

**THE EXPENDABLE ONE**

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**SMASH INTO**

A COCKROACH - innocently STEPPING OUT onto the blacktop at -

**EXT. AN INSURANCE COMPANY - DAY**

- and SQUASHED by the black boot of a SWAT OFFICER - one of MANY rushing out of a BLACK VAN -

**FOLLOW THE SWAT OFFICERS TO REVEAL**

- a full on POLICE PRESENCE, yellow tape, cruisers, a gathered mob: you know the scene, seen it a million times.

A POLICE CAPTAIN stands by a GENTLE, TWEED JACKETED NEGOTIATOR who talks into a cellphone:

GENTLE, TWEED-JACKETED NEGOTIATOR

Dean - you need to work with me and  
release at least one of the  
hostages, I can't get you anything  
if you don't show me some  
love...now be a pal, be a buddy and  
let a guy out...could be anyone...

**INT. AN INSURANCE COMPANY - BULLPEN - CONTINUOUS**

HOSTAGES line the second floor windows facing the parking lot, facing out, their backs to DEAN LEMKIN: a sweaty, rumped, paunchy dude in short sleeves, tie, dockers and an M-16 assault rifle - as he holds up his end of the negotiation from a desk phone.

DEAN LEMKIN

I'm not letting anyone out, you  
hear me? I want these assholes to  
pay for the damage to my car, I  
want them to pay the eight thousand  
in rent-a-car! I paid my premiums!

VOICE (O.S.)

You're gonna kill ten people 'cause  
they wouldn't pay for your bumper?

Dean Lemkin SLAMS the phone in its cradle and SPINS - gun barrel leading the way - to REVEAL:

**TWIGS DUPREE (28)**

A dork. Floppy hair, checkered Vans, torn Bermuda shorts, a black T-Shirt with a peeling, post-ironic 1970's decal of The Thing emblazoned in front: imagine the bastard child of Simon Pegg and Anthony Michael Hall during his "Farmer Ted" years.

TWIGS

Really? You're gonna take lives over a 1996 Toyota? C'mon, Dean, give me the Scarface gun - we'll go out the back. We'll talk. I'll buy you a latte.

DEAN LEMKIN

Who are you?

**BLAM!** Dean fires a warning shot! Twigs DUCKS, then comes up, looking at the bullet hole in the wall behind him:

TWIGS

OK. We'll make it a decaf.

DEAN LEMKIN

You a cop? How'd you get in here?

TWIGS

Why don't you answer my question?

DEAN LEMKIN

My car got hit five months ago! These buttsmeers have been yanking my chain ever since! I lost my savings paying the rent-a-car! I lost my job at the Gas-N-Sip! I lost my wife!

TWIGS

And that was all the fault of these cubicle drones? C'mon!

DEAN LEMKIN

YOU DON'T KNOW A DAMN THING ABOUT ME!

TWIGS

I know you served in the Army. I know they screwed you. I know you have a scorching case of PTSD...  
(regarding Dean's weapon)  
...and that you kept your gun...

DEAN LEMKIN

Shut up!

TWIGS

...and I know about the problems you've been having, you know, below the equator...it's no sense taking it out on these people.

DEAN LEMKIN

Shut up! Shut up! Shut up!

TWIGS

Dean, it's completely curable -  
they got this blue pill that -

**RATATATATATATAT!** Twigs goes down in a hail of gunfire that leaves a SPLATTER of crimson juice on the wall!

The Hostages SCREAM in horror!

**THE COPS OUTSIDE SCRAMBLE LIKE INSECTS**

POLICE CAPTAIN

(into his RADIO)

Shots fired! Shots fired! Do we  
have positions? Do we have  
positions?

**TWIGS**

Lies on the ground, covered in blood...and that's when his hand goes up, WAVING an index finger.

TWIGS

Dude. That was a dick move.

Dean starts - as do the hostages -

- as Twigs painfully stands to reveal a CHASM on his chest, his heart SPUTTERING inside his rent-apart ribcage, and occasionally spitting out a pathetic little gout of blood.

TWIGS (CONT'D)

(looks down at his  
ribcage, SIGHS, then:)

I'll throw in a muffin, but that's  
my final offer.

**BLAM! BLAM! BLAMBLAMBLAM!** Twigs FLIES back - propelled against the wall by more gunfire, his insides SHOOTING OUT of his body like the filling in too-microwaved a sausage.

Dean Lemkin steps forward through the smoke from his barrel, raging bloodlust on his face:

DEAN LEMKIN

I'm not fucking around!

TWIGS (O.S.)

Me neither!

Twigs stands again: the nonchalant smile still on his face...right below the see-through hole in his head - through which Dean Lemkin can be seen, eyes gouging with surprise!

TWIGS (CONT'D)  
Now can we talk?

**FREEZE FRAME ON TWIGS**

The space where the right side of his face used to be now a tunnel of dripping gore.

**SUPER TITLES: SIX MONTHS EARLIER**

**CUT TO**

**A DRAWING OF A HANDLEBAR-MOUSTACHED SUPERHERO IN A SOMBRERO**

Holding twin chili-shaped guns.

**WIDER TO REVEAL**

**INT. TWIGS'S HOUSE - LIVING ROOM - NIGHT**

Twigs sits at the drawing table. His space is lived-in, messy - the pizza boxes and discarded napkins indistinguishable from the wadded up pieces of art paper.

Satisfied, Twigs turns to a scanner, buried under a layer of fast food filth, puts the drawing on the glass and hits SCAN.

The drawing APPEARS on the chili-cheese-stained monitor of Twigs's computer on a nearby desk - where the image of the handlebar-moustached hero appears next to a similar drawing - of a boy in a bright yellow costume with a bulbous cowl.

A legend over the two characters reads:

**JOSE JALAPEÑO AND LEMON LAD**

Twigs SMILES - and that's when a VOICE from O.S. chimes in to harsh on his mellow:

VOICE  
It makes no damn sense.

Twigs STARTS to see his roommate JERRY Wilhelm (29) - tall, thin and wiry, with a shock of dark brown hair - always dressed in a labcoat with a shirt and white tie. Imagine him as the test-tube child of Egon Spengler and Chandler Bing.

TWIGS  
AAAIIE!  
(off Jerry's stare)  
Jerry, when did you get in here?

JERRY  
Just now.

TWIGS  
How'd you sneak up on me?

JERRY  
I'm s pry.  
(off the monitor)  
Why would a spice-based superhero  
team up with a fruit-based  
sidekick?

TWIGS  
Why would a bat work with a robin?

JERRY  
Is that your idea of satire?

TWIGS  
No - no...I mean -

An exchange of glances. Jerry shakes his head. Defeated,  
Twigs hits delete: the image VANISHES.

JERRY  
That's what I thought.

TWIGS  
I hate you man. Hate you like  
you're made of Hitler.

**FOLLOW JERRY TO HIS SIDE OF THE ROOM**

An antiseptic lab full of roach habitats. Though all clearly  
built from spare parts, every piece of equipment is polished  
to a sheen: the dark brown insects almost seem out of place.

JERRY  
I'm a mirror, Twigs. A mirror.

Twigs steps up into the lab and picks up a bulb-like flask,  
inside of which is a lone cockroach:

TWIGS  
And by "mirror," you mean "roach  
murderer."

JERRY  
Say that when my research pays off  
and I'm collecting the Nobel.  
(snatches the flask)  
This little guy's very much alive.

TWIGS  
Five bucks says he's a goner.

JERRY  
You really want to do this  
again?

TWIGS

Hell yes. 3 hours without oxygen?  
 (as Jerry opens the jar)  
 Pay up. Granpa needs a corndog.

The cockroach FLIPS OVER and walks around the jar.

JERRY

You were saying?

TWIGS

Uh, I'm a little short.

Jerry hands over the jar and walks to a white board: "Twigs owes Jerry \$2,453." Jerry changes it to \$2,458."

JERRY

Face it, Twigs - your heroic fantasies aside, the roach is the only real superbeing on the planet.

Jerry walks over to a piece of equipment - a set of glass globes - each filled with a disgusting brown fluid - with tubing snaking down to twin spigots, one neatly labeled MALE, the other FEMALE.

TWIGS

Whatevs. Roaches suck. People just want to see them die.

Jerry puts a blue anodized Thermos under the male spigot and a pink anodized Thermos under the female. Both Thermi have a distinctive cockroach decal.

Jerry PUSHES a button...the Thermi fill up with fluid:

JERRY

You keep telling yourself that -  
 superstrength wicked healing factor  
 - these things are more like  
 Wolverine than you'll ever be. And  
 better looking.

TWIGS

Bitch, please.

JERRY

(pulling out a test tube)

And now that I have this, I'm gonna be even closer to figuring out what makes them tick.

Twigs takes and looks at the test tube - inside is an long, sleek, iridescent bug. Twigs does his best Schwarzenegger:

TWIGS

*You are one ugly motherfucker.*  
 (off Jerry's silence)  
*Predator. Schwarzenegger.*  
*Schwarzenegger? Predator?*

Jerry SNATCHES the vial as Twigs heads back to his side of the room and picks up a half-eaten burrito from the floor.

