

Matriculation

by

Mark J. Rose

508 Longbranch Rd.
Simi Valley, CA 93065
805.304.4945
skydennglass@roadrunner.com

FADE IN:

INT. PHILADELPHIA - TIM NELL'S HOUSE - DAY

SUPER: "Philadelphia, 2198"

An old man, TIMOTHY ULYSSES NELL (99) sits across the table from a young woman INTERVIEWER.

A cameraman records the interview.

TIM
You have at all wrong.

INTERVIEWER
Why deny your place in history?

TIM
The motivation.

Blank stare from interviewer.

TIM
I didn't care about changing the world and all that.

INTERVIEWER
Then why devote your life to change?

TIM
Love.

INTERVIEWER
Of freedom.

TIM
Of a woman.

INTERVIEWER
Lauren Kinney.

TIM
You don't see it.

INTERVIEWER
She was your partner in the struggle.

TIM
(laughs)
Young men don't care about the struggle.

INTERVIEWER

You did.

TIM

I didn't.

(revelation)

You've never been in love, have you?

INTERVIEWER

Probably not.

TIM

Any other reason this all started...nonsense. Just love. Young men do dumb things for love. I miss her.

EXT. DRAG RACING STRIP - DAY

SUPER: "Philadelphia, Seventy Years Earlier"

Philadelphia is a greasy city.

Two rocket sleds with single large engines sit at the starting line.

Teams of mechanics make adjustments.

A crane loads concrete weights.

TIM NELL (19) adjusts an engine, making its flame go from brown to blue.

Gives thumbs-up to the driver.

Crews stand behind barriers as lights count red to green.

Engines roar and the sleds shoot down the track.

Tim's sled takes the lead. The lagging sled explodes.

Crews rush out with fire extinguishers and pull the pilot from the burning sled.

Tim helps his driver, JIMMY (32) from the cockpit.

JIMMY

Oxygen mix was perfect that time.

They join their crew to pack up.

EXT. GAIDA'S ROCKET WRECKING - YARD - DAY

A cold drizzle traces patterns down the steel shells of spaceships strewn about a wrecking yard.

Tim removes a large black module from a wrecked ship and grins. He cleans the part.

Tim walks to the front of the yard past miles of derelict spaceships.

He enters a door marked "Employees Only."

INT. GAIDA'S ROCKET WRECKING - OFFICE - DAY

Tim appears behind a wooden counter, worn smooth by the constant friction of used parts.

ROY GAIDA (35) waits on a customer. Roy is the urban version of Blackbeard the Pirate. Underneath the gruff facade, he's a caring man who gets on well with his customers.

ROY GAIDA
Get the wires?

Tim nods yes and sets the part down on the counter.

Roy looks to the dirty screen of a dead computer.

Frustration.

ROY GAIDA
How many more?

TIM
Three, six-eight-four A, six-nine-three B, six-nine-four A.

Stops to look at the customer's part.

TIM
This one should be an exact substitute. They raised the amplitude to eighty-five volts on everything after six-ninety.

ROY GAIDA
How do you remember all this?

TIM
I just do.

Roy slides the part to the customer.

ROY GAIDA
Your mother called. She wants you
at the clinic.

TIM
After my shift.

ROY GAIDA
We can do without you for a few
hours.

Roy turns to his customer.

EXT. GAIDA'S ROCKET WRECKING - YARD - DAY

Tim is with a German Shepard chained under a tin overhang.
He pulls a treat from his pocket. Pets and scratches the
animal.

TIM
Stay out of the mud, dummy. Be back
for dinner, okay?

The dog reacts to his voice like he understands.

The animal watches him go with sad eyes.

INT. PHILADELPHIA METROPOLITAN HOSPITAL - DAY

Tim's mother, MARY NELL (38) sits on a hospital bed with a
tube in her arm. Tim glances between his mother's face and
tubes and wires.

MARY NELL
How's Nova?

TIM
Fine. I left him at the yard.

Her face shows she misses the dog. She is sad

TIM
Lots of action there, but he hates
being tied up.

MARY NELL
I told you he'd be work.

TIM
You say that about everything.

MARY NELL

I just want you to understand the
commitment.

TIM

I understand.

MARY NELL

It's a promise for life, even with
a dog.

TIM

Mom -- I understand.

Silence.

MARY NELL

I'm going home.

TIM

Three more days.

MARY NELL

It's not working.

TIM

They can try something else.

MARY NELL

It's spread too many places.

TIM

There has to be something.

MARY NELL

Can you pick me up tomorrow this
same time?

Tim nods yes.

MARY NELL

You fighting tonight?

Nods again.

MARY NELL

We didn't spend all this time on
your schooling to let someone punch
it out of you every week.

TIM

We use shields.

MARY NELL
Sport shields!

TIM
I pull parts at a wrecking yard.

MARY NELL
Heard from the committee?

TIM
I don't expect much with the
shortage of Matrix.

MARY NELL
They always take the smart ones.

I/E. CRAIG'S BOXING ACADEMY - NIGHT

A rundown boxing academy from the street, but the inside
reveals a vibrant gym.

Three boxing rings surrounded by fighters at training
stations.

People sit at the center ring in folded metal seats watching
a fight between Tim and another teen.

The kick boxers are in their corners on short wooden benches.

COACH CRAIG (67) talks to Tim, who breathes heavily. Craig is
a thin, Morgan Freeman style man.

COACH
You're behind.

TIM
Guy's a Neanderthal.

COACH
Let loose! You can beat this kid.

TIM
Let loose?

COACH
Let your body do its thing.

TIM
Let my body do its thing -- got it.

The bell rings.

The fighters activate shields that cover their bodies with a faint glow.

Tim goes toe to toe with the other fighter. The shields light green when they connect.

The other boy lands a cross to Tim's face and sends him to the floor.

The referee calls the fight.

Disappointment from Tim's coach.

INT. CRAIG'S BOXING ACADEMY - LOCKER ROOM - NIGHT

Coach Craig puts a small bandage on the cut on Tim's eyebrow.

Nova sits in the corner, watching.

COACH

She's gonna come down and give me another earful.

TIM

I still feel bad about that.

COACH

How's she doing?

TIM

Giving up on treatment.

COACH

Seriously?

TIM

It's not working.

COACH

Sorry kid.

Coach Craig hands Tim a cup of turquoise blue liquid.

COACH

You need this after the beating you took tonight.

Tim turns it round in his fingers.

TIM

Gives me strange dreams.

COACH

Chinese herbs. They keep your brain
and your body in shape. I promised
your mother.

TIM

When?

COACH

The last time she yelled at me.

Tim shrugs and drinks the medicine.

COACH

No activity tomorrow -- just rest.

Tim hops off the cot. The dog stands to join him.

TIM

See you in two days.

EXT. PHILADELPHIA - NIGHT

First a row of gloomy homes.

Then a street with small, happier homes with yards.

Hover cars whisper by.

INT. PHILADELPHIA - TIM NELL'S HOUSE - NIGHT

Tim enters with the dog, turning lights on. The house is
neatly decorated and a good size.

Nova drinks his water.

Tim fills the dog's bowl.

All is routine.

TIM

Here you go.

Tim turns on a wall monitor - the colors are off.

He pulls the monitor from the wall and uses a screwdriver to
improve the colors.

He switches the channel to NBC News.

He grabs a food container and a milk jug from the
refrigerator and sits at a table, eating and watching.

TV SCREEN

A NEWSWOMAN interviews JOHN DOWDEN (56), the US National Security Administration Secretary.

JOHN DOWDEN

On the contrary, it's been an outstanding success.

NEWSWOMAN

There are still opponents.

JOHN DOWDEN

Flat-earthers! It's common sense that your average citizen doesn't need access to such destructive power.

NEWSWOMAN

Many feel Computer Control has come at a great cost to individual rights.

JOHN DOWDEN

Computers were used for great malice in this country. Life savings drained away in an instant. Trains shut down! Deaths occurred every day from cyber terrorism!

NEWSWOMAN

What about the claim that Control has restricted progress in the computing field?

JOHN DOWDEN

Nonsense. Computers have never been more advanced, or more secure.

BACK TO SCENE

Tim focuses on his dead computer and rolls his eyes.

He changes the channel to ESPN News.

Passing images of baseball and football. Uniforms and stadiums look ultramodern, like you'd imagine in the future.

Tim goes back to eating and ignores the TV, mostly.

TV SCREEN

A commercial for National Enhancement Inc. A COMMERCIAL ANNOUNCER narrates over music.

SERIES OF SHOTS - ADVERTISEMENT FOR NATIONAL ENHANCEMENT INC.

1. A human sperm and egg coming together.
2. Robots pipetting biological samples in a laboratory.
3. Human DNA being spliced with patches to fix genetic abnormalities.
4. Images of a perfect man and woman.

COMMERCIAL ANNOUNCER

(V.O.)

Enhancement is cheaper than you think. Call us today for zero percent financing.

(music)

Doesn't your child deserve the very best?

BACK TO SCENE

Tim cleans up and shuts the TV off.

An envelope on the counter says, "US Matriculation Academy."

He picks it up - sets it down - can't bear to look.

Rethinks - opens - stands with a blank expression.

Sets the letter down - pets the dog - checks the door - walks to bed.

His demeanor says everything.

INSERT - MATRICULATION ACADEMY LETTERHEAD, which reads:

"We are sorry to inform you that you have not been selected for Matriculation. While no acceptance decision is final, rejection is based on physical incompatibility of the applicant to the Matriculation Matrix. Use of Matriculation Matrix in incompatible subjects can lead to mental retardation or death."

EXT. GAIDA'S ROCKET WRECKING - YARD - DAY

Tim walks through the front gate of Gaida's with Nova in tow.

Jimmy works on a spaceship inside the yard. Grease covers his hands and face and mixes with tattoos up his arms.

JIMMY

Finally here?

TIM
We busy?

JIMMY
Almost missed her.

TIM
Who?

JIMMY
The Rocket Princess.

Tim scans the yard.

JIMMY
Out in the engine shack.
(smiles slyly)
Two-man job, I think.

Tim becomes self-conscious, looking to a discolored metal shed at the back of the yard.

He walks the dog to the overhang.

I/E. GAIDA'S ROCKET WRECKING - SHED - DAY

Tim joins Jimmy at the shed where engines and high-priced parts are kept under lock and key.

They pull the door and step inside. This shed is inventoried and organized.

ROBERT KINNEY (44), a well-kept man in clean mechanics overalls crawls around a rocket engine with his daughter, LAUREN (18). She's in mechanic's clothes too, but there is something chiseled and clean about her.

Tim stands watching them probe and discuss the engine.

Lauren smiles happily when she sees Tim.

LAUREN
Tunnel!

"You owe me" smile from Jimmy

TIM
Didn't see you in school.

LAUREN
Went to the auction.

TIM
Anything cool?

LAUREN
A pre-emissions Siemens -- roared
like a lion. Beautiful lines!

TIM
I didn't want to miss Power
Technology.

LAUREN
You're so smart; you don't even
need to go to class.

TIM
Wish that were true. Any news?

LAUREN
I thought you'd never ask.

TIM
Well?

LAUREN
Accepted! What about you?

TIM
No word yet.

LAUREN
They always take the top student.

Jimmy elbows Tim.

JIMMY
Mr. Kinney doesn't want to be here
all day.

