

# **Dark Matter**

by Lyndall Blake  
and Bryan Colley

Bryan Colley  
10535 Jefferson St. #301  
Kansas City, MO 64114  
jupiterkansas@gmail.com  
816-941-3547

Lyndall Blake  
2844 Blue Ridge Blvd.  
Kansas City, MO 64129  
lyndall.blake@gmail.com  
816-836-1915

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FADE IN.

INT. MINESHAFT - DAY

Robotic drillers core through solid rock. One of the machines SCREECHES and grinds to a halt, a cloud of smoke rising from its innards.

KEELER LEIGHTON, face obscured by a breather mask, hits a safety switch and all the machines stop. He rushes over to the spent machine, checking the damage. Looks bad.

KEELER

Shit.

He checks the wall - an exposed vein of silvery metal.

He switches on a massive laser drill. The tip glows WHITE HOT as he plunges it into the metal.

SPARKS FLY with a FLASH OF BLINDING LIGHT!

INT. CONVEYOR - DAY

Keeler heaves the busted driller onto the rock conveyor and hops on after it. He rides the conveyor down the twisting mineshaft.

He pulls off his breather and takes in a lung full of fresh air, wiping the dust and sweat from his face. Exhausted. He's a young man, 18, innocent, solidly built from a life in the mines.

INT. MASSIVE WORKROOM - DAY

Keeler hops off the conveyor, pulling the driller with him.

Truck mounted trimmers gouge out the walls as a group of BEEFY MINERS monitor the equipment. Keeler drops the broken driller near a wreckage pile.

BEEFY MINER

What's wrong, Keeler. Driller get knocked up?

The other miners SNICKER. Keeler glares at them, red-faced, bumping into the FOREMAN.

FOREMAN

Another bohrium vein?

(CONTINUED)

CONTINUED:

Keeler nods. The foreman glances at the miners and they turn back to their work. He pats Keeler on the shoulder.

FOREMAN (CONT'D)  
Why don't you quit early? Big day  
tomorrow.

KEELER  
Yeah, guess so.

INT. LOCKER ROOM - DAY

Wrapped in a clean towel, Keeler opens his work locker.

FINE GRAIN SAND spills out on the floor. Keeler's not amused. He pulls out his shirt and shakes it off - forming a cloud of yellow dust.

INT. KEELER'S ROOM - NIGHT

Keeler shoves clothes and gadgets into a duffle bag.

He stares mournfully at a picture on the wall: A yellow green planet before a colorful nebulae, the words "Visit Nashira 2" floating across its surface. The image makes him more determined.

He shoulders the duffle bag and glances out his window, surveying the...

EXT. MINING COMPOUND - DAY

The land is devoid of life, a valley strewn with ancient boulders. Nestled against the mountain base is a maze of dust-covered buildings, elevators and machines.

Closer, past giant hauling machines and silos sits a

GLASS DOME

at the compound's center.

The stark silence is shattered by DISTANT LAUGHTER, TINKLING GLASSES, CHILDREN PLAYING.

Colorful lights and CHATTER draw us

INTO THE DOME...

INT. ARBORETUM -DAY

A BOY is TAGGED and gives chase to several MISCHIEVOUS CHILDREN, scurrying through dense, tropical foliage inside the arboretum. They burst out of the underbrush and into the dome's open center.

They snake through a SMALL CROWD OF PEOPLE - Miners, rugged, salt-of-the-earth, all decked out in their finest attire. It is a beehive of activity. PLEASANT MUSIC fills the air.

The pursuing boy pauses to snatch up an unattended mug of caramel brew. He SLAMS DOWN a mouthful before a STERN SHOUT sends him running.

A miner grabs the mug and scowls at the boy. He joins a small group. Glasses are raised. Handshakes. Hugs.

A woman WHOOPS WITH SURPRISE and raises a CAKE out of the way as the children nearly knock her down. She sets the cake on a long table where plates of food are carefully arranged.

She SWATS at the children as they race past and snatch up cookies.

The children scatter as the boy pursues them. He corners a pretty girl and tries to tag her as she hides behind a ladder.

A group of women SHOO the children away as they work to hang colorful decorations and place flowers behind an ALTAR.

Everything is set for

A WEDDING.

The children bound out of the room into the...

INT. ARBORETUM OUTER HALL -DAY

Keeler ducks into a shadowed corner as the children tear past and out of sight. He cautiously steps out of the darkness, peering at the guests through a hall-length window.

Indecision etches his features. He runs down the hallway and into another dark corridor, glancing back to check if he's been spotted.

INT. DARK CORRIDOR - DAY

Keeler slides up to a partially open door. WOMEN'S ANGRY VOICES are heard inside.

LUX (O.S.)  
...but I don't want to get married.

ORA (O.S.)  
It's a little late for that?

LUX  
It's all about you, is that what you mean...

Keeler peeks through the opening...

INT. BEDROOM - KEELER'S P.O.V.

LUX HARKEN, 16, fiddles with the sleeve of her white dress. She's a beautiful girl, almost angelic, despite the TEARS streaming down her face.

LUX  
...the guests, the wedding, what your friends out there will think?

ORA HARKEN moves in behind her daughter, trying to comfort her. She's beautiful like Lux, but her elegant dress fails to hide years of hard living.

ORA  
No, it's not that, Lux. I just don't want you to make the same mistake I did.

LUX  
I am not a mistake.

Ora is stung. She gives in.

ORA  
I'm sorry. You do what's best... for both of you.

Lux looks down, sliding her hand across her

SWOLLEN, PREGNANT BELLY.

LUX  
I don't know what's best, mother!

(CONTINUED)

CONTINUED:

A MOAN OF ANGUISH escapes her and she rushes out the door and straight into...

KEELER. Both are surprised.

They turn away from each other - back to back. Lux wipes away tears.

KEELER  
Bad luck.

LUX  
What?

KEELER  
Seeing you before the wedding... it's supposed to be bad luck.

There is a long silence. Lux SNIFFLES as the MUSIC drifts up from below.

KEELER (CONT'D)  
Are you okay?

LUX  
I... I need to get back. Mother's waiting.

KEELER  
Lux. Is this what you want?

LUX  
Yes.

KEELER  
You mean that?

LUX  
No.

KEELER  
We don't have to.

LUX  
No. It's what's best I think.

Keeler reaches back and finds her hand. Lux pulls away.

Keeler turns to see the door swing close behind her, DISAPPOINTMENT AND HURT fill his eyes.

EXT. LANDING BAY HANGER - DAY

Keeler sprints across the hanger, throwing on a worn flight jacket, and hops into one of several SPEEDSTERS. He tosses a duffle bag in a storage locker and punches the controls.

THE ENGINES ROAR TO LIFE.

Another button activates the hanger's OUTER DOORS and the ceiling begins to slide open.

Keeler looks down at a

PHOTO OF LUX

stuck to the console - smiling, innocent.

TEARS WELL UP in his eyes. He rips the photo off, grabs the controls, and BLASTS OUT of the hanger.

EXT. VALLEY - DAY

Keeler races across the barren landscape. With an ANGRY THRUST, he slams the throttle down and his speed doubles.

The flying consumes him as he skillfully maneuvers the small ship over and around boulders.

THE MOUNTAINS

loom ahead, rapidly approaching, a collision course. Keeler barrels towards it determined.

At the last minute he pulls on the controls and the speedster tears up the mountainside and disappears over the top.

The valley is once again QUIET and EMPTY.

EXT. RUGGED LANDSCAPE - DAY

Keeler rockets faster and faster, insanely close to the ground, ENGINES HOWLING.

He grits his teeth, letting out a FRUSTRATED SCREAM, then suddenly hits the BRAKES. The speedster spins wildly. It digs into the ground and slides along, boring a trail.

Keeler falls over the controls, SOBBING.

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CONTINUED:

He throws his head back, looks up into the sky, wiping tears from his eyes.

He scans the MILLIONS OF STARS spread out before him.

KEELER

Which one?

A DARK SHADOW passes over - cast by a giant ship - its DEEP DRONING shakes Keeler's speedster. The ship is rounded, smooth, menacing.

KEELER'S FACE DEADENS - his worries gone - as the ship quickly disappears over the mountain ridge toward the compound.

He powers the speedster back up and follows it at full speed.

INT. ARBORETUM - DAY

ALARMS!

LIGHTS FLASH!

SIRENS BLARE!

Ora and Lux rush out into the arboretum, following everyone's gaze as ALL EYES TURN TO THE SKY.

THE METALLIC SPACECRAFT passes overhead.

ORA

Pacheans!

The wedding guests panic - SCREAMING AND RUNNING in all directions out of the dome.

The foreman jumps on the altar and shouts...

FOREMAN

Get the women to the mines!

Lux desperately scans the room, grabbing Ora.

LUX

Where's Keeler?

INT. EQUIPMENT ROOM -DAY

Men pull laser drills, circular saws and pulverizing machines from racks. Power packs are hoisted onto backs.

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CONTINUED:

Triggers are pulled. Blades spin. Huge diamond bits slice the air. Others grab long pry bars, axes and hammers. They jump into low, flat-bed haulers that ROAR AWAY.

INT. LANDING BAY HANGER-DAY

The Pachean ship fills the hanger. HYDRAULICS WHINE as three ramps drop to the floor.

PACHEANS rush out, silver-armored suits molded to their overly-muscled, sinuous bodies. Dark visors obscure their features.

THE MINERS

charge forward wielding saws and drills. A Pachean is skewered as the bit penetrates, sending blood and flesh out the back side of his suit. One Pachean drops, then another.

It looks like the miners have the upper hand, until a Pachean BLASTS a large rifle, spewing a ball of

ORGANIC SLIME

that engulfs several miners. They tumble to the ground, struggling to escape. MUFFLED SCREAMS OF TERROR as a sticky cocoon hardens around them.

INT. MINE ENTRANCE -DAY

Dozens of women follow Ora down a long, steel-walled tunnel toward two airlocks. She works the keypad and an airlock HISSES OPEN.

Lux breaks through the crowd, tears streaming.

LUX  
I can't find him!

ORA  
Too late now.

Ora takes her hand, pulls her forward.

ORA (CONT'D)  
Everyone into the mines!

A WHITE-HOT BALL OF FIRE rips the second airlock door off its hinges.

(CONTINUED)

CONTINUED:

SCREAMING, CHAOS as Pacheans pour into the tunnel, firing their encasement rifles. Women armed with pry bars bravely attack, swinging wildly.

Ora shoves Lux into the mines, swinging her PICK AX into a passing Pachean. They fall onto a conveyor that carries them out of sight.

INT. LANDING BAY HANGER - DAY

Pacheans drag cocoon after cocoon to the base of the ship. They spray them with an oily liquid and the cocoons begin to DISSOLVE.

Stunned miners stagger to their feet, only to be snatched by the aliens - men separated from women. The WOMEN SCREAM as they are forced into a line and shoved to their knees.

A spidery PACHEAN HAND grips a tattered

PHOTO OF LUX

The hand moves along the line, comparing the photo to each terrified girl's face. It stops suddenly next to a girl with a slight resemblance to Lux.

The hand grabs her chin, turns her head from side to side, then shoves her away.

The women are herded past a pile of BLOOD-SOAKED BODIES - dead males heaped in a corner - and are loaded into the Pachean ship.

EXT. MINING COMPOUND - DAY

Keeler skids to a halt at the edge of the valley, horrified at the sight of the Pachean ship filling the landing bay.

Another massive spaceship swoops up behind him, the words "UNITED SYSTEMS" clearly emblazoned across its bow, as it flies into the valley.

Keeler seems hopeful at this and races after it.

INT. UNITED SYSTEMS SHIP -DAY

CAPTAIN GRAYSON, 60, hardened, worn and gray as the ship's steel interior, studies a console monitor showing a bird's eye view of the valley. He zooms in on distinct HEAT SIGNATURES - Pacheans surrounding a line of human females.

(CONTINUED)

CONTINUED:

GRAYSON

We're too late. They've got captives.

He glances at PACE HARKEN silhouetted in a doorway, helmet resting on a hip, his powered armor forming a dark, featureless, towering hulk.

PACE

What about that speedster?

Grayson looks at another monitor targeting Keeler.

CAPTAIN GRAYSON

Local craft. Single passenger. Unarmed.

Pace slips on his helmet and locks it in place, his features obscured by a black visor as he steps into the light.

PACE

I'm going down. Stay clear of the slave ship.

INT. JUMP STATION - DAY

Pace steps through an airlock into a room lined with ARMORED SOLDIERS sporting jump packs. Pace grabs a pack from the wall and slides into it.

THE FLOOR OPENS showing the compound below, wind BLASTING through the chamber.

PACE

Let's go!

The soldiers jump one by one through the opening - jump packs BLASTING and slowing their descent.

Pace eyes KEELER'S SPEEDSTER skirting the ground below him. He leaps.

EXT. LANDING BAY - DAY

Dwarfed by ship's size, the soldiers tear along her underbelly, racing towards the hanger.

They land in front of the hangar doors and are met with LASER BLASTS from the Pachean ship. The soldiers take cover, trapped at the opening.

EXT. MINING COMPOUND - DAY

Keeler races in hot pursuit, barely off the ground, swinging past boulders.

THUD!

Pace lands behind the cockpit. The speedster SWERVES.

Keeler looks back in amazement as Pace grips the speedster with one hand and pulls out his blaster with the other. Pace waves toward the hangar. Keeler slams it FULL THROTTLE.

They shoot over the heads of the pinned soldiers.

Pace fires down on the Pacheans, breaking them up, then LEAPS off the speedster, his jump pack carrying him to safety.

The soldiers charge forward after the speedster, slaughtering the Pacheans on the ground.

INT. LANDING BAY - DAY

Keeler slides past the Pachean ship and skids to a halt, COLLIDING with the far wall.

