLEER and AARON slide down past Godzilla's face. They look at each other as Godzilla looks at them. Farther down, FLEER drops lightly onto the restraining device tank, canted at an extreme angle. AARON nearly misses the tank. FLEER reaches out, hauls him on.

FLEER
How you doing?

AARON
Invigorated....

FLEER smiles, unpacks bricks of C-4 explosive.

EXT. MANHATTAN - SKY - DAY

The Gryphon flies between buildings, searching for a path to Godzilla. CLOSE ON - PIKE, in his Apache, we don't know where relative to the Gryphon.

PIKE (TO PILOT)
Give him the full load.

The Gryphon rounds a skyscraper--and there's Pike's Apache, waiting for it. The Apache blasts away at the Gryphon, then dives beneath it.

INT. PIKE'S APACHE - DAY

The Gryphon sweeps past the 'copter above, buffeting it.

PIKE
Put a building between us!

EXT. MANHATTAN - SKY - DAY

Pike's Apache sweeps behind the Empire State Building. The Gryphon circles the building, chasing the Apache, firing BOLTS at it. The Apache keeps the building between them--

INT. PIKE'S APACHE - DAY

PIKE
Fire through the building.

GUNNER
Sir..?

PIKE

Fire through the building.

GUNNER

Sir...that's the Empire State Building.

PIKE (BEAT)

And..?

The GUNNER has no response. He turns to his instruments.

EXT. MANHATTAN - SKY- DAY

Missiles fire from the Apache, RIP THROUGH upper floors of the Empire State Building. The Gryphon drops down; two missiles emerge from the building, fly over the Gryphon, leaving a trail behind. The Gryphon SCREAMS in triumph--But then the top of the building shifts, TOPPLES, mooring tower and all, onto the Gryphon, driving it down. The Gryphon hits the street, is half-buried in debris. It lies still.

INT. PIKE'S APACHE - DAY

PIKE smiles.

PIKE

That's one. Let's make sure the other one doesn't get up.

GUNNER

What about the people--

PIKE

Acceptable losses. We'll build 'em a monument. Go.

The PILOT turns the chopper toward Godzilla, leaving behind a new landmark --the Empire State Building without a top. ON THE GRYPHON: The pile of debris at the base of the Empire State Building shifts...then the Gryphon emerges from it. It shakes itself off, sending up a cloud of masonry and dust.

INT. TRANSPORT HELICOPTER - DAY

The CHOPPER PILOT looks up, sees Pike's Apache, making a beeline for him. He is puzzled by its attack posture. The chain guns open fire.

CHOPPER PILOT

Shit!

The 'copter shifts position; below, FLEER and AARON are dragged by their cables across the tank-- ON JILL AND TINA: who see the attack.

TINA

Aren't they on our side?

JILL (SPITS OUT THE WORD)

Pike.

ON GODZILLA: AARON'S cable snaps on one of Godzilla's fins; he hangs onto the tank. FLEER'S cable is dragging him off--he grabs at his harness release--FLEER tumbles out of his harness as it is yanked away--but he's out in space, a long drop below--AARON grabs FLEER'S arm--

FLEER

...thought I was going to use option two...

AARON grunts, hauls FLEER up.

CHOPPER PILOT (TO HIMSELF)

I'm outa here. Good luck...

The Transport helicopter moves away, out of frame. ON PIKE: in the Apache.

PIKE

The people are clear. (nonchalant)
Missiles, please.

The GUNNER puts a hand on the fire control, squeezes--But from behind, a BOLT from the Gryphon hits the Apache, just as the Apache Missiles fire-- The missiles miss Godzilla, EXPLODE into a water tower. Water cascades down, onto Godzilla. AARON and FLEER take cover under the tank. ON PIKE'S APACHE: as it spins out of control, barely airborne, arcing toward a crash landing. AT A WIDE INTERSECTION, as the Gryphon lands several blocks away. It paces back and forth, snarling, trying to reach Godzilla. Its eyes narrow--an idea occurs. It folds back its wings. Now it can fit between the buildings. It stalks toward Godzilla. ON Jill and Tina, between the Gryphon and Godzilla. JILL looks up at Aaron and Fleer, who are totally exposed. She looks around the street. Sees an abandoned fuel tanker. JILL grabs TINA'S arm.

JILL

You can hot wire it, right?

TINA'S surprised--then nods. From down the street comes an eager snarl. ON AARON: who hears it, looks up--the Gryphon is coming. FLEER looks up, too--then returns to setting a timer.

FLEER

Ignore it. Just do the job.

AARON resumes reeling in the line still attached to his harness--but keeps a wary eye peeled.

AARON (UNDER HIS BREATH)

...until you can't do the job.

IN THE FUEL TANKER CAB, JILL searches behind the seat, finds a set of flares. TINA works beneath the dash, stripping wires.

JILL

Remember: green to red...

TINA glances up, smiles, makes an adjustment. The engine grinds, then starts.

JILL (CONT'D)

Can you drive it?

TINA

I can find first gear...

JILL

Good enough...get it rolling toward that thing, then jump clear.

TINA nods. JILL climbs out of the cab, on top of the truck. TINA puts it in gear--grinds 'em a little. Starts forward. ON GODZILLA: FLEER pulls another timer out of the bag.

FLEER

Shit!

AARON

What?

FLEER

One of 'em's busted...crap. I can only set it for thirty seconds.

AARON

Do it.

AARON ties his line off on the tank. FLEER hooks up the explosives-- ON THE GRYPHON as it picks its way across broken chunks of pavement, crushing cars, closing in on Aaron and Fleeer. ON JILL: She scrambles back to the top hatch on the fuel tanks, opens it. Lights the flares. The truck is heading for the Gryphon. It stops...cocks its head. What is this?

JILL (A MANTRA)

Get out, Tina, get out, Tina, get out,
Tina...

And then TINA jumps clear, rolls. She sits up, stares after--
the fuel tanker. JILL perched on top, flares blazing. Heading
straight for the Gryphon, picking up speed--

TINA

Get out, mom, get out, mom, get out,
mom...

JILL waits--waits a little longer--then drops the flares into
the fuel tanks and JUMPS. TINA runs to her--as the fuel tanker
roars toward the Gryphon. And then--The Gryphon sidesteps. The
tanker passes between its legs. It looks down, under itself,
following the tanker's passage.

TINA (CONT'D)

Shit! It missed!

The Gryphon looks up at JILL. It SNARLS, pissed--and then the
fuel tanker crashes into the fissure behind the Gryphon. It
EXPLODES--and IGNITES the GAS MAIN. Another EXPLOSION. A
MOVING WALL OF FLAME hits the Gryphon as it springs. JILL and
TINA run for safety as the ground shakes, dodging falling
debris.

TINA (CONT'D)

Goddammit, mom, you could've let me in on
your plan!

JILL

Stop cursing.

ON GODZILLA: FLEER and AARON grab for handholds.

FLEER

What the hell--?

In the street, the Gryphon is trapped in a wall of flames,
panicked, screaming, trying desperately to spread its wings.
It twists free, demolishing buildings on either side, its
final SCREAM shattering windows. Still afire, it climbs into
the sky, a falling star in reverse.

FLEER (CONT'D)

That's going to make our explosion look
puny...

FLEER pushes the buttons on both charges, then swings out onto
AARON'S back. They step off into space, rappelling down to a
terrace one hundred feet below.

The timer counts down: 21, 20, 19...JILL and TINA watch as the two figures drop down the rope. The timer hits 13, 12, 11...AARON'S harness hits frayed line, tangles, freezes. Twenty feet to go. He can't free the line.

AARON

It's frozen--I can't get it--

FLEER

Hit the release!

The timer ticks off 7, 6, 5...AARON yanks the release--he and FLEER drop from the rope--THE CHARGES EXPLODE--AARON and FLEER hit the terrace hard-- THE TANK ON GODZILLA'S NECK BLOWS FREE-- And there is a ROAR. Godzilla is awake. He uses the building to haul himself up. ON JILL AND TINA: as they run for the building. Godzilla towers above them. He ROARS again. And above him, the Gryphon SCREAMS. Godzilla looks up. The Gryphon dives toward earth. Patches of its skin are blackened, still smoking. It fires a BOLT at Godzilla--who staggers, but does not fall. And then--Godzilla BREATHES FIRE, hits the Gryphon head on--The Gryphon screams again, this time in pain, and veers off, toward the East River. Godzilla ROARS again, and pounds away, giving chase. As he passes by, he kicks the tank away, into the air. ON TINA, as she searches through the glass doors of the office building.

TINA

There they are!

AARON and FLEER race down a stairway. All have to yell through the glass doors to be heard.

JILL

Aaron--are you all right?

TINA (TO FLEER)

Are you okay, mister?

AARON

Jill, Tina, Nelson Fleer. Nelson, Jill and Tina.

FLEER tries the doors; they are locked.

FLEER

Can you get us out of here?

JILL nods 'just a second.' Picks up a large trash can. Lifts it to fling it at the glass--

EXT. MANHATTAN - NEAR BROOKLYN BATTERY TUNNEL - DAY

PIKE comes to, battered, bleeding, lying inside the wrecked tail section of his Apache. Beyond the helicopter is the gaping entrance to the Brooklyn Battery Tunnel. PIKE unstraps himself. A weapons locker has sprung open; he grabs an M16. Using the rifle as a crutch, he climbs out.

EXT. MANHATTAN - SKY - DAY

The Gryphon gazes down. Below, Godzilla moves between buildings, slips into the East River. The Gryphon dives--

EXT. MANHATTAN - STREET - DAY

AARON, JILL, FLEER and TINA run. The street is plunged into darkness by the shadow of the Gryphon, then back to light once it passes. JILL pulls up short--PIKE stands in front of her, holding the machine gun.

JILL

Pike--you bastard--

PIKE (LEVELS THE RIFLE)

Please, Doctor. Calm down.

From the river comes a scream, a roar, the sounds of battle-- and then the Gryphon lands, intolerably close to the group, the impact knocking them off their feet. PIKE stands, sprays the Gryphon with machine gun fire, peppering it. The Gryphon looks over its shoulder at this gnat-like irritation. It spots PIKE and the others--

TINA

The tunnel! Hide in the tunnel!

They scramble for the tunnel, PIKE still FIRING--

INT. BROOKLYN BATTERY TUNNEL - DAY

The group runs into the tunnel, the Gryphon after them, a cat after mice. It reaches in, but its arm is too large. PIKE, bringing up the rear, empties the M16 at it. The Gryphon snarls. Opens its mouth--Its TONGUE OF SNAKES lashes into the tunnel, two of them catching PIKE around the waist and leg.

PIKE

Help me!

AARON catches for his arm, but PIKE is yanked away. He is dragged out of the tunnel, into the Gryphon's mouth. The Gryphon bites down--JILL, AARON, TINA and FLEER are shocked. FLEER spots a large tunnel utility truck. Gestures, pulls them toward it--

EXT. MANHATTAN - STREET - DAY

The Gryphon swallows Pike. It shuts its eyes--twitches involuntarily. From the distance comes Godzilla's ROAR. The Gryphon looks up. Glances around. Its eyes fall on: THE RESTRAINING DEVICE TANK, lying in the street. Amniotic fluid leaks slowly from several cracks. The Gryphon scowls, narrows its eyes, as though trying to remember something--It does. It smiles. And then--THE GRYPHON ROLLS ITS HEAD, CRACKING ITS NECK--Pike's tic exactly. The Gryphon pounces gleefully on the tank. Clutching the tank in its front paws, the Gryphon takes to the skies--

INT. BROOKLYN BATTERY TUNNEL - DAY

The utility truck races through, ramming past abandoned cars. FLEER, at the wheel, hits the brakes. The truck slues to a stop. The entire width of the tunnel is blocked by a semi and trailer, halfway through an aborted U-turn.

FLEER

I guess we walk.

They climb out, hurry past the semi. On the wall is a sign: 'Brooklyn Battery Tunnel - MIDPOINT.'

EXT. EAST RIVER - DAY

The Gryphon heads for Godzilla, skimming above the water. Godzilla sees it coming. Cocks his head to one side. Sees the tank held in the Gryphon's claws. Godzilla steps back, wary, looking to retreat. The Brooklyn Bridge is far behind him. He glances back at the Gryphon--The Gryphon squeezes the tank in anticipation. Metal howls with strain. Amniotic fluid seeps out of the tank--Godzilla takes a few steps, sinks down into the water, seemingly afraid. Just his head visible above the waterline--

INT. BROOKLYN BATTERY TUNNEL - DAY

The tunnel shakes. Roof tiles come loose, clatter down. AARON, JILL, FLEER and TINA freeze. Look up.

FLEER

Uh-oh.

Another BOOM and cracks appear. Water begins to seep through.

AARON

I guess we run!

They start running.

EXT. EAST RIVER - DAY

Suddenly Godzilla BREATHES FIRE --not at the Gryphon, but low ACROSS THE WATER, panning his head back and forth, creating a curtain of steam. An instant fog bank. The Gryphon is blinded--and can't pull up. Godzilla dives. The Gryphon screams, banks, suddenly flying blind--And then THE BROOKLYN BRIDGE looms up out of the fog. The Gryphon HITS THE BRIDGE FULL SPEED. Tangles in the cabling. Drops the tank--

INT. BROOKLYN BATTERY TUNNEL - DAY

JILL, AARON, FLEER and TINA look back, over their shoulders-- In the distance, about a half-mile away, the roof of the tunnel CAVES IN-- Godzilla's foot appears, crushing down from the ceiling. Hundreds of thousands of gallons of water pour in past Godzilla's leg, gushing down from above. Tons of water, filling the tunnel, sweep toward the foursome-- JILL spots an abandoned car--a red Subaru four-door hatchback.

JILL

In there!

The ROAR of the approaching water is DEAFENING. They have only seconds. They scramble for the car-- POV - THE WALL OF WATER, as it rushes toward them and the car, picking up speed--

INT. SUBARU - DAY

AARON behind the wheel, JILL beside him, FLEER and TINA in the back. They slam the doors shut--

AARON

Seat-belts!

They pull shoulder belts across. FLEER searches for his latch, finds it. The belt tongue goes in with a soft 'click'. Just as the wall of water SLAMS INTO THE CAR--

INT. BROOKLYN BATTERY TUNNEL - DAY

The Subaru is tossed like toy. It rolls. Twists. Is swept along, caroms off a police car. Both cars are hurled by the immense force. Water washes over them, filling the tunnel--

EXT. EAST RIVER - BROOKLYN BRIDGE - DAY

With an almost casual flip of his tail, Godzilla bats the dropped tank away from the Gryphon, toward Manhattan. The Gryphon screams in frustration. Godzilla grabs one of its legs. The Gryphon flaps its wings, pulling Godzilla up--until Godzilla bites into the Gryphon's wing. The two monsters crash back into the water--

INT. SUBARU - DAY

The foursome are thrown violently, seat-belts barely holding them in place. The Subaru is completely submerged. Water seeps in, but the passenger compartment holds--The BUMPER of a bottled-water TRUCK is visible, growing larger in the windshield. They're hurtling toward it--

INT. BROOKLYN BATTERY TUNNEL - UNDERWATER - DAY

The angle of the two vehicles causes the Subaru to be shunted to one side, smashing in tight between the truck and the tunnel wall. A violent, sudden stop as the hood crumples. There is a loud CREAK--metal under stress. The rear hatchback window CRACKS with gunshot suddenness. Water seeps in.

INT. SUBARU - DAY

AARON straightens behind the wheel--and grimaces in pain. He is pinned by the crumpled dashboard.

FLEER

We've got to equalize the pressure!
Everyone--crack your windows.

They do so. Water pours in--

EXT. EAST RIVER - DAY

Godzilla and the Gryphon break the surface of the water. The Gryphon slashes at Godzilla with a wingtip; Godzilla howls.

The Gryphon rises into the sky. Godzilla shoots its FIRE-BREATH, but the Gryphon is too far away...

INT. SUBARU - UNDERWATER - DAY

Water is at their shoulders now. JILL and FLEER try their doors. They are wedged shut by the bottled-water truck. TINA rolls her window down further--the tunnel wall prevents her from wriggling out. AARON gets an idea. He pulls the rear hatch release. It pops open. The last air in the car evacuates in a large bubble. AARON, underwater now, indicates: 'GO!' FLEER shoves TINA out. Next JILL heads for the hatch--then looks back at AARON, puzzled that he's not leaving. He gestures--she sees he is trapped by the dashboard. He shrugs. JILL looks anguished--then spots the bottled-water truck. There are capped, filled bottles. But several racks are empty. JILL gets an idea.

INT. BROOKLYN BATTERY TUNNEL - UNDERWATER - DAY

FLEER and TINA swim above the Subaru. The tunnel is illumined by a weird combination of emergency lamps and headlights stabbing through the water. JILL swims up, looks past them--The ceiling is dark, unknowable. A leap of faith, then. FLEER points back toward Aaron. JILL shakes her head, gestures 'follow me.' She swims upward-- INT. SUBARU - UNDERWATER - DAY AARON is not moving, conserving his breath. Only his eyes betray his panic. They dart from side to side. He clenches his jaw. His eyes roll back as his air runs out. His mouth opens, a few last bubbles escaping--Suddenly, JILL is there, swimming up to him--and KISSING HIM. Air bubbles rise up from their lips. AARON is shocked--realizes she has transferred air to him. FLEER is behind him then. JILL braces her feet on the dashboard and pulls up at the wheel while FLEER uses a steel bar against the seat. AARON twists--and comes free. The three swim out of the car.

INT. BROOKLYN BATTERY TUNNEL - UNDERWATER - DAY

AARON follows JILL and FLEER up to the ceiling. TINA waits for them, buoyed against the tiles by three large water bottles. They are capped, empty--except, of course, for air. AARON grins. Brilliant. JILL takes a bottle from TINA--air bubbles stream up as they transfer it. JILL puts her mouth to the bottle, takes a breath in demonstration. Holds the bottle out to AARON. He smiles, ignores the bottle, pulls JILL to him--kisses her again. JILL is surprised, but transfers the air. FLEER and TINA look at each other, roll their eyes.

EXT. EAST RIVER - DAY

Blood from Godzilla's wounds stain the water. Godzilla stands, staring into the sky, scanning it. Then he stiffens--he's spotted something, a small dot in the distance.

EXT. MANHATTAN - SKY - DAY

The Gryphon circles Manhattan, literally licking its wounds. Then it SCREAMS--and sweeps its wings back. Begins a power dive, straight toward Godzilla.

INT. BROOKLYN BATTERY TUNNEL - UNDERWATER - DAY

Each with a water bottle, the foursome half-swim, half-walk upside down on the ceiling, making their way toward the light at the tunnel mouth.

EXT. EAST RIVER - DAY

Godzilla makes a slight sound at the back of his throat--he knows the Gryphon is coming. But he doesn't move. He waits. The Gryphon hurtles toward earth, claws bared, its speed peeling its lips back in a viscous snarl--Godzilla waits--The Gryphon is nearly on Godzilla, screaming toward him--GODZILLA LEAPS FORWARD SUDDENLY, EXPOSING THE THREE ROWS OF JAGGED DORSAL FINS ALONG HIS BACK--The Gryphon is RIPPED OPEN. Both monsters crash down into the river. A huge impact wave races in both directions down the East River, flooding streets on either shore--

EXT. TUNNEL MOUTH - DAY

AARON emerges from the watery depths of the tunnel, into sunlight, JILL, TINA and FLEER right behind him. A number of military vehicles, helicopters and personnel in the area. The foursome suck in air and hug in celebration--but then AARON freezes. The others turn to see what he's staring at:

EXT. EAST RIVER - DAY

Godzilla slams the Gryphon into the river. He strikes like a snake, teeth glinting, jaws slamming shut beneath the water--Godzilla tears the head off the Gryphon, holds it up. Stares at it. Its eyes are closed. Not moving. Spectators have gathered along the Brooklyn side of the East River;

a CHEER goes up at Godzilla's victory--And then suddenly the EYES SNAP OPEN-- Hanging from Godzilla's hand, the head snarls and bites. Godzilla gives it an almost-exasperated look--and SPIKES the head on jagged remains of one of the towers of Brooklyn Bridge. The head stops snapping. Its eyes stare blankly. It is dead. Godzilla ROARS, drowning out the distant CHEERS--

EXT. TUNNEL MOUTH - DAY

FLEER grabs AARON in triumph, shakes him.

FLEER

It's dead! We did it!

TINA flies into JILL'S arms, hugs her. Beyond them is Godzilla--injured, bleeding from dozens of wounds, but triumphant. He pushes through the water, back to open sea.

TINA

It's over--isn't it?

JILL

I think so. I hope so.

JILL'S eyes find AARON. He can't help but grin at her. She smiles back-- Suddenly, from the sky comes a SCREAM--

EXT. SKY - DAY

It is the scream of fighter jets, streaking toward them.

EXT. TUNNEL MOUTH - DAY

FLEER lets go of AARON.

FLEER

That's an attack formation...

The jets FIRE. Missiles streak toward Godzilla--IMPACT, into Godzilla's wounds. Godzilla ROARS in pain. The jets streak by, banking to come around for another pass.

FLEER (YELLING AT FIGHTER)
(CONT'D)

Hey! Knock it off!

AARON

Jill --they can't--

JILL

I know--

JILL searches, then spots: a familiar Bell Helicopter.

JILL (CONT'D)

You!

The BELL PILOT turns--and is startled to see her.

BELL PILOT

Christ, I thought I was rid of you--

JILL

We need your helicopter!

BELL PILOT

Screw you. Bring me up on charges--No way
I'm leaving the ground--

There is the sound of a gun cocking--Behind JILL, TINA has leveled her pistol at the pilot.

TINA

You really ought to listen to my mom.

EXT. GOVERNOR'S ISLAND - DAY

BENEDEK

Tell Red Wing One to target its wounds
specifically--and not let up! I want
saturation fire!

INT. FIGHTER COCKPIT - DAY

The FIGHTER PILOT has Godzilla in his sites. Godzilla looks up, wounded and tired, showing a lot of the white of his eyes. He's prepared to die.

FIGHTER PILOT

Roger that, Ground. Commencing strafing
run--What the--

THE BELL COPTER has risen up suddenly, between the fighters and Godzilla.

EXT. SKY - DAY

The fighters veer away.

EXT. GOVERNOR'S ISLAND - DAY

BENEDEK has seen the action through binoculars.

BENEDEK (INTO MIC)
Red Wing One, make another approach.
Unidentified Copter, get the hell out of
there! Do you copy?

JILL (O.S.) (FILTERED)
No! We're not going anywhere, Benedek--

BENEDEK stares at the speaker.

BENEDEK
Dr. Llewellyn?

INT. BELL - DAY

The BELL PILOT at the controls, nervously aware of TINA holding the gun. JILL is on the radio, Aaron beside her.

JILL
We can't kill Godzilla.

BENEDEK (O.S.)
I say we can. Red Wing, target the
creature. If the helicopter doesn't move,
splash it!

JILL
Benedek--call off the fighters! We
couldn't have stopped the Gryphon without
Godzilla!

AARON (JOINING HER)
We know the Gryphon came from space--how
many more are there?

INT. FIGHTER - DAY

The jet's computer targeting system locks on to the Bell copter, Godzilla beyond it.

FIGHTER PILOT (INTO RADIO)
We have a lock on the target.

EXT. GOVERNOR'S ISLAND - DAY

BENEDEK is torn.

JILL (O.S.) (FILTERED)
How many more?

It's a tough call for BENEDEK--but he reaches for the mic.

BENEDEK
Red Wing One--break off attack!

EXT. MANHATTAN - DAY

At the last second, the jets veer away, sweeping past the Bell, then past Godzilla. Jet wash buffets the helicopter; it is thrown backwards, into Godzilla--The Bell's tail rotor crumples against Godzilla's shoulder. The 'copter drops, spinning out of control--

INT. BELL - DAY

Screams from inside the helicopter as ground, horizon and sky flash by wildly. JILL, AARON and the others are thrown against their harnesses--then suddenly the spinning stops. JILL'S head snaps back into her seat violently; she turns, looks--THE WINDOW IS COVERED by DARK SCALES--it is GODZILLA'S HAND.

EXT. MANHATTAN - BUILDING ROOFTOP - DAY

The wrecked helicopter is set down; Godzilla's hand withdraws. JILL scrambles out, followed by the others. She looks up--Godzilla watches her, swaying a little.

TINA
What happened? Did he--he saved us,
didn't he?

JILL
I don't-- (stares at Godzilla) Yes. Yes,
I believe he did.

Godzilla turns, takes a step toward the sea--And COLLAPSES, suddenly just deadweight. He sinks out of sight, unmoving. The water is stained pinkish by his blood.

TINA
Is it...is he dead?

FLEER

Goddammit. We were too late.

JILL stares down at the ocean. She lowers her head. A pause.

AARON

What do we do?

JILL'S response is simple: she puts an arm around TINA, draws her close. She puts out a hand to AARON...who takes it. Together, they look out at the calm water.

TINA

He's out there, mom. You know he is.

JILL (WANTING TO BELIEVE)

Yes...he's still out there.

She looks at AARON, who nods--he believes it, too. They start to turn away--and then FLEER spots something:

FLEER (ADMIRATION)

I knew he was a tough bastard. (points)
Look!

IN THE OCEAN: disturbing the surface is a V-shaped wake, caused by Godzilla's passage beneath the water. The wake gets longer as he picks up speed and heads out toward open sea. CAMERA DROPS TO BELOW THE WATER into the murky depths. Silence, Godzilla isn't there...but then we hear the characteristic BOOMING of Godzilla's heart. And as the screen FADES TO BLACK, we hear one last thing: GODZILLA'S DISTINCTIVE ROAR.

the end