Tim mouths bye to Lauren.

He puts his gloves on, and they walk to pull the engine from
the shelf.

INT. GAIDA'S ROCKET WRECKING - OFFICE - DAY

Robert Kinney finishes purchasing the engine.

Tim returns to say goodbye.

ROBERT KINNEY
How's your Mom?

TIM
Medicine isn't working.

ROBERT KINNEY
I'm sorry kid. You okay?

TIM
We're fine. The government is
taking care of the expenses.

ROBERT KINNEY
You need anything you call, right?

Lauren peaks in.

LAUREN
Bye Tunnel!

She follows her father away.

Tim lingers in the office.

ROY GAIDA
You don't ask that girl out; you're
the stupidest man on the planet.

TIM
It's no use.

ROY GAIDA
She lights up every time she sees
you!

TIM
She got her acceptance.

ROY GAIDA
Enhancements usually do.

TIM
She's not Enhanced.

ROY GAIDA
She was Enhanced twice from the
looks of it.

TIM
Can they even do that?

ROY GAIDA
It's a joke.

TIM
What makes you think she's
Enhanced?

ROY GAIDA
Her father's face.

TIM
He's not a bad looking man.

ROY GAIDA
(laughs)
About as handsome as me. They keep
the good and fix the bad. Who cares
anyway? She's a sweet girl.

TIM
I got my rejection, yesterday.

Roy is surprised.

ROY GAIDA
You're the top of your class.

TIM
That job offer still stand?

Roy still recovers from the news.

ROY GAIDA
Of course. All the guys were
rooting for you.

TIM
Lauren will have a new crowd soon.

INT. MONTGOMERY HIGH SCHOOL - HALL - DAY

Tim stands at his locker watching Lauren smiling with another girl. A third, JOANNA KINDER (18) seems like she is trying to look happy.

Tim scrutinizes both smiling girls for evidence of Enhancement.

Lauren catches Tim staring and waves him over.

He walks reluctantly and nods hello.

LAUREN
Did you get yours?

TIM
Rejection letter.

LAUREN
You're joking.

TIM
Incompatible genetics.

LAUREN
I'm so sorry.

Hearing the bad news, the other girls wander away.

LAUREN
What will you do?

Tim snaps.

TIM
I'll be fine!

LAUREN
Don't get angry with me. It's not
my fault some stupid committee
didn't accept you.

TIM
It could be.

LAUREN
My fault?

TIM
Forget it!

LAUREN
Why was it my fault?

TIM
Enhancements get priority.

LAUREN
What does that have to do with me?

TIM
You're that pretty by accident?

LAUREN
You weren't accepted, because I'm
pretty?

TIM
You'll have different friends soon.

LAUREN
I'm pretty and shallow?

TIM
What else would you do?

She's now visibly angry.

LAUREN
I'm not Enhanced.
(fumes)
And, I don't appreciate you're
assuming it's the only reason I got
accepted.

TIM
(tired of it)
Fine -- have a nice life.

She walks away.

Tim has a pained look of regret on his face.

EXT. MONTGOMERY HIGH SCHOOL - STADIUM - DAY

A rare sunny day in Philadelphia.

A sea of students walks in single file across the stage for
high school diplomas.

EXT. MONTGOMERY HIGH SCHOOL - STADIUM - DAY (LATER)

Tim stands next to his mother and his mother's sister, AUNT
SARAH (35).

Mary looks healthy, making every effort to drink life in.

Tim shakes hands with people in mechanic's clothing. Many
look connected to Gaida's Rocket Wrecking.

Tim searches around. He sees Lauren and walks over.

TIM
I'm an idiot -- I'm sorry.

She looks relieved and hugs him.

LAUREN
You were the one.

TIM
The one?

LAUREN
Who deserved Matriculation.

TIM
My genetics didn't want to
cooperate. I'll be okay.

LAUREN
You're the toughest boy I know.

TIM
When do you leave?

LAUREN
I have a whole month.

TIM
Can I see you before you go?

LAUREN
Like a date?

TIM
Yeah, like a date.

LAUREN
That new theatre opened up on
Market Street.

TIM
A play?

LAUREN
I heard they even let rocket people
in.

TIM
(fake pretentious)
I'd never go to a place that allows
rocket people.

He makes her laugh.

LAUREN
Dinner before? I got money for
graduation.

TIM
Deal.

INT. PHILADELPHIA - TIM NELL'S HOUSE - NIGHT

Tim cleans up the kitchen with the dog watching.

Knocking on the door.

Lauren stands at the porch. She has a small bag on her shoulder. Tim is surprised.

TIM
Hi. Come in.

The dog scampers to her. She stoops down and hugs him hardily.

LAUREN
Nova!

She stands up from the dog and is now very close to Tim.

TIM
What's up?

LAUREN
Thought you might be lonely.

TIM
Lonely?

LAUREN
Aunt Sarah said she was taking your
Mom to the coast.
(smiles)
I think Aunt Sarah likes me.

Tim makes the pass.

LAUREN
I couldn't stop thinking about our
date.

They kiss again.

TIM
Does your Dad know you're here?

LAUREN
(winks)
I'm spending the night at Carrie's.

Tim acts clueless.

TIM
Where are you going to sleep?

LAUREN
Here, of course. Don't get any
ideas. I'm not that kind of girl.

They kiss again. It's been a long time coming.

INT. PHILADELPHIA - TIM NELL'S HOUSE - DAY

Saturday morning and Tim has just opened his eyes. Lauren is gone.

He pulls the blanket away and still has his clothes on. It feels like Lauren was not that kind of girl.

Tim calls out

TIM

Lauren.

Tim walks into the kitchen. Nova is at his bowl eating.

Note on the refrigerator.

INSERT - LAUREN'S LETTER, which reads:

"Thanks for a great night. Left early to drop a ship off with Dad. I'll see you today. - L. (I fed Nova.)"

BACK TO SCENE

Tim sets it on the counter, smiles, and talks to the dog.

TIM

We gotta leave for work.

EXT. GAIDA'S ROCKET WRECKING - YARD - DAY

Tim works on a rocket in the yard. He has soot on his face.

Jimmy walks up.

JIMMY

Lunchtime.

TIM

It'll take another half hour to pull this regulator.

JIMMY

You have a visitor.

Tim pulls himself from under the space ship and washes his hands. He has soot on his face.

INT. RAIDA'S ROCKET WRECKING - OFFICE - DAY

Tim walks in to see Roy talking to Lauren.

LAUREN

Tunnel!

Roy smiles. Tim is mildly embarrassed.

ROY GAIDA

You could have cleaned your face.

LAUREN

Rocket people are all the same.

She steps forward with a cloth she pulls from her pocket, wipes and giggles.

ROY GAIDA

Can you two get out of here before
I lose my breakfast? You have an
hour for your --

Looks at basket.

ROY GAIDA

Picnic.

She takes Tim's hand and pulls him out of the office.

Tim walks overwhelmed.

They walk to a private wooded clearing around the corner and sit at a picnic table.

Hovercars can be heard passing the yard.

Lauren wraps her arms around Tim.

TIM

I smell like fuel.

She kisses him.

LAUREN

I love the smell of rockets.

They sit, eating and smiling.

MONTAGE - TIM AND LAUREN FALL IN LOVE

-- INT. RESTAURANT - NIGHT - Tim and Lauren hold hands across the table, eating and laughing.

-- INT. THEATRE - NIGHT - Tim and Lauren watch Romeo and Juliet as he traces his finger over her hand.

-- EXT. GAIDA'S WRECKING - DAY - Tim and Lauren eat lunch in the wooded clearing.

-- EXT. ROCKET AUCTION - DAY - Tim and Lauren run their hands down the shiny blackened metal of a sleek spaceship. Lauren's father shakes his head at his daughter's infatuation.

-- EXT. DOWNTOWN PHILADELPHIA - DAY - Tim and Lauren walk hand in hand near the Delaware river as the sun sets. Nova walks next to them.

END MONTAGE

INT. PHILADELPHIA - TIM NELL'S HOUSE - NIGHT

Tim is getting ready to meet Lauren for dinner.

A hovercar stops outside the house. Nova barks.

Lauren walks to the door with her picnic basket.

He lets her in and starts to speak. Lauren holds her finger up.

LAUREN

I brought something for my buddy.

She pulls out handful of treats and gives them to the dog.

TIM

I thought we were meeting for dinner.

LAUREN

I brought it.

TIM

The movie is at 7:30.

LAUREN

No movie.

TIM

What do you want to do?

LAUREN

We'll think of something.

Kisses him.

TIM
Aunt Sarah?

The girl holds her finger to her lips - kisses him again.

FADE OUT.

INT. PHILADELPHIA - TIM NELL'S HOUSE - NIGHT (LATER)

The clock says 3:00 AM. Lauren and Tim are in bed kissing and talking. Lauren is sad.

LAUREN
It's tomorrow already.

TIM
Your big adventure's about to begin.

LAUREN
What if I don't go? I'll stay home and work with Dad.

TIM
Throw Matriculation away?

LAUREN
Other people have.

TIM
No one I know.

LAUREN
I could be the one you know.

TIM
Your father would never let you pass up the opportunity -- me neither.

LAUREN
You want me to leave?

Tim touches her face.

TIM
Seriously?

LAUREN
Then I'll stay.

TIM
Our lives can start after you
finish.

LAUREN
No one I know has ever come back.

TIM
You could be the one you know.

She gazes at him with soft eyes -- pulls him close.

LAUREN
I never want tonight to end.

EXT. PHILADELPHIA - TIM NELL'S HOUSE - NIGHT

A hovercar passes, interrupting the solitude.

MONTAGE - TIM AND LAUREN SPEND TWO MONTHS APART

-- EXT. US MATRICULATION ACADEMY - DAY - Lauren is dressed in an academy uniform, sitting in a classroom, staring intensely at rapidly changing slides.

-- EXT. GAIDA'S WRECKING - DAY - Tim is working to remove a large soot covered engine from a rocket.

-- EXT. US MATRICULATION ACADEMY - DAY - Lauren is sitting in a clinical lab drinking a turquoise blue liquid.

-- EXT. ROCKET SLED RACES - NIGHT - Tim and Jimmy are standing on a podium and receiving a first-place trophy and a check. Joanna Kinder sits in the audience, watching.

-- EXT. US MATRICULATION ACADEMY - DAY - Lauren is dressed in a formal Matriculation uniform talking to a handsome Academy student.

-- EXT. CRAIG'S BOXING ACADEMY - NIGHT - Tim is in his corner having just knocked out his opponent. His coach hands him a small cup of turquoise blue liquid.

-- EXT. US MATRICULATION ACADEMY - DAY - Lauren is sitting in a clinical lab. A nurse hands her two cups of liquid; one is turquoise blue and the other is grey.

END MONTAGE

EXT. PHILADELPHIA - TIM NELL'S HOUSE - NIGHT

Tim hosts a fall party in his mother's garden. Some trees have already lost their leaves.

Tim is talking to JOANNA KINDER (18) Lauren's friend. She's an attractive woman with shoulder-length brown hair.

JOANNA KINDER

You guys were getting serious before she left.

TIM

I get letters from her every week.

JOANNA KINDER

I haven't gotten anything in a while.

TIM

They keep them busy.

JOANNA KINDER

What do you think she'll be like when she comes back?