Pace whips out a second blaster leaps across the landing bay - picking off Pacheans one by one. Soldiers move in after him.

Pace rips off his helmet and digs Keeler out of the speedster wreck. He's older, rugged, serious - with eyes as cold and hard as deepest space.

PACE

You alright, kid?

Keeler looks at Pace, a bit dazed, a bit dumbfounded. Pace grins slightly as Keeler comes to his senses.

PACE (CONT'D)

That was some fancy flying. Know your way around here?

Keeler slowly nods. Pace pulls him to his feet.

PACE (CONT'D)

I'm looking for a girl named Lux.

Keeler instantly snaps out of his daze.

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CONTINUED:

KEELER

Lux?

PACE

Know her?

Keeler nods.

PACE (CONT'D)

Help me find her.

INT. MASSIVE WORKROOM - DAY

Ora and Lux climb off the conveyor and look around the room. A dozen tunnels lead away into the mine complex. They run for the nearest one.

SCREAMS are heard ahead of them. A flicker of light in the distance - figures running toward them chased by Pacheans.

Ora heads for the far tunnel. Lux falls behind, clutching her pregnant stomach.

LUX

I can't make it.

Ora stops, pulling Lux behind a mound of sand as miners pour into the room.

Pacheans blast GAS BOMBS at the exits. The room quickly fills with smoke. Miners drop to the ground.

Ora and Lux climb into a nearby trimmer and put on BREATHERS as the gas surrounds their machine.

Ora sees the Pachean forms moving through the smoke. She grabs the controls and fires up the trimmer. LIGHT pierces the hazy darkness as the trimmer ROARS to life and Ora jams it into gear.

LURCHING FORWARD, its treads crush two fleeing Pacheans with a SICKENING CRUNCH. Lux is thrown from side to side. She dives for a chair and hangs on for dear life.

Whipping the control levers, Ora swings the machine round at full speed, its huge, circular drills spinning wildly. She drives into a wall of Pacheans,

RIPPING THEM TO PIECES.

The rest dive for safety and fire their rifles at the trimmer as it RUMBLES by.

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CONTINUED:

SLIME engulfs the treads. It begins to harden, jamming the mechanism. Ora fights the controls. The slime hardens and the machine flips, SKIDDING on its side, DIGGING into a mound of potash.

The coarse, yellow sand spills into the machine, trapping Lux and Ora.

EXT. MINE ENTRANCE - DAY

Miners flee from the tunnels. Keeler questions them frantically as they come out.

KEELER

Where's Lux? Have you seen Lux?

The foreman limps out, wounded, carrying a bent pole.

FOREMAN

They headed for Section D, but the mines are crawling with Pacheans.

Keeler rushes in fearless, jumping on the conveyor and charging into the mines. Pace motions to a group of soldiers and they follow.

INT. TRIMMER - DAY

Lux GROANS. She lies crumpled in the cab, buried in debris. She stirs, unconsciously wiping the trickle of blood from her lips. Her eyes flutter open.

LUX

Mother!

Stunned and bleeding, Ora stares out the shattered windshield. Lux follows her gaze to see

PACHEANS

surrounding the machine, scrambling up to the cab.

Her fear is shattered by

A BLINDING FLASH OF LIGHT

as one of the Pacheans EXPLODES.

KEELER

(CONTINUED)

CONTINUED:

stands behind him, LASER DRILL in hand. He swings it at a second Pachean, who meets the same fate.

The other Pacheans jump back, aiming their encasement rifles. Keeler dodges the first blast, and blocks the second with his laser drill.

He tosses the encrusted tool aside, his leg wrapped in stiff goo. The Pacheans circle him.

PACE lands between Keeler and the Pacheans. His rifle sends out a PULSE that knocks all the Pacheans back. They tumble down the mound.

Soldiers bound in, blasting and sending the Pacheans running.

Keeler braces his leg against the trimmer and pushes - straining as the hardened foam CRACKS and SPLINTERS.

LUX (CONT'D)

Keeler!

Keeler dives into the wrecked trimmer and digs Lux out.

Pace bends down to help him, his gaze locking on

ORA.

Her eyes go wide - the shock is apparent, as is her anger.

ORA

Pace Harken! I should have known.

PACE

You aren't happy to see me?

ORA

Not like this. Why are the Pacheans here?

PACE

Long story.

SPLAT!

One of the soldiers goes down - covered in goo. A HORDE OF PACHEANS rush in from three tunnels. The soldiers fight back, but they're outnumbered.

Pace yanks Ora from the trimmer and they all scramble up the mound of potash. The dive over the top and slide down into a deep collecting pit.

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CONTINUED: (2)

KEELER

This way!

Keeler pulls Lux to a flatbed hauler. Pace and Ora follow. They speed into a wide tunnel just as Pacheans climb over the mound and fire down on them.

INT. HAULER TUNNEL - DAY

Pace pulls out a COMLINK.

PACE

Grayson, I've got her. Rendezvous at the hangar.

GRAYSON (V.O.)

Can't get there, General. Pacheans are all over the compound.

Frustrated, Pace thinks quick.

PACE

(to Ora)

What about the Huggins shaft?

ORA

That's been abandoned for years.

PACE

It goes all the way through the mountain.

ORA

It's not safe.

A group of Pacheans appear at an intersection ahead, waving for them to stop.

KEELER

Neither is staying here.

Keeler barrels forward and the Pacheans leap aside as he passes, firing at the hauler.

INT. INTERSECTION - DAY

The Pacheans get to their feet as two Pachean speedsters fly in from another tunnel. The Pacheans climb on and follow Keeler.

INT. HUGGINS SHAFT - DAY

The hauler SMASHES through a gate riddled with DANGER signs. Keeler maneuvers slowly through the partially collapse tunnel - littered with rocks and debris.

Pace goes back to his comlink.

PACE

Meet us on the far side of the range,  
about five miles northwest of the  
compound.

GRAYSON (V.O.)

Will do.

The hauler glances a tunnel support. Huge rocks CRASH against the hauler as they fall to the ground.

ORA

You're going to fast!

KEELER

We're being followed.

They look back to see the two Pachean speedsters gaining ground quickly. Pace slides to the back with his blaster.

One of the speedsters lurches forward and ejects a thin, wire NET at the hauler.

Pace fires a PULSE that crumples the net.

The second speedster pulls up alongside the hauler as the tunnel widens. A Pachean leans out and aims an encasement rifle at the treads.

Keeler swerves and the lumbering hauler SMASHES into the speedster. The Pachean flies out and splatters on the rocks. The speedster spins away and falls back.

Pace grabs a heavy chain from the hauler's deck and

LEAPS

over a flimsy beam, pulling the chain with him. He lashes the chain to the hauler just as it PULLS TAUGHT.

THE BEAM is yanked from the ceiling.

The unsupported rock CAVES IN

(CONTINUED)

CONTINUED:

CRUSHING one of speedsters as the second narrowly darts through.

Pace fires his blaster, cutting the chain in two, releasing the dragging beam. Then he fires two shots at the speedster as it approaches - no effect.

Swerving around a corner, KEELER is surprised to see...

A COLLAPSED ROCK WALL blocking the tunnel.

SCREAMS as the hauler SMASHES into it, riding up the scree and plowing through the rubble at the top.

The hauler hangs dead,

its nose penetrating the cave in.

STUCK!

Everyone picks themselves up from the floor of the hauler.

The Pachean speedster glides to a stop. Pace watches as they hop out and cautiously approach.

He turns to LUX, thrusting a small

RED PILL into her palm.

PACE

If they get you, take this.

Lux looks at the pill, terrified as she clinches it in her fist.

Keeler looks through the settling dust to see

SUNLIGHT

streaming in through an airlock - the end of the shaft.

KEELER

We're there!

A GAS BOMB

explodes in the hauler, filling it with smoke.

Keeler shatters the front window with a hammer and everyone climbs out into the collapsed tunnel, GASPING for breath.

Keeler helps Lux out and Pace brings up the rear, breather on, firing at the approaching Pacheans.

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CONTINUED: (2)

Ora pounds on the airlock controls. The door slides open and...

SLAM!

Keeler's hit square in the chest with the butt of a Pachean rifle. He tumbles. LUX SCREAMS and backs away from the

WALL OF PACHEANS

waiting on the other side.

The other Pacheans leap from the hauler and pounce on Pace, wresting the blaster from him.

The Pacheans part as

RELIK

steps through the airlock - massive, solid, awe-inspiring. A head taller than his fellow Pacheans, his armor is distinctively more ornate, his presence forboding.

He grabs Lux and pulls her to his chest.

Keeler lunges at him, but is KNOCKED ASIDE LIKE A FLY.

Lux struggles to break free. She SLAMS the side of his helmet with her fist and the dark visor slides back, revealing

YELLOW, SLITTED EYES

highlighting a dark face that is uncannily human, disturbingly alien, a distortion of normal.

LUX SCREAMS.

Relik steps toward Pace, dragging Lux under his arm. Pace glares back DEFIANTLY. Relik flashes a malicious, alien grin and tosses a

PHOTO OF LUX

to the ground at Pace's feet.

Relik hefts Lux over his shoulder and carries her away. The Pachean guards close in behind him and they disappear through the air lock and it HISSES SHUT.

Keeler rushes the air lock, slamming his fist against the cool steel with a CRY OF DESPAIR.

(CONTINUED)

CONTINUED: (3)

Ora picks up the photo and stares at it - FIERY CONTEMPT in her eyes.

EXT - MOUNTAIN ENTRANCE - DAY

Pace, Keeler, and Ora emerge from a tunnel as the United Systems ship settles to the ground.

Captain Grayson charges out.

GRAYSON

Sir, the slavers are escaping.

PACE

Let them go.

KEELER

Let them go? With Lux?

PACE

If we pursue them now, they'll just start killing the women one by one. We have other ways to find them.

INT. MEDICAL WARD - NIGHT

Dozens of wounded fill the ward - medics, soldiers, and grieving miners darting about. A medic tends to Ora's injury and moves on.

Keeler stares out the window, beaten, gazing sorrowfully at the stars. Pace sits next to Ora, looking Keeler over.

PACE

Is he alright?

ORA

They were getting married.

PACE

He's the father?

ORA

Yes.

PACE

He's just a kid.

ORA

About that long story...

(CONTINUED)

CONTINUED:

PACE  
Fifteen years long.

ORA  
I thought the war was over.

PACE  
Some Pacheans won't let it end.

ORA  
Is it true what they say you've done?

Pace is suddenly somber.

PACE  
Some of it.

ORA  
Which parts? Tell me.

PACE  
I can't.

ORA  
Why Lux? What's it have to do with you?

PACE  
I can't.

Ora accepts this with some frustration.

ORA  
Will the Pacheans...?

PACE  
Only if they get her to Andromeda.

ORA  
And you're not going to let that happen?

PACE  
No.

Ora is lost in tears. TENSION BUILDS as they stare at each other in silence. Pace reaches out and cautiously lays hand on Ora's. She pulls away. Pace reads the SUDDEN DISGUST in her face.

PACE (CONT'D)  
That's not what I'm thinking. I just want to help.

(CONTINUED)

CONTINUED: (2)

ORA  
It's too late.

PACE  
Ora, I'm sorry.

ORA  
I can't forgive you. I just want you  
gone. Forever and for good.

PACE  
This isn't a good time...

ORA  
There will never be a good time for us.  
Never again.

EXT. GRAVEYARD - DAY

Miners stand around the graves of twenty men. Ora looks on, tears in her eyes. Metallic tombstones, untouched by time, glisten in the harsh light some distance from the compound.

Keeler's gaze is again drawn to the stars, and he looks back toward the United Systems ship in the landing bay.

INT. UNITED SYSTEMS SHIP - DAY

Pace stares at the monitor, his craggy face lined with pain, as he zooms in on the distant graveyard, watching Ora.

Grayson steps up behind him.

CAPT. GRAYSON  
She took the pill.

Pace switches off the monitor.

INT. LANDING BAY - DAY

Pace supervises the soldiers as they load the United System attack ship.

Keeler steps up to Pace, dropping his PACKED DUFFLE BAG at his feet.

KEELER  
I'm going with you.

(CONTINUED)

CONTINUED:

PACE

No civilians.

KEELER

That's my wife and child out there. I'm going to find her, and there's nothing you can do to stop me.

Pace sizes him up, ready to take him on, but he spots Ora approaching, her leg in a brace. He quickly gives in.

PACE

Screw up and I'll kill you.

Keeler grabs his bag and brushes by Pace, knocking him aside.

ORA

Keeler!

Keeler stops, doesn't turn, keeps going.

ORA (CONT'D)

Keeler! Wait!

She grabs his arm and stops him. There's a fierce determination in his eyes.

KEELER

You can't stop me.

ORA

Can't I say goodbye?

Keeler softens as Ora kisses his cheek.

ORA (CONT'D)

Don't get yourself killed out there.

He gives her a weak smile, hefts his bag and heads for the ship.

PACE

Has he ever been off this planet?

ORA

No.

PACE

That's not a fair burden-

ORA

He's got more of a right to go than you.

(CONTINUED)

CONTINUED: (2)

Pace is stung by this. He looks Ora in the eyes, deadly serious.

PACE  
Come with me.

ORA  
I can't.

PACE  
There's nothing left for you here.

ORA  
This is my home.

Pace reads the finality in her voice. He dons his helmet, locks it in, and heads for the ship without farewell.

ORA (CONT'D)  
Pace!

She races toward him, halting moments before falling into his arms. She gets a hold of herself, and gently pleads.

ORA (CONT'D)  
Find her.

Pace nods slightly. There's little reassurance in his eyes. ORA GENTLY KISSES his visor, leaving an imprint of her lips.

INT. UNITED SYSTEMS SHIP - DAY

Keeler straps himself in with the regulars as the engines REV UP and the ship RATTLES under the building pressure.