JERRY

The moving image is a lie.  
 (off the vial)  
 But this is *ampulex compressa* - the only natural roach predator in the wild - it secretes a roach specific neurotoxin that...am I boring you?

Twigs nods in between burrito-bites, but Jerry's riposte is cut short by a **DING!** from his distilling apparatus. The Thermi are full.

And off Jerry, as he goes to collect his Thermi:

**MATCH CUT TO**

**THE SAME SCENE - ON A LAPTOP VIDEO SCREEN (CONTINUOUS)**

As Jerry closes up the Thermi:

JERRY (ON SCREEN)

You're just menstrual because pop culture has been strip mined...and no one wants to read a wry commentary on modern superheroism.

**PULL OUT TO REVEAL**

**INT. SPY OFFICE - CONTINUOUS**

A cavernous LOFT - two Steelcase desks squat under an industrial light. A tall man in his 30's (DARIUS - think of Ving Rhames in his prime) watches the screen intently from his chair, flanked by several men in dark suits.

TWIGS (ON SCREEN)

The next time you try to perform an auto-orchietomy, I'm not gonna stop you.

JERRY (ON SCREEN)

Zealots like you put Galileo in a dungeon.

But Darius and his men are turned by a female VOICE (O.S.)



FEMALE VOICE (O.S.)  
 How much longer to we have to  
 listen to those douchebags?

JERRY (ON SCREEN)  
 Biofeedback is a perfectly  
 viable way to control  
 physical pain.

A plume of slightly pink-colored cigarette smoke enters frame, followed by the source of the female voice: AGENT ARMSTRONG (mid-20's, the kind of woman who causes explosive spontaneous ejaculation at Comic-Cons...or Kate Beckinsale).

A tight black Armani suit hugs Armstrong's curves, her lips cuddle a pink, gold-filtered Sobranie cocktail cigarette.

DARIUS  
 Our surveillance package in place -  
 six hours for routine assimilation -  
 and then we extract them.

ARMSTRONG  
 I want these pudknockers in a hurt  
 locker. Pronto.

Armstrong takes the cigarette from her lips, and as her mouth curls in anticipation...

**EXT. TWIGS AND JERRY'S HOUSE - CONTINUOUS**

Twigs and Jerry step out of their ramshackle rental. Jerry jams the Thermi into his old-school leather doctor's bag:

<p>TWIGS          ...seriously, I will give you          the down payment for a new          car...</p>	<p>JERRY          You? Good luck with that.</p>
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TWIGS  
 You're already tall dark and morbid  
 - why do you have to drive us  
 around in a meat wagon?

REVEAL Jerry's car - a black, not-so-late model van with a CITY OF AKRON CORONER decal on the side.

JERRY  
 Buying a used vehicle from your  
 workplace is a perfect adapted re-  
 use - cost-efficient, well-  
 maintained and -

TWIGS  
It smells like a dead man's  
dick?

JERRY  
- it affords me parking  
privileges that vastly cut  
down my expenditure of time.

TWIGS  
In addition to all the time you  
save not getting laid?

JERRY  
My intellect gets me laid...and  
when my work is done, I will stand  
at the World Entomology Congress...

The banter keeps going as the two men enter the van -

TWIGS  
...and you will tell those stuffed  
establishment shirts how you  
harnessed the healing powers of the  
roach to benefit mankind...

JERRY  
...and the thongs will fly  
like a Tom Jones concert...

TWIGS  
... 'cause thong-wearing is  
exactly what entomologists  
are known for...

...and as Twigs SLAMS the passenger door shut:

**CUT TO A JACK KIRBY-LIKE IMAGE OF A VERY EVIL MAN**

WOMAN'S VOICE (O.S.)  
He looks kinda...evil.

TWIGS'S VOICE (O.S.)  
This man exposed his genitals to  
you at a Starbucks parking lot and  
caused you great emotional  
distress, of course he's evil.

**WIDER TO REVEAL**

**INT. AKRON POLICE HEADQUARTERS - BULLPEN - NIGHT**

Wood paneling. Ancient desks. Uniforms. Short sleeves and  
ties. Coffee. Donuts. Twigs sits at a desk with a sketch pad,  
taking direction from the woman (40's, housewife).

WOMAN  
Yeah...he was mean and awful...but  
the sketch looks...dastardly...

TWIGS

Dastardly.  
 (a beat, then a smile)  
 Really? So...you like it?

The woman shakes her head as the space behind Twigs fills with the considerable bulk of DETECTIVE SHANAHAN (40's former high school linebacker - in the eighties, he would have been played by Paul Gleason).

DETECTIVE SHANAHAN

Let's see the sketch.

Twigs looks up to see Shanahan: his eyes filling with Discovery channel animal-snuff-documentary-fear:

TWIGS

Well, it's not finished yet - I -

Shanahan SNATCHES the drawing - looks at it for half a beat...then GRABS a handful of Twigs, LIFTS HIM UP and DRIVES him across the bullpen:

DETECTIVE SHANAHAN

(to the woman)  
 Pardon us, ma'am.

TWIGS

What the - what'd I do?

Once out of earshot, Shanahan lets Twigs go, crumples up the drawing and BOUNCES it off his head.

DETECTIVE SHANAHAN

This scumbag's wanted in three counties for indecent exposure and you're making him look like Ming the Merciless.

TWIGS

Ming's bald.

DETECTIVE MOSS

Shut the fuck up, Fredo - I got a backlog of pervs to catch and you're making it easy on them.

Shanahan indicates a cork board on the wall behind them - festooned with Twigs's perp sketches: all of them look like comic book villains straight out of the silver age.

TWIGS

I'm just trying to use my talents...you know, to help people.

DETECTIVE SHANAHAN

If this is your talent, it's no wonder the Police Academy turned you down.

TWIGS

Dude. In front of everyone? Really?

DETECTIVE SHANAHAN

Don't "dude" me, comicon. From now on, you will make scumbags look like scumbags or I crap you not, you will know pain. Understood?

Shanahan doesn't wait for the answer before glowering away, and off Twigs, looking across the bullpen at the woman...

**INT. AKRON POLICE HEADQUARTERS - HALLWAY - MOMENTS LATER**

Drab. Fluorescent.

A downtrodden Twigs walks down the hallway, clutching his art supplies and whistling the John Williams cue "Binary Suns" (the one heard as Luke Skywalker stared at the sunset on Tatooine after Uncle Owen smashed his dreams) when -

- SLAM! a pair of beefy detectives knock him against a wall and keep going without so much as a grunt.

Twigs shakes his head, then gathers his supplies and produces his ID - swiping it on a reader to enter a door labeled COUNTY MORGUE...

**INT. COUNTY MORGUE/AUTOPSY ROOM - CONTINUOUS**

...to see Jerry, standing over the A DEAD MOTORCYCLIST on a steel table: struggling to pull off the helmet.

TWIGS

Hi Jer.

Jerry turns and the force of his motion causes the motorcyclist's head to COME OFF with a sickening CRUNCH.

JERRY

Hey Twigs.

TWIGS

EUGH!

JERRY

What?

(looking at the head)

I'm an assistant deputy coroner.  
This is my gig.

Jerry sets the head on the table next to the torso: now it's looking straight up at Twigs.

TWIGS

No, you're a wannabe mad scientist posing as an Assistant Deputy Coroner so you can experiment on the unwilling dead.

Jerry pulls out a pair of scissors and CUTS a swath across the victim's bloody pant leg to REVEAL a deep laceration.

JERRY

In my book, riding a donor-cycle's no different from donating your body to science. Now gird your loins. I'm about to make history.

TWIGS

"Loins" are the last thing on my mind.

Jerry tosses Twigs a Polaroid camera. Jerry walks to a refrigerator and produces his blue anodized Thermos as Twigs shakes his head and photographs the wound on the body's leg, trying very hard to not look through the viewfinder.

JERRY

Make a note: October 28, we are using the Epithelial Hypersynaptic Neuromuscular Reagent derived from the male cockroach -

TWIGS

Why don't you just call it the "Boo-Boo-Goo."

JERRY

I loathe that name. It demeans the very nature of my being.

TWIGS

Note this: you have a seriously messed up headless corpse and you're putting your roach mucus on his wound to see if he heals.

JERRY

Good enough.

Jerry SCOOPS OUT a gob of Boo-Boo-Goo from the Thermos with a tongue depressor and SMEARS it all over the wound, then takes the Polaroid and camera from Twigs's hand.

TWIGS

So what happened the last time you tried the Boo-Boo-Goo on some unfortunate soul?

Jerry reaches into his doctor's bag and pulls out a second Polaroid, which he holds in front of Twigs's face. Twigs lets out a SHRIEK OF UTTER REVULSION:

TWIGS (CONT'D)

That is the most repugnant thing I have ever seen!

JERRY

(a shrug)  
Wanna get some dinner?