TIM

Hard to say how getting so smart so fast changes you.

JOANNA KINDER

They're always different.

TIM

I hope she'll be the same.

JOANNA KINDER

I was surprised you weren't accepted. I thought you were Enhanced.

TIM

Why's everyone think you need to be Enhanced to Matriculate?

JOANNA KINDER

There is a rumor going around they want to improve genetics.

TIM

What's wrong with our genetics?

JOANNA KINDER

Healthcare costs are too high. They need to bring the deficit down.

TIM

So just because my parents couldn't afford to splice my DNA, I don't get an education?

JOANNA KINDER

They accept less than one percent.

TIM

Maybe it does have something to do with genetics.

JOANNA KINDER

Maybe they just like pretty people.

TIM

Lots of nasty looking people have gone through Matriculation.

JOANNA KINDER

Not recently. I'd like to find the connection.

TIM

Even if you do, so what?

JOANNA KINDER

We could ask to have it changed.

TIM

There are only so many of those high-level jobs.

JOANNA KINDER

Then it should be a fair competition.

TIM

You sure Lauren was Enhanced?

JOANNA KINDER

Her father told her before she left. Good for her. I really do mean that. She was always straight with me.

People are laughing and having fun. Life is good.

INT. PHILADELPHIA - TIM NELL'S HOUSE - DAY

Tim wakes from the party. People sleep on his couches from the night before.

He quietly cleans.

Joanna wakes and helps. Her manner says she's attracted.

Another boy and girl wake up and start cleaning.

Tim says good-bye to people as they leave.

Joanna is the last to go. Tim meets her at the door.

JOANNA KINDER

Thanks for the party. It was good talking with everyone.

TIM

You never told me what you're doing.

JOANNA KINDER

Inventory at Zain's.

TIM

Gaida's buys stuff there.

She kisses him on the cheek. Tim has a genuine smile.

JOANNA KINDER

Maybe I'll see you sometime?

TIM

Probably!

Tim watches her walk out the door.

He contemplates the picture of him and Lauren on the counter. They're together at the rocket races.

EXT. GAIDA'S ROCKET WRECKING - YARD - DAY

Tim sits on a gleaming new rocket. He's eating his lunch and reading a textbook.

Roy Gaida meanders over.

ROY GAIDA

You'll buckle that cowling.

TIM
It's rated for nine-seventy PSI.

Roy shakes his head in wonder that he knows this fact.

ROY GAIDA
Not eating with the guys?

TIM
Reading a textbook on
Matriculation.

ROY GAIDA
Matriculation?

TIM
Lauren's back tomorrow.

Roy waves him down.

ROY GAIDA
Let's talk.

TIM
About what?

ROY GAIDA
Come down.

TIM
You just want me off your cawling.

Tim sets his sandwich down, carefully marks his place in the book and slides from the rocket.

Roy pulls two crates and motions for Tim to sit.

ROY GAIDA
Ever met someone when they come
back?

TIM
Never paid much attention.

ROY GAIDA
They're different.

TIM
It used to take nine years to learn
what they learn in nine months.

ROY GAIDA
Their personality changes too.

Tim nods toward the book on the rocket.

TIM

It says that neurons are not formed in the personality centers.

ROY GAIDA

Kid, you're ten times smarter than anyone here, but you sure are dumb.

TIM

Why?

ROY GAIDA

How many Matriculated in high school while you were there?

TIM

0.81 percent -- approximately.

Roy acts surprised again by Tim's ability.

ROY GAIDA

0.81 percent? How many returned, approximately?

TIM

Some come back.

ROY GAIDA

How many come back to this town to work?

TIM

They get jobs around Washington.

ROY GAIDA

They don't fit in here.

TIM

Why would they not fit in?

ROY GAIDA

They know they're intended for more.

TIM

She sent me a letter just two weeks ago. We've made plans to meet tomorrow.

ROY GAIDA

Just watch yourself -- that's all I'm saying.

INT. PHILADELPHIA - TIM NELL'S HOUSE - DAY

SERIES OF SHOTS - TIM WAITS FOR LAUREN

1. Tim whistles as he cleans his house. The dog barks at the vacuum cleaner.
2. Tim uses a clipper, trimming plants in the garden.
3. Tim tosses a salad and setting the table.
4. Tim looks at the clock in anticipation, 6:00 PM.
5. It is now 7:00 PM and she has not arrived.
6. Tim uses his phone, probably calling Lauren, but gets no answer.
7. The clock reads 8:00 PM. Tim eats dinner by himself.

END SERIES OF SHOTS

EXT. GAIDA'S ROCKET WRECKING - YARD - DAY

Tim uses a crane to move wrecked spaceship shells into a neat stack.

He sees Roy standing and shuts the crane down.

TIM

What's up?

ROY GAIDA

You're amazing with that crane.

TIM

Learned from the best.

ROY GAIDA

How'd it go?

TIM

She never showed -- didn't even answer her phone.

Roy shakes his head, knowingly.

TIM

You mind if I get out of here a little early?

ROY GAIDA
Remember what I said.

TIM
Wear gloves with sharp parts.

ROY GAIDA
Funny. She's not the only pretty
girl in the world.

Roy walks away.

Tim starts up the crane. Mumbles.

TIM
Feels like it.

I/E. LAUREN'S HOUSE - DAY

Tim stands outside the Kinney's house and knocking. Robert
Kinney answers the door. Calls out.

ROBERT KINNEY
Lauren, Tunnel's here.

LAUREN
Send him back, Father.

ROBERT KINNEY
She'll be glad to see you.

TIM
When did she get in?

ROBERT KINNEY
Early yesterday morning. I'm so
proud of her.

TIM
Me too, sir.

Tim walks into the living room. Lauren stands up. Her hair is
pulled back in a tight bun, and she's dressed in the white
and blue military-style uniform of Matriculation. She's shiny
and pretty.

Lauren puts on a polite smile and shakes his hand. She has a
subtle formality.

LAUREN
Timothy, how are you?

TIM
I'm fine Lauren, and you?

LAUREN
Changed for the better, of course.

TIM
You were supposed to meet me for
dinner last night.

LAUREN
We made those plans weeks ago.

TIM
Two weeks.

LAUREN
I'm in the program. Two weeks is an
eternity.

TIM
I waited for you all night.

LAUREN
I was with my family.

TIM
You could have called.

LAUREN
I shouldn't have assumed.

TIM
Assumed?

LAUREN
That you would understand the
complexity of my world.

Her cell phone rings. She answers without excuse.

He stands waiting for her as she talks. It's like he's
disappeared.

LAUREN
They're so proud!

Lauren looks at Tim.

LAUREN
Some do not. I'll send the journal
entry.

Lauren casually waves goodbye to Tim.

LAUREN
Good seeing you again.

She goes back to talking on the phone.

TIM
(loud whisper)
Bitch!

LAUREN
Language!

Tim turns and walks to the door.

LAUREN
Tunnel! Don't...

Tim turns.

She stands, confused with the phone at her side.

He walks to her, and she looks like she's reaching for a hug.

She drops her hands and steps back.

She puts the phone up to her ear. The coldness returns, but her eyes are still glassy.

LAUREN
Hold on.

She reaches her hand out to shake.

LAUREN
Good seeing you again, Timothy.

He lingers with his hand in hers, wondering at the tears, turns and walks out.

INT. HOVERTRAIN - DAY

Tim sits looking out the window as it moves away.

INT. CRAIG'S BOXING ACADEMY - GYM - NIGHT

Tim is in the corner of the ring. He has his mouth guard on the tip of his mouth. He sucks it in when the bell rings and fires up his shield.

He fights against a large teen that looks impossible to beat.

Tim bounces away the complete first round. His opponent gets irritated and begins to chase.

The bell rings and Tim goes to his corner.

COACH
You distracted?

TIM
Angry about some things.

COACH
Get your mind in it.

TIM
My mind's in it.

The bell rings and Tim enters the ring.

TIM'S VISION - PUNCHING AWAY HIS TROUBLES

-- Tim sees Lauren before she left for Matriculation

-- Tim's most recent meeting with Lauren. Punches.

-- Tim is at his mother's hospital bed. Punches.

END TIM'S VISION

The referee holds Tim's arms.

His opponent staggers and falls.

INT. CRAIG'S BOXING ACADEMY - LOCKER ROOM - NIGHT

Tim's boxing coach is checking his face. Pushes it.

COACH
Not a scratch.

Tim snarls.

TIM
Let loose enough this time?

COACH
You should be happy.

TIM
Girl problems.

COACH
Can't live with 'em, can't live
without 'em.

TIM
Thanks.

COACH
Handsome young man like you --
probably a million girls you could
choose from.

TIM
She's the one in a million.

The coach hands him more blue liquid.

He drinks it without question.

I/E. PHILADELPHIA - TIM NELL'S HOUSE - NIGHT

Tim is walking from the hoverbus stop to his house.

A hovercraft marked "NSA" is parked in front of his house.

Tim stands trying to imagine why an NSA vehicle would be in
front of his house, then moves inside.

TIM
Mom, you home?

MARY NELL
In here.

Tim finds his mother with two men dressed in suits, drinking
coffee.

The men put their coffee on the table and stand to shake his
hand. They are AGENT GREEN (35) and SPECIAL INVESTIGATOR
BRADWAY (48). Agent Green has a bright expression. Special
Investigator Bradway is less amiable.

AGENT GREEN
Mr. Nell. I'm Agent Green of the
National Security Administration.

Tim looks puzzled.

SPECIAL INVESTIGATOR BRADWAY
I'm Special Investigator Bradway.

Tim waits patiently for an explanation that never comes.

TIM
What can I do for you?

SPECIAL INVESTIGATOR BRADWAY
We're making a routine survey of
top candidates who were not
accepted for Matriculation.

TIM
Routine survey?

SPECIAL INVESTIGATOR BRADWAY
Could we talk in private? It won't
take a moment.

TIM
On the porch, then.

They thank Mary for her hospitality.

Their jovial demeanor changes on the porch.

SPECIAL INVESTIGATOR BRADWAY
Mr. Nell, we're here to investigate
an inconsistency in your
application.

TIM
What?

SPECIAL INVESTIGATOR BRADWAY
We suspect incompatible genetic
matrix was purposely substituted
for your own.

TIM
Why would someone do that?

SPECIAL INVESTIGATOR BRADWAY
We were hoping you could tell us.

TIM
It wasn't me.
(thinks)
Does this mean I can reapply?

SPECIAL INVESTIGATOR BRADWAY
Mr. Nell, we know your family
history.

TIM
My family history?

SPECIAL INVESTIGATOR BRADWAY
You think we haven't been watching
you?

The accusations are so ludicrous to Tim he thinks it may be a
practical joke.

TIM
Who are you guys? I have no idea
what you're talking about!

SPECIAL INVESTIGATOR BRADWAY
Mr. Nell, we request that you do
not leave town during this
investigation.

TIM
Investigation? You have the wrong
guy.

SPECIAL INVESTIGATOR BRADWAY
It's come to our attention that you
have contacted Lauren Kinney.

TIM
So?

SPECIAL INVESTIGATOR BRADWAY
You're to have no additional
contact with Ms. Kinney until this
investigation has concluded.

TIM
You can't tell me not to see my
girlfriend. I don't even know what
you're investigating!