Keeler is PETRIFIED, his white-knuckled fists clinched around the arms of his seat, his face pallid, beads of sweat trickling down his brow.

A BOTTLE appears in front of him. He looks up to Pace offering him a drink.

PACE  
Water? It helps.

Keeler takes it reluctantly. Pace smiles and moves on.

INT. COMMAND CONSOLE - DAY

Pace takes his seat next to Capt. Grayson and straps down. He scans out the window, seeing the silhouette of Ora on the landing bay.

INT. LANDING BAY - DAY

Ora watches the giant military ship rise from the pad and streak away with increasing speed into the starry sky.

INT. UNITED SYSTEMS SHIP - DAY

Keeler watches the view screen in amazement as his gray world recedes into the darkness of space.

EXT. SPACE

The United Systems ship careens across the canopy of stars, heading deeper into the Milky Way.

They close in on nebulous clouds of glowing red hydrogen - spectacular, frozen structures of an unfathomable scale.

INT. PACE'S CABIN - SPACE

Lights flicker on as Pace's stasis chamber opens. Pace wakes groggily, rubbing his eyes.

PACE

What is it?

COMPUTER (V.O.)

A transmission from Senator Vaughn, Sir.

PACE

Play it.

A screen flickers on. A silver-haired bureaucrat, SENATOR VAUGHN.

SENATOR VAUGHN

Hello General. I'm glad to hear of your rescue and I hope you have recovered. I agree that the slavers must have been tipped off by an insider, but I don't have time to look into it. I'm on my way to Andromeda to investigate the Senate.

(MORE)

(CONTINUED)

CONTINUED:

SENATOR VAUGHN (CONT'D)  
I suggest you go to Command and plead  
your case, but be careful. We don't know  
who our friends are anymore. The slave  
network is more extensive than we  
anticipated.

The screen flickers off.

INT. KEELER'S QUARTERS - SPACE

Pace, suited up in powered armor, wakes Keeler.

PACE  
Pack up. We're leaving.

INT. UNITED SYSTEMS SHIP - SPACE

Keeler chases Pace through the corridors with his duffle bag.

KEELER  
How did you find her?

PACE  
The pill I gave Lux is a neutrino  
transmitter. We traced her to an  
outworld.

Pace climbs into a small SPEEDSTER.

KEELER  
We're going alone?

PACE  
She's broken off from the others. The  
captain will follow the slavers, we'll  
get Lux. It's you and me now.

Keeler is trepedacious.

PACE (CONT'D)  
Are you coming?

Keeler scrambles into the speedster.

PACE (CONT'D)  
Don't worry. I know what I'm doing.

EXT. SPACE

The speedster breaks off from the United Systems ship and  
speeds away, descending into a hazy nebula.

(CONTINUED)

CONTINUED:

They quickly approach a small rock orbiting a white dwarf star.

EXT. DARK PLANET - DAY

The sun barely illuminates the rugged landscape, and the sky is filled with the oranges, yellows, and greens of a colorful nebulae that surround the planet.

The speedster shoots down a deep valley, populated at its bottom by a sparsely lit city along an icy river.

INT. SPEEDSTER - DAY

Pace checks a portable TRACKER against the ship's display. Both readouts are the same - a pulsing red light showing Lux's location.

PACE  
She's close.

EXT. DARK CITY - DAY

Steady rainfall shrouds the city, with the distant TUMBLING OF WATER.

They make their way down the barren wet streets.

SHADOWY FIGURES

peek out from behind structures.

KEELER  
Nobody's here.

PACE glances away as he hears a MOVEMENT.

PACE  
Not so sure.

EXT. WATERFALL - DAY

They descend a staircase into a ravine where a massive waterfall plummets.

ODDLY SHAPED HEADS peek up over the cliff, watching them cross a shoddy bridge.

Before them lies a CASTLE protruding from the rock.

EXT. CASTLE - DAY

The tracker signal leads them to a large metal door.

PACE

This is it.

Pace draws his blaster and nods to Keeler does the same. Pace hits the panel and the door opens. THEY JUMP as a

VICIOUS, DOG-LIKE BEAST

leaps at them. Pace dodges and the beast lands squarely on Keeler. Keeler raises an arm to block its SNARLING, FANGED JAWS. He kicks and throws the creature off.

It scurries towards them on all-fours - it's oddly human physique distorted into a wild animal. Gripped in terror, Keeler fires BLAST AFTER BLAST until Pace knocks his blaster aside.

Pace turns the dead beast over with his foot. Before them is AN ABERRATION - a human form covered in fur with small strong legs - its ferocious sneer gone.

PACE (CONT'D)

This used to be human.

Keeler takes a second look, suddenly fascinated. The face is uncannily human even though the body is not. The corpse now seems pathetic.

A MOVEMENT catches their attention.

A NASTILY DEFORMED WOMAN leaps over a rock. Pace and Keeler step back, ready to fire, as the creature HISSES at them.

More mutant figures appear, surrounding them. GROWLING and GRUNTING. All escape is blocked except the castle entrance.

They back up through the open doorway as it closes on them.

INT. MEDICAL LAB - DAY

The room is lined with cages containing MUTANT HUMANS. Keeler looks on in horror, but Pace gives them a studied glance, stopping to peer into a larger cage. A CACOPHONY of noises and grunts emanates from the creatures as they enter.

(CONTINUED)

CONTINUED:

A HUMANOID is curled up in the corner, SCREECHING AND HISSING at Pace. Its female form is apparent, as are its oddly Pachean-like deformations.

KEELER

What are they?

PACE

Genetic experiments. Failures.

Bright lights flicker on, bathing the room in a clinical light. Pace and Keeler jump to their guard.

DOZENS OF ARMED CREATURES of twisted human origin enter the room, surrounding Pace and Keeler and snatching up their weapons.

DR. SUTEF enters through the throng. He's human, frail, older than Pace, but imposing nonetheless, with an air of intellectual superiority.

PACE (CONT'D)

Sutef?

Pace and Sutef size one another up like long lost enemies. Sutef seems to smile, taking

THE TRACKER

from Pace's hand.

He follows the tracker across the room, it's PULSING READOUT growing stronger and stronger. Pace and Keeler follow as he passes the large cages to a

WALL OF FREEZERS.

Sutef holds the tracker up to one of the freezers - the PULSING SIGNAL is now a steady light. He looks at Pace with a curious gleam.

SUTEF

Ingenious!

He nods for Pace to open the drawer. Pace hesitates, reluctant, fearing what he may find. A WISP OF COLD GAS breezes out as Pace slides open a metal slab.

SHOCK AND DISBELIEF flashes in Keeler's eyes. Pace stares numbly at the slab, realization coming quickly.

PACE

Where's the mother?

(CONTINUED)

CONTINUED: (2)

SUTEF  
Relik has her.

PACE  
She's alive?

SUTEF  
Your device triggered a miscarriage. They asked me to save the child. I tried.

PACE  
You're helping the slavers?

SUTEF  
Helping undo what we did.

PACE  
I'll have you killed for treason.

SUTEF  
That's what I deserve.

Pace is taken aback by this. Sutef motions to the mutants - the cages strewn across the lab.

SUTEF (CONT'D)  
I'm looking for a cure - a way to reverse the sterility. It's the only way I can redeem myself for what I've done.

PACE  
You call this redemption?

SUTEF  
It beats the hell I was in. How can you live with the guilt, Pace?

PACE  
We ended the war!

SUTEF  
It was genocide!

Pace pulls away in a COLD SWEAT. He doesn't want to listen to this, but he has nowhere to go.

SUTEF (CONT'D)  
I just wanted to help them. They hid me on this barren planet - demanding retribution.

A look of fearful dawning washes over Pace's face.

(CONTINUED)

CONTINUED: (3)

PACE

You created the breeders?

SUTEF

I had to. They know nothing of human anatomy. It was a major step.

Pace grabs Sutef by the collar, roughly shoving him up against a cage. Sutef falls limp in his grasp, sobbing and blubbering.

PACE

Where's the girl?

SUTEF

I've done such horrible things.

PACE

Where is she?

SUTEF

I don't know.

THE MUTANTS grab Pace and roughly pull him away. Sutef collapses in a heap.

Keeler steps in between them, oblivious to both. Tears stream from his face, distorted by a scowl of UNREALIZED ANGER AND HORROR.

KEELER

What happened to its eyes?

Overcome with emotion, he demands furiously.

KEELER (CONT'D)

What happened to its eyes!

Sutef slowly regains his clinical composure.

SUTEF

Pacheans say the eyeless soul can't find the light of heaven. The soul floats in the void between the stars throughout infinity.

PACE

It's a curse.

KEELER

A curse? I don't understand...

Keeler's face turns pale. He FAINTS. Pace catches him.

EXT. PACE'S SHIP - DAY

Keeler carries a cargo crate into the ship. Pace stops to look back at SUTEF, mutant humans at his side.

SUTEF

Talk to Anju - if he still owes you one.

PACE

What's he got to do with this?

SUTEF

It's a family matter.

Pace nods to Sutef, a brief salute, and enters his ship.

INT. PACE'S SHIP - SPACE

Pace sets a CARGO CRATE on a conveyer. They stare at the silver box with mournful contemplation. After a long silence, Pace begins searching for words to say.

PACE

What's his name?

Keeler takes a moment, tears welling in his eyes.

KEELER

We never could decide.

Pace hands Keeler a marker.

PACE

Better call him something.

Keeler writes "OWAN WILKENS" on the top of the crate.

KEELER

That's what she wanted.

PACE

You're Tom Wilkens' boy?

KEELER

You knew him?

PACE

Grew up together.

(CONTINUED)

CONTINUED:

KEELER

My parents died when I was five. Cave in.  
I never really knew them.

PACE

He was a good kid. Always getting in  
trouble. I remember when--

Pace notices a tear running down Keeler's face. He changes  
tact, grabbing the crate.

PACE (CONT'D)

Too bad about that. Seems like a lifetime  
ago.

Pace slides the crate down the conveyer into the hold.

He looks back, as if something more should be said. Keeler  
nods for him to continue and steps up to the viewport. Pace  
closes the airlock door and ejects the cargo.

It blasts away from the ship, heading toward the distant sun.

EXT. ARID PLANET - DAY

Sunlight barely penetrates the

BLASTING SANDSTORM

that rips across the planet on the thrust of a SCREECHING  
WIND. A bulky shuttle settles next to an eroded building - a  
square structure set amidst the misshapen boulders.

DARK FIGURES, shrouded in protective wraps, make their way  
from the structure toward the shuttle. The airlock doors open  
and Pace and Keeler take cover as coarse sand fills the  
chamber.

The shrouded figures throw HEAVY CLOAKS over them and lead  
them out into the sandstorm. They make their way unsteadily  
against the forceful wind, huddled tightly under the  
protective cloaks.

INT. SQUARE STRUCTURE - DAY

As the airlock door closes, the last marble-sized grains of  
sand bounce around the chamber. Keeler throws off his cloak  
and watches a United Systems GOVERNOR at the controls through  
the airlock window.

Keeler turns in surprise to see a

(CONTINUED)

CONTINUED:

PACHEAN

towering over him. Keeler instinctively lashes out, striking the Pachean square with his fist.

The Pachean shrieks and cowers back.

PACE LEAPS ON KEELER,

pulling him away. Soldiers burst into the chamber as the airlock opens.

PACE  
Ease off, kid.

Keeler watches his assailant SHIRK AND CRAWL out of the airlock, a trickle of rich blood dripping from his face. More Pacheans stand gaping at the airlock window.

PACE (CONT'D)  
They're friendly! They've surrendered!

Keeler, frightened, confused, follows Pace into the chamber.

The Pacheans give way defensively as they pass, maintaining a safe distance. They proceed in this fashion till they come upon

THE GOVERNOR, a weathered human veteran who isn't impressed with their entrance.

GOVERNOR  
It's behavior like that that makes it difficult to govern this sanctuary, General. I hope you can maintain peace with the Pacheans from here on.

PACE  
I need to speak with Anju.

A SNOBBY PACHEAN intercedes with a RASPY ENGLISH.

SNOBBY PACHEAN  
You may not see him.

Pace glances at the governor, wondering who's in authority.

GOVERNOR  
This sanctuary world is under civilian surveillance. No military is given audience with the high priests.

(CONTINUED)

CONTINUED: (2)

PACE

My reasons are personal.

GOVERNOR

It is against the covenant, General.

Pace sidesteps the Governor and talks directly to the Pachean.

PACE

Tell him Pace Harken wants to talk.

The Pachean seems impressed with Pace's audacity. He speaks into a comlink.

SNOBBY PACHEAN

Seonghee, Anju wuchen haiyang. Pace Harken.

The Pachean awaits response, then nods to Pace.

SNOBBY PACHEAN (CONT'D)

He will see you. Come.

Pace glances at the governor, who shies away timorously. Pace and Keeler follow the Pachean out.

INT. SANCTUARY - DAY

They are lead into a massive sanctuary that has been decorated by Pachean craftsmen. The result is a SURREAL ASSEMBLAGE of colors and designs shaped around inhuman sensibilities. Abstract statues populate the room, with contrasting drapes marking their passage. The style conveys something ANCIENT AND POWERFUL.

They are led into a sectioned off chamber that contains a circle of PACHEAN PRIESTS, all dressed in elaborate robes. The priests chant quietly as curtains are pulled back to give entry to ANJU MOOLWANEY.

Keeler cringes in disgust at the aging Pachean's

HOLLOW EYES

which were crudely gouged out long ago. A small PACHEAN CHILD leads the blind Anju in. Anju sniffs the air curiously, and speaks in the same raspy Pachean English.

ANJU

Who is with you?

(CONTINUED)

CONTINUED:

PACE

A civilian.

ANJU

I will only speak with Pace.

(to the child)

Take him away, my son.