**INT. BENIHANA - NIGHT**

A stern CHEF chops vegetables on the grill. Twigs and Jerry sit on the edge of the grill - a communal table - along with several other DINERS, including a SUSAN BOYLE-LIKE WOMAN.

STERN CHEF

Flying onion! HAI!

Executing a perfect maneuver, Stern Chef sends an onion slice into the air and bats it with his knife into the open mouth of Susan Boyle-like woman, who CHOMPS DOWN with delight.

The gathered diners CLAP and CHEER...except for Jerry, who stares at his Polaroids, holding them close.

TWIGS

Dude. Staring at that wound isn't gonna make it heal any faster.

JERRY

If this experiment works, my Epithelial Hypersynaptic Neuromuscular Reagent -

TWIGS

Boo-Boo-Goo -

JERRY

- it's is my ticket out of the morgue.

TWIGS

Just put the pics away. People are eating.

JERRY

You don't know what it's like to  
live in disgrace. In two days -

TWIGS

- the World Entomology  
Congress is going to meet -

JERRY

- and you know who won't be  
there?

TWIGS

You.

JERRY

I wasn't meant to live in obscurity  
like you.

Twigs shakes it off and puts on an encouraging face:

TWIGS

Look, maybe I didn't get kicked out  
of med school...in Bolivia...but I  
know what it's like to have people  
stomp all over your dreams.

STERN CHEF

Flying shrimp! HAI!

Stern Chef makes another maneuver - a piece of shrimp FLIES  
from the grill and hits Twigs on the face!

TWIGS

HOTSHRIMP!HOTSHRIMP!HOTSHRIMP!

The shrimp lands in Twigs's shirt pocket - sizzling - his  
arms FLAIL- SLAPPING Jerry's hand -

- the Polaroids go FLYING - one of them lands in front of  
Susan Boyle-like woman, who looks down:

SUSAN BOYLE-LIKE WOMAN

AAAAAAAAAAAAAAAAAAAAAAAAUUUUUUUGH!

Jerry SCRAMBLES to pick up the pictures - the other diners  
REACT WITH SHOCK AND DISGUST - Twigs reaches for a glass of  
water to douse his own chest - Susan Boyle-like woman SHOTS  
to her feet -

- and hefts her considerable bulk into Twigs, sending him  
onto the grill!

STERN CHEF

MAN ON GRILL! MAN ON GRILL!

Now everyone SCREAMS.

Twigs tries to claw his way off, but his hands keep landing on the grill with a loud SIZZLING SOUND.

Stern Chef emerges with a fire extinguisher and LETS IT RIP - an avalanche of white powder that sends Twigs off the grill and onto the floor with a painful **THUNK!**

Twigs SHAKES on the floor, spitting out fire extinguisher powder, and then looking up - the entire restaurant STARING.

STERN CHEF (CONT'D)

Hai.

**INT. MORGUE - LATER**

Jerry helps Twigs limp in. Twigs's lower legs and arms are heavily bandaged. The toes of his shoes are melted.

TWIGS

I can't believe they made us pay for the damage.

JERRY

You mean made me pay for the damage, you reprobate. Haven't you ever heard of a savings account?

TWIGS

Art supplies, man.

JERRY

Your combined debt to me is now four thousand dollars.

Jerry dumps Twigs on a chair and walks over to the motorcyclist's corpse.

TWIGS

Can we go home? I need my blankie.

JERRY

Not until I check on the patient.

As Jerry pulls back the sheet - REVEAL that the gaping laceration on the motorcyclist's leg is completely healed.

JERRY (CONT'D)

Full regeneration of necrotic tissue...I did it...I did it...

Jerry grabs the gnarly "before" Polaroid and holds it up to the perfectly healed leg.



TWIGS

Did what - what did you -  
 (locking eyes with Jerry)  
 This dead dude's leg - it's -

JERRY

Completely healed.  
 (triumphant)  
 The Epithelial Hypersynaptic  
 Neuromuscular Reagent has barely  
 been on him for an hour and he's  
 completely healed!

TWIGS

Dude, I believe this is what Oprah  
 calls an "Ah-hah moment."  
 (holds up his hand)  
 Give me some skin!

The two HIGH-FIVE: their minds racing.

TWIGS (CONT'D)

You know, now that you're going to  
 be a billionaire, maybe we should  
 discuss a slight restructuring of  
 my debts to you - you know, because  
 I owe you for all the bets and the  
 damage to the benihana but you're  
 gonna be really rich -  
 (off Jerry's silence)  
 - uh, Jer...

JERRY

If that dead biker's leg  
 regenerated entirely in less than  
 an hour...imagine what this stuff  
 could do to living tissue.

TWIGS

Oh - no doubt, it's gonna be  
 fantastic and - wait a minute...  
 (looks at his bandages)  
 ...hell no.

But Jerry's obsessive one-track mind is on the rails:

JERRY

It's in the name of science.  
 What could possibly go wrong?

TWIGS

It's in the name of my ass!  
 Everything?

JERRY

Don't you want the pain to stop?

TWIGS

Hmmm. What's the expression I'm  
searching for...oh yeah...NO  
FUCKING WAY!

JERRY

I'll forgive your entire debt.

Twigs HOPS UP on a table.

TWIGS

Smear me.

Twigs painfully takes off the bandages as Jerry rushes over  
to the freezer and pulls out the blue anodized Thermos:

JERRY

You're not gonna regret this.

And with that, Jerry puts down the first gob of Boo-Boo-Goo  
on Twigs's leg...and it lands with a SIZZLING NOISE.

TWIGS

OH SHIT THAT STINGS! SHIT! SHIT!

Jerry looks up at Twigs and SLAPS him on the face. Twigs  
stops screaming, then:

TWIGS (CONT'D)

Wow. That hurts even more.

JERRY

(a knowing glance)  
Biofeedback.

**EXT. AKRON POLICE HEADQUARTERS - PARKING STRUCTURE - LATER**

Jerry helps a re-banded Twigs to the Coroner Van, leaning  
him on a concrete post as he fishes for the keys.

TWIGS

You are a sadistic psychopath -  
blind to human suffering, numb to  
unspeakable pain -

JERRY

Regeneration probably causes some  
heat response in the cell base as a  
result of accelerated mitosis -

TWIGS

Is there a science term for  
"slapping me like Ike and Tina?"

JERRY

Stop being such an infant. A stinging sensation does not equate to unspeakable pain...violent avulsion of your spinal cord, having your genitals set on fire and burst from the heat, being shocked repeatedly with high voltage - that's a man's definition of "unspeakable."

Before Twigs can reply, two black sedans back off from the parking spots in front of the van and make SCREECHING, spinning turns to back Twigs and Jerry against the van.

TWIGS

What the -

Before the rest of that sentence can vocalize, Darius and two other MEN IN DARK SUITS step out of the cars - pulling dart guns from their holsters.

**ZIP! ZIP!** darts shoot into Jerry's forehead and Twigs's upper lip. Both men STAGGER. Jerry points to his forehead, drool running down his paralyzed chin: slurring his speech.

JERRY

Fhugh an cringsh?

TWIGS

Ther sherfs ngagger.

Twigs and Jerry, wet their pants, shoot each other disbelieving looks...and FALL face-first with matching THUDS.

**CUT TO BLACK**

**INT. ARMSTRONG'S SPY OFFICE - NIGHT**

**SPLASH!** Twin buckets of water impact simultaneously on Twigs and Jerry, both tied to chairs in the cavernous space.

The two men come to, scared shitless and shaking off the cobwebs as Agent Armstrong steps up, holding a badge:

AGENT ARMSTRONG

Hello Doctor Jerry Wilhelm. Mister Twigs Dupree.

TWIGS

Where are we - what do you want?

AGENT ARMSTRONG

I'm Agent Armstrong -

JERRY

(reading her badge)  
CIA - yeah. You have a warrant for our arrest?

AGENT ARMSTRONG

I have questions - questions to which you and your little butt boy are going to give the answers.

Jerry looks over at Twigs, who nods vigorously, then:

JERRY

I don't think so.

Darius and his men simultaneously retract their jackets to show off their sidearms.

TWIGS

Uh...Jer...Let's just hear the lady out, OK?

JERRY

(ignoring Twigs)

Let me tell you how it's gonna go, Agent Armstrong - if that is your name - you're gonna let us go.

Armstrong lets out a chuckle, shared by Darius and his men.

AGENT ARMSTRONG

You want me to get your slippers and suck your cock too?

JERRY

Suck on this, she-bitch. We were drugged and detained in violation of local, state and federal code -

TWIGS

I think we should maybe see what she has to ask -

JERRY

- currently we are being held in what I can only assume is a government facility with neither a warrant nor evidence of the commission of a crime - and we haven't been declared persons of interest or enemy combatants under the USA PATRIOT act -

Arstrong's lips curl with the desire to really hurt a Twigs.

TWIGS  
Dude, I really think we  
should hear the lady out -

JERRY  
- and even if you were, the  
Supreme Court decision Hamdi  
v. Rumsfeld, 542 U.S. 507  
would give us the right to  
due process and to challenge  
our imprisonment before an  
impartial judge -

TWIGS  
Shut up Jerry!

