

NOIR OF THE DEAD

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**FADE IN:**

**EXT. COUNTRY ROAD - NIGHT**

A small truck speeds the road through thick forest.

SUPER: Suburbs of Chicago, 1924

**INT. TRUCK**

TONY and CHARLIE, 30s, standard Chicago gangsters, working stiffs with Tommy Guns and pistols. Tony's behind the wheel.

Charlie's unsettled by the dark woods.

CHARLIE  
I hate these midnight runs in the  
God damn middle of nowhere.

TONY  
Afraid of the woods, Charlie?

CHARLIE  
All night diners and cheap hotels,  
that's the night I know.

TONY  
We get in town we'll unload this  
hooch then hit a whorehouse.

CHARLIE  
No more whores for me, Tony. I'm  
married.

TONY  
What's marriage gotta do with  
whores?

SIRENS and POLICE LIGHTS.

CHARLIE  
Shit.

TONY  
Like they was waiting.

CHARLIE  
I thought Frank was takin' care of  
that?

TONY  
Cops're always lookin' for more.

Tony pulls over.

FLASHLIGHTS in the mirror. COPS approaching on both sides.

Charlie's hand on his Tommy.

TONY

Leave it. Boss don't want things  
stirred up out here with the  
election coming.

Charlie removes his hand. The cops arrive.

COP 1

What we got, boys? Whiskey?  
Bathtub?

TONY

Whisky. Some goin' to Chief Doyle,  
too. You boys're throwin' us off  
schedule.

COP 1

That a fact?

More HEADLIGHTS. A COP CAR pulls in front, a LIMO alongside.

COPS emerge armed with machine guns.

CHARLIE

Tommies? Cops don't carry Tommies.

Charlie's hand inches again toward his machine gun...The cops  
raise their weapons on the gangsters.

COP 1

Get out, boys. Confiscating.

The gangsters eye each other...Charlie's hand on his Tommy.

COP 1

You boys're smarter than that.

They exit the truck without argument.

# **EXT. TRUCK - CONTINUOUS**

Tony recognizes one of the cops.

TONY

I know you. Northside precinct.  
What in hell's goin' on? Chicago  
coppers out here?

COP 1  
Special detail.

The limo opens. JACK, 30s, the granite features of a hardened gangster, exits and opens the door for --

DION O'BANNION, 30s, a dapper Don in a fashionable suit and hat. He steps out, sniffs a flower on his lapel.

CHARLIE  
O'Banion!

TONY  
Christ, we have a truce!

DION  
Unfortunately for you fellas, that's true. And I'd rather Capone not find out I'm breaking it. Not yet.  
(to the cops)  
Hold 'em up against the truck. I wanna look in their eyes.

Cops shove Tony and Charlie against the trucks...O'Bannion closes in.

DION  
I'd give the keys to my whole empire if only you could return from where you're going and tell me what you saw.

SCREECHING TIRES and HEADLIGHTS. A car races toward them. Cops white knuckle their weapons.

A sporty car pulls up behind the limo.

EILEEN O'BANION, 26, irresistible in latest flapper style, high heeled and long legged, lust and violence made flesh.

She saunters over to the captives as Dion frowns.

EILEEN  
Did you not think to invite me to this party, brother?

DION  
Have you tired of banks, sweet sister?

EILEEN  
If the truce is ending you'll need me around.

She inspects the prisoners, particular interest in Charlie.

EILEEN

When I hit a bank there's almost  
always a guard. I never disarm him.  
I leave it up to him. If he wants  
to play, we play.

DION

You've never been much fun to play  
with, Eileen.

She laughs. Runs her hand along Charlie...lower and lower  
until she reaches his groin. He resists the pleasure.

EILEEN

They say a man always has an  
erection when he dies.

DION

Then there'll be plenty of  
erections where we're going. Now  
move aside.

Predatory excitement in her eyes.

EILEEN

Give them each pistols.

DION

We don't have time for this!

EILEEN

We don't shoot men like dogs. No  
sport in it.

DION

No, you don't shoot men like dogs.

EILEEN

Pistols!

Unable to deny her, he nods to Jack, who hands them each a  
pistol. The cops clear away from the truck.

Eileen backs away slowly, hands inside her leather jacket.

CHARLIE

I can't shoot no woman.

EILEEN

Then you'll have to shoot my  
brother.

DION  
See what I mean about playing with  
you?

Charlie grips his weapon tightly. Tony coiled to draw.

EILEEN  
Your favorite part, brother.

Dion wide eyed with anticipation.

Tony draws first. Charlie never moves.

Eileen whips out two revolvers in a blink...a single shot  
from each...Tony and Charlie drop.

Dion runs to Charlie...turns him over. Looks him hard in the  
eye as the glimmer of life goes out.

DION  
If only you could tell me...

Eileen whispers to a nearby cop.

EILEEN  
My brother and his obsessions.

#### **EXT. CHICAGO - DOWNTOWN - DAY**

A long, slow funeral passes amid the Gothic skyscrapers. The  
casket rests on an open truck covered with flowers.

GANGSTERS in long coats walk beside the truck. Silent CROWDS  
line the streets.

We close in on the upper floors of the Chicago Herald.

#### **INT. CHICAGO HERALD - CONFERENCE ROOM**

RYAN, 26, handsome face aged by hardship, eyes that have seen  
too much, writes notes at the conference table.

A HALF DOZEN REPORTERS seated around him.

Watching the funeral at the window is CARSON, early 20s, a  
Jimmy Olsen type who romanticizes the gangs.

CARSON  
What a send off!

The SECRETARY worries.

SECRETARY

You better sit down, Carson, he'll be in any second.

Carson ignores her.

CARSON

Ryan, don't you wanna see? Heard he was like a father to you.

RYAN

No, my father was like a father.

CARSON

Yeah, but you ran with those mugs. I heard you were the best gun in the city before...

A look from everyone at the table cuts him off.

Carson attempts to take the empty chair next to Ryan...who stops him by placing his hand on it.

Undeterred, Carson takes the next seat.

CARSON

Capone will be running things now, right?

RYAN

Been running 'em. The old man was retired.

CARSON

So you and Al must be like brothers.

Ryan frowns deeply. There's history.

RYAN

No more than me and you, kid.

The EDITOR storms into the room, an old school newsman with nicotine stained fingers and coffee stained teeth. Slams a competing newspaper on the table.

Headline: *"Capone Sobs at Private Wake"*.

EDITOR

It's gonna be our wake if the Trib keeps beating us to the by! Have you deadbeats seen the latest circ numbers? If we don't breathe life into this corpse soon it's the soup line for all of us.

IVY LEAGUE considers himself top dog on the staff.

IVY LEAGUE

What about the story on corrupt  
cops we did?

EDITOR

Firemen put out fires, sailors hump  
whores and cops take dirty dough.  
We need something fresh, damn it!  
Ryan, you're goin' to Cicero.

RYAN

We had a deal! No stories about my  
old crew.

EDITOR

Now the deal is get me a page one  
outta Cicero. Besides, the  
assignment ain't Capone. It's  
Nicola Tesla. Al put up the clams  
for some new thing that's s'posed  
to give the town free electricity.

Ryan groans.

CARSON

I'll go with him.

RYAN

No deal.

EDITOR

Page one, gonna need pictures. The  
kid goes with you.

Ryan grimaces.

EXT. CICERO - DOWNTOWN - DAY

FRANK CAPONE, 30, heavysset, sensitive eyes in a hard face,  
immaculately dressed, strolls with --

MAYOR JENKINS, dim witted and dumpy in his well-worn suit.

PASSING CITIZENS eye Frank with respect and a bit of fear.

CITIZEN

Mornin', Mayor.

MAYOR JENKINS

Morning, sir!



They turn onto a side street. Ahead: McCann's Funeral Parlor. A SMALL LINE out front.

The door SLAMS open as they arrive. TWO ROWDIES are tossed onto the sidewalk by a GOON, who politely makes way for the Mayor and Frank.

**INT. MCCANN'S FUNERAL PARLOR - CONTINUOUS**

MCCANN, 60s, a walking stereotype, tall, thin and pale, ushers them through.

They pass a showroom with a body being waked. A small receiving line...a few THUGS and a PROSTITUTE.

One of the thugs, eyes glazed from drink, winks at Frank while the prostitute curtsies.

The wax corpse in the casket looks like O'Banion.

FRANK  
That stiff...

MCCANN  
Thought you'd get a kick outta it.

Frank laughs. They reach a door with a GOON guarding.

FRANK  
I'll get a kick when I see it for real.

**SPEAKEASY**

A big crowd, mostly GANGSTERS, plenty of TOWNSFOLK. Two BARTENDERS hustling behind a long bar.

Frank receives pats on the back as he leads the mayor through. A couple of pints wait for them on the bar.

Frank hands the mayor one and faces the crowd.

FRANK  
Hey, hey! Listen up! In honor of our candidate tomorrow, the Honorable Mayor Jenkins, a round of beers for everyone!

Explosion of CHEERS.

Eileen O'Banion, disguised in blond wig, fedora hat, glasses and long leather jacket, watches from a short distance away.

FRANK

The workin' stiff's of this town  
deserve to knock down a few after a  
hard day's work, and we're not  
gonna let Prohibition or nothin'  
else stand in the way, are we?

The crowd roars "no"!

FRANK

No one cares more 'bout the workin'  
man than my family. So we're  
buildin' that tower you've seen out  
there near the cemet'ry, which'll  
bring free power to the whole town.  
With a little luck, it should be  
online by the time you head out to  
vote tomorrow. So drink up, and  
remember to vote Jenkins. Barkeep,  
round a whiskies on the house!

Another eruption of CHEERS.

ROCKO, late 20s, a tough capo, reports quietly to Frank.

ROCKO

Still no word on that missin'  
truck.

Frank worried.

FRANK

I don't trust O'Banion. I'll feel  
better when this election's over  
and then we can show a little more  
muscle.

Eileen hoists herself onto the bar. Sits facing the crowd.  
Crosses her sensuous legs in fishnets.

The crowd's attention soon turns to her and her legs.

FRANK

Who is that dame?

She recrosses her legs. The crowd CHEERS.

ROCKO

Those legs are killer.

She loosens her jacket, shows some cleavage. Playing the  
crowd.

Takes off her hat...tosses it to the excited men.

Then her glasses.

ROCKO

Jesus.

Finally the wig.

FRANK

Eileen!

Gangsters reach hands to pockets and coats, ready to draw.

EILEEN

Oh, come on boys, you wouldn't shoot a defenseless gal, would ya?

FRANK

Hardly defenseless with those gams.

EILEEN

I'm disappointed, Frank. I'd have thought the wax stiff in the box would be me, not my brother. Imagine the things you could do with it.

FRANK

Same temperature no doubt.

EILEEN

Oh, Frank, you know better.

Frank shakes his head, slight blush.

FRANK

What're you doing here, Eileen?

EILEEN

When this little truce is over, and they never last very long, many of these handsome boys are gonna die. I want them to get a good look at the angel of their death.

She reaches to her jacket, mischievous smile on her face.

Her hand pauses...gangsters pull their roscoes.

Finally her hand moves slowly, carefully into her jacket --

-- pulls out a wallet.

EILEEN

Barkeep, next round's on me. Relax, boys. There's a time to party...and a time to party.

She jumps from the bar.

MCCANN

I'm s-sorry Mr. Capone. I thought she was just another broad. You want her out?

FRANK

Bought a round didn't she? No. But a missing truck, an O'Banion in town. We need to be ready from now on.

ROCKO

You want me to call your brother?

FRANK

No! We can handle this.

A COMMOTION at the door.

McCann hurries over. Gangsters surround Frank.

