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Eight Legged Freaks

By Ellory Elkayem

FADE IN:

EXT. DESERT -NIGHT

A rabbit hops across rough terrain.

EXT. HIGHWAY (DESERT) -NIGHT

Three trucks from Chemical Technologies carry barrels of toxic waste. They pass a sign: PROSPERITY, NEVADA, POP 454.

INT. THIRD TRUCK (HIGHWAY, DESERT) -NIGHT

A sleepy trucker called PIG PEN drives the third truck.

SELF-HELP TAPE (V.O.)

I will be self-assured and confident around women.

PIG PEN :

I will be self-assured and confident around women.

EXT. HIGHWAY (DESERT) -NIGHT

The rabbit stops at the edge of the road. The first truck speeds past. Then the second. The rabbit crosses the highway in front of the third.

INT. THIRD TRUCK (HIGHWAY, DESERT) -NIGHT

SELF-HELP TAPE (V.O.)

I will not fear the unexpected.

PIG PEN :

I will not fear the unexpected.

The rabbit appears in the road, frozen by headlights.

PIG PEN :

Ahhhhhhhhhh!

Pig Pen jams on his brakes and swerves to avoid the bunny.

EXT. HIGHWAY (DESERT) -NIGHT

The truck slews crazily. Missing the bunny by a whisker.
2.

INT. THIRD TRUCK (BRIDGE, DESERT) -NIGHT

Pig Pen sees a bridge ahead. If he doesn't regain control, he will crash. At the last second, he gets the rig together.

EXT. BRIDGE (DESERT) -THIRD TRUCK -NIGHT

The rim of a wheel tags the curb. One of those toxic waste barrels falls out of the back and plunges to the water below.

EXT. DRAINAGE DITCH -NIGHT

A biohazard warning label is legible as the barrel slips beneath the surface. Glowing toxic waste seeps from a gash in its side. Spreading through the pool like neon ink.

EXT. DRAINAGE DITCH -DAY

The ditch is littered with garbage. The DRONE of INSECTS. No visible traces of toxic waste. A butterfly net sweeps through the air to capture an oversized horsefly.

JOSHUA TAFT (70s), scrutinizes the bug. This old codger is more comfortable studying bugs than socializing with people.

JOSHUA :

Hey, Mike. Check this one out.

MIKE PALMER (12) steps over for a look. Puberty hit hard and fast for this bright, little nerd.

MIKE :

He's huge!

JOSHUA :

They've been like this all week. Must be something extra tasty in the water.

MIKE :

Like what?

JOSHUA :

Dead coyote. Snake maybe. Back in the 'Nam we'd eat python with a dash of habanero sauce. Mighty satisfying.

(CONTINUED)

3.

CONTINUED:

MIKE :

You ate snake?

JOSHUA :

When you're thirty clicks out from the nearest firebase. Humpin' through the wake-up with your finger on the trigger. Charlie doesn't give you time to stop for cutlet.

As Mike skims his own net over the water, he glimpses a familiar barrel at the bottom of the pool. The brightly-colored biohazard warning label is clearly visible.

EXT. ROAD -JOSHUA'S HOUSE -DAY

Two bicycles are parked outside a cabin in the middle of nowhere.

INT. JOSHUA'S HOUSE -DAY

The decor is an odd mix of Vietnam era war relics and homegrown scientist. Charlie the Parrot sits on a perch.

CHARLIE (V.O.)

Charlie, don't surf!

JOSHUA :

Quiet, bird. We're working.

Mike and Joshua stand near the spider tanks. A dozen aquariums on low shelves. Each glass tank replicates a specific environment: jungle, desert, cavern, pond, etc.

JOSHUA:

(dims tank lights)

The sun is going down, my nocturnal hunters. It's time to come out and feed.

Mike watches Joshua deposit bugs into each spider tank.

MIKE :

Yeah. They're definitely getting bigger.

JOSHUA :

I've calculated a growth factor of twelve percent over the last forty-eight hours. But that seems to be accelerating.

(CONTINUED)

4.

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MIKE :

All from eating these bugs? Maybe
I should try some.

Mike pauses at the desert tank, watching a cricket search for food. A trap-door spider pops out of its camouflaged den like a jack-in-the-box. The arachnid yanks the cricket below and replaces the roof in a nanosecond. Mike looks in another tank where ogre-eyed spitting spiders shoot blasts of paralyzing goo at hapless insects.

MIKE :

Run, little guys.

JOSHUA :

They can't outrun the food chain.

MIKE :

I could get away.

JOSHUA :

Imagine yourself the size of that fly. A scytodes spitter would be as big as a Cadillac. You'd be spider chow, kid.

Mike looks in a tank where jumpers chase fleeing crickets. He moves toward another tank that is covered with a towel.

MIKE :

Are the new tarantulas in here?

JOSHUA :

Took me forever to get a breeding set of Chilean reds. I must have bribed every customs agent from Vegas to Santiago.

Joshua unveils the tank. Dirt floor. Several burrow entrances. Joshua pours in the bugs. A large, male tarantula comes out of a burrow. It pounces on a bug, then wraps its prey in webbing, turning the insect into a mummy-like bundle.

MIKE :

That is too cool.

JOSHUA :

Male tarantulas compete for the female's attention.

(MORE)

(CONTINUED)

5.

CONTINUED:

JOSHUA (CONT'D)

Each one tries to bring her the best present. Bugs, rats, even the occasional parrot.

CHARLIE SQUAWKS.

JOSHUA :

The prey is cocooned alive so she can eat them in her nest. You know how women love breakfast in bed.

Joshua leads Mike to the back of the tank. A network of subterranean tunnels is revealed. The male tarantulas scuttle through carrying their mummified offerings.

JOSHUA :

Take a look, the female of the species is three times as big as the male.

Mike peers into a large den. The female tarantula steps out of the shadows. This is Consuela, the Chilean red tarantula.

JOSHUA:

Say hello to Consuela.

Mike watches Consuela unwrap one of the mummified bundles. She begins to eat the paralyzed insect within.

JOSHUA :

She fills her prey with digestive acid to liquify the internal organs. Now watch... She'll drink her victim from the inside out.

While it's still alive!

MIKE:

(looks queasy)

And you wonder why my mom doesn't like me hanging out with you.

JOSHUA :

Arachnids have been roaming the earth for millions of years. And they'll be here long after the human race is dead and buried. Suddenly Consuela lunges at the glass. Mike recoils.

MIKE :

Bad! Bad Consuela!

Consuela backs up, apparently she can be intimidated.
6.

TARANTULA POV -MIKE

The multi-eyed spider's PANORAMIC VISION. Mike looms large at the edge of the glass, wagging his finger.

BACK TO MIKE:

Mike stares into the many eyes of Consuela.

MIKE :

Do that again and I feed you to the parrot.

CHARLIE SQUAWKS hungrily. The sound of a CAR HORN.

JOSHUA :

There's your mom.

MIKE :

See you tomorrow, Joshua!

Mike heads for the door.

EXT. DESERT -DAY

The entrance to a mine shaft protrudes from a hillside. A pickup truck is parked nearby. The faded logo on the

door reads:

PROSPERITY, NV.

INT. MINE SHAFT -DAY

Rotten beams. Chipped walls. A GENERATOR POWERS a

string of lightbulbs. A lone figure works at the end of the tunnel.

CHRIS McCORMICK (30s) has rugged good looks. Weathered clothing. Dirt-stained face. Ripped muscles.

Chris chips at the wall with his pickaxe. As it makes contact, the occasional spark flies up. Chris pauses to scrutinize the target area with his helmet-light.

Something sneaks along the floor of the mine behind him. Chris is oblivious to his unseen stalker. He chips away a section of stone to reveal shiny minerals. Reflections of silver and gold splash across his face. His smile fades...

CHRIS :

Damn.

(CONTINUED)

7.

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Chris bends over, reaching for a bottle of water. A large rat scurries out of hiding dragging away Chris's sack lunch.

Chris grabs his pick-axe and goes after the rat. The rodent dodges every hit. Sparks fly when the axe strikes rock. These ignite a vent of methane gas.

A BRIEF EXPLOSION knocks Chris off his feet. He notices a small hole in the floor is lit like the burner on a stove. Chris pats out the flame as the rat scurries away with lunch.

CHRIS :

Hope you like bologna!

EXT. HIGHWAY -DAY

A police car drives with a bicycle hanging out of the trunk.

INT. POLICE CAR (HIGHWAY) -DAY

SAMANTHA "SAM" PALMER (30s) is the sheriff of Prosperity and a confident, single mother. Mike is seated beside her.

MIKE :

You should see them, Mom. Each one has a unique feeding behavior. The spitters fire poisonous snot.

The tarantulas mummify their prey.
The jumpers can...

SAM :

Why does he have all those things?

MIKE :

He studies them. NASA uses spider webs in outer space. And for medicine. They've been here forever, and they'll be here long after we're all dead.

SAM :

You're givin' me nightmares.

MIKE :

Nightmares are cool.

(CONTINUED)

8.

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SAM:

U.P.S. brought this to the station.

Sam hands Mike a small package.

MIKE :

It's from Dad! He didn't forget my birthday. I told you he wouldn't.

SAM :

Better late than never.

Mike tears open the box to reveal a Cassiopeia PDA.

MIKE :

Rockin'!

SAM :

Is that the one you wanted?

MIKE :

Cassiopeia 2304 with 64 megs of ram. Integrated modem. Voice recording capability. This baby is tight.
Mike can't turn on the gizmo.

SAM :

What's wrong?

MIKE :

He forgot to send the batteries.

SAM :

(annoyed)

I told him to send batteries.

EXT. DESERT -DAY

The ROAR of two off-road MOTORCYCLES tearing up the desert.

BRET HALE (18) leads the way. A Kid Rock-punk with good looks and FU attitude. Seated behind him is ASHLEY PALMER (16). This milk-fed desert honey is a wannabe Britney Spears. LARRY (17) is the wiseacre on the other bike.

BRET :

Hang on, babydoll!

(CONTINUED)

9.

CONTINUED:

They GUN their BIKES onto the highway. Slalom the yellow lines. Wheelie for days. Ashley peeks over Bret's shoulder at a police car coming at them in the opposite lane.

ASHLEY :

Oh shit.

INT. POLICE CAR (HIGHWAY) -DAY

Sheriff Sam watches intently as the bikes wheelie past.

SAM :

Hang on.

MIKE :

Why?

EXT. HIGHWAY (DESERT) -DAY

The police car does an impressive bootlegger 180. Lights ablaze. SIREN WAILING. The bikes pull over to the shoulder.

EXT. SHOULDER OF HIGHWAY (DESERT) -DAY

The motorcycles stop with the cop car behind. Sam's voice barks over the PA.

SAM (V.O.)

Party's over, gentlemen. Off the bikes.

Sam exits the car and approaches. The bikers dismount.

BRET :

There is something very sexy about an older woman in uniform.

LARRY :

Her nine-millimeter gives me a stiffy.

ASHLEY :

Don't antagonize her, you guys.

SAM :

I told you not to act like kamikazes. Especially with Ashley riding behind. That is unacceptable, Bret.

(CONTINUED)

10.

CONTINUED:

BRET :

I could always ride her from behind.

Larry snickers. Sam steels her rage.

SAM :

You just bought yourself a reckless.

Sam begins to write up the ticket.

ASHLEY :

Can't you give 'em a break?

SAM :

Get in the car, Ashley. Now.

ASHLEY :

But, Mom!

Sam shoots his daughter an intimidating glance.

BRET :

No sweat, babydoll. We'll hook up
later.

SAM :

(threatening)

Over my dead body.

INT. SAM'S COP CAR (HIGHWAY) -DAY

Mike grins from the front seat as Ashley climbs in back.

MIKE :

You have the right to remain
silent. Anything you say can and
will be used...

ASHLEY :

Shut up, dork.

EXT. SHOULDER OF HIGHWAY -DAY

Sam hands Bret the ticket.

BRET :

Larry, do we know anybody at City
Hall who can mark this go away?

(CONTINUED)

11.

CONTINUED:

LARRY :

Your Dad is the Mayor.

BRET :

Oh, yeah.

(to Sam)

He signs your paycheck.

SAM :

The next time you put my
daughter's life in danger, I'll
show you exactly how little that
means to me.

Bret and Larry feel her resolve.

BRET :

Relax, bee-otch. It's all good.
The punks remount their bikes.

SAM :

I want both wheels on the ground.
The punks REV their BIKES and defiantly wheelie toward
town.

INT. POLICE CAR -DAY

Sam climbs behind the wheel.

MIKE :

I read her her rights.

SAM :

I can always count on you, Mike.
Sam STARTS the CAR and drives toward town.

ASHLEY :

Do you get off on humiliating me?

SAM :

This bad girl act doesn't suit
you, Ash.

ASHLEY :

I'm just trying to have fun.
Don't you remember what it's like
to grow up here?

SAM :

That's what scares me.

(CONTINUED)

12.

CONTINUED:

Sam reaches over and opens the glove box. She pulls out a stun gun. Mike passes it through the bars to Ashley.

SAM :

I told you to keep this with you.
Ashley slides the zapper into her backpack.

ASHLEY :

You are so over protective.
Mike and Ashley lip-sync along with Sam's response.

SAM :

A mother's job is to protect her children.

ASHLEY :

You need to start trusting me.

SAM :

I'd like to. But you keep skipping classes to go to the dunes with Bret.

ASHLEY :

Why do you hate him so much?

SAM :

I don't hate him. I just want you to have a future. I thought you wanted to get out of town. Go to med school.

ASHLEY :

Maybe I want to stay. I could get pregnant by nineteen. Then divorce with a couple of kids I can't handle. Slap on a badge and be a trailer trash sheriff.

SAM :

(deeply hurt)
Thanks for the flashback.
They drive on in painful silence. Mike turns ON the

RADIO.

HARLAN (V.O.)

... listening to W.F.R.E. Freedom radio. We've put aside the U.F.O.'s and conspiracy theories...

13.

INT. PICKUP TRUCK (HIGHWAY) -DAY

Chris drives into town with the RADIO ON.

HARLAN (V.O.)

... for some down home talk back with our own mayor: Wade Hale.

CHRIS :

Oh, great.

WADE (V.O.)

Thanks, Harlan. As I was saying, Chemical Technologies has been looking for viable storage sites. And Prosperity is lucky enough to be on that list.

HARLAN (V.O.)

Lucky? I think most of us are insulted that some outsiders think our town is a perfect place to dump toxic waste.

CHRIS :

Right on.

EXT. MAIN STREET (TOWN) -DAY

Chris's pickup approaches... The entire town is not much bigger than a few football fields. The kind of place where everybody has known each other since childhood. Some buildings date back to the 1880's gold rush.

HARLAN (V.O.)

Isn't this just your latest get-rich quick scheme?

At one end is the Prosperity Mall. A huge windowless rectangle in the sand. Permanent signs tout the many outlet stores inside: Victoria's Secret, Home and Garden Supplies, Sport Chalet, etc. Hand-painted signs reveal: "GOING OUT OF BUSINESS SALE. EVERYTHING MUST GO. FINAL CLOSE OUT." On the roof of the mall is a very tall radio antenna.

HARLAN (V.O.)

Your mall has more employees than customers.

INT. PICKUP TRUCK (TOWN, MAIN STREET) -DAY

Chris smiles as he listens to the RADIO.

(CONTINUED)

14.

CONTINUED:

WADE (V.O.)

I may have overestimated the need for 100,000 square feet of outlet shopping.

EXT. BEVERLY'S HOUSE -DAY

BEVERLY (40's) is tending to her garden as she listens to a transistor radio.

HARLAN (V.O.)

And your ostrich ranch?

WADE (V.O.)

If the government subsidies hadn't dried up, I'd still be rolling in cash.

EXT. HARLAN'S TRAILER (MAIN STREET, TOWN) -DAY

An airstream at the far end of town. Signs identify it

as:

front.

INT. HARLAN'S TRAILER -DAY

Walls decorated with clippings about aliens, monsters, and conspiracies. Two men sit at a home built transmitter.

HARLAN GRIFFITH (40s) wears an "Aliens Go Home!" T-shirt. He eats from a box of Frosted Flakes and drinks Jolt cola.

WADE HALE (40s) is the mayor of Prosperity. A slick-haired dandy who looks more like a Vegas lounge singer than a Mayor.

WADE :

With one phone call I could put together a deal that would make us all very rich.

HARLAN :

They say money doesn't buy
happiness.

WADE :

They probably don't have any.
15.

INT. POLICE CAR (HIGHWAY) -DAY

Sam and her kids listen to the radio.

WADE (V.O.)

Money pays for kids to go to
college. It pays the mortgage.

INT. DINER (MAIN STREET, TOWN) -DAY

An attractive waitress on roller-skates. A harried CHEF.
Locals chow down. The RADIO BLARES in the b.g.

WADE (V.O.)

It puts food on the table.

Haven't the people of this town
lived hand-to-mouth for long
enough?

INT. BARBERSHOP (MAIN STREET, TOWN) -DAY

FLOYD and LEROY are the Jurassic era barbers. Floyd cuts
Leroy's hair. The two men listen to the RADIO.

WADE (V.O.)

We're all gonna die in this hell
hole.

FLOYD :

Yeah, of boredom.

INT. POLICE STATION -DAY

DEPUTY PETE sits with his feet up on the desk reading
Playstation magazine. He listens to the RADIO.

WADE (V.O.)

Wouldn't it be nice not to worry
about surviving retirement? Or
taking a shot at that life-long
dream?

INT. HARLAN'S TRAILER -DAY

WADE :

Think about it, Harlan, you could
buy a commercial transmitter and
start broadcasting to a national
audience.

HARLAN :

It would be nice to get the message out. Let people know the aliens walk among us.

16.

INT. PICKUP TRUCK -DAY

Chris slows to a stop in front of the McCormick and Son Mining Company. This stately edifice was once the driving force behind the local economy.

WADE (V.O.)

If Chris McCormick refuses to sell his mines. The rest of us are out of luck.

Chris frowns.

INT. POLICE CAR (HIGHWAY) -DAY

WADE (V.O.)

I don't think it's fair for one person to wield that much power. But he's just like his father. Selfish. Greedy. And more than a little bit nuts.

SAM :

Uh-oh.

Sam flips on the SIREN and accelerates.

INT. DINER -DAY

The locals stop eating and look toward the radio.

WADE (V.O.)

That family has been digging in those tunnels since the twenties. If there was something down there, don't you think they would have found it by now?

INT. BARBERSHOP -DAY

Floyd and Leroy stare at the radio.

WADE (V.O.)

Common sense does not apply to crazy people.

INT. PICKUP TRUCK -DAY

WADE (V.O.)

Might as well be chasing a leprechaun's pot of gold at the end of the rainbow.

(CONTINUED)

17.

CONTINUED:

Chris is furious as he PEELS OUT and speeds toward Harlan's.

INT. DINER -DAY

The locals watch Chris's pickup speed by.

WADE (V.O.)

... lunatics...

INT. BARBERSHOP -DAY

Floyd and Leroy watch Chris speed by.

WADE (V.O.)

... certifiably nuts...

INT. POLICE CAR -(MAIN STREET, TOWN) -DAY

As Sam pulls into town. She sees Chris skid to a stop in front of Harlan's trailer. He leaps out of his pickup.

WADE (V.O.)

... at the very least...

INT. HARLAN'S TRAILER -DAY

Chris yanks the door open in time to hear...

WADE :

... those McCormicks are just plain-old dumb.

Wade stands up to protest. But it's too late. Chris punches him in the nose. The mayor tumbles back.

CHRIS :

I've warned you not to talk about my family!

HARLAN :

We have a surprise guest in the studio.

Chris drags Wade to his feet, shoving him against the wall.

CHRIS :

My family built this town!

(CONTINUED)

18.

CONTINUED:

WADE :

Am I supposed to be grateful?

Chris draws back his fist for another shot. Sam runs in and grabs him from behind.

SAM :

That's enough!

CHRIS :

Stay out of this, Sam!

She manhandles Chris toward the door.

EXT. HARLAN'S TRAILER -DAY

Practically the entire town has gathered outside. Sam drags Chris through the door. Wade and Harlan are close behind.

CHRIS :

Did you hear what he said?

SAM :

I heard.

WADE :

I want him locked up!

SAM :

Let's all calm down.

Wade tries to take advantage of the assembled audience.

WADE :

We have no economy! People are barely scraping by! And now we've been offered the deal of a lifetime. You don't have the right to stand in our way!

CHRIS :

Those mines are full of gas. One spark in the wrong place could blow this entire valley sky high. Do you really want to load that gun with toxic waste?

WADE :

Chem-Tech did seismic analysis,
vapor checks, groundwater reads,
soil sampling. They found
isolated methane pockets, but no
benzene or hydrogen sulfide.

(CONTINUED)

19.

CONTINUED:

CHRIS :

How could they run tests? I
didn't give them permission to go
into the mines.
Wade retreats toward his shiny new Hummer.

CHRIS :

I asked you a question, you greedy
son of a bitch!

WADE :

I'm greedy?! You're the one
keeping us down so you can search
for gold!
Chris tries to go after Wade. Sam holds him back.

SAM :

Don't take another step.
Chris stares at her.

CHRIS :

You're taking his side?

SAM :

I'm trying to keep the peace.

WADE :

You're crazy! Just like your
father!
Wade drives off in his humvee. The crowd begins to
disperse.

CHRIS :

(sotto)

He wasn't crazy.

SAM :

It's okay.

Chris heads off to his truck. Sam watches him go. Her eyes drifting down his body. Ashley steps up beside her mom.

ASHLEY :

Maybe you're not gay after all.

SAM :

What are you talking about?

(CONTINUED)

20.

CONTINUED:

ASHLEY :

You can't take your eyes off his butt.

SAM :

Where did you learn that it's okay to talk to me like this?

ASHLEY :

Relax, Mom. He's hot for an old guy. I can admit it. Why can't you?

Sam watches Chris get into his truck. He gives her one last look before pulling out. Sam smiles with her daughter.

INT. MINING MUSEUM (MAIN STREET, TOWN) -DAY

Vintage mining gear. Walls covered with sepia-tone photos chronicling the history of the McCormick mines.

GLADYS LAUDERBACK (50s) sits at a desk. She blows smoke from her Kool into the breeze of an air conditioner. Ignoring the signs behind her head: "NO SMOKING!", "DANGER GAS!"

As Chris enters, Gladys hides her lit cigarette in a drawer.

GLADYS :

Did you pop him one?

CHRIS :

He had it comin'. But Sam Palmer... That woman abuses her power.

GLADYS :

Why? Because she stopped you from givin' Wade another pop?

CHRIS :

I'm not proud of it.

Chris goes to a table and a map of the mines that honeycomb beneath the town. Many of them are marked "explored." Many aren't. Chris checks another tunnel off the list. He sniffs the air and glares at Gladys. Smoke rises out of her desk drawer. Gladys yanks it open and puts out the flame.

(CONTINUED)

21.

CONTINUED:

CHRIS :

I thought you were trying the patch.

GLADYS :

I am.

She raises her sleeve to reveal several nicotine patches.

Chris exits through a door at the back of the museum.

INT. MUSEUM -LIVING ROOM -DAY

Chris enters the family living quarters. The furniture was new in 1947. He continues to the adjacent kitchen.

INT. MUSEUM -KITCHEN -DAY

Chris takes a beer out of the fridge. Then he notices an odd CLICKING. He tracks the sound to a stove burner permanently on "light."

Chris moves to a fuse box in the adjacent hallway. He removes the fuse for the stove. The SPARKING STOPS.

Chris sits at the table and has a cooling sip of beer.

Gladys enters with a stack of bills.

CHRIS :

That burner's on the fritz again.

GLADYS :

Oh something's broken? What else is new?

(lays bills on table)

You need to pay these by the end of the month.

CHRIS:

(looks at bills)

Today... For a split second... I actually thought I had it.

GLADYS :

Another vein of iron pyrite?

CHRIS :

Yeah... Then a rat stole my lunch.

I practically blew myself up trying to get it back.

(CONTINUED)

22.

CONTINUED:

GLADYS :

I'm glad you like my bologna sandwiches.

(beat)

Maybe you should talk to Wade.

CHRIS :

What are you saying?

GLADYS :

Honey, if he really does have a buyer...

CHRIS :

You of all people know how much my dad wanted to find that mother lode.

GLADYS :

Your daddy wanted to get rich. I don't think he cared how that happened. If he was still alive, maybe he'd sell those mines. Chris takes umbrage...

CHRIS :

And maybe you didn't know him so well after all. A tense beat.

GLADYS :

You're right... I'm just worried about how we're going to pay these bills.

CHRIS :

Don't give up on me, Gladys. I promised him I'd find the gold. And I will. Gladys steels her fear, patting Chris on the hand.
EXT. TOWN -ESTABLISHING SHOT -DAWN
The sun rises. The town slowly comes to life.
HARLAN (V.O.)
Good morning, Prosperity, Nevada. It's another beautiful day on the frontier. Locals prepare their stores for business.
23.

INT. JOSHUA'S HOUSE (DESERT) -DAY

HARLAN (V.O.)

No charges have been filed in yesterday's fracas between Chris McCormick and Wade Hale. And we've got...

Joshua turns the radio down. He holds a tape measure to a glass spider tank, recording the size of an unseen arac.

JOSHUA :

An exponential growth rate... That's impossible.

CHARLIE :

Me so horny. Me love you long
time.

Joshua doesn't look back at the parrot sitting on its
perch.

JOSHUA :

Be quiet, bird!

Charlie looks over at the tarantula tank. Watching
curiously as the cloth cover moves slightly. As if one
of the spiders is escaping. Charlie flies over to
investigate. He lands on the counter and peers around
the back of the tank.

CHARLIE :

Charlie's in the wire! Incoming!
Something yanks the parrot O.S.

JOSHUA :

Stop screwing around...!

Joshua looks back in search of the parrot. He notices
several feathers floating down to the floor. He heads
over to investigate. Joshua pulls the blanket clear to
reveal the top of the cage has been pushed aside. No
sign of any tarantulas. Joshua checks the back side of
the tank.

JOSHUA :

Where'd you go? Consuela?

She's nowhere to be seen. Joshua spots something
sticking out from under the table. Two parrot feet.
Joshua pulls Charlie out from under the table. It's a
horrible sight. The bird is wrapped in spider webbing.
His body desiccated.

(CONTINUED)

24.

CONTINUED:

JOSHUA :

Charlie... Semper fidelis.

Joshua sees Charlie is attached to a web. He tugs on the
weblines. Something tugs back. Joshua leans down to look

under the table. His eyes go wide at what he sees. Then a shadow looms over his head. Joshua looks up and...

EXT. JOSHUA'S HOUSE (DESERT) -DAY

SCREAMS and the sounds of BREAKING GLASS come from within.

EXT. PALMER HOUSE (TOWN) -DAY

Ranch style. Cop car in front. Chris's pickup cruises by.

INT. PICKUP TRUCK -OUTSIDE PALMER HOUSE -DAY

Chris drives past. He catches sight of a figure in a window.

INT. PALMER HOUSE -BATHROOM -DAY

Sam is brushing her teeth at the window as Chris drives by. They make eye contact. Chris moves on. Sam looks at herself in the mirror. Bathrobe. No makeup. Messy hair. Mouth full of toothpaste.

SAM :

Work it, babe.

INT. PALMER HOUSE -HALLWAY -DAY

Sam comes out of the bathroom dressed in her uniform.

SAM :

It's all yours.

Ashley and Mike exit their rooms. Mike is dressed for the day. Ashley in a robe. They race for the bathroom. Mike is first. Then Ashley hip-checks him out of the way, slamming the door in his face.

ASHLEY (O.S.)

Ladies first.

(CONTINUED)

25.

CONTINUED:

MIKE :

What's your excuse!?

Sam sticks her head out of a room at the end of the hall.

SAM :

You still want a ride, Mike?

MIKE :

I'm just going to the mall.

SAM :

Have fun.

Mike heads down the hallway and out of the house.

INT. PALMER HOUSE -BATHROOM -DAY

Ashley turns on the shower, drops her robe, and climbs in.

INT. BATHROOM -SHOWER -DAY

Ashley is surrounded by steam. She sings an edgy gangsta rap tune by NWA. Tres' bizarre, non? Shampoo lather cascades down her face. Her eyes close. She is oblivious to a small spider crossing a web in front of her. The spider gets clear as Ashley rinses off the soap.

Ashley rubs conditioner into her hair. The lather builds. Covering her face. Forcing her eyes closed once more. The spider returns across its web right in front of her eyes.

The water stops. Ashley reaches for the showerhead blindly knocking the spider off its web. She feels no water coming out, and fumbles for a washcloth. Reaching with eyes closed, she can't see the little spider has landed on top of the cloth. As Ashley retrieves it, the spider scurries onto its opposite side.

Ashley wipes the soap off her face. The spider rides the washcloth and moves toward her hand. Before it can strike, Ashley gets her eyes clear and drops the cloth. The cloth lands on the floor atop the spider. As the beast stares out from under it, barefoot Ashley steps on the cloth. Crushing the spider without ever knowing it was there.

(CONTINUED)

26.

CONTINUED:

Ashley turns her attention to the showerhead. She cranks the water handles, trying to get the water flowing again. The handles suddenly pop off. Dozens of tiny spiders pour from the holes onto the floor. Ashley shrieks in horror.

Sam bursts into the bathroom and yanks open the shower door. She drags Ashley out and looks at all the little spiders.

SAM :

Now what?

Ashley just screams.

INT. HANK AND EMMA'S HOME -DAY

The SCREAM of a SAWZALL. A house in the midst of remodeling. Sections of wall are exposed. Sheets cover furniture. HANK (30s) is the Bob Villa-poseur.

A cat sits near an open section of wall. Watching something intently. The cat charges into the wall after unseen prey.

EMMA (30s) comes downstairs wearing her bathrobe. She clutches her ears in pain, screaming for Hank to stop. He can't hear. She grabs his shoulder and he STOPS CUTTING.

EMMA :

Why do you need to do that as six in the morning!? Do you hate me that much!?

HANK :

I want to finish before I go to work.

EMMA :

You've been saying that for six months!

HANK :

I can't finish if you keep interrupting!

Hank RESTARTS the SAW as Emma staggers into the kitchen. 27.

INT. REMODELED HOUSE -KITCHEN -DAY

Emma makes herself a hangover helper. Egg, tabasco, lemon juice, and a shot of vodka. All of it goes into the BLENDER. She FIRES it UP. Competing with the noise of Hank's SAW. Then Emma notices a bowl of uneaten cat food.

INT. REMODELED HOUSE -LIVING ROOM -DAY

Emma comes back in and UNPLUGS the noisy SAW.

HANK :

If you're gonna keep pulling the

plug...

EMMA :

Have you seen Zeke this morning?

HANK :

He was chasing something earlier.

EMMA :

If he got into the wall again,
it's your balls in the blender.
They hear FAINT MEOWING. Hank traces the source. It's
coming from behind a partially-dismantled wall.

HANK :

Hey, Zeke. Breakfast is ready.

EMMA :

I'll get the tuna.
Emma heads back into the kitchen. Hank listens at the
wall. After a beat he hears the CAT RUSTLING around
inside.

HANK :

Zeke?
Emma re-enters with a can of tuna. She hears ZEKE HISS.

EMMA :

What's wrong with him?
Hank shakes his head. The CAT noises become more
aggressive. The panicked couple tries to follow the
cat's progress. They track the sounds of BATTLE along
the wall. The noises become FRANTIC. SCRABBLING CLAWS.
HOWLS of KITTY pain.

HANK & EMMA

Zeke!? Zeke! Zeke!

(CONTINUED)

28.

CONTINUED:

They follow the cat's frenzied movement up the wall,
across the ceiling, and down the other wall. Hank
hurries over. He can feel his cat thrashing maniacally
on the other side. A FELINE SCREAM. And then deafening

silence.

Hank tears open the drywall, reaching for his cat.

HANK :

I've got him by the tail.

He withdraws all that remains of the Zeker... a bloody tail.

EXT. MALL -DAY

Mike hops off his bike before it stops moving. Letting it crash in the dirt. He enters the mall through glass doors.

INT. MALL (PROSPERITY) -DAY

Mike passes NORMAN (18), a janitor polishing the floors. Norman listens to LOUD DEATH ROCK TUNES on a Sony WALKMAN.

NORMAN :

(conspiratorial)

Hey, dude. Yeah. You.

Mike comes over to this goatee'd rascal.

NORMAN :

Wanna buy some smoke?

MIKE :

A pack of cigarettes?

NORMAN :

Smoke to get high, not to die. My stuff is hydroponically grown in a top secret location. No artificial flavors. No preservatives. Just 110 percent homegrown.

MIKE :

Where's this secret location?

(CONTINUED)

29.

CONTINUED:

NORMAN :

I could have a dime bag for you

toot sweet. But if I tell you where exactly, I'd have to kill you.

MIKE :

Norman, you know my mom's the sheriff.

NORMAN :

Oh yeah... Right on...

(considers this)

Does she get high?

Mike walks away, deeper into the mall. A dozen stores line the hallway: Victoria's Secret, Electronic Boutique, Sport Chalet. Most of the stores are closed for good. A large atrium features a fountain and jungle gym. Skylights cover the ceiling. Mike enters the Home and Garden store.

INT. HOME AND GARDEN STORE -DAY

Mike goes up to the counter. The CLERK snaps at him.

CLERK :

The bug spray is on aisle five!

MIKE :

What?

CLERK :

You want mousetraps!? Is that it?! Aisle five!

Mike grabs some batteries and lays them on the counter.

CLERK :

Oh. I thought you wanted...

An OLD LADY walks past.

OLD LADY :

Excuse me, young man. Where can I find the bug spray?

CLERK :

Aisle five!

The Clerk grabs the PA's microphone.

(CONTINUED)

CONTINUED:

CLERK:

(over PA speakers)

All bug spray, rodent traps, ant poison and fly paper is on aisle five!

He returns his attention to Mike.

CLERK :

That'll be three fifty-two.

Mike pays the man.

MIKE :

Where's aisle five?

The annoyed Clerk points. Mike heads over. He sees the aisle is crowded with locals squabbling over the few remaining cans of Raid, Black Flag and Off.

EXT. BEVERLY'S HOUSE (TOWN) -DAY

Beverly uncoils a hose, cranks a spigot. She sprays her vegetable garden with water. After a beat, a solid object is coughed up through the hose.

Beverly continues watering. Two more unidentified objects are spewed from the hose. She reacts by cranking the spigot on full. The water sprays harder. Then inexplicably stops.

Beverly checks the spigot. She looks into the opening of the hose. Puts it to her ear and listens. Sniffs. Now she puts the end of the hose in her mouth and sucks deeply, trying to siphon away the blockage.

Beverly removes the hose. A FAINT RUMBLING sound. She puts it back in her mouth and sucks. A solid object comes through the hose and into her mouth. Then another. And another. A dozen things pump through the hose and into her mouth.

Beverly yanks it out. Water spews from her mouth and out of the hose. Apparently the blockage has cleared.

Beverly falls to her knees. Hunching forward. She vomits forth a stomach full of water... and small spiders. Mouth agape. Eyes wide in horror. She watches them scurry into the garden. Beverly tries to scream... but can only retch.

31.

EXT. STREET (TOWN) -DAY

Mike Palmer rides his bike through a puddle of water. He sees Beverly throwing up in her vegetable garden. Mike it thoroughly grossed out.

EXT. JOSHUA'S HOUSE (DESERT) -DAY

Mike rides his bike into Joshua's front yard. dismounts before the BIKE stops. It CRASHES. inside.

He

Mike heads

INT. JOSHUA'S HOUSE -DAY

Mike stops short in the doorway. An off-hook TELEPHONE BEEPS incessantly. WIND MOANS through shattered windows. Furniture is tipped over. Mike moves through the chaos.

MIKE :

Hello? Joshua? Charlie?

The spider tanks are shattered. No trace of their occupants. Mike pulls out his Cassiopeia PDA and starts recording.

MIKE :

(into PDA)

Captain's log. Stardate...

Stops recording, PLAYS it BACK, listens to HIS VOICE.

MIKE :

Cool!

(records again)

The house is deserted. No sign of Joshua Taft or his bird. The spider tanks are shattered. There is broken glass everywhere.

Mike moves toward the back door of the cabin. It swings open and shut in the WIND.

EXT. JOSHUA'S HOUSE (DESERT) -BACK YARD -DAY

Mike comes out and notices hundreds of coin-sized footprints. He follows these tracks to a cluster of wooden barricades labeled: "McCORMICK AND SONS MINING COMPANY." Mike peers toward a vertical mine shaft behind the barriers.

(CONTINUED)

32.

CONTINUED:

MIKE:

(into PDA)

Animal tracks. Definitely too big
to be spiders. Could be rats.

Mike slips past the barricades. Following the tracks to
the edge of the abyss. He can't see anything. It's too
dark.

Mike turns away and returns to the yard. Never
realizing...

Several feet down the shaft. Hidden under a rock... the
shriveled and desiccated corpse of Joshua Taft. It hangs
from the side of the shaft in thick sticky webbing.

Grisly.

Suddenly the corpse is tugged loose and dragged deeper
into the shaft by some unseen creature.

EXT. MINE SHAFT -DAY

Chris's pickup is parked outside another mine shaft.

INT. MINE TUNNEL -DAY

Chris works with his pick-axe. He pauses, listening to a
DISTURBING NOISE somewhere down the tunnel. A growl? A
roar? Chris isn't so sure. And then a new sound... a
SCREECHING. The noise grows LOUDER. Something's coming.
Chris shines his light into the darkness. Trying to see
what's causing the unsettling crescendo...

Suddenly dozens of RATS burst from the darkness.

EXT. MINE SHAFT -DAY

Chris runs out the mouth of the tunnel. The rat stampede
is on his tail. He leaps into the back of his pickup.

The manic rodents continue off into the desert.

Chris looks back toward the gaping mouth of the tunnel.

CHRIS :

What am I, the Pied Piper...

33.

EXT. MAIN STREET (TOWN) -BARBER SHOP -DAY

Mike rides his bike. Floyd the barber stands out front
chatting with an elderly couple. They hold a dog's leash
in their hand.

FLOYD :

I'm sorry. I haven't seen him.

EXT. MAIN STREET (TOWN) -DAY

Mike rides on. He notices a guy taping a flyer to a lamp post. Mike glances over. It's a sign for a missing dog.

EXT. MAIN STREET (TOWN) -POLICE STATION -DAY

Mike arrives at the local police station. Several cars are parked out front. The door is ajar. Locals are crowded inside. Mike lets his bike crash as he enters.

INT. POLICE STATION -DAY

Sam is behind her desk. The place is swarming with locals.

SAM :

Quiet! Quiet please!

The mob is not listening.

BEVERLY :

They were clogging up my house!

EMMA :

I want to know what killed Zeke!

TRAVIS :

He was a good dog! He wouldn't just get up and go!

Deputy Pete whistles at top volume. Everybody shuts up.

SAM :

I had spiders at my house too. We need an exterminator not a sheriff.

TRAVIS :

What about my dog?

(CONTINUED)

34.

CONTINUED:

SAM :

I don't know, Travis. We're gonna keep an eye out. But we're not gettin' anywhere like this. You should go back out there and look for your animals. If they haven't

shown up by tonight. I'll call
Fish and Game. Okay?

Pete ushers the grumbling mob out of the office. Mike
avoids the crush and manages to stay inside.

MIKE :

Mom! Mom! All Josh's spiders are
gone!

SAM :

I can't do this right now, Mike!
Everyone's having pest problems!

MIKE :

But Joshua is gone!

SAM :

Maybe he's out looking for his
spiders?

MIKE :

Mom, I'm serious! You're not
listening!

SAM :

Mike... I've got missing pets.
Spiders in the plumbing. Rats and
mice coming out of basements. And
your sister's about to end up on a
milk carton. I can't have you
losing...

The PHONE RINGS. Sam answers it.

SAM :

Hello? Wade... wait a second...
your ostriches?
OFF Mike's look.

EXT. WADE'S RANCH -DIRT DRIVEWAY -DAY

Prosperity is clearly visible just a mile away. The
police car drives down a long road lined with fences.
35.

EXT. WADE'S RANCH -RANCH HOUSE -DAY

Wade's new Hummer is in the driveway. A CATTLE DOG BARKS
as Wade leads Sam and Mike around the side of the house.

WADE :

Came out to feed my birds this morning.

SAM :

Coyotes?

WADE :

Hell no!

The trio steps to the fence. Only three mangy ostriches are there to greet them.

WADE :

My flock had fifty birds! Where'd they go, dammit! Who the hell steals fifty birds that can't even fly!?

SAM :

All this happened last night?

WADE :

I guess. And we didn't hear a thing.

Sam gestures toward the BARKING DOG.

SAM :

What about him?

WADE :

Not a peep.

Mike notices some ostrich feathers on the ground. He heads over for a closer look.

The DOG watches his progress. BARKING excitedly.

Sam talks to Wade.

SAM :

How's the ostrich business?

WADE :

Not so good lately.

SAM :

You've got that new Hummer. You must be makin' enough to pay for it.

(CONTINUED)

36.

CONTINUED:

WADE :

(annoyed)

You like it? I'll take you for a ride.

SAM:

These birds are insured. Right?

WADE :

I didn't kill my birds, Sam. Is that what you think?

Mike looks back to see his mom confronting Wade.

WADE :

(in the distance)

... reject... absolutely not...

Mike scrutinizes what appear to be more of those tracks that he found at Joshua's. But this time they are

larger:

MIKE:

(into PDA)

I've found more tracks. Even larger now.

Mike follows the trail toward another mine entrance. This one is plugged with concrete. The tracks don't go there. They stop at what appears to be a normal patch of ground. Several ostrich feathers are scattered nearby. Mike takes a closer look. Something doesn't seem right. An odd demarcation in the soil. His fingers trace the edge of a thin film of material. It is a lid of sorts. A sheath of sticky webbing coated with dirt. Mike is able to lift it.

Mike peers into a deep dark burrow three feet wide.

INT. UNDERGROUND BURROW -DAY

Twenty feet down the shaft. A shape moves.

TRAPDOOR SPIDER POV -MIKE

A MULTI-EYED SPIDER'S VIEW of Mike at the top of the burrow.

EXT. WADE'S RANCH -OSTRICH PEN -DAY

Mike squints into the burrow but can't see anything.
37.

INT. UNDERGROUND BURROW -DAY

A dark shape inches up the burrow toward Mike.

EXT. WADE'S RANCH -OSTRICH PEN -DAY

Mike is oblivious as he peers into the dark.

EXT. WADE'S RANCH -RANCH HOUSE -DAY

The BARKING CATTLE DOG SNAPS its TETHER and charges Mike. Sam and Wade see this and run after it.

EXT. WADE'S RANCH -OSTRICH PEN -DAY

Mike doesn't see the dog. He's too busy looking in the hole.

INT. UNDERGROUND BURROW -TRAPDOOR SPIDER POV -MIKE

The kid is FRAMED IN the burrow opening just a few feet away.

EXT. WADE'S RANCH -OSTRICH PEN -DAY

Mike senses something approaching in the darkness.

Suddenly he's grabbed from behind. Sam drags him away as CLYDE the cattle dog continues BARKING.

WADE:

(to Clyde)

Now you're on the job?! What the hell were you doin' last night?!

SAM :

Come on, Mike. Let's hit it.

Sam leads her son toward the house. Mike glances back.

EXT. WADE'S RANCH -DIRT DRIVEWAY -DAY

Mike and Sam are in the cop car. Wade is at Sam's window.

WADE :

I need to know what happened to my birds!

(CONTINUED)

38.

CONTINUED:

SAM :

If I find anything I'll let you know.

(a beat)

So you can fill out that insurance form.

Sam drives down the driveway. Wade takes off his hat and wipes his brow. He watches Clyde run parallel to the accelerating police car.

INT. POLICE CAR (DIRT DRIVEWAY) -DAY

Sam eyes the road ahead. Mike is lost in thought.

MIKE :

We have to go back.

SAM :

Mike?

MIKE :

That was a trapdoor spider's burrow.

SAM :

What are you talking about?

MIKE :

Joshua was feeding his spiders bugs from the creek. And they were getting bigger.

Mike glances out the window at the dog running nearby.

MIKE:

(agitated)

What if they didn't stop growing?

What if they broke out of their tanks. Ate Joshua. And went into the mines?

Sam looks at him like he's out of his mind.

MIKE :

That could be why the other species are coming out into the open. They're trying to get away

from the giant spiders.

(a beat)

The ecosystem is out of balance.

(CONTINUED)

39.

CONTINUED:

SAM :

Have you been overdosing your
Ritalin?

She checks him for a fever.

EXT. WADE'S RANCH -DIRT DRIVEWAY -FENCE LINE -DAY
CLYDE runs next to the car. Suddenly he disappears
underground with a YELP. Only still frame on a DVD
player will capture the trapdoor spider's lunge from a
camouflaged den. The dog's empty collar rolls to a stop
in a cloud of dust.

INT. POLICE CAR (DIRT DRIVEWAY) -DAY

Mike turns from his mother and looks out the window. He
is confused when he doesn't see any sign of the dog.

MIKE :

Maybe I am losing it...

He checks himself for a fever.

INT. ABANDONED TRUCK STOP (DESERT) -DAY

A dingy collection of buildings surrounded by dunes and
rock. The structures have boarded windows. Graffiti on
the walls. Teenagers hang out. Off-road motorcycles
parked nearby.

Bret Hale's monster truck does donuts in the parking lot.
Ashley hangs out the passenger window shrieking with
glee.

INT. BRET'S TRUCK (TRUCK STOP) -DAY

Bret smokes a Phillies Blunt as he donuts his TRUCK.
Ashley laughs hysterically. Bret steers them around to
the back of the truck stop. He SKIDS to a stop.

ASHLEY :

Woo-hoo!

Bret offers his stogie. Ashley refuses. Bret puffs
away.

ASHLEY :

Haven't you had enough of that?

(CONTINUED)

40.

CONTINUED:

BRET :

No such thing. Norman's bud is da'kine.

He coughs and they both laugh.

BRET :

When I medal at the X-Games, Honda will give me full sponsorship.

Then I'll take you with me on the Supercross tour.

Ashley is silent.

BRET :

Are you still thinking about going away?

ASHLEY :

I don't know. I want to do something with my life, Bret.

Help people. Maybe med school is still an option.

BRET :

Not if you keep hanging out with me.

ASHLEY :

Thanks, Mom.

They kiss. Things head toward a serious level of "get down." Bret slides his hand up Ashley's shirt. Ashley gets into it. But then Bret slides his hand toward the buttons of her 50ls. Ashley removes his hand.

ASHLEY :

Slow down...

Bret persists. Ashley climbs off of him.

BRET :

I thought you loved me.

ASHLEY :

I do!

BRET :

Then what's the problem? You want to leave town. You don't want to make out.

ASHLEY :

I don't feel...

(CONTINUED)

41.

CONTINUED:

BRET :

What?

ASHLEY :

I don't want to lose my virginity in the front seat of a monster truck.

BRET :

Why didn't you say so? We can go outside. I've got a blanket in the back.

ASHLEY :

No... I guess... I'm just not ready.

BRET :

Tammy and Larry do it every night!

ASHLEY :

Then call them! Have a menage a trois!

BRET :

Come on, Ashley. Mommy's not around. You don't have to play

the good girl. Let Daddy give you
what you really want.

Bret goes after her once more. Ashley's not into it.

ASHLEY :

Please, Bret... Please don't...

But Bret won't listen. Ashley isn't strong enough to
fight him. She reaches into her purse and pulls out her
stun gun. She rams it up in Bret's crotch and pulls the
trigger.

Bret howls like a baboon in a wood chipper. He
spasmodically jerks off of Ashley and tumbles out the
driver's side door.

EXT. BEHIND TRUCK STOP -DAY

Bret twitches on the ground.

BRET :

My balls? Ahh! My balls!

(looks down)

I pissed myself?! Damn, bee-otch!

(CONTINUED)

42.

CONTINUED:

Ashley watches from the truck.

ASHLEY :

I told you to back off!

Ashley closes the door of the truck and rolls up the
windows.

Bret is dazed as he gets to his feet. Then his eyes
rack-focus to a nearby dune. A Rottweiler-sized jumping
spider stands atop it. Two large eyes surrounded by six
smaller orbs. Orange and black designs on its abdomen.
Wiry hair. Dagger-sized fangs. Bret can't quite believe
what he sees.

Ashley STARTS the TRUCK. This snaps Bret back to
reality.

BRET :

Ashley, wait!

ASHLEY :

Screw you, Bret. I'm going home.

Bret sees the spider leisurely coming down off the dune. He runs over to the door of the pickup and tries to open it.

Please!
sorry!

BRET :

Open the door! I'm

ASHLEY:

I can't believe my mom was right about you. Do you know how embarrassing that is?

Ashley starts to pull away. Bret keeps banging on the glass.

BRET :

Open the door, baby! I love you!
I want to marry you! Have my children! Please!

Ashley flips him the bird and BURNS RUBBER. As the truck moves out of the way, Bret finds himself staring at several more jumping spiders that are methodically approaching. Bret sprints around to the other side of the truck stop.

43.

EXT. TRUCK STOP -PARKING LOT -DAY

Bret runs from behind the building. Larry Witzer and a bunch of other kids see him coming.

LARRY :

Dude, did you piss in your pants?

RANDY :

Ha-ha! Bret pissed his pants!

All the kids start laughing and pointing at Bret. None of them see the approaching jumping spiders.

BRET :

Get out of here! They're coming!

RANDY :

The only one coming is you, dude.

Larry and Randy high-five. A jumping spider lands on

Randy's back, piercing him with its fangs, throwing him to the ground. Randy screams. The kids have a front-row seat as the spider's pincers mash their buddy into an edible pulp.

Bret leaps onto his MOTORCYCLE and FIRES it UP. Several more jumping spiders bound across the parking lot.

BRET :

Ride!

The kids scramble, leaping onto their bikes. One rider is picked off by a spider. The others kick up rooster tails as they accelerate away. The spiders chase them into the dunes.

EXT. SAND DUNES -DAY

A wasteland on the outskirts of town. The sandy waves are "surfed" by the noisy MOTORCYCLES. The jumping spiders keep after them, leaping a dozen feet in a single bound.

A biker is ripped off a motorcycle. The BIKE CRASHES. Larry ends up with a jumper on his bike. Another biker tries to kick it off, managing to knock the critter into the motorcycle's spokes. The spider gets munched. But then the courageous biker crashes and is set upon by a hungry jumper.

Larry continues riding. But a spider lands on his back and sinks fangs into his spine. Larry yells bloody murder.

(CONTINUED)

44.

CONTINUED:

Bret sees Larry go down in a cloud of gore and sand. Bret is the only human left. A jumper comes after him in mid-air. Bret does an X-Games style rocket air, kicking backward with booted legs. He knocks the spider away and keeps on riding.

EXT. HIGHWAY -DAY

Three familiar trucks cruise down the highway. This time they are devoid of any toxic waste cargo.

INT. THIRD TRUCK -HIGHWAY -DAY

Pig Pen stares fixedly at the endless road ahead of him.

SELF-HELP TAPE (V.O.)

I will live every moment of my life as if it were my last.

PIG PEN :

I will live every moment of my life as if it were my last.

Suddenly Bret Hale wheelies across the road. A jumping spider explodes against the windshield. Spider guts splatter everywhere. Pig Pen screams as he JAMS on the BRAKES.

EXT. HIGHWAY -DAY

The TRUCK jack-knifes into a line of telephone poles. Knocking them over and rolling multiple times before EXPLODING. Several jumping spiders are caught in the blast. Bret Hale rides on with several more jumpers behind.

INT. PALMER HOUSE -MIKE'S ROOM -DAY

The black and white classic: Tarantula, plays over an old TV and VCR. Mike is at his computer, downloading a spider encyclopedia into his PDA. A message flashes across the screen: CONNECTION LOST. Mike picks up the telephone.

MIKE :

Hello? Hello?

The line is dead.

45.

EXT. DESERT -DAY

Bret rides into a dead-end canyon with the spiders very close behind. Bret steers for the mouth of a hillside mine shaft.

INT HORIZONTAL MINE SHAFT -DAY

Bret speeds inside. He looks over his shoulder to check for his pursuers, they're gone. Bret looks relieved. He faces forward as... whack! A support beam knocks him from his bike. The bike continues on into the tunnel alone. From the sound of things it travels pretty far before crashing.

Bret lies on the ground as dust settles onto his face. He looks up at a support beam which begins to crack. Bret moves clear just as the ceiling caves in, sealing him in the mine.

EXT. MAIN STREET (TOWN) -DAY

Several locals put up more signs for missing pets.

INT. DINER/EXT. MAIN STREET (TOWN) -DAY

Harlan is kibitzing with Travis. Pete and Emma console

each other over dessert. Wade sits alone at a table for two. The attractive WAITRESS on roller-skates give him a fresh beer.

WAITRESS :

The phones went down for some reason. Maybe that's why Bret didn't call. Did you want to go ahead and order?

WADE :

Just give me the usual.

WAITRESS :

One ostrich steak, comin' up.
Wade reacts glumly to the word "ostrich."

INT. MUSEUM -KITCHEN -DAY

Gladys smokes as she puts together the fixings for a large meal. She has a cookbook out. Pots and pans. Chris enters. Gladys quickly drops her cigarette in the disposal.

(CONTINUED)

46.

CONTINUED:

GLADYS :

What are you doing home?

CHRIS :

Need some rat traps.

GLADYS :

Try the basement.

CHRIS :

What is all this?

GLADYS :

I wanted to surprise you with a special dinner. Turkey De La Gladys.

CHRIS :

I'll have mine without Nicotine.

GLADYS :

Not as good that way.

Chris goes through a nearby door to the basement.

INT. MUSEUM -BASEMENT -DAY

Chris comes downstairs. He rummages through some junk. comes up with several rat traps. He turns around to discover an odd hole in the wall. He ventures over for a look.

CHRIS :

Rats...

Chris leans into the hole, his jacket restricts his entry.

Chris pulls out of the hole, standing to reveal a large male tarantula on his back. Chris is oblivious as he takes off his jacket. The coat lands in a heap atop the spider.

Chris gets back down and places one of the rat traps in the hole. He doesn't notice the jacket moving behind him.

Chris backs out of the hole. He picks up his jacket.

The spider is gone. He grabs his traps and heads upstairs.

47.

INT. MUSEUM -DAY

Chris passes through the kitchen. He eyes Gladys warily.

CHRIS :

Have you been smoking?

GLADYS :

No.

Smoke pours out of her nostrils.

CHRIS :

Gladys...

GLADYS :

Get back to work. I'll see you tonight.

Chris starts out.

GLADYS :

Sam called for you.

Chris hesitates.

GLADYS :

She wants you to come by the station.

CHRIS :

She really has it in for me.

GLADYS :

Oh please.

CHRIS :

What?

GLADYS :

You two should just sleep together and get it over with.

CHRIS :

Me and Sam... Hook up...

GLADYS :

I may be older than electricity, but I used to be a nice-looking piece of tail.

CHRIS :

Too much information.

(CONTINUED)

48.

CONTINUED:

GLADYS :

I'm not kidding. I got more action than those chicks on VIP. So when I tell you Sam thinks your butt is U.S.D.A. choice...

CHRIS :

This is where I throw up.

GLADYS :

Don't tell me you don't think
she's a fox.

Chris mulls this over. Testing his own feelings. He
opens his mouth to ask another question. And then heads
out.

GLADYS :

See you for dinner.

Gladys doesn't notice the basement DOOR CREAK open
slightly.

INT. POLICE STATION -DAY

Sam is on the phone at her desk.

SAM :

Nothing yet. I'm sorry. We're
still trying to get...

Chris enters.

SAM :

Let me call you back.

(hangs up)

This has been one crazy day.
We've got missing pets, dead
ostriches. God only knows what's
next.

CHRIS :

I'm sorry about yesterday. Wade
is... He knows how to push my
buttons.

SAM :

I wanted to ask you...

CHRIS :

On a date?

Sam freezes for a second. Chris laughs.

(CONTINUED)

49.

CONTINUED:

CHRIS :

I'm kidding. What did you want to ask?

SAM:

Have you noticed anything strange in the mines?

CHRIS :

Define strange.

SAM :

I had spiders in my house. Hector had roaches in his basement. Some mice...

CHRIS :

How about stampeding rats?

SAM :

Were they running away from something?

CHRIS :

Could have been. Never saw them do that before. I guess it qualifies as strange. Sam thinks this over.

CHRIS :

Sam... Do you want to go out sometime?

SAM :

(taken aback)
Are you asking me out on a date?

CHRIS :

Only if you're going to say yes. Sam smiles slightly.

INT. MUSEUM -KITCHEN -DAY

The basement door is wide open. Gladys mixes food in a bowl. A cigarette with a massive ash hangs off her lip. A male tarantula moves across the ceiling. The creature

is the size of a pit bull. Two quivering palps flank
dart-sized fangs. Multiple eyes the size of quarters.
Hair all over.

(CONTINUED)

50.

CONTINUED:

Gladys is oblivious to the ominous threat above her. As
she works, the spider shadows her. Every time the spider
is about to strike, she goes another direction to get
spices, utensils, a pan.

Gladys places her bowl on the stove. Suddenly the
tarantula drops onto the stove right in front of her.
Gladys shrieks. The tarantula lashes out at her. Gladys
grabs a frying pan and smashes it across the face as she
stumbles backward. The spider reels, striking the burner
knobs, turning on the gas.

Gladys registers the sound of ESCAPING GAS. She looks
back toward the fuse box and makes a run for it. As she
goes, the tarantula fires a weblines at her.

Gladys gets the fuse off the top of the fuse box, but the
weblines prevents her from slotting it home.

Gladys strains with all her might, finally slots the
fuse. She turns toward the kitchen just in time to see
the broken burner spark to life. The gas ignites. The
tarantula is engulfed in flame.

Gladys is knocked down by the blast. She lies on her
back when a second male tarantula nails her with a
weblines. Gladys screams as she's dragged across the
floor toward the basement door.

The fire grows more intense, spreading quickly.

INT. POLICE STATION -DAY

CHRIS :

So that's a 'No.'

SAM :

My kids are the world to me,
Chris. When their dad left... it
really took a toll. On all of us.
I can't go through that again. I
won't.

CHRIS:

No... I understand... I don't know
what I was thinking...

(laughs)

Gladys has some crazy ideas. I'm
gonna kill her.

Deputy Pete throws open the door.

(CONTINUED)

51.

CONTINUED:

PETE :

The museum's on fire!

OFF Chris's look.

EXT. BURNING MUSEUM -DAY

The museum burns. The volunteer fire department attacks
the conflagration. All the locals are there to help.
Sam's COP CAR SKIDS to a stop. Chris leaps out. Stares
at the fire for a beat. And then he charges toward the
inferno. Sam tackles him from behind. Pinning him to
the ground.

CHRIS :

No! Let me go! Gladys! Let me
go!

The museum collapses. Chris watches it burn to the
ground.

EXT. MUSEUM -DAY (LATER)

The fire is out. The once-proud building is now a
smoldering pile of rubble. Locals stand in small groups.
Chris wanders through the ruins as firemen mop up. He
picks something out of the char. The map of the mines.
Almost completely burned. Soaked with water. He stares
at it for a heavy beat. All that remains of his legacy.
Sam steps up.

SAM :

Maybe she got out.

Sam puts a comforting hand on his shoulder.

CHRIS:

(devastated)

She was cooking. The stove was
broken.

SAM :

Why don't you come home with me?

We'll get you cleaned up.

Chris hesitates for a moment. And then he lets the map fall. He walks out of the ruins with Sam.

(CONTINUED)

52.

CONTINUED:

Mike stands off to the side. He spots something near the edge of the ruins. He goes over to pick it up. It's a piece of arachnid exoskeleton. A spider's leg. Big. Very big. Travis the fire chief warns him away.

TRAVIS :

Get away from there, Mike!

Mike hurries clear with his prize. He puts it on the ground, sketches the outline of a spider to fit the scale of the leg.

MIKE :

Holy God...

Mike looks around for his mom. He sees her driving off in the cop car with Chris.

MIKE :

Mom! Wait!

EXT. PALMER HOUSE -DUSK

The sun hangs low in the sky. Sam's cop car parks beside Bret's monster truck.

INT. PALMER HOUSE -DAY

Ashley watches TV. A doctor resuscitates a dying patient with CPR. The doctor counts as he pumps the man's chest.

TV DOCTOR (V.O.)

One... two... three...

Ashley watches intently. The patient is revived.

TV DOCTOR (V.O.)

Helping people never gets old.

Ashley hears KEYS in the front DOOR. She quickly switches channels to MTV. Sam enters with Chris.

SAM :

Is Bret here?

ASHLEY :

No.

SAM :

Then why is his truck out front?

(CONTINUED)

53.

CONTINUED:

ASHLEY :

Don't worry about it.

SAM :

What do you mean? What happened?

ASHLEY :

Nothing.

Ashley starts crying. Sam goes to comfort her daughter.

Chris stands by in shock. Watching, Upset.

ASHLEY :

Nothing happened, alright!

Ashley runs off to her room. Sam follows.

Chris stands alone for a beat. He walks to the kitchen and pulls a bottle of Vodka from the freezer. He puts the cold bottle against his head and neck. Trying to cool off.

Mike bursts into the house carrying his piece of exoskeleton. He sees Chris opening the bottle of vodka.

MIKE :

Spiders shed their skins when they grow.

Chris looks at Mike for a moment.

MIKE :

Like snakes.

CHRIS :

Gladys is dead.

Chris drinks vodka straight from the bottle.

MIKE :

Maybe not.

That got Chris's attention.

MIKE :

This is a tarantula's leg. Or it was. It's an exoskeleton, to be scientific.

CHRIS :

It's a little large.

(CONTINUED)

54.

CONTINUED:

Chris has another gulp of vodka as Mike holds up his Cassiopeia full of spider data. He shows Chris a video of a male tarantula mummifying its food. Chris watches in amazement.

MIKE :

See! Male tarantulas wrap their prey in webbing. Tight like a mummy. The food stays alive so they can eat it later.

Sam enters the room in time to overhear this.

SAM :

Mike, please. Now isn't the time.

Chris looks up at Sam.

CHRIS :

They keep their food alive.

Mike hands his mother the new piece of exoskeleton.

SAM :

What is this?

MIKE :

A spider's leg!

Sam flinches, dropping the object to the floor.

MIKE :

Careful!

SAM :

No. That's a piece of cactus.
Look... It's covered with spines.

MIKE :

Those are quills! Tarantulas can
flick them at you like darts!
Mike does an odd flicking motion. Kind of like a dog
scratching a flea.

SAM :

Giant tarantulas?

MIKE :

Tarantulas! Wolves! Trapdoors!
Joshua had a ton of exotics!
(CONTINUED)

55.

CONTINUED:

CHRIS :

If there were giant spiders
roaming the desert, don't you
think somebody would've seen them
by now?

MIKE :

The jumpers hunt in daylight. But
not the others. They only come
out when the sun goes down!
The group looks to the window, the sun hangs low in the
sky.

EXT. TOWN -DUSK

Prosperity is bathed in sunset. The mine shaft entrances
are clearly visible. Like black holes of malevolent
promise.

INT. PALMER HOUSE -GARAGE -DAY

The garage is cluttered. Old station wagon. Bikes.
Skis. Sam leads Chris to a bag full of her ex-husband's
clothes.

SAM :

I guess I should watch more
'Oprah.' It must be a textbook
'no-dad' kind of thing.
Chris shifts awkwardly. In shock. Sad. Sam holds up a
flannel shirt.

CHRIS :

That one looks kind of scratchy.
Sam holds up a shirt that Chris approves of. He takes it
and proceeds to take off his old soot-stained shirt.

SAM :

All Jason cared about was getting
out and starting over. I guess
that included buying a new
wardrobe.
Sam turns to pass Chris a pair of Levis. He's buttoning
up the new shirt. Chris takes the pants. He doesn't
register Sam ogling his exposed chest.

(CONTINUED)

56.

CONTINUED:

CHRIS :

Gladys thought I should sell...
but you know... I never wanted to
get rich. If it was about the
money, I would have sold out to
Wade a long time ago.
Chris moves behind the car and takes off his pants.

CHRIS :

I think I just wanted to prove the
gold was down there. That my
family wasn't crazy to keep
looking. Even after we'd lost so
much. And now... she's gone, too.

SAM :

I'm sorry, Chris.

CHRIS :

Do you know what I'm trying to

say?

SAM :

It wasn't about spending the gold,
it was about finding it.

CHRIS :

That's right. That's exactly
right.

Sam glimpses Chris through car windows. The poor guy's
struggling to pull on some 50ls. Sam turns away, but
catches sight of him in a propped-up glass door.

CHRIS :

Remind me never to let you do my
laundry.

She turns, only to see him in a mirror. He steps out
from behind the car. Sam stares at him.

SAM :

They look great.

INT. ASHLEY'S ROOM -SUNSET

A melancholy N'SYNC ballad plays over a BOOM BOX. Ashley
sits on her bed with her back to the open window. The
sun setting in the distance. She rips up the photographs
of Bret.

(CONTINUED)

57.

CONTINUED:

Ashley doesn't notice the Great Dane-sized spitting
spider crawling in through her window. It is striped
like a jungle predator.

It comes all the way into the room and then lingers among
Ashley's stuffed animal collection.

INT. MIKE'S ROOM -DUSK

Mike checks the phone. Still dead. He types at his
computer, entering the specification of the piece of
exoskeleton. A digital representation of a spider grows
on his monitor screen. Showing Mike exactly how big the
spider would be after shedding this skin. Mike is
distracted by the LOUD MUSIC coming from Ashley's room.

MIKE :

Can't you turn that down?!

INT. ASHLEY'S ROOM -DUSK

MIKE (O.S.)

I'm doing spider research!

Ashley stops ripping. She goes to the pile of animals, oblivious to the spider. The beast doesn't move. Ashley grabs a pink teddy bear with a heart on its belly. She returns to bed and cuts the bear's heart out with scissors.

The spitting spider sneaks up behind Ashley. As it moves, so does Ashley. She scoops up the torn photos and mutilated bear, dumping them in the trash. She turns around to find the giant spider on her bed. She freezes momentarily.

ASHLEY :

(sotto)

Spider... Mike... Spider...

Ashley sees her stun gun is on the dresser. She lunges for it. She's almost got it. The spider squirts two lines of gummy web at Ashley. The glop hits her in the chest, carries her backward. Glues her to the wall.

INT. GARAGE -NIGHT

Chris finishes dressing. He faces Sam. There is an odd moment as they find themselves standing close. If the circumstances were different they'd probably end up kissing. And then they hear ASHLEY'S bloodcurdling SCREAM.

58.

INT. HALLWAY -NIGHT

Mike pops out of his door. Sam and Chris run down the hallway. Sam yanks open the door to Ashley's room.

INT. ASHLEY'S ROOM -NIGHT

Sam, Chris and Mike stand in the doorway staring at a giant spider menacing Ashley. The spitter fires another webby blast, sticking the girl's legs to the wall.

MIKE :

Wow! A scytodes spitter!

Chris pushes past Sam and Mike. He grabs a chair and shoves it at the spitter like a lion tamer. The spider backs off. Sam takes off running down the hallway.

ASHLEY :

Where are you going?

INT. SAM'S BEDROOM -NIGHT

Sam runs up to find a gun case. She tries to get a shotgun, but finds it locked. She doesn't have the key. Sam grabs objects in the room and smashes the gun rack to pieces.

INT. ASHLEY'S ROOM -NIGHT

Chris has the chair in one hand to fend off the spider. With the other hand he tries to get Ashley out of the webbing. Mike stands nearby reading from his Cassiopeia.

MIKE :

The scytodes spits a gooey discharge to immobilize their prey.

ASHLEY :

No shit!

The spider hits Chris's chair with a blast of webbing. The chair is blown from his hand, and stuck to the wall. Chris stands weaponless before the spider.

ASHLEY :

Use my stun g...

Ashley is nailed in the face with another blast of goo. Mouth sealed shut. Chris reaches under the bed and pushes it over on to the spitter. The spider leaps clear onto the wall.

(CONTINUED)

59.

CONTINUED:

MIKE:

(reads)

Watch its fangs! The spitter's fangs move from side to side as it fires!

CHRIS :

I'll keep that in mind.

Chris grabs the spitter from behind and drags it off the wall. The spider turns to fight. Chris wrestles it to the ground. He sees the fangs begin to move from side to

side and rolls clear of a point-blank web shot.

INT. SAM'S BEDROOM -NIGHT

Sam takes a purposeful step back and launches a spinning roundhouse kick that snaps the shotgun out of its binding. She grabs the bang stick and runs from the room.

INT. ASHLEY'S ROOM -NIGHT

Chris puts himself between Ashley and the spider. He looks for a weapon. Lunges for the scissors, but the spitter nails him with a blast of glue. Chris is flung across the room and stuck to the wall by the sleeve of his shirt. He shrugs out of it and makes another grab for his scissors. He gets them.

MIKE :

Get under it! Stab it in the abdomen! They don't have any armor down there!

CHRIS :

How am I supposed to do that!?

The spider leaps at Chris... and EXPLODES in midair. Bits of gore shower Chris. He stands to see Sam in the door with her shotgun. Chris is covered in spider guts.

CHRIS :

I'm gonna need some new pants.

INT. LIVING ROOM -NIGHT

Sam finishes loading new shells into her shotgun and then pops a fresh clip into her 9mm. Chris comes out of the garage wearing clean clothes. Sam chucks him the pistol.

(CONTINUED)

60.

CONTINUED:

SAM :

Ever used one of these?

CHRIS :

I'm a fast learner.

Chris tries to put the gun in his pocket. And then his waistband. But these damn pants are too tight.

Ashley uses scissors to cut web out of her hair.

MIKE :

I told you! I told you all! But
nobody ever listens to Mike!
Still think I'm crazy, Mom?

SAM :

I'm sorry I didn't believe you.
Ashley is about to hyperventilate.

SAM :

Calm down, baby.

ASHLEY :

There aren't enough wine coolers
in the world to calm me down!

SAM :

I won't let anything happen to
you.
Sam ka-chacks a fresh round into her shotgun.

CHRIS :

What other spiders did Joshua
have?

MIKE :

Spitters, jumpers, orb weavers,
tarantulas...

CHRIS :

Why couldn't he keep goldfish like
a normal person?
Sam checks the phone. It's dead.

SAM :

We need to warn people.

CHRIS :

How about the radio station?
(CONTINUED)

61.

CONTINUED:

SAM :

Good one. We'll go to Harlan's.

ASHLEY :

Outside? You want to go outside?

EXT. RESIDENTIAL STREET -PALMER HOUSE-NIGHT

Chris and Sam open the front door of the house. Sam looks one way. Chris the other.

No giant spiders lurking about. Chris and Sam continue onto the lawn. Mike and Ashley watch from the safety of the doorway. They listen to the comforting SOUNDS OF a SUMMER NIGHT.

SAM :

It's okay...

Mike and Ashley move out of the doorway. Joining the adults. They move toward the cop car.

EXT. STREETS (TOWN) -NIGHT

The cop car cruises. The occupants peer out the windows. Everything appears normal. Although no people are visible.

EXT. HARLAN'S TRAILER -NIGHT

Sam, Chris, and the kids move away from the cop car to the door. They are at the far end of town. All appears to be normal.

INT. HARLAN'S TRAILER -NIGHT

Harlan is broadcasting.

HARLAN :

... I'm saying the invasion has already occurred. The aliens are among us. But they've taken common forms. They hide in plain sight.

Harlan is startled as Sam and the others enter with guns.

SAM :

We need to make an emergency broadcast.

(CONTINUED)

62.

CONTINUED:

HARLAN :

What happened?

MIKE :

Giant spider invasion.

Harlan's jaw drops. Sam takes the microphone.

CHRIS :

What are you going to say? You can't tell them the truth.

SAM:

(into microphone)

Is this thing on? Hello? This is Sam Palmer. We have an emergency situation.

EXT. STREET (TOWN) -NIGHT

SAM (V.O.)

A pack of rabid coyotes is loose in town.

Wolf spiders crawl across rooftops. Spitters scale buildings Tarantulas lurk in the shadows. Jumpers scuttle out of the mineshafts. Trapdoors prepare their burrows.

INT. HOUSE -LIVING ROOM -NIGHT

This funky old couple relaxes in their LaZee-Boys.

SAM (V.O.)

They are extremely dangerous.

The forelegs of a tarantula reach over the top of the man's recliner, yanking him clean out. The woman is oblivious as her husband is dragged away across the floor.

EXT. HANK AND EMMA'S HOME -NIGHT

Emma bursts out of the front door, screaming hysterically. Hank is behind her with the SawzAll. A wolf spider crawls after them from inside the house.

SAM (V.O.)

Arm yourselves with any weapons you can find.

Hank raises the saw, overextending the power cable. He loses power. Drops the saw and runs for his life.

63.

INT. BARBERSHOP -NIGHT

Floyd and Leroy use brooms to fend off several wolf spiders.

SAM (V.O.)

Stay together and head for the mall.

INT. DINER -NIGHT

A spider eats the chef. The waitress roller-skates away from an arachnid. She jumps through the window into the street.

EXT. HOUSE -NIGHT

A family piles into their mini-van. Oblivious to the jumper hiding in the "way back." They close the door and drive off.

INT. HARLAN'S TRAILER -NIGHT

Harlan has donned a vintage football helmet and pads.

CHRIS :

The mall?

SAM :

The walls are concrete and the exits have steel gates. We could hold an entire army of giant spiders from inside.

ASHLEY :

You just said giant spider on the air.

Sam sees the microphone is keyed.

HARLAN :

Now that's great radio!

SAM :

Not giant spiders! I meant to say...

Harlan notices long spider legs passing the window.

HARLAN :

The aliens!

64.

EXT. HARLAN'S TRAILER -NIGHT

Sam and the others spill out of the trailer. They head for the cop car. As they get closer, a wolf spider

climbs onto the car's roof and gnaws on the light bar.
Sam raises her gun to blast it.

MIKE :

Wait, Mom! The noise will attract
more of them!

CHRIS :

Let's try for the mall.
Sam leads the others toward town.

EXT. MAIN STREET -NIGHT

Chris and Sam hang onto the panicked kids. Harlan brings
up the rear. The place is chaos. People are chased by
spiders. Dragged by spiders. Killed by spiders. Eaten
by spiders.

CHRIS :

My truck's at the museum.

SAM :

Your keys?

CHRIS :

In my other pants.

MIKE :

Look out!
The group flees a trio of goo-firing spitters. Suddenly
a familiar mini-van races past.

HARLAN :

Stop! Take us with you!
Harlan tries to flag down the speeding ride but sees...
The van's occupants are locked in combat with a jumper.
The beast is inside their vehicle and tearing them to
pieces. The van crashes.

EXT. POWER LINES (MAIN STREET, TOWN) -NIGHT

A group of orb weavers scurry across power lines. They
hit a transformer, shorting it out. The entire town is
suddenly plunged into darkness. Headlights. GUNFIRE.
Moonlight. Spotty illumination for the arachnids'
feeding frenzy.

65.

EXT. ALLEY (TOWN) -NIGHT

A dumpster. The lid rises slightly. Wade Hale peers out from within. He lifts the lid higher, oblivious to the wolf spider on top of it. The spider reaches down at him.

WADE :

No! Please!

The spider is suddenly BLOWN AWAY by Sam and Chris. Wade climbs out of the dumpster.

WADE :

Thank you!

Chris and Sam move on with the kids. Wade runs after them. Mike looks at garbage-covered Wade.

MIKE :

You stink.

WADE :

(to Ashley)

Have you seen Bret?

ASHLEY :

He was out at the dunes.

SAM :

Go ahead. I've got your butt.

CHRIS :

What?

SAM :

Your back! I've got your back!

Chris gives Sam a funny look. Maybe Gladys was right...

EXT. MAIN STREET -NIGHT

Sam leads her group down toward the mall. Other groups of survivors do likewise. As they get closer to the mall the groups coalesce into one large pack. We recognize Deputy Pete. Fireman Travis. The roller-skating waitress. Floyd. Leroy. Hank. Emma. And many other locals.

EXT. DESERT (NEAR MALL) -NIGHT

Sam and Chris are at the front of the mob with their kids.

(CONTINUED)

66.

CONTINUED:

Suddenly a trapdoor spider pops out of the ground. It grabs Travis the fire chief, and pulls him under, quickly replacing the roof of its den. TRAVIS SCREAMS underground.

MIKE :

Trapdoors! They're all around us!

SAM :

How can we spot them?

Mike consults his Cassiopeia.

MIKE :

I didn't download that part!

ASHLEY :

You dork!

The group wheels at the MUFFLED SOUNDS. They see nothing. They hear another MUFFLED SCREAM, and the top of the spider's den pops up. Travis drags himself out of it.

TRAVIS :

Help... me... please...

He is dragged back underground.

The group continues toward the mall entrance. Suddenly a gun-toting hunter is grabbed by a trapdoor. He goes cyclic, madly FIRING his GUN into the air as he's dragged under.

More beasts rise out of their dens. Reaching for the humans.

CHRIS :

Keep going!

Chris and the others flee toward the mall. Some of them SHOOT at the spiders as they run.

Leroy is grabbed by a trapdoor. Floyd tries to help but the spider plunges its fangs into poor Leroy, dragging him under.

The group clears the trapdoor minefield. But some of the

spiders have vacated their dens and are coming after them.

67.

EXT. MALL ENTRANCE -NIGHT

Chris and Sam and the kids lead just fifteen other survivors to the glass doors. The doors are locked. Wade pulls out a ring of fifty keys and fumbles with them desperately.

ASHLEY :

There's someone inside!

The group sees Norman the dope dealer janitor approaching out of the gloom. He's staring at them all curiously.

NORMAN :

We're closed.

Sam points her gun at him. Norman raise his hands in shock.

NORMAN :

Wait! I have a prescription!

It's for my glaucoma!

SAM :

Open this goddamn door!

NORMAN :

Yes, ma'am.

Norman unlocks the door and lets the group in.

INT. MALL -NIGHT

The survivors hustle inside. They lock the glass doors behind them. The spiders are still coming.

MIKE :

Get away from the doors!

NORMAN :

Be cool, little dude. They're locked.

MIKE :

Glass won't stop them!

The spiders begin smashing through the glass doors.

Chris and Sam SHOOT to keep them back. People flee into

the mall.

SAM :

The gates! Close the gates!

(CONTINUED)

68.

CONTINUED:

Wade and Norman proceed to lower the slotted steel security gates. Only problem is: Sam and Chris are on the other side.

ASHLEY :

Mom!

MIKE :

Hurry up!

Sam and Chris see the gate coming down. They run for it and slide underneath just as the gate comes down. A massive trapdoor slams up against the metal. But the metal holds.

SAM :

Shut the other entrances!

Norman and Chris run toward the opposite end of the mall.

INT. MALL -SOUTH ENTRANCE -NIGHT

Chris and Norman arrive. Spiders are SMASHING through the GLASS. Chris and Norman bring the gate down. They back away as more spiders slam against the steel.

NORMAN :

Trick or treat.

Chris and Norman head back to join the others. They find...

INT. HOME AND GARDEN STORE (MALL) -NIGHT

The survivors gather makeshift weapons. Floyd take a chainsaw off the wall. Norman practices swinging a heavy sledgehammer, accidentally toppling a stack of paint cans. Hank stands before a display of circular buzz saws.

Chris goes to where Sam doles out the few firearms.

CHRIS :

We're sealed up at both ends.

Sam hands Chris a shotgun. He tries to get the feel of it.

SAM :

You pump the slide to jack in a fresh round. Point at your target and squeeze.

(CONTINUED)

69.

CONTINUED:

Chris tries it out, pumping the slide. A shell flies out the slide of the weapon and hits Wade in the head.

WADE :

Watch it!

CHRIS :

Like that?

Sam shakes her head and takes the gun back. She pulls a machete off the wall and hands it to Chris.

SAM :

Try not to cut yourself.

INT. MALL -NIGHT

The place has the feeling of a fortress under a siege. Separate groups of townspeople are stationed at the entrances to watch the spiders' every move.

INT. MALL -NORTH ENTRANCE -NIGHT

WADE :

Why didn't we see them earlier?

MIKE :

For the last time! They can't handle the sunlight. They were waiting in the mines for the sun to go down!

CHRIS :

Then at daybreak they'll go back inside. We can walk out the front door.

MIKE :

We won't make it that long.

ASHLEY :

They're gonna come in after us?

MIKE :

They're growing very fast. They need food to sustain that kind of development.

HANK :

Someone should go out and get help.

(CONTINUED)

70.

CONTINUED:

EMMA :

You go, Sam.

SAM :

Me?

WADE :

You're the sheriff.

SAM :

I don't have that many handcuffs.

PETE :

What about the police radio?

SAM :

You're not goin' back out there, Pete. None of us are.

CHRIS :

Radio Shack is full of cell phones.

WADE :

But the signal won't get out of

the valley. That's why we
couldn't sell any of the damn
things.

HARLAN :

My antenna...

The group looks up. The moon-cast shadow of the antenna
is visible on the skylights that run the length of the
mall.

HARLAN :

I could climb up to the top. I
bet I could get a signal out.

WADE :

Great idea. You should do that.

CHRIS :

I'll cover you, Harlan.

INT. MALL -NIGHT

Wade leads Chris and Harlan toward an access door. Sam
stands with her kids. Watching. Chris looks over his
shoulder for one last look. Sam runs up to him, gives
him the shotgun.

(CONTINUED)

71.

CONTINUED:

SAM :

Are you sure you can handle this?

CHRIS:

(re:

While I'm gone, do you think you
could find me a size 32?

SAM :

I'll do my best.

(a beat)

Uhh... Do you want to go out
sometime? Dinner? Maybe a movie?

Chris takes her in his arms and plants a kiss on her

lips.

Wade holds open the nearby access door.

WADE :

Hey, loverboy... you've got a town to save.

Chris and Harlan head out. Sam watches them disappear through the door and then returns to the survivors.

ASHLEY :

You're not really going to get him bigger pants are you?

SAM :

No way.

INT. MALL -ACCESS STAIRS -NIGHT

Wade leads Chris and Harlan up a tight staircase. The door at the top is identified as "Roof Access." Wade reaches the door. The others bunch up behind him.

CHRIS :

Don't even think about locking this door.

WADE :

I'll be right here waiting.

Wade slowly opens the roof door.

EXT. MALL -ROOF -NIGHT

Chris and Harlan step onto the roof with their gear. No sign of any spiders.

(CONTINUED)

72.

CONTINUED:

Wade closes the door behind them and locks it. Chris and Harlan aren't happy to hear that LOCK TURN.

They sneak across the roof toward the base of the antenna.

CHRIS :

It looks clear.

Harlan starts climbing. Chris stands guard at the bottom. Neither of them sees the horde of spiders climbing up the side of the building toward the roof.

INT. VICTORIA'S SECRET -MALL -NIGHT

Mike collects perfume. Packing it into his pockets like grenades. Ashley is nearby, checking out the lingerie.

ASHLEY :

I didn't know you wore cologne.

MIKE :

I don't. It's spider repellent.
Sam steps in through the door.

SAM :

Let's stay together, guys.

ASHLEY :

(holds up a teddy)
Can I get this?

SAM :

Move it!

The kids run out to join their mom. After they go...
The grill of an air vent is pushed open. A huge spitting spider pushes its way through. Dropping to the floor.
Another spider follows.

EXT. MALL -ROOF -ANTENNA -NIGHT

Harlan is high up on the antenna. He has a cell phone in hand. It still indicates: "NO SERVICE." He keeps climbing.

EXT. MALL -ROOF -NIGHT

Chris sees spiders flood onto the roof.

(CONTINUED)

73.

CONTINUED:

CHRIS :

We've got company!

He tries to COCK the SHOTGUN. Ejecting a shell out the side.

CHRIS :

This always looks so easy on TV!

Chris gets it figured out just in time to BLAST an attacking spider. He fades back toward the antenna.

SHOOTING.

EXT. MALL -ROOF -ANTENNA -NIGHT

Harlan checks the phone.

HARLAN :

I've got a signal!

He dials 911.

EXT. MALL -ROOF -NIGHT

Chris is surrounded by spiders. He starts climbing up the antenna.

CHRIS :

They're coming!

EXT. MALL -ROOF -ANTENNA -NIGHT

Harlan is on the phone. He hears...

OPERATOR (V.O.)

911 Emergency.

HARLAN :

I'm calling from Prosperity Nevada! We're being attacked by giant spiders! The entire town has been overrun! Chris yells up to him.

CHRIS :

No! Don't say that!

OPERATOR (V.O.)

This is Emergency Services. Not dial-a-joke.

(CONTINUED)

74.

CONTINUED:

CLICK. The LINE GOES DEAD. Chris climbs up beside him. He FIRES several BLASTS at the approaching spiders.

CHRIS :

What happened?

HARLAN :

They didn't believe me!

CHRIS :

What a shock! Try again!

The spiders are closing in as Harlan re-dials.

OPERATOR (V.O.)

911 Emergency.

HARLAN :

There was a massive explosion!

Everybody's dead!

OPERATOR (V.O.)

Sir, your number has been flagged

as a source of a crank call. I'm

afraid I must terminate this

conversation.

CLICK.

HARLAN :

She hung up on me!

CHRIS :

Climb!

Chris FIRES the SHOTGUN. The spiders are closing in.

INT. MALL -NIGHT

Sam gazes up at the skylight. She can see the silhouette of Chris and Harlan climbing the antenna. Pursued by spiders.

SAM :

(sotto)

Oh my God...

Ashley screams in horror nearby.

ASHLEY :

They're inside!

(CONTINUED)

75.

CONTINUED:

Sam whirls to see Ashley pointing at several spiders coming out of Victoria's Secret. Sam runs over to fight them.

WADE :

Over here!

He faces off against more spiders coming through the Home

and Garden store.

EXT. MALL -ROOF -ANTENNA -NIGHT

Harlan is at the top. Chris is a bit lower. The spiders are still coming. Chris SHOOTs at them. His GUN RUNS DRY. He flips it around and butt-strokes an approaching arac.

A spider fires a web at Harlan. Nails the poor guy. And drags him off the antenna.

Harlan falls off the antenna, back toward the spiders. Chris reaches out and grabs him. Holding Harlan's hand.

CHRIS :

I've got you!

Harlan makes eye-contact with Chris. They're both about to be killed unless...

HARLAN :

Defend the human race!

CHRIS :

No!

Harlan jerks away from Chris's hand. He cannonballs down into the horde of spiders. Splattering several of the beasts along with himself.

Chris throws the useless shotgun at an approaching arac and climbs even higher. He pulls out his machete and begins hacking at the guide-wires that hold the antenna upright.

The spiders close in. Chris slices one wire. The antenna quivers. Chris slices another wire. The antenna shakes.

INT. MALL -NIGHT

Deputy Pete is standing with Sam and the kids when he's jerked off his feet and hauled into the maw of an arachnid.

(CONTINUED)

76.

CONTINUED:

SAM :

Ashley! Mike!

She sees Mike and Ashley avoid an arac by taking refuge inside the tunnels of the jungle gym.

Sam FIRES the GUNS like Annie Oakley, putting spiders down left and right, trying to reach her kids.
Floyd the barber confronts a spider with his chain-saw.

FLOYD :

Having a bad hair day?!
The spider charges. Floyd slices its legs off.

FLOYD :

How about a little off the top!
He slices another arac.
EXT. MALL -ROOF -ANTENNA -NIGHT
Chris dodges a spider's weblines. Several more come at him.

CHRIS :

You're going down!
Chris cuts the last wire and hikes out over the skylight.
The antenna keels over. Chris hangs tight as he drops toward the glass.

INT. MALL -NIGHT

Sam looks up to see Chris come crashing down through the skylight on the antenna. The antenna tilts in at a sixty degree angle. Chris hangs off the end. Orb weavers ride their weblines down to the floor of the mall.
Mike peeks out from the top of the jungle gym. He sees a hundred spiders coming in on webs. Flooding out of the stores. The devil-spawned monsters are everywhere!

MIKE :

Arac attack!
Chris leaps from the antenna to a nearby web. He slides down it like a pole, squashing the orb weaver at the bottom. Sam runs to his side.

(CONTINUED)

77.

CONTINUED:

SAM :

Did you get help?! Is anybody coming!?

CHRIS :

We're on our own!

Sam tosses him a gun and they head toward the jungle gym. The waitress roller-skates away from the spiders. She slaloms clear of several spitters. But gets tackled by a jumper.

INT. MALL -JUNGLE GYM

Ashley and Mike are hiding.

ASHLEY :

I can't stay in here!

Ashley starts to move out of the tube. She discovers the end has been covered with web. She pushes it. Something on the other side pushes back. Ashley scrambles back. Mike is already moving. The kids flee through the tubes to get away.

ASHLEY :

What are they doing?

MIKE:

(checks Cassiopeia)

They're trapping us like ants in a log! Once they have all the exits blocked, they'll come in through the last one!

They see a way out, head for that exit, only to find a spider coming through it. Mike tosses one of his perfume grenades at the spider, covering their retreat.

Another spider comes after them through one of the tubes. Mike chucks another perfume bottle. The spider cowers.

MIKE :

We've gotta go!

Ashley finds a hole that leads to the slide.

ASHLEY :

Here!

She starts down with Mike close behind. A large spider looms at the end. Ashley tries to arrest her slide. But it's no use. At the last second Sam's boot kicks the arachnid clear.

78.

INT. MALL -NIGHT

Ashley and Mike pour out of the slide. Chris and Sam

finish off the spider and then run with the kids.
Emma runs parallel to them across the playground's
sandbox. Only to be yanked under by a trapdoor spider.
Hank sees this and goes after the spiders with all his
tools. Getting revenge with a nail gun in each hand.

HANK :

It's tool time!

Floyd is still going crazy, slicing spiders with his
chain-saw, he lets out a victorious yell until a hungry
spider descends on him from above and knocks him to the
floor.

Chris passes a clothing store displaying Levi 501s. He
stops for a moment to look at the jeans.

SAM (O.S.)

Chris!

Chris continues on.

All of the survivors meet in the middle of the mall and
prepare for Custer's last stand. Spiders charge from all
directions.

Mike throws his perfume grenades. Sam and Chris SHOOT.
Others use their make-shift weapons.

Norman pulls out a joint and sparks it. Mike sees this
and gets an idea.

MIKE :

Where do you grow your weed?!

NORMAN :

Dude, if I tell you, I have to
kill you.

Norman takes a hit on his reefer.

MIKE :

They're going to kill us, you
stoner!

Norman sees the army of spiders closing in.

NORMAN :

Over here!

(CONTINUED)

79.

CONTINUED:

Norman opens an access door. Sam and the other survivors run over and crowd through it. Norman shuts the door behind them. The groups of pursuing spiders collide and begin ripping each other to pieces in a feeding frenzy.

INT. MALL -ACCESS STAIRS -NIGHT

Norman leads the survivors down the tight hallway.

WADE :

Where are you taking us?

NORMAN :

To Shangri-la.

INT. MALL -BASEMENT POT ROOM -NIGHT

Norman leads the survivors into a basement room full of pot paraphernalia. Hookahs. Weed growing in hydroponic units under battery powered lights. Psychedelic posters.

NORMAN :

You aren't going to arrest me for this are you?

SAM :

Not today.

The group can hear SPIDERS BASHING at the upstairs door.

WADE :

(to Norman)

Oh great! Now you've trapped us!

Chris moves to the bottom of the stairs.

CHRIS :

We should be able to hold them off for a little while.

Suddenly a loud BANGING ERUPTS on the wall behind them.

ASHLEY :

They're coming through the wall!

The group tightens up. Back to back. Ready for the end.

Suddenly a human hand punches through the wall.

CHRIS :

What the hell?

(CONTINUED)

80.

CONTINUED:

Bret Hale rips through the drywall. Filthy but alive. Standing in a horizontal mine shaft. He sees Sam's gun pointed right at him.

BRET :

I didn't touch her! I swear!
Sam looks at Ashley.

ASHLEY :

Don't waste your bullets.
Wade embraces his son.

WADE :

I thought you were a goner, boy!
Chris steps to the opening for a closer look at the mine.

CHRIS :

We can get out this way!

ASHLEY :

Aren't the spiders in there?

MIKE :

Not until daylight.
The BANGING on the upper door gets more INTENSE.
Norman grabs a flashlight and a bunch of battery powered grow lights from his weed farm. He passes them out to the group.
Chris takes the flashlight and leads the way into the mine shaft. Bret is shocked as the others follow him.
The group uses the grow lights, and flashlights.

BRET :

You're going back in there?! Are you all crazy!?

WADE :

Come on, Bret!

BRET :

No way! I'm not going!
Bret is alone in the room as the upper DOOR IMPLODES and

spiders flood downstairs. Bret dives through the opening.

81.

INT. MINE TUNNEL -NIGHT

Bret runs past Sam and Chris. Sam FIRES her SHOTGUN at the first spider that enters the tunnel. Her GUN CLICKS DRY. She un-holsters her PISTOLS and FIRES.

CHRIS :

Cover me!

SAM :

What are you going to do?!

Chris uses the machete to cleave into the tunnel's upper support beam. More spiders come into the tunnel. Sam FIRES desperately. Chris keeps on hacking.

SAM :

Hurry!

Sam's GUNS CLICK DRY. Spiders charge. Chris swings the machete hard. The ROOF COLLAPSES onto the attacking spiders.

Chris and Sam leap back. Landing in a heap. Clouds of dust swirl around them. They are tangled up for an awkward beat. Their faces just inches from each other...

SAM :

Hold that thought.

They manage to disengage and move on.

INT. MINE TUNNEL -NIGHT

Chris and Sam move toward the bobbing lights of the few remaining survivors.

WADE :

We're trapped again!

CHRIS :

At least they can't follow us.

SAM :

Which way do we go?

CHRIS :

I think we're in one of the old

tunnels.

SAM :

Can you get us out of here?

CHRIS :

Don't worry, Sam.

Chris takes point with the others following nervously.

82.

INT. MINES -JUNCTION -NIGHT

A boarded-up shaft entrance. Suddenly the WOOD
SPLINTERS. Chris and the others bash through. They file
into a slightly more open area with two branching
tunnels. The place is stacked from floor to ceiling with
barrels of toxic waste.

CHRIS :

I don't believe it...

Mike recognizes the BioHazard warning label he saw on the
barrel in the drainage ditch.

MIKE :

I've seen one of these before!

ASHLEY :

What are they?

CHRIS :

Toxic waste.

SAM :

Where did you see it, Mike?

MIKE :

The creek where Joshua gets his
spider food. There was one in the
water.

Chris starts toward the sloping tunnel.

CHRIS :

We can get out this way!

BRET :

No, we can't.

(turns to Wade)
Isn't that tunnel blocked off,
Dad?
Chris and the others look at Wade.

WADE :
Uh... yeah... he's right. We
can't get out that way.

CHRIS :
You did this?

WADE :
I knew you'd never sell... We're
under my property so...
(CONTINUED)
83.

CONTINUED:

SAM :
You put all of us at risk.

WADE :
I didn't have a choice! I was
broke! They gave me a hundred
grand!
Sam punches him. Knocking Wade to the ground.

SAM:
I think our lives are worth a
little more than that.

CHRIS :
We're wasting time.
Chris heads toward the only exit available. The others
follow. Wade staggers to his feet. Stumbling after
them.

INT. MINE TUNNEL -NIGHT
Chris leads the group down a tunnel. They come across
bits of vintage mining gear. A string of old light bulbs
runs along the roof into both tunnels.

CHRIS :

One end of these lights should be connected to a generator. That'll be near the entrance.

They continue down the tunnel. Entering...

INT. MINES -TARANTULA DEN -NIGHT

A large cavern. Animal carcasses litter the ground. Some human remains. Dead pets. Dead ostriches.

WADE :

My birds! You see, Sam? I wasn't lying! That's what I can put on the insurance form... giant spiders!

ASHLEY :

Ewww ... what's that smell? The others are reacting strongly. (CONTINUED)

84.

CONTINUED:

Methane. gas.

CHRIS :

This cavern is full of

ASHLEY:

What does that mean?

CHRIS :

One spark and we're all dead. Norman swallows his glowing joint. Chris shines his flashlight on a pile of mummy bundles.

MIKE :

That's what I was talking about, Chris. Presents from the male tarantula to the female.

BRET :

So the female's around here? Bret looks around nervously. The group moves closer. They shine their lights on a

horrifying sight. Joshua's corpse is a deflated flesh balloon. Yellowed teeth sneer from a shattered skull. He's completely desiccated. Every ounce of liquid drained away.

Mike hides his eyes. Ashley comforts him.

SAM :

That one just moved!

Chris runs over and slices it open with his machete. The web comes away to reveal a human hand.

CHRIS :

There's somebody in here!

Chris cuts away more web as the other survivors help. They finally reveal Gladys.

CHRIS :

Gladys!

The woman's body begins to spasm.

CHRIS :

Gladys, please...

(to the others)

Can anybody help her?!

(CONTINUED)

85.

CONTINUED:

Suddenly Ashley pushes her way forward.

ASHLEY :

Her breathing is shallow. She's going into arrest.

Ashley proceeds with CPR. Just like she saw on TV.

Suddenly Gladys snaps out of it. Gasping for air.

CHRIS :

It's okay. It's okay.

Gladys starts to get a grip. Trying to focus on Chris.

From this angle Chris look like he has a golden halo.

GLADYS :

Am I... dead?

CHRIS :

You're okay.

GLADYS :

I'm not in heaven?

CHRIS :

No...

GLADYS :

Then what's with all the gold?

Gladys points behind Chris's head to the wall of the cavern. The group turns their lights on it. The reflection is dazzling. Veins of gold criss-cross the cavern walls.

Gold! Gold!
everywhere!

WADE :

Look! It's
Is it real?

SAM:

Chris checks it out.

CHRIS :

Jesus... it's the mother lode...
He was right. My dad was right...
Chris helps Gladys to her feet. They share an emotional look of recognition.

GLADYS :

So were you.
(CONTINUED)
86.

CONTINUED:

Wade chips away at the gold.

WADE :

Get as much as you can!
Bret looks at Ashley.

BRET :

Nice work, Doc.

Ashley acknowledges him. Bret chips gold with Wade. Sam puts her hand on Ashley's shoulder.

SAM :

You saved my life.

Ashley smiles.

Gladys leans over to Norman.

GLADYS :

Have you got a smoke, kid?

NORMAN :

The man says this cavern is full of highly flammable methane gas. I smoke to get high, not to die.

SAM :

Spiders!

The group sees a cluster of normal-sized tarantulas scuttling out of the shadows.

NORMAN :

What's the big deal?

Norman steps on the closest one, grinding it under his boot. He stomps around, crushing as many as he can.

Mike watches this curiously. Taking a look at one of the squashed bodies.

MIKE :

I think you should stop.

NORMAN :

Why?

MIKE :

They don't have hair. They aren't fully grown tarantulas.

Chris and Sam look over.

(CONTINUED)

87.

CONTINUED:

MIKE :

They're giant babies!

Norman freezes. He hears SOMETHING MOVING around in the dark. And then a spine chilling... GROWL.

Chris reacts to the noise. He can guess what's coming...

The FEMALE TARANTULA steps out of the shadows. Consuela has grown to be as big as a Volkswagen MicroBus. By far the largest spider we've seen yet. Covered in hair. Massive eyes. Her two fangs are the size of machetes. Mike's eyes go wide at the sight of his old nemesis.

MIKE :

Consuela.

CHRIS :

Consuela?

The fur on Consuela's back seems to undulate. There is something weird there. A lot of weird things. In fact... her entire back is littered with hundreds of baby tarantulas.

As Consuela advances, she flicks several dart-sized quills off her belly right into Norman. A dark stain spreads across the drug dealer's shirt.

NORMAN :

Bummer...

Consuela pierces Norman with her fangs, holding him tight. Babies flood of her back and onto the dooper, chewing him to pieces like ravenous piranhas.

CHRIS :

Go!

The group flees toward the opposite end of the cavern. A male tarantula drops down to block their escape. Sam BLOWS it away. Wade and Bret are still chipping away bits of gold.

CHRIS :

Leave it!

WADE :

So you can keep it all!? Hell no!

Wade gets a nugget off the wall. He only has a nanosecond to admire it before Consuela suddenly looms

behind him.

(CONTINUED)

88.

CONTINUED:

BRET :

Dad!

Bret reaches out toward his father. Wade reaches for him. Consuela's fangs suddenly protrude from Wade's chest and he's hauled backward. The tarantula flings Wade into the cave.

CHRIS :

Bret, come on!

Bret runs after the others. But he sees Consuela firing more quills at the group. Directly at Ashley. Bret leaps into harm's way. He's turned into a pin cushion.

ASHLEY :

Bret!

Ashley goes to his side.

BRET :

I'm sorry I...

Bret dies. Sam drags Ashley away from him.

INT. MINES -NIGHT

The survivors flee along the tunnel. Chris jumps up to rip down the string of light bulbs from the ceiling.

SAM :

We have to get out!

CHRIS :

This is our chance to kill them
all.

Chris smashes the bulb at the end of the strand.

CHRIS :

When the power comes on, the bulb
will ignite the methane and torch
them!

SAM :

Where did you get an idea like that!?

Chris looks at Gladys.

GLADYS :

I blew up the kitchen.

(CONTINUED)

89.

CONTINUED:

CHRIS :

Keep going up the tunnel. There should be a generator at the exit. Start it up and await for my signal to throw the switch.

SAM :

And the toxic waste...

CHRIS :

Will be buried under tons of rock!
Go!

SAM :

What about you?

CHRIS :

I need to set the fuse as close to the spiders as I can. That should give us time to get clear.
Sam and Chris share a brief beat. And then Chris pulls down the lights, dragging them back toward the tarantula's den.

SAM :

He has a cute butt. Don't you think?

GLADYS:

U.S.D.A. choice.

INT. MINES -TARANTULA DEN -NIGHT

Chris comes through with his light bulb fuse. Consuela and her babies are feasting on the bodies of Bret and

Wade Hale.

Chris finds a vent in the ground. He sprinkles dust over it to identify a faint draft.

CHRIS :

Bingo.

He positions the shattered light bulb beside this gas jet.

INT. MINE TUNNELS -NIGHT

Mike helps Gladys up the tunnel. Sam and Ashley are behind. Suddenly a male tarantula steps out of the shadows, separating the groups.

(CONTINUED)

90.

CONTINUED:

MIKE :

Mom!

SAM :

Keep going!

Sam and Ashley flee down another tunnel.

INT. MINES -TARANTULA DEN -NIGHT

Chris finishes preparing the booby trap. He gets up to leave. Only to find Consuela coming toward him.

CHRIS :

I hate spiders.

Chris runs out of the cavern.

INT. MINE TUNNEL -NIGHT

Chris bails out of the cavern and starts running.

INT. MINE TUNNELS -NIGHT

Sam and Ashley flee the male tarantula. Sam stumbles over something on the ground. It's Bret Hale's lost motorcycle. Ashley looks back and sees the tarantula coming after them.

ASHLEY :

Hurry!

Sam lifts the MOTORCYCLE upright and climbs on. She STARTS it and REVS the ENGINE. Ashley leaps aboard. Sam accelerates along the shaft, away from the spider. The bike's headlight illuminates their path.

The male tarantula scurries after the bike.
Sam rides the motorcycle along the shaft. Ashley hangs on tight. They've put some distance between themselves and the male tarantula. A dead-end looms before them. Ashley screams as her mom stops on a dime and does a 180. Sam rides back the way they came, heading straight toward the male tarantula. Ashley looks over her mother's shoulder at the giant spider coming in the opposite direction.

ASHLEY :

Oh shit.

(CONTINUED)

91.

CONTINUED:

Sam lifts the bike into a wheelie as the tarantula nears.

SAM :

Banzai!

With perfect timing, she brings the front wheel down hard onto the tarantula's back. Crunch! The spider is roadkill. Sam steers them down another tunnel.

EXT. MINE TUNNEL EXIT -NEAR WADE'S RANCH -DAWN

Mike and Gladys gather at a generator just shy of the tunnel exit. Mike tries to start the generator. It won't catch.

MIKE:

It needs gas!

GLADYS :

There's a ranch!

Gladys heads over toward Wade's ranch.

INT. MINE TUNNEL -DAWN

Chris runs along the tunnel. Consuela charges after him, Chris reaches up, smashing more light bulbs as he runs.

EXT. MINE TUNNEL EXIT -NEAR WADE'S RANCH -DAWN

Mike is at the generator as Sam and Ashley ride up on the motorcycle.

MIKE :

It needs gas!

Sam tips over the motorcycle, trying to get gas out of

the tank. It's clear this is not going to work.

ASHLEY :

Hurry!

INT. MINE TUNNEL -DAWN

Chris runs. Smashing light bulbs. Consuela close behind.

CHRIS :

Start the generator!

92.

EXT. MINE TUNNEL EXIT -NEAR WADE'S RANCH -DAWN

MIKE :

He's coming!

ASHLEY :

Hurry, Mom!

Sam has dumped some fuel into the generator. She tries to start it. It won't turn over.

INT. MINE TUNNEL -DAWN

Chris ducks as Consuela fires quills at him. He keeps going.

INT. MINE TUNNEL EXIT -DAWN

Sam sees Chris at the bottom of the tunnel. She tries to start the generator again but it refuses to cooperate.

CHRIS :

Throw the switch!

SAM :

I don't have any power!

ASHLEY :

Yo, Mom!

Sam turns as Ashley throws her the STUN GUN. Sam catches it and brings it down to the light bulb cable... ZAPPING it.

INT. MINE TUNNEL -DAWN

As Chris runs, the light bulbs illuminate sequentially, traveling past him into the cavern.

INT. MINE TUNNEL -DAWN

A broken light bulb sparks. The filament ignites the gas-filled tunnel. A ball of flame spreads throughout

the mines.

INT. MINES -TARANTULA DEN -DAWN

A huge column of flame blasts into the chamber. All the gold is illuminated. Consuela's babies are burned like popcorn.

93.

EXT. MINE TUNNEL EXIT -NEAR WADE'S RANCH -DAY

Sam looks back to see Chris running toward her. Consuela is on his heels. The glow of a fireball is right behind them.

SAM:

Come on!

Chris looks over his shoulder at Consuela and the flames.

SAM :

Chris!

Chris makes it to Sam just ahead of the conflagration.

EXT. DESERT -NEAR WADE'S RANCH -DAY

Sam and Chris dive out of the mine opening. A pillar of flame shoots out behind them. Ashley and Mike are nearby. The town is visible just a mile away.

EXT. TOWN -DAY

The spiders retreat from daylight. Scuttling back into the buildings. Heading down into the mine shafts.

INT. VARIOUS MINE TUNNELS -DAY

The chain reaction spreads through the mines. Jets of flame blast up tunnels.

Torching any unlucky spiders looking for a home.

Rupturing the very earth around them.

EXT. DESERT -NEAR WADE'S RANCH -DAY

The EARTH BEGINS TO SHAKE VIOLENTLY.

ASHLEY :

Earthquake!

CHRIS :

No! It's a chain reaction! The whole valley is going to blow!

MIKE :

We'll never get out in time!

Gladys drives up in Wade's humvee. Cigar in mouth.

(CONTINUED)

CONTINUED:

GLADYS :

Let's get the fuck out of here!

The survivors pile into the truck as the town begins to BLOW UP in the distance.

Chris is just about to climb aboard when... A weblines shoots out of the nearby mine shaft. Consuela lives! The spider is charred and bloody. But she's primed for revenge.

Chris is yanked off his feet and hauled toward her. He fumbles for his machete and hacks at the weblines.

Cutting himself free just before getting impaled on Consuela's fangs.

Consuela knocks away Chris's machete and lunges down at him. Chris kicks her belly with both his feet. Consuela begins to shudder. Jagged cracks appear in her charred carapace. Chris kicks and tears at the failing armor. He thinks he's harming the tarantula, but he's actually helping it!

Mike and the others watch from the humvee.

MIKE :

Oh no... she's molting!

Consuela's blistered shell cracks as she shrugs the damaged skin away from her body. Chris is amazed to see the spider has grown a full size larger and become totally rejuvenated!

Consuela comes after Chris. He defends himself with the machete.

Shining steel makes contact with the dripping fangs.

Once again Consuela punts away the machete. She prepares the death blow. It looks like curtains for Chris.

MIKE :

Consuela! No! Bad! Bad

Consuela!

The massive spider stops in shock. Chris looks back to see Mike has returned.

TARANTULA POV:

The familiar multi-perspective spider vision. The

tarantula seems to recognize Mike.

95.

BACK TO MIKE:

He throws his Cassiopeia PDA at the spider's face...

Chris uses this moment of confusion to grab his machete and drive it deep into the spider's unprotected abdomen...

The tarantula screams.

Chris leaps up and runs, scooping up Mike. They dive into the back of the humvee.

Consuela tries to follow but is mortally wounded. She collapses in the dust. The TOWN EXPLODES in the b.g.

The earth itself begins to collapse.

INT. HUMVEE -DRIVING ACROSS DESERT -DAY

Gladys accelerates as the town sinks in the distance.

BUILDINGS EXPLODE. Jets of flame burst upward. The mall is sucked into the widening pit of collapsing earth. The humvee is just a cart length ahead of a wave of crumbling desert.

EXT. HIGHWAY -DAY

The humvee reaches open road. The survivors watch out the back as Prosperity disappears into a massive sinkhole.

EXT. HIGHWAY/INT. HUMVEE -MOVING -DAY

The group sits in a long beat of abject shock. And then Chris looks down to see his tight pants have finally ripped.

CHRIS :

I really need some pants that fit.

The group smiles. Happy to be alive.

MIKE :

Look out!

Everyone looks to the road ahead. A familiar bunny rabbit hops across the highway. Gladys HONKS and swerves to avoid it.

EXT. HIGHWAY -DAY

The bunny gets clear as the humvee drives away toward safety.

(CONTINUED)

96.

CONTINUED:

The rabbit continues its trek for a moment, and then is grabbed by a large trap-door spider.

FADE OUT.