SPECIAL INVESTIGATOR BRADWAY
The US Government will not allow
you to compromise the education of
a candidate.

TIM
You have no right--

SPECIAL INVESTIGATOR BRADWAY
Stay away from Ms. Kinney.

Special Investigator Bradway steps from the house and looks
it over. He speaks in a threatening tone.

SPECIAL INVESTIGATOR BRADWAY
Your mother owns this house.

TIM

So?

SPECIAL INVESTIGATOR BRADWAY

A courtroom stenographer owns a house like this?

TIM

She saved her money.

Bradway looks doubtful.

SPECIAL INVESTIGATOR BRADWAY

Good evening Mr. Nell. We'll be in touch. Thank your mother for the coffee.

Tim goes to talk with his mother, but she's already sleeping.

She looks frail.

I/E. LAUREN'S HOUSE - DAY

Tim has his work clothes on. He stands knocking on the porch, determined.

Lauren answers.

LAUREN

This is a surprise.

TIM

You going to invite me in?

LAUREN

It's not a good idea.

TIM

Your mother is home. She'll protect you.

LAUREN

I can't imagine I'll need protection from you, Timothy Nell.

Tim points to the inside.

TIM

Then?

They walk into the house, past family pictures.

Tim sees the same picture of himself and Lauren he owns. He snatches it from the wall as they move into the family room.

They sit on couches across from a coffee table. He holds the picture for her to see.

TIM

Remember when we took this.

Lauren nods.

TIM

You still like the races?

Lauren nods uncommitted.

TIM

You told me you loved me that day.

LAUREN

It wouldn't be fair.

TIM

Fair?

LAUREN

Matriculates marry other
Matriculates.

TIM

It should be your decision.

LAUREN

You're confusing me.

TIM

How?

Stutters trying to find words.

LAUREN

It won't come out.

TIM

Say it.

LAUREN

I don't love you. Please leave.

Tim stands to go.

They walk together, then face each other in the doorway.

TIM

You don't have to hug me back.

He puts his arms around her gently. She stands not responding, but when he lets go, tears fill her eyes.

She wipes them and continues to cry.

LAUREN

I'm just confused.

TIM

You're still in there.

Tim reaches to hold her chin, pulls it toward him and gently kisses her on the lips.

When he steps away, she looks bewildered.

TIM

I'll do whatever it takes.

LAUREN

Tunnel!

TIM

I promise.

They kiss passionately.

She backs up confused and pushes him away.

LAUREN

You'll ruin everything.

He turns and leaves. Resolve is on his face.

He's walking away from the house and notices a hovercar following.

I/E. PHILADELPHIA - TIM NELL'S HOUSE - DAY

Tim walks up to his home. The lights are off.

He opens the door and calls.

TIM

Mom, you home?

He gets no answer, so goes to his mother's garden.

The garden lights are on, and she sits watching the fountain and drinking wine.

Nova scampers up and nudges her arm.

MARY NELL

Nova!

TIM

How you feeling?

MARY NELL

My second glass - I'm a little tipsy.

TIM

What'd Dr. Barton say?

MARY NELL

He gave me something for the pain.
Not much else to do.

TIM

Don't talk that way.

MARY NELL

Sorry about your girl.

TIM

I'll be fine.

MARY NELL

You love her?

TIM

Time to move on.

MARY NELL

You sound like your father.

She smiles sweetly, drunk.

MARY NELL

He couldn't move on either.
Matriculation!

TIM

The men yesterday mentioned
something about our family history.
What were they talking about?

MARY NELL

That older man had some business
with your Dad, long ago, when he
worked for the Academy. I remember
him.

TIM
You never told me Dad worked for
the Academy.

Mary looks and acts drowsy.

MARY NELL
He wanted it that way.

TIM
Wanted what?

MARY NELL
To keep it a secret -- before he
left

TIM
Before he died on Mars?

MARY NELL
He was smarter than them -- most of
them. This Bradway...

TIM
Before he died?

MARY NELL
Yeah..before he left. Ask Aunt
Sarah.

Tim is about to ask another question.

She closes her eyes, relaxes and the pain medication bottle
drops from her hand.

Tim sees it's empty and he realizes what she has done.

MARY NELL
Just wait and see. Your time will
come.

He hugs her, pulls back to see if there is anything he can
do, but her body is lifeless.

He wipes tears from his eyes and sits on the ground beside
the dog, devastated.

INT. PHILADELPHIA - FUNERAL HOME - DAY

Tim makes arrangements with a funeral director.

INT. PHILADELPHIA - TIM NELL'S HOUSE - NIGHT

Tim is tearing his house apart, searching. He's drinking straight from one of his mother's bottles of wine -- it is full.

Items are strewn across his mother's bedroom.

TIM
Where are you?

Tim continues searching but doesn't find anything.

He stands in the garden as he chugs the last of the wine.

The dog watches him from the corner.

Tim stumbles forward and slurs his words. He's angry.

TIM
Now what?

He drains the bottle and smashes it against the stone fountain.

The dog runs inside.

TIM
Nova! Come back. I'm sorry.

He stumbles to get the dog, trips over a garden statue, and falls into the fountain. He reaches out to brace himself, hits his head against the fountain, and falls to the ground, unconscious.

Nova comes out to the garden, licks his face and lies down beside.

EXT. PHILADELPHIA CEMETERY - DAY

People are gathered as a casket is lowered into the ground.

Tim's face is bruised from falling into the fountain. A single tear is working its way down his cheek.

Lauren arrives with her father. Tim meets her eyes briefly.

EXT. PHILADELPHIA CEMETERY - DAY (LATER)

Tim is now in a receiving line shaking hands and accepting condolences.

ROBERT PARKER (57), an older looking man with grey hair in a dark trench coat, pauses briefly to hand him an envelope and to talk.

ROBERT PARKER

This is your mother's last week of pay and a little more besides.

TIM

Thank you Mr. Parker. She - we appreciated your kindness over the years.

ROBERT PARKER

A wonderful woman.

TIM

The best.

ROBERT PARKER

How's your job?

TIM

It pays.

ROBERT PARKER

Roy is a good man. Work hard

There is a lull in mourners.

Tim leans over to talk with his Aunt Sarah. She wipes tears from her eyes.

TIM

Will you be okay?

AUNT SARAH

I miss her so much.

TIM

The house feels so cold now.

He hands her a cloth to wipe her face.

TIM

She said something that last night about my father. Do you know anything?

AUNT SARAH

Some.

TIM

How did he die?

AUNT SARAH
On Mars.

TIM
How -- exactly?

AUNT SARAH
Mary said it was a spacing
accident.

TIM
Was there a body or a funeral, or
something?

AUNT SARAH
They buried him on Mars.

TIM
In the ground, or what?

AUNT SARAH
They cremate.

TIM
Any news stories about the
accident? Anything?

AUNT SARAH
I can't remember.

TIM
It's important.

AUNT SARAH
I was a teenager.

They stop to accept more condolences, but speak again at the
next opportunity

AUNT SARAH
Why are you asking?

TIM
She said my Dad told her to keep a
secret. Why would he say that?

AUNT SARAH
Scott was involved in some kind of
activism.

TIM
Activism?

AUNT SARAH

Mary wanted him to drop it. They were arguing.

Another rush of people ends their conversation.

EXT. PHILADELPHIA CEMETERY - DAY (LATER)

Tim talks to Lauren and her father.

LAUREN

What will you do now?

TIM

I don't know. Try to hang in there.

They both look around at the crowd.

ROBERT KINNEY

So many people loved your mom.

TIM

Thanks for coming. Means a lot.

ROBERT KINNEY

Say your good-byes. I'll be waiting in the car.

Tim shakes hands with Lauren's dad and they both watch him walk away.

They resume a formal conversation.

TIM

When do you go back?

LAUREN

Tomorrow.

TIM

I have a question.

LAUREN

Sure.

TIM

Did you tell the NSA I was visiting you?

LAUREN

Why would I do that?

TIM

Did someone official know?

LAUREN

We report everything to the Academy. It's part of the training.

TIM

Someone is not too happy with my effect on yours.

LAUREN

I'll keep you out of my reports then.

TIM

You can do that?

LAUREN

I don't understand why they would need to know about you Timothy Nell. You don't matter.

Tim stands back stunned.

TIM

Maybe this is a lost cause.

LAUREN

Father is waiting.

Tim reaches his hand out to shake. She avoids his hand.

LAUREN

Whatever it takes, right?

She moves forward slowly and kisses him slowly on the cheek.

LAUREN

Don't be a stranger.

She turns and walks, looking back once.

Special Investigator Bradway and Agent Green are unseen at the cemetery, and have witnessed the exchange.

EXT. PHILADELPHIA CEMETERY - DAY (LATER)

The last of the mourners are leaving the Cemetery as Tim stands looking at his mother's coffin.

He throws dirt into the grave.

Aunt Sarah joins.

AUNT SARAH
You ready to go?

TIM
I'm gonna walk home with Nova. I
have to think.

AUNT SARAH
You sure?

TIM
I just need time.

EXT. PHILADELPHIA - TIM NELL'S HOUSE - DAY

Tim has almost reached his home. The dog walks calmly behind.

Solitude is interrupted by flashing lights as vehicles surround.

Inspector Bradway steps from a hovercar.

A police officer grabs Tim and pushes him against the car.

The dog barks, threateningly.

TIM
What's going on?

OFFICER
Timothy Ulysses Nell, you're under
arrest for fraud and malicious
interference against the US
Government.

TIM
I haven't done anything.

Tim struggles, the officer pushes him hard.

The dog jumps to bite the officer. Special Investigator Bradway pistol whips the dog in the head.

The dog yelps and goes down on the sidewalk.

Tim stops struggling.

TIM
Let him alone.

The officer cuffs Tim, reads him his rights, and puts him in the car.

Tim only cares about the dog.

The door shuts. Bradway smiles.

TIM
Help my dog.

OFFICER
(O.S.)
Animal clean-up at the corner of
Turner and State.

Police cars move away.

The dog breathes hard on the ground.

A black hovercar arrives immediately

Two men gently collect the dog from the street.

INT. POLICE STATION - HOLDING CELL - DAY

Tim paces around his cell.

He shakes the doors, but they don't make noise.

He sits.

A man in a suit walks in and stares quietly.

TIM
Well?

LAWYER
(Irish accent)
Robert Carpenter, Esquire, at your
service.

TIM
Public defender?

LAWYER
Friends of your family hired me.

TIM
What friends?

LAWYER
Friends.

TIM
Where's my dog?

LAWYER
In good hands.

TIM
Whose?

The lawyer is preoccupied with looking around the room.

TIM
Can you get me out of here?

LAWYER
You won't get bail.

TIM
For the crime I didn't commit?

LAWYER
Keep calm.

TIM
Still not sure what I did.

LAWYER
Lauren Kinney is government
property.

TIM
I only went to visit her.

LAWYER
NSA thinks it's more.

TIM
They claim I submitted a faulty
application.

LAWYER
Did you?

TIM
Sure.

INT. POLICE STATION - HOLDING CELL - NIGHT

Tim sleeps in his cot. Two men in black masks stand over him.

Tim opens his eyes, sensing their presence.

They inject him in the neck with a hypo spray, and he goes limp.

SERIES OF SHOTS - TIM IS TRANSPORTED WHILE DRUGGED

1. He fades in and out as they carry him to a hovercar.
2. Lights pass as the car moves.
3. He's on a train, then his world goes black.

INT. POLICE STATION - HOLDING CELL - DAY

Agent Green and Special Investigator Bradway inspect the cell where Tim Nell was held. They talk to an OFFICER (35).

SPECIAL INVESTIGATOR BRADWAY
Just walked out?

OFFICER
He had help.

SPECIAL INVESTIGATOR BRADWAY
Who?

OFFICER
We don't know.

SPECIAL INVESTIGATOR BRADWAY
What about the cameras?

OFFICER
Disabled.

SPECIAL INVESTIGATOR BRADWAY
These days? Who can do that?

INT. NSA HOVERCAR - DAY

AGENT GREEN
Are you going to tell me what this kid is involved in?

SPECIAL INVESTIGATOR BRADWAY
It's about time we got you clearance.

INT. UPSTATE NEW YORK - SAFE HOUSE - DAY

Sun streams into the windows. Tim opens his eyes at the light. He shudders and sits up.

Sharp pain in his head.

SCOTT NELL (48) is there. This Scott Nell looks nothing like the pictures of his father

SCOTT NELL
The headache will go away.

TIM
Are you NSA?

Nods no.

SCOTT NELL
My name is Kevin Brown.

The door opens. Nova limps in, wearing a bandage on his head.

TIM
Nova!

Tim pets the dog.

SCOTT NELL
Took more work to get him here than you.

TIM
Thanks. Where is here?

SCOTT NELL
A safe house -- New York.

TIM
What, like I'm a spy?

SCOTT NELL
No, like you're a Federal criminal.

TIM
I told you people -- I didn't do anything?

SCOTT NELL
We're not the government.

TIM
I'm innocent.

SCOTT NELL
There's evidence against you.

TIM
How?

SCOTT NELL
Special Investigator Bradway is
probably combing through the
details right now.

TIM
You know Bradway?

Nods.

SCOTT NELL
I have to leave -- for now. It's
safe to walk around outside. I'll
explain more when I get back.

Scott Nell turns before leaving.

SCOTT NELL
I realize you don't believe
anything I've said. Give us a
chance to explain before you try to
escape.

TIM
What makes you think I'll try to
escape.

SCOTT NELL
I would.

Tim is left alone with Nova.

He walks to the patio door, opens it and shields his eyes.

He steps outside and the dog limps behind. He scans for an
escape route -- inspects the dog's bandages.

MRS. GREY (43), a pretty woman with a tray of food comes
through the door. She sets it down on a wood picnic table.

MRS. GREY
Mr. Brown will be back by late
afternoon.

TIM
Why am I being held?

MRS GREY
You can go anytime.

TIM
Just like that?

MRS. GREY
It's a long walk into town.

TIM
I'm leaving.

MRS. GREY
Eat before you go.

They both inspect the hurt dog.

MRS GREY
We can bring him to you when he
heals.

The woman leaves Tim sitting at the table, eating.

Tim reaches down to pet the sleeping dog.

Nova opens one eye, then shuts it. The dog votes to stay.

INT. NSA HEADQUARTERS - DAY

Special Investigator Bradway addresses a conference room
containing a dozen AGENTS.

Agent Green sits watching.

A picture of Scott Nell is on the screen. He looks nothing
like the man who calls himself Mr. Brown.

SPECIAL INVESTIGATOR BRADWAY
Scott Nell worked at the Academy.
He was a genius that went rogue. He
became a leader in an anti-
Matriculation organization called
Free Education Development -- FRED
for short.

Laughter.

SPECIAL INVESTIGATOR BRADWAY
I underestimated them too and paid
dearly.

AGENT #1
Does FRED still exist?

SPECIAL INVESTIGATOR BRADWAY
Scott Nell died on Mars in 2102.
All information said FRED died with
him.

AGENT GREEN
What about the son?

SPECIAL INVESTIGATOR BRADWAY
We have evidence he defrauded the
application process.

AGENT #2
What's his motivation?

SPECIAL INVESTIGATOR BRADWAY
Misguided opinions, conspiracy
myths, who knows? Maybe his father
left him a treasure map.

INT. UPSTATE NEW YORK - SAFE HOUSE - NIGHT

Tim talks to Scott Nell.

SCOTT NELL
An incompatible blood sample was
substituted for your own.

TIM
Some mistake then.

SCOTT NELL
It was done on purpose.

TIM
Who?

SCOTT NELL
We can't disclose that.

TIM
Why would you care?

SCOTT NELL
We're prepared to offer you a new
life.

TIM
You people did it?

SCOTT NELL
We can't discuss this.

TIM
What about my girlfriend?

SCOTT NELL
What about her?

TIM
Give her a new life.

SCOTT NELL
Nothing we can do.

TIM
I made a promise.

SCOTT NELL
There are a million girls out
there.

TIM
Everyone keeps saying that.

SCOTT NELL
Because it's true.

TIM
I made a promise.

SCOTT NELL
Every treatment makes it harder to
get her back.

The news excites Tim.

TIM
There's still time?

INT. MATRICULATON ACADEMY - DORMATORY - NIGHT

Lauren sleeps in her dorm room. She tosses and turns while
she dreams.

DREAM SEQUENCE

1. Lauren passionately kisses Tim, entwined in bed.
2. He moves on top of her and looks down into her eyes. They
both have smiles of desire on their faces.
3. She watches as bits of his face begin to disintegrate
until he's an empty skeleton.
4. The rest of him blows away, and she's left lying in a
white void.

END DREAM SEQUENCE

INT. MATRICULATION ACADEMY - COUNSELOR'S OFFICE - DAY

Lauren sits with an Academy COUNSELOR (40).

LAUREN
I can't sleep.

COUNSELOR
Let it go one more cycle. The
dreams will stop.

LAUREN
Give me something -- drugs --
anything to sleep.

COUNSELOR
I can't. They'll interfere with the
Matrix.

LAUREN
You don't understand. I wake up
every night in a cold sweat

COUNSELOR
A few more nights. It should clear
up as the new matrix integrates.

He motions to her that their meeting is over.

She gets up and leaves.

The counselor picks up the phone.

COUNSELOR
We need to accelerate the treatment
schedule for Cadet Lauren Kinney.
Her personality scaffold is
collapsing.

INT. UPSTATE NEW YORK - SAFE HOUSE - NIGHT

Tim talks to the man who calls himself Mr. Brown. Mrs. Grey
sets food down on the table.

TIM
Either help me or let me go.

SCOTT NELL
To do what?

TIM
Rescue Lauren.

SCOTT NELL

Kid, she won't want you to rescue her.

TIM

She's still in there.

SCOTT NELL

I underestimated these people one time and paid for it...dearly.

TIM

Help me.

SCOTT NELL

It's not worth it.

TIM

You have a family?

SCOTT NELL

I used to.

TIM

Would you have rescued them?

SCOTT NELL

I made many sacrifices for my family.

TIM

Then you understand.

SCOTT NELL

You just want what you can't have. It's the curse of every young man.

TIM

And the curse of every old man is regret.

SCOTT NELL

I can't help you.

INT. UPSTATE NEW YORK - SAFE HOUSE - DAY

Tim packs a bag with folded clothing while talking to Mrs. Grey. She hands him a packet.

MRS. GREY

Here is money to get where you need to go.

TIM

I'll send my contact information.
You can let me know when I can pick
up Nova.

MRS. GREY

It would be better if you stayed.

TIM

I have to try for Lauren.

MRS. GREY

Do you even have a plan?

TIM

I'll go to the Academy and figure
something out.

MRS. GREY

Then what?

Scott Nell speaks from the doorway. He has been listening to
the conversation.

SCOTT NELL

They're waiting for you. This time,
we won't be able to get you out.

TIM

I have to try.

SCOTT NELL

For God's sake, don't throw your
life away.

TIM

She's my friend.

SCOTT NELL

Even if you manage to get into the
Academy, there's no guarantee
she'll go. Chances are she won't.

TIM

I'll have tried.

Tim ties his shoes and stands, ready to go.

He reaches his hand out to Scott Nell.

TIM

Thanks for getting me out of
prison.

Scott Nell shakes hands silently.

SCOTT NELL
Think before you walk away.

TIM
Good-bye Mr. Brown, Mrs. Grey.
(smiles)
Ridiculous names, by the way.

Tim stoops and pets the dog.

TIM
I'll be back.

He picks up the pack and heads to the door.

SCOTT NELL
I can get you in.

Tim looks relieved.

TIM
How?

SCOTT NELL
If you wait for a few days, we have
a window. We get in, and you can
take your best shot.

INT. BULLET TRAIN - NIGHT

A young man dressed in a black government uniform sits with
an older man, dressed similarly.

They're being served dinner in their cabin by Mrs. Grey
dressed in a train porter uniform.

She leaves.

The older man stands, and then collapses to the ground. The
younger man falls off his chair.

Mrs. Grey returns and waves Tim and Scott Nell into the
cabin.

TIM
Did you kill them?

SCOTT NELL
Having second thoughts?

Scott Nell waits for a moment to let the shock sink in.

SCOTT NELL
We don't kill people. Help me get
their clothes off.

I/E. BULLET TRAIN - DAY

Tim and Scott Nell step off the train. They look official in their uniforms. Both have ID cards and briefcases.

A "Do Not Disturb" sign is on the door of the private cabin.

Inside the room, two tied government employees struggle against their bonds and gags.

EXT. ARLINGTON VA - DAY

Tim and Scott Nell walk and talk.

SCOTT NELL
You got the story straight?

TIM
Memorized.

SCOTT NELL
One mistake, I'm pulling us both
out.

TIM
Won't be any.

SCOTT NELL
You understand the shield?

He looks down at his belt.

TIM
I've used them in kick boxing.

SCOTT NELL
This is a portable police shield -
stops bullets. A punch or a knife
will still go through.

TIM
When do I use it?

SCOTT NELL
When the shooting starts -- not
until.

SCOTT NELL (CONT'D)

No one should be able to tell the difference between the shield and a normal belt. Keep it a secret until you need it.

TIM

You expect shooting?

SCOTT NELL

These are serious people. The charge is good for five or six bullets. I suggest you don't wait to get an exact count.

INT. MATRICULATION ACADEMY - DOCTOR'S OFFICE - DAY

A doctor examines Lauren.

DOCTOR WILSON

We're going to change you to bi-weekly treatments.

LAUREN

Will it stop the dreams?

DOCTOR WILSON

It should.

He hands her a cup of grey liquid. Lauren examines it briefly, then drinks.

I/E. MATRICULATION ACADEMY CAMPUS - DAY

Tim and Scott Nell step off the city shuttle and walk to the main building of the Matriculation Academy.

The beauty of the campus hypnotizes Tim.

Many happy young people walk around dressed in Academy uniforms. This is not the horrible place Tim had begun to imagine.

They walk together to the main building.

SCOTT NELL

We check in. The photo badges will then be active for any building on campus. Our photos should match.

Tim nods, overwhelmed.

SCOTT NELL
Let me do the talking.

TIM
How do you know all this?

SCOTT NELL
I worked here.

TIM
So did my father.

They walk into the main building and to the visitor desk.

SCOTT NELL
I'm Douglas Crawford, and this is
Charles Klein. We're here from the
NSA for the audit.

Scott Nell hands the receptionist his badge.

She checks it and fills out paperwork.

She stares at Tim, who is looking around. It is a beautiful
building.

SCOTT NELL
Charles!

Tim still looks around not responding to his new alias.

RECEPTIONIST
(calls)
Mr. Klein?

Tim finally looks.

RECEPTIONIST
First time back in a while?

TIM
Ah, yeah.

RECEPTIONIST
We see this a lot from graduates.

SCOTT NELL
First audit too. I hope you're more
focused when we're inspecting
system controls, Mr. Klein.

The receptionist gives Tim a sympathetic look.

Tim hands his badge to the receptionist, and she fills out his paperwork.

RECEPTIONIST

There is a note here that Dr. Bentley has asked us to call him when you arrive.

She goes to pick up the phone.

Scott Nell gently takes her phone hand and pushes it down. He smiles softly.

SCOTT NELL

Greg and I are old classmates. I'd love to surprise him.

She puts the phone down.

SCOTT NELL

Let's go Mr. Klein.

TIM

Yes, Director.

They walk out of the building and onto the campus.

SCOTT NELL

What the hell is wrong with you? The hard part hasn't even started yet.

TIM

It's beautiful here. Everyone looks happy.

SCOTT NELL

Of course they're happy. They're programmed that way!

TIM

How did you know it was Greg Bentley?

Scott Nell stays silent.

They walk to a large silver building that says Matriculation Biocenter.

They pause before they walk up the steps.

SCOTT NELL

It won't take long for Greg to start wondering where we are.

INT. MATRICULATION BIOCENTER - DAY

A receptionist sits behind a desk

SCOTT NELL

I'm NSA Director Crawford, and this is Mr. Klein. We here to perform an audit of Matrix accounting.

The receptionist looks nervous.

RECEPTIONIST

Yes sir. Of course.

SCOTT NELL

Can you show us to the computer systems? We will need unrestricted access to inventory.

RECEPTIONIST

Yes sir. I'm required to ask for identification from both you and Mr. Klein.

SCOTT NELL

Of course.

Both men hand their ID cards to the receptionist.

She looks at the cards and then at their faces.

She logs something in her computer terminal, hands Scott Nell's ID back, but then looks twice at Tim.

SCOTT NELL

Is there a problem?

RECEPTIONIST

They're looking younger and younger.

SCOTT NELL

Meaning?

She hands the ID back to Tim.

RECEPTIONIST

It says you're 25 years old.

TIM

So?

RECEPTIONIST

Everyone under 30 looks like a teenager these days.

SCOTT NELL

We have very little time and much to do.

RECEPTIONIST

I'll call someone to escort you.

INT. MATRICULATION BIOCENTER - COMPUTER LAB - DAY

Both men sit at a computer terminal. Tim's terminal shows class schedules and dormitory lists.

Cameras watch their every movement.

INSERT - SCOTT NELL'S TERMINAL, which reads:

"Personality Subtypes"

Scrolling through a list of names then,

"Lauren Kinney"

Highlight and return then,

"Personality Subtype 23, Freezer C, Drawer 4"

BACK TO SCENE

Scott Nell writes the information on a pad.

SCOTT NELL

I'm ready. How are you progressing Mr. Klein?

TIM

Having trouble locating the supplies.

SCOTT NELL

Let me see.

He comes over, presses some keys, scrolls through a list, then points.

SCOTT NELL

This is the list. The freezers that should be inspected are here.

Tim writes Lauren's schedule from the screen.

Security cameras watch then closely.

TIM
Got it. Thanks.

SCOTT NELL
Ready to inspect the freezers?

TIM
All set.

Both walk out of the room and quickly down the hall.

They stop at a fire alarm.

Scott Nell pulls out a replica that looks like the one on the wall. He winds it and fits it exactly on top of the old one.

Scott Nell stops at a garbage chute, opens his case, takes out a bright orange biohazard bag, puts the case in the bag, and then throws it down the chute.

Tim watches him in silence - puzzled.

INT. MATRICULATION BIOCENTER - FREEZER ROOM - DAY

They enter a room with transparent glass refrigerators and large walk in freezers. It is loud from the giant compressors that power each freezer.

Cameras blink to record their movements.

Tim stops to inspect one of the glass refrigerators containing rows of clear polypropylene cups filled with turquoise blue liquid.

Each is labeled with the name of a Matriculation candidate.

The blue liquid looks suspiciously like the 'Chinese herbs' that Tim's boxing coach gives him after fights.

Tim contemplates the implications of this and then Mr. Brown.

They pull thick laboratory coats from the wall and put them on.

Scott Nell leads Tim to Freezer F, opens the door and they both walk in. It is frosty and white in the freezer.

SCOTT NELL
Let me see the clipboard.

Tim hands him the clipboard.

Scott Nell works hidden within one divided freezer compartment.

He pulls two vials from the freezer and slips them into a compartment in the clipboard. He writes a note for Tim, pulls his head from the freezer and returns the clipboard

SCOTT NELL
This one is complete.

Tim reads the note.

INSERT - SCOTT NELL'S NOTE, which reads:

"Two injections should guarantee it. Meet in two hours at the entrance. Good luck."

BACK TO SCENE

Tim talks for the security cameras.

TIM
Director Crawford. I'm afraid I
need to rush to the bathroom

SCOTT NELL
Stomach bothering you again?

Tim picks up the clipboard and his bag, and leaves Scott Nell in the freezer.

Tim removes his coat, hangs it, and walks hurriedly to the bathroom, holding his stomach.

He gets inside and looks around for cameras, but finds none.

He moves into a stall and pulls the two frozen vials from the clipboard. They're smoking cold.

He defrosts them by rolling in his hands.

He pulls two stainless steel hypo spray devices from the bag and pushes the vials into the devices. He turns their switches and waits for their lights to turn green.

He puts them back in the case, opens the door and walks out with the bag on his shoulder.

I/E. MATRICULATON ACADEMY - DORMITORY - DAY

Tim scans his badge, and the dormitory door opens.

He looks around trying to find his way.

A pretty girl notices and walks to him.

PRETTY GIRL
You're in big trouble if they catch
you.

TIM
What?

PRETTY GIRL
The RA here is a real bitch.

TIM
I'm lost.

PRETTY GIRL
Who you looking for?

TIM
Lauren Kinney.

PRETTY GIRL
Second floor. Room 31.

TIM
I really appreciate it.

PRETTY GIRL
I'm Tyra. If things don't work out
between you and Lauren, stop by 26
on this floor.

TIM
Thanks!

INT. MATRICULATON ACADEMY - DORMITORY - DAY (LATER)

Tim steps from the elevator. He pulls out another fire alarm
replica, winds it up, and puts it over the alarm in the hall.

Tim walks quickly to Room 31, swipes a white ID card. The
light turns red a couple of times, but then on the third try,
turns green.

He enters, closes the door. A loud alarm goes off.

Tim panics, looks out the window. The yard fills with
students.

A widescreen video panel in the room flashes red with
instructions. Reads: "Suspicious Person on Campus, Lockdown
Protocols in Effect"

Steps in the hall and random conversations.

Lauren talks to another GIRL.

LAUREN

It can take all day for all I care.
I'm tired.

GIRL

I was supposed to go to the Union.

Tim hears her fumbling with the door.

He moves into the shadows.

LAUREN

Why can't they fix this?

She finally gets it to work, walks in and closes the door.

He steps in behind her and puts his hand over her mouth.

TIM

(whispers)
It's Tim Nell.

She turns to the side to see his face.

TIM

Can I take my hand away?

He pulls his hand from her mouth and motions for her to sit on the bed.

LAUREN

What are you doing?

He pulls a desk chair.

TIM

I need ten minutes.

LAUREN

You're the reason for the alarm?

TIM

I hope not.

LAUREN

You're going to get into trouble

TIM

I'm already in trouble.

LAUREN

You're going to get me into trouble.

TIM

Ten minutes.

INT. MATRICULATION BIOCENTER - COMPUTER LAB - DAY

An audio alarm goes off, and lights flash.

Scott Nell faces a computer terminal. A SECURITY MAN points a gun at his back.

SECURITY MAN

Back away from the terminal!

Scott Nell presses return to finish what he was doing. The terminal goes blank.

He glances over at the inside of another computer to see a reflection of red go to green.

SECURITY MAN

Back away from the terminal!

Scott Nell eases his chair back with his hands up.

SCOTT NELL

I surrender.

INT. MATRICULATION ACADEMY - DORMITORY - DAY

Tim sits with Lauren in her dorm room.

TIM

There are thirty-eight different personality subtypes.

LAUREN

I don't feel any different.

Tim lifts his bag to his lap and pulls out the hypo spray.

Lauren reaches back unseen and quietly presses a button. A light begins to flash.

LAUREN

Timothy, I don't want an antidote.

TIM
They're changing your personality.
Programming you like a computer.

LAUREN
They wouldn't do that.

TIM
Of course they would.

LAUREN
Why?

TIM
What if all the Matriculates moved
to another country after they
graduated? They'd take all their
government information with them.

INT. MATRICULATION BIOCENTER - HOLDING ROOM - DAY

Scott Nell sits in a chair, hands tied, in what looks like a
psychiatric treatment room. An armed security guard points a
gun.

GREG BENTLEY (48) comes into the room.

GREG BENTLEY
Wait outside.

SECURITY MAN 1
I was told to watch him until the
NSA arrives.

GREG BENTLEY
He's not going anywhere.

The guard hesitates, but then moves to the outside.

Greg Bentley waits until the door closes.

GREG BENTLEY
Scott Nell. I thought you were
dead.

SCOTT NELL
You did that with surprisingly
little information.

GREG BENTLEY
New face suits you.

SCOTT NELL
Hollywood's Platinum Age.
(mugs)
Brad Pitt.

GREG BENTLEY
You agreed not to come back.

SCOTT NELL
You agreed not to try to kill me.

GREG BENTLEY
We both lied.

SCOTT NELL
You started it.

GREG BENTLEY
Lauren Kinney just pulled her
alarm.

SCOTT NELL
Wow, that's a surprise. She's is a
mindless zombie like every other
Matriculate

Someone knocks on the door. Greg Bentley leaves to talk.

He returns.

GREG BENTLEY
We have your son.
(thinks)
Tim Nell, I believe.

INT. MATRICULATON ACADEMY - DORMITORY - DAY

Tim and Lauren inspect one of the hypo sprays on the unmade bed.

Knocking on the door. Tim looks suspiciously.

LAUREN
I'll have them go away.

Lauren gets up and answers the door.

Tim can now see the flashing red light. She has the door open by the time he puts it together.

He moves the blankets on the bed to cover the hypo spray.

Two men with guns step in.

He puts his hands up while looking at Lauren. She returns his stare without emotion.

She stands quietly as they tie his hands with polymer bands.

Tim looks emotionally defeated as they take him out of the room.

He speaks before they shut the door.

TIM

Do you still like the smell of rockets?

She goes to make the bed and finds the hypo spray.

She contemplates it longer than seems consistent and then places it in her nightstand drawer.

INT. MATRICULATION BIOCENTER - HOLDING ROOM - DAY

Tim is brought into the room.

GREG BENTLEY

The young Mr. Nell.

Tim looks first at Bentley and then at Scott Nell.

GREG BENTLEY

Your father is not surprised your girlfriend turned you in.

TIM

My father?

GREG BENTLEY

Oh! He didn't tell you? That's priceless. Tim Nell, meet Scott Nell.

Tim looks over at Scott Nell. His expression gives mixed emotions.

TIM

You're Scott Nell?

Nod of yes from his father.

TIM

What the hell?

SCOTT NELL

Not here.

Tim turns his attention to Bentley.

TIM
You've taken Lauren's soul.

SCOTT NELL
It won't bother him. He sold his long ago.

GREG BENTLEY
Lauren Kinney is smarter than you'll be in a lifetime. Happier too.

TIM
I wouldn't count on it.

GREG BENTLEY
I think you're just an innocent pawn in this man's scheme.

Bentley motions to Scott Nell.

GREG BENTLEY
I'm prepared to make you an offer.

TIM
An offer?

GREG BENTLEY
Go through Matriculation, and we'll forget about all of this.

TIM
Why would you do that?

GREG BENTLEY
Do you want your girlfriend back or not?

SCOTT NELL
The plot thickens!

INT. MATRICULATION BIOCENTER - HOLDING ROOM - DAY (LATER)

Tim talks with his father. They're alone in the locked room; hands tied.

SCOTT NELL
Better make your decision before the fireworks start.

TIM
Why didn't you tell me?

SCOTT NELL
The less you know, the better.
Would it have mattered?

TIM
I don't know -- maybe.

The lights flicker out. Emergency lights go on.

INT. MATRICULATION BIOCENTER - FREEZER ROOM - DAY

SERIES OF SHOTS - THE FREEZERS SHUT DOWN

1. Compressors that cool the giant freezer facility freezer shut down with a low-pitched hum.

2. A red "Locked" indicator light goes on underneath the freezer latch.

3. The lights go on inside the freezers. They increase in brightness and make a searing sound.

4. The shelf metal nearest to the overpowered light, previously covered with white frost, is already starting to sweat

INT. MATRICULATION BIOCENTER - HOLDING ROOM - DAY

Tim remains with his father, sitting under the red emergency lights.

The door opens, and Greg Bentley steps in with two guards.

GREG BENTLEY
You have something to do with this?

SCOTT NELL
Why would you think that?

GREG BENTLEY
Stop wasting my time.

SCOTT NELL
Power to the freezers has been cut.
Let us go. As soon as we're clear,
I'll give you the encryption codes.
You can turn everything back on.

GREG BENTLEY
Just like that?

SCOTT NELL
I'm responsible for some of this
mess -- I have no desire to bring
down Western Society -- really.

GREG BENTLEY
The Matrix will stay cold long
enough for us to break the codes.

SCOTT NELL
I've ramped the voltage to the
lights. You have four hours before
the freezers reach body
temperature.

GREG BENTLEY
We have Matrix stockpiled all over
the country.

SCOTT NELL
Then losing the two billion dollars
you have here should be no problem.

Bentley waves him off.

GREG BENTLEY
The codes will be broken before the
temperature reaches zero.

SCOTT NELL
Top people tell me it will take you
twelve hours.

GREG BENTLEY
You need better top people.

SCOTT NELL
I'll give you the codes when my son
and I are safely away.

Greg Bentley walks out.

INT. MATRICULATION BIOCENTER - RANDOM OFFICE - DAY

Greg Bentley picks up the phone.

GREG BENTLEY
I need a squad of BC people down
here. They have less than four
hours to get the freezers on-line.

INT. MATRICULATION BIOCENTER - COMPUTER LAB - DAY

Two attractive female BC ASSOCIATES (#'s 1,2) and two attractive male BC ASSOCIATES (#'s 3,4) enter the Computer Lab where Scott Nell was arrested. They smile at their new challenge.

They roll their sleeves up and connect wires to data ports in their arms.

BC Associate #1 wears a racer-back shirt. She connects and a look of ecstasy fills her face. Faint red flashes move up the center of her back to her head.

BC ASSOCIATE #1
Eight levels of encryption, four
Trojan horses and three alarms.

BC ASSOCIATE #2
Encryption Level One has been
cleared. Estimated time for total
encryption solution is one hour and
37 minutes.

INT. MATRICULATION BIOCENTER - HOLDING ROOM - DAY

Tim talks with his father.

SCOTT NELL
You still have a chance to become
part of the system.

TIM
Can I trust these people?

SCOTT NELL
It's in their best interest to get
you off the street.

TIM
Get me off the street?

SCOTT NELL
Once you take that first dose,
they've nothing to worry about.
You'll wonder why you ever came
here to make trouble in the first
place.

The lights go back on.

Scott Nell looks down at his watch and shakes his head with satisfaction.

TIM

What?

SCOTT NELL

They broke the encryption in less than two hours.

TIM

So.

SCOTT NELL

They have one hell of a super computer somewhere.

INT. MATRICULATION BIOCENTER - COMPUTER LAB - DAY

BC Associate #3 puts his hand to his head and grimaces.

BC ASSOCIATE #3

What was that?

BC ASSOCIATE #4

Imaging technology.

BC ASSOCIATE #2

A transmission was sent.

He closes his eyes and "computes."

BC ASSOCIATE #2

From this room.

BC ASSOCIATE #4

I have located the source.

BC Associate # 4 pulls a panel off the back of the terminal. The transmitter light switches from green to red while they watch.

BC Associate #2 reaches down and removes the device. The red light goes dim, then out.

BC ASSOCIATE #2

It's dead.

INT. MATRICULATION BIOCENTER - HOLDING ROOM - DAY

Greg Bentley talks with Scott Nell while Tim looks on.

GREG BENTLEY

Our systems are clear, and we've removed your transmitter.

SCOTT NELL

You hiding a new computing toy
somewhere?

GREG BENTLEY

Tell me what you stole.

SCOTT NELL

Never complain, never explain.

GREG BENTLEY

NSA uses enhanced interrogation --
we'll find out.

SCOTT NELL

You'd let them waterboard me?
You've turned into a heartless old
bastard.

Greg Bentley turns to Tim.

GREG BENTLEY

I'd make my decision before the NSA
gets here. Once they arrive, it's
out of my hands.

Greg Bentley turns to Scott Nell.

GREG BENTLEY

Good to see you again, Scott.

SCOTT NELL

Like old times, Greg.

Greg Bentley walks out of the room.

TIM

Why did we really come here?

SCOTT NELL

I gave you your best shot.

TIM

Matriculation is looking very
attractive right now.

Scott Nell looks up at the ceiling.

SCOTT NELL

Up to you. You staying?

TIM

Probably not.

SCOTT NELL
Too many people have lost their
souls.

Scott Nell turns to show Tim that he has a small xenon knife
in his bound hands.

He squeezes the handle and the blade glows blue.

The blade cuts through Tim's polymer handcuffs like butter.

Tim returns the favor.

Scott Nell motions to the ceiling.

SCOTT NELL
We'll need your boxing skills when
that alarm goes off. Mine are
rusty.

TIM
You boxed?

SCOTT NELL
Craig Gibson taught me.

TIM
Coach Craig?

Tim sees the connection, but...

A fire alarm goes off.

Tim quickly stands on the bed and punches out a ceiling
panel.

INT. MATRICULATION BIOCENTER - DAY

They're both crawling through the space above the ceiling.

SCOTT NELL
This is it.

Scott Nell reaches down and yanks hard on a roof panel. It
comes up but makes noise.

He looks to see if the hallway is clear and then drops down
on the floor.

He lands hard and hurts his wrist, grimacing in pain.

Tim jumps down after him.

TIM
You okay?

SCOTT NELL
We gotta move.

Tim follows him quickly to the computer lab hall.

TIM
Now what?

Scott Nell reaches down and opens the door to the garbage chute.

SCOTT NELL
Get in.

TIM
This is your plan?

SCOTT NELL
It's garbage night.

TIM
It smells like rot.

SCOTT NELL
Get in.

TIM
I have a bad feeling about this.

SCOTT NELL
I saw it in a movie once -- it worked then.

Scott Nell leads the way into the chute and is gone.

Tim looks around, then follows. They're both sitting in a pile of garbage.

TIM
Now what?

SCOTT NELL
Find the bright orange biohazard bag. It won't take them long to figure out where we went.

It's a sea of biohazard bags.

TIM
Take your pick.

SCOTT NELL
It has, "Mr. Brown, Highly
Infectious" written on the side

TIM
Great.

They dive, searching frantically.

TIM
Found it.

They climb from the trash bin, and Scott Nell starts
unwrapping the bag. Tim brushes himself off.

SCOTT NELL
We'll just have to accept the fact
that we smell -- bad.

TIM
And are infected.

SCOTT NELL
It's only incubation media -- and a
few random human samples. We should
wash our hands first chance we get.

He pulls out a transmitter and presses a button.

SCOTT NELL
Ten minutes.

Hands him clothes and they dress

SCOTT NELL
They probably detected the
transmission. Keep on your toes.

They look like refuse workers.

They stand in the doorway as a waste hover truck passes by.
It slows enough for them to hop on the back.

They drive through campus.

INT. MATRICULATON ACADEMY - CAMPUS - DAY

Inspector Bradway is in a car with flashing lights driving
through the campus. He reads a dossier marked "Scott Ulysses
Nell."

He looks up to see the hazardous waste truck drive by. Two
men ride on the back - one seems to be struggling to hold on.

Bradway looks back down at his dossier, then at Green.

SPECIAL INVESTIGATOR BRADWAY
Turn around and follow that waste
truck.

AGENT GREEN
Waste truck?

SPECIAL INVESTIGATOR BRADWAY
I just saw Tim Nell.

Bradway picks up the radio.

SPECIAL INVESTIGATOR BRADWAY
We need backup.

Other NSA cars in the area turn their lights to intercept.

EXT. ARLINGTON VA - DAY

The truck pulls to the side of the road.

Both men jump off.

They take off their jumpsuits. Scott Nell holds his wrist.

SCOTT NELL
Swelling like a softball. Let's get
inside.

They walk around to the front.

SCOTT NELL
Tony, meet Tim Nell.

TONY
Sorry boys, no time for small talk.

Tony wrinkles his nose at the smell.

TONY
You aren't contagious are you?

SCOTT NELL
You'll be the first to know.

TONY
I need to return this truck. Don't
touch anything.

They all get back into the truck pull out onto the road.

TONY
Safe house, or is he okay?

SCOTT NELL
I don't know Tim. Are you okay?

TIM
I got nowhere else to go.

Menacing look from Scott Nell.

SCOTT NELL
Too many people count on us.

TIM
I got it.

Tony looks in the mirror and see's flashing lights.

TONY
We have company.

Scott Nell opens the case on the floor and pulls out a computer pad.

TIM
Where'd you get that?

SCOTT NELL
In good time.

He looks down at his computer and then at Tony.

SCOTT NELL
Three solutions. Jefferson
underpass looks best.

TONY
Then we just bought a garbage
truck.

Tony veers off the road, crosses the median and heads the other direction.

They look back and see the NSA cars follow. A helicopter is now chasing from above.

They drive, weaving in and out of traffic.

TONY
Steers like an ocean liner.

They're coming up on the entrance to the Jefferson Underpass.

SCOTT NELL

We'll need to exit as quickly as possible if we want to pull this off.

He reaches down and moves a lever that empties the garbage.

The rear bucket begins to tilt and slowly dumps bright orange bags of infectious waste on the street. Blood and gore are everywhere.

Hover cars slow and swerve.

TIM

It's disgusting.

SCOTT NELL

Just hamburger. I'll take them a week to figure it out though.

They continue dumping waste until they reach the maintenance alcove midway through the underpass.

Tony stops the truck with a screech.

EXT. JEFFERSON UNDERPASS - DAY

Special Investigator Bradway and Agent Green are stuck in traffic before they reach the underpass.

The other NSA vehicles are jammed inside.

SPECIAL INVESTIGATOR BRADWAY

See if you can find another way around. They won't be in a garbage truck when they come out the other end.

AGENT GREEN

They have another vehicle in the underpass?

SPECIAL INVESTIGATOR BRADWAY

Get us to the other side.

INT. JEFFERSON UNDERPASS - DAY

Tim, Scott Nell and Tony drive in a grey hovercar in a tunnel. Scott Nell holds the tablet computer.

SCOTT NELL

I'll shut'em down when we can see
daylight.

The tunnel opening is ahead. Scott Nell presses a button on the tablet computer.

I/E. HELICOPTER - DAY

A helicopter floats above the Jefferson Underpass.

A PILOT watches the video screen in the helicopter go blank.

PILOT

We lost our camera and our
navigation feed. We have to set
down.

(in microphone)

We have a visual on the garbage
truck, stopped in the underpass.

INT. NSA HOVERCAR - DAY

Bradway and Green wait in their car at the exit to the underpass. They have turned the flashing lights off.

AGENT GREEN

Computer's been hacked. Screen's
black.

SPECIAL INVESTIGATOR BRADWAY

Doesn't matter. Look for a car with
three men. It'll likely be grey.

The grey hovercar carrying Tim, Scott Nell and Tony exits the underpass.

SPECIAL INVESTIGATOR BRADWAY

There it is.

Agent Green pulls the car forward.

Agent Green presses the button for the radio and goes to speak. Bradway reaches up and shuts it off.

SPECIAL INVESTIGATOR BRADWAY

I don't want them spooked again. We
can handle this.

They follow the grey hovercar.

I/E. GREY HOVERCAR - DAY

Tony drives and looks back in the mirror. He looks up through the glass roof.

TONY

I think we're clear. Helo's gone

SCOTT NELL

I can't imagine we lost them that easy.

They move into the tunnel, with Bradway and Green following far behind.

As soon as they reach the end of the tunnel, Tony drives the hovercar over the median, reversing direction.

Tim looks surprised.

INT. NSA HOVERCAR - DAY

Bradway and Green drive out into the daylight. They immediately realize they have lost Tim Nell.

AGENT GREEN

We've lost them.

They pull over and look around frantically.

AGENT GREEN

Should I call it in?

Bradway waves him off.

SPECIAL INVESTIGATOR BRADWAY

I still have the BC link -- let me see what they can do.

Bradway types on a computer and picks up his phone.

INT. MATRICULATON ACADEMY - BIOMETRIC COMPUTING - DAY

Four beautiful young people with data port connections, all sit up in different poses of attention. They have a new challenge, and it makes them smile.

INT. NSA HOVERCAR - DAY

Bradway speaks into his phone.

SPECIAL INVESTIGATOR BRADWAY
5-S-N-5-6-3-W
(waits)
Use all available data. Calculate
solutions to the fugitive situation
at Jefferson Underpass.
(waits)
Option two?
(waits)
That's the one.

He sets the phone on the console

AGENT GREEN
Well?

SPECIAL INVESTIGATOR BRADWAY
Head to the Potomac River.
Probability solution of eighty-
seven percent.

AGENT GREEN
Where would they go from there?

SPECIAL INVESTIGATOR BRADWAY
The Regatta. Two likely entry
points.

AGENT GREEN
Ten minutes.

SPECIAL INVESTIGATOR BRADWAY
If they get to the river first,
we've lost them. We have to split
up.

Bradway reaches into the back and puts on a shield belt.

This must be a heavy-duty one because the activation
mechanism is much bigger than the one Tim wears.

EXT. POTOMAC RIVER - DAY

Boats fill the river, bands play and people drink.

Special Investigator Bradway gets out of the NSA hovercar at
a dock. Hundreds of boats bob up and down on their moorings.

Bradway steps between two boats.

INT. GREY HOVERCAR - DAY

Tim, Scott Nell and Tony drive within view of the Potomac River.

It looks clear.

TONY

We walk.

TIM

What's the plan?

SCOTT NELL

We have a boat. Get on, float out,
and lose ourselves in the Regatta.

They park the hovercar and get out.

Tony reaches down and activates his personal shield.

Tim notices for the first time that he has a gun.

TIM

I thought we were clear.

TONY

Turn yours on.

Both Tim and Scott Nell activate their shields.

Tim claps his hands together softly, making a green shimmer,
but no resistance.

SCOTT NELL

Tuned to about half the speed of
sound. Someone could still punch
you or throw a knife.

TIM

I got it.

They walk purposely to the dock. They're on-edge with
heightened movements and searching motions.

They walk among docked boats.

Tony points.

TONY

It's the green and white one.

Bradway steps out calmly with a gun. His shield shimmers
green.

SPECIAL INVESTIGATOR BRADWAY
Tim Nell, you're under arrest.

Tony pulls his gun and points it at Bradway.

Both men stand and for a moment it is deadly quiet.

SPECIAL INVESTIGATOR BRADWAY
I'm NSA. Drop the weapon.

SCOTT NELL
Dick, you know we can't do that.

Bradway does a double-take. He recognizes the voice.

SPECIAL INVESTIGATOR BRADWAY
Scott Nell. Nice face.

SCOTT NELL
Get out of our way.

Bradway repeatedly shoots at Tony. Tony shoots back. It's gunfire mayhem.

Scott Nell runs forward.

Tony's shield sputters and goes out. A bullet hits him in the chest, and he goes down.

Bradway fires at Scott Nell.

Scott Nell is hit multiple times. His shield shimmers and collapses. The seventh bullet rips him around by the shoulder.

Tim is on Bradway. Bradway gets one shot off before Tim kicks the gun from his hand. The man holds his wrist from the pain of the kick.

Tim kicks Bradway in the face and he goes down.

Tim reaches in and yanks the shield from Bradway's body and smashes it on the ground.

Bradway dives for the gun.

Tim reaches first, grabs the gun and points it at Bradway.

TIM
You son of a bitch. What right do
you have to screw around with my
life?

SPECIAL INVESTIGATOR BRADWAY
You screwed your own life.

Scott Nell watches from the ground. Tim might pull the trigger.

SCOTT NELL
We don't kill people.

Bradway charges Tim, taking advantage of the distraction.
Tim kicks him in the head, dropping him to the ground.
Bradway tries to get up, but then slips into unconsciousness.
He's knocked out, but not dead.

TIM
That's for my dog.

Scott Nell is on his feet.

SCOTT NELL
Throw the gun in the river.
(gasp)
Tie him, gag him and pull him
behind the boathouse. We gotta go.

Scott Nell stumbles over to Tony. Tony bleeds bright red blood through his chest.

SCOTT NELL
My friend.

TONY
Tell Tracy I love her.

He dies.

Tim drags Bradway behind the boathouse.

SCOTT NELL
Bastard.

TIM
We gotta go.

Tim helps his father to his feet.

They move hurriedly to the boat.

Tim helps his father onto the boat and lays him on the floor.
He's rapidly losing consciousness.

SCOTT NELL
Get us out of here kid.

TIM
Where?

SCOTT NELL
Other side of the river. Head for
the opposite dock.

Tim's father loses consciousness.

Tim starts the boat.

He thinks to untie it from the dock.

He returns to the wheel, engages the propeller, and the boat
slowly moves away from the dock.

Tim pilots the boat slowly out to join the other boats.

EXT. POTOMAC RIVER - DAY

Agent Green drives up in the NSA hovercar.

Parks the car and gets out with a gun in his hand.

Sees the Tony's dead body.

Finds Bradway tied in the alley.

AGENT GREEN
Where are they?

Green looks out into the river - boats as far as you can see.
There is no way to find someone once they have floated onto
the river. It was a good escape plan.

SPECIAL INVESTIGATOR BRADWAY
They're gone.

AGENT GREEN
How long?

SPECIAL INVESTIGATOR BRADWAY
Trust me, they're gone. We lost
this battle. We'll win the war.

AGENT GREEN
I didn't know we were fighting a
war.

SPECIAL INVESTIGATOR BRADWAY
That was Scott Nell.

AGENT GREEN
With his son?

SPECIAL INVESTIGATOR BRADWAY
Whatever that means.

AGENT GREEN
There's going to be a national
manhunt.

SPECIAL INVESTIGATOR BRADWAY
When the computers come back
online.

AGENT GREEN
Once that happens.

INT. DENVER - COMPUTER FACTORY - OFFICE - DAY

Tim is talking to his father. His father has a large bandage
around his shoulder.

SCOTT NELL
We need to find you something to
do.

TIM
What do you do?

SCOTT NELL
Information technology.

TIM
Computers?

Scott Nell lifts his arm up to point at a terminal screen. He
grimaces from the pain in his shoulder.

Tim helps pull the monitor and keyboard close

TIM
Illegal computers?

SCOTT NELL
No other kind.

TIM
What do you do, specifically?

SCOTT NELL
Black market.

TIM
That's it?

SCOTT NELL
We trade Matrix -- when we can get
it.

TIM
I thought you were fighting against
the Academy.

SCOTT NELL
I helped develop the Matrix.

TIM
Look what it did to Lauren!

SCOTT NELL
That's the add-on.

TIM
It's poison.

SCOTT NELL
Did you really think being at the
top of your class was all natural
ability?

TIM
I was hoping.
(thinking)
It's the blue Chinese herbs.

SCOTT NELL
Coach Craig has been my friend
since I was your age.

TIM
Is my mind being controlled?

SCOTT NELL
It's the primary version that
enhances the learning centers. You
remember what you learn. It won't
change your personality.

Thinking...

SCOTT NELL

Some people claim that one side effect is arrogance. You might be able to speak to that.

TIM

I get the point.

SCOTT NELL

You need to continue with the treatments to lock in the ability. Your choice though.

TIM

Where do we go from here?

SCOTT NELL

You start learning computers.

He shows Tim the computer screen.

INSERT - SCOTT'S COMPUTER SCREEN

It's a human body and nervous system. The body is ported with electrical channels. Red signals run through the torso and into the head

SCOTT NELL

(O.S)

And we try to figure out how we hack the most complex computer, the world has ever known. Oh, the other thing -- we'll need to change our faces -- which hurts -- I'm not gonna lie.

INT. DENVER - COMPUTER FACTORY - FLOOR - DAY

Workers build electronic components in a manufacturing facility.

INT. MATRICULATON ACADEMY - DORMITORY - NIGHT

Lauren is having a nightmare in her room. She tosses and turns.

LAUREN

Tunnel!

She sits up and turns on a small light.

Her roommate wakes and scolds her.

ROOMMATE

It's the middle of the night.

The roommate closes her eyes and falls back asleep. Lauren looks undecided.

She opens the drawer to her nightstand. The stainless steel hypo spray rolls forward.

She picks it up. The light reflects off the surface.

She sets it down, contemplates it, and closes the drawer. She sits motionless.

She opens the drawer again and picks up the hypo spray.

FADE OUT.