As McCann reaches the door, it pushes open. Men with badges.

SPECIAL AGENT TED RILEY, 26, looks more like an accountant than a cop, leads a crew of four NERVOUS YOUNG AGENTS. No weapons displayed.

He stops for dramatic effect and scans the crowd.

Then heads straight to Frank.

SPECIAL AGENT TED

(slight southern accent)

Agent Ted Riley, United States Treasury. Here to serve you warning. Violations of Volstead will no longer be tolerated.

VOICE (O.S.)

Volstead?

SPECIAL AGENT TED

Prohibition.

The mayor tries to shrink back into the crowd.

FRANK  
These are hard working Joes.

SPECIAL AGENT TED  
These Joes are breaking the law!

Eileen circles Ted, who watches her warily.

EILEEN  
May I call you Teddy?

SPECIAL AGENT TED  
No, you may not.

EILEEN  
Teddy, have you considered that  
you've brought boys to do a man's  
job?

SPECIAL AGENT TED  
These men are trained agents of the  
federal government.

Eileen leans in close to the YOUNGEST of the agents. Whispers  
into his ear.

EILEEN  
Have you ever killed a man? What  
will you do when the lead flies and  
the blood begins to spill?

The apple pie faced agent flushes red.

SPECIAL AGENT TED  
Today is just a warning. Next time  
we'll have Chief Doyle and his men  
with us.

EILEEN  
Why Teddy, I do believe that's  
Doyle over there.

CHIEF DOYLE, 40s, whiskey in hand, shifts uncomfortably.

Ted turns crimson.

SPECIAL AGENT TED  
Tomorrow's the election. New mayor  
or not, thing's are gonna change  
'round here. Drink up. The screw's  
about to turn, mark my word.

**INT. RYAN'S CAR - DAY**

Ryan drives Carson in a two seater through the thick forest.

CARSON

I tried to lie about my age back  
during the war. To enlist.

Ryan shakes his head...about to admonish...thinks better of  
it.

RYAN

Mighta done the same, not knowing  
what I know now. Look, kid, you're  
my responsibility out here. Don't  
go getting yourself into nothing.

They ride in silence a moment.

CARSON

Did you bring a gun?

RYAN

No more guns for me.

Carson looks away, uncomfortable. Ryan notices.

RYAN

Jesus, you packed a heater, didn't  
you?

CARSON

I borrowed it.

RYAN

You ever use a gun?

CARSON

Figured you could show me.

RYAN

You figured wrong.

**LATER**

Ahead, a broken down car on the side of the road.

ANNA, 21, wholesome appeal, dressed in the latest fashion,  
almost like a kid dressing as an adult for the first time,  
sits frustrated on the hood.

They slow to a stop. Ryan rolls his window.

RYAN  
Trouble?

Anna jumps off the hood and walks to the passenger window.  
Looks them over. She's not bashful.

ANNA  
You boys heading to Cicero?

CARSON  
Sure are!

She runs to her car...Returns with a small suitcase.

Without invitation, she opens the passenger door, forces  
Carson over and climbs in.

ANNA  
Name's Anna. Anna Tesla.

Ryan and Carson exchange looks.

#### **LATER**

Ryan slows the car. Stares into the woods.

The BACK OF A TRUCK barely visible from the road.

He pulls over.

RYAN  
Stay here, both of you.

He leaves the car.

#### **EXT. WOODS - CONTINUOUS**

To his annoyance, Anna and Carson both follow him.

CARSON  
Accident?

RYAN  
More like just left here.

They check out the front. Nothing.

Move to the back...Open the doors.

Tony and Charlie lie dead on their back in the empty truck.

Anna GASPS. Carson wide eyed.

Ryan looks over the bodies.

RYAN  
Capone boys. Executed.

CARSON  
You know 'em?

RYAN  
Enough to know who they are.

Ryan slams the truck doors. Returns to the front...Looks for keys. No luck.

ANNA  
What're you gonna do?

RYAN  
Take 'em into town.

CARSON  
There's no keys?

Ryan ignores this.

ANNA  
I'll go with you.

RYAN  
Outta the question.

She hops in the passenger seat anyway, while Ryan pops the ignition with a jackknife.

Carson smiles at Ryan's annoyance.

**INT. TRUCK - LATER**

Ryan and Anna bump along the road. Anna plays with her stocking...glances to see if Ryan watches.

He does.

Caught, he turns back to the road.

RYAN  
I don't know many girls that can drive a car.

ANNA  
Why not? We can vote now can't we?



She pulls out a pack of cigarettes. Offers him one. He declines.

She lights the cigarette...chokes on it.

Ryan's turn to smile.

ANNA

Pretty soon won't be nothing we can't do for ourselves. You boys best get used to it cause we're what you call liberated now. Practically don't even need a man no more. Well, 'cepting for one thing, of course.

She blushes at her own words.

RYAN

Where were you coming from?

ANNA

New York.

RYAN

Guess I shoulda said running.

That hits home. And she doesn't like it.

ANNA

I don't wanna talk about it.

He softens.

RYAN

Guess everyone's running from something, one way or another.

ANNA

Running ain't so bad if you got someone to run with.

They share a quick glance, then he turns away.

RYAN

Good God!

ANNA

What?

He points.

A MONSTROUS WOODEN TOWER with a rounded mushroom top and a metallic spine center looms over the cemetery.

**EXT. CEMETERY - DUSK**

The truck approaches the tower in a downpour. GANGSTERS in trench coats guard the tower control building.

**INT. TRUCK - CONTINUOUS**

Ryan has warmed somewhat.

RYAN

Things were getting a little too hot last year, so the city started cracking down. The gangs worked out an arrangement, declared a truce. Meanwhile, Capone worked out a scheme to create a base outside the city, a place where they could control things.

ANNA

Cicero.

RYAN

Exactly. The Mayor, the cops...all Capone's.

ANNA

And my uncle?

RYAN

Al's always been a sucker for dreamers and dreams.

ANNA

Don't you have dreams?

A long silence.

RYAN

I'm done with dreams.

He avoids looking at her.

**EXT. TOWER BUILDING - MOMENTS LATER**

The truck pulls out front. Ryan lowers the window.

Rocko emerges from the station. Recognizes Ryan.

ROCKO

Hey, kid, what's goin' on?

RYAN  
Got Tony and some other guy in  
back. Found 'em off the road.

Rocko heads back to check out.

Ryan and Anna leave the truck. Take shelter in the building  
doorway, surrounded by Capone men.

Rocko returns with a scowl. Signals his men to take the  
truck.

ROCKO  
Those fellas were due early this  
morning.

RYAN  
So much for the truce.

ROCKO  
Afta this election there better not  
be any freakin' O'Banions between  
here and Chicago!

Brief pause while Rocko cools.

RYAN  
Rocko, this is Anna Tesla.

**INT. TOWER BUILDING - CONTROL ROOM - DAY**

Control panels, spools of cable, transformers. A spine of  
conduit descends from the tower to heavy coils.

WORKERS scurry about. A handful of GANGSTERS mill around.

TESLA, 68, pallid, gaunt, disheveled, the original mad  
scientist, hurries and makes adjustments, issues orders.

Frank notices Ryan and heads over.

FRANK  
Ah, the prodigal son.

RYAN  
I'm here for the Herald, Frank.  
They want a story on the tower.

Frank eyes Anna.

FRANK  
Glad to see you're moving on.

Ryan made uncomfortable.

RYAN  
This is Anna, the inventor's niece.

The old inventor hurries over. She rushes to meet.

TESLA  
Anna?

She hugs the frail old man carefully. He's happy to see her, but does not like to be touched.

ANNA  
Uncle, it's so good to see you!

TESLA  
You've become a woman.

ANNA  
And *you* are not eating enough!

TESLA  
What we'll do here will change the world. We're about to power up for the first time!

While Tesla makes final preparations, Frank takes Ryan aside.

FRANK  
Did ya see anything else on the road where you found 'em?

Ryan shakes his head.

RYAN  
Those boys were each plugged with a single slug. I don't know many that can shoot like that.

Frank sizes Ryan up, studies him close for reaction.

FRANK  
You can shoot like that.

Ryan defensive...

RYAN  
I don't carry a piece anymore.

Frank remains suspicious.

RYAN  
You got somethin' you wanna say,  
say it.

Frank softens.

FRANK  
Things could get real ugly soon.  
It'd be good to have you with us.

RYAN  
I'm out. I fight with pencil and  
paper now.

TESLA (O.S.)  
Gentlemen, it's time to begin!

Carson enters quietly, follows Ryan over to Tesla.

RYAN  
Mr. Tesla, we're with the Herald.  
Do you mind explaining what we're  
seeing?

Carson takes out a small notebook and pencil.

TESLA  
Fifty miles above us lies an  
infinite source of energy called  
the ionosphere, a shell of  
electrons and charged particles  
that surrounds the Earth. For the  
first time, we're about to tap into  
it.

The excited man turns a dial.

TESLA  
This tower will fire man made  
lightning high into the sky,  
establishing a connection to  
ground.

TURBINES REV UP, deafening.

TESLA  
Electrons will flow down, power the  
generators that spin the turbines,  
and produce electricity!

Tesla stands before a large switch.

TESLA

This first test will be at two percent. If we succeed, the world will never again be the same!

He pulls the switch. Engines ROAR. Electricity POPS.

**EXT. TOWER - CONTINUOUS**

A curtain of rain from the black sky...a WHITE BOLT shoots up the tower into the night.

Blue light fires down from the sky along the path of the bolt...striking the building and bathing it in blue.

**INT. TOWER BUILDING - GARAGE - CONTINUOUS**

BLUE STREAKS spider the walls, the floor. A light fixture explodes on the ceiling, showering the room with sparks.

The spidering current reaches the vehicles...strikes the truck holding the bodies.

INSERT: the corpses of Tony and Charlie jolt with blue electricity.

**INT. TOWER BUILDING - CONTROL ROOM - CONTINUOUS**

Lights flicker. Blue streaks spider the room.

Ryan observes Anna glowing faint blue...touches her arm. A spark jumps to his finger and she smiles.

Tesla adjusts a dial...lights return to normal.

TESLA

Yes! Finally!

FRANK

Did it work?

TESLA

Of course. I must run some tests, but we will gradually increase the power. Soon we shall make electricity!

**INT. TOWER BUILDING - GARAGE - CONTINUOUS**

Everything quiet and normal.

The hijacked truck shakes. Shakes violently.  
POUNDING from the inside.

**INT. TOWER BUILDING - CONTROL ROOM - CONTINUOUS**

Tesla exultant. Frank turns to Ryan.

FRANK  
See? We're the *good* bad guys.

RYAN  
You know why I left.

FRANK  
Death is a natural part of life,  
kid.

RYAN  
There was nothing natural about her  
death. She died because of the way  
I lived.

His eyes make brief contact with Anna's, who can't hear over  
the noise. She smiles.

A door kicks open from the garage. GASPS. In walks Tony, face  
drained, a bullet hole near his heart.

FRANK  
Jesus H.

ROCKO  
Impossible. I checked him out  
myself.

FRANK  
Tony? How ya feeling?

Tony stretches and cracks his neck in an unnatural way.

A grotesque smile forms. He opens his mouth to speak...chokes  
on air.

Anna clings to Ryan.

ROCKO  
His arms, his legs!

Tony's wrists extend from his coat as though it's a couple  
sizes too small. Same with his pants. The limbs extend more  
as everyone watches. The neck stretches obscenely.

FRANK  
Don't just stand there, someone  
help him!

SAL, early 20s, steps cautiously toward Tony.

With impossible speed, Tony closes the gap...latches onto to  
Sal's neck with his teeth.