Pace gives Keeler an assuring nod as the Pachean boy takes Keeler's hand and leads him out of the room.

Anju seats himself upon a sculptured altar, and with a small gesture of his hand, the priests file away quietly into the darkness. Pace and Anju remain alone.

ANJU (CONT'D)

The military has not been kind to the Pachean priests. They want to destroy the slavers in the Milky Way. I for one agree with them, but I cannot betray my people.

PACE

You know why I'm here?

ANJU

Am I close?

PACE

Yes.

ANJU

But there's more?

PACE

Yes.

ANJU

After all, what concern would you have for the breed slaves?

This remark registers with Pace - he's wary of Anju.

PACE

I'm looking for Relik.

Anju pauses a moment in thought.

ANJU

Why?

PACE

He's a slaver.

(CONTINUED)

CONTINUED: (2)

ANJU

One of many.

PACE

He's the worst.

ANJU

Undoubtedly. But why should I tell a general of the United Systems where Relik might be found?

PACE

Because you owe me.

ANJU

I owe you my life, not the lives of my brethren.

PACE

And you despise him.

ANJU

But he is Pachean nonetheless. Unlike you, I am bound to a higher calling. I will not betray my race. They should have known better than to send you.

PACE

Nobody sent me.

Anju pauses again as his reasoning takes a different tact.

ANJU

You're not lying.

PACE

I only want Relik. For myself.

Anju detects desperation in his voice and feeds on it, and as he curses, Pace's fury slowly builds.

ANJU

You won't learn of Relik from me. Not because you're a soldier, not because you are human, but because you don't deserve the satisfaction.

PACE

That was a long time ago.

(CONTINUED)

CONTINUED: (3)

ANJU

But not long enough. You must wade through the hell you've created and suffer more than any other for all your sins.

PACE

It's not about that.

ANJU

But it is. You think killing Relik will help you but it won't. You're to blame, Pace Harken. Only you!

Pace explodes with a VIOLENT HOWL, leaping upon Anju and grappling him around the neck. With inhuman reflex, dozens of Pachean priests fly into the room, their laser-tipped staves ready to strike a deadly blow.

Pace eases his grip and Anju slides from his arms.

INT. ARBORETUM - DAY

Keeler paces nervously about a dark arboretum full of alien and menacing plants - a setting familiar yet incongruous.

The Pachean child stares at him curiously to the point where Keeler becomes very aware.

KEELER

What do you want?

The boy continues to stare.

KEELER (CONT'D)

I suppose you only speak Pachean?

The boy just stands there, staring with blank eyes, giving Keeler the creeps.

KEELER (CONT'D)

Hell, what am I doing here?

PACHEAN BOY

I do not see many humans.

KEELER

Well, I've seen all the Pacheans I want to. You speak pretty good.

PACHEAN BOY

I know fourteen languages.

(CONTINUED)

CONTINUED:

The boy fearlessly approaches and stands at his side.

PACHEAN BOY (CONT'D)  
Why do you hate us?

KEELER  
Who said I did?

PACHEAN BOY  
I sense you do.

KEELER  
You're pretty smart for a little boy.

PACHEAN BOY  
I am the sacred child. The last Pachean.  
I am taught the history of our people, to  
record it for future races.

KEELER  
What do they teach you about humans?

PACHEAN BOY  
I am taught that humans made genetic  
weapons during the war to end the Pachean  
race. The Starlord wrought his vengeance  
on us for leaving Andromeda.

KEELER  
That's what they teach you for posterity?  
That we wiped you out.

PACHEAN BOY  
It is the wisdom of the elders. No  
Pachean has been born in eight years.

KEELER  
You can't believe that.

PACHEAN BOY  
It is our fate. We have accepted it. The  
slavers have not. My brother is with  
them. He will not let the Pacheans die.

STRANGE MUSIC emanates throughout the space. Pace and Anju enter the arboretum and cross to a temple entrance. The boy takes Anju's hand and leads him.

PACHEAN BOY (CONT'D)  
He is not like the others.

ANJU  
No. He knows little of our culture.

(CONTINUED)

CONTINUED: (2)

Anju waves in Keeler's direction.

ANJU (CONT'D)

Come and see my wife. Try to understand  
who we are.

Keeler looks to Pace for permission, but Pace is lost in his own thoughts, staring back with an emotionless, steely gaze, blindly following Anju into the temple.

INT. GARDEN TEMPLE - DAY

A raised altar dominates the arboretum. A shaft of light illuminates the

DEAD BODY of a female Pachean.

The Pachean priests file into the space, HISSING A WEIRD CHANT to the ETHEREAL MUSIC. Pace continues his blank introspection, but Keeler gazes about wildly at the ritual going on around him.

The boy leads Anju to the altar, and he gently strokes the woman's face.

ANJU

My elder son would not come home to see  
his mother's passage into the light.  
Disgraceful. I hope that she will be  
there to guide me when I pass.

Keeler steps up close to the dead Pachean, looking at it with a renewed sense of wonder.

Anju speaks to his son, motioning toward Keeler.

ANJU (CONT'D)

What do you sense in this one?

PACHEAN BOY

Hatred.

ANJU

He does not know us enough to hate us.  
Hate is like love - a powerful emotion.  
It does not manifest itself with ease.

PACHEAN BOY

Then I don't understand his feelings.

(CONTINUED)

CONTINUED:

ANJU

Because you have not yet experienced them yourself. I sense a great sorrow, loss, and... confusion. He understands so little. He feels innocent and helpless.

KEELER

How do you know that?

ANJU

Tell me your story.

Keeler tries to tell what happened, but can't think of words to say it. He struggles and gives up, his emotions ripped apart.

KEELER

I can't. I can't think about it.

ANJU

You must.

KEELER

I can't. I just have to find her. It was our wedding. And my child... they killed my child. I just want her back.

Keeler is overcome with emotion, unable to speak. Anju has touched a raw nerve.

Anju reaches out and places his hand, with a little searching, on Keeler's shoulder. He turns to Pace, who watches with growing disdain, beaten and powerless.

ANJU

If you knew what others felt...

Pace STORMS OUT of the temple, knocking the priests aside and disrupting the ritual.

ANJU (CONT'D)

The more you run from your past, the more you will fear your future.

**MESSAGE FROM GRAYSON - they've lost track of the slavers**

INT. PACE'S CABIN - SPACE

Pace sits brooding in the dark of his cabin when the computer interrupts.

(CONTINUED)

CONTINUED:

COMPUTER (V.O.)

A transmission from Captain Grayson, Sir.

PACE

Play it.

A screen flickers on. Grayson looks grim.

SENATOR VAUGHN

We've lost track of the slavers near  
US382. Not sure how they've eluded us.  
We'll continue scouting the area until we  
find something. Let me know how your  
pursuit is going. I hope you have better  
news.

The screen flickers off.

INT. SHIP CORRIDOR - SPACE

Pace sits nestled in a dark niche, quietly MUMBLING. Only the  
glint of his white eyes can be seen. In the dim light, sweat  
trickles down his brow, his eyes are wide and dilated. His  
face is warped with anxiety.

A NOISE - someone moving down the corridor. Pace freezes,  
holding his breath.

Keeler casually moves down the hall with his dinner tray.  
Pace STRIKES OUT, knocking the tray from Keeler's arms with a  
ferocious SHRIEK. Pace shoves Keeler against the wall and  
sends him abruptly to the floor.

He whips out his blaster and holds it to Keeler's head.

PACE

(his rage unchecked)  
You fucking Pachean!

KEELER

No! It's me! Keeler!

PACE

Shut up! Before I blast your skull to a  
pulp.

Pace suddenly seems to recognize Keeler. He drops the blaster  
on the floor, and falls into a heap of sobs, crying  
repeatedly...

PACE (CONT'D)

I'm sorry... I'm sorry...

(CONTINUED)

CONTINUED:

Keeler pulls himself up.

PACE (CONT'D)

Forgive me. They made me do it. I didn't want to tell them about Lux. I didn't want them to take her. Not from our home. Forgive me!

KEELER

It's not your fault, Pace.

PACE

I should have told you. It hasn't been the same since...

KEELER

Since when?

PACE

Since Relik.

KEELER

Who's Relik?

PACE

A Pachean warlord. He tortured me...

FLASHBACK:

INT. TORTURE CHAMBER - DAY

PACE SCREAMS!

He's strapped to a stone slab - filthy, sweating, eyes bloodshot.

Relik stands over him grinning maliciously.

CUT TO:

Pacheans rummage through a military speedster.

PACE (V.O.)

He found out where I was from.

A CLAWED HAND pulls out the PHOTO OF LUX.

PACE (V.O.) (CONT'D)

Found out about Lux.

AN EXPLOSION. Soldiers pour into the room led by

(CONTINUED)

CONTINUED:

CAPTAIN GRAYSON.

Relik flees.

END FLASHBACK:

INT. SHIP CORRIDOR - SPACE

PACE

I'm not as strong as I used to be. They sense your emotions and use them against you.

KEELER

That's why I got so upset with Anju?

PACE

You have no resistance. We're trained to block it out - but you can't against the priests. They're too strong. With Lux it may already be too late.

KEELER

What do they want with her?

PACE

It's a kind of... revenge.

KEELER

I don't understand.

PACE

The Pacheans can't reproduce. They're barren. Genetic warfare. But they've learned how to impregnate humans, so they enslave human women and... well... breed them.

KEELER

Lux?

Pace pauses, asking the question of himself, uncertain.

PACE

I don't know.

KEELER

But why her?

PACE

She's my daughter.

(CONTINUED)

CONTINUED:

Keeler ponders the silence between them, letting it sink in, staring helplessly at Pace. After a moment, he accepts it.

KEELER

That boy said he's the last. He blamed me. I wanted to kill him, but I felt so much pity, even though he's Pachean and his brother's a slaver.

PACE

His brother?

KEELER

Something about not letting the Pacheans die.

PACE

Of course...

Pace runs to his command console. A few clicks and

ANJU appears on screen with detailed info. Pace searches through screens, pulling up the image of a younger Pachean.

**SHADAB PATEL**  
**WORK PRISONER**  
**ANDROMEDA STATION US382B**  
**GEN. BRUCKNER**

Pace smiles, his old enthusiasm quickly returning.

PACE (CONT'D)

Bruckner you bastard!

KEELER

What?

PACE

There aren't many ways to get those women to Andromeda. Anju's son is running the slave trade through military transports.

KEELER

What's that mean?

PACE

It means we're hot on their tail, kid.

Pace pulls up another screen. The computer comes to life.

COMPUTER

Transmission ready.

(CONTINUED)

CONTINUED: (2)

PACE  
Captain Grayson.

Grayson's image appears on the screen.

COMPUTER  
Continue.

PACE  
Grayson, I think I'm onto something.  
Rendezvous at Andromeda Station US382B,  
and keep a low profile.

Pace hits a button and the images flashes away.

COMPUTER  
Transmission sent.

EXT. TRANSPORT TERMINAL - DAY

Pace's ship glides in for a landing. Long, translucent tubes rise from the complex to gigantic transport ships hovering above. SMALL, WHITE DOTS shoot up the tubes.

THOUSANDS of United Systems soldiers move about the massive complex.

INT. INNER SANCTUM - DAY

Pace and Keeler are led through the complex by armed guards. They pass into a the inner sanctum - a stunningly ornate and ostentatious display of ripe power.

They are approached by GENERAL BRUCKNER, a polished and neatly uniformed soldier, perfectly at home in his sterile surroundings.

BRUCKNER  
I never expected to meet you again,  
General Harken.

PACE  
It's a shock to me too.

BRUCKNER  
To what do I owe the pleasure?

PACE  
You have a Pachean prisoner working for  
you. Shadab Moolwaney.

(CONTINUED)

CONTINUED:

Bruckner hesitates a second. Something clicks inside him but he deftly covers it.

BRUCKNER

Perhaps. I can check with personnel. What do you want with him?

PACE

I just want to ask him a few questions.

BRUCKNER

Regarding?

PACE

(sternly)

United Systems business.

BRUCKNER

I see. I'll take you to him at once, General.

INT. PROCESSING STATION - DAY

A hovercraft glides over a sea of uniformed soldiers.

Bruckner notices Keeler staring out the window in awe.

KEELER

I've never seen so many people.

BRUCKNER

These soldiers are being loaded into transports for Andromeda. They're hibernated in casings for the journey.

Bruckner points ahead where white cylinders are shooting through translucent tubes.

BRUCKNER (CONT'D)

Regulars call them 'coffins' - much to my chagrin.

The hovercraft stops at a terminal. A line of soldiers file through the terminal as each one is scanned and logged by PACHEAN WORKERS.

INT. HOVERCRAFT - DAY

Pace and Bruckner watch on screen as a security detail leads a Pachean away from the terminal.

(CONTINUED)

CONTINUED:

Pace steps over to Keeler, speaking under his breath.

PACE  
Sit in the back out of sight.

KEELER  
But...

Pace gives him a stern glare. Keeler backs away into the darkness.

The hovercraft doors open and the security detail leads in SHADAB, a young, wary Pachean. Shadab salutes Bruckner as Pace steps forward. Bruckner thumbs through some paperwork.

BRUCKNER  
Greetings prisoner R-91, this is General Harken...

Shadab's reaction is immediate, almost instinctive. He reels back and spits a wad of STICKY, YELLOW PHLEGM in Pace's face.

The security guards grapple Shadab and TWIST HIS LIMBS. He writhes in pain. Bruckner remains cool but menacing.

BRUCKNER (CONT'D)  
I won't tolerate insubordination, R-91.

Pace casually wipes the phlegm away.

PACE  
I deserve that much, General, considering...

Pace leans in close to Shadab, WHISPERING. Bruckner strains to hear.

PACE (CONT'D)  
Your father misses you, Shadab.

Shadab's VIVID HATRED radiates from his eyes.