JERRY  
- so either let us go, or  
I'll have your superiors come  
down on your ass so hard  
you're going to be operating  
a radio tower in Greenland  
before the day is done.

Jerry lets it sit there for a moment.

TWIGS  
I'm really sorry.

AGENT ARMSTRONG  
No, your friend's got a point.

TWIGS  
He does?

And with that, Darius and his men - who have by now moved  
behind Twigs and Jerry - SLAP their beefy hands on them:

**SMASH CUT TO**

**TWIGS AND JERRY - ON THE SAME CHAIRS - MOMENTS LATER**

Naked (aside from Twigs's bandages) - and with electrodes and  
wires attached from their nipples and genitals to a machine  
controlled by Agent Armstrong...who pushes a little red lever  
to deliver a painful **ZAP!** of electricity!

TWIGS  
SONOFABITCHTHATHURTSSONOFABIT  
CHTHATHURTS!

JERRY  
OWOWOWOWOWOWOWOWOWOWOWOWOWOWOW  
OWOWOW!

Armstrong lets the shock lever go. Twigs and Jerry recover.

TWIGS  
Wow, Jerry, you were right about  
being shocked in the genitals!

JERRY  
(to Agent Armstrong)  
What do you want from us?

AGENT ARMSTRONG  
I'm asking the questions here,  
Doctor Wilhelm.

And with that she shocks them again:

TWIGS	JERRY
SONOFABITCHTHATHURTSSONOFABIT CHTHATHURTS!	OWOWOWOWOWOWOWOWOWOWOWOWOWOW OWOWOW!

TWIGS  
Ow, lady - why are you doing this?

Armstrong SHOCKS them again!

TWIGS	JERRY
SONOFABITCHTHATHURTSSONOFABIT CHTHATHURTS!	OWOWOWOWOWOWOWOWOWOWOWOWOWOW OWOWOW!

Twigs and Jerry both open their mouths as if to speak, then  
TURN to one another:

TWIGS (CONT'D)	JERRY
Don't ask her a question!	Don't ask her a question!

AGENT ARMSTRONG  
Ready to talk Doctor Wilhelm?

TWIGS  
Why do you keep calling him -  
(to Jerry - not asking a  
question)  
- it's the weirdest thing that she  
keep calling you "doctor."

AGENT ARMSTRONG  
He is a doctor.

TWIGS  
No he's not...he got booted out of  
med school in Bolivia for running a  
whorehouse -  
(off Jerry's look)  
- all right, all right "a group  
home for unwed women that offered  
sex therapy to lonely men for a  
reasonable stipend."

Agent Armstrong shakes her head, knowingly:

AGENT ARMSTRONG  
Tell him, doctor.

Twigs looks at Jerry, what the hell is going on here? Jerry hesitates. Armstrong puts her hand on the control:

JERRY  
All right...all right. I lied to you, Twigs. I was never in Bolivia.

TWIGS  
But you brought me a poncho.

JERRY  
Part of my cover. After undergrad, I got recruited - became part of Project Nietzsche.

AGENT ARMSTRONG  
Project Nietzsche. A top-secret defense department initiative to create a supersoldier.

TWIGS  
Supersoldier - that's awesome!

JERRY  
No, it wasn't - the things we did - I can't begin to describe the horror - the human experiments - the grotesque mutations -

TWIGS  
Try?

JERRY  
The government awarded me an MD/Ph.D after two years...three years later, I quit. And I'm still quit, Agent Armstrong.

Twigs winces, waiting for the shock, but Armstrong motions for Darius, who comes forward, holding a Toughbook laptop.

AGENT ARMSTRONG  
It's not you I'm after, Doctor Wilhelm. It's this guy.

#### **THE LAPTOP SCREEN LIGHTS UP**

With images of DOCTOR FRANCISCO MARRANO (40's - a macho, Latino leading man in an open shirt: imagine a cross between Antonio Banderas and Khan Noonien Singh).

TWIGS

Hey. It's the most interesting man alive.

JERRY

Hardly. That's Francisco Marrano.

TWIGS

Who?

JERRY

My former mentor and arch nemesis.

AGENT ARMSTRONG

Seen here with his bodyguard...the man known only as Fidel...former member of the Guatemalan Secret Police, former bodyguard for Pablo Escobar and all-around psychotic ultra-violent spicko greaseball.

In the images, Marrano is always flanked by his bodyguard FIDEL: the bastard child of Gomez Addams and Luca Brasi. Fidel always wears a Kevlar vest and sling-mounted shotgun.

TWIGS

(to Jerry)

You have an arch-nemesis?

JERRY

Marrano stole all the data from my experiments on *Periplaneta Americana*. The American Cockroach. I haven't seen him since Project Nietzsche.

AGENT ARMSTRONG

Marrano used his research - aka your research - to score a \$250 Million dollar DOD contract.

JERRY

The rat bastard.

AGENT ARMSTRONG

He convinced the brass that he could use the DNA of the American cockroach to create a serum that would result in the ultimate soldier -

JERRY

But my original baseline was incomplete. I never had the sequencing right.



AGENT ARMSTRONG  
 Neither did Marrano...but he still  
 injected a dozen military test  
 subjects with his roach piss.

JERRY  
 And?

**THE LAPTOP SCREEN**

Now shows a black-and-white Quicktime of a SMILING SOLDIER. A smiling Marrano INJECTS him with a gleaming chrome syringe.

**ANGLE ON TWIGS AND JERRY - THE LAPTOP SCREEN O.S.**

TWIGS  
 Doesn't look like anything's  
 happening.

DARIUS  
 Takes a moment for the  
 mutation to commence.

Something HAPPENS on the unseen laptop screen that makes  
 Twigs's face CONTORT INTO A MASK OF ABJECT HORROR.

TWIGS  
 EUGH! That's horrible! I'm in my  
 happy place! I'm in my happy place!

Darius SHUTS OFF the laptop. A pause. Jerry stews:

JERRY  
 Marrano, you hack.

AGENT ARMSTRONG  
 When his roach serum went south,  
 Marrano stole his work and went off  
 the grid. It's my job to get back  
 the formula - and make sure that  
 Marrano's some inmate's buttery  
 cornhole by the week's end. Which  
 is where you come in.

TWIGS  
 "Buttery cornhole?" That's where we  
 come in?

ARSTRONG  
 Have you continued your own work on  
 the roach serum?

JERRY  
 No.

Agent Armstrong reaches forward, hits the control and **ZAP!**

TWIGS

Yes he has! He has!

ARMSTRONG

Any progress?

JERRY

No...absolutely no.

(favoring Twigs)

But if I had...I would never try it on another human being like that awful, awful doctor Marrano.

AGENT ARMSTRONG

Well as far the entomology community is concerned, you've made a MAJOR breakthrough which you will be demonstrating at the World Entomology Congress tomorrow.

She slaps down an early edition of the AKRON TIMES-PICAYUNE - opening it to a story with a picture of Jerry:

**RADICAL ROACHES - Local Scientist to Present Breakthrough at the World Entomology Congress**

JERRY

Are you kidding? You let Marrano steal my work and maim innocent people and now I'm supposed to commit fraud to help you catch him?

AGENT ARMSTRONG

Yes.

JERRY

And if I don't want to be a fraud?

Agent Armstrong smiles and reaches for the lever:

**ZAP CUT TO**

**EXT. ARMSTRONG'S SPY OFFICE - CONTINUOUS**

As Twigs and Jerry's screams FILL THE NIGHT.

**INT. CONVENTION CENTER - ENTOMOLOGY CONGRESS - TWO DAYS LATER**

A science fair-like set up featuring hundreds of professional and academic poster presentations - all of them attended to by ADEQUATELY TWEEDY, SCIENTIFIC TYPES.

Jerry looks perfectly at home in his labcoat, tie and doctor bag... Twigs stands out like a guy in shorts and a t-shirt at a scientific convention.

TWIGS

So...I hope there's gonna be some entomology hotties around here, 'cause I'd love to see how your intellect gets you laid.

JERRY

This is my most humiliating defeat. Giving a fraudulent Powerpoint presentation to bait my plagiarist mentor. I'm Uncle Sam's whore.

TWIGS

I can't believe you lied to me. I can't believe you were some hot-shot researcher working on the ultimate soldier... and the poncho. I loved that poncho.

JERRY

I thought my work could help humanity.

TWIGS

Dude. Don't you go to the movies? Watch TV? Whenever the government tells you to lie to your friends so you can do top secret human experiments -

AGENT ARMSTRONG (O.S. FILTERED)

A little louder, needledick.

**INT. ARMSTRONG'S SPY VAN - INTERCUT**

Agent Armstrong sits on the passenger seat - staring at her laptop, talking into an earbud. Darius sits in the driver's.

AGENT ARMSTRONG

What part of "top secret" don't you understand?

TWIGS

Sorry! Sorry!