Blood spraying, Sal struggles and screams while Tony chews.

Stunned gangsters draw guns but freeze, unsure.

FRANK  
Shoot the fucker!

A hail of bullets, pistols and Tommy Guns. Ripping Tony, and  
poor Sal, but he's done for anyway, his neck shredded.

Tony continues to gnaw unaffected by the shots.

Frank pulls out a pistol...hurries over...empties his rounds  
into Tony's head at point blank.

Tony drops dead to the floor. Dead again, that is.

Sal drops next to him in his death throes.

FRANK  
Someone take care of the kid.

A couple of gangsters reluctantly tend to the dying man.

ROCKO  
Frank, I'm telling ya --

FRANK  
Check on Charlie.

Rocko runs to the garage.

Frank turns to Ryan, an accusatory stare.

FRANK  
What the fuck's goin' on here?

Ryan shakes his head.

RYAN  
I saw stuff in the war, with the  
mustard and all, but never...



FRANK  
Gotta be O'Banion. Put some kinda  
bug on those boys.

Frank leans in close to Ryan. Accusing.

FRANK  
All he needed was someone to bring  
'em here.

Ryan absorbs the stare without reaction.

Rocko runs back in.

ROCKO  
He's gone. No sign of him.

**INT. RYAN'S CAR - NIGHT**

Ryan drives Carson and Anna. They pull out from the tower and head into town. Rain stopped...distant lightning from the receding storm.

A ray of white light extends from the sky to the tower.

ANNA  
What just happened in there?!  
Shouldn't someone call the police?

Carson looks to Ryan for a reply. Ryan remains silent, so Carson follows his example.

ANNA  
'cause this kinda thing doesn't  
happen back east. Where I'm from,  
dead guys stay dead, pretty sure I  
wouda heard about it if they  
didn't.

Still no response.

ANNA  
Nothin' to say, boys?

RYAN  
Maybe we should put you on a train  
back to New York.

ANNA  
Why? 'cause you're afraid of me?

RYAN  
No, because this town is no place  
for a dame like you.

Carson uncomfortable in between.

ANNA  
I've seen the way you look at me. I  
know when a man's afraid, all those  
feelings bubbling up...confusing  
him, scaring him, making everything  
all...complicated.

RYAN  
You know about as much about men as  
you do cars and cigarettes.

ANNA  
And just what do you know about  
women? Not a thing is my guess.  
Prob'ly nothin' at all. Prob'ly why  
you ain't married.

Ryan hits the breaks. Gets out of the car.

RYAN  
I'll see you at the hotel.

He SLAMS the door.

Carson slides into the drivers seat. Caught where he doesn't  
want to be. Pulls the car onto the road.

Anna looks like she's been slapped in the face.

ANNA  
I didn't mean...

Carson drives silently a moment. She pouts.

CARSON  
His fiance died in a gang hit.  
Blames himself.

ANNA  
Stop the car! Let me out!

Carson hits the breaks. She jumps out.

# **EXT. ROAD - MOMENTS LATER**

Ryan on a side road. Anna catches him from behind. He frowns  
when he sees her, keeps up his fast pace.

ANNA  
Look, I wanna apologize.

RYAN  
No need.

She struggles to keep pace.

ANNA  
Sometimes, it's just when I got  
nothin' to say, I say too much. You  
know what I'm sayin'?

No response.

A CAR WITH TINTED WINDOWS slows as it passes them. Ryan eyes  
it suspiciously.

ANNA  
You know, this could be kinda one  
of those moments, 'cause you don't  
say much. Which makes me think I  
gotta say something. And if I got  
nothing to say...

He says nothing. They keep walking.

ANNA  
If you put me on a train, you'd  
never see me again. You got nothing  
to say about that?

He says nothing. They approach an underpass, where the road  
travels under a train bridge. Dark, isolated, the kind of  
place you don't want to be if you're in a story with zombies.

Ryan slows his pace, alert to danger.

She grabs his arm. Turns him towards her.

ANNA  
You're right, I ran away. I was set  
to be married. My father arranged  
it to an investment broker. It was  
a business arrangement.  
(beat)  
I want my life to be more than just  
an arrangement.

Vulnerable, she holds his arm.

He takes her hand. Drawn into her eyes. His hardness softens.

FOOTSTEPS. Someone comes.

GANGSTERS. Three coming from the front, led by Jack, O'Banion's capo, and two from behind.

JACK  
I thought that was you, Ryan. I knew you couldn't stay outta things for long.

RYAN  
I'm out. Just here to cover the tower opening for the Herald. I'm out for good.

JACK  
So you ain't packin' then?

Ryan says nothing.

JACK  
Word is you swore off ever usin' a roscoe again.

The gangsters surround them.

JACK  
You expect me to believe you're gonna stay out of it when the shit hits the fan? You expect me to take that chance?

RYAN  
I expect you to think it through. Play the percentage. Maybe I'm telling the truth about being out, maybe not. Maybe I'm carrying. Maybe I ain't. Maybe I'm the kinda guy who'd walk a gal through a town of gangsters knowin' I can't protect her. Or maybe I'm not. You better decide quick, 'cause one thing I know...these past couple years, I ain't been saying much, but I've been in a real foul mood.

A nervous gangster speaks up, gives his two cents.

NERVOUS GANGSTER  
Says he's out, Jack. Just a newshank now. Man should have a right to get out.

Jack glares at Ryan.

JACK  
You better be out, Ryan. I'd hate  
to see another accident.

Jack gestures toward Anna.

Then signals to a car waiting outside the underpass.

It speeds over and picks up the gangsters.

Ryan leads Anna out of the underpass in a hurry.

RYAN  
We get to the hotel, I don't wanna  
see you again. You understand? I  
don't want you near me.

ANNA  
Ryan...

RYAN  
End of discussion. There's nothing  
more to say.

**EXT. CICERO - SIDE STREET - NIGHT**

Hard rain pelts down on a dark street.

Charlie staggers along. Obscenely tall, limbs extended,  
tattered clothes, grotesque. That's right, a zombie!!

**INT. HOTEL CICERO - LOBBY - NIGHT**

Carson slumps in a chair, luggage on the floor.

Ted fills out paperwork at the desk.

Ryan and Anna enter, not speaking to each other.

Carson meets them with the luggage. Ryan addresses the clerk.

RYAN  
Miss Tesla here would like a room,  
and I need a double billed to the  
Chicago Herald.

Ted looks up at mention of the Herald. Holds out his hand.

TED  
Herald, huh? Special Agent Ted  
Riley, U.S. Treasury.

Ryan shakes his hand.

TED  
Here to cover the election?

RYAN  
The tower opening.

TED  
Ah, yes. And the lovely young lady,  
the inventor's daughter?

ANNA  
Niece.

He takes her hand a moment. Kisses it. Turns back to Ryan.

TED  
Well, Mr....?

RYAN  
Murphy. Ryan Murphy.

TED  
Mr. Murphy, you might be interested  
in some of the work I have planned.  
Do you have a photographer?

Ryan nods to Carson, struggling with the baggage.

TED  
I'll send one of my men if  
something's about to break.

Ted moves to the elevator. Waits.

DING. The elevator opens. Eileen emerges, a 20's fashion  
statement from head to toe.

EILEEN  
Why, Teddy, I do hope it's not  
already past your bed time?

TED  
I don't believe I caught your name?

She leans in and whispers.

EILEEN  
I suppose you'll have to  
interrogate me, then, won't you?

Red faced, Ted leaves in the elevator.

Eileen notices Ryan.

EILEEN  
This town is just full of  
surprises!

Ryan remains cool.

RYAN  
Eileen.

EILEEN  
I thought you'd left the game?

RYAN  
I'm with the Herald now.

EILEEN  
One can't really leave the game  
once they've joined it. Surely you  
understand that?

RYAN  
Only thing carrying iron ever did  
for me was put people I care about  
in a coffin.

EILEEN  
Sweet natured Ryan. Bullets aren't  
the problem. It's the caring.

Eileen catches Anna sizing her up.

EILEEN  
She's lovely, I'll give you that.

RYAN  
Anna Tesla. We picked her up on the  
road. Anna, Eileen O'Banion.

ANNA  
Pleased to meet you.

EILEEN  
Are you now?

The women size each other up like gunfighters.

Carson eager to be introduced.

RYAN  
This is Carson. Works at the Herald  
with me.

EILEEN

Cute. Broke in a boy like him once,  
back when I was still in grade  
school making misery for the nuns.

Carson, in awe, blushes.

RYAN

What are you doing here, Eileen?  
Last thing this town needs is a  
war.

EILEEN

It could use some excitement, don't  
you think? Why don't you escort me  
to the cinema. I'll introduce you  
to the next mayor. Herald might be  
interested in a that kinda thing.

Anna can't contain her annoyance. After a quick glance at  
her, Ryan makes up his mind.

RYAN

Carson, meet us at the cinema when  
you're done with the luggage.

**INT. TOWER BUILDING - CONTROL ROOM - NIGHT**

Tesla scurries about tinkering, making adjustments. Frank  
watches two gangsters mop blood off the floor

Sal's corpse lies a short distance away covered by a blanket.

TESLA

Five percent. Soon, we will begin  
to produce electricity!

Rocko whispers to Frank.

ROCKO

The kid's brother was working the  
gin joint.

LOUIS, 20s, standard central casting gangster, hurries in.

LOUIS

Where is he?

Louis spots the covered body. Runs over.

Crouches before it...hesitant...finally uncovers the face.



LOUIS  
Who did this?

FRANK  
Tony. He was sick or somethin'.

Louis studies his dead brother. Fighting tears.

LOUIS  
Jesus, kid, what they do to ya?

Louis touches Sal's neck.

LOUIS  
All chewed up.

Sal opens his eyes wide.

LOUIS  
Holy Jesus, he's alive! Get a  
doctor!

Sal grunts, struggles to speak.

FRANK  
Louis...get away from there.

LOUIS  
You freakin' crazy?! Somebody give  
me a hand.

Frank grabs a Tommy Gun from one of his men.

LOUIS  
Kid, hang in there, it's Louis.

Sal tries to speak, a gurgling noise.

LOUIS  
What is it, kid?

Louis bends his ear to his brother.

FRANK  
No!

As Louis bends...Sal's neck extends unnaturally. He grabs his  
brother's head, pulls him in, bites hard into his neck.

Louis SCREAMS.

Frank moves quick. Fires his machine gun into Sal's head.

Other gangsters fire.

Louis pulled away, blood gushing from his neck.

Gangsters rain lead on Sal's corpse...Louis placed against a wall to die.

TESLA  
Contagion of some kind.

FRANK  
Get 'em all out back and bury 'em.  
This stops here.

ROCKO  
What about Charlie?

FRANK  
You see 'em, shoot 'em in the  
freakin' head.

**EXT. WHORE HOUSE - NIGHT**

A WIRY GANGSTER shelters from the wind and rain in the doorway. Lights a cigarette.

Looks up to see the SHADOW OUTLINE of a very tall man lumbering toward him on the sidewalk.

Alarmed, he reaches into his jacket for his gun.

WIRY GANGSTER  
Hey, fella.

The man keeps coming.

The gangster horrified...cigarette drops from his lips.

Giant, monstrous Charlie emerges from the shadows.

The gangster finally pulls his pistol...too slow.

Charlie springs, superhuman speed, before the gangster can fire...SCREAMS stifled by wind and rain.

**INT. TOWER BUILDING - CONTROL ROOM - NIGHT**

Tesla excited.

TESLA  
Ten percent! We are adding  
electricity to the grid!

**EXT. CEMETERY - CONTINUOUS**

MARCUS and ANTHONY, stock gangsters, fill a freshly dug hole. Behind them, the beam from the tower to the sky brightens.

MARCUS  
Poor bastards.

Anthony reads a tombstone.

ANTHONY  
'As you are, so was I, now before  
you do I lie.' I didn't know the  
dead had a sense of humor.

CLOSE UP: unseen by the gangsters, the ground near a tombstone moves. Something stirring.

**INT. WHORE HOUSE - NIGHT**

Old furniture, very dim lighting. MADAME GWEN, 30s, smokes a long cigarette. Two younger PROSTITUTES lounge on a couch, breasts exposed.

GWEN  
This horrible weather is just  
killing us.

The door kicks open. WIND and DOWNPOUR...zombie Charlie ducks under the frame to enter...Eyes the women...Flesh dripping from his mouth.

SCREAMS fill the night.

**EXT. CICERO - MAIN ST. - NIGHT**

Ryan holds an umbrella over Eileen as they move through the dismal night.

EILEEN  
We look just about like a normal  
couple now, don't we?

He LAUGHS.

RYAN  
We can pretend.

EILEEN  
Everybody's gotta pretend  
something. That's what it's all  
about.

(MORE)

EILEEN (CONT'D)

The trick's to forget you're  
pretending, then sooner or later  
you're not pretending no more.

They walk in silence a moment. Two CRUISERS race silently up  
the street, lights flashing.

EILEEN

You gonna pretend you don't care  
about that Tesla gal?

He thinks about it.

RYAN

The real trick's to forget you  
care. Then sooner or later you  
don't.

They reach the door to their destination: the cinema. She  
stops and faces him.

EILEEN

You know what the difference is  
between you and me? I killed myself  
a long time ago, and I spend every  
day tryin' to prove to myself that  
some part of me's still alive. You,  
on the other hand, never quite  
succeeded in killin' yourself, and  
you spend every day tryin' to prove  
to yourself you're really dead.

She leads him into the --

**INT. CINEMA - LOBBY - CONTINUOUS**

An USHER turns away a couple entering just before Carson and  
Eileen.

USHER

I'm sorry, we're closed to the  
public.

The couple turns and leaves. The usher smiles at Eileen.

USHER

Miss O'Banion, good evening, please  
come in.

She ignores an inquiring look from Ryan. Leads him to the  
screen room entrance.

A silent picture...live organ music.

LAUGHTER from the crowd.

### SCREEN ROOM

O'Banion GANGSTERS mill around the entrance. Nod to Eileen.

About twenty five in the theater seats, mostly GANGSTERS.  
Ryan and several of them eye each other in wary recognition.

Dion sits in the middle, absorbed in the film.

EILEEN

(whispers)

Did you think we'd let you guys  
take Cicero all to yourselves?

Eileen leads them to a row of seats right behind O'Banion.

Ryan stares daggers at Dion, who sits oblivious.

Next to Dion, MAYORAL CANDIDATE, 40s, in formal wear. He  
laughs with Dion at the film.

EILEEN

That's the next mayor. Capone has  
no idea. You really are on the  
wrong side.

RYAN

I'm on no side.

The movie comes to an end. VIGOROUS APPLAUSE.

Dion's smile evaporates as he turns and sees Ryan. He forces  
himself to regain an uneasy composure.

DION

Well, well, Rifle Ryan Murphy,  
fastest gun in Chicago.

(glance at Eileen)

Sorry, second fastest.

RYAN

I don't carry anymore. Otherwise  
I'd be tempted.

DION

I understand how you feel. Her  
death was a terrible tragedy.  
Certainly not something anyone  
intended.

RYAN  
Bombs don't aim, O'Banion.

DION  
No, they do not. But the dead don't talk. She just got in the way. That's the past, what brings you here...besides my unwise sister?

RYAN  
The Tesla project. And the election, I suppose.

DION  
Ah! That's right. You're a newshank now. Well, by tomorrow night, this town'll be in our hands.

Ryan perplexed.

RYAN  
Capone's got most of the chips, far as I can see. Free 'lectricity, booze money, a good head start. Where you gonna get the votes?

DION  
The way we always have, the Chicago way. Let's just say tomorrow the voices of the dead shall be heard!

**EXT. CEMETERY - NIGHT**

A DECAYED HAND reaches up from the ground...dirt shifting all around it...A HEAD emerges, decayed and eyeless.

A shovel WHACKS the head. CRUNCH.

Another rotten hand reaches from the ground. Marcus WHACKS the head over and over.

MARCUS  
Jesus, Anthony, get over here!

Marcus digs the shovel into the neck of the partially severed head. Separates it from the body. Its movement finally stops.

MARCUS  
Anthony! You won't freakin'...

A BONY HAND punches through Marcus's stomach, palm up. Marcus looks down at the hand, reaching toward his face.

He drops the shovel...Weakly clutches at the clawing hand.  
Blood spilling from his mouth.

We pan back: A SEVEN FOOT CORPSE, mostly skeleton, holding  
Marcus, chewing on his head with deformed jaws.

**INT. WHORE HOUSE - NIGHT**

SERGEANT FOX examines the body of Madame Gwen...ribs  
protruding from a huge cavity, a cheek gnawed through.

SERGEANT FOX  
Chirst, somethin's been eatin' this  
one.

Blood stains the floor, walls, overturned couches.

OFFICER MACY, 20s, pale, descends the stairway.

OFFICER MACY  
Sarge, there's more upstairs.

Fox looks up. A DEAD WHORE appears at the top of the stairs  
behind Macy, her neck chewed through...the spinal cord  
holding the head like an apple on a stick.

SERGEANT FOX  
Macy!

**INT. CINCEMA - SCREEN ROOM - NIGHT**

A short film. Subdued organ music. Quiet conversations as  
people await the next feature.

Eileen places her arm on Ryan's.

EILEEN  
If it came down to it, you think  
you'd be fast enough?

Ryan doesn't reply.

EILEEN  
The Celts believed that when you  
killed a man in battle, his soul  
joined with yours, added to your  
strength.

RYAN  
The dead stay with you, but they  
don't make you stronger.

EILEEN

My brother, years ago, wanted me to seduce you, bring you to our side.

He says nothing.

EILEEN

Now that you don't have a side...

COMMOTION at the entrance. Gangsters reach for weapons.

Dion raises a hand. The organ stops, the film continues.

Agent Ted enters, trailed by Chief Doyle, two COPS, and Ted's agents. Ted appraises the room for dramatic effect.

DION

What's the meaning of this?!

Ted notices Ryan.

SPECIAL AGENT TED

Camera?

Ryan shakes his head. Ted disappointed. He walks to the front of the theater.

SPECIAL AGENT TED

What you men'll learn is that there's no bigger gang than the federal government of these United States.

DION

What laws are we breaking? We're watching a picture with a candidate we've legally backed with our resources.

SPECIAL AGENT TED

Resources obtained with various illegal activities.

DION

I'm a legitimate businessman.

SPECIAL AGENT TED

There are laws in this town against carrying a concealed --

DION

I have no weapon.



SPECIAL AGENT TED  
I want every man searched.

BANGING on the emergency door. POP. A gunshot.

SPECIAL AGENT TED  
Check that out.

The local cops remain still. Two agents head for the emergency door.

RYAN  
(whispers to Dion)  
You have a man on that door?

Dion nods.

RYAN  
Agent Riley, I'd be careful about opening that door.

The agents hesitate. Ted changes their orders.

SPECIAL AGENT TED  
Go 'round outside, let us know when you get there.

The agents run back through the main entrance.

SPECIAL AGENT TED  
I didn't know this was a press event.

RYAN  
I follow the news where it takes me.

Eileen gets up. Saunters to the front.

SPECIAL AGENT TED  
Sit down.

She ignores him. Walks up close to him.

EILEEN  
Why, Teddy, I was hoping you might frisk me yourself.

Ted fumes. Eileen whispers when she reaches him.

EILEEN  
It's in the air. Can't you feel it?

SPECIAL AGENT TED  
Feel what?

EILEEN  
Death.

LOUD RAP at the emergency door. Eileen heads for it. Ted follows meekly, Doyle and the others right behind.

Dion and Ryan, several gangsters, hurry down.

Eileen opens the door. Is met by one of the agents.

AGENT  
Got a body out here.

**EXT. CINEMA - CONTINUOUS**

They push out to find an O'Banion GANGSTER severed in half.

DION  
Capone!

Ted and his agents are shaken.

SPECIAL AGENT TED  
I want Frank Capone arrested.

Doyle nods reluctantly. Ryan examines the corpse.

RYAN  
You don't know who did this. It looks like something chewed right through him. An animal, maybe.

SPECIAL AGENT TED  
You a reporter or a lawyer?

RYAN  
You need more evidence than a corpse.

SPECIAL AGENT TED  
You want a page one, be at the tower station in fifteen minutes.

Carson arrives with his camera. Stares in awe at the body. At a nod from Ryan, he takes a picture of the corpse.

**INT. RYAN'S CAR - NIGHT**

Ryan drives Carson behind two cruisers and a limo.

CARSON  
I told her we'd meet up later for a  
late dinner. The three of us.

Ryan disapproves, says nothing. The tower looms ahead, white  
bolt stretching into the sky.

CARSON  
I know your fiance died. But you  
didn't.

No reaction, but Ryan listens. He listens.

**EXT. TOWER BUILDING - NIGHT**

FLASHING POLICE LIGHTS and SIRENS...Rocko emerges from the  
door, joining the guards.

Ryan parks...Runs with Carson to reach the action.

Carson hurries to get his camera ready. Ryan stops him.

RYAN  
No picture.

CARSON  
You sure?

Ryan stops him with a glare.

Ted confronts Rocko.

SPECIAL AGENT TED  
Stand aside.

ROCKO  
You have a warrant?

Ted pushing his way past Rocko when the door opens. Frank.

SPECIAL AGENT TED  
Frank Capone, you're under arrest  
for the murder of...

Ted looks at Doyle for help.

CHIEF DOYLE  
John Donovan.

SPECIAL AGENT TED  
John Donovan, found dead outside  
the cinema this evening.

FRANK  
I've been here all night.

SPECIAL AGENT TED  
Then you won't mind coming downtown  
for questioning. Chief Doyle, if  
you please, have him cuffed. Ryan,  
here's your page one.

RYAN  
I'll do ya a favor and skip the  
photo of your screw up.

SPECIAL AGENT TED  
It's your job!

RYAN  
You're arresting an innocent man.

Ted fumes as Doyle cuffs Frank. Gangsters stand around unsure  
what to do. Ryan takes Rocko aside.

RYAN  
O'Banion's in town. He's not behind  
this, but I wouldn't leave Frank in  
some little town jail guarded by a  
couple locals.

ROCKO  
What do you suggest?

RYAN  
The diner 'cross the street from  
the police station is still open.  
Put everyone in there, in cars  
outside. Lock this place up with a  
couple of your guys. And get the  
old man outta there. Looks like  
he's about to drop anyway. Let his  
niece take care of him.

ROCKO  
You think they'll attack the police  
station?

RYAN  
Your guys aren't doin' any good  
here. Get 'em in town just in case.

**EXT. CEMETERY - NIGHT**

The parade of cruisers and cars drives off in the distance,  
lights flashing. The tower beam shoots into the sky.

**INT. TOWER BUILDING - CONTROL ROOM - MOMENTS LATER**

COUPLE OF SOLDIER GANGSTERS armed with rifles smoke cigarettes near the closed door. Equipment HUMS behind them.

GANGSTER 1  
You seen Marcus?

GANGSTER 2  
Wasn't he diggin' graves with  
Anthony?

GANGSTER 1  
So where the fuck's Anthony?

BANG at the door. Gangster 2 moves to answer.

GABGSTER 1  
Rocko said don't open it for  
nobody.

Gangster 2 stops before the door.

GANGSTER 2  
Who the fuck is it?

No answer.

GANGSTER 1  
Ain't no way anyone's gettin' thru  
that thing. Four inch steel.

The windows are high up, too high to look in or out.

Something moves near one. Both gangsters look up.

An overgrown skeletal head appears in the window. Looks in.

GANGSTER 2  
Jesus freakin' Christmas!

Gangster 1 BLASTS out the window with his rifle. The head disappears. Wind and rain blow in.

A BEASTLY SCREAM pierces the night.

**EXT. TOWER BUILDING - CONTINUOUS**

Lighting flashes. Skeletal hands push out from the earth.

An impossibly giant, stooped SKELETAL BEAST feels along the building looking for a way in.

**INT. LEAD CRUISER - NIGHT - TRAVELING**

Chief Doyle, Frank, and Special Agent Ted driven by OFFICER BRETT, 20s.

FRANK  
You think you're making this town a better place?

Ted laughs loudly.

SPECIAL AGENT TED  
I don't give a rat's ass about this town. No more'n you do.

Suddenly someone bolts in front of the car...Collides with the grille...lands in the center of the road.

The cruiser SKIDS to a stop.

OFFICER BRETT  
Damn it, came outta nowhere!

Doyle and Brett exit...run to the victim, who lies writhing facedown on the ground.

SPECIAL AGENT TED  
Mother of Moses, that guy is huge.

FRANK  
That's no guy. That's a broad...or useta be. You gotta warn 'em!

Frank struggles with cuffed hands to open the door.

**EXT. ACCIDENT SCENE - CONTINUOUS**

Brett and Doyle roll the victim over...a snarling zombie, it's lower jaw completely missing.

With superhuman speed and strength, it grabs Brett by the head...cracks his neck open like a lobster claw...the spraying blood exciting the creature.

**INT. LEAD CRUISER - CONTINUOUS**

Frank tries to move Special Agent Ted to action.

FRANK  
You gotta shoot that thing in the head!

Ted remains stunned, frozen.

FRANK  
Get out there and help, damn it!

**EXT. ACCIDENT SCENE - CONTINUOUS**

The zombie holds Brett's limp body by his crushed neck. It drinks the blood which spits between its fingers.

Doyle fires several rounds at it.

The thing releases Brett...Standing and stretching to its towering height. Shaq's got nothing on this bitch.

The wide eyed Chief fires into its belly, knocking it back.

It recovers and comes at him.

Ted jumps out of the car. Aims at the zombie bitch. But he freezes in fear. The zombie looms over Doyle.

Machine Gun fire rakes the zombie, staggering it. Gangsters with Tommies.

FRANK  
Hit it in the head!

Frank has managed to get out of the cruiser.

Bullets explode the zombie bitch's head.

Ted and his agents watch in silent shock.

Ryan arrives with Carson. They stand with Frank.

FRANK  
Gotta shoot 'em in the head.

SPECIAL AGENT TED  
What in the Lord's name was that?

Carson shoots pictures with his camera.

SHRIEKS IN THE NIGHT. More ZOMBIES coming. One wears the tattered remains of a now too small police uniform.

RYAN  
Wanna stick around and ask those guys?

Frank grins at Special Agent Ted.

FRANK  
Your federal government got  
anything to say about stiff's coming  
back to life?

Ted remains stunned. It's hard to know if he's kidding.

SPECIAL AGENT TED  
I do believe you'd need a permit  
for that.

**INT. RYAN'S CAR - MOMENTS LATER**

They race behind the cruisers...FLASHING LIGHTS and  
SIRENS...passing ZOMBIES of various type and size. Carson  
watches in silent terror.

Ryan does a HARD TURN onto a side street, leaving the police  
convoy...Carson turns to him wide eyed.

RYAN  
The hotel. We gotta get to the  
hotel.

**INT. HOTEL CICERO - ANNA'S ROOM - NIGHT**

Anna stands before a mirror in makeup. Fashionable. She  
adjusts her hair, unsatisfied. Wants to get it perfect.

She takes a cigarette from her pack. Sniffs it with distaste.  
Lights it.

Draws smoke tentatively. Holds it in a moment. Coughs.

Puts it out.

Again she frets over her hair.

A LONG SCREAM from outside her window.

She opens the window to the dark, quiet street.

RUNNING FOOTSTEPS.

She watches the pitch black entrance to a small side street  
from her fourth floor perch.

A MAN runs from the side street. Turns the corner.

Runs by the hotel, face a mask of terror.



More FOOTSTEPS from the side street. Slower, heavier. A puddle splashes.

A HORRIBLE CREATURE. Remnants of flesh, protruding bones, a hideous and deformed head. Over nine feet tall.

The creature stops...looks straight at her.

She GASPS...withdraws from the window...turns off the light. Shit!

Fighting panic. Deep breaths.

A FEMALE SCREAM from outside.

The building shakes...SHATTERING GLASS.

She peeks out the window. More ZOMBIES on the street.

**INT. CINEMA - SHOWROOM - NIGHT**

O'Banion gangsters mill around, the film playing quietly in the background.

On the stage, the HALVES OF DONOVAN, covered by a blanket.

Dion and Jack strategize.

DION

If we strike now, with Frank in jail, they won't recover. And the voters'll blame the violence on them.

JACK

We should hit the speak while they're off balance.

EILEEN

You did promise me a party.

Dion smiles.

JACK

I'll get the boys ready.

Donovan's upper torso, behind them, crawls out from under the blanket. Looks around the room.

A gangster spots it. Points in alarm.

Jack pulls a pistol. Others follow suit.

DION  
Wait! Wait! Don't shoot!

Dion inspects Donovan up close.

DION  
Can you speak?

Donovan coughs up thick black fluid...tries to speak. An unnaturally long tongue licks phlegm from his lips.

DION  
Blink once if you understand me?

Donovan blinks once, with difficulty.

DION  
When you died, what did you see?

EILEEN  
Brother, now is not --

DION  
Did you see anything?! Blink twice for yes.

He blinks twice. Dion is pleased.

Donovan suddenly leaps toward Dion...monstrous jaws.

A GUNSHOT.

Donovan's torso wriggles on the floor, a hole in his head.

Smoke drifts from Eileen's revolver.

EILEEN  
Not a very reliable source on the afterlife, if you ask me.

Dion makes the sign of the cross over the torso.

DION  
Toss it.

Gangsters pick up the pieces of Donovan. Carry them to the emergency door on sheets.

When they open the door, a LARGE ZOMBIE attacks from the street...Picks a gangster up in the air...Bites into the his face.

Gangsters draw weapons. Open fire.

A hail of bullets blows the zombie out the door onto its back.

The wounded gangster, most of his face missing, struggles to breath.

The zombie rises, pushes through the door again...another hail of lead throws it back.

DION  
What in the name of hell...?

Jack fires a machine gun volley into the zombie's head, silencing it for good.

The wounded gangster, on his knees, still struggles.

Eileen fires a shot into his head.

DION  
Jesus!

EILEEN  
Woulda been no way to live,  
brother.

DION  
Throw him out with Donovan. I don't  
want any bodies in here.

GROWLS and HOWLS from the dead reach them from the open door.

DION  
I want every door closed and  
guarded.

**EXT. HOTEL CICERO - NIGHT**

Ryan's car skids to a stop in front.

Ryan and Carson jump out into the rain...hesitate before the shattered hotel door.

After a glance at Ryan, Carson withdraws his pistol. It's clear he's never handled a gun.

Ryan storms into --

**INT. HOTEL CICERO - LOBBY - CONTINUOUS**

-- followed by Carson. No sign of life.

The lights flicker. Furniture overturned. The CLERK lies still behind the counter.

CARSON

Dead?

RYAN

Can't count on death no more.

CARSON

Guess that just leaves taxes.

Ryan shakes his head at the joke.

The clerk starts to stir.

RYAN

Come on.

Ryan hurries to the door that leads to the stairs. It hangs on its hinge.

CARSON

What about the elevator?

RYAN

Don't trust the power. What room's she in?

CARSON

Four fifteen.

FOOTSTEPS...the stairwell...someone or something comes.

Ryan grabs a coat rack. Holds it before him.

The door BURSTS off its hinge...A ZOMBIE attacks...Ryan holds it off with the coat rack.

The strength of the zombie pushes Ryan back. Carson aims the pistol, unsure.

RYAN

Shoot it! Shoot it!

Carson squeezes the trigger. Nothing. He's perplexed.

RYAN

Safety! Safety!

The zombie tries to get around the coat rack.

Carson flicks the safety.

BANG. He blows out the front window.

Ryan still grappling with the zombie.

RYAN  
When your done screwin' around...

He FIRES again. The coat rack splinters in half...the zombie's momentum carries it past Ryan to the floor...Ryan examines the broken coat rack in his hand.

RYAN  
Seriously?

Carson shrugs.

The zombie recovers...charges Ryan...who holds it off with the coat rack stem.

The zombie gets a hand on Ryan's coat.

RYAN  
In the head! Get up close!

Carson edges in, hesitant.

Fires three shots into the head...the zombie drops, motionless.

Carson looks sheepishly at Ryan.

CARSON  
I told you to teach me.

The clerk continues to stir.

RYAN  
How much ammo you got?

CARSON  
Whatever's in the gun.

Lights flicker. The clerk struggles to stand on dead legs.

CARSON  
You take it.

He holds the pistol out...Ryan hesitates.

Finally he takes the weapon. Pops the magazine.

RYAN  
Eight rounds. Everyone has to count.

Ryan tosses Carson the remains of the coat rack with a smirk.

Enters the --

### **STAIRWELL**

Narrow, dim. They climb.

A zombie ambles down the stairs.

Ryan fires a single shot...blowing a hole below its ear.

It falls past them, convulsing at the bottom of the stairs.

CARSON

Least you didn't forget how.

RYAN

Turns out forgetting's not  
somethin' I'm very good at.

They make their way to the fourth floor.

Open the door to the hallway carefully...empty.

### **HALLWAY**

A glance at the first door. "401"

CARSON

It's around the corner.

Ahead, a MAN'S LEGS lie on the floor, the rest of his body  
invisible around the corner. The legs twitch.

Ryan and Carson jog the hallway...hesitate at the corner.  
Round it carefully.

The legs belong to a man on his back. A ZOMBIE CHILD devours  
the innards of the man, head fully immersed in the torso.

RYAN

Come on.

Ryan ignores the child, leads past it.

As Carson passes, the child withdraws its head...looks up,  
intestine dripping from its face.

Carson freezes in horror.

The zombie child leaps at him, snarling and clawing.

CARSON  
Get it off!

Little jaws extend toward Carson's neck.

A SHOT blows through its mouth, exploding brain out the back of its head.

Carson throws the lifeless thing on the ground.

RYAN  
Sorry. It seemed busy enough with  
dinner.

Carson wide eyed.

Ryan turns...running past shattered doors, their worry grows.

415. The door's been forced.

#### **ROOM 415**

On the floor near the window, the bent corpse of a  
FEMALE...facedown, ribs protruding.

Ryan stops well short.

RYAN  
God damn it!

He pounds the dresser. Carson unsure what to do.

Ryan struggles to compose himself, expression turning dark.

CARSON  
We shouldn't leave her to become  
one of them.

Pistol ready, Ryan moves to the corpse...gently turns the  
body.

An OLDER WOMAN. Not Anna. Ryan stands.

RYAN  
Four fifteen?!

CARSON  
Maybe sixteen?

They run to the --

**HALLWAY**

Two ZOMBIES charge...Ryan silences each with a lethal shot.

CARSON  
Four shots left.

They try 416. Locked.

Ryan SLAMS it with his shoulder. Again. It opens.

**ROOM 416**

Empty. Rain blows through the open window.

Ryan looks at her empty luggage bag on the floor.

RYAN  
She left in a hurry.

They head for the window. Look down on the street.

Ryan sticks his head out. Looks up toward the roof.

**EXT. HOTEL CICERO - FIRE ESCAPE - (A LITTLE EARLIER)**

Anna lowers herself from the window to the fire escape.

Runs to the steel stairs...descends.

DISTANT SCREAMS.

She reaches the bottom level...cranks a wheel to lower the stairs to the street.

The GIANT SKELETAL ZOMBIE emerges from an alley adjacent to the hotel...eye to eye...she GASPS.

It GROWLS, a hungry, painful noise.

She runs back up the fire escape...a BONY HAND claws at her...fingers just missing her legs.

Races to the --

**ROOF**

She runs to the center, away from the edges. Stops to catch her breath. Fighting panic.

She sneaks back the edge and peeks over.



The giant zombie climbs the outside of the fire escape, already halfway to the roof.

Full panic now. Hyperventilating.

She runs to the side overlooking the alley.

Another fire escape, adjacent to a fire escape on the neighboring building.

She heads down --

#### **THE FIRE ESCAPE**

-- crosses over to the next building's fire escape.

Descends.

A FIERCE GROWL from above. The zombie looks down at her from the hotel roof.

A SMALL DOOR half way down...hard push, and it opens.

#### **INT. WAREHOUSE - CONTINUOUS**

Stacks of crates and boxes. Light from dim bulbs. She runs.

Looking for a way out.

A GROWL behind her.

She looks back. The giant creature struggling to get through the small door.

She reaches a stairwell door. Pushes through.

#### **STAIRWELL**

Barely lit stairs. She runs down.

Reaches the bottom. Grabs the doorknob. Locked.

Shakes it desperately. Nothing.

Hits it with her shoulder. No budge.

She turns, starts back up.

HEAVY FOOTSTEPS. It comes.

Trapped, she runs back down to the door. SLAMS with desperate might. Again. No avail.

She turns to face it. Bent, the creature fills the stairwell.

It comes, driven by rage and hunger.

As it reaches her...BANG. A shot from behind blows part of its head off. The zombie tries to turn.

Another SHOT almost severs the creature's head at the base. It crumbles down the stairs in a heap.

She screams...climbs over the corpse up the stairs to Ryan and Carson. Into Ryan's arms.

He embraces her tightly a moment. Examines her to make sure she's ok.

Then cools and nudges her away.

RYAN

Let's go.

Anna confused by the coolness. Carson shrugs.

Ryan heads down the stairs. Steps over the dead zombie.

SLAMS the door. Doesn't budge. He kicks it open.

They step into the alley.

SCREAMS haunt the night.

RYAN

The car's around the corner. Only two slugs left.

They run for it.

Reach the car. Zombies prowl the street.

#### **INT. RYAN'S CAR - CONTINUOUS**

Ryan behind the wheel. Anna between he and Carson.

The engine won't turn. Agitated zombies move in.

ANNA

You put gas in it?

He doesn't reply. Keeps trying to start the engine.

ANNA

'Cause that would really be  
unfortunate if you didn't put  
enough gas.

He ignores. Keeps trying. Nothing.

ANNA

I mean it happens. I understand,  
really. Been there, done that. It  
happens. I'm not being critical,  
really I'm --

RYAN

I put gas in, I put in gas, there's  
plenty of damn gas!

He keeps trying. It almost turns. But no.

SPIDER ZOMBIE, missing a leg...walking like a three legged  
spider using his arms and leg...closes in.

ANNA

Shouldn't we be freaking out now?  
Would that be appropriate? I think  
we should be freaking out.

Carson rolls the window. Pokes his head out, looks down.

CARSON

There's no gas.

A questioning look from Ryan.

INSERT: a bullet hole in the side...gas puddle below.

CARSON

I told you to teach me how to  
shoot!

Spider zombie climbs the hood.

## **OUTSIDE**

Ryan jumps out. Shoots it in the head.

RYAN

Come on, let's go!

Carson and Anna exit...run behind Ryan down the street.

They turn a narrow side street to avoid zombies.

Run hard.

A zombie that moves on all fours reaches from an alley...latches on to Anna by the coat.

She SCREAMS.

Ryan shoots it in the head...splattering zombie brains all over Anna. She throws the dead zombie down in disgust.

Wipes zombie flesh from her cheek. An accusatory look.

ANNA

You meant to do that.

Zombies appear ahead and behind. Trapped.

Ryan kicks in a shop door. They run inside --

**INT. SPORTING GOOD STORE - CONTINUOUS**

Ryan SLAMS the door. He and Carson move a case in front to block it.

Ryan hands Carson the pistol.

RYAN

Outta lead.

Zombies POUND at the door. The building shutters.

Ryan searches the room.

Grabs a couple baseball bats...hands Carson one.

RYAN

You any good?

CARSON

At keeping score and taunting the other team.

RYAN

Well, it's your big moment, goin' in the game, kid.

Carson takes the bat, a little unsure, but excited.

Ryan moves to the front door, which opens on the main street. Peeks out the window.

ANNA

Hey, I wanna play too.

Ryan glances at her.

RYAN  
Find a bat you can handle.

Zombies POUND at the back door. Punch holes in it.

Anna tries out a couple bats.

RYAN  
Ok, we gotta make a break for it.  
Here's the plan. Come look at this.

They join him at the window.

Across the street...a stopped TROLLEY CAR. It's been attacked, but is now vacant. Zombies roam around aimlessly.

ANNA  
Where's the driver?

RYAN  
Probably one of them now.

A large zombie lurks near the shop door.

RYAN  
We make quick work of that one,  
should be able to get to the  
trolley. We'll open the door, let  
him come, and you hit it on the  
body to distract it. I'll take off  
its head.

ANNA  
What about me?

RYAN  
You're the bait. Stand over there.

Ryan lines up on one side of the door. Indicates Carson to line the other.

Carson takes a practice swing, testing. Just a half swing. He's not comfortable.

CARSON  
Wait! Wait!

RYAN  
What is it?!

Zombies CRASHING through the door in back.

CARSON  
I'm a lefty...I think.

RYAN  
You think?

ANNA  
I can bat righty.

Ryan switches sides with Carson.

RYAN  
(to Anna)  
Just stay there. Be ready.

She assumes a kind of baseball stance with the bat.

Ryan kicks open the door.

The zombie hears it. Sees Anna. Comes.

Carson hits it in the abdomen...it turns toward him.

Anna hits it in the knee, causing it to drop to one leg.

Ryan whacks its head nearly off...enough to kill it.

ANNA  
Let's kill some more!

Ryan shakes his head...but smiles.

#### **EXT. MAIN STREET - CONTINUOUS**

They run to the trolley...drawing the attention of wandering ZOMBIES.

#### **INT. TROLLEY - CONTINUOUS**

They hurry onto the trolley...Ryan behind the wheel...driving the trolley forward while Carson closes the door.

Anna sits in the passenger seat behind Ryan.

A ZOMBIE comes at them on the tracks.

ANNA  
I knew you'd come for me, you know.

He ignores her.

SLAMS the trolley into the zombie.

It clings to the front window as the trolley accelerates.

ANNA

Why don't you just admit there's  
somethin' between us? Would it hurt  
to admit it?

The zombie climbs onto the roof...POUNDING on it.

Carson pokes the ceiling with the bat.

SMASH. The zombie punches in a window...reaches in with a  
decaying hand.

RYAN

Do you really need to provoke it?

CARSON

Sorry.

Carson hits it with the bat.

The zombie's GROWLING head coming through the window.

ANNA

How much further?

She swings her own bat, helping Carson fight it off.

RYAN

Almost there.

#### **EXT. POLICE STATION/DINER - CONTINUOUS**

The tiny police station wouldn't even be a precinct in  
Chicago. Two cruisers, lights flashing, and a small limo  
parked out front form a barricade...Ted's agents and a few  
cops man the fort.

Across the street at the diner...red neon in the  
window...gangsters line up behind their own cars...profiles  
of a few drinking coffee in the diner.

A ZOMBIE drags itself toward the barricade. The cops and the  
gangsters look at each other, daring each other to go first.

The cops fire first. Several hits on the zombie, but no head  
shot. It keeps coming.

A couple of Capone men walk into the street with Tommy Guns.  
Unleash a furious hail...exploding the creature's head.

They gloat triumphantly while the cops brood.

DING DING DING.

The trolley comes flying around the corner...a zombie on the roof...showered by sparks from above.

Cops and gangsters take aim. Rocko raises his hands to stop.

ROCKO  
Wait, wait til it's close enough,  
there's people on that thing!

The zombie reaches inside the trolley...passengers beat it with baseball bats.

Rocko signals to one of his SHARPSHOOTERS armed with a rifle.

The Sharpshooter fires...knocking the zombie off the trolley.

The cops and gangsters destroy it with a volley of lead.

The trolley comes to a stop. Ryan, Carson and Anna emerge.

Tesla in the police station doorway...Anna runs to him.

#### **INT. POLICE STATION - LOBBY - NIGHT**

Anna huddles with her uncle. Ted questions Ryan, who is busy loading bullets into pistols and revolvers.

Carson, loading his own weapon, watches Ryan for guidance.

Occasional shots of GUNFIRE outside.

TED  
Did you get a look at the rest of town? How many of these things --

RYAN  
They're everywhere. Anything that dies comes back. Folks praying for the Resurrection's gonna be sorely disappointed if this is it.

TED  
Phone lines are down, likely because of the tower.

RYAN  
Why aren't the boys across the street lined up with your men? Makes no sense to divide forces.



TED  
Those men are gangsters, do you  
expect me to deputize 'em?

**INT. CINEMA - LOBBY - NIGHT**

Jack and Dion meet near the ticket counter.

Gangsters guard the entrance, the blown out windows.

JACK  
We can't keep this up forever.

DION  
We could with more ammo.

Eileen comes in the front door, big smile, gun smoking.

She places her guns down and reloads.

EILEEN  
Thanks, brother, haven't had this  
much fun since the Colisimo wars!

DION  
Anything for my little sister.

EILEEN  
You gonna be able to keep my irons  
loaded?

DION  
Working on that very thing.

JACK  
Capone's crew has plenty of ammo at  
that gin joint of a funeral parlor.

EILEEN  
I sure could go for a cocktail.

DION  
Get everyone ready. I want a  
careful plan of attack.

While Jack hurries off, Dion takes Eileen aside.

DION  
When the time is right, your pal  
Ryan needs to develop a case of  
lead poisoning. You do understand  
that?

She does not reply. This doesn't sit well with her.

DION

Night like this it's only a matter of time before he arms himself. And sure as the saints, he'll have a slug with my name on it.

She nods in reluctant agreement.

**INT. POLICE STATION - CELL ROOM - NIGHT**

Pouring rain blows softly through the barred window.

Frank, alone in the cell, faces Ryan.

FRANK

You know, Al wanted me to kill you once, back when you was still with us.

RYAN

He never trusted me 'cause I'm Irish.

FRANK

That ain't it at all. He trusted you, and he respected you. So did all the others...That was the problem.

RYAN

I never had any interest in running things, Frank.

FRANK

I know. But guys like my brother, they don't think the same as the rest of us. They think everyone's a rival. Sometimes even brothers.

RYAN

Uneasy lies the head.

FRANK

Machiavelli?

RYAN

An English Machiavelli.

FRANK

I told Al we couldn't kill you. I said you were family, like a brother.

RYAN

What'd he say?

FRANK

The fat son of bitch started bawlin'. Said no one better lay a hand on you.

Ryan walks over to the window...distant SCREAMS on the night.

FRANK

Look, kid, I understand why you left. A fella's gotta do what he gotta do. But don't close your heart. Not even Al's done that. Without a heart, we're no different than them things outside.

**INT. POLICE STATION - LOBBY - NIGHT**

Carson returns worried from outside. Anna stands with her uncle. Ted watches the battle from the doorway.

CARSON

Seems to be more and more of 'em.

ANNA

(to Tesla)

Any idea what's causing this?

TESLA

I have spent my life trying to bring light to the world. But the darkness jealously guards its domain.

Ryan enters from the cell room...Chief Doyle from outside.

CHIEF DOYLE

We don't store enough ammo for something like this.

SPECIAL AGENT TED

If your men could shoot straight!

RYAN

There's no reason to hold Frank anymore.

SPECIAL AGENT TED  
Law says I can hold 'em twenty four  
hours without charging, and I mean  
to hold him.

RYAN  
We need to bring everyone together,  
O'Banions, Capones, the badges.  
This is a war...we need an army.

SPECIAL AGENT TED  
Under whose command? Frank's?  
Yours? I don't think so.

THUMPS on the roof. Everyone looks up. Ryan runs outside.

**EXT. POLICE STATION - CONTINUOUS**

Gangsters from across the street point to the roof. Ryan runs  
to the middle of the road.

A giant SKELETAL ZOMBIE on the roof.

RYAN  
Damn.

He aims quick and fires. Blows the jaw off the creature.

It runs to the back of the building.

Ryan runs back inside.

**INT. POLICE STATION - LOBBY - CONTINUOUS**

The building shakes. Plaster rains down.

RYAN  
Get everyone out!

He leads Anna and Tesla to the door.

RYAN  
Carson, take 'em across to Frank's  
boys.

The creature above POUNDS on the roof. Beams splinter.

Ryan turns to Doyle.

RYAN  
Give me the cell keys. Get all your  
guys across the street.

The chief looks at Special Agent Ted.

RYAN  
Don't look at him, he's a  
bureaucrat with a piece of tin.  
This is war. Give me the damn keys.

Doyle hands over the keys. Runs outside.

Ryan turns toward the cell room

CLICK.

Ryan freezes. Turns to Ted, who holds his revolver on him.

RYAN  
You'd rather fight me than those  
things outside?

The building shakes and shatters. The zombie on the roof  
punches his way through.

SPECIAL AGENT TED  
I'm in charge here! All my life,  
fellas like you thinkin' you run  
things...boys laughin' at your  
jokes, gals swoonin' at your  
feet...I run things now.

RYAN  
That what this is about? You gonna  
shoot me in the back cause some  
Jane wouldn't dance with you in  
high school?

SPECIAL AGENT TED  
Shoot you in the back?

Ryan turns his back to him. Heads for the cell room.

Ted keeps his weapon trained on him.

#### **CELL ROOM**

Ryan hurries to unlock the cell. The building shakes.

FRANK  
These dead are really starting to  
freakin' piss me off.

Frank freed, they flee to the --

**LOBBY**

Ted still faces them, gun pointed down.

A SKELETAL FOOT crashes through. Chunks of ceiling fall.

It fights to get in...opening a hole in the ceiling...HIDEOUS  
FACE gazing down.

Ted fires at the zombie through the opening.

Ryan joins him...the monster's head explodes.

RYAN  
Nice shooting.

Ted pleased with himself.

They run outside.

**EXT. DINER - MOMENTS LATER**

Everyone gathers around the gangster cars. Anna tries for  
Ryan's attention, but he remains cool.

Frank accepts a pistol, keeping a wary eye on Ted.

FRANK  
Well, Agent Riley, what next?

Ted remains silent. He's lost command.

RYAN  
How many at McCann's?

ROCKO  
About six, plus maybe a few whores.

RYAN  
We move everyone there, find  
O'Banion and join forces.

FRANK  
Better off siding with the dead  
than those wrong numbers!

GUNSHOTS. A horde of zombies on the street.

RYAN  
Rocko, get the drivers. When we get  
to McCann's, circle the cars. Then  
I'll go get O'Banion.

**EXT. MCCANN'S FUNERAL PARLOR - NIGHT**

Gangsters guarding the entrance...scattered ZOMBIE CORPSES on the street.

Capone gang cars arrive...just as O'Banion cars come from the opposite direction.

They park facing each other.

Gangsters take up positions around the cars. The cops stay off to the side.

Ryan and Frank face the O'Banion men. Carson hurries to stand behind Ryan.

Ryan seizes Carson by the arm.

RYAN

Stay in the car with Anna and the old man. You remember the safety?

Carson looks at his gun.

CARSON

Yeah.

Carson runs to the car to protect the Teslas.

FRANK

Looks like we got here just in time.

RYAN

We can't waste the bullets on each other.

Eileen and Dion exit their car. Frank glares.

FRANK

Planning to end the truce, O'Banion?

DION

Merely in the market for a drink, Frank. Heard this was the only place open.

A ZOMBIE emerges from a dark alley...moves toward the car with Carson and the Teslas.

Carson rolls the window...fires at it

His errant shots fail to slow it.

Eileen fires...exploding the head of the zombie.  
One of Ted's panicky agents fires at the O'Banions.  
GUNFIRE erupts. Tommies, hand guns, rifles.  
Ryan tries to pull people back to the cars.  
Frank draws on Dion.  
Eileen fires two shots into his chest, dropping him.  
Dion ducks behind a car.  
Eileen dives for safety ahead of a hail of lead.  
Chief Doyle hit by machine gun spray.  
Men on both sides fall.  
Ryan clips several O'Banion men.  
Turns and kills two Zombies menacing behind the Capones.  
Carson suddenly by his side. Pistol awkward in his hand.

RYAN  
Get outta here, kid!

Machine gun fire drives them apart.

RYAN  
Get back to the cars!

Ryan drags Carson back...bullets peppering everywhere.  
Shots rake Carson in the back. He goes down.

RYAN  
No!

Ryan stands over him...pistols in each hand...blazing away.  
He hits everything that moves on the O'Banion line.  
Survivors hide behind the cars. The gunfire slows.

RYAN  
Cease fire! Cease fire!

Fury in his eyes. Terror at his wrath. Even Eileen cowers.



RYAN  
Anyone raises a gun and I will blow  
your freaking head off.

He eyes Eileen.

RYAN  
Don't even think about it, Eileen.  
O'Banion, order a cease fire.

Silence.

RYAN  
Do it, or so help me...

DION  
Cease fire.

Carson, pale, dying, struggles to speak.

Ryan crouches beside him. Takes his hand.

CARSON  
I was right there with you.

RYAN  
I knew you would be, kid.

CARSON  
Don't...don't let me become one of  
them things.

RYAN  
I promise.

Anna at his side now.

Carson smiles.

CARSON  
We saved her.

He breathes his last.

Ryan stands. She puts her arm around him. He pulls away.  
Nudges her in front of him, ushering her back to the cars.

He glances at the corpse of Frank on the way.

They reach the cars...he abruptly turns her around.

Rain soaks them as he looks into her eyes.

He pulls her to him...a passionate kiss.

He puts her in the car. Returns to the battle zone. Fire in his eyes...pistols in each hand.

RYAN

I declare a truce. Should any man,  
or woman, break it before this  
night is over, I'll end his life  
then and there. Understood?  
Tonight, our war is not with each  
other.

Wind, rain, silence.

RYAN

Eileen. Come here.

She looks at her brother. He shakes his head.

She ignores, rises...confidently approaches.

He looks her in the eye when she reaches him.

RYAN

One army.

She smiles.

EILEEN

One army.

She turns to face her gang.

EILEEN

Tonight, we kill only the dead.

SCREECHING TIRES. Two LIMOS riding hard.

They park near the Capone lines.

Two WELL DRESSED GANGSTERS emerge from the first limo.

From the second limo spills AL CAPONE, mid 30s, dapper and heavy, oozing authority.

He finds Rocko behind the cars.

AL CAPONE

What in hell is going on around  
here?

Dead gangsters and cops lie scattered on the street.

ZOMBIES run from the alley toward Al with superhuman speed.

Al's men open fire. Blow them back.

They recover...come on again.

Rocko's men shoot them in the head, ending the attack.

Al looks at Rocko for an answer.

ROCKO  
The dead've been...Al, Frank's  
dead.

Al spots Frank's body. Sees Eileen and Ryan.

He runs to Frank's corpse, his men right behind him.

He holds his brother and sobs.

Capone full of tears looks up at Ryan, now by his side.

RYAN  
These things are everywhere, Al. We  
need to work together.

SLOW MOVING ZOMBIES wandering closer.

Al stares daggers at Dion, standing next to his car.

AL CAPONE  
I'm gonna find out what happened to  
my brother.

EILEEN  
I killed him.

She moves closer to Al.

EILEEN  
He was lined up on my brother.

Hard stares between Al and Eileen.

RYAN  
We need to take care of these  
bodies or they'll become like the  
others. And we need a plan to fight  
back. We need the boss.

Al turns to him. The boss is ready.

**INT. MCCANN'S FUNERAL PARLOR - SPEAKEASY - NIGHT**

Tension thick between what's left of the gangs. Al broods over a drink as Eileen, Rocko, Dion reach the bar.

Ryan has his arm around Anna. Her uncle sits nearby.

EILEEN

Double gin, please, and a box of ammo. Booze and bullets, what else could a girl need?

DION

(smirking)

I'll take a whisky. If you got any left.

Capone not amused.

A BARMAN serves them drinks.

AL CAPONE

Couldn't you find your own damned town, O'Banion?

DION

Why build a house when you can move into one?

AL CAPONE

For that my brother's dead?

DION

Just what do you suppose the nature of our business is? We play with bombs and bullets.

EILEEN

I'm just here for the nightlife.

RYAN

We need to figure out what's causing this.

AL CAPONE

Far as I know, the problem's just in Cicero. When did it start?

ROCKO

One of our guys...at the tower. Right afta we turned it on.

(beat)

Oh, Christ...the tower!

RYAN  
(to Tesla)  
Could that be it?

Tesla looks worried.

TESLA  
When I was a young student in Serbia, there was an old professor with outdated ideas on electricity. None of us took him seriously. He believed in a life force that animated all things. Energy cannot be destroyed, and he speculated on what happened to it when creatures died.

RYAN  
The ionosphere you talked about. It must collect there.

ROCKO  
And that tower is tapping into it.

Shock on the old man's face.

TESLA  
Creating a field within a certain radius of the tower.

ANNA  
So we just have to turn the tower off.

ROCKO  
It's in the cemetery...must be crawling with them things.

SPECIAL AGENT TED  
Why don't we just get the hell out of this town, let the government handle it?

TESLA  
The station is only at ten percent power, but even still, the field will slowly spread to other towns. At full power...Chicago is not that far.

DION  
Let them call in the army. I'm going home.

RYAN

We have the guns, the men.

They look to the Boss for the decision.

AL CAPONE

It's my responsibility. We'll take it out.

EILEEN

Oh, I'm not missing this. I'm in.

Dion shakes his head.

DION

I told you you're no fun to play with.

RYAN

Will those things die when the tower goes off?

TESLA

No. They will have to be killed. But no more will come back.

AL CAPONE

Let's knock out this tower then get the hell outta Dodge. How many we got?

ROCKO

Seven of ours, five of O'Banion's, four badges. Plus the inventor and his niece.

AL CAPONE

Been a while since I burned powder. This should be fun.

ROCKO

One little problem. Before we left, we had trouble with the cars near the tower. The more it powered up, the less those cars wanted to run.

TESLA

Must be the field.

RYAN

How close can we get?

TESLA

Hard to say. Hundred yards maybe.

EILEEN  
Hundred yards of turkey shoot!

**EXT. ROAD - NIGHT**

Six cars ride toward the tower, led by a cruiser, lights flashing the infested landscape.

Tommy Gun bursts occasionally pepper the night from within the cars.

**INT. O'BANION'S CAR - CONTINUOUS**

Eileen in back with her brother.

DION  
Remember, sister. It must be done.

EILEEN  
I know.

**INT. CAPONE'S CAR - CONTINUOUS**

Al with Rocko.

AL CAPONE  
O'Banion's staying with the cars,  
so you are too. Stay close to him.  
I don't want any surprises when I  
come back from the tower.

**INT. RYAN'S CAR - CONTINUOUS**

Anna between Ryan and her uncle, her hand on Ryan's arm.

**EXT. CEMETERY - NIGHT**

About a hundred yards from the tower, the lights on the lead car flicker. The car stalls. The others pull up behind it.

Ryan directs the men to strategic positions around the cars as zombies approach in the rain.

RYAN  
Conserve ammo, don't fire until you  
have to.

O'Banion stands behind his men. Al behind his. A huge zombie bounds toward them.

RYAN  
Jack, that one's yours.

JACK  
In the noodle, boys!

They let loose a volley.

O'Banion takes Ryan aside. Whispers.

DION  
There's something you must know,  
whatever you think of me, whatever  
you think of us.

Ryan, wary, listens.

DION  
Eileen did not have it easy. Our  
father did things no father should  
ever do to a daughter. She's been a  
hard girl ever since.

Rocko orders his group to fire on a pair of zombies.

Another creature climbs out of a grave. Eileen shoots it dead  
with a single shot.

DION  
If there was ever a man that almost  
broke that hardness, that could  
have broken it...

Ryan nods his head.

DION  
Make sure nothing happens to her.

A horde of zombies marches from the tower. Ryan moves behind  
the lines of gangsters.

RYAN  
Wait. Wait til they're right on us.  
Then be ready to move.

Eileen readies two pistols.

Ryan signals Jack and Rocko.

JACK AND ROCKO  
Fire!

The dead die in a hail of lead.



The horde cleared, Ryan starts toward the tower, Anna and her uncle close on his heels.

RYAN  
Let's move.

Isolated zombies stagger toward them...struggle to free themselves from the ground.

The living move in small groups. Eileen near Ryan, fires her pistol when needed. She glances at Anna.

EILEEN  
You know, it's not what we wear, or  
the fact that we can vote that  
makes us free. It's these.

She indicates her pistols.

EILEEN  
No one's gonna give you anything in  
this world. You have to take it.

Ryan shoots zombies on the tower building roof.

A group of fast zombies charge Ted and his agents.

EILEEN  
All yours, G-men.

Ted and his men fire and miss the head of one. It reaches an agent...punches a hand through his chest.

Eileen shoots it in the head. Ted horrified.

EILEEN  
Not part of your government  
training, huh?

#### **BACK AT THE CARS**

O'Banion taps on the window of his car. A WIRY LITTLE MAN slips out the back with a duffel bag.

Sneaks over to the nearest car. Slides under.

#### **BACK TO TOWER**

Al's group reaches the tower first...storms in weapons blazing. Capone actually having fun.

Jack's group takes up positions guarding the door. Ryan, Eileen and the Teslas enter the building.

JACK  
Make this quick, old man, the  
neighbors ain't too friendly.

**INT. TOWER BUILDING - CONTROL ROOM - CONTINUOUS**

Al and his men finish off a couple of zombies. Ted and the remaining badges stand by the door.

AL CAPONE  
Turn this freaking thing off so we  
can go home.

The inventor sadly walks to the control console. Eileen, Ryan, and Anna are right behind him.

Tesla flicks a couple of switches...lowers the power dial from one to zero(the dial runs 1 to 10).

RYAN  
Jesus, imagine if you'd gone full  
power?

INSERT: The blueish light reaching to the sky disappears.  
Tesla slouches.

TESLA  
My greatest achievement.

Anna places an arm around him. Capone gathers the troops.

AL CAPONE  
Come on, let's blow this joint.  
I've had enough of this hick town  
and its red neck dead.

GUNSHOTS outside.

Gangsters runs outside to join the battle.

Anna helps her uncle out the door. Ryan a step behind.

EILEEN (O.S.)  
This is surprisingly difficult.

Ryan stops and turns. Grim faced Eileen has a gun on him. His gun in his pocket. She's miserable about what she has to do.

Ryan walks away from the door. It's just him and Eileen.

RYAN  
I shoulda seen it coming. Your  
brother threw me when he asked me  
to watch out for you.

Eileen shakes her head in surprise.

EILEEN  
That's why this has to be done.  
He's all I really have.

He continues to shift away from the door.

RYAN  
Guess we'll never find out who's  
quicker.

A single tear on her cheek.

EILEEN  
Goodbye, Ryan.

POP POP. Gunshots. Eileen looks down at bleeding holes in her chest.

Anna enters with a smoking pistol.

ANNA  
You were right. A girl has to take  
it.

Eileen drops to the ground.

A THUNDEROUS NOISE on the roof.

Her uncle in the doorway.

Ryan takes Anna by the arm, hurries her out.

**EXT. TOWER BUILDING - CONTROL ROOM**

As they clear the doorway...a MONSTROUS HAND takes a swipe.

Ryan shoves Anna and her uncle away.

Turns and fires...destroying the giant on the roof.

They run hard for the cars.

When they arrive, Ryan pops his cartridges and reloads.

Dion looks anxiously around.

DION  
Where is my sister?

RYAN  
Didn't make it.

O'Banion turns white.

Jack's grip tight on his pistol.

RYAN  
I wouldn't, Jack.

AL CAPONE  
Let's get going.

O'Banion abruptly moves to his car.

DION  
Let it go, Jack.

Ryan suspicious. This was too easy.

They all run for the cars with zombies approaching.

**INT. RYAN'S CAR - MOMENTS LATER**

Ryan, Tesla, Anna in between.

Ryan starts the engine. The Capone cars are in front, headlights on.

The lead car starts to pull away.

KA-BOOM. It explodes in a fiery burst.

Ryan opens his door...grabs Anna violently by the arm...throws her out.

Reaches over and pulls the old man over the seat...yanks him out too.

Drags them both...running.

**INT. AL'S CAR - CONTINUOUS**

Al sees them run.

AL CAPONE  
Fuck!

He opens his door, takes half a step...BOOM.

**OUTSIDE**

Ryan pulls the Teslas to the ground as his car explodes.

A cop in Ted's car opens his door...not quick enough...KA-BOOM...a federal body flies through the air.

All the cars explode except O'Banion's car.

Ryan leaps to his feet, pistols in hand.

Windows open on the O'Banion car. Tommy Guns spit lead.

Ryan blazes, deadly accurate.

Glass shatters. Guns inside are silenced.

The car begins to speed away.

Ryan takes careful aim. One shot.

The car slows to a stop. The HORN blares.

Ryan runs toward it...reloading on the way. Firing.

**INT. O'BANION'S CAR - CONTINUOUS**

O'Banion, the only one alive in his car, grapples for a gun.

Locates a Tommy...turns to find a roscoe at his head.

Ryan holds the pistol through the window.

RYAN

You never were any good with a piece anyway. Get out.

O'Banion climbs out over the bodies of his men.

RYAN

You'll have some time to think about this fact, O'Banion. It was you that killed your sister.

INSERT: further down, Capone stirs on the ground, unnoticed. He's alive!

**MOMENTS LATER**

Ryan holds his weapon on Dion next to the car.

A zombie SCREAMS in the distance.

Anna arrives with a set of handcuffs.

ANNA  
Found 'em.

Ryan handcuffs O'Banion to the bumper.

DION  
You can't leave me like this! At  
least give me a gun!

The zombie HOWLS closer. Ryan smiles.

RYAN  
You're gonna find out soon, you  
know.

A questioning look from Dion.

RYAN  
The other side. You're gonna  
finally find out.

Ryan straps a rifle on. Pockets his pistols.

Leads Anna and her uncle away on foot.

**EXT. CICERO - DOWNTOWN - PREDAWN**

The rain has cleared. A thin white line appears on the eastern horizon, sunrise immanent.

A train approaches the city.

Ryan, Anna, Nicola Tesla hurry to it.

**EXT. O'BANION'S CAR - PREDAWN**

O'Banion, bent over, picks desperately at the cuffs.

DION  
Come on, come on, come on, come on.

A HISSING behind him.

He stands and turns. A HORRIBLE ZOMBIE.

O'Banion GASPS.

The zombie closes in.

O'Banion white with terror.

BANG. A gunshot shatters the head of the zombie.

REVEAL: Al Capone, disheveled, smoke drifting from his rifle.

O'Banion wide eyed.

DION  
I suppose death at your hands is  
preferable.

AL CAPONE  
To both of us.

Al puts the rifle point on O'Banion's chest.

Then lowers it. Blows off the handcuffs.

O'Banion rubs his hands. Confused.

Capone points to the tank of the car. A bullet hole spills  
the last of the gas.

AL CAPONE  
Looks like I gotta hoof it, and  
with all these things around, if I  
gotta feed 'em one I got you.

Zombies HOWL in the distance.

**EXT. TRAIN DEPOT - DAWN**

Ryan's arm around Anna. Tesla by their side.

The train pulls in.

The train door opens. The CONDUCTOR, cigarette in hand,  
greet them on the steps.

CONDUCTOR  
Place is dead this morning, where  
is everyone?

A TERRIBLE GROWL from a short distance away. Ryan, Anna, and  
her uncle board the train.

RYAN  
You might wanna get this thing  
moving.

A giant zombie runs toward the train several yards back.

Climbs a car.

The conductor's cigarette drops from his mouth.

Ryan takes the rifle from his shoulder. Looks to the conductor for permission as the train starts to roll.

RYAN

May I?

The conductor does not respond.

Ryan fires a lethal shot. The zombie falls from the train.

RYAN

Pretty sure he didn't have a ticket.

The conductor just stares.

**INT. TRAIN - CONTINUOUS**

Ryan walks Anna and Tesla to seats as the train speeds off.

**EXT. ROAD - DAWN**

Capone walks with O'Banion on the quiet road.

Zombies HOWL ahead. The gangsters stop to listen.

Capone hands O'Banion a pistol.

AL CAPONE

You always were a terrible shot.  
And without me, you'll never make  
it. But just in case you get  
tempted, you walk in front.

Dion continues on with Capone holding a gun to his back.

**INT. TOWER BUILDING - DAWN**

Eileen, weak, ashen, pulls herself to the control console.

EILEEN

Brother, where are you? Dyin's not  
so easy. The other side can wait.

With her last strength, she pulls switches.

Fires up the tower.

All the way up.



**EXT. TOWER - CONTINUOUS**

Blue lightning shoots into the sky...settles into a steady beam of white.

Blue streaks spider the building...flash in the sky...a giant spreading web of current.

**INT. TRAIN - DAWN**

Ryan and Anna snuggle. The old man sits behind them.

ANNA

I've never been to Chicago. They say it's like New York, a city that never sleeps.

RYAN

We get there, I'm gonna sleep like the...well, I'm gonna sleep.

She laughs.

ANNA

Sounds good.

**EXT. TRAIN - DAWN**

The train speeds toward the city. The sun's first rays glisten of skyscrapers.

Strange blue lightning streaks the sky above.

FADE OUT.