SHADAB  
I abandoned my father.

PACE  
He hasn't abandoned you.

Pace is hitting a nerve. Shadab is anxious.

SHADAB  
What do you want from me?

(CONTINUED)

CONTINUED: (2)

PACE

Relik.

Shadab's reaction betrays him.

SHADAB

Never heard of Relik.

PACE

No? I'm sorry I wasted your time then.

Pace walks away. Bruckner is confused.

BRUCKNER

That's it?

PACE

I'm done.

Bruckner remains hesitant, but he waves to the guards and they take Shadab away.

BRUCKNER

I'm afraid I don't understand.

PACE

You don't know what family means to a Pachean, General.

BRUCKNER

Who is Relik?

PACE

A slave trader from Andromeda.

BRUCKNER

(laughing)

Honestly, General, this is the last place you'll find a Pachean slave trader.

PACE

I certainly hope so, General.

Bruckner feels the threat in his voice. He recomposes himself after a moment's hesitation.

BRUCKNER

Very well, General, I'll do everything I can to help you. I'll take you to your quarters. You'll find them most accommodating.

INT. PACE'S QUARTERS - DAY

The accommodations are LAVISH, obviously not intended to entertain military personnel.

A SEXY WOMAN wheels in a food tray as Pace rummages through a case of clothes. Keeler can't take his eyes off her.

SEXY WOMAN  
Compliments of the General.

KEELER  
Thank you, kindly.

She winks at Keeler and leaves. Keeler dives into the food.

Pace pulls out a military uniform and tosses it to Keeler.

PACE  
Put this on.

INT. PROCESSING STATION - DAY

A soldier opens the terminal gate and calls out to a group of Pacheans, including Shadab. They gather and file out as another group files in.

The Pacheans wade incongruous through a crowd of soldiers.

Dressed in Pace's United Systems uniform, Keeler's hard to pick out from the others as he moves with the flow. Pace walks beside him, not acknowledging him, speaking quietly.

PACE  
Find out where he goes and signal if you need help. Nothing more. Very simple.

Keeler nods, the danger not sinking in. Pace sobers him with dead seriousness.

PACE (CONT'D)  
You'll be on your own. I have to trust you.

Keeler understands. He musters some confidence.

Pace taps his ear.

PACE (CONT'D)  
I'll be listening.

(CONTINUED)

CONTINUED:

Pace and Keeler part ways.

Keeler makes his way toward the Pacheans, passing close enough to touch them. Spotting SHADAB amongst them, he changes course and follows the Pachean train.

As they move away from the terminal, the Pachean mob begins to break up, going separate directions. Shadab breaks away and moves off anxiously.

Keeler struggles to keep up, pushing against the flow. He loses sight of Shadab, and begins searching through the crowd. Seconds later, he spots the Pachean rounding a corner at the end of the terminal. Dashing after him, he slams into a group of

BURLY SOLDIERS.

The soldiers TUMBLE AND FALL. Keeler rolls and lands on his feet. The soldiers pull themselves up, angrily giving Keeler the once over. The largest soldier responds first, suddenly complacent.

SOLDIER

Excuse me, Captain, Sir.

The other soldiers follow suit. Keeler backs away, not sure what to say. He turns to see

SHADAB moving down a passage. He nods to the soldiers, and rushes away. Keeler turns into an

EMPTY PASSAGE

Suddenly wary of his solitude, he hesitates. He grabs his radio, about to call Pace, when he hears a CLANKING down the hall. He looks back, wary to go on, but determined. He sneaks down the empty hall with graceful stealth.

The DRONE OF MACHINERY grows as he moves deeper into the complex. He cautiously rounds a corner to find the passage running parallel to DOZENS OF TRANSFER TUBES. The intermittent THUNDER of passing coffins rumbling through the them drowns out all other noise.

AUTOMATED MACHINERY slowly accumulates until the passage walls are no longer visible.

Keeler looks around, nervous, alone.

RANDOM MACHINE NOISES startle him. He whirls around. He suddenly becomes fearful, sensing he's trapped. He turns to head back, but finds a dead end.

(CONTINUED)

CONTINUED: (2)

HE'S LOST!

He pulls out his blaster, and moves slowly around the machinery, checking in all directions.

Another coffin RUMBLES by. Keeler spots

MOVEMENT in the corner of his eye. He leaps into the shadows as Shadab passes at a distance. Keeler jumps up, moving quickly to follow.

He slides up against a machine and checks between the moving gears. He sees Shadab at a massive door along a bulkhead wall. Above the door, more tubes sprout from the wall, arching up to converge with the larger tubes above.

Another coffin RUMBLES by. Keeler uses the noise as an opportunity to bound across the opening, getting closer to Shadab. He sees Shadab at a control panel, punching buttons. The door opens on a

DESCENDING STAIRCASE.

Shadab gives one suspicious glance back. KEELER DUCKS. Satisfied, Shadab disappears as the door slowly closes behind him.

Keeler leaps toward the door, reaching it just as it slams shut. He looks at the coded keypad - INDECIPHERABLE. Frustration washes over Keeler as he looks for another way in. It's clear this bulkhead separates the machine room from the rest of the complex.

Keeler gives up hope as he pulls out his radio again.

KEELER

I lost him. I'm in a machine room, deep  
in the complex. Not sure how to get out.

There's STATIC over the radio.

KEELER (CONT'D)

Pace, are you there?

A HAND grabs Keeler by the shoulder. He leaps away with impressive agility, turning to see Pace.

PACE

Good work, son.

KEELER

You followed me?

(CONTINUED)

CONTINUED: (3)

PACE  
Couldn't pick you up down here.

KEELER  
I thought you trusted me.

Pace smiles slyly as he steps away.

PACE  
I don't trust anyone.

Pace checks the keypad.

PACE (CONT'D)  
Can't get in here.

Pace looks up, following the path of THE TUBES as another coffin RUMBLES by. His eyes come to rest on the convergence point. There, each larger tube sports a small access hatch. He weaves through the maze of machinery to the wall. Just out of reach above them is an

ACCESS LADDER.

Pace kneels and Keeler places a foot in his cupped hands. In one swift moment Keeler's propelled up the wall. His fingers grab the bottom rung and ladder's lower section RATCHETS DOWN. They quickly scramble to the top.

INT. ACCESS HATCHES - DAY

A line of access hatches run along the tubes. Another coffin ROARS through the tube, RATTLING the structure. Pace checks his watch.

A SUCKING WIND greets him as Pace wrenches the hatch open and sticks his head inside. Below, ANOTHER COFFIN is heard coming down the tube. Pace quickly withdraws as it BELLOWS past.

PACE  
There's another hatch on the other side  
of the bulkhead.

The white flash of another coffin passes the hatch.

PACE (CONT'D)  
We've got about fifteen seconds. You  
better move fast.

PACE DIVES IN.

(CONTINUED)

CONTINUED:

A wide-eyed Keeler peers in, watching as Pace scrambles down to the lower hatch. A RUMBLE comes from above as another coffin approaches.

Keeler bites his lip as Pace works the sluggish hatch. Suddenly it opens and he is through. The coffin SPEEDS BY. Keeler is pale and visibly shaken at the prospect.

He makes a move, then pulls back, looking down the tube. Pace waves him on. Too late, another coffin passes.

Keeler takes the plunge, leaping into the tube and scrambling to the second hatch. Another coffin RATTLES down the tube. Keeler looks back as it appears around the corner. HE MOVES FASTER, shuffling to the hatch opening as

PACE GRABS HIM and pulls him through. The coffin shoots over just as he clears the hatch. Pace closes it behind him.

INT. CATWALK - DAY

Pace and Keeler hit the catwalk with a THUD, but they are drowned out by

SCREAMS AND CRIES from below.

They lie flat, peering over the catwalk's edge. Below is a small processing room. But instead of human workers, Pacheans are prepping

STRUGGLING, PANICKED WOMEN for transport. Keeler grips Pace's arm, pointing excitedly.

KEELER

I know them.

A WOMAN still wearing her tattered, dirty wedding clothes, struggles against a Pachean dragging her to the launch platform. More women are lined up behind her.

She fights against the Pacheans, but they hold her tight. She screams as they INJECT something into her, and her body FALLS LIMP.

They drop her body into a white coffin, close the hatch, and the machinery grabs the coffin and sends it shooting into the tube.

SHADAB ENTERS, speaking and gesturing frantically with

RELIK.

(CONTINUED)

CONTINUED:

A dazed, disheveled LUX steps out from behind Relik, swaying back and forth as if hypnotized. Her wedding dress is now torn and soiled. She seems on the verge of collapse.

Keeler GASPS audibly. Pace's features harden.

PACE

I'm going down. Cover me from up here.

Pace seems to change, almost visibly becoming LEANER, YOUNGER, AND SHARPER. He pulls his weapon and steels away like a leopard stalking his prey.

Keeler watches with amazement as Pace moves along the piping. In and out, stopping occasionally to observe, sometimes blending in to the point of being invisible, Pace quickly makes his way to the far side of the room.

INT. PROCESSING ROOM - DAY

Pace snakes down the piping and whirls to land in a crouching stance behind a stack of unused coffins. A Pachean rounds the corner and Pace MELTS INTO THE SHADOWS against the wall.

He watches as the Pachean uses a remote control to maneuver an overhead hoist into place. Its arms clamp the top coffin, lift it and move it onto the tube entrance.

INT. CATWALK - DAY

Keeler pulls and checks his blaster. Spotting A LADDER at the end of the catwalk, he slides toward it cautiously.

INT. PROCESSING ROOM - DAY

Pace glides into place behind the Pachean. In one seamless movement, he pulls his

KNIFE and slices the Pachean's throat, dragging the body into the shadows.

A Pachean working the line BARKS for another coffin. There is no response. He tosses the dazed woman he holds to the floor and moves angrily towards the coffin stack. The angry Pachean rounds the corner and stops short. He scans the area for his workmate, then MUMBLES ANGRILY. Grabbing the remote, he begins to lift another coffin.

(CONTINUED)

CONTINUED:

He turns the remote over - PACHEAN BLOOD covers the back. Before he can react, Pace grabs his head and twists with a swift, demonic strength.

SNAP! The Pachean's NECK BREAKS.

RELIK looks past Shadab's desperate ranting to the SWINGING COFFIN above them. His eyes narrow and he slowly scans the rest of the room. He freezes on

THE CATWALK AS IT SWAYS ever so slightly.

He whispers to Shadab. The younger Pachean's EYES WIDEN and he backs away. Relik pulls Lux close, waving to armed guards by the door.

The guards race to the coffin stack as Relik begins to move towards the door.

PACE  
(under his breath)  
Shit!

LASER BLASTS fill the air. Several Pacheans stagger back, falling to the floor dead.

Pace leaps out from behind the coffins, a BLASTER in each hand. He takes out four Pacheans, then dives and rolls to safety behind a conveyor.

SCREAMING WOMEN tear away from their captors and run for safety. CHAOS fills the room.

CUT TO:

KEELER bounds down the ladder. A Pachean whirls to face him. He blasts it in the head.

Relik nears the door as Keeler drops to the floor and levels his blaster on him. Relik pulls Lux to his chest like a shield. She stares at Keeler with GLAZED EYES.

Keeler moves towards him, but SQUEALING WOMEN race forward and block him in, shouting his name and thanking him.

RELIK IS GONE.

CUT TO:

Pace BLASTS his way across the room, taking out Pachean after Pachean. He follows Relik under the massive tubes. Relik carries Lux under his arm like a rag doll.

(CONTINUED)

CONTINUED: (2)

Pace levels his blaster at a Pachean blocking his path. The alien grabs a FLEEING WOMAN and places his weapon's barrel against her temple. A sick, Pachean attempt at a grin crosses his face.

PACE FIRES.

The terrified woman SCREAMS and faints as the blast crosses her shoulder and strikes the Pachean's clawed hand.

THE HAND DISINTEGRATES and the weapon falls to the floor. The shocked Pachean releases the woman and Pace fires again - blasting it between the eyes. Pace leaps over the body after Relik.

Relik staggers as he bumps into an OPEN COFFIN. He freezes, daring Pace with an ice-hard stare.

Relik throws Lux into the coffin and dives in with her. They're sucked UP THE TUBE and out of sight.

Pace races to the tube and peers inside, the suction pulling at him. He SLAMS AN ANGRY FIST against the tube.

Pace bounds to the next open coffin.

PACE (CONT'D)

Keeler!

Keeler appears, blaster in hand and shirt bloodied. He is wild-eyed, but focused.

PACE (CONT'D)

Let's go!

Pace dives in the coffin and is gone.

Keeler gives the rescued women a concerned, apologetic look, then moves away, racing after Pace.

INT. COFFIN - DAY

The coffin ROCKETS THROUGH THE TUBES. Pace hangs on for dear life, tossed from side to side.

The coffin rapidly slows and Pace pries at the lid. It opens, but only a few inches, blocked by a CONVEYOR SYSTEM.

INT. LOADING BAY - PACE'S P.O.V.

Pace's coffin follows dozens of others toward a wall of small compartments.

HUGE ROBOTS lift the coffins and place them the wall and an energy field seals them in. The robot grabs the coffin just ahead of Pace.

THE LID BLOWS AWAY from inside. RELIK climbs out with Lux and hurries away.

Pace shoves the door but it won't budge. He aims his blaster. The lid EXPLODES in a shower of fragments.

INT. LOADING BAY - DAY

Pace crashes to the floor and races after Relik, stopped by

KEELER'S MUFFLED CRIES as the robot grabs his coffin and lifts it toward the wall. Pace smacks a switch on coffin as it passes. KEELER DROPS and Pace breaks his fall.

RELIK FIRES. They take cover behind the conveyor.

Relik aims for the robot, hitting its mechanics. The robot arm swings around wildly,

SMASHING the coffin into the wall. The robot spins from its support and EXPLODES in a

BALL OF FIRE,

BLASTING out the bottom rows of coffins.

PACE GRABS KEELER and they dive into an empty coffin as the enormous wall COLLAPSES AROUND THEM.

COFFINS FLY!

CRACK OPEN!

SMASH TO BITS!

UNCONSCIOUS SOLDIERS are flung from their boxes across the room. HUNDREDS OF COFFINS roll across the floor. Even Relik takes cover as the coffins come his way.

The chaos settles and Pace crawls out of hiding, pulling Keeler with him. COFFINS AND BODIES are scattered everywhere.

INT. DOCKING BAY- DAY

Relik stands near the bay doors. He SPEAKS IN PACHEAN through his communicator, watching out the viewport as a Pachean ship approaches.

Pace rushes in, meeting Relik BLASTERS RAISED.

Relik draws Lux in front of him with lightning speed, using her as a shield, and aims his blaster at Pace.

PACE FREEZES, holding squarely on Relik, standing wide open for a shot.

Outside, the PACHEAN SHIP DRAWS NEAR.

Pace and Relik remain motionless, at odds, weapons raised and trained on each other in a deadly standoff. They hold this stance for a long, tense moment.

PACE

Let her go.

Relik replies by grabbing Lux tighter and lifting her off the floor. Lux GRUNTS with pain, kicking and squirming desperately, becoming wary.

Relik glances out the viewport. His ship is closing in fast.

PACE (CONT'D)

It's me you want.

Relik's face twists into a victorious sneer as he snarls.

RELIK

Is it really?

Pace's face turns white. His muscles quiver in frustration. He carefully places his blaster on the floor and steps toward Relik unarmed.

PACE

She has nothing to do with it. Leave her.  
You've made your point. I understand.

RELIK

No, you don't.

Relik puts his blaster to Lux's head. She struggles to get free.

Keeler rushes in, blaster drawn and aimed at Relik.

(CONTINUED)

CONTINUED:

KEELER  
No!

LUX  
Keeler!

PACE  
Get back, kid.

KEELER  
No!

LUX  
I love you, Keeler.

KEELER  
I love you.

LUX  
Tell mother I love her too.

A CLANK announces the Pachean cruiser's arrival. Relik backs up toward the portal.

RELIK  
Goodbye Pace.

KEELER  
No!

ARMED TROOPS storm in from every direction, quickly moving BETWEEN Relik and Pace. BURLY SOLDIERS grab Pace and Keeler and pull them away.

The bay doors open and a CONTINGENT OF PACHEANS rush into the room, blasting away at the soldiers. They envelope Relik, forming a protective shield.

Relik moves toward the bay doors, suddenly whirling and training his gun on

BRUCKNER.

Relik freezes.

BRUCKNER NODS for him to leave. Relik nods back, and moves into the airlock.

At Relik's command, the Pacheans retreat into the airlock. He hits a switch and the doors begin to close.

The troops close in as the airlock doors SLAM SHUT.

(CONTINUED)

CONTINUED: (2)

Pace tears away from the soldiers holding him. He bounds to the airlock door to see the Pachean ship SPEEDING AWAY. He faces Bruckner, feeding him a sullen glare.

BRUCKNER

(smugly)

He won't get far. Thanks to you, General,  
we have their ringleader.

Soldiers drop a HANDCUFFED SHADAB at Pace's feet.

Pace looks down at Shadab, then back at Bruckner, a WILD,  
DESPERATE ANGER in his eyes.

INT. UNITED SYSTEMS SHIP - DAY

The rescued women are led into the ship.

Pace and Grayson watch them come in.

GRAYSON

You're sure you don't want us to go with  
you?

PACE

No, get these women home. I can take care  
of Relik myself.

GRAYSON

And what about Bruckner?

PACE

He's all yours. Take him down.

GRAYSON

And the kid?

Pace hesitates - shakes his head - uncertain.

INT. PACE'S SHIP - DAY

Pace finds Keeler packing up the supplies and watches  
silently. Keeler works diligently, scowling, a brusqueness to  
his movements.

Keeler pauses as he senses Pace's presence. Rather than  
acknowledge him, he continues working with greater  
determination.

KEELER

Where to we go next?

(CONTINUED)

CONTINUED:

PACE  
You're taking those women home.

KEELER  
I'm going with you.

PACE  
I'm going alone.

KEELER  
The Hell you are.

PACE  
From here on it's bring Lux back, or  
never come back at all. Understand?

KEELER  
I'm not stopping for anything.

PACE  
You're taking those women home, kid.

Keeler lets fly a

BRUTAL PUNCH

to Pace's jaw.

PACE FREEZES - partly stunned, partly surprised.

Keeler thinks that settled it, but

PACE'S FIST comes flying back at him, landing square on  
Keeler's eye, sending him TUMBLING into a rack of equipment.

The CONTENTS SPILL onto the floor.

They facing each other,

FISTS RAISED,

DEADLY SERIOUS.

Pace swings and Keeler ducks, punching Pace IN THE GUT. Pace  
absorbs it, swinging back and knocking Keeler senseless.  
Keeler leaps on Pace and they go down. Keeler lands on top,  
his HANDS TIGHT around Pace's throat. BLOOD DRIPS from  
Keeler's split lip as he

STRANGLES PACE.

(CONTINUED)

CONTINUED: (2)

Pace grabs a NEARBY HELMET and smashes it against Keeler's head. Keeler falls away as Pace rolls on top of him. HIS ANGER RAGING, Pace raises the helmet over his head -

READY TO SMASH KEELER'S SKULL.

Keeler sees him out of one good eye and CRINGES, but the deadly blow never comes. He looks back to see Pace

STARING AT THE HELMET in the light.

Pace DROPS THE HELMET and rolls off Keeler, crawling away. Keeler watches the helmet gently rock to a standstill. In the glass visor is the distinct impression of

A PAIR OF LIPS.

Keeler rises to his feet as Pace begins cleaning up the mess. He moves deliberately but gently, putting things away, his face on the verge of tears, his anger lost.

Keeler doesn't question him. He wipes away his blood, picks up the helmet, and sets it back on the rack.

They finish packing the ship together.

INT. INNER SANCTUM - DAY

Two guards lead a handcuffed Shadab into General Bruckner's office. Bruckner motions for them to leave and circles Shadab as the guards exit.

Shadab hangs his head low until the door CLANGS SHUT. He then musters his humility to speak to Bruckner.

SHADAB

My apologies, General.

BRUCKNER

On the contrary, Shadab, this incident has done more for the war effort than you can possibly imagine.

Shadab looks up, confused.

BRUCKNER (CONT'D)

Heads must roll, of course. I'll have to give up some good men before the United Systems is appeased.

Shadab is suddenly fearful as Bruckner gets too close.

(CONTINUED)

CONTINUED:

BRUCKNER (CONT'D)

I'm arranging to have you shipped to  
Andromeda immediately.

Shadab seems to smile at this. Bruckner hands him a

METALLIC CYLINDER

BRUCKNER (CONT'D)

Give this to the Andromeda Senate.  
They'll know how to proceed. You'll be  
leaving on the next transport.

SHADAB

Thank you, General. Thank you. You've  
done so much to help our cause.

BRUCKNER

And you mine.

INT. PACE'S SHIP - SPACE

Pace and Keeler gaze into the depths of deep space...

STARLESS.

Keeler is awed by the sight, and even Pace seems a little  
disturbed.

A PITCH BLACK, EMPTY VOID.

KEELER

I've never seen a sky without stars.

PACE

One small mistake can destroy your whole  
life?

KEELER

I suppose.

PACE

I should never have left her.

The COMPUTER is giving instructions for the crossing.

COMPUTER (B.G.)

You will be revived once a week for  
nourishment and exercise. Aging will be  
minimal during the crossing,  
approximately three months...

(CONTINUED)

CONTINUED:

As Keeler stares into the darkness, there is an identifiable  
TERROR in his eyes.

He points toward a SINGLE POINT of light.

KEELER

Andromeda?

PACE

Two years across, two years back - if we  
make it back.

COMPUTER (B.G.)

It is unlikely communications will make  
it to your destination before you do, so  
please finalize all correspondence now.

A SHADOW crosses the room, plunging it into near darkness.  
The looming limb of a GALAXY CRUISER blots out the sun as  
they pass over to its night side. Dozens of other space ships  
descend on the massive ship and land.

COMPUTER (B.G.) (CONT'D)

The United Systems thanks you for doing  
your part in our struggle against the  
Pachean nation.

Pace turns on the cabin lights, noticing Keeler's COLD SWEAT.

PACE

It's not too late.

Keeler looks at Pace, his RESOLVE burned into his eyes.

EXT. GALAXY'S EDGE - SPACE

Pace's ship descends toward what appears to be an  
industrialized planet, but as we pull back we see it is an  
ENORMOUS SPACE SHIP several miles long. Their tiny speck of  
spaceship disappears against the massive behemoth.

EXT. GALAXY CRUISER - NIGHTSIDE

They land on a docking pad amidst THOUSANDS of docking pads.

INT. GALAXY CRUISER - SPACE

The cruiser would be open and spacious if it weren't for the  
THOUSANDS OF PEOPLE moving through the corridors. Pace and  
Keeler wade through the crowd effortlessly.

(CONTINUED)

CONTINUED:

They pass a large ASSIGNING STATION where their credentials are checked, and they're directed toward one of the many large stasis chambers that line the ship.

INT. STASIS CHAMBER - SPACE

Pace and Keeler strip down to their briefs and stow their belongings in a locker at the foot of the stasis cylinder.

Keeler opens his cylinder, a white padded coffin, as a VOICE chimes in.

STASIS CYLINDER (V.O.)

Please lay down in the chamber and relax.  
When you are ready to sleep, simply close  
the stasis cylinder door and...

Pace opens his cylinder and the VOICE rings out from his as well, overlapping the instructions for Keeler.

Pace lays down in his cylinder.

PACE

See you in Hell, Keeler.

Pace closes the door. Keeler watches GAS fill the chamber. When it clears, Pace is UNCONSCIOUS.

With grim hesitation, Keeler climbs into his cylinder and does the same.

EXT. GALAXY CRUISER - SPACE

One by one all the lights on the cruiser go dim as it prepares for its launch across the void. After hanging dead against the blackness for a disquieting moment,

A TREMENDOUS NUCLEAR-SIZED BLAST

erupts from the ship, and in the brilliant glare of light it speedily slips away. The cruiser moves across the void, seemingly ELONGATED in the direction of travel by its enormous velocity.

The INTENSE WHITE LIGHT of the thrusters pour out of the cruiser like a flowing liquid. The Cruiser becomes a small white speck leaving a glowing white trail across the void that slowly fades. The point of light that is

ANDROMEDA

(CONTINUED)

CONTINUED:

grows to a hazy ball. Andromeda swells - steadily, inevitably - into a massive SPIRAL GALAXY - a stunning island of light in a sea of blackness.

The Galaxy Cruiser descends toward the galactic plane of Andromeda, the sky seems half full of stars, half empty, with the dim glow of the galactic center in the distance, its massive spiral arm reaching out toward the ship.

EXT. SPACE PORT - SPACE

Coming to rest within sight of a HUGE GAS PLANET, transports and space ships begin hopping off the Galaxy Cruiser like fleas.

INT. VAUGHN'S SHIP - LUXURIOUS RECEPTION AREA - SPACE

SENATOR VAUGHN gazes solemnly out the window, the arm of Andromeda stretching across the vista, with Pace and Keeler behind him.

SENATOR VAUGHN

Are you crazy? You can't roam freely in Andromeda. The Pacheans here aren't pacified. They'll kill you. They know what you've done.

PACE

I have to get the woman.

SENATOR VAUGHN

It's too late. Go back and forget her.

PACE

There is no going back. Not any more. I can't live with the past.

SENATOR VAUGHN

This won't fix anything.

PACE

No, but it's a start.

SENATOR VAUGHN

You know I can't protect you.

PACE

I know.

(CONTINUED)

CONTINUED:

SENATOR VAUGHN

The only way to get close to Relik is through the slave market. There's one man you can talk to, but Pace... Don't do it. Stick with the military on this.

PACE

That's what got me into this.

Senator Vaughn glances away, leaning in close to Pace and whispering.

SENATOR VAUGHN

It'll just get worse. Trust me.

INT. VAUGHN'S SHIP - COMMAND AREA

SHADAB watches as Pace's ship unlocks from Vaughn's and flies away.

Senator Vaughn steps up behind him.

SENATOR VAUGHN

Relik is ruining everything. We'll have to go to the senate. His time has come.

SHADAB

What about Pace?

A greasy human hand grabs Shadab's shoulder.

A DARK TRADER

with cratered, oily skin steps between them.

DARK TRADER

Leave Pace to me.

EXT. TRADE CENTER - DAY

Near the outskirts of a gleaming, silver city, Keeler speaks to a group of well-heeled, ALOOF HUMANS. They shake their heads "NO" as he speaks. Pace lurks nearby - his face obscured by a deeply-hooded robe.

DISSOLVE TO:

A wind-sculpted desert land with THREE SUNS.

Pace again watches from a distance as Keeler squats down and sets the PHOTO OF LUX on the sand.

(CONTINUED)

CONTINUED:

Several rough-looking SLAVE TRADERS study the photo. A band of weary FEMALE SLAVES stand huddled against the elements.

AN ANGRY TRADER stands apart, staring down Keeler with intense, sardonic suspicion. As the others turn away, touching their heads together in conference, the angry trader continues to stare, his hand slowly moving toward his belt.

Pace grips his pistol.

A trader GRABS A GIRL and offers her to Keeler with frantic, insistent gestures. The angry trader backs off as Keeler pushes the girl away and picks up the photo.

DISSOLVE TO:

A crowded OPEN MARKET with humans and Pacheans. Pace lags behind as Keeler struggles to keep up with a HUGE PACHEAN - obviously not happy to be in his company.

Keeler thrusts the photo up for the Pachean to see. The Pachean knocks the photo from Keeler's hand.

HE YELLS ANGRILY and shoves Keeler to the ground.

INT. OUTPOST BAR - NIGHT

A DISGUISED PACE sits in a darkened corner drinking from an earthen mug. Keeler leans against the crowded bar. The Pachean bartender sets two more drinks in front of him.

Keeler lays out the contents of his pocket on the bar - including Lux's photo - and searches for payment.

A DARK TRADER

with cratered, oily skin puts a finger on the photo and pulls it towards him. Keeler grabs his wrist, staring firmly into the Dark Trader's unblinking eyes.

KEELER

You've seen her?

The Dark Trader looks at the photo, then again at Keeler, not answering.

KEELER (CONT'D)

Have you seen her?

DARK TRADER

Who are you working for?

(CONTINUED)

CONTINUED:

Pace sits up, ready for action.

KEELER

Myself.

The Dark Trader lifts his finger from the photo. Keeler releases his grip, his palm covered with GREENISH, SLIMY OIL.

The Dark Trader leads Keeler out the door.

EXT. SPACE PORT - NIGHT

Pace charges through a DOWNPOUR, desperate to follow. He lifts an EARPIECE to his head, listening.

Keeler keeps step with the Dark Trader as they move through the rain-drenched streets.

DARK TRADER (V.O.)

Know her?

KEELER (V.O.)

Yes.

DARK TRADER (V.O.)

Family? Lover?

KEELER (V.O.)

Wife.

The Dark Trader looks Keeler over, a sadness in his eyes.

DARK TRADER

Go home. You won't want what you'll find.

The Dark Trader turns into a building.

INT. LANDING BAY - NIGHT

The Dark Trader races to his oval ship.

KEELER

I've come too far.

He stops at the main hatch, handing Keeler a SMALL CARD.

DARK TRADER

If you want her, meet me here.

Coordinates, clocks, and charts scroll across its surface. Keeler stares at it dumbly as the Dark Trader hastens away.

(CONTINUED)

CONTINUED:

DARK TRADER (CONT'D)

You've been warned.

Pace slides up behind a column and listens, WHISPERING quietly into his communicator.

PACE

Can I trust you?

Keeler's attention shifts to Pace's voice.

KEELER

Can I trust you?

The Dark Trader looks PAST KEELER in Pace's direction, as if he heard the whisper.

DARK TRADER

You can't trust anyone.

He disappears into his ship.

INT. ANDROMEDA SENATE - SPACE

The darkened, glass-walled chamber looks out on a spectacular vista-

SPACE, dominated by a giant, ringed GAS PLANET surrounded by dozens of satellites. The sky beyond is emblazoned with the reds, oranges and greens of a twisted, nebulous cloud of gas dotted with a multitude of stars.

Shadab stands stoically beside a SENATOR as they gaze at the worlds below them. They seem to float above the universe-overseeing, GOD-LIKE.

They move across the room to join a CARTEL of a dozen more human Senators.

SENATOR

Relik's time has come. He must fall before the truth is learned about Andromeda.

Members of the Cartel nod in agreement. One speaks up.

SECOND SENATOR

And the war?

The Senator places a hand on Shadab's shoulder.

(CONTINUED)

CONTINUED:

SENATOR

Shadab will take Relik's place. The trade will continue, with some adjustment, if Shadab will agree?

Everyone looks at Shadab. His stoicism dissolves behind a malevolent SMILE.

EXT. HELL PLANET - DAY

Pace's ship flies low over boiling HOT SPRINGS and LAVA FLOWS, with huge, steaming pools of water and white sulfur formations covered with thorny vegetation.

They pass over a steaming vent just as a GEYSER ERUPTS a thousand feet into the air, trailing a cloud of steam.

An ancient PACHEAN CITY appears out of the mist.

STRANGE, COLORFUL ARCHITECTURE stretches for miles, a city of rough-hewn bricks with nearly every wall sculpted in a

MOSAIC depicting Pachean historical figures and events.

The ship settles at a landing port on the city's edge.

EXT. LANDING PORT - DAY

THE DARK TRADER stands next to his ship, watching as Pace brings his craft to rest nearby.

INT. PACE'S SHIP - DAY

Pace removes his hands from the controls, sitting silently, thoughtfully.

Keeler stands and moves towards the main hatch. Pace follows.

PACE

I need to go...

KEELER

(interrupting)

You need to stay here.

Keeler opens the hatch. The Trader motions from below.

PACE

He's right. You won't like what you find.

(CONTINUED)

CONTINUED:

Keeler whirls, leaning into Pace's face.

KEELER

This is my fight now.

Pace gathers himself, grim admiration slowly replacing the look of realization on his face. He taps the EARPIECE.

PACE

I'll be here.

Keeler strides down the ramp without comment.

INT. LAVA CAVE - NIGHT

Keeler follows the Trader deep into a natural cave formed from ancient lava flows. SWEAT drips from their foreheads as the heat grows in intensity.

They come upon an opening guarded by several Pacheans. They wave the Trader through.

INT. PRECIPICE - NIGHT

Keeler follows him into a huge precipice overlooking an enormous natural cave. DOZENS OF HUMANS are there, intent on the proceedings taking place below.

PACHEAN PRIESTS adorned in ceremonial robes stand beside an elaborately-carved ALTAR.

SEDATED HUMAN WOMEN are dragged into the room and laid upon the altar, their arms and legs strapped down tightly.

People near Keeler begin to SCREAM and WAIL. Pachean guards hold them back as they force themselves to the ledge, reaching desperately to the women below.

Keeler watches the awesome spectacle, then looks questioningly at the Trader.

TRADER

They must genetically alter the host's womb to accept Pachean offspring. Those that fail are given to us for barter.

Keeler looks around him - traders, slavers, and prostitution kings mill about with desperate fathers, mothers, and loved ones.

(CONTINUED)

CONTINUED:

KEELER  
How many fail?

TRADER  
Not enough.

Keeler scans the captives again. They are bruised, battered and unwashed. Lux is not among them. The priests begin CHANTING, and an EERIE SILENCE befalls the onlookers. Following a retinue of guards, the head priest enters the cave...

RELIK

approaches the altar in full ceremonial robes and begins to CHANT in his strange Pachean dialect. Lesser priests bring him FLASKS OF LIQUID, which he ritually pours into each woman's mouth - chanting the same phrase with each victim.

Limp and sedated, they accept their offering with little resistance. The humans around Keeler begin to SOB. The trader steps back, watching Keeler's reaction intently.

Keeler is absorbed in the ritual, possessed by it with a morbid fascination. It continues as Relik feeds each captive woman the genetic formula.

Soon the liquid begins to take effect. The women HOWL in pain, writhing against the altar as their insides are TRANSFORMED.

Some of the onlookers can't bear it and leave, or clamp their ears to shut out the SCREAMS.

A COMMOTION sends a mass of spectators to the edge. Keeler looks over their shoulders as the priest untie a woman from the altar.

CROWD  
They have one... A failure... She's  
young... They're casting her off... A  
good buy...

An OLD MAN wails and cries out.

OLD MAN  
My daughter!

Everyone begins rushing into a vault area. The trader shoves Keeler after them.

INT. LAVA VAULT - NIGHT

They circle around the room as Pachean priests drag the HELPLESS WOMAN in and throw her into the center. She falls limp on the floor, moaning in pain, a STREAM OF BLOOD reddening her legs. Despite the damage, she's young and nubile. The traders are in a FRENZY.

The chamber ECHOES with shouts and cries, offers for trade and barter. They shove and push, hitting and screaming to get a closer look and intimidate the bidders.

The old man rushes into the circle to help his daughter, but the Pachean priests knock him away. He cries helplessly as people BARTER around him. He hears the offerings and begins to scream out numbers, topping anything he hears.

OLD MAN

Two thousand! Twenty seven! Three thousand! Four!

A BURLY SLAVER grabs the old man and clamps a grubby hand over his mouth.

BURLY SLAVER

Shut up you!

He shoves the old man into the crowd and they step over him to get at the woman.

The trader pulls Keeler back as the others close in. They watch the old man crawl out of the crowd, pulling himself up on the rocks, bruised and beaten, SOBBING IN ANGUISH.

TRADER

Come on.

The trader pulls as Keeler watches, horrified and astonished. With a forceful shove, the trader pushes Keeler out of the room.

INT. CARVED CORRIDOR - DAY

The trader leads Keeler to a massive, intricately decorated doorway. Reading the Pachean scrawl on the door, he turns to Keeler.

TRADER

She should be in here.

(CONTINUED)

CONTINUED:

He pushes the door open to reveal darkness beyond. Holding it open, he stops Keeler from entering.

TRADER (CONT'D)

You will understand, someday.

Keeler looks at him blankly, not understanding, then pushes his way into the room.

INT. DARK CHAMBER - DAY

Keeler searches frantically with his eyes until they fall upon something in the darkness. He smiles, steps forward anxiously, then stops. His face becomes confused, his expression dour. He backs away slowly, astonished and perplexed.

KEELER

Lux?

RELIK appears from the shadows behind him, his sinewy hand reaching for Keeler's neck, quickly grappling Keeler from behind.

INT. TORTURE CHAMBER - DAY

Keeler eyes are wide with terror as his hands and feet are BOUND and his hands tossed over a HOOK. A network of chains and hooks dangle from the ceiling. Pachean guards pull chains, raising him off the floor.

Relik grabs Keeler's leg and drags him to a table where torture instruments are neatly laid out. Keeler eyes the instruments, trying to maintain an indignant composure. Relik ties Keeler's feet together.

KEELER

You want me to talk?

RELIK

I want you to suffer.

Relik pulls a lever, and doors open up in the floor below Keeler. The guards SHIRK at the blast of heat and smoke that rises out. Below, a river of molten lava passes under the room. Keeler looks down in horror, drenched in sweat, the heat unbearable.

Relik pulls a chain that lowers Keeler to his level. They meet eye to eye, Relik enjoying Keeler's fear.

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CONTINUED:

RELIK (CONT'D)

I will dip your feet in, just enough so you will never walk again. When you come back, you can tell me where to find Pace Harken.

Relik lowers Keeler through the trap door toward the flames. Keeler struggles to get free but it's useless. He gives up fighting as he nears the LAVA STREAM, his strength sapped by the intense heat and heavy air. He dangles helplessly from the chain.

The doors fly open to the chamber and two GUARDS bring in PACE, cuffed and bound. They throw him to the floor.

GUARD

This human surrendered.

Relik is SHOCKED as Pace rises to his knees before him, a wild-eyed grin across his face.

EXT. PACHEAN CITY - DAY

Relik stands triumphant at the head of a GONDOLA as it slowly moves through the streets lined with HORDES OF ANGRY PACHEANS. Relik speaks Pachean into a loudspeaker, his BOOMING VOICE inciting the mob to anger.

Pace and Keeler are chained to the gondola, bloodied and beaten. The Pacheans howl insults, curse their names, spit on them, claw them, and hurl stones and bricks as they pass with crazed, primitive behavior.

Pace and Keeler are helpless as they are assaulted from every direction. They hang limp in their shackles as the gondola approaches a MASSIVE PALACE.

Relik raises his arms and the berating instantly ceases, the Pachean horde's bitter faces frozen in anger.

INT. PACHEAN PALACE - DAY

Two massive doors swing open effortlessly, revealing the PALACE PROMENADE beyond. The gondola slides across a tiled floor, flanked by two rows of guards, toward the massive throne.

Guards unshackle Pace and Keeler. They fall to the floor, limp and weary. Pace draws his last strength to pull himself to his feet. Keeler, with little grace, does likewise.

(CONTINUED)

CONTINUED:

Relik eyes the humans with hard, implacable eyes. He gathers his robes about him and steps forward to greet the trader.

RELIK  
Ah-we pabbotiebo eekeetay?

TRADER  
Pabbotiebo kim temooer.

PACE  
I came here to trade.

Relik replies with a BACKHAND TO THE JAW. Pace collapses.

RELIK  
You wish to trade human flesh?

Relik gets close to Pace, studying him inside and out.

RELIK (CONT'D)  
Your flesh for hers? No, better to let  
you live and torture you with the  
knowledge of everything you have done.

Relik flashes an evil, toothy grin at Keeler, who trembles in fear.

RELIK (CONT'D)  
For you to feel what we feel all too  
well.

Relik seems to speak directly to Pace's heart. There's a FEAR in his eyes never seen before. A COLD SWEAT breaks out on his forehead.

RELIK (CONT'D)  
Living is your most dreadful burden.

Relik studies his reaction and gives a sinister smile.

RELIK (CONT'D)  
I once vowed to kill you with my bare  
hands, until I learned you had family.  
Then I knew a torture you could not  
tolerate. Allow me to show you, Pace  
Harken, what you live for.

Relik hits a button on his command console and a chamber door opens. A FLOAT comes in draped in lavish curtains. There are several young human female attendants aboard. As it enters the room it rotates around to reveal a stately sedan, upon which is a

(CONTINUED)

CONTINUED: (2)

REGAL HUMAN nursing a PACHEAN CHILD.

Pace and Keeler are shocked into recognition.

LUX!

Her gaze is averted until the float comes to a rest, then she looks up and stares directly into Pace's hard eyes. There is a maturity in her gaze, and an INHUMAN COLDNESS.

Relik studies Pace's reaction, relishing the moment. Pace stares hard as iron, trembling, his mind reeling, his worst fears realized. Keeler's eyes are wide, his breath held.

Pace tries to read her reaction, but she glares at him contemptuously.

RELIK (CONT'D)

This is how I torture you, Pace Harken.

Pace looks at the Pachean monster SUCKLING HER BREAST.

RELIK (CONT'D)

We didn't hibernate during the crossing.  
For two years, we lived in isolation, and  
she learned the truth. She learned to  
hate you.

PACE BREAKS DOWN, seething with hatred, an emotional wreck.

RELIK (CONT'D)

You can't resist me now.

Relik hits another button on his console, and a SHIELD DOOR opens up on the long wall of the palace.

RELIK (CONT'D)

The Pacheans have a tradition of honoring  
their enemies, lest they forget their  
atrocities. This may interest you  
greatly.

Across the courtyard a new building is being constructed. Showing prominently in the mosaic architecture is the

IMAGE OF PACE,

but his face is twisted into the fearsome portrait of a HELLISH DEMON.

Pace stares at it, impressed and horrified.

(CONTINUED)

CONTINUED: (3)

RELIK (CONT'D)

The Dark Lord - our destroyer.

Keeler takes a second look at the mosaic, recognizing the face.

KEELER

Pace?

Relik studies Pace's reaction, drawing on his repressed anger.

RELIK

I will slowly crush your skull, Pace Harken, until all of Andromeda hears you beg for mercy, and the Pachean nation will rise again.

PACE

Let me know when you're ready to barter.

Pace hobbles toward the gondola, faltering and collapsing upon it, not having the strength to get back up. Relik laughs, nodding to his guards. They shove Keeler on and the gondola slowly retreats from the palace.

Relik turns back to Lux, who is watching them leave.

RELIK

I'll let him simmer in fear.

Lux looks to Relik with as emotionless a gaze as humanly possible.

INT. PRISON CELL - NIGHT

Pace and Keeler are pushed into the cell. The door locks behind them. Keeler leans against the rough wall, jumping away from its INTENSE HEAT.

KEELER

What's all this about a Dark Lord and why are we really here?

PACE

We're here to get Lux.

KEELER

No, it's more than Lux. What's with you and Relik?

(CONTINUED)

CONTINUED:

PACE

It's not what everyone thinks. You can't blame me.

KEELER

For what?

PACE

I didn't have a choice!

KEELER

I don't understand.

Pace struggles to regain his tough shell.

PACE

The war. The Pacheans. It wasn't me. It was something else - not me. It wasn't me.

Pace falls to his knees, exhausted, speaking to himself.

PACE (CONT'D)

I didn't have a choice. You can't blame me.

Keeler backs off in pity as Pace mumbles on. The door opens again as

LUX enters.

Pace looks up, helpless and beaten. LUX studies Pace with lusty vengeance, raising a BLASTER on him.

LUX

Unnt-meah!

PACE

You can't blame me.

LUX

Mahinda, toobay!

KEELER

We came for you, Lux.

LUX

No. Not now. Not ever.

KEELER

I don't care what they've done to you.

(CONTINUED)

CONTINUED: (2)

LUX  
They've done nothing. They are my family.

PACE  
(sneering)  
Your family! They destroyed your family.

LUX  
You have no place to talk.

KEELER  
I don't understand.

LUX  
Pace didn't tell you about the war? How he sterilized the females. He was the one who ordered the whole operation.

KEELER  
Pace, you?

PACE  
So what if I did?

LUX  
First I prayed for you to find me. Then I learned what you did. Now I know I belong here with my family.

KEELER  
(dumbfounded)  
It doesn't make any sense.

LUX  
Relik would torture you, but I have enough pity left to kill you now.

Lux turns her head toward A DISTANT RUMBLING. Several more follow. Suddenly, a THUNDEROUS EXPLOSION blasts through the room.

Beams collapse.

Walls tumble in.

The ground gives way and Lux falls, DROPPING HER BLASTER.

Pace shoots through the haze quick as lightning as EXPLOSIONS continue to rock the cell. The dust settles to find Pace near the collapsed wall, BLASTER trained on Lux.

SHE GASPS, moving back toward Keeler as he steps between them.

(CONTINUED)

CONTINUED: (3)

KEELER

No!

PACE

I had no choice. You have to understand that.

He lowers the blaster, giving them a long, hard stare.

PACE (CONT'D)

Take care of her, Keeler.

Pace disappears through the wall.

Keeler starts to follow, but Lux grabs him.

LUX

Let him go!

Keeler wrenches away and races to the wall. Another VIOLENT EXPLOSION stops him dead in his tracks. The wall collapses around him. As the dust clears, Keeler is pinned beneath the rubble.

Lux loses her cool for a second, racing to help him. She pulls him clear and helps him to his feet. The collapsed wall has revealed the WORLD OUTSIDE.

A dozen United Systems ships circle the sky firing down on the city. Lux gives Keeler a steely glare, her coolness renewed.

LUX (CONT'D)

You led them here?

Keeler shakes his head as he starts to climb over the rubble. Lux pulls him back.

LUX (CONT'D)

My baby.

Keeler hesitates, not wanting to help, but nods in agreement. He chases after Lux as she scrambles across the debris-strewn floor.

INT. PALACE HALL - DAY

Pacheans run to and fro as the BATTLE RAGES outside. One Pachean turns down a dark corridor.

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CONTINUED:

Pace leaps from the shadows and grabs him around the throat, pulling him into darkness. Pace emerges moments later donning the dead Pachean's robe and checking his rifle.

Pace pulls the hood over his head and charges down the hall.

EXT. PALACE COURTYARD - DAY

Lux and Keeler fight against the flow of armed Pacheans racing across the courtyard. A SERIES OF EXPLOSIONS rattle the palace. Lux and Keeler dive for cover as a section of the roof collapses.

KEELER  
Where's it at?

Lux points across the courtyard. Keeler grabs her arm and leads her on.

INT. NURSERY -

They bound into the room and skid to a halt. The lone child CRIES OUT from its crib. Lux gently takes it up and looks lovingly into the child's strange face.

LUX  
They left you.

Keeler softens as she pulls the infant close to her breast.

LUX (CONT'D)  
He left you...

Keeler takes a blanket from the crib and covers the child.

Keeler and Lux lock eyes for a moment, the spark of love still alive in both.

KEELER  
Can you get us to the ship?

EXT. PACHEAN COURTYARD - DAY

Pace marches resolutely towards Relik's palace, an army of Pachean fighters before him.

A United Systems ship swoops in low and dozens of soldiers leap out - LANDING AND FIRING.

Pace takes cover as the Pacheans fight back - CUT OFF.

(CONTINUED)

CONTINUED:

He moves forward with a group of Pacheans, and as they are gunned down he throws off his robe and joins the soldiers, making his way toward the palace beyond.

EXT. LANDING PORT - DAY

Lux and Keeler race toward their ship as the ground begins to QUAKE. They stumble as a HUGE FISSURE opens up before them, spewing a wall of steam.

All around the ground SPLITS OPEN, surrendering the surface to rivers of boiling mud. The ships TWIST AND BREAK as they are swallowed up by the earth.

Keeler and Lux regain their footing and rush to Pace's ship.

THE DARK TRADER

staggers into their path - his clothes torn and sooty. He levels a BLASTER on them and they freeze. Keeler glances at the trader's ship half buried in a crevice.

DARK TRADER

Take me to safety.

He directs them to Pace's ship. Keeler opens the main hatch and a ramp slides out. The Trader waves for them to enter.

A TREMENDOUS EXPLOSION rolls across the ground and the Trader slips.

Keeler leaps on him and they tumble under the ship, fighting with wild fury. Lux chases the blaster as it flies across the platform.

Keeler grabs the Trader but his OILY SKIN slides right of his hands. The Trader knocks Keeler onto his back and pins him.

Lux reaches for the blaster as the ground splits open and swallows it up. The platform fractures like broken glass and the section under the ship tilts towards the fissure.

KEELER THRUSTS HIS KNEE into the Trader's crotch and flips him over. Keeler scrambles out from under the ship as it begins to sink.

The Trader SCREAMS, desperately clawing at the ground as he slides into the BOILING MUD below.

Keeler pulls Lux and the child away as Pace's ship is sucked under along with the Dark Trader, disappearing in a cloud of FIRE AND STEAM.

(CONTINUED)

CONTINUED:

The unstable platform CRUMBLES. Lux pulls at Keeler's arm.

LUX  
Back through the palace.

INT. RELIK'S PALACE - DAY

Relik huddles with a handful of Pachean commanders. They work at consoles showing images of the attack, SCREAMING ORDERS into communicators.

Relik shakes his head as he watches another section of the palace disintegrate under the bombardment. He slams his fist against the console in anger.

Suddenly the CONSOLE EXPLODES in fire and sparks. A direct hit rips the room wide open.

The Pacheans scramble for safety as the floor gives way. One slips and grabs Relik's ankle, PLEADING for help, but Relik kicks at the desperate Pachean until his grip loosens and he falls.

Relik jumps to the safety of a staircase that clings to the wall, leaving the rest to their own fates.

INT. THRONE ROOM - DAY

Relik weaves through a maze of debris when he suddenly freezes in a cat-like posture.

He moves slowly to his throne - surrounded by dead Pacheans in a twisted and grotesque mass.

PACE HARKEN

sits at the throne, drenched in Pachean blood, a MANIACAL GLEAM in his eyes.

Relik approaches Pace defiantly - smiling maliciously.

RELIK  
So this is our fate, Pace Harken.

With inhuman speed, Pace grabs Relik by the throat and squeezes. Relik does the same and they stand locked in a death grip, eyes smoldering with hatred and fury.

Overwhelming him with superior strength, Relik lifts Pace off the throne and flings him across the room. Pace slams into the wall with an agonizing THUD.

EXT. PALACE OVERLOOK - DAY

Keeler helps Lux atop a mountain of rubble. A United Systems ship passes overhead, a swarm of Pachean speedsters attacking it. Internal explosions send it careening into the heart of the city, destroying buildings in a ball of fire.

Keeler looks down through the collapsed roof of the palace. Pace and Relik duke it out below. He heads for a staircase leading down when Lux grabs him.

LUX

No!

INT. THRONE ROOM - DAY

Pace hits the ground, face BLOODY, strength sapped. Relik towers over him.

Pace grabs a piece of debris and swings it. Relik knocks it away. He pulls Pace to his feet, striking blow after blow as Pace falls limp in his grip. Relik drops him in a heap on the floor.

With great effort, Relik lifts a slab of rock over his head. Pace does nothing to resist. He stares up at his enemy, waiting for the final, deadly blow.

KEELER

leaps out of nowhere, knocking Relik aside. The rock SHATTERS next to Pace's head.

Keeler locks Relik in a DEATH-GRIP. He glares coldly into the Pachean's eyes.

KEELER

My child never saw this world. You'll never see the next.

Keeler DIGS HIS THUMBS into

RELIK'S EYES.

Relik SCREAMS as blood flies. He swings a wild fist, knocking Keeler aside as he rolls away in pain.

LUX

Enough!

(CONTINUED)

CONTINUED:

She holds them at bay, BLASTER in one hand, INFANT in the other, tears streaking down her face.

KEELER  
Put the blaster down.

RELIK  
Finish them and our revenge will be complete.

Keeler moves for her and she thrusts the blaster in his face.

LUX  
Unteah!

He backs off, confused.

RELIK  
Kill them! Arvind yongbo lu.

Her cold stare returns. Keeler falls back as she advances, reading the resolve in her icy gaze.

LUX  
(chant-like)  
Unteah... yongbo lu...

KEELER  
Lux! No!

Lux swings the blaster on Pace as he rises to his feet.

LUX  
It's your fault. You forced the slave trade. You led the Pacheans to my home and because of that, my father's dead. You tried to wipe out an entire species. You're a monster.

Lux burns with anger. She looks at the infant in her arms, then at Relik. She pulls the trigger. Relik's chest tears open as the blast rips through his body.

She drops the blaster. Keeler races to her and pulls her close.

INT. SPACE PORT - DAY

Pace and the Senator make their way through the crowded port. Hundreds of soldiers hurry about, rushing to their various destinations. Outside, the city still smolders from the recent attack.

(CONTINUED)

CONTINUED:

SENATOR

When word of this gets out General,  
you'll be the hero you used to be.

Paces nods, doing his best to ignore him.

SENATOR (CONT'D)

Maybe now you can help bring this war in  
Andromeda to a decisive end.

Pace freezes in his tracks. At the far end of the hall,  
Keeler and Lux, carrying the child, make their way through  
the crowd towards them.

The Senator pauses, watching the approaching trio. He looks  
at Pace questioningly.

PACE

This war is over for me, Senator. I have  
unfinished business - here and back home.  
Excuse me.

The Senator nods. Knowing that he has lost his audience, he  
turns and disappears into the crowd.

Pace shifts uncomfortably. He leans against the wall and  
watches as they approach.

Lux holds the child securely to her breast. She smiles up at  
Keeler.

They both take notice of Pace at the same time. Lux averts  
her eyes, looking straight ahead at the loading ramp leading  
to the ship at the end of the hall.

Pace looks down at his hands. He rubs them on his coat  
nervously, then takes a deep breath and looks up. Keeler  
stares at him with hard, cold eyes.

Keeler puts an arm around Lux and pulls her close.

Pace gathers his courage and steps forward. He starts to  
speak, but they pass by him as if he's invisible. They move  
up the ramp and to the waiting ship.

Pace cannot move, numb with realization. He's jostled by  
several late comers racing to the ship, but he stands frozen.

Finally, he turns. At the top of the ramp, Lux has paused.  
She looks back down at him, her hand gently stroking the  
sleeping child's head.

(CONTINUED)

CONTINUED: (2)

Their eyes meet. Lux looks from Pace to the child, then back again.

Finally, she turns away, following Keeler inside. The hatch slides shut with RUSH OF AIR and the flashing red warning light fills the hall with a strange glow.

Pace stands alone in the middle of the hall, staring at the departing ship.

After a long moment, he turns and slowly walks away.

FADE OUT.