AGENT ARMSTRONG

Thanks, Lassie, give away the surveillance a little more, 'cause you aren't helping out the bad guys at all.

Twigs sees Jerry, shaking his head forlornly, then holds up his hand and removes the bandages - his wounds are healed.

TWIGS

At least this will cheer you up -  
(a loud *WHISPER*)  
- my burns are gone.

Jerry holds a finger to his lips and jams his open hand against Twigs's mouth.

AGENT ARMSTRONG (O.S. FILTERED)  
Quit yanking your knob and put on  
the glasses, Doctor Wilhelm.

Jerry puts on a pair of aviator glasses with yellow lenses. He touches the temple and after a **BEEP!**

**AGENT ARMSTRONG'S LAPTOP**

Comes to life with a POV from Jerry's glasses.

AGENT ARMSTRONG (CONT'D)  
The bait's surveillance gear is on-  
line. Field team check in.

Jerry looks around the hall and spots Darius's Men (#1 and #2), each glowering about the exhibits, keeping an eye on. Jerry then turns to look at Twigs, smiling like an idiot.

AGENT ARMSTRONG (CONT'D)  
Quit smiling like an idiot, Dupree.

TWIGS  
I'm sorry it's just...he looks like  
the host of a Tijuana donkey show.  
(horrible Spanish accent)  
*Waitch de aneemal emp tee hees*  
*huevos on her eenormous -*

With a discreet SHOVE, Jerry sends Twigs REELING into a scientific poster at one of the many presentation booth

.....the poster FALLS with a **CRASH!** to reveal an ENTOMOLOGY HOTTIE, manning the booth.

ENTOMOLOGY HOTTIE  
Are you OK...  
(locking eyes with Jerry)  
...Jerry Wilhelm?

JERRY  
Edith Smolenski? From the 1997  
junior Entomolympics?  
(a beat, then:)  
You lost a lot of weight.

The two look deeply at one another: there's history here.

ENTOMOLOGY HOTTIE  
I heard you had a breakthrough. You  
always had such great...intellect.

TWIGS (O.S.)  
I'm OK. Thanks!

JERRY  
(to Entomology Hottie)  
Yeah, so...what are you working on?

Twigs finally gets up to his feet, standing the poster back up as Entomology hottie reaches for a paper sample cup.

ENTOMOLOGY HOTTIE  
I'm aiding Professor Dumont at UNESCO with a roach-based nutrient beverage to solve the world food crisis. Want to try?

TWIGS  
(SNATCHING the cup)  
Don't mind if I do - by the way, I'm Twigs Dupree, and that fall didn't hurt a bit.  
(gulping the drink)  
Wow...that's a...bold flavor - what's in that drink?

ENTOMOLOGY HOTTIE  
Roach sperm.

Aaaand SPIT TAKE...but before anything else can be said:

**DARIUS'S MEN GRAB TWIGS AND JERRY AND DRAG THEM AWAY**

DARIUS MAN #1  
I'm sorry ma'am, but Doctor Wilhelm has a paper to present.

ENTOMOLOGY HOTTIE  
(after Jerry)  
Call me!

TWEEDY, SCIENTIFIC ANNOUNCER (PRE-LAP)  
Ladies and gentlemen - members of the World Entomology Congress...

**INT. CONVENTION CENTER - PRESENTATION THEATER - LATER**

A backstage area complete with curtains, catwalks and an intricate pulley system to run the lot.

Twigs and Jerry stand by the pulley rack - the TWEEDY, SCIENTIFIC ANNOUNCER visible on the stage beyond them.

TWEEDY, SCIENTIFIC ANNOUNCER  
 ...every few decades, an unknown  
 name appears to revolutionize the  
 community. Such a man is Doctor  
 Jerry Wilhelm...

Jerry looks to see Darius's men - #1 on the sidelines across  
 the stage, #2 several meters away, shrouded in darkness.

JERRY  
 They will bury me in a y-shaped  
 coffin.

TWIGS  
 Dude, you gotta chillax.

As Twigs speaks - and Jerry rolls his eyes - one of the ropes  
 on the rack behind him moves...and a shape DESCENDS...Fidel -  
hanging upside-down.

TWIGS (CONT'D)  
 You're helping catch a dangerous  
 criminal - a guy who's doing  
 exactly the kind of stuff you quit  
 because you didn't want to...

Fidel puts one massive arm around Jerry's chest and a hand  
 over his mouth Jerry struggles. Twigs is oblivious.

TWIGS (CONT'D)  
 ...so what if it took them  
 shredding the constitution and  
 violating our human dignity -

**ZZZZIP!** Jerry and Fidel fly two stories up into the catwalks!

Jerry's sunglasses hit the floor next to Twigs. As Twigs  
 looks down - confused:

**JERRY LANDS ON THE CATWALK**

As Fidel LETS HIM GO - getting a faceful of DOCTOR FRANCISCO  
 MARRANO, in black slacks and a black shirt, three buttons  
 open, his grey temples framing his black moustache - holding  
 a slim, sleek pistol.

MARRANO  
 Hello, Jerry. It's been a long,  
 long time.

JERRY  
 Marrano, you swine.

MARRANO

We will walk out the back like  
thieves in the night and you will  
give to me the rest of my work.

JERRY

You mean my work.

DARIUS MAN #1 (O.S.)

Freeze Marrano!

Marrano SPINS to see #1, running up the steps to the catwalk,  
holding a dart gun.

#1 FIRES his dart gun - **THWOCK!** - Fidel LANDS on his feet  
between Marrano just in time for the darts to hit his  
bulletproof vest.

Fidel then CHARGES - KNOCKING #1 down the steps and into -

**TWIGS - RUSHING UP THE STEPS**

Twigs and #1 entwine and TUMBLE down the stairs - LANDING in  
a noisy heap on the backstage floor.

**INT. ARMSTRONG'S SPY VAN - CONTINUOUS**

Armstrong exchanges glances with Darius and SLAMS her laptop  
SHUT. Darius hands her an exotic hand-sized sub-machinegun  
and the two PILE out of the car:

**INT. CONVENTION CENTER - PRESENTATION THEATER - CONTINUOUS**

Twigs STRUGGLES to get out from under the bulk of #1.

TWEEDY, SCIENTIFIC ANNOUNCER

...from his humble beginnings as a  
combined entomology and medical  
student at the *Escuela De La  
Ciencia, Universidad De Cochabamba*  
in Bolivia - a place not known for  
scientific accomplishment...

Marrano, Fidel and Jerry DESCEND the stairs, stepping over  
them and heading for the stage door as #2 rushes up, dartgun  
in hand - aiming for Marrano!

**THWOCK!** Marrano SWINGS Jerry around - using him as a human  
shield - the dart hits in him the forehead and he promptly  
WETS HIS PANTS.

JERRY

FRHSG! SHNARG!

Fidel grabs Jerry's limp body and TOSSES him at #2, sending both men to the ground as.

**ARMSTRONG AND DARIUS BARREL IN THROUGH THE STAGE DOOR**

Marrano AIMS HIS PISTOL into the catwalks as Fidel scoops up Jerry and **BANG! BANG!** hits a rope up above:

**ANGLE ON TWEEDY, SCIENTIFIC ANNOUNCER**

As the backdrop PLUMMETS behind him to REVEAL Marrano and Fidel - now carrying Jerry on his ample shoulders.

TWEEDY, SCIENTIFIC ANNOUNCER  
Doctor Wilhelm?

Marrano FIRES his gun into the air.

The audience PANICS. Fidel and Marrano jump off the stage into the chaos as Agent Armstrong and Darius close the distance.

Unable to get a shot, Armstrong and Darius leap off the stage, FLY-TACKLING Marrano and Fidel as:

**TWIGS**

Finally gets out from under #1 and sees the developing scuffle. As he grabs #1's dart gun and performs a kerfuffling RELOAD:

**THE THEATER FLOOR**

Becomes a chaos of HYSTERICAL CONVENTION-GOERS.

Fidel drops the still-writhing Jerry - who manages to RIP OFF the shoulder buckle to Fidel's bulletproof vest on the way down - and THROWS Darius into the seats -

- as Agent Armstrong STRUGGLES with Marrano.

MARRANO	AGENT ARMSTRONG
You!	Smile you sick, sadistic sonfoabitch!

She SLAMS him across the jaw just as Fidel SPINS to shoot her with his shotgun - the two of them PART.

**BLAM!** Fidel's fusillade hits the ground between them!

Agent Armstrong recovers her weapon.

Twigs reaches the edge of the stage.



Fidel COCKS his shotgun.

Twigs aims the dart gun to shoot Fidel - and that's when Agent Armstrong STANDS between them - raising her weapon.

**THWOCK!** Twigs's dart hits Agent Armstrong in the back.

AGENT ARMSTRONG  
THRNG FLRRRG!

Agent Armstrong FALLS but her gun goes off - **BANG!**

Her bullet CLIPS Fidel, who WINCES as his side ERUPTS with a blossom of red.

Twigs RUSHES to Agent Armstrong.

Marrano gets under Fidel and PUSHES him to a side door.

Darius STANDS, unholstering his weapon: he looks around.

Marrano and Fidel are gone.

And off Darius, Staring at a very sheepish Twigs:

**INT. ARMSTRONG'S SPY VAN - LATER**

Darius DRIVES as his two men recover in the back. Everyone casts stink eyes at Twigs and Jerry.

AGENT ARMSTRONG  
We had him in our hands and you ass  
clowns lost him.

JERRY  
You're just gonna let him go?

AGENT ARMSTRONG  
No - we're gonna let you go. You  
worthless knobsuckers had one job -  
to sit on the hook like goddamn  
worms - now you've compromised us,  
and made damn sure Marrano's ready  
for the next trap.

TWIGS  
I saved your life.

AGENT ARMSTRONG  
Your thank-you fuck is in the mail.  
(to her men)  
Get this pants-pissing shit-for-  
brains out of my sight.

**EXT. ARMSTRONG'S SPY VAN - CONTINUOUS**

A freeway just outside the city. The van BARELY SLOWS DOWN as the side opens and Darius's men TOSS Twigs and Jerry out.

The van SPEEDS away. Twigs and Jerry stand, dusting themselves off: bodies unharmed, pride seriously dinged.

TWIGS

I think she likes us.

**EXT. LOW-END HOTEL - NIGHT - ESTABLISHING****INT. MARRANO'S HOTEL ROOM - CONTINUOUS**

The door BURSTS open to reveal Marrano, under Fidel's shoulder, struggling to carry his coughing henchman's considerable bulk.

FIDEL

*Este es el fin, jefe - el fin.*  
**This is the end, Boss - the end.**

MARRANO

*No - Fidel - no puede ser.*  
**No - Fidel - It can't be.**

Marrano lies Fidel on the bed. Fidel's jacket PEELS OPEN to REVEAL the bleeding wound on his side.

FIDEL

*Te he seguido en muchas aventuras -  
pero al gran misterio  
desconocido...yo voy primero.*  
**I've followed you on many  
adventures, but into the great  
unknown mystery - I go first.**

Marrano rushes for a Halliburton Zero case on a credenza -

MARRANO

*Te puedo salvar, Fidel.*  
**I can save you Fidel.**

- and OPENS it to REVEAL a miniature version of Jerry's roach lab - including the previously seen chrome syringe, full of a hideous brown fluid.

Marrano turns to Fidel, the syringe in hand. Fidel's face turns to total fear:

FIDEL

*No quiero convertirme en un  
horrible mutante deformado! Dejeme!*  
(MORE)

FIDEL (CONT'D)

**I don't want to turn into a hideous  
and deformed mutant! Leave me!**

Fidel's got a point. Marrano puts the syringe away and steps up to his henchman, putting a hand on his hand:

MARRANO

*Tengo algo que decirte*  
**I have something to tell you.**

FIDEL

*Yo te amo tambien.*  
**I love you too.**

MARRANO

(after a beat)  
*Eh - no era eso.*  
**Uh - that wasn't it.**

A very awkward pause. Marrano takes his hand from Fidel's:

FIDEL

*Dios mío - eh - oh - lo decía  
en una manera masculina - así  
como un hombre puede querer a  
otro hombre-*  
**Oh God - eh - oh - I meant it  
in a masculine way - the way  
that a man can -**

MARRANO

*Si - si - no -  
definitivamente - en esa  
manera en la cual -*  
**Yes - yes - no - definitely  
in that way that -**

MARRANO (CONT'D)

*Lo que iba a decir es que tengo que  
- irme - por un momento -*  
**What I was gonna say is that I have  
to go - for a second.**

Marrano EXITS. Fidel gives his boss a BIG THUMBS UP:

FIDEL

*OK, jefe!*

**CUT TO**

**INT. AKRON POLICE HEADQUARTERS - HALLWAY - NIGHT**

Jerry and Twigs make their way to the morgue door:

JERRY

Great - my ID...must have lost it  
in the fight.

TWIGS

(swiping his own ID)  
I got mine.

**INT. MORGUE - CONTINUOUS**

Jerry mopes into the middle-of-the-night gloom. Twigs tears off the last of his bandages to show off his healed legs:

TWIGS

I have no idea why you're so glum.

Jerry goes to a locker, pulling out a set of scrubs.

JERRY

The public humiliation? That we're probably wanted for starting a gunfight at the World Entomology Congress? That I stink of street grease and my own urine?

Twigs moves to the fridge and takes out the blue Thermos - leaving the door open as he holds it up triumphantly.

TWIGS

Dude, this is a great day. Your serum totally works - my burns are gone - Boo-Boo-Goo is go -

JERRY

Would you quit calling it that?

TWIGS

- and the government thinks you're a loser so they're totally going to leave you alone 'til it's perfected.

Jerry shrugs - and that's when he notices his notes and Polaroids: SCATTERED on one of the examination tables.

JERRY

What's this doing here?

And that's when Marrano STEPS OUT OF THE SHADOWS, holding Jerry's ID in one hand...and his pistol with the other.

MARRANO

Hello again, Jerry.  
(tossing the ID at him)  
I was admiring your recent test results. Using blattarian stem cells to achieve accelerated mitosis is quite revolutionary. Exactly what my formula needs.

JERRY

You mean my formula, you thief - you pig.

MARRANO

The serum. If you please.

JERRY

Over my dead body.

MARRANO

As you wish.

TWIGS

Go ahead, shoot. You'll have fifty  
cops down here in no time.

MARRANO

Thank you for the advice.

Marrano PISTOL-WHIPS Jerry, DROPPING him...then turns to  
Twigs, motioning for him to hand over the Thermos.

TWIGS

I'm not giving you my best friend's  
formula. No way, no how.

Marrano walks toward Twigs, picks up a thick towel and wraps  
it around the gun to muffle the blast.

MARRANO

Give it to me or your next bed will  
be made of cold, antiseptic steel.

TWIGS

No - don't come any closer.

MARRANO

Or what?

Twigs BACKS INTO A CORNER, panicked - out of options - he  
opens the thermos lid.

TWIGS

I'll drink it.

MARRANO

Do not make me laugh, little man.  
You don't have the *huevos*.

Twigs calls Marrano's bluff - GULPING the brown slop down.

MARRANO (CONT'D)

No! Idiot!

And that's when the effect of drinking a high-powered brew of  
recombinant cockroach DNA hits Twigs like a Pan-Galactic  
Gargle Blaster. His eyes SAUCER, his mouth TINGLES...

...he drops the empty Thermos and GRABS his head in pain.

TWIGS

Oh crap! Brain freeze!

Marrano wraps a hand around the scruff of Twigs's neck, bringing up his face as he grabs a scalpel from a tray.

MARRANO

I will cut you open like a wineskin and take the formula from your -

TWIGS

- my tummy hurts!

Marrano spots the open refrigerator and LAUGHS...inside is the pink anodized Thermos with the female cockroach label!

MARRANO

- refrigerator.

Marrano laughs in recognition of the label...then drops the now-drooling-and-convulsing Twigs, who hits the floor in a COUGHING FIT.

TWIGS

You...can't -

**IN TWIGS'S NOW-BLURRING POV**

Marrano bends down to face him, SMILING:

MARRANO

See you in the next life, *maricon*.

Twigs's POV comes in and out of focus as Marrano steps away...until...finally...

**BLUR OUT TO BLACK**

**FADE IN ON JERRY - ON THE MORGUE FLOOR**

WAKING UP...alone. He shakes off the cobwebs and looks around...his notes and Polaroids are gone...as is Twigs.

JERRY

Twigs? What -

Jerry then notices a trail of garbage...and the door to the morgue, held open by an overturned dustbin.

As Jerry stands...following the trail...

**EXT. MORGUE - TRASH AREA - NIGHT**

Jerry opens the door - REVEALING that he has followed a trail of garbage to this point...he looks up at several dumpsters up ahead...

...and hears a loud MUNCHING sound.

Jerry steps over to the large garbage containers...

...the lids THROWN open...garbage STREWN everywhere...the sound of MUNCHING gets louder and louder...

...Jerry looks inside one of the containers to see:

**TWIGS - SURROUNDED BY FAST FOOD BAGS AND WRAPPERS**

A roast chicken carcass in his mouth - EATING FURIOUSLY.

JERRY

Uh...Twigs?

Twigs looks up - his face smeared with grease and bits of fast food - - as befuddled by current events as Jerry.

And off the mutual looks of "what the fuck?"

**EXT. LOW-END HOTEL - NIGHT - ESTABLISHING**

INTERMITTENTLY LIT by passing car lights and flickering neon.

**INT. MARRANO'S HOTEL ROOM - CONTINUOUS**

Fidel lies in bed...unconscious...bandages on his bloody torso...a beaded curtain of sweat running down his face as he writhes in pain.

Marrano stands at the credenza, face illuminated by his chugging porta-lab as he studies Jerry's notes and Polaroids:

MARRANO

Jerry Wilhelm...fool...you always had the inspiration, but never the courage of your convictions...

Marrano POURS the contents of Jerry's thermos into a glass ball on the top of his porta-lab...then takes out the syringe containing his own version of the fluid - and INJECTS it into a plastic tube leading into the glass ball.

The liquids MIX in the glass ball:a maelstrom of brown goo.

Marrano smiles, then presses a button on a keyboard. A small digital display on the porta-lab comes to life...

**ASSIMILATION OF MULTIPLE FORMULAS INITIATED**

...the combined formula pours into a glass ampule - which Marrano SLIPS into the syringe as he walks toward Fidel.

MARRANO (CONT'D)

...and you, Fidel, will now become  
my greatest experiment.

Fidel doesn't acknowledge. He's out. Dying.

Marrano holds up the syringe...the neon light casting a demonic glow on his face as he moves closer and closer.

**EXT. DENNY'S - THE NEXT MORNING - ESTABLISHING**

Downtown. Twigs and Jerry sit in front of a large window facing into the street.

Twigs PLOWS through a Moons Over My Hammy as he talks to Jerry, then attacks a massive dish full of hash browns - dousing it with Ketchup before the WAITRESS is done putting it on the table.

TWIGS

Look, maybe I'm just hungry -  
'cause you know I can put it away -  
but I did eat garbage and I'm  
wondering if...

(to the waitress)

Gonna need another plate of that  
hon.

**INT. DENNY'S - CONTINUOUS**

Shoveling forkfuls of red-streaked spuds into his mouth as the waitress moves away, Twigs turns back to Jerry:

TWIGS

...wondering if that's somehow part  
of my having downed an entire  
Thermos of your formula.

But Jerry hovers over his bottomless cup of coffee - his obsessive mind in another place entirely:

JERRY

There's only two options for  
Marrano - he's going to sell the  
formula to a private corporation or  
an enemy power. Some rogue state  
that's bat guano insane enough to  
try this out on a wide scale.

TWIGS

...so, you know...if there's some  
kind of Brundlefly thing happening  
to me, you'd tell me, right?



JERRY  
 ...I'm thinking North Korea.  
 It's the only place he can  
 sell it and get a lab and an  
 unlimited population of test  
 subjects -

TWIGS  
 Uh...  
 ...Jerry...did you hear  
 anything I said, because...  
 ...I uh...jer?

JERRY  
 Would you stop yammering? I'm  
 trying to stop a dangerous madman  
 here.

Twigs drops his fork into the empty plate, genuinely hurt:

TWIGS  
 Hey. Asshole. Did you miss the part  
 where I drank your roach jizz and  
 ate garbage?

JERRY  
 I'm fully aware of what you did.

TWIGS  
 Could have fooled me -

JERRY  
 - forgive me for caring about  
 stopping a dangerous madman  
 from maiming innocent people -

TWIGS  
 - and I'm not innocent? And I'm not  
 in danger? Dude, that roach pus I  
 drank hurt like a motherhumper  
 going down. God knows what it's  
 doing to my insides.

JERRY  
 Your digestive enzymes are -  
 probably - breaking it down as we  
 speak, stop being such a toddler.

TWIGS  
Probably?

JERRY  
 We're gonna find out, aren't  
 we?

Twigs stands up, pissed.

TWIGS  
 You're a cock, ya know that? C-O-C-  
 K. No, seriously, man.  
 (MORE)

TWIGS (CONT'D)

I got shot, shocked, stripped, had a dude thrown at me down a flight of stairs and you don't even say "thanks" -

(before Jerry can speak)

- nonononono - whatever. You sit here and plot your little wrath of Khan all day long if you want, mister Army Project Nietzsche secret science big shot. I'm outta here - so good luck with your vengeance, 'cause you're dead to me.

Twigs STORMS OUT of the Denny's, dodging the waitress as she stops to refill Jerry's coffee.

WAITRESS

Lover's spat?

As Jerry and the waitress speak:

**OUTSIDE - THROUGH THE WINDOW BEHIND THEM**

Twigs appears as he EXITS the Denny's...

JERRY

Hardly. Twigs is high-strung and artistic. He has difficulty focusing on the task at hand and takes things way too personally for his own especially where the greater good is concerned.

...Twigs rants to himself as he decides to cross the street and finally steps over the curb onto the blacktop...

JERRY (CONT'D)

This isn't the first time he's told me I'm dead to him and I don't expect it to be the last.

...and that's when a Mack Truck SLAMS into Twigs with a disgusting **CRACK!**

Sending his body FLYING out of the frame.

A crowd GATHERS behind the waitress and the oblivious Jerry. Cars SCREECH TO A HALT. The waitress looks back out the window - and as she SCREAMS.

**EXT. DOWNTOWN AKRON STREET - CONTINUOUS**

Jerry - flanked by the horrified waitress - PUSHES through the thickening crowd to Twigs's body.

JERRY

Oh my god -

**REVERSE ANGLE TO REVEAL TWIGS**

Badly mangled. Broken ribs PROTRUDE from his bloodied shirt. One of his eyes HANGS OUT. His right leg faces backward.

JERRY (CONT'D)

- Twigs, can you hear me? Can you hear me?

Shocked and horrified, Jerry jams a finger into Twigs's neck to seek a pulse. Nada.

Jerry buries his head in his hands, trying to not let the grief overwhelm him as a pair of INDOLENT POLICE OFFICERS enter the scene.

OFFICER #1

OFFICER #2

Make a hole you gawkers!

What's wrong with you people?

Oh, good lord that's a repugnant mess.

Officer #1 puts a hand on Jerry's shoulder, pulling him away.

OFFICER #1

Sir. You may wanna step away from the carcass.

JERRY

(looking up at the cops)

Don't you touch him! He was my friend!

(gathering himself)

I'm a city coroner, OK? My ID is...I'm gonna get my van...just leave him alone - OK?

**EXT. MEAT WAGON - MOMENTS LATER - ESTABLISHING**

CAREENING down the streets of downtown Akron with a simpering Jerry at the wheel.

JERRY

Oh my God, Twigs. I can't believe you're gone.

**INT. MEAT WAGON - CONTINUOUS**

Twigs's body lies in the back covered with a bloody sheet.

JERRY

Why did I let you walk out of that restaurant. What the hell was I thinking? What the hell were you doing?

**RACK FOCUS TO REVEAL**

Twigs, SITTING UP ON THE GURNEY...dazed and drenched with his own blood, but still alive...his eyeball still hangs from its socket by a sinew.

TWIGS (O.S.)

Geez, that smarts. Musta forgot to look both ways.

Jerry looks into the rearview and sees him. Twigs sees himself. They both SCREAM.

JERRY

HOLY CRAP!

TWIGS

WHAT'S WRONG WITH MY EYE! MY EYE!

Shocked, scared and horrified, Jerry SLAMS ON THE BRAKES.

**KERRASH!**

The force of the brake-slam LAUNCHES Twigs across the cabin and through the windshield is a shower of safety glass!

**EXT. DOWNTOWN STREET - CONTINUOUS**

Twigs HURTLES out of the van -

- and FACE PLANTS into a newspaper dispenser - which BREAKS APART on impact.

After much rag doll-like TUMBLING, Twigs finally LANDS on the gutter - his leg hitting the embankment so hard that it POPS off with a hideous **SQUACK!**

**RESUME ON JERRY**

SPINNING the van to a halt and BURSTING out the driver's side door as multiple cars HONK their horns and scream curses.

Jerry SCREAMS as he gets to the newspaper dispenser to see the heap that was once the body of his best friend.

Jerry jams a finger in Twigs's macerated neck, trying to find an artery in the pulpy mess. Needless to say, there's no pulse. Dead for sure this time.

**ANGLE ON JERRY**

As he turns away and drops to his knees:

JERRY

Oh my God! You were still alive and  
I KILLED YOU! NOOOOOO!

Jerry buries his face in his hands and weeps bitterly.

TWIGS (O.S.)

Now way this is real, right?

**TURN WITH JERRY TO REVEAL**

Twigs...standing there...confused...holding his own leg.

TWIGS (CONT'D)

Am I dreaming? Pinch me, Jer.

Jerry's eyes roll into his head...and as he FAINTS:

**FADE TO BLACK**

**OVER BLACK:** BEEP. BEEP. BEEP.

**INT. HOSPITAL - ER - LATER**

A heart monitor attached to his finger, Jerry's eyes SNAP open to spot a KINDLY NURSE over him.

JERRY

Where am I? Where -

NURSE

Relax. You're in the  
hospital. You suffered an  
emotional episode.

Jerry sits up, SNAPPING OFF the heart monitor:

JERRY

What about my friend? Twigs?  
(off Kindly Nurse's look)  
Uh...compound rib fracture? Violent  
leg avulsion? Eye hanging out?

NURSE

Oh. The meatball. Just got out of  
surgery. You want to see him?

**INT. INTENSIVE CARE UNIT - MOMENTS LATER**

Twigs's leg - held together by a clear air cast - is twenty hideous shades of bruise-purple. Staples hold a massive suture below his knee.

The rest of Twigs is covered by a body cast, except for his face and hands - wrapped in bandages and stitches.

Jerry and the Nurse walk in. Jerry takes one look at Twigs and faints again.

**FADE TO BLACK**

**OVER BLACK:** BEEP! BEEP! BEEP!

**INT. HOSPITAL - ER - LATER**

A blurry figure hovers over JERRY'S POV...

**FOCUS IN TO REVEAL TWIGS - FULLY HEALED**

TWIGS

Jerry...buddy...we gotta mosey.

JERRY

Twigs...you're...

TWIGS

...fully healed, yeah, I know.

JERRY

...but the surgery...

TWIGS

Can't pay for it, dude - no health insurance!

JERRY

(gets it, SPRINGS up)  
Let's go.

And as they disappear out the door...

TWIGS

Dude, did you faint? Twice?

JERRY

Forgive me for being upset about my buddy...

TWIGS

(mocking)

"I'm a coroner - this is the gig."  
Shut up!

JERRY

**CUT TO**

**EXT. TWIGS AND JERRY'S HOUSE - DAY - ESTABLISHING**

The Meat Wagon - sans windshield - squats on the driveway.

TWIGS (O.S.)  
 You should be ecstatic. Your roach  
 mush works. You're going to be rich  
 and I'm going to be famous.

**INT. TWIGS AND JERRY'S HOUSE - CONTINUOUS**

Twigs sits on the couch, enjoying a microwave burrito and a  
 can of beer while Jerry paces - nervous.

JERRY  
 Famous? What are you talking about?

TWIGS  
 I'm immortal. Like Dracula or one  
 of the Osmonds.

JERRY	TWIGS
You heal exceptionally fast, but you're not immortal.	Did you SEE me in intensive care?

JERRY  
 Yeah, but...the serum wasn't  
 designed to make people immortal,  
 it was designed for medical -

TWIGS  
 Dude. I'm immortal.

JERRY	TWIGS
We don't know that.	Yes we do - I'm frickin' Highlander in Bermuda shorts.

Twigs JUMPS up, tossing his burrito aside:

TWIGS (CONT'D)  
 Want me to prove it?

**EXT. A VERY TALL BUILDING ON AN INDUSTRIAL STREET - DAY**

Jerry stands by a parked car - pacing and dialing his cell  
 phone - then, as he holds the phone to his ear and looks up:

**TRACK UP THE SIDE OF A BUILDING TO FIND TWIGS**

Standing on the LEDGE. Empty cans of beer litter the roof  
 behind him. Twigs peers over and shotguns another beer.

His cell RINGS. He fishes it - drunkenly - out of a pocket.

TWIGS  
 What?

JERRY (ON PHONE)  
Just come down. This is insane.

GUY  
No, I'm doing this!

JERRY (ON PHONE)  
Please don't.

TWIGS  
Fuck you. I'm immortal and you're  
not gonna take that away from me!

**INTERCUT WITH JERRY - LOOKING UP**

JERRY  
It might have worn off by now.

TWIGS  
You don't believe in me.

JERRY  
What? Of course I believe in  
you.

TWIGS  
No - you're this badass  
science prodigy with a cool  
shady past with the  
government and an arch-  
nemesis and you think I'm a -

JERRY  
Take it easy, you're not a loser.

TWIGS  
I didn't say "loser." See, you were  
already thinking loser.

JERRY  
No I wasn't - what I meant is - you  
have a lot of...

TWIGS  
A lot of what? Dude, I got rejected  
by the Police Academy!

JERRY  
...talents and stuff.

TWIGS  
Name one!

Jerry has to think hard and think quickly. He turns his back  
on the building so he can concentrate.

JERRY  
Like...you know...there's the uh...



**WHAM! TWIGS'S BODY SLAMS INTO THE PARKED CAR BEHIND JERRY**

JERRY (CONT'D)

Aw crap!

**REVEAL TWIGS'S BODY**

On top of the car...but his head - guillotined by the sun roof - sits impaled on the gearshift, still attached to the TWITCHING body by a few hyperextended veins and sinews.

As Jerry runs down the street to the Meat Wagon:

**HOLD ON TWIGS**

The Meat Wagon starts with a loud BACKFIRE - clearly startling Twigs, whose eyes SNAP OPEN.

TWIGS

Daing that hurts...Jerry? What happened?

The Meat Wagon SCREECHES TO A HALT next to the destroyed car. Jerry jumps out and opens the door to the demolished vehicle:

TWIGS (CONT'D)

Boo.

He jumps back and SMASHES his head on the door frame.

Jerry looks at him - getting used to all the carnage:

JERRY

Twigs! For the love of Pete!

TWIGS

Dude, am I immortal, or what?

Jerry turns away - a thought forming - then turns back:

JERRY

No - you're a cockroach!

TWIGS

Easy Cochise, don't get personal.

JERRY

I mean it - roaches can regenerate tissue and live for weeks without their head...

TWIGS

I've been decapitated? No wonder this shit hurt so much!

JERRY

You drank a Thermos full of  
Epithelial Hypersynaptic  
Neuromuscular Reagent...this stuff  
was never meant to be ingested...it  
must have survived the digestion  
process, gone into your  
bloodstream, crossed the blood-  
brain barrier to merge with your  
central nervous system -  
(putting it together)  
- you body is responding to trauma  
by self-generating a secondary  
ganglial nervous system that allows  
tissue regeneration and muscle  
control without a brain stem.

TWIGS

Really? Is that why I can do this?

Twigs's arm moves into frame and GIVES JERRY THE FINGER.

JERRY

(slaps away Twigs's hand)  
Must you? Really?

TWIGS

So what now? Am I gonna grow a  
second head or something?

JERRY

I have a thought about that. Let's  
get out of here.

Jerry grabs Twigs's head...and off Twigs's SCREAM as he YANKS  
it off the gearshift:

**SMASH CUT TO**

**INT. TWIGS AND JERRY'S HOUSE - LATER**

Twigs sits on a dining set turned into a makeshift operating  
table by Jerry, who uses a surgical staple gun to REATTACH  
Twigs's head - **SNAP! SNAP! SNAP!**

TWIGS

OW! OW! OW!

JERRY

Oh, man up - you leapt off a  
building.

TWIGS

And it hurt like a bitch.

(SNAP!)

(MORE)

TWIGS (CONT'D)

OW! Why are you doing this? It's gonna heal itself, right?

Jerry puts the stapler down, reaches for a blue, roach-labeled Thermos.

JERRY

This is faster - and I'm assuming you want your head on straight.

Jerry SLATHERS on a thick coat of BOO BOO GOO.

TWIGS

When I was in the hospital and woke up, you want to know the first thing that popped into my head?

JERRY

"Scare the pants off Jerry?"

TWIGS

Before that. First thing I thought about was Resurrection Man.

(off Jerry)

DC comics. 1997-1999. Whenever he's killed, he comes back to life with a new power related to his death.

JERRY

I know where you're going with this.

TWIGS

Oh really?

JERRY

You're obsessed with comics. You have superhero writer's block...now you think you have superpowers. I get it. Now take my word for it. You were a sketch artist last night, you're still the same. You wanna fight crime on the streets, apply to the Police Academy again.

TWIGS

Dude - you had to bring that up?

JERRY

Sorry - I'm -

TWIGS

How come you gotta stomp on my stuff, man? Maybe I want to do something good with your work, you know? If I was you, I'd be all volunteering to build me a "Twigsmobile" and a friggin' grappling-gun.

JERRY

I am not building a grappling gun.

Twigs stands, wiping off the Boo-Boo-Goo - which COMES OFF along with the surgical staples. Jerry STARTS.

JERRY (CONT'D)

Full regeneration in less than five minutes.

TWIGS

Guinea pig. That's all I am to you.

JERRY

You wanna do some good? How about you help me run a couple of tests?

And off Twigs...

**CUT TO**

**EXT. TWIGS AND JERRY'S HOUSE - BACKYARD - DAY**

Twigs stands by an old swingset, wearing a blindfold.

TWIGS

Dude, I do not like this.

JERRY (O.S.)

Just be still.

As Twigs SHUTS his eyes:

**SWISH PAN TO REVEAL JERRY - HOLDING A BOW AND ARROW**

**THWICK!** Jerry lets the arrow go...and it goes straight into Twigs's blindfold with a gush of blood.

TWIGS

OW! Shit!

And as Jerry grabs the Thermos...

**EXT. TWIGS AND JERRY'S HOUSE - BACKYARD - LATER**

Twigs stands by the swingset again - forehead completely healed and shirt covered in blood...

...and holding cherry bombs on either hand - the cherry bombs have fuses attached to twin detonators held by Jerry -

**ANGLE ON JERRY, WITH TWIGS OUT OF VIEW**

- PUSHING the detonator buttons, triggering an O.S. **BOOM!**

TWIGS (O.S.)

OW!

As Jerry puts down the detonators and picks up the Thermos...

**EXT. TWIGS AND JERRY'S HOUSE - BