

REWIND

THE BLOCKBUSTER INITIATIVE

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FADE IN:

HAWAII, 2005

A 747 cruises through the sky. As we MOVE TOWARD the plane --

BLOCKBUSTER NARRATOR (O.S.)

At Blockbuster, we're changing
everything! Are you ready... for
what's next?

EXT./INT. PLANE - CONTINUOUS

We PUSH-INSIDE as a WINDOW PANEL is pulled up, our focus on a little TV in the headrest. ON SCREEN -- a group of people scream, hug and jump for joy in the parking lot of a massive BLOCKBUSTER --

BLOCKBUSTER NARRATOR (V.O.)

Introducing *all you can watch* just
\$14.99 a month! Pick the plan
that's right for you. Either rent
movies in store or rent at
Blockbuster.com where you get your
movies by mail.

FLIGHT ATTENDANT (O.S.)

Something to drink, sir?

HENLEY looks up. He's in his mid-30's, handsome, focused. The faint sound of the commercial still playing on his little TV.

HENLEY

(removes headphones)
Come again?

FLIGHT ATTENDANT

May I offer you a beverage?

HENLEY

Water's fine.

BAM!

The SEAT in front of HENLEY reclines hard into his legs, and in the moment he is distracted, the FLIGHT ATTENDANT dumps CLEAR LIQUID DROPS into his water.

FLIGHT ATTENDANT

Here you are, sir.

HENLEY shakes it off as she hands him the water and moves on to the next row. HENLEY drinks up, changes the channel.

The FLIGHT ATTENDANT notices and makes eye contact with a MALE passenger seated in the last row of FIRST CLASS.

This is CARL DUKES, 50's, Deputy Director of the CIA. Ivy League of-the-west Colin Powell, in total disguise, wearing a beat-up Brooklyn Dodgers baseball cap, oversized peacoat, and reading glasses. As HENLEY finishes his drink --

VOICE (O.S.)

Good evening ladies and gentlemen,
we've leveled off at our cruising
altitude of thirty-six thousand
feet and we should be arriving in
New York ahead of schedule.

The FASTEN SEAT-BELT sign flashes off and DUKES motions to the FLIGHT ATTENDANT, who checks HENLEY'S pulse --

He's unconscious, but breathing. DUKES nods. Starts to rise --

DUKES

Eyes up, people.

As he says this -- every PERSON on the plane turns their attention to him. WE REALIZE they're all UNDERCOVER AGENTS.

DUKES (CONT'D)

The Blockbuster Initiative has
officially begun.
(checks watch)
It's showtime.

Within seconds, everyone is busy. The FLIGHT ATTENDANT pulls back the COACH CURTAIN and is met by a group of TECHNICIANS in sterile gear and surgical gloves.

They quickly strap HENLEY'S arms and legs to the chair. Once secure, they press the RECLINE BUTTON and the seat leans back doubling as a SURGICAL CHAIR. It then raises up lifting HENLEY about three feet in the air.

TECHNICIANS move their seats around, pulling down their TRAYS on the seat-backs in front of them to reveal monitors, computers, I.V. racks and advanced techno-medical devices; turning the plane's cabin into an advanced OPERATING ROOM.

HENLEY'S rigged up with tubes and wires, his head held motionless by a semi-circular BRACE, curved calibration offering precise positioning for a MICRO-DRILL.

DUKES begins taking off his disguise as the FLIGHT ATTENDANT puts on scrubs.

FLIGHT ATTENDANT
What if he remembers me?

DUKES
You're not that memorable.

FLIGHT ATTENDANT
It's the little pieces -- fragments
from the last mission that never
got scrubbed... what if this one
doesn't take?

DUKES
It'll take.

FLIGHT ATTENDANT
But what if it doesn't?

DUKES
We *improvise*.

TECHNICIAN #2 (O.S.)
We're ready for you, sir.

DUKES nods at the TECH, looks back at the FLIGHT ATTENDANT --

DUKES
Trust your instincts. Things go
sideways when we touch down, skip
to the alternate ending.

DUKES crosses the room to a bay of COMPUTERS surrounded by
other TECHNICIANS. The FLIGHT ATTENDANT approaches HENLEY --

DUKES (CONT'D)
(to everyone)
Get ready for activation.

On the computer, the screen says:

C.I.A. PERSONNEL DATABASE

ENTER PASSWORD NOW

DUKES (CONT'D)
(to everyone)
Access code is 8-1-7-ALPHA-TANGO-5.

Everyone hits the "ENTER" button at the same time. All the
COMPUTER SCREENS glitch to BLACK then refresh.

Folders litter the Desktop. DUKES hovers the cursor over the
"CANE RIDGE" file. Clicks on it.

The screen asks DUKES for the --

CATEGORY?

He types in:

VENEZUELA

The MORA File populates the screen.

Thread-thin electrodes stem from HENLEY'S head, just beneath the skin. Wires snake across the floor to the ECT (ELECTROCONVULSIVE THERAPY) unit.

DUKES (CONT'D)
(to Flight Attendant)
On my count...

The FLIGHT ATTENDANT moves the MICRO-DRILL behind HENLEY'S neck. A small, metal IMPLANT is buried in the HOLLOW CORE of the surgical drill --

DUKES accesses the MISSION OBJECTIVES Tab. Types in:

LIQUIDATE

Moves to the "FILE" tab at the top left of the screen.

DUKES (CONT'D)
In three, two, one -- GO.

He clicks UPLOAD and the drill bit WHIRS UP plunging the IMPLANT precisely through HENLEY'S SPINE into the BRAIN STEM.

HENLEY'S eyes briefly shoot open as his body arches in agony and we are pulled into his IRIS --

Electric currents shoot through his head as we enter HENLEY'S BRAIN. Quadrants blending as memories and thoughts soar through his mind as --

LCD screens show the cursor on the move -- clicking on the SEARCH tab.

DUKES types in a single word.

DISAVOWED

Still photographs come on screen -- SONIA, JENSEN, GARZA and SKYLAR.

DUKES accesses the MISSION OBJECTIVES Tab. Types in:

LIQUIDATE

HENLEY'S eyes shut and start fluttering at a rapid pace.

On the computer, gray pixels slowly fill a tiny, half-empty box. It is a meter displaying how much UPLOAD time is left.

As the IMPLANT disappears into HENLEY'S neck, a small RED light flashes on it. The camera moving in on the IMPLANT...

DISSOLVE TO:

A METAL FENCE RISING

EXT. HIGH RISE - NEW YORK - MORNING

NEW YORK

Snow melting off tires as the car moves down a ramp into an underground garage. SKYLAR, 40's, well-built, gets out and moves inside.

INT. LOBBY - CONTINUOUS

Everything's under construction. SKYLAR passes by a half-completed water fountain and heads for the escalator.

EXT. UNITED NATIONS, FIRST AVE - CONTINUOUS

The avenue has been blocked off. Onlookers line the sidewalks with POLICE, FBI and SECRET SERVICE agents.

A REPORTER goes live on the sidewalk.

REPORTER

With the entire world watching, Fernando Mora is set to become the first Venezuelan leader since 1955 to visit the United Nations headquarters. During this historic summit Mora will meet with the President to sign a permanent Peace Treaty that will guarantee the security of his regime...

On the buildings above, S.W.A.T. SNIPERS scan the crowd. A black LINCOLN with tinted windows parks near the barricade.

FLIGHT ATTENDANT and para-military COPS exit the car.

Small SECRET SERVICE earphones in their ears as the cords disappear into their bullet-proof vests. An UNDERCOVER AGENT approaches the FLIGHT ATTENDANT.

FLIGHT ATTENDANT
How we looking?

AGENT
Solid. He's in position now.

FLIGHT ATTENDANT looks up at the countless buildings overlooking the podium.

EXT. NEW YORK STREETS - CONTINUOUS

SONIA maneuvers her MOTORCYCLE through the dizzying traffic of Manhattan. She pulls up a few blocks away --

Parks her bike and slips into an alley --

INT. HIGH RISE, UPPER OFFICES - CONTINUOUS

SKYLAR moves quickly to a hidden safe, sunlight pours in through the blinds. He enters the combination, removes a SNIPER RIFLE in two pieces. Quickly assembles it. Sets up in the corner of the room. Stops dead when he sees --

HENLEY standing in the shadows. His face in silhouette.

HENLEY
Can't make a living running guns,
Skylar. You needed the cash, you
should've asked.

SKYLAR grins, POPS the MAGAZINE into his RIFLE.

SKYLAR
Bond would've emptied the clip
before I got here.

HENLEY
Yeah, but you're a shit shot and
suits aren't my style.

SKYLAR
A well-tied tie is the first
serious step in life --

SKYLAR rises to face HENLEY. As he turns, he removes his SUIT JACKET revealing a DOUBLE-GUN suspender holster.

SKYLAR (CONT'D)
 -- gotta walk before you can run,
 kid. Dukes close?

HENLEY
 In theory.

SKYLAR
 If he sent you here alone, you're
 dead where you stand.

HENLEY sits in a corner chair. Leans back. Checks his pulse.

HENLEY
 Looks like I'm still here.

SKYLAR
 You're running out of time.

HENLEY
 Time is just memory in the making.

SKYLAR pulls his pistol. HENLEY levels his.

INT. HIGH RISE, LOBBY - CONTINUOUS

We FOLLOW six armed POLICE officers led by FLIGHT ATTENDANT as they enter the building. They pass by the "out of order" elevators while breaking off into two groups: taking the ESCALATOR and a STAIRWELL.

INT. UPPER OFFICE - CONTINUOUS

SKYLAR
 You're in rewind. You're not you
 anymore, Miller. Haven't been since
 they put you on that plane last
 night.

HENLEY
 Drop it!

BANG!

A gun fires, cutting off the words before they leave HENLEY'S lips. The TRANQUILIZER DART sticking out of his neck as his body crumbles to the floor. The gun belongs to --

SONIA --

Quickly moving from the doorway over to HENLEY. His eyes catching a glimpse of her RED hair before he passes out.

SONIA
How bad is he?

SKYLAR
Bad. Think he'll remember us?

SONIA
He has to.

SONIA removes the DART, checks the pulse in his neck, shines a penlight in his eye.

SONIA (CONT'D)
The recollection serum is working
its way through his system now.

SKYLAR gets into position readying the RIFLE.

SKYLAR
It's almost time.

SONIA
(checks watch)
Thirty seconds.

INT. HALLWAY - CONTINUOUS

Four POLICE OFFICERS creep down the darkened hall and ready themselves outside the OFFICE.

EXT. FIRST AVE - CONTINUOUS

A CROWD of PEOPLE fills the Avenue. In the center, various DIGNITARIES, members of CONGRESS and the PRESIDENT. MORA at the podium. His V.P. seated behind him.

MORA
...and as we recognize the
importance of our special
relationship with the United
States, we must remember that there
is still progress to be made.

INT. UPPER OFFICE - CONTINUOUS

SKYLAR adjusts the SCOPE on his SNIPER RIFLE. SONIA stands by the door, gun drawn.

EXT. ROOFTOP OVERLOOKING UNITED NATIONS - CONTINUOUS

A POLICE SNIPER scans the windows of the buildings...

INT. UPPER OFFICE - CONTINUOUS

SKYLAR releases the safety on his RIFLE, looks through the SCOPE to see:

EXT. FIRST AVE - CONTINUOUS

MORA shake hands with the PRESIDENT as the crowd erupts in applause. A CAMERA flashes and he FIRES --

BANG!

MORA takes a shot to the shoulder as he SLAMS to the ground --

EXT. ROOFTOP OVERLOOKING UNITED NATIONS - CONTINUOUS

The POLICE SNIPER sees SKYLAR at the window -- SHOOTS --

INT. UPPER OFFICE - CONTINUOUS

SKYLAR and SONIA duck as SHOTS riddle the window -- HENLEY slowly starts to wake up --

EXT. FIRST AVE - CONTINUOUS

CHAOS erupts -- The PRESIDENT is rushed off stage. PANDEMONIUM breaks out as the CROWD disperses.

On the stage, PARAMEDICS roll MORA over... he's conscious, but losing blood fast.

INT. UPPER OFFICE - CONTINUOUS

The biggest COP violently kicks in the door -- the others swarming in behind him, guns drawn ready to fire.

MUSCLE COP

Freeze!

But it's too late -- SONIA'S in motion and --

Her FOOT shoots up and the jaw breaks, her gun FIRES, head exploding. The COP is dead before his body drops.

And SKYLAR is up now --

Swatting a gun, misdirecting the fire, as a frazzled COP SHOTS --

Legs are shredded. SONIA snaps his neck as --

Another COP FIRES, and SKYLAR leaps out of the way, the bullets ripping through the office as SONIA lunges at him knocking the gun away. Her knee crushing his wind-pipe.

BIG COP raises his ASSAULT RIFLE to finish her, but SKYLAR got the drop on him, and delivers a flurry of punches -- rips the ASSAULT RIFLE from BIG COP -- his finger on the trigger --

BANG!

SONIA ends him with a head shot. SKYLAR looks at the bodies.

SKYLAR
(impressed)
Damn.

SONIA
You're welcome.

SKYLAR
Ready?

SONIA drops a clip. Reloads. Cocks her gun.

SONIA
Ready.

HENLEY (O.S.)
Wait --

HENLEY stands there, disoriented, his gun trained on them.

SONIA
Dream for me.

BANG!-BANG!-BANG!-BANG!-BANG!- SKYLAR sprays the room around HENLEY deliberately missing --

As HENLEY dives for cover, SONIA and SKYLAR run out --

INT. HALLWAY

They burst out of the office as FLIGHT ATTENDANT rounds the corner with her unit. SONIA locks eyes with her and --

FLIGHT ATTENDANT

Freeze!

She and SKYLAR open fire as they race to the opposite end of the hall. HENLEY exits the office -- chases after them as --

FLIGHT ATTENDANT shoots her SILENCED SIG SAUER -- her team SHOOTING wildly -- glass crashing down all around them as --

SONIA and SKYLAR round a corner down another HALLWAY, heading for an UNFINISHED balcony. HENLEY closing in on them --

They reach the end and LAUNCH themselves into the air but --

HENLEY hesitates. Turns around and --

BANG!

FLIGHT ATTENDANT plugs him in the chest and he falls --

Flying down twenty five stories, CRASHING into the EAST RIVER below as we --

MATCH CUT TO:

INT. HENLEY'S BEDROOM - DAY

HENLEY wakes up in a deep sweat, clutching his neck. Gasping for air.

LOS ANGELES

A beautiful woman wakes up next to him. She's not the redhead from before, but a stunning brunette -- LANA. Her face catches the morning light and we RECOGNIZE her --

It's the FLIGHT ATTENDANT.

LANA

It's okay, baby. I'm right here.

He's still panting. Drenched in sweat.

LANA (CONT'D)

It was just a dream. Relax.

HENLEY starts to calm down. Rubs his eyes. Scans the room.

LANA (CONT'D)

(sarcastically)

So how'd she taste this time?

Tickled, HENLEY plays stupid.

HENLEY
How'd who taste?

LANA
The ginger with the bad bangs.

HENLEY
(laughing)
Like cherry chap-stick.

LANA punches him in the chest. They wrestle playfully.

LANA
I wanna know who she is!

HENLEY
Nobody! She's not real. Mind's
playing tricks on me.

LANA
It's Tanya, right?

HENLEY
No -- Tony. Or was it Tommy...
Thomas -- yeah! That was it.

LANA straddles him -- pinning his hands down.

LANA
Same dream for a week and you don't
know her name? I'm not buying it.

HENLEY
Good. You shouldn't. Renting is
much more efficient.

He stops resisting, LANA slowly leans in...

LANA
You're nothing but trouble.

HENLEY
Yeah, the good kind though.

As they kiss we --

CUT TO:

INT. SWINGERS DINER - LATER

Bacon sizzling on a grill. Hash-browns are flipped. Pancake mix is poured. The house is packed.

This is Swingers. Right in the heart of Santa Monica.

The last real diner in town. HENLEY sits at the counter eating. A FIJI water bottle and coffee CUP next to him.

CNN drones in the background on the TVs above the bar.

NEWSCASTER (O.S.)

In Venezuela, opposition forces infiltrated an oil reserve site on the outskirts of the Orinoco Belt, starting a day long series of attacks that swept throughout the city. Civilian casualties are estimated to exceed 200.

Footage plays showcasing the riots all over the country. Military personnel violently clash with protestors. HENLEY stops picking at his omelette. Focuses on the TV.

NEWSCASTER (CONT'D)

Venezuela's development of its oil reserves continues to be affected by political unrest. Opposition leader Felipe Sanchez said: *"Allies have given an unconditional yes to opposition. The definitive end of the usurpation starts today."*

LANA exits the bathroom. Makes eye contact with a LANKY WAITER. Who motions to the TV. She tensely watches the news.

NEWSCASTER (CONT'D)

Tensions have steadily been on the rise since President Mora's government began going after foes, who attempted to stir up a military uprising last week.

LANA motions to LANKY WAITER, who presses the remote control. The TV screen cuts to TBS. He then re-fills their mugs.

LANA (O.S.)

What time is wrap?

HENLEY

I'm done by lunch.

LANA

He get the moves down, yet?

HENLEY

Doubtful.

LANA

It's okay if you catch him a few times. Make a gentleman's bet out of it, like they did on Troy.

HENLEY

Heard Pitt lost \$750 to Bana, plus an extra \$200 to himself.

LANA

You should go fifty bucks a jab, and a hundred for a heavy hit. He's softer than a Hostess Honey Bun.

HENLEY

I was a Little Debbie boy, myself.

LANA

She's all a growing boy needs.

They share a laugh. Then --

HENLEY

Lana, listen, there's something I wanted to talk to you about --

LANA

Here we go...

HENLEY

Hold up a sec --

LANA

No. I hate repeating myself. You must enjoy it 'cause you keep bringing it up, but for the umpteenth time, you'd hate it in New York. It's cold, it's loud, it's crowded!

HENLEY

But it's open 24/7 like a 7/11. It's a miniature version of the world. Whatever happens there happens everywhere.

LANA

Thought we were taking a cruise after next week's commercial shoot? The Caribbean, Fiji... Don't you wanna see Fiji?

HENLEY
(grabs water bottle)
I drink enough of their water.

LANA
This isn't about water.

HENLEY
I'm gonna be late.

HENLEY starts to rise, discouraged. Concerned, LANA catches him before he can leave.

LANA
Henley wait...

HENLEY
If you're afraid of falling we
don't have to go to the top of the
Empire State Building.

LANA
You hate heights more than I do.

HENLEY
We've been here seven years, Lana.
It's time for a change. This isn't
where I'm supposed to be.

LANA
You're supposed to be with me.

HENLEY
I gotta go.

HENLEY kisses her on the cheek and leaves. Off LANA trading a look with LANKY WAITER --

INT. HENLEY'S CAR - MOMENTS LATER

HENLEY drives. His phone buzzes. He answers.

HENLEY
Hello?

VOICE (V.O.)
Hi, am I speaking to Mr. Henley?

HENLEY
Last time I checked.

VOICE (V.O.)

Good morning Mr. Henley, this is Blockbuster customer services and our records show you recently enrolled in the "ALL YOU CAN WATCH" program. Your first month's only \$9.99 and the next film in your queue has just arrived.

HENLEY

It has?

VOICE (V.O.)

Yes sir. You selected to pick up the disc in store when you signed up last week. You should've received your new membership card via e-mail.

HENLEY quickly checks his phone. Scans through his e-mails.

HENLEY

Yeah, I got it this past weekend. When did you say I signed up?

VOICE (V.O.)

Last Thursday. Just before closing at our Beverly Hills location. You can pick up your rental anytime today after three. Have a great day and remember -- at Blockbuster: *you're always ready for more.*

And the line goes dead.

CUT TO:

INT. CONSTRUCTION OFFICE - AFTERNOON - HENLEY

Standing in his OFFICE hanging up the phone. A high-rise CRANE setting iron beams into piles outside his window.

A KNOCK AT THE DOOR.

HENLEY approaches the door. His hand turning the knob and --

BAM!

He's met with a vicious kick!

Launching him backwards --

A BLUE POLO charging at him landing a rapid combination --

HENLEY'S head snapping left from BLUE POLO'S elbow. His body flying over a couch.

Somersaulting off the cushion bouncing to his feet as --

BLUE POLO pulls a GUN and --

WHACK!

HENLEY'S leg cracks his rib -- sending POLO into the wall, the gun flying loose as they engage in a fierce hand-to-hand exchange. HENLEY reaches back to his desk and grabs --

SCISSORS --

Swinging wildly pushing POLO into the --

LOUNGE AREA

The SCISSORS graze POLO'S face. He counters -- grabs hold of HENLEY'S hand -- forcing it into the BLADES of the FAN above.

HENLEY

Ahhh!

The SCISSORS come loose as --

HENLEY knees him in the gut followed by a head-butt and --

BLUE POLO bounces off the wall. HENLEY'S foot connecting with his kidneys.

BLUE POLO falls hard. HENLEY runs to the door about to leave but -- BLUE POLO tackles him and --

Places him in a choke hold. HENLEY losing oxygen as --

He sees BLUE POLO'S gun on the floor next to them. It's just out of reach -- his fingers almost grabbing it and --

He's got it.

BAM!

This fight is over. The bullet rips through BLUE POLO'S head and HENLEY slips out of his hold.

He's sitting there. In silence. A dead body next to him. Blood on his hands. What just happened? How did he do this?

And there's THE GUN in his hand. Damn it feels good -- holding it -- checking it -- aiming it -- like this is something he's done a million times before...

Almost instinctively, like he's not in control of himself he takes apart the pieces, removes the clip and --

Then he stops cold. He lets the weapon slide out of his hands, and slides back staring at the lifeless body. Hating the man for making this feel so much like... murder.

He starts to take a deep, everything-is-fine breath, when -- BLUE POLO blinks.

DIRECTOR (O.S.)
CUT! He blinked again goddammit!

We PULL BACK from the OFFICE to reveal we're on a FILM SET. The CONSTRUCTION SITE is actually a SOUNDSTAGE filled with props, extras and flats.

BLUE POLO
My bad y'all. Got it in my eyes!

DIRECTOR
You're dead! Your eyes don't work anymore!

CREW MEMBER #1
Shit!

CREW MEMBER #2
We're running out of blood!

CREW MEMBERS begin to re-set the scene as HENLEY helps BLUE POLO up. This is LOGAN, 30's, muscular, talks with a subtle southern accent. As they head to the CRAFT SERVICES table...

HENLEY
At this point you should just sign your check over to me.

LOGAN
Thought it was a gentlemen's bet.

HENLEY
As in?

LOGAN
As in... you were gonna be a gentleman and not take my money.

HENLEY quickly jabs him in the shoulder.

LOGAN (CONT'D)
Damn! What was that for?

HENLEY
Now you can take fifty off.

LOGAN

Fuck you...

They arrive at the snack table. Start making plates of food.

HENLEY

We still on for later?

LOGAN

You know it. Playoffs baby.

HENLEY

Might meet you over there. Gotta run to Blockbuster when we wrap.

LOGAN

So, you are ready for more?

HENLEY

Where have I heard that?

LOGAN

Some new promotion they're running. Saw an ad for it this morning.

HENLEY

Ah yeah, I've seen that. They called me on the way in. Said I signed up last week for their little club.

LOGAN

Thought you were outta town last week?

HENLEY

I was.

LOGAN

Sounds like telemarketers. You thinkin' of stoppin' by?

HENLEY

Haven't decided yet.

LOGAN

Yeah you have. You ain't goin'.

HENLEY

I'm not?

LOGAN

Had a cousin sign up for one of them "new promotions"... damn near maxed out one of his credit cards.

HENLEY

No shit?

LOGAN

Every time he tried calling to cancel he got re-enrolled. Kept hooking him up with that rent-three bonus-box for free deal and he never returned shit on time.

HENLEY

Yeah, those late fees are no joke.

LOGAN

I'm surprised they're still in business.

HENLEY

You should try Hollywood Video. Their selection is prime.

LOGAN

Fuck that. Can't even get popcorn there! I get my screeners from SAG.

DIRECTOR (O.S.)

Not if you keep acting like this...

The DIRECTOR passes them heading to VIDEO VILLAGE...

DIRECTOR (CONT'D)

Now put that ho-ho down you beautiful son-of-a-bitch! You're supposed to be an assassin.

(to crew)

Places people! We're back.

LOGAN

(to Henley)

Is he serious?

HENLEY

That polo is a little snug, Seagal.

LOGAN looks at his belly, then the HO-HO. Shrugs. Eats it.

INT. DRESSING ROOM TRAILER - LATER

HENLEY exits his shower. Starts getting dressed. A TV buzzes in the background.

BLOCKBUSTER NARRATOR (O.S.)
At Blockbuster, we're changing
everything!

This catches HENLEY'S attention. He turns his focus to the TV. ON SCREEN -- a group of people scream, hug and jump for joy in the parking lot of a massive BLOCKBUSTER --

BLOCKBUSTER NARRATOR (V.O.)
Are you ready... for what's next?

ON SCREEN -- a giant BANNER unfolds above the store: ALL YOU CAN WATCH for \$14.99

BLOCKBUSTER NARRATOR (V.O.)
Introducing *all you can watch* just
\$14.99 a month! Pick the plan
that's right for you. Either rent
movies in store or rent at
Blockbuster.com where you get your
movies by mail. Right now -- your
first month is just \$9.99. Prices
and participation may vary. Welcome
to the new Blockbuster. *Are you
ready for more?*

ON SCREEN -- **ARE YOU READY FOR MORE?** In giant bold letters. We HOLD on HENLEY'S eyes glued to the screen. He blinks.

MATCH CUT TO:

HENLEY'S EYES --

EXT. BLOCKBUSTER, ROBERTSON LOCATION - LATER

His gaze on the same BANNER from the COMMERCIAL. He's parked near the back of the lot. He takes a breath and --

INT. BLOCKBUSTER, ROBERTSON LOCATION

He enters cautiously, an EMPLOYEE approaches him.

BLOCKBUSTER EMPLOYEE
Can I help you with something, sir?

HENLEY
You the one with my reservation?

GARZA (O.S.)
(to Blockbuster Employee)
I got him covered.

HENLEY turns to find --

GARZA.

He's tense. Donning a BLOCKBUSTER BLUE POLO and wrinkled khakis with a FAKE name badge. As the EMPLOYEE walks off --

GARZA (CONT'D)
You're late.

HENLEY
What? Three's no good now?

GARZA
(almost a whisper)
Say less, Miller.

GARZA walks to the "NEW RELEASE" section. HENLEY follows.

HENLEY
Miller? Who's Miller?

GARZA
You're in *rewind*.

HENLEY
Rewind?

GARZA
They took you back to before.
You're not you anymore.

HENLEY
(looking around excited)
Look at the poet who didn't know
it. You pitching me right now? Am I
being Punk'd? Where's Ashton?

They arrive in the back of the store.

GARZA
Still kind of an ass-hole, aren't
ya?

HENLEY
Depends who you ask, Paul.

GARZA
The name's Garza.

HENLEY
(points to name tag)
They spelled it wrong.

GARZA
I need you to stop talking.

HENLEY
Wait, your voice... It was you who
called me this morning, wasn't it?

GARZA
I had to take the risk and hope
they wouldn't be listening.

HENLEY
Who wouldn't be listening?

GARZA
I know this isn't making sense yet,
but I made you come here so I could
warn you, Miller. You're now an
enemy of the state.

HENLEY
Hold on... New York. You were at
the U.N. the day the attack
happened. I saw you on --

GARZA
ABC. CBS. CNN. Yeah, but that guy's
a ghost. Courtesy of the program
you brought me into.

HENLEY
Program? I don't even know you.

GARZA
What about the red head who keeps
you up at night? The one you can't
stop dreaming about...

HENLEY is visibly shaken. GARZA pulls a DVD.

HENLEY
Okay, who are you? What is this?

GARZA

(loudly)

And it looks like you got the last one in stock. I'll help you out up front.

GARZA heads for the CHECK OUT line. HENLEY follows.

HENLEY

Tell me how you know about her.

GARZA

She feels real cause she's a memory.

HENLEY

What's her name?

GARZA

We were all in the program together before New York. She wanted me to give you this.

They arrive at the CHECK OUT. GARZA removes the SECURITY bracket, checks his surroundings and bags the DVD. As he carefully removes a MEMBERSHIP CARD from his pocket --

GARZA (CONT'D)

(scans card)

This gets you in everywhere.

(drops it in bag)

Keep it with you at all times.

HENLEY

Tell me her name.

GARZA

You already know it.

He tries to hand HENLEY the bag, but HENLEY won't bite.

GARZA (CONT'D)

Look, you don't take it, we all end up in someone else's dreams.

HENLEY finally gives in, grabs it.

GARZA (CONT'D)

He'll reach out soon.

And GARZA'S gone. Turning the corner to the BREAK ROOM. HENLEY watches him vanish into the back, then leaves --

CUT TO:

INT. HENLEY'S HOUSE - AFTERNOON - HENLEY

Opening the case. Staring at the DVD in his LIVING ROOM. He waits a beat, then pulls it out -- puts it in his DVD player.

The MENU loads and everything appears to be normal. Until --

The SCREEN glitches. Data now slashes across the TV.

A digitized topographical MAP glows on the screen. Satellite surveillance GRIDS with alphanumeric readouts change faster than the human eye can follow. A list of NAMES flashes up --

And then it's gone.

HENLEY stands motionless. Staring at the TV. The MAIN MENU pops back up, when suddenly --

HIS PHONE RINGS.

The room closing in on him, pressure building like a gravitational force. He answers it, remains silent.

SKYLAR (V.O.)

Hello, Miller. This is Skylar. I wanted this reunion to take place in a more familiar location, but you don't always get what you want, do you, Miller?

HENLEY

You must not deal with many actors.

SKYLAR (V.O.)

I'm not sure you're ready to hear what I want to tell you, but unfortunately you and I don't have much time. They're onto us, Miller and I don't know what they're going to do once they find you.

HENLEY

Once who finds me?

SKYLAR (V.O.)

The same people who tried to kill you in New York.

HENLEY

What do you know about New York?

SKYLAR (V.O.)

The Blockbuster Initiative was officially re-activated.

HENLEY

The what?

SKYLAR (V.O.)

It's a ghost program, a sub-division within the CIA that carries out covert operations on foreign and domestic soil. Established shortly after 9/11, the program was designed to operate in plain sight, and combat terrorism on a global scale.

HENLEY

Why the fuck would the CIA use Blockbuster as a front?

SKYLAR (V.O.)

Accessibility. The membership card Mr. Garza gave you, grants you access to over 9,000 stores worldwide. They're utilized as rendezvous points between various intelligence agencies.

HENLEY crosses the room. Picks up the DVD. Inspects it.

SKYLAR (V.O.)

The films act as a code for missions. The UPC bar on the back and studio release number on the spine provide the assignment details. Once your membership card is scanned, your mission begins.

HENLEY

(sets disc down)

There's really 9,000 Blockbusters in the world?

SKYLAR (V.O.)

9,094. The U.S. is home to more than half those locations.

HENLEY

That's a lot of movies.

SKYLAR (V.O.)

Anonymity is vital to the program's survival. Now get ready to move. They're here.

HENLEY

Who's here?

KNOCK! KNOCK! HENLEY drops the phone.

CLICK. And the line goes dead.

LOGAN (O.S.)
Henley, you in there?

HENLEY cautiously approaches. As he turns the knob --

HENLEY
Logan?

LOGAN
What's going on man? You ready?

LOGAN moves past him into the apartment --

HENLEY
Thought we were meeting there?

LOGAN
We wrapped early and you damn near
live on the lot. Figured I'd swoop
you on the way, plus I need to hit
the head.

HENLEY
Light a match this time.

LOGAN
(yelling back)
Nope!

LOGAN grins and shuts the door to the bathroom.

HENLEY pockets his cell. Looks back at his TV. Slowly ejects
the DVD. Checks for scratches -- it's spotless.

He puts it in the CASE.

MATCH CUT TO:

A CAR DOOR CLOSING

INT./EXT. LOGAN'S CAR - MOMENTS LATER

LOGAN notices the DVD as they drive. Henley puts on a JACKET.

LOGAN
So, what'd you get?

HENLEY
(holds up disc)
A dud. Wouldn't even play.

LOGAN
Was it scratched?

HENLEY
Nope.

LOGAN
Told you that promotion was bull-
shit.

HENLEY
So is the customer service. Guy who
handed it to me acted like he was
doing me a favor.

LOGAN
That's what leeches do.

HENLEY
This was different. This guy acted
like he knew me.

LOGAN
Did you know him?

HENLEY
Don't think so.

LOGAN
What'd he say?

HENLEY
That we used to work together. We
were in some sort of program...

LOGAN
Program? What program?

HENLEY
I don't know, never said. Just gave
me this.

HENLEY hands the DVD to LOGAN.

LOGAN
(looking it over)
And that's it?

HENLEY
Yeah... Strange, right?

LOGAN
(as he sets the DVD down)
Twilight-Zone-shit, man.

HENLEY'S phone buzzes. "NO CALLER ID" flashes on the screen.
He ignores it.

HENLEY
Can we drop by on the way home?
Wanna return this.

LOGAN
Sure, but first round's on you.

HENLEY
Technically *they're* on you.

LOGAN
I'm sorry, but they said "make it
look real" -- ain't my fault you
can't take a punch. You'd have
never made it on Layer Cake.

HENLEY
You didn't even make it. Vaughn cut
all your scenes.

LOGAN
Still shot 'em. Even flipped a car
in a chase. Your brittle butt
couldn't handle a flip, let alone a
crash.

HENLEY'S phone buzzes again. "NO CALLER ID" on the screen.
This time he answers.

HENLEY
Hello?

SKYLAR (V.O.)
Good. You're still with us.

HENLEY
Am I not supposed to be?

SKYLAR (V.O.)
Depends how well you follow
directions...

HENLEY
I've never missed a mark, if that's
what you're asking.

SKYLAR (V.O.)
 You shouldn't be in that car, Mr. Miller. The man driving you isn't who he says he is.

HENLEY
 That's Hollywood for ya.

SKYLAR (V.O.)
 Check out his hardware. He has a team in place ready to ambush you after the next intersection.

HENLEY'S eyes subtly scan the REARVIEW MIRROR as LOGAN glances over to switch lanes. In the moment he does this, HENLEY catches a glimpse of LOGAN'S EARPIECE.

SKYLAR (V.O.)
 I can get you out, but you have to go now.

HENLEY
 How? We're moving.

SKYLAR (V.O.)
 Next red light, hop out.

HENLEY
 (intensely)
 No.

LOGAN
 (picking up on it)
 You good?

HENLEY
 (to Logan)
 What?... Yeah. Fine.

SKYLAR (V.O.)
 He's got the child-lock enabled on the windows. Doors are next. You can do this.

HENLEY
 (almost a whisper)
 No. No I can't.

SKYLAR (V.O.)
 There are only two ways out of that car. One's out that door. One is in a bag. I suggest you leave.
 (then)
 Quickly.

CLICK. And the line goes dead.

HENLEY
(to himself)
This doesn't make any sense.

They arrive at a RED light.

LOGAN
Sure it does. You saw something you weren't supposed to see.

HENLEY
I didn't see anything.

Suddenly all the car doors LOCK! The light turns GREEN.

LOGAN floors it.

HENLEY (CONT'D)
Logan, what are you doing?

LOGAN
All you had to do was stay home. I was trying to protect you.

HENLEY
This is all wrong.

LOGAN
You made contact with a dead man!
Shot your mouth off about New York.

HENLEY
Made contact with a dead man? I don't know anything about New York! Whoever you want, I'm not him.

LOGAN
You're exactly who we want. Now what else did he give you?

HENLEY
Nothing.

LOGAN
A name, address? Don't fuck with me, Miller!

HENLEY
I don't have anything else!

They fly around a corner.

LOGAN
(into surveillance mic)
This is 726, package is in tow.

HENLEY
Who you talking too?

LOGAN grabs a GUN hidden between the seats --

LOGAN
Don't move!

HENLEY instinctively grabs the barrel misdirecting the gun --

BAM! BAM! BAM!

Three rapid fire shots ring out through the floor --

LOGAN releases the steering wheel -- punches HENLEY in the temple -- his head breaking the passenger WINDOW and -- HENLEY releases his grip on the gun.

LOGAN raises the pistol but HENLEY misdirects again --

BAM! BAM!

Two more shots through the ceiling as HENLEY knocks the gun from LOGAN's hand and --

We're SWERVING all over the road. In and out of traffic barely missing the other cars and --

They trade a fierce series of punches -- as HENLEY throws a jab, but LOGAN reclines his seat back -- HENLEY'S hand crashes through the driver's side window --

HENLEY
Ahh!

LOGAN
That's another fifty to you!

LOGAN un-clicks HENLEY'S seat belt simultaneously wrapping HENLEY'S arm with it, momentarily disabling him.

He raises his chair back up -- reaches for his gun and --

HENLEY pries himself loose. LOGAN turns to fire --

BAM! BAM!

HENLEY dodges -- counters with a punch -- un-clicks LOGAN's seat belt and --

LOGAN loses control of the car -- HENLEY reaches back --
grabs his seat belt and --

CRACK!

They hit the barrier wall on a BRIDGE. Launching into the
air. Spinning twice and --

CRASH into the walkway below!

It's eerily quiet for a moment when -- the smoke clears and --

There's HENLEY. Severely beaten, but alive. He looks down at
his seat belt. Pats it twice. Smiles. Glances over --

LOGAN doesn't look so lucky.

HENLEY
No belt, no brains.

HENLEY unhooks himself. Scans the area --

It's secluded from the main road, this bridge and subsequent
hiking area are empty and he spots the DVD near a stairwell.
He stumbles over, picks it up and puts it in his JACKET.

HENLEY regains his composure, wipes the blood from his brow,
and looks across the street at a GROCERY STORE --

INT. GROCERY STORE - MOMENTS LATER

A CCTV view of HENLEY walking through the sliding doors. We
MOVE INTO the monitor, ENTERING the STORE as if the monitor
were a window. HENLEY stumbles through the PRODUCE section.
Grabs a banana. Finds the MEDICAL items. Swipes a bunch of
band-aids. Enters the -- BATHROOM -- starts cleaning up.

CUT TO:

INT. FBI HEADQUARTERS, CONFERENCE ROOM - AFTERNOON

A FLAT SCREEN TV -- FULL FRAME -- It's FERNANDO MORA.

He's in some sort of war room. And he's pissed. Reporters and
bodyguards hovering nervously around him. As the NEWS FOOTAGE
plays --

MORA
(he speaks Spanish)
Out! I say you're leaving
Venezuela! Citizens from the United
States are no longer welcome here.
(MORE)

MORA (CONT'D)

Let this be the final warning: All diplomats have 72 hours to leave my country. You understand? You are thieves and I will not allow you to take what is not yours. Not while I am in power!

And the image freezes.

BRAYDEN, an FBI bigwig, has the remote. And the floor.

BRAYDEN

That's Fernando Mora speaking in Caracas yesterday. Some of you on the South American desks have worked with him over the years. Some of you closer than others...

FIFTEEN FBI DRONES sitting around the table like kids in the principal's office. We scan the faces as BRAYDEN continues, but the woman we're interested in is named DIANA WARD, 50's.

She's slick, calculated and cunning. As BRAYDEN continues --

BRAYDEN (CONT'D)

After last week's failed Peace Treaty, he's demanding the bureau's help. He wants us to disavow this man --

Another TV lights up on the wall showing FELIPE SANCHEZ.

BRAYDEN (CONT'D)

-- Opposition leader and self-proclaimed interim president, Felipe Sanchez.

WARD'S FACE says this is news to her. HER HANDS say otherwise.

BRAYDEN (CONT'D)

(points to Mora's monitor)
Later in this press conference Mora goes on to claim we're in the midst of orchestrating a coup within his regime. He believes during his visit at the U.N. he was the target of a failed assassination attempt coordinated by us. Says he has proof. Says he's going to name names, unless we publicly denounce Sanchez.

Long pause. No one moves.

BRAYDEN (CONT'D)

(direct and hard)

The Secretary of Defense wants to know if these disturbing accusations are even remotely legitimate. I've already told him no one on my staff would ever think to be this careless.

INT. CANE RIDGE - AFTERNOON

A backwater CIA office. Operations. Anonymous and unnamed. A secret command center within a government owned facility. Pragmatic. Multiple rooms connected like a suite.

Large staff. NUMEROUS TECHNICIANS. Five or six for communications. A few for research. Everyone at their posts.

DUKES tucked away in his corner office -- the controlled chaos of work covering his desk letting us know there's tension in the air. His phone rings. He answers.

DUKES

(eyes on computer)

Go for Dukes.

WARD (V.O.)

I need a word.

DUKES

Try back later.

WARD (V.O.)

This *is* later.

INT. FBI COMMISSARY - LATER

WARD with tea. DUKES enjoys SUSHI.

WARD

Hail clouds are forming, Carl. Looks like snow and I don't have chains for my tires.

DUKES

You'll have to be more specific.

WARD

We're talking about New York. We're talking about Fernando Mora.

(MORE)

WARD (CONT'D)

And I'm asking you if this misstep
at the U.N. has anything to do with
Cane Ridge.

(silence)

Was this Cane Ridge?

DUKES

Is this conversation real?

WARD

In theory.

DUKES

Desperation doesn't look good on
you, Diana.

WARD

Why didn't he finish?

DUKES

Maybe he still will.

WARD

This was almost two weeks ago.

DUKES

Nine days. Trust me. Nobody's
sleeping. It's under control.

WARD

And you keep me in the dark?

DUKES

That's where you live.

WARD

It's where we all live.

(rises)

Now wipe it down.

INT. GROCERY STORE - BATHROOM - CONTINUOUS

HENLEY wipes the last bit of blood off his cheek. Places one
final bandage over his arm. Looks himself over.

His eyes meeting his reflection for what feels like the first
time, as if they're saying: *Who am I?*

He starts to rub his neck, when -- his CELL RINGS.

The room closing in on him like before in his house. He
answers it, saying nothing.

SKYLAR (V.O.)
We assume they're tracing this
call, so I'll be quick.

HENLEY
The Analysts --

SKYLAR (V.O.)
Agents -- have grossly
underestimated your capabilities.
Always did. If the FBI knew what we
know, this conversation would cease
to exist.

HENLEY grips his neck. The pain almost unbearable.

SKYLAR (V.O.)
I'm not sure if you trust me yet --

HENLEY
I don't --

SKYLAR (V.O.)
But I need you to understand that I
will not abandon you until you
abandon me. Are you still willing
to listen?

HENLEY
Do I have a choice?

SKYLAR (V.O.)
Always. Now take the Metro line to
the New Beverly. Proceed to will
call and order the small popcorn
with Swedish fish. Matinee starts
at 1.

HENLEY
(checks watch)
That's not enough time.

SKYLAR (V.O.)
Everywhere in la la land takes
twenty minutes.

HENLEY
Damn. I'm gonna miss the previews.

SKYLAR (V.O.)
Ditch your cell and get moving.

HENLEY
How will we stay in contact?

SKYLAR (V.O.)
 Leave that to us. Now go.

CLICK. And the line goes dead. HENLEY stares at his phone a moment, then snaps it in half. Dumps it in the toilet. Exits.

INT. CANE RIDGE - COMMUNICATIONS DESK - NIGHT

VIDEO PLAYBACK -- a speeding blur of images from a surveillance camera outside the GROCERY STORE.

They're scanning for HENLEY'S departure --

DUKES
 Rewind it -- keep moving -- stop --

COMMS TECH #3 freezes the image. Blows it up. Here he is -- HENLEY leaving the grocery store with the DVD in tow.

DUKES (CONT'D)
 (to himself)
 You're not where you're supposed to be, Mr. Miller.

COMMS TECH #2 at his system --

COMMS TECH #2
 Sir...

DUKES
 Yeah?

COMMS TECH #2
 Robertson location just confirmed somebody called Miller this morning and told him "*his reservation was ready*".

COMMS TECH #1
 Disc was accessed half an hour later at a house in Beverly Hills.

COMMS TECH #3
 What if he knows? What if this is *his* way of telling us he knows?

DUKES
 Irrelevant. Now wake them up.

COMMS TECH #3
 Both of them?

DUKES
 (all business)
 Your ears broken or you just slow?

COMMS TECH nods -- breaks away. As DUKES pulls out his cell --

EXT. MIAMI RESIDENTIAL AREA -- MORNING

Establishing shot. A beautiful ocean villa. 80's MUSIC over this -- *"Wake Me Up Before You Go Go" by Wham*

INT. MIAMI VILLA - CONTINUOUS

Meet THE CHEMIST. Early forties. Best shape of his life. He's in the middle of an intense TAE-BO workout with Billy Blanks.

A stunning A-LIST ACTRESS approaches him from behind. He accidentally elbows her. She playfully gut checks him, tosses him to the bed. As they proceed to make love --

His PHONE starts buzzing -- hum -- hum --

INT. CAESAR'S PALACE - MORNING

An upscale, runway fashion shoot. A DOZEN MODELS frolicking around a swords-and-sandals photo studio inside the CASINO. Meet BRYTEN. Breathtaking. Pushing 60. But you'd never guess it. She airbrushes a FAKE 6-PACK onto a PUDGY MALE MODEL.

As she finishes her PHONE starts vibrating -- hum -- hum --

INT./EXT. LANA'S CAR - CONTINUOUS

LANA'S CELL buzzes on the center console.

She pulls up to the CRASH SITE as LOGAN'S DEAD BODY is covered with a tarp. Police are scattered throughout collecting evidence, interviewing witnesses. She answers.

LANA
 (into phone)
 Is this your idea of improvising?

DUKES (V.O.)
 Logan said he was good off-book.

LANA
 He could barely read a script let alone a dossier. Where's the disc?

DUKES (V.O.)
Miller has it.

LANA
Shit.

INT. CANE RIDGE - CONTINUOUS

DUKES in his office on the phone.

DUKES
Relax. We're tracking him now.

LANA (V.O.)
Nobody could've made it out of that
car without help. Has to be Skylar.

COMMS TECH #2 enters in a hurry.

COMMS TECH #2
Sir...

DUKES
(to Comms Tech #2)
Yeah?

COMMS TECH #2
We got him.

COMMS TECH #2 sets his laptop down on DUKES' desk. It's
SECURITY CAM FOOTAGE outside a METRO TERMINAL of HENLEY
boarding the train.

DUKES
(to Comms Tech)
Congratulations, you still have a
job.
(into phone)
Lana...

INT./EXT. LANA'S CAR

LANA
Yeah?

DUKES (V.O.)
He's headed east on the orange
line. We'll let you know when he
exits.

LANA
It's time to punch his ticket.

DUKES (V.O.)
Wait for Bryten before entering.
She's on her way with back up.

LANA
The only back up I need is on my
hip, and she came with a silencer.

DUKES (V.O.)
If Skylar appears we only get one
shot. Can't afford another fuck up.
After the package is secure, erase
them both.

LANA
What about the Usher?

DUKES (V.O.)
Him too.

CLICK. The line goes dead.

EXT. METRO TRAIN - DAY

A newly renovated METRO line flies along the rails.

INT. METRO TRAIN

It's almost 1 p.m., and the train is crammed with the
9-to-5 crowd finishing lunch. HENLEY sits in the back, eyes
scanning everything.

We come to a halt. The door opens. He exits.

INT./EXT. LANA'S CAR - CONTINUOUS

LANA'S parked on a side street. Her cell buzzes. She reads
the text: *Go to the NEW BEVERLY 7165 Beverly Blvd.*

She speeds off.

EXT. NEW BEVERLY THEATER - CONTINUOUS

HENLEY approaches the theater, watching everything.

INT./EXT. LANA'S CAR - CONTINUOUS

LANA pulls up as HENLEY rounds a corner. She parks. Exits.

INT. NEW BEVERLY THEATER

HENLEY enters the Art Deco designed lobby, a throwback to the glory days of Hollywood revival houses. Walks to WILL CALL.

BOX OFFICE EMPLOYEE
Hi! Welcome to the New Beverly. How
can I help you today?

HENLEY
You have a ticket for me...

BOX OFFICE EMPLOYEE
Name?

HENLEY
It's under Henley.

The BOX OFFICE EMPLOYEE checks the tickets --

BOX OFFICE EMPLOYEE
Hmm... Not seeing anything. Are you
sure it was for our matinee?

HENLEY
Yeah.
(checks the marquee)
"The Bourne Identity" at 1.

BOX OFFICE EMPLOYEE
Followed by "Mission Impossible
III". It's action double Friday --
(still looking)
Maybe it's under another name?

LANA (O.S.)
Try Miller.

HENLEY turns and does a double-take. It's LANA --

BOX OFFICE EMPLOYEE
Ah, yes. Here we go.

She hands over the tickets.

LANA
Thank you.

LANA hooks her arm into HENLEY'S, guiding him to the concession stand.

HENLEY
What is this, Lana?

LANA
Your fucked up yellow brick road.

A skinny, shy, USHER approaches. This is GREG.

GREG
What can I get you folks?

HENLEY
Small popcorn with Swedish fish.

GREG'S demeanor immediately changes.

GREG
Is this a test, sir?

HENLEY
Do I look like Tyler Durden to you?
It's an order.

GREG gives him the once over.

HENLEY (CONT'D)
(almost a whisper)
Skylar sent us. You know him?

GREG
(a beat)
You were here two months ago. Both
of you stood over there by the
butter, asking me to keep this
location active. Said we'd need it.
Didn't say why.

HENLEY
Who do you think I am, Greg?

GREG
You're Cole Miller, sir.

A group of PEOPLE enter and GREG'S demeanor immediately
changes. As he hands HENLEY the SNACKS --

GREG (CONT'D)
That'll be seven dollars flat.

HENLEY hands him the cash.

GREG (CONT'D)
And that should do it. If you'll
follow me right this way, I'll take
you to your seats.

They follow GREG on the YELLOW CARPET into the THEATER as the last PREVIEW ends in the background. PEOPLE are scattered throughout. About 3/4 of the seats filled.

GREG guides them along the back wall through a door labeled --
EMPLOYEES ONLY

-- approaching an unmarked ELEVATOR. He hits the DOWN button.

LANA
I've got him covered from here.

GREG
(to Henley)
Sir?

HENLEY nods.

GREG (CONT'D)
(to Henley)
Good to have you back.

GREG leaves. The doors open. They enter. As the doors close --

INT. AIRPLANE - DAY

BRYTEN slides the window PANEL up, reading a folder with her mission credentials. She flips the page --

A surveillance photo of HENLEY stares back at us.

VOICE (V.O.)
Flight Attendants prepare for
landing.

INT. HENLEY'S SECRET LAIR - MOMENTS LATER

The elevator doors open to a hidden floor underneath the theater. Think the BAT-CAVE but with more GADGETS.

TV MONITORS on the side wall. Desk in the corner. Three piece couch in the middle of the room. As they enter --

LANA
It'll feel bigger than you
remember.

HENLEY
(thinking)
I don't *remember* anything.

HENLEY seems paralyzed. Trying to take it all in. His hands touching things as he passes. As if a scent, a pattern -- something will become familiar.

LANA

Part of you wants to believe how real your dreams feel. You came here because you wanted to learn the truth.

He continues exploring as LANA walks over to the coffee table and opens the top book on the pile and --

A double-wide METAL BRIEFCASE. Hidden here in the hollowed out stack of books. LANA pulling it out. Opening it.

LANA (CONT'D)

This belongs to you... Received it after your seventh mission was a success.

HENLEY

Seventh?

LANA nods as HENLEY skeptically walks over. Opening the case.

First of all...

GUNS. Two very good guns. A dozen clips of ammo. MONEY. Lots of it. Fifteen thousand dollar stacks of hundreds. And SIX MORE LICENSES. All clean. Brand new. All with his photo.

LANA

I won't pretend to know how you're feeling right now, but I want you to know you can trust me.

HENLEY thumbs through his ID'S. Stares intently at the COLE MILLER DRIVER'S LICENSE. Filters through a stack of pictures.

LANA (CONT'D)

That's the only way we're going to make it through this. You understand? You have to trust me with your life.

HENLEY

I don't even know who you are...

LANA

I'm your wife. We met at the Farm four years ago after Skylar selected us for the program.

As she says this, HENLEY finds an old PHOTO of his former recruitment class. We PUSH-IN on the PHOTO and --

DISSOLVE TO:

EXT./INT. THE FARM - DAY (FLASHBACK)

The SAME PHOTO coming to life --

We're at CAMP PEARY. SKYLAR instructs two teams of RECRUITS through a rigorous GUN TRAINING course. A DIGITAL PACE CLOCK counts down from an adjacent wall -- 20, 19, 18...

LANA (V.O.)
You were the first to make it past
him...

Our focus on HENLEY leading one team, maneuvering quickly through his opponents. His gun like an extension of his arm. Clearly the best. CLOCK READS: 12, 11, 10...

LANA (V.O.)
The only one that ever got to me in
time...

HENLEY reaches the end of the course. Enters a room -- finds SKYLAR using a HOSTAGE as a shield. Their hands are zip-tied and he holds a pistol to their temple.

SKYLAR
Three! Two! --

BANG! HENLEY fires his ASSAULT RIFLE. The PAINT BALL tags SKYLAR's slightly exposed knee. He stumbles, the HOSTAGE breaks free. As SKYLAR loses his balance, HENLEY approaches --

BANG! BANG! Two PAINT BALLS drill SKYLAR in the chest.

HENLEY
One.

SKYLAR smiles as HENLEY approaches the HOSTAGE. Two MEMBERS of his team enter, covering his six as he pulls a knife from his boot. He cuts the zip-tie and removes the hood.

It's LANA.

END FLASHBACK

INT. HENLEY'S SECRET LAIR, NEW BEVERLY THEATER

LANA

We now believe Skylar's a double agent. Last week before the Peace Treaty he stole the Cane Ridge NOC list, the list of our non-official covert agents. We think he attempted to re-write your memory so he could use you to dismantle the program from the inside.

HENLEY

Then why did he help me this morning?

LANA

What are you talking about?

HENLEY

He called me, tried to warn me about Logan. The car. The DVD...

LANA

What else did he tell you?

HENLEY

To come here. Then you showed up.
(skeptically)
How did you know I'd be here?

LANA

I didn't.

HENLEY grabs her by the shoulders -- gets in her face.

HENLEY

Then why are you here? Who sent you?

LANA

No one. No one sent me.

HENLEY

Did they send you here?! Did they?

LANA

Who is "they?"

HENLEY

Don't bull-shit me Lana! Tell me why you're here!

LANA

Protocol says we meet here if anything goes wrong! We always meet here! I saw the accident on KTLA and recognized Logan's car. Tried calling, but your phone was off and when you weren't at home, I knew you'd be here! It's protocol.

(beat)

You just can't remember.

A moment. HENLEY relents, releasing his grip on her arms. Then grabs his neck. The pain getting worse. LANA notices.

LANA (CONT'D)

We need to find out what's on that disc.

She extends her arm out. HENLEY hesitates then finally gives in, handing her the DVD. She puts it in a specialized player. Motions for HENLEY to come towards her.

LANA (CONT'D)

Give me your hand.

He does. She places his right index finger against a FINGERPRINT SCANNER. Identity accepted. She grabs the remote.

A PROJECTOR SCREEN drops from the ceiling. The DVD menu populates the space. She selects the option of:

"WATCH with DIRECTOR'S COMMENTARY"

As the FILM starts to play, the screen glitches and WE SEE --

SONIA, disheveled, in worn-out military apparel. She appears in close-up and addresses the camera directly.

SONIA

Hey troublemaker. If shit's hit the quicksand then Logan's dead and you're watching me in your little Bat-cave.

SONIA lights a cigarette. HENLEY watches, hypnotized.

SONIA (CONT'D)

What's really going to fry your bacon later on is -- would you still have gone to Blockbuster even if we didn't call?

HENLEY stares at SONIA'S face. Unbeknownst to HENLEY, LANA subtly checks her CELL PHONE. Screen reads: **NO SERVICE**

INT./EXT. BRYTEN'S CAR - CONTINUOUS

BRYTEN drives. The dashboard is equipped with sophisticated communications equipment and complex tracking devices.

She pulls her CELL, calls LANA. The call goes **STRAIGHT TO VOICEMAIL**.

She hangs up. Dials again. Same thing: **STRAIGHT TO VOICEMAIL**

INT. HENLEY'S SECRET LAIR, NEW BEVERLY THEATER

Mesmerized, HENLEY intently watches the woman from his dreams.

SONIA

About two months ago you learned some things about our program you weren't too fond of. You helped me realize that if we worked together, there was still a chance we could make things right. Unfortunately, if you're watching this, that means they got to me.

HENLEY doesn't know what to think. LANA'S phone RESTARTS. Screen still reads: **NO SERVICE**

INT./EXT. BRYTEN'S CAR - CONTINUOUS

BRYTEN flies around a corner, CELL in hand. Tries CALLING LANA once more. Same thing happens: **STRAIGHT TO VOICEMAIL**

She slams the CELL shut. GPS reads: *5 minutes out.*

The car accelerates.

INT. HENLEY'S SECRET LAIR, NEW BEVERLY THEATER

ON TV: SONIA reaches into the same briefcase that HENLEY just opened.

SONIA

Before we get further up shit's creek, let's take you offline.
(holds up metal box)
Pull this out of your bag and make sure it came with tweezers.

HENLEY takes out a metal box. Cracks it open and removes a surgical knife along with tweezers.

SONIA (CONT'D)

They've got you wired, and they'll have a lock on you in about two minutes unless you follow my directions word-for-word.

(holds up knife)

Let's go ahead and make two incisions in the back of your neck.

LANA sits down next to HENLEY. Her hand trembling.

SONIA (CONT'D)

Don't worry; the microchip acts like a magnet. The blade is almost self-guiding, just find the edges and cut very slowly.

The recorded message freeze-frames.

HENLEY

Almost self-guiding? What the fuck?

LANA

I'll go slow.

HENLEY

Yeah.
You will.

LANA warily holds the blade over his neck. HENLEY gently touches her hand and guides it to his neck.

PUSH-IN as LANA presses the blade sharply down into his skin... cutting a slit through which the blunt edge of --

THE IMPLANT

-- appears like a grain of rice. LANA carefully pulls it out with her tweezers. It slides out onto her bloody fingers.

EXT. NEW BEVERLY THEATER - DAY

BRYTEN parks around the corner. The other ANALYSTS arrive across the street in PLAINCLOTHES. Quickly setting up a perimeter around the building.

INT. HENLEY'S SECRET LAIR, NEW BEVERLY THEATER

HENLEY takes the bloody IMPLANT and grips it between his two fingers.

He stares intently at it as he rolls it between his index finger and thumb. LANA finishes bandaging him up, then grabs the IMPLANT from him, placing it with the medical tools.

INT. NEW BEVERLY THEATER - LOBBY - CONTINUOUS

BRYTEN enters and approaches the concession stand. As GREG finishes re-filling the drink machine, turning to face her --

GREG
Welcome to the New Beverly, what
can I get --
(upon seeing Bryten)
Oh shit --

BRYTEN
Been a while. What do we say, Greg?

GREG
Fuck you.

BRYTEN
Always with the big words.
(looking around)
This is some promotion...

GREG
I'll never pay for a movie again.

BRYTEN
Still get screwed on the snacks,
though.

As GREG re-fills the popcorn, WE SEE a hidden GUN buried in the machine.

GREG
Dukes here?

BRYTEN
In theory.

GREG
That means your dead where you
stand.

BRYTEN
And what happens when *you're* gone?

GREG
With what?

BRYTEN

They have a friends-and-family
rollover or do the films just go to
waste?

GREG

(subtly reaching for gun)
This isn't AT&T. It's the New
Beverly. Dead is --

BAM! BAM! BAM! BRYTEN'S machine gun rips through him.

BRYTEN

Dead.

GREG'S body smashes through the glass casing with the candy.

POP, POP, POP. The kernels in the popcorn machine start
FLYING out, overflowing onto the floor.

INT. HENLEY'S SECRET LAIR, NEW BEVERLY THEATER - CONTINUOUS

ON TV: SONIA pulls out a DVD from the briefcase.

SONIA

The disc you're playing was a bread
crumb. Next stop on your tour is
the Hollywood Roosevelt. Flash the
Miller I.D. at check-in and don't
talk to anyone. Wait there for
instructions.

(intensely)

Now scratch the disc and get out.

The screen FREEZES. HENLEY can't take his eyes off her. Just
as he's about to say something --

THE FIRE ALARM SOUNDS

BEEP! BEEP! BEEP!

LANA

We have to leave.

HENLEY

More bad guys?

LANA

Everywhere.

LANA rises -- SMASHING the IMPLANT with her shoe. HENLEY
ejects the DVD, as LANA throws all of HENLEY'S things into
the briefcase. She grabs his gun.

LANA (CONT'D)

Take this.

LANA tosses HENLEY his PISTOL. He catches it. She cocks hers.

LANA (CONT'D)

Let's go.

LANA hits the "UP" button on the ELEVATOR as HENLEY places the DVD on a RECORD PLAYER in the corner of the room. He sets his pistol next to the RECORD PLAYER.

As he drops the needle on the DVD --

DING! The doors open.

It's BRYTEN --

LANA draws her gun, but hesitates. HENLEY reaches for his pistol -- as BRYTEN swats LANA'S pistol away and --

EVERYTHING STARTS HAPPENING AT ONCE

BANG!-BANG!-BANG!-BANG!-BANG!- machine gun fire spraying into the lair, so HENLEY can't grab his gun.

He scrambles to take cover behind a support beam and --

LANA catches a RICOCHET grazing her in the leg. She hits the floor as THE LIGHT SHATTERS above her and --

BRYTEN -- she's coming in fast -- last pieces of the TVs on the walls CRUMBLING AWAY as she reloads and --

HENLEY like we've never seen him. Like a wild animal coming from around the beam, grabbing BRYTEN, knocking the gun out of her hand and --

The heel of his foot launching into BRYTEN'S chest and --

She flies back into the DVD library -- the wall of films falling as BRYTEN tries to catch her breath but --

HENLEY -- like a machine -- insanely fast -- cracks her with a jaw-shattering right hook but --

BRYTEN counters. Attacks hard. They exchange an intense series of punches as LANA crawls towards BRYTEN'S machine gun on the ground and --

HENLEY -- his hand -- like a piston -- hard into BRYTEN'S throat -- and then his knee -- up into BRYTEN'S RIBS, shattering them and --

LANA struggles to reload the machine gun.

HENLEY notices his PISTOL across the room next to his RECORD PLAYER. He makes a move for it and --

BRYTEN is on the floor -- shocked -- stunned -- gasping for air -- reaching for an extra 9mm in her waistband and --

LANA sees what's coming. She's got the MACHINE GUN -- she's got it trained on BRYTEN -- her finger on the trigger --

HENLEY -- he grabs his GUN -- turns to fire --

BRYTEN levels her weapon -- about to shoot --

BANG!-BANG!-BANG!

LANA empties the clip in BRYTEN, ending her.

HENLEY standing there in shock -- frozen -- his eyes on BRYTEN -- the smoking gun -- everything that just happened --

HENLEY

You knew her didn't you?

LANA

We have to move -- there's more of them coming --

HENLEY

She hesitated when she saw you -- why? --

LANA

We're not safe here --

HENLEY

All I did was rent a movie. Why does everyone want me dead?

LANA

-- we have to leave right now -- I can guide us -- but it has to be now --

HENLEY

You knew she was coming.

LANA

No I didn't. Not her. Not here.

HENLEY

You told me to trust you with my life --

LANA

You can. I don't know who they
have. Could be anybody -- anywhere.

HENLEY

She knew you! She knew I'd be here!

LANA

And look what happened!
(this shuts him up)
I don't know why she didn't pull
the trigger -- and I don't care.

HENLEY

(exasperated)
I care, this is my life we're
talking about...

LANA

-- we can't be here --

HENLEY

-- what about the cops --

LANA

-- can't trust them --
(intense)
We don't know who she was! Or who
she was working for! We don't even
know what you know! The only thing
I *do* know is that if we stay here,
we're dead!

LANA -- that's all she wrote -- picking up the briefcase and
her SILENCED SIG SAUER -- hits the ELEVATOR button.

HENLEY'S standing there. Completely wiped out. Lost.

LANA (CONT'D)

You brought us this far. I can get
us to the Roosevelt. You with me?

Off HENLEY staring...

EXT. NEW BEVERLY THEATER - DAY

Fire trucks gather outside. People exiting as POLICE pull up
to the main entry approaching fast and --

INT. NEW BEVERLY THEATER

LANA and HENLEY bolt out of the ELEVATOR as another unit of COPS enter the lobby --

POLICE OFFICER

Freeze!

LANA turns and --

BANG!-BANG!-BANG!-BANG!-BANG!-BANG!-

Her finger on the trigger laying down covering fire as --

She grabs HENLEY and they race toward the bottom of the theater under the PROJECTION SCREEN to the lower EXIT into --

EXT. BACK ALLEY

POLICE blocking exits on both ends. They can only go up. HENLEY hoists her onto the fire escape. He's right behind her climbing up to the --

EXT. ROOF

Running with LANA as the ANALYSTS close in.

They begin to jump from one roof to the next, the POLICE right behind them and --

Up ahead HENLEY sees their only shot for survival --

A balcony; a blue glow in the middle of a lit up steel apartment complex.

HENLEY

There --

LANA and HENLEY focus in on it, running as fast as they can, launching off the edge of the roof, their bodies soaring through the air and --

They crash with an EXPLOSION of WOOD and GLASS, falling, tumbling, into a --

INT. LIVING ROOM

-- landing behind a COUCH, battered, bleeding but --

Still breathing.

TWO COLLEGE STONERS staring at their TV watching "THE MATRIX" puffing a joint --

COLLEGE STONER

When did we get surround sound?

Through the smashed balcony doors, they see the POLICE, in the distance getting closer, their guns bouncing up and down as they run; laser focused on the balcony.

HENLEY

Let's move.

HENLEY helps LANA up and they limp to the door.

EXT. MIAMI BEACH - DAY

A little baby blue SCOOTER cruises through downtown Miami.

EXT. MIAMI STREET - DAY

The CHEMIST can barely fit on the SCOOTER as he rides through the streets. Glides to a stop in front of --

BLOCKBUSTER.

INT. BLOCKBUSTER - DAY

CHEMIST and the CASHIER -- walking quickly through the store, he grabs a DVD.

The CASHIER removes the security bracket on the DVD, scans CHEMIST'S MEMBERSHIP CARD and we --

MATCH CUT TO:

A KEY FOB BEING SCANNED --

INT. CHEMIST'S PENTHOUSE - LATER

CHEMIST enters.

It's Modern. Chic. Spotless.

Like a museum. Priceless art work everywhere. A library of BOOKS and VHS tapes lining the hallway.

CHEMIST moving quickly. Shutting the door. Moving to the wall of films. Pulls the *TOTAL RECALL* VHS tape from its place --

The WALL separates, revealing --

CHEMIST'S SECRET OFFICE

But it feels more like a COMMAND CENTER. Like we're in the Pentagon. Monitors lining one wall. BLOCKBUSTER DVD'S along the other. Glass desk in the corner. Computers everywhere.

QUICK TIME CUTS

CHEMIST working fast. Closing the secret door. Moving to the desk. Turning on his COMPUTER.

ON THE SCREEN -- a timer. Behind the desk -- A bomb. A booby-trap. The CURSOR stops blinking as the CHEMIST leans forward and uses FACE RECOGNITION SOFTWARE to log in and --

CHEMIST moving to the DVD player in the middle of the room. Puts the disc in and selects --

"WATCH with DIRECTOR'S COMMENTARY"

As the film plays WE HEAR --

DUKES (V.O.)
Nine days ago Agent Miller
disappeared while on a recon
operation...

CHEMIST walks over to the coffee table and opens the top book on the pile and --

A double-wide METAL BRIEFCASE. Hidden here in the hollowed out stack of books. CHEMIST pulling it out. Opening it.

Empty compartments on top, CHEMIST taking off his watch. His Florida Driver's License. Emptying his handbag. All of this goes into the empty compartments and --

CHEMIST zips up this top layer and --

THE METAL BRIEFCASE -- there's more -- a much larger bottom section -- and it's deja-vu all over again --

We're looking at the identical contents we saw HENLEY find in the New Beverly safe-house, except for a few differences.

First of all... GUNS. Three very good guns. Two dozen clips of ammo. MONEY. More than HENLEY. Fifty thousand dollars, stacks of hundreds. And an assortment of DRIVERS LICENSES and PASSPORTS. All clean. Brand new. All with his photo.

New York. Norway. Illinois. Italy. Vermont. Venezuela. CHEMIST going for the Venezuelan Passport --

EXT. PARKING GARAGE - CONTINUOUS

LANA and HENLEY enter in a hurry.

LANA

Come on, we need new wheels.

They turn down a row of cars and HENLEY spots the SHAGUAR from the AUSTIN POWERS film series.

HENLEY

What about this one?

LANA

Too many gadgets. Not enough torque.

He looks down the aisle and sees the DELOREAN from BACK TO THE FUTURE. He starts to speak but LANA cuts him off --

LANA (CONT'D)

No. You're already in *rewind*.
(then)
We're taking that one.

HENLEY looks over and sees a 1964 ASTON MARTIN DB5. The iconic car JAMES BOND drives.

HENLEY

I must be dreaming...

HENLEY breaks the FOURTH WALL -- looks right at us and says:

HENLEY (CONT'D)

She's a woman of many parts.

LANA

And you won't be touching any of them. We're taking that one.

LANA points at a beat up grey MINIVAN. Smashes the window with the butt of her GUN.

HENLEY

Oh, behave...

She pops the lock.

LANA

Get in.

As HENLEY makes his way to the passenger seat LANA HOT-WIRES the car. She throws it in REVERSE and they take off.

EXT. CITY STREETS - MOMENTS LATER

The MINIVAN weaves in and out of traffic.

INT./EXT. GREY PICKUP

As LANA makes a turn she feels something on her hip.

HENLEY

You're hit.

LANA

(noticing the blood)

Just grazed me.

LANA checks her pocket. Feels her CELL. Pulls it out. The screen's cracked and almost broken in half. She tosses it out the window and makes a right, back onto the main street.

EXT. CITY STREETS - CONTINUOUS

The MINIVAN runs a red light. LANA looks directly at the TRAFFIC CAM as they do. The camera FLASHES. CLICK. CLICK.

INT. CANE RIDGE - DAY

It's LANA'S FACE -- a video image frozen on a COMPUTER SCREEN.

PULL BACK TO REVEAL --

A DOZEN COMPUTER MONITORS -- and shot after shot of LANA and HENLEY -- sixteen different angles -- sixteen different locations -- sixteen unaltered CCTV perspectives of LANA and HENLEY driving through the city --

DUKES

(to himself)

What are you doing, Lana?

DUKES and RESEARCH TECH #7 glued to these surveillance feeds downloaded from Los Angeles --

DUKES (CONT'D)

They don't have a better shot of the plate?

RESEARCH TECH #7

What you see is what they have.

DUKES
 What about the alley? Restaurant
 across the street...

RESEARCH TECH #7
 Gimme a sec...

DUKES stress eats a PROTEIN BAR. Research Tech #5 approaches.

RESEARCH TECH #5
 Ward knows about the theater.

DUKES
 (condescendingly)
 No shit. Five o'clock news is
 running it now.

RESEARCH TECH #7
 (scrolling through)
 Sir...

DUKES
 (looking over)
 Blow that up.

INSERT -- THE MONITOR -- as the image fills the screen. And
 there's the STREET level view of the LICENSE PLATE.

DUKES (CONT'D)
 Okay, listen up.

The room turns their attention to DUKES.

DUKES (CONT'D)
 New transpo is a beat-to-shit Honda
 Odyssey. Let's get these plates
 sent to our friends in Los Angeles,
 have LAPD on standby.

DUKES crosses the room to his OFFICE. Shuts the door and
 blinds. Calls LANA. It goes: **STRAIGHT TO VOICEMAIL**

EXT. MORA'S VENEZUELA COMPOUND - NIGHT

A three-story palace in the middle of the jungle.

NEWSCASTER (V.O.)
 Tensions continue to rise between
 the United States and Venezuela on
 the heels of a failed peace treaty
 with the embattled country...

INT. MORA'S VENEZUELA COMPOUND - NIGHT

Picture a heavily-guarded mega-mansion dripping with gaudy materialism. It's luxuriously self-indulgent.

And the castle is dark and sleepy now, CBS droning in the background as we travel down a long hallway...

NEWSCASTER (V.O.)

Earlier today security forces arrested Nato Toya, the No. 2 leader of Venezuela's opposition-controlled congress...

We finally ARRIVE at --

MORA'S THRONE ROOM

And his eyes are glued to the TV in his wall. He's shrouded in darkness. Alone on his throne.

The self-portrait looking down on him like a relic.

In a small corner of the TV screen, we see a STILL PHOTO of NATO TOYA, a middle-aged man of commanding presence.

NEWSCASTER

Sitting President Fernando Mora defended his regime's response, calling his tactics for government security "necessary and inevitable". He went on to say --

Footage on the TV cuts to MORA giving a speech at a rally --

MORA

(in Spanish)

"The Venezuelan people will never abandon President Chavez's ideology. Venezuela in the twenty-first century has blunted with a model of its own for a new society, and has broken all the moorings that previously made us dependent on U.S. Imperialism. It's a sacred land that we must value and defend."

MORA hits "MUTE" on the remote. Takes a long drag from his cigar. Downs another drink. Off MORA stewing...

INT. CANE RIDGE - NIGHT

A bird's eye view of DUKES behind his desk. Working. Ward seated across from him -- staring harshly at a picture --

LANA'S FACE -- A DRIVER'S LICENSE -- smiling ear-to-ear --

WARD

She one of yours?

DUKES

Yours, mine, ours... hard to tell these days.

WARD

That re-make will never live up to the original. You see it yet?

DUKES

For what? I deal with enough children here. Besides, I'd take a re-boot over a re-make any day.

WARD

How can you tell the difference?

DUKES

One has style. The other doesn't.

WARD

(flips page in file)
What's her story?

DUKES

Lana Elizabeth Evans. She's thirty-three. Born in the Mission district, San Francisco. Mother was a teacher. She died in '95. Drunk driver. Kid was in the car. Not a scratch on her. There is no father.

WARD

She come through intelligence?

DUKES

By way of Harvard Law. Graduated top of her class. Cut her teeth in the DA's office in Boston. Came in as an Analyst a few years back.

WARD

(combing through the file)
She took to the program quick.

DUKES

Yes she did. No remaining family.
No political ties.

WARD

No problems.
(shuts file)
Until now.

DUKES

This thing with Miller isn't real.

WARD

The city block shot-to-shit says it
is.

DUKES

We've been married five years.
You're reaching, Diana.

WARD

Am I? Happens all the time with
your types. Coverts swept up in
another off-Broadway production
immersed in whatever bull-shit
"role" they're playing to gather
Intel, and for what?

DUKES

Tracking's in progress. What else
do you need to know?

WARD

The tracking phase ended when you
had him surrounded in Los Angeles.

DUKES

No. Tracking ends when we have the
package. It ends when we cancel the
rest of his team.

WARD

I don't disagree, which is why I've
decided to call in a few markers.

DUKES

That's not the play. Bureau boy
scouts don't like getting blood on
their uniforms. Lana's solid.

WARD

I need another set of eyes on this.

DUKES

You're looking at 'em. In 48 hours
I'll expect a thank you card.

WARD

(beat)

You've got until sundown tomorrow,
Carl. Finish it.

CUT TO:

EXT. PRIVATE AIRPORT - NIGHT

An unmarked black SEDAN pulls up on the tarmac. DUKES exits.
Boards the plane.

EXT. SUNSET BLVD. NEAR HOLLYWOOD ROOSEVELT - NIGHT

THE BEAT-UP MINIVAN cruising down Sunset.

INT. HOLLYWOOD ROOSEVELT, LOBBY - MOMENTS LATER

At the REVOLVING GLASS DOORS, HENLEY and LANA push thru. A
FAT MAN in a plaid suit isn't looking, BUMPS HENLEY.

FAT MAN

Watch it, ass-hole.

FAT MAN exits. HENLEY and LANA cross the luxurious lobby to
the CONCIERGE. The RECEPTIONIST addresses them.

RECEPTIONIST

Good evening. Welcome to the
Hollywood Roosevelt. How can I help
you?

HENLEY hands his MILLER DRIVER'S LICENSE to her.

HENLEY

We'll take a room, please.

The RECEPTIONIST takes the Driver's License and begins
typing. The "Miller" file shows up on the monitor.

RECEPTIONIST

Ah, Mr. Miller. Says here you have
a suite reserved until Sunday.

HENLEY

I do?

The RECEPTIONIST sees something strange on the monitor.

RECEPTIONIST

Yes sir. FedEx also attempted to deliver you something this afternoon but you were off property. They left this for you...

The RECEPTIONIST hands HENLEY an ENVELOPE.

RECEPTIONIST (CONT'D)

Now if you'll just sign here...

HENLEY

Have we met?

RECEPTIONIST

I believe so, sir. Top one is your copy...

The RECEPTIONIST offers a RECEIPT and pen. HENLEY looks at LANA, the RECEIPT, then signs. The RECEPTIONIST hits a BELL.

A BELLHOP arrives.

RECEPTIONIST (CONT'D)

Please show Mr. Miller and his guest to their room.

HENLEY

What about my key?

RECEPTIONIST

Excuse me, sir?

HENLEY

Don't I get a room key?

RECEPTIONIST

Didn't you get one this morning?

HENLEY

No, I never got one this...

HENLEY checks his pockets, shakes his head, stops, feels something in his jacket, reaches in -- takes out a GOLD CARD.

He looks to the REVOLVING GLASS DOORS. Smiles. Remembering...

HENLEY (CONT'D)

(to himself)

That fat bastard...

The BELLHOP escorts them to the ELEVATORS.

INT. HOTEL SUITE - MOMENTS LATER

We're walking into a massive room. Complete with a separate dining area and large balcony overlooking the pool.

It seems the instant HENLEY and LANA enter, the phone RINGS. HENLEY crosses to the bed-side table. Answers it.

HENLEY
(into phone)
Hello?

GARZA (V.O.)
Looks like you're still with us.

HENLEY
Afraid so, Paul. You miss me?

GARZA (V.O.)
It's Garza, ass-hole. And yeah, I miss you like Michael misses Toby.

HENLEY
This call have a purpose or was it a butt-dial?

GARZA (V.O.)
Your laptop's ready for pick-up.

HENLEY
Laptop? You guys check my history?

GARZA (V.O.)
Yeah. You're gross. Be at The Mac Boys by ten tomorrow morning. Mr. Jensen will go over the maintenance report upon pick up. Address is on the card in your Fed-Ex slip.

CLICK. And the line goes dead.

HENLEY
(to himself)
Does anybody ever say goodbye?

HENLEY staring at the receiver. Then back at LANA as he hangs up the phone and opens the ENVELOPE. A "MAC BOYS" business card falls out. He flips it over and it says: **"DON'T BE LATE"**

LANA
That our contact?

HENLEY
10am tomorrow. Some place called
"Mac Boys" in Brentwood.

HENLEY crosses the room. Opens the mini-fridge. It's empty.

HENLEY (CONT'D)
(to himself)
Of course...

He shuts the door. Sits on the bed.

LANA
Mac Boys used to be a red location
run by a techie named Jensen...

HENLEY
That's who we're meeting... Red
location?

LANA
Code for a safe-house, but it
hasn't been active for some time.

HENLEY
And how long have you been active?

LANA
(as she sits next to him)
Same as you. The day the towers
went down.

HENLEY
We always been on the same team?

LANA
Still are.

Silence. And then, she touches him. Softly grabbing his arm.
HENLEY almost pulls away. Almost.

LANA in front of him now -- she's taking his hand -- moving
it to her waist -- kissing his neck -- staring at him --

His hands -- her skin -- his mind racing -- he wants this --
wants her badly -- but it's too much --

*Is she telling the truth? Are they in love? -- he can't
remember -- he doesn't care -- she's pulling him toward her --
their lips meet -- and you know what happens next...*

INT. VENEZUELA AIRPORT - NIGHT

The CHEMIST arrives in Venezuela. Coming through CUSTOMS as his cell goes off -- never skipping a beat as he reads and --

INT. HOTEL SUITE - NIGHT

LANA lies awake next to a naked, sleeping HENLEY. She carefully slides out of bed and gets dressed.

EXT. STREET - MOMENTS LATER

LANA rounds a corner and approaches a PHONE BOOTH.

INT. PHONE BOOTH - CONTINUOUS

LANA POPS open the mouthpiece of a pay-phone receiver. Pulling a flat piece of metal with six prongs on it out of her pocket. She SNAPS the device into the insides of the phone's wiring, puncturing it with its little prongs.

She CLAMPS the mouthpiece back on, pressing the phone's tongue down for a second, releases it and waits. She has a dial tone. Now she punches in a ten digit number that she knows all too well.

A moment passes, a familiar voice breaks through --

DUKES (O.S.)
This is Dukes.

LANA
Go secure.

Pause. An interesting series of CLICKS comes over the line.

DUKES (O.S.)
We're clean.

LANA
They're still alive.

DUKES (O.S.)
Who's alive?

LANA
His team. Skylar, Garza, maybe
Sonia, I don't know...

DUKES (O.S.)
Are you injured?

LANA

Bryten's dead. Disc was a message.
Real one is still out there.

DUKES (O.S.)

Are you damaged?

LANA

No, but the disc is still out
there, Carl! Do you hear me?

DUKES (O.S.)

I hear you. Does he suspect
anything?

LANA

Not that I know of.

DUKES (O.S.)

You need to be certain. Have you
been compromised?

LANA

No.

DUKES (O.S.)

Location blue. Twenty minutes.

LANA

You're in L.A.?

DUKES (O.S.)

Twenty minutes.

He hangs up. LANA does the same. She stares at the phone a
moment, thinking.

CUT TO:

INT. DINER - NIGHT

A cross between Pann's and Spire's but nowhere near as clean.

DUKES dumps three SUGARS in his coffee. Sets a napkin on his
lap. Adjusts himself on his counter stool. Starts to eat.

LANA (O.S.)

Those eggs need more salt.

DUKES

I prefer pepper. And no, you can't
have any.

LANA sits down next to him, as a WAITER approaches --

WAITER
Something to drink?

LANA
Coffee. Black.

DUKES keeps his eyes forward. LANA does the same.

DUKES
We're drinking coffee, now?

LANA
Comes with the cover.

She sneaks him a smile.

DUKES
Almost lost you back there.

LANA
Almost.

DUKES
What happened?

LANA
Crowd control.

DUKES
You were supposed to wait.

LANA
Couldn't. When I arrived, Henley
was inside and I had no signal in
the bunker. Bryten almost made me.
She didn't give me a choice.

DUKES looks over at her. Their eyes finally meeting. Trying
to get a read on each other. Then --

DUKES
You're coming in.

LANA
Pulling me isn't the right move,
Carl.

DUKES
It's the only one I have left.

They break eye contact as the WAITER drops off her coffee. As
he leaves, DUKES pulls out a plane ticket. Slides it to LANA.

DUKES (CONT'D)

Flight boards at 0-600. I've got it covered from here. This op is over for you.

LANA

Without me, you have no op. I'm your only in. Besides, you don't even know where they're going.

DUKES

And you do?

LANA

We've got Jensen in the morning.

This catches DUKES' attention.

DUKES

Where?

LANA

Retired safe house in Brentwood.

DUKES

Skylar with him?

LANA

If he's not, he's close.

A beat passes. DUKES is still on the fence.

LANA (CONT'D)

I'll deliver, Carl.

DUKES

(beat)

I'll get another crew in position once you leave the hotel. After you I.D. his team, call me and we'll head out. Make sure to tag him in case you get separated.

She moves to get up, but DUKES stops her, gently placing a little gray METALLIC STICKER in her hand.

DUKES (CONT'D)

Watch yourself.

LANA nods. They share a moment, then -- she's gone.

EXT. LOS ANGELES SKYLINE - DUSK TO DAWN

Night TIME-LAPSES to Morning.

INT. SWINGERS DINER - MORNING

The LANKY WAITER watches MSNBC on the TV above the bar.

NEWSCASTER (V.O.)

Federal agents have confirmed that the body of the man found dead this morning in Westwood is that of Jim Logan, a former television star turned radical domestic terrorist.

The TV shows LOGAN'S HEAD SHOT and video footage of his body being loaded into an ambulance. A crime scene unfolding.

INT. HOTEL SUITE - CONTINUOUS

HENLEY'S eyes glued to the TV. LOGAN'S goofy smiling face staring back at him. He's sitting here alone, frozen.

NEWSCASTER (V.O.)

Logan was seen as a prime suspect in the failed assassination attempt of Venezuelan President Fernando Mora, during last week's Peace Treaty at the U.N.

INT. MORA'S VENEZUELA COMPOUND - CONTINUOUS

MORA watching the same news story with his inner-circle, military advisors, and government aides.

As CLIPS of LOGAN's former SITCOM play on screen, they speak in Spanish with English SUBTITLES.

ADVISOR #1

Bull-shit. I don't believe it.

GENERAL #2

Don't believe what?

ADVISOR #1

His performance. Did you watch his show?

GENERAL #2

Couldn't make it through the pilot.

ADVISOR #2

His British accent was totally unbelievable.

GENERAL #1

(on his Blackberry)
IMDB says he was raised in Arkansas, not the U.K.

ADVISOR #1

What's an Arkansas?

MORA

A state, you dumbasses.

(mutes TV)

You think these people think like you? No! You're idiots. This is the FBI fixing their fuck up. You think these are careless people? These people are trained to see opportunities! Their greed knows no ends! That man is still out there. And they pretend he's vanished. Ghosts don't vanish!

INT. HOTEL SUITE - CONTINUOUS

HENLEY'S eyes are still stuck to the TV. LANA exits the BATHROOM in a ROBE, drying her hair, crosses the room and sits down next to him. They share a moment of silence, then --

LANA

You okay?

HENLEY

Not yet, but I will be.

He cuts the TV off. Starts to put on his JACKET.

LANA

Location's tricky to navigate. We better leave in the next ten --

HENLEY

I'm going alone.

LANA

Is that a fact?

HENLEY

Technically it's a statement, when I leave, it becomes a fact.

LANA
(rising)
Henley, wait --

HENLEY
If I'm not back in an hour, cut
out.

LANA
That's not the plan. We're supposed
to work together. We're a team.

HENLEY
We are a team, but I don't know
what I'm walking into --

LANA
Listen to me --

HENLEY
The only reason I'm still breathing
is because of you. Everything I
know has been taken away from me,
and I'm not going to let them take
you.

A long beat passes between them. LANA finally relents --

LANA
One hour.

HENLEY
One hour.

As they embrace, LANA carefully removes the little gray
METALLIC STICKER from her ROBE; and gently places it on his
shoulder. Their eyes meet for the last time. Then he's gone.
She watches him leave. The door shuts and she's on her phone.

LANA
(into phone)
Yeah -- he just left -- you have
him?

INT./EXT. DUKES' CAR - CONTINUOUS

DUKES checks his cell, a LIGHT starts to flash on the screen.

DUKES
(into phone)
Got him. Get moving.

He hangs up. Dials another number --

DUKES (CONT'D)
We're a go.

EXT. PARKING GARAGE/STREET

LANA emerges from the shadows. Hails a TAXI. Gets in.

LANA
Mac Boys in Brentwood.

The CABBIE nods and they drive off. LANA stares at her CELL, a LIGHT flashing on the screen. She smiles.

CUT TO:

INT. MAC BOYS - MORNING

We're in tech heaven.

Like a mini-Apple store with faster service.

A few customers perusing around the aisles. Few in line.
HENLEY steps up to the counter.

EMPLOYEE
Hi! Welcome to Mac Boys. How can I
help you?

HENLEY
Picking up my laptop.

EMPLOYEE
(looks at computer)
Ah. Very good. Name?

HENLEY
Apparently, Miller.

EMPLOYEE
(types)
It'll just be a few minutes. Feel
free to look around.
(then)
We'll call you when it's ready.

The EMPLOYEE disappears into the back as HENLEY walks over to the middle aisle. A wall of HARD-DRIVES staring back at him.

GARZA finishes talking with customers at the end of the aisle. He approaches HENLEY in his MAC BOYS uniform.

GARZA
Hey ass-hole, how you feeling?

HENLEY
Pretty fuckin' tired, Paul. So,
where is he?

GARZA
Closer than you think.

He pulls a HARD-DRIVE from the wall. Pretends to go over the specs. People talking all around them in neighboring aisles.

GARZA (CONT'D)
We had to verify identity face-to-face before transport, confirm you weren't followed.

HENLEY
I'm clean. No one said anything about moving.

GARZA
Anybody ever tell you, you talk too much?

HENLEY
If they did I wasn't listening.

The EMPLOYEE at the counter signals to GARZA.

GARZA
Your laptop's ready. Grab it and meet out back in forty seconds. I'll pick you up on the corner in a blue Camaro with yellow stripes.

And he's gone. Off talking to another CUSTOMER.

INT./EXT. CAR - MOMENTS LATER

HENLEY slides into the front seat. GARZA drives off.

HENLEY
So, where's Jensen?

GARZA
Probably shutting down a Sizzler. Loves that all-you-can-eat popcorn shrimp. He's the one who did the sweep on your suite. Gave us the clearance to make contact.

HENLEY

No wonder my mini-bar was empty.

They share a laugh. After a beat --

GARZA

It's good to have you back.

HENLEY

I don't remember leaving.

(then)

Ass-hole...

GARZA smiles and turns up the RADIO as we PASS THROUGH the numbers, entering the netherworld of the car radio...

Engulfed by the darkness that becomes --

An out-of-date COMPUTER SCREEN.

INT. BLOCKBUSTER - HAWAII - NIGHT (FLASHBACK)

A blinking cursor beating like a heart in the digital darkness. A PHONE begins to RING, we hear it as though we were on a third line.

HENLEY (V.O.)

Hello?

LANA (V.O.)

Hi! Is this Mr. Miller?

HENLEY (V.O.)

Last time I checked.

Data now flies across the SCREEN: BLOCKBUSTER Membership ID# 257189. Address -- Phone Number -- Rental History --

LANA (V.O.)

Good Evening Mr. Miller, this is Blockbuster customer service.

HENLEY (V.O.)

Do you know what cancelled means?

LANA (V.O.)

We're aware of your cancellation sir, but you had one film left in your queue.

HENLEY (V.O.)

Check your records. I haven't been a member in months.

The DIGITAL BUZZ of the blue numbers GROWING into a RUMBLE --

LANA (V.O.)

Your reservation is ready at our Poipu location. They close in ten minutes. Please depart now to ensure you'll arrive in time.

CLICK. And the line goes dead.

We drift back FROM the words, leaving the digital world of the computer screen entering --

BLOCKBUSTER.

LANA finishes typing on the computer. Signals to someone off screen. Then walks into the break room as --

HENLEY enters. A snub-nosed PISTOL hidden in his bomber jacket. Moving quickly to the NEW RELEASE section passing a MAN in a Pinstripe suit. It's DUKES.

HENLEY positions himself behind DUKES and they pretend to browse DVDs with their backs to each other. He scans the clientele carefully -- recognizes a few UNDERCOVER AGENTS --

HENLEY

Your friends have itchy trigger fingers, or they gonna play nice?

DUKES

Up to you cowboy, but I gotta tell ya, that McClane shit won't fly.

HENLEY

What do you want, Carl?

DUKES

I want to ask you a question.

HENLEY

You know my answer.

DUKES

Even if I told you we found Sonia?

HENLEY

That's not possible.

DUKES

Could've taken her two days ago in New Orleans, but decided to wait.

HENLEY

Wait for what?

DUKES walks over to HENLEY'S side of the aisle. Standing next to each other now, still not making eye contact --

DUKES

For a little over a year we've been noticing major irregularities in Cane Ridge Operations. Sonia thinks we have a leak, so I put her on a black-op with your old team.

HENLEY

You sent her on a mole hunt.

DUKES

Yes, but they've disappeared. Been offline 36 hours. I'm sending in an extraction crew. Want you running point.

HENLEY

(beat)

You don't always get what you want.

He grabs a Reese's, walks to the counter. DUKES grabs a DVD and follows.

DUKES

We know it's not what you do anymore and I can respect that, but you're the only shot she has to make it out alive. Your wheels up at sunrise if you change your mind.

SECURITY CAM POV: DUKES puts the DVD down on the counter and leaves. HENLEY'S gaze at the film intensifying as we --

END FLASHBACK

INT. JENSEN'S PENTHOUSE - CLOSE ON CAMERA MONITOR

We PULL OUT of the MONITOR leaving BLOCKBUSTER as if the MONITOR were a window entering --

JENSEN'S COMMAND CENTER

A WALL of SCREENS -- and shot after shot of LANA, DUKES and HENLEY -- twelve different angles -- twelve unaltered perspectives of the SECURITY CAM FOOTAGE we just saw.

PULL BACK TO REVEAL --

Surveillance tools scoured over the work tables throughout the room -- guns -- equipment -- documents -- the works.

JENSEN'S figure into frame. HENLEY looking at the FAT MAN in the plaid suit seated across from him.

You remember. The one from the hotel earlier.

He has a baby face, thick glasses and perfectly combed hair. JENSEN picks at a popcorn shrimp basket, GARZA hovers nearby.

JENSEN

That's the last footage we have before you dropped off-grid.

HENLEY

Who is he?

JENSEN

His name is Carl Dukes. On paper, he's the Deputy Director of the CIA. Off the record, he runs a subdivision that carries out covert operations.

GARZA

The Blockbuster Initiative.

JENSEN

Code named "CANE RIDGE" in his correspondence with other officials, he's the one who initially brought you in as an analyst. We now know he was your contact before New York.

HENLEY

Were you with me the day of the attack?

JENSEN

Yes and no. Up until New York I was in charge of surveillance on every mission we ever worked. After the Peace Treaty I went underground and received this --

(holds up disc)

-- with explicit instructions to contact you yesterday morning via the Robertson black-site. If you didn't show, it meant you weren't you anymore. Once you took the disc from Garza, we contacted Skylar.

HENLEY

That's when he contacted me.

(beat)

Saved my life...

GARZA

Mine too.

JENSEN

He tends to do that.

JENSEN punches in an access code on his COMPUTER, a SCREEN on the adjacent wall turns on.

JENSEN (CONT'D)

For the past two years the program has been steadily shrinking. People have been disappearing at an accelerated rate.

The SCREEN now shows IMAGES of former ANALYSTS, code names, and other information scrolling by at a high speed.

JENSEN (CONT'D)

Seven weeks ago, you were sent to Chicago to kill two operatives who had defected from the program. Before leaving, you successfully decrypted a series of e-mails from a NOC we know as "CD."

Images of DUKES appear on SCREEN. His face in the top left corner of his file, CLASSIFIED documents flashing by. HENLEY'S eyes glued to DUKES' face.

JENSEN (CONT'D)

He's working with Diana Ward, acting Director of the FBI --

JENSEN hits a button and IMAGES of WARD appear on SCREEN along with her credentials etc...

JENSEN (CONT'D)

In addition to running the bureau, Ward also serves as a special advisor to the board of directors for Kayley Bower...

The SCREEN changes to the web-site: kayleybower.com

The home page emblazoned with the tag: *Celebrating 100 years of innovation, collaboration, and execution.*

As the site tour plays on the SCREEN...

JENSEN (CONT'D)

They're a multinational corporation with operations in more than seventy countries. One of the world's largest oil field service companies, they own hundreds of subsidiaries and employ approximately 60,000 people worldwide.

GARZA

Ward and Dukes own a combined 400,000 in stock options worth a little over 9 million.

JENSEN

(to Henley)

And who do you think has the largest oil reserves on the planet?

A look crosses HENLEY'S face; his tone becomes stilted.

HENLEY

Venezuela...

JENSEN

Precisely.

GARZA

(to Jensen)

Told you he was still with us.

GARZA slyly snags a popcorn shrimp from JENSEN'S plate. Dips it in tartar sauce smiling. Pops it in his mouth.

JENSEN pulls out an IMPLANT in a plastic bag from his desk and hands it to HENLEY.

JENSEN

Look familiar?

HENLEY nods. As he inspects the IMPLANT...

JENSEN (CONT'D)

Those microchips are only supposed to exist in theory. If it weren't for you finding yours first none of us would be sitting here.

HENLEY

I thought it was just a tracking device?

GARZA

Doubling as a memory wipe.

JENSEN

When activated, it meant you were in *rewind*. They'd wipe the most damaging missions from your memories, and bring you back to before.

GARZA

The e-mails you decrypted between Dukes and Ward confirmed a false flag was being set up.

JENSEN

This op would serve as the catalyst to dismantle the program disavowing everyone in it.

GARZA

Simultaneously classifying us as domestic terrorists.

HENLEY

(realizing)

New York was a suicide mission.

JENSEN

Dukes wiped your memory after the Chicago assignment, then had you resurface to assassinate Fernando Mora, under the guise that he was trying to purchase nuclear weapons from Skylar. After you took out Mora, we were next.

News footage of MORA'S atrocities play on SCREEN.

JENSEN (CONT'D)

Once Mora was removed from power, the United States would recognize opposition leader Felipe Sanchez as the new president.

GARZA

Then the drilling begins.

JENSEN

You sent us to New York to make sure that didn't happen.

HENLEY hands the IMPLANT back to JENSEN.

GARZA

You used Sonia as a back-channel to us before leaving for Chicago. In addition to sending her the decrypted emails, you also included the Cane Ridge NOC list.

JENSEN

Before they tracked her down, she made duplicates of everything and got them to Garza.

HENLEY

(to himself)
Sonia...

GARZA

You two were almost end-game, but had to split up before the Chicago job; once you realized what was happening.

JENSEN hits the PLAY button on a remote. The DVD PLAYER loads up on another monitor.

JENSEN

The feature disc now contains the Cane Ridge NOC list. It's all our non-official covert agents working stateside.

The SCREEN shows code names and other information scrolling by at an accelerated speed. JENSEN hits stop on the remote.

GARZA walks over with HENLEY'S laptop. JENSEN hits EJECT.

JENSEN (CONT'D)

(holds up 2nd DVD)

This is the bonus features disc. It contains British intelligence revealing wetwork operations, implicating Ward, Dukes and other corrupt officials in various intelligence agencies.

GARZA

MOSSAD, FSB, MI-6...

JENSEN

And the list goes on....

GARZA walks over with the FEATURE disc. JENSEN removes the BONUS disc from the LAPTOP -- places them both in a case and hands them to HENLEY.

HENLEY

So, where do we go from here?

JENSEN

Plan is to head north. Rendezvous point is a decommissioned safe house in the Palisades and --

KA-BOOM!

The front door EXPLODES and --

All the lights cut OFF.

As the back-up generator kicks in HENLEY starts to rise --

GARZA pulls his PISTOL and --

LANA enters -- her foot flying up kicking the gun from GARZA'S hands -- she tags him with a left punch to his nose --

HENLEY

Lana?

She charges him -- kicking HENLEY backwards into the wall of security monitors -- cracking a screen with his head --

GARZA rises and knees her in the ribs and lands a flurry of punches to her body sending her across the room -- her head bouncing off a wall --

JENSEN grabs a hidden gun from under his desk --

FIRES twice --

LANA spins out of the way picking up GARZA'S gun as the bullets miss her --

And FIRES --

The bullet leaving a clean hole between JENSEN'S eyes and --

HENLEY knocks the gun loose from LANA -- but she counters with a roundhouse kick sending him to the ground. GARZA attacks from behind as HENLEY rises and catches her with a fierce punch combination but --

She counters again with a reverse elbow to GARZA and a jump kick to HENLEY'S head knocking him out cold.

She sees the gun on the floor -- grabs it --

BANG! --

EXT. JENSEN'S PENTHOUSE

DUKES enters the lobby of the building, while another team of ANALYSTS head for the parking garage. He enters the stairwell with a group. As they ascend --

INT. JENSEN'S PENTHOUSE - CONTINUOUS

LANA stares at the DVD case in her hand. A team of ANALYSTS packing everything up in the penthouse.

She wipes sweat from her brow. As she packs everything away in her bag, HENLEY starts to wake up --

His vision blurred from the blood in his eyes. GARZA'S lifeless corpse staring at him sideways.

HENLEY

Lana...

She turns -- GUN trained on him.

HENLEY (CONT'D)

It was you on the phone earlier,
wasn't it? It's always been you...

LANA

It's called a job.

HENLEY'S devastated.

LANA (CONT'D)

I didn't even know you seven weeks
ago...

INT./EXT. CHICAGO APARTMENTS - NIGHT (FLASHBACK)

It's the middle of the night. BOLT-CUTTERS rip through a gate. HENLEY and LANA enter a run-down apartment complex from the back. They're in ALL BLACK clothing wearing masks. Guns drawn. Ready.

LANA (V.O.)

*We clipped a couple whistle-blowers
posing as newlyweds on an
assignment back east --*

INT. APARTMENT - CONTINUOUS

BANG!

HENLEY and LANA burst through a DOOR. Toss a FLASH-BANG -- EVERYONE inside the LIVING ROOM is disoriented.

PHFT!-PHFT!

LANA picks TWO of them off. HENLEY takes care of the third.

BANG!-BANG!-BANG!

TWO ARMED MEN shoot at them wildly coming down the HALLWAY trying to maintain their composure but it's no use.

HENLEY'S got the drop on them. PHFT!-PHFT!

The muted spit of his silencer ending them both. He moves down the hall -- checks the other rooms -- all clear.

As he and LANA start to pack up EVIDENCE, HENLEY notices something on one of the VICTIM'S necks -- a SCAR -- similar to the one on his neck where his IMPLANT is --

*LANA (V.O.)
...but you saw something you
weren't supposed to see...*

HENLEY kneels down, leans in for a closer look -- but senses something -- turns around to face LANA and --

BAM!

She pistol whips him.

END FLASHBACK

INT. JENSEN'S PENTHOUSE - CONTINUOUS

*LANA
They liked working us together, so
I was written in as your wife
before New York. Contingency plan
in case you finally woke up.*

HENLEY slowly sits up.

*HENLEY
You go through with this, they'll
own you forever.*

*LANA
After I delete Skylar, nothing else
matters.*

HENLEY
They'll come for you next.

She slowly approaches him, kneels down, caresses his face --

LANA
Nah baby. We came for you...

BAM! LANA pistol whips him -- blood shoots from his mouth.

INT. JENSEN'S PENTHOUSE - HALLWAY - MOMENTS LATER

Five ANALYSTS drag a HANDCUFFED HENLEY to the ELEVATOR. An ANALYST presses the DOWN button. LANA on the phone.

LANA
We got it.

DUKES (V.O.)
Both discs?

LANA
Affirmative.

DUKES (V.O.)
That's good work.

LANA
You close?

DUKES (V.O.)
Sixty seconds.

The doors open almost instantly and --

BAM! BAM! BAM!

Three headshots. All within the blink of an eye as --

SONIA --

Comes running through the doors.

HENLEY starts fighting with the ANALYSTS as LANA twists out of the way, and swats SONIA'S gun from her.

She punches SONIA in the gut -- then head butts her into the elevator. The doors close and --

HENLEY engages in a fierce series of elbows and kicks with the ANALYSTS.

It's DUKES!

SONIA pulls HENLEY towards an adjacent hallway. DUKES and the POLICE storm out of the stairwell, shooting.

Bullets whizzing by their heads as they round a corner. DUKES right behind them leading the charge until he sees --

LANA'S dead body.

He freezes as the others chase after them. Stunned, DUKES drops to his knees and moves a piece of hair from her face.

DUKES
(to himself)
Dream for me...

INT. JENSEN'S PENTHOUSE - HALLWAY/BALCONY - MOMENTS LATER

HENLEY and SONIA reach the end of the hall, exit through a door onto the --

OUTDOOR EXERCISE AREA

-- racing past dozens of PEOPLE working out. Moving quick as they approach the end of the deck: A BALCONY which overlooks the pool, twenty-five stories down.

HENLEY
Now what?

SONIA
Jump!

HENLEY
Can't we just shoot them?

SONIA
No.

Without hesitation, SONIA pushes HENLEY off the balcony --

HENLEY
Nooooo!

SONIA leaps off the ledge with him -- landing in the deep end of the POOL with a huge SPLASH!

The ANALYSTS and POLICE arrive at the balcony and take aim. RESIDENTS scrambling for cover everywhere.

DUKES runs up -- his blood boiling -- about to fire --

His finger on the trigger, ready to pull -- but STOPS. HENLEY helps SONIA out of the water and locks eyes with DUKES.

DUKES
 (to Analysts)
 Stand down!

DUKES lowers his weapon. He watches HENLEY and SONIA sprint through the outdoor complex, exiting through a back gate.

INT. CANE RIDGE - CONTINUOUS

WARD freaking out -- pacing back and forth -- her eyes darting from monitor to monitor -- DUKES on speaker phone --

WARD
 Fantastic recon work, kids -- truly
 admirable tactics!

DUKES (V.O.)
 Sonia knew we were coming. She knew
 we'd be there!

WARD
 What about the package?

DUKES (V.O.)
 They have it.

WARD
 Where's Lana?

DUKES (V.O.)
 (beat)
 She's gone, Diana.

WARD
 Jesus... I'm sorry, Carl.

DUKES (V.O.)
 It's just the two of them now. They
 could be anywhere.

Everyone sits in radio silence. After a beat --

WARD
 Alright, this was a half hour ago --

COMMS TECH #3
 -- we just ran the plates for that
 Lincoln they got in --

WARD

And?

COMMS TECH #3

-- fakes --

WARD

-- wherever they're going they're getting help --

COMMS TECH #2

-- maybe it's a press point --

WARD

That supposed to be English?

COMMS TECH #1

Back-up location in case Jensen's went to shit before the rendezvous with Skylar --

WARD

Dukes?

DUKES (V.O.)

Yeah?

WARD

I want you to check every blue site still active in the city.

DUKES (V.O.)

There's over a dozen of them.

WARD

Concentrate on the beaches then work your way downtown.

DUKES (V.O.)

Copy.

WARD

Ethan. Jason. Pull up everything we can on Sonia's travel patterns dating back before New York.

(walks across room)

James. Eggsy. Quaid. I want a breakdown of every location Lana and Miller visited the past week.

The TECHNICIANS all get to work as we --

CUT TO:

EXT. RIVER - CONTINUOUS

A SPEED BOAT flying down the water. MANSIONS lining the embankment as we approach --

EXT. MORA'S VENEZUELA COMPOUND - DAY

A Quinceanera in full swing. Two hundred invited GUESTS. Dignitaries. Military Personnel. MORA dances with his daughter, he has no rhythm.

He poses for photos with his family, cuts cake, raises a toast to his daughter. As he kisses her on the cheek, an ADVISOR approaches, whispers something in his ear.

They break away from the crowd and walk toward the dock, speaking in Spanish with English subtitles:

ADVISOR #1

Spectacles like today bring unnecessary attention. We need to be more careful.

MORA

They want to overthrow me, let em' come and try!

(lights cigar)

I am celebrating my little girl become a woman. I'm here with my family and have nothing to fear! I'm not going any --

PHFT!-PHFT! -- two silenced BULLETS rip through MORA -- blood sprays on his ADVISOR as the cigar falls and his body drops.

The SPEED BOAT whipping by as the CHEMIST lowers his sniper. He nods to the DRIVER confirming the kill --

Unscrews his silencer and watches the party-goers descend on MORA taking his last breath. The BOAT disappearing around a bend in the river.

EXT. INDUSTRIAL BUILDING - EVENING

DUKES arrives at a run-down factory. It's clearly been abandoned. He parks down the block. Checks the address off a list. Heads to his next location.

CUT TO:

INT. SWINGERS DINER - EVENING

It's busy.

SONIA and HENLEY tucked in a corner near the back. A glazed over look in his eyes. Feels like they've been here a while.

After a moment of silence --

SONIA
This was our booth.

HENLEY
I prefer the counter.

SONIA
Always did.
(then)
You remember coming here with me?

HENLEY stares deep into her eyes.

HENLEY
(beat)
Sorry. Can't piece it together.

SONIA
Yes you can. Think about it. The first time we met, who do you remember rescuing in that training op at the farm?

HENLEY thinks for a moment, really trying to recall the day.

EXT./INT. THE FARM - DAY (FLASHBACK)

We're at CAMP PEARY. SKYLAR instructs two teams of RECRUITS through a rigorous GUN TRAINING course. A DIGITAL PACE CLOCK counts down from an adjacent wall -- 20, 19, 18...

SONIA (V.O.)
You were the first to make it past him...

Our focus on HENLEY leading one team, maneuvering quickly through his opponents. His gun like an extension of his arm.

Clearly the best. CLOCK READS: 12, 11, 10...

SONIA (V.O.)
The only one that ever got to me in time...

HENLEY reaches the end of the course. Enters a room -- finds SKYLAR using a HOSTAGE as a shield. Their hands are zip-tied and he holds a pistol to their temple.

SKYLAR

Three! Two! --

BANG! HENLEY fires his ASSAULT RIFLE. The PAINT BALL tags SKYLAR'S slightly exposed knee. He stumbles, the HOSTAGE breaks free. As SKYLAR loses his balance, HENLEY approaches --

BANG! BANG!

Fires two more PAINT BALLS drilling SKYLAR in the chest.

HENLEY

One.

SKYLAR smiles as HENLEY approaches the HOSTAGE. Two MEMBERS of his team enter, covering his six as he pulls a knife from his boot. He cuts the zip-tie and removes the hood.

It's SONIA.

END FLASHBACK

INT. SWINGERS DINER - CONTINUOUS

HENLEY staring at SONIA. His mind racing.

HENLEY

Dukes replaced every memory I have of you with Lana. In my dreams, you're the last thing I remember after taking one in the neck. That really happen or you making up your own truth?

SONIA

Of course it really happened, but you were in *rewind*. By the time I got there, you weren't you anymore.

HENLEY

What was it? The thing you shot me with?

SONIA

BRS, brain recollection serum. It was developed specifically for our program to recall the memories of a particular individual or event.

(MORE)

SONIA (CONT'D)
 Your dreams felt real because they
 weren't really dreams, they were
 moments you lived.
 (beat)
 Moments we shared...

SONIA reaches for his hand and we --

MATCH CUT TO:

EXT. HAWAII - SUNSET (FLASHBACK)

HENLEY placing SONIA'S hand on his chest.

They lay in a HAMMOCK at the beach as the sun sets. SONIA
 laughs. A beautiful laugh. HENLEY admires her, takes her in
 his arms, holds her close.

SONIA (V.O.)
 We talked about leaving the program
 for years, starting a family,
 moving on; and up until seven weeks
 ago, everything was in place to
 make that vision a reality.

Across the beach, unbeknownst to HENLEY and SONIA, we reveal
 LANA in DISGUISE. She's got a tiny high-tech camera.

SONIA (V.O.)
 We had an out. Off-grid and
 unknown...

INT. HENLEY'S CONDO - NIGHT

HENLEY and SONIA work late into the night on their COMPUTERS
 HACKING away.

SONIA (V.O.)
 Chicago was never supposed to come
 to fruition, but Dukes had other
 plans for us. We were under
 surveillance for months leading up
 to the Treaty, and he knew we were
 on to him...

Their COMPUTER screens say:

C.I.A. PERSONNEL DATABASE

ENTER PASSWORD NOW

HENLEY and SONIA type in: 8-1-7-ALPHA-TANGO-5.

Their eyes meet. Both nod. They hit the "ENTER" button at the same time, and their SCREENS glitch to BLACK -- then refresh.

Folders litter the Desktop. HENLEY hovers the cursor over the "CANE RIDGE" file. RIGHT-CLICKS on it.

He selects "COPY FOLDER" from the drop down menu. The file DUPLICATES -- he drags it to a HARD DRIVE icon on the SCREEN.

The screen asks SONIA for the --

CATEGORY?

She types in:

VENEZUELA

The MORA File populates the screen. She selects "COPY FOLDER" from the drop down menu. The file DUPLICATES -- she drags it to a HARD DRIVE icon on the SCREEN.

HENLEY types in a single word.

DISAVOWED

Still photographs come on screen -- SONIA, GARZA, JENSEN and SKYLAR.

He selects "COPY FOLDER" from the drop down menu. The file DUPLICATES -- he drags it to a HARD DRIVE icon on the SCREEN.

We PUSH-IN on the EXTERNAL HARD DRIVE on their desk. The little light BLINKING as the information transfers over --

END FLASHBACK

INT. SWINGERS - CONTINUOUS

SONIA

When you woke up in Hawaii, you were under the impression I was MIA, and our former team had gone rogue. Dukes contacted you shortly after, and told you I was on a mole hunt.

HENLEY

You were the bait to get me to New York.

SONIA slowly nods.

SONIA

Everyone who tried to kill you the past two days was part of another team Dukes had in place in case you failed.

HENLEY

Another team?

SONIA

See if you can follow me around the plane you took to the Treaty...

EXT. PLANE - NIGHT (FLASHBACK)

A 747 cruises through the stars. Storm clouds brewing...

INT. PLANE

HENLEY struggles to keep his eyes open, dosing. A FLIGHT ATTENDANT pushes her drink cart down the aisle.

SONIA (V.O.)

The drunk couple all over each other seated in front of you...

The drunk MAN and WOMAN spill drinks and kiss inappropriately seated in front of him. WE get a closer look and it's --

LOGAN and BRYTEN wearing disguises --

SONIA (V.O.)

The copilot who bumped your elbow on his way to the bathroom...

The COPILOT stumbles due to turbulence and accidentally hits HENLEY'S arm. WE get a closer look and it's --

THE CHEMIST in a pilot's uniform.

BAM!

The SEAT in front of HENLEY RECLINES hard into his legs and in the moment he is distracted LANA dumps CLEAR LIQUID DROPS into his water.

She hands HENLEY the water and moves on to the next row. HENLEY drinks up. LANA notices and makes eye contact with a MALE passenger seated a few rows back.

It's DUKES.

SONIA (V.O.)
 Dukes even made a cameo...

He's almost unrecognizable in a beat-up Brooklyn Dodgers baseball cap, oversized peacoat, and reading glasses. As HENLEY finishes his drink we --

MATCH CUT TO:

END FLASHBACK

INT. SWINGERS DINER - CONTINUOUS

HENLEY sets his DRINK down and finally remembers. Everything.

SONIA
 When you picked up that DVD I knew
 you were still in there somewhere.
 (beat)
 It's up to us to stop them.

HENLEY
 What if we're too late?

SONIA
 We both know you don't really
 believe that. If you did you
 wouldn't be sitting here.

LANKY WAITER exits the back. Glances at SONIA. HENLEY sees.

HENLEY
 He with you?

SONIA
 With us. Skylar reached out after
 you re-surfaced.

LANKY WAITER approaches.

LANKY WAITER
 (eyes Henley)
 Welcome back, sir. Good to see you,
 ma'm.

HENLEY looks at him closely. Recognizes him. It's the same LANKY WAITER from two days ago.

HENLEY
 Skylar put you here?

LANKY WAITER
 No. You did, sir.

He casually removes a NICKEL. Places it on the table.

LANKY WAITER (CONT'D)

(leans in)

Hit B-5 on the jukebox and pretend you dropped something. Phone's underneath the highchairs. There's a car waiting in the alley that you can take to get to Skylar. Last number dialed belongs to him.

(louder now)

Be right back with those drinks!

And he's gone. Off into the kitchen.

HENLEY

He didn't even take our order.

SONIA leans in.

SONIA

If it's really you you'll know what to do when I walk out that door.

HENLEY looks at her. Wanting to believe her...

SONIA (CONT'D)

If not, I'll never forget to remember you.

Then she's up.

Making her way to the jukebox, grabbing the cell and leaving. HENLEY watches her exit, waits a beat, then gets up.

LANKY WAITER POV: HENLEY hesitantly walks to the door and exits. SONIA emerges from the alley in a BLACK ESCALADE, HENLEY gets in and they drive off.

LANKY WAITER pulls his cell. Walks into the --

BACK OFFICE

LANKY WAITER dials a number.

DUKES (V.O.)

This is Dukes.

LANKY WAITER

Go secure.

Pause. An interesting series of CLICKS comes over the line.

DUKES (V.O.)
Go ahead.

LANKY WAITER
(into phone)
Miller and Sonia just left.

DUKES (V.O.)
You're sure it was them?

LANKY WAITER
Positive. They're turning on
Cloverfield, now. Black Escalade.
License plate is bravo, bravo,
tango, eight, eight, two, zero.

DUKES (V.O.)
Got it.

INT. HOTEL ROOM - NIGHT

The CHEMIST smokes weed while practicing CAPOEIRA. His CELL buzzes. He looks at the screen. Starts to pack up.

INT. CANE RIDGE, WARD'S OFFICE - CONTINUOUS

WARD'S phone rings. She answers.

WARD
Go.

DUKES (V.O.)
I've found them.

WARD
Uh-huh.

DUKES (V.O.)
They're headed north. Black
Escalade. Sending the plates now.

WARD receives a TEXT and moves to the main office area, quick. Plugs in the plate number on a computer. As the search is in progress --

WARD
Got 'em. That's good work Carl.

DUKES (V.O.)
I'll be on the red-eye tonight.

INT./EXT. LAX ENCOUNTER RESTAURANT - NIGHT

The iconic spaceship restaurant at LAX.

A retro-infused eatery that's been here for decades. The futuristic landmark is packed wall-to-wall. The CHEMIST sipping on a martini. Dressed to the nines. Alone at the end of the bar. Having a late dinner.

ON THE COUNTER -- his phone. A folder with his mission credentials. And a photo of HENLEY.

EXT. PALISADES - EVENING

The BLACK ESCALADE drives through the Palisades.

INT. SKYLAR'S SAFE HOUSE - GARAGE - NIGHT

SONIA parks the car. Turns off the ignition.

SONIA

We're here.

HENLEY hears his heart pounding. As it ESCALATES --

DING!

INT. SKYLAR'S SAFE HOUSE - MOMENTS LATER

Elevator doors open into a luxurious three-story HOUSE nestled in the mountains.

Across the room, a dark figure stares out the floor-to-ceiling glass windows overlooking the canyon.

SKYLAR turns to face them, smiling ear-to-ear. He wears a grey three-piece suit, black shoes and a pocket square.

He walks over to HENLEY and they shake hands.

SKYLAR

Welcome back, Miller.

HENLEY

You got me here.

SKYLAR

You got yourself here. We just gave you a little push.

(then)

Ready for more?

HENLEY

Hope so.

SKYLAR

(beat)

Follow me.

SKYLAR leads them through a door to an adjacent room, which is packed with high-end tech equipment, monitors and weapons.

Two GUARDS hover nearby. Outside, RAIN starts to pour.

SKYLAR (CONT'D)

(studying Henley)

You've got that look again: stuck in a state of deja vu waiting for someone to tap you on the shoulder, snap you out of it.

HENLEY

It's like I'm still dreaming...
It's like I can't wake up.

SKYLAR

That's *rewind*.

SONIA walks over to a cabinet and pulls out a MAP of the Twin Peaks mall. She opens it up on a large dining table.

HENLEY

What am I looking at?

SKYLAR

A place where the wind blows cool.

SONIA

The last Blockbuster you'll ever set foot in.

SKYLAR

Easy access. Three guides.

(points to Sonia)

Infil closes the door --

(and to Henley)

-- ops infects -- I extract.

Anything happens to me, Sonia takes over the chopper, flies you out.

SONIA

This Blockbuster acts as an offline back-up facility for all ongoing operations. Any information pertaining to Cane Ridge is stored at this location.

SKYLAR

Our objective is to gain access to the CIA mainframe, and delete all evidence of the program.

SONIA

The terminal we need to access is housed in a back office here --
(points to map)
-- third from the left on the southwest wall.

SKYLAR holds up a USB stick. SONIA walks to a CABINET.

SKYLAR

This flash-drive contains the access codes to the mainframe. Deletion takes no less than ninety seconds, at which point they'll be on to us.

(pointing to map)

While the server's being scrubbed you and Sonia will place explosives throughout the store, and erase the location.

HENLEY

(pointing at map)

Exit routes are here and here, but where's our entry point?

SONIA

(walking over)

Don't need one.

SONIA sets a BLUE DUFFEL BAG on the table.

SONIA (CONT'D)

We work there.

She opens the bag: Three BLOCKBUSTER uniforms. GUNS. EXPLOSIVES. NAME-BADGES, and EMPLOYEE MEMBERSHIP CARDS.

As SKYLAR hands the USB stick to HENLEY --

SKYLAR

You don't finish -- we all end up in someone else's dreams.

HENLEY

(taking the USB)

Good. This dream sucks.

SONIA
You said you'd say that.

HENLEY
Guess it's time to wake up.

Off SKYLAR smiling --

CUT TO:

INT. SKYLAR'S SAFE HOUSE - BEDROOM - LATER

It's the middle of the night, but HENLEY can't sleep. He's staring out at the canyon through the blinds. SONIA reaches for him in the bed, feels nothing, opens her eyes.

SONIA
Come back to bed.

HENLEY
I want it all to be over, Sonia.
I'm tired of living someone else's
life.

She gets up and wraps her arms around him from behind.

SONIA
After tomorrow you won't have to.
Our friends are depending on us.

SONIA turns him to her.

SONIA (CONT'D)
I'm depending on us.

She kisses him. He pulls her close -- kissing her -- sinking slowly to the bed -- getting lost between the sheets as we --

DISSOLVE TO:

HEADLIGHTS cutting open the darkness as a CAR comes to a stop. We find ourselves outside --

EXT. SKYLAR'S SAFE HOUSE - MORNING

Tucked away in the mountains. A distorted view of the kitchen in the distance.

INT. SKYLAR'S SAFE HOUSE - KITCHEN - CONTINUOUS

SKYLAR makes coffee, taking in the view. HENLEY enters. He's got the BLUE DUFFEL, car keys, and a GUN in his waist.

SKYLAR
Get some shut eye?

HENLEY
Not enough.

SKYLAR
I'll never stop missing this view.
(sips coffee)
Once this is over, I'm headed east.
Plan to get lost in the mountains.

HENLEY looks out the window.

HENLEY
Think I prefer the beach.

SKYLAR
(laughing)
Always did. Pour you a cup?

HENLEY
Big one.

He looks over at SKYLAR. A red dot appears on his ROBE.

HENLEY (CONT'D)
(notices)
Two sugars and -- hey what is that?

SKYLAR
(pouring)
The best part of waking up. What
else?

HENLEY
(realizing)
Skylar, watch out!

RATATATAT -- SKYLAR'S shot to pieces -- the COFFEE POT shattering as the WINDOWS EXPLODE and -- here comes CHEMIST.

SONIA (O.S.)
Skylar!

HENLEY
Stay down! He's been hit!

HENLEY crawls over to him -- he's bleeding out. SONIA comes running down the hall, crawls into the kitchen.

SONIA
Skylar! Skylar, wake up!

HENLEY
I said stay down!

Glass shatters all around them as PLATES, CUPS, CABINETS, APPLIANCES -- are shot to shreds.

She touches SKYLAR'S face gently. Fights back the tears.

HENLEY (CONT'D)
Wait here.

SONIA grips SKYLAR'S hand. Puts pressure on his wounds.

SONIA
We're gonna get you out of here.

HENLEY pulls his gun. Exits the kitchen.

THREE MEN in black masks, each armed with semi-automatic pistols enter, spreading out --

-- and yet HENLEY is nowhere to be seen...

EXT. SKYLAR'S SAFE HOUSE - CONTINUOUS

The CHEMIST runs up the slope in the backyard. Eyes the back door. Spots the two GUARDS. BANG!-BANG!

Two shots. Two kills. Dead before they knew what hit 'em.

INT. SKYLAR'S SAFE HOUSE - LIVING ROOM - CONTINUOUS

The three masked men enter the foyer, eager to kill, their weapons at the ready. The lead among them enters the --

LIVING ROOM

-- and is shot in the head. As he falls, HENLEY moves past, killing two others, leaving just -- CHEMIST -- entering the --

KITCHEN

-- coming around the back hallway, gun trained on SONIA.

LIVING ROOM

HENLEY aims --

-- the sunlight pouring through the hallway windows casting CHEMIST'S shadow and --

He fires twice through the door --

-- hitting CHEMIST in the back and the chest, dropping him down the stairs. HENLEY approaches, kicking his gun away.

HENLEY
Anybody else I have to shoot?

HENLEY pats the CHEMIST down as he bleeds out.

HENLEY (CONT'D)
Tell me. Who's out there?

CHEMIST
(struggling)
There's nobody left. We work in teams. We always work in teams.

HENLEY
What are you talking about?

CHEMIST
(struggling)
Cane Ridge. You and me. All of us.

This catches HENLEY'S attention.

HENLEY
Yeah, Cane Ridge.

CHEMIST
(panting)
You still dream?

HENLEY
(beat)
Yeah. Dreams won't stop.

CHEMIST
I'm always wandering some place where the wind blows cool.
(panting)
This is what they wanted...

And he takes his last breath. HENLEY staring. Speechless.

CUT TO:

INT. CANE RIDGE, DUKES' OFFICE - CONTINUOUS

DUKES buried in work. WARD coming in quick, fuming.

WARD
Mora's dead.

DUKES
You came all the way down here to
tell me that?

WARD
Was it Miller?

DUKES
Must've been.

WARD
Cut the shit, Carl. I didn't sign
off on this.

DUKES
Ten days ago it was a priority.

WARD
You said we'd have Miller by
sunrise. You said I'd thank you.

DUKES
You wanted Mora gone. He's *gone*.

WARD
Fuck yourself. He's out of control.

DUKES
Maybe Miller feels guilty about
fucking up the first go around. Or
maybe it's a peace offering so we
stop looking for him.

WARD
You've got not one, but two,
possibly three rogue sleepers
operating in L.A. and we still
don't have the package.

DUKES
The Chemist is en route. It'll be
in our possession shortly.

WARD
That what I'm supposed to tell the
Secretary about Cane Ridge? "*We'll
have it shortly*"...

DUKES

You're worried about a de-briefing on an eyes-only op? We don't handle this, we don't make it out of the parking garage. You follow me?

WARD bites her tongue.

DUKES (CONT'D)

This goes public, we cease to exist.

DUKES' office line buzzes. He goes to answer.

DUKES (CONT'D)

(into phone)

Is it done?

A long beat passes.

HENLEY (V.O.)

Hello, Carl.

The blood drains from DUKES' face.

DUKES

Mr. Miller... Didn't know you still had my number.

HENLEY (V.O.)

Got you on speed dial.

WARD hits SPEAKER-PHONE on DUKES' land line.

INT. SKYLAR'S SAFE HOUSE - KITCHEN - CONTINUOUS

HENLEY looks around at the dead bodies...

HENLEY

Wanna say hi to your friends...

(holds phone in the air)

Ah, guess they're not the talking type.

INT. DUKES' OFFICE

DUKES

Where are you now, Miller?

HENLEY (V.O.)

Around.

DUKES

Why don't we get together, see if
we can't work this thing out?

INT. SKYLAR'S SAFE HOUSE

HENLEY

Like it worked out for Lana?

DUKES (V.O.)

Doesn't need to go that way,
Miller. Why don't you come in?

HENLEY

I'm good. Have to get moving.

DUKES (V.O.)

Where you headed?

HENLEY

Some place where the wind blows
cool.

DUKES (V.O.)

Wait a second, Miller --

CLICK. And the line goes dead.

WARD

What did he mean by that? *Some
place where the wind blows cool...*

DUKES

It's code for a black-site in
Oregon. A data back-up facility.

WARD

What's stored at this location?

DUKES

I'll call you when it's finished.

He rises and heads for the door. WARD blocks him.

WARD

Can't find a solution if you won't
help me identify the problem.

DUKES

You told me to wipe it down. That's
what I'm doing.

WARD
You think he'll really come in?

DUKES
That option's been off the table.

And he brushes past her. Off WARD fuming...

EXT. PRIVATE AIRPORT - DAY

An unmarked black SEDAN pulls up on the tarmac. DUKES exits. Boards the plane.

INT. SKYLAR'S SAFE HOUSE - KITCHEN

SONIA kneels down, looking at SKYLAR one last time. Gently resting the sheet on top of his face -- HENLEY approaches --

SONIA
First time we met he told me you
were like brothers.

HENLEY
Don't you see the family
resemblance?

SONIA cracks a smile. Rises. As they finish loading clips --

SONIA
No one has ever attempted anything
like this.

HENLEY
Then they'll never see it coming.

SONIA
That's why it has to work.

She snap cocks an AR-15.

MATCH CUT TO:

HELICOPTER BLADES SPINNING RAPIDLY

INT./EXT. SONIA'S HELICOPTER - CONTINUOUS

SONIA increases the speed as HENLEY finishes getting dressed. He pins on his NAME-BADGE. It says "PAUL". SONIA notices.

SONIA
For Garza?

HENLEY
Should say ass-hole.

SONIA smiles and starts to descend into the forest. HENLEY looks out the window and sees --

EXT. BLOCKBUSTER - DAY

BLOCKBUSTER. Two stories of entertainment surrounded by acres of thick forest and the sprawling TWIN PEAKS MALL.

INT. BLOCKBUSTER - CONTINUOUS

Families make game time decisions.

EMPLOYEES hard at work -- checking out customers -- stocking shelves -- HENLEY helping a YOUTH SOCCER TEAM near the back.

As they leave he looks upstairs across the store at --

SONIA --

-- as she strategically places PLASTIC EXPLOSIVES throughout the 2nd story. After placing the last device she trades a glance with HENLEY, who nods.

He weaves in and out of aisles placing his EXPLOSIVES finally arriving at the BLUE CARPET RELEASE section. HENLEY places a REMOTE DETONATOR behind a DVD RACK. He approaches the --

BACK OFFICE -- scans his MEMBERSHIP CARD --

-- enters quickly -- making his way to the middle desktop.

As SONIA walks downstairs, a group of CUSTOMERS pass her on their way to the NEW RELEASE section at the front. She doesn't notice, but one of the customers is --

DUKES --

-- combing through DVDs.

Unbeknownst to her, DUKES watches her walk down an aisle and remove a blue DUFFEL BAG hidden behind a CARDBOARD display.

INT. BACK OFFICE - CONTINUOUS

HENLEY plugs the FLASH DRIVE into the computer, pulls up the LOG-IN screen to the CIA database.

The cursor hovering over the USB icon on the DESKTOP. HENLEY clicks it. "Do you want to run program?" HENLEY clicks "Yes".

The SCREEN refreshes and the PASSWORD field automatically populates. He does a search for the CANE RIDGE file.

Finds it. Opens it up.

Every fact about the program. Photos. Logistics. The works.

HENLEY moves the cursor to the "FILE" tab at the top left of the screen. Clicks DELETE. "Are you sure you want to Delete?" HENLEY hesitates a moment, then clicks "Yes".

A progress WINDOW opens: 1%...2%...3%... The program disappearing in front of his eyes.

INT. BLOCKBUSTER - CONTINUOUS

DUKES trades glances with various EMPLOYEES and CUSTOMERS in the store. As the last family exits, the CASHIER locks the door. SONIA senses something. Spots DUKES in the SECURITY MIRROR. She kneels down in an aisle, readies her guns.

HENLEY exits the office. As he makes his way to SONIA...

DUKES (O.S.)
Aren't we forgetting something?

He crosses in between aisles -- sees DUKES.

HENLEY
Not anymore.

DUKES
(pauses)
I used to really like you, man.

HENLEY
Am I supposed to say sorry?

DUKES pulls his GLOCK and --

EVERYTHING STARTS HAPPENING AT ONCE

BANG!-BANG!-BANG!- the CUSTOMERS and EMPLOYEES are actually UNDERCOVER AGENTS! They remove hidden WEAPONS throughout the store and --

Unload machine gun fire as SONIA rises from the last aisle returning SHOTS!

BANG!-BANG!-BANG!

The MUTED SPIT of a silenced automatic leveling three ANALYSTS as DVD BOXES rain down on top of them --

HENLEY grabbing his guns laying waste to ANALYSTS storming down from the second floor and --

SONIA'S rising quick -- joining HENLEY mid-stride as they tear through the store -- fingers PULLING, SHELLS flying, firing with the same deadly accuracy as their fists and feet.

Just as SONIA drops the last ANALYST, HENLEY sees what's coming -- across the store, DUKES takes aim at SONIA --

Has a clean shot and -- HENLEY fires at the last second --

BANG!

He catches DUKES on the ear, but it was too late. SONIA grabs her arm. Her body crumbling.

EXT. BLOCKBUSTER - CONTINUOUS

POLICE sirens wail out as squad CARS, S.W.A.T. and FIRE TRUCKS approach the building.

INT. BLOCKBUSTER

HENLEY applies pressure to SONIA'S arm.

HENLEY
You were supposed to duck.

SONIA
I'm fine. We need to finish.

HENLEY looks at the DETONATOR. The SIRENS getting louder.

HENLEY
The remote's damaged. I'll have to detonate manually.

SONIA
We have to hurry. They're close.

He quickly re-loads a PISTOL for her.

HENLEY

Head out through the emergency exit. I'll meet you in the woods.

SONIA

I'm not leaving you here.

HENLEY

No one said you were. But if you don't see me crossing that tree line in the next three minutes, I didn't make it.

SONIA

We'll make it.

He helps her to her feet. Hands her the PISTOL.

HENLEY

Three minutes.

They stare at each other a moment then he kisses her. They break and SONIA heads for the exit.

She stops by the door, wanting to believe him, looks back --

HENLEY (CONT'D)

Go.

And she's gone.

He looks at the office. Slumped bodies all over.

INT. OFFICE - MOMENTS LATER

Sleek surfaces, lit only by the sunset beyond. HENLEY enters, moving quickly to the center COMPUTER. He checks the status.

PROGRESS WINDOW READS: 85% complete

HENLEY senses something -- turns to find --

DUKES hovering behind him. His gun trained on HENLEY.

DUKES

Couple inches to the right, we wouldn't be having this conversation.

HENLEY

(motions to Dukes' ear)
I can clip the other one for you.
Even 'em out.

DUKES
Shut-up, you fuck.

The counter on the computer screen 89%, 90%, 91%...

HENLEY
You're running out of time, Carl.

DUKES
Time is just memory in the making.

HENLEY
Time is an illusion, a construct made out of human memory. There's no such thing as the past, the present or the future -- only the now. None of which you have any control over.

DUKES
I have the power, which grants me control, Miller. And in this life, you're either giving it or you're taking it.

HENLEY
You didn't need me anymore. I was out.

DUKES
You were out? Jesus. Wake up. No one is ever out. You were just stuck in a dream.

HENLEY
Could've left me where I was.

DUKES
And then what? Hmm? Wait for you to wake up? Look at yourself. You're an even bigger mess than before. A science experiment that can no longer be fixed.

The counter on the computer screen 93%, 94%, 95%...

HENLEY
Exposing you was vital to the program's extinction.

DUKES

Maybe. Or maybe you'd keep the information for yourself, use it as leverage to start advancing your own agenda. Either way, it was only a matter of time before someone else got to you, and I wasn't taking that chance.

HENLEY

No. You were taking the power.

DUKES

In this life there are no principles, not ethical, moral, legal, constitutional, religious, spiritual -- NONE. There's only power. And when we get the power, everybody else better fucking duck.

HENLEY levels his gun -- DUKES fires his and --

BANG! BANG!

HENLEY tags DUKES in the chest, but catches one in the arm. DUKES' body falls to the floor.

HENLEY stares at his lifeless corpse a moment, then gets up. Checks the monitor.

It reads: 96%, 97%...

EXT. BLOCKBUSTER

POLICE have the building surrounded. As S.W.A.T. approaches --

INT. BLOCKBUSTER

HENLEY emerges from the office, approaching the DUFFEL BAG. He removes a thin electrical wire -- attaches it to the DETONATOR. S.W.A.T. swings the BATTERING RAM and --

KA-BOOM!

EXT. BLOCKBUSTER

The massive EXPLOSION blows up BLOCKBUSTER! POLICE, DEBRIS and CARS are launched in the air from the AFTERSHOCK as FIRE clouds engulf the entire store.

DISSOLVE TO:

INT. FBI OPERATIONS CONFERENCE ROOM - DAY

Brayden at the head of the table. A core of INTEL BIGWIGS.
WARD in the hot seat. LANKY WAITER seated behind her.

WARD

The Cane Ridge program has been inactive for some time. Initially, it was designed to be an asset recruiting tool. Working in conjunction with the CIA's force protection source operations, we'd hoped it would aid in the bureau's counterintelligence efforts. However, communications between IGO's proved to be more challenging than previously documented, so we decided to scrap the project. The risk-reward ratio was just too high. As of now, it's been deactivated.

A long beat. Nobody speaks. Then --

BRAYDEN

So where do we go from here?

LANKY WAITER handing WARD the next hundred pages.

WARD

We start Streaming.

BRAYDEN

Who else is on board?

WARD

Streaming is a joint, DOD-NSA, surveillance program that we're all very excited about...

WARD is just gonna go on and on and on...

DISSOLVE TO:

EXT. HUT - FIJI - DAY

Stunning Spring day. A SURF RENTAL SHACK near the beach.

SIX MONTHS LATER

SONIA coming out of the shack with two boards. Handing them to a HAPPY COUPLE waiting there. The HAPPY COUPLE runs to the ocean. SONIA turns back and --

There's HENLEY. A new look in a linen SUIT. A growing grin.

HENLEY
This your place?

SONIA
Last time I checked.

HENLEY
Think I can get a lesson?

SONIA
Depends. Got a credit card we can
put on file?

HENLEY
Not with my name on it.

Beat. She smiles. As he loosens his tie...

SONIA
You're nothing but trouble.

HENLEY
Yeah... the good kind though.

His turn to smile. They embrace. And we PULL AWAY from the
beach, headed back inside the --

INT. HUT - CONTINUOUS

-- our eyes moving from the DUFFEL with the DVD as we HEAR...

BLOCKBUSTER NARRATOR (O.S.)
Introducing *all you can watch* just
\$14.99 a month!

Our focus settling on a little TV in the wall...

BLOCKBUSTER NARRATOR (V.O.)
Either rent movies in store or rent
at Blockbuster.com Prices and
participation may vary. Welcome to
the new Blockbuster. *Are you ready
for more?*

MUSIC creeps in: "Everywhere" by Fleetwood Mac -- as WE --

FADE OUT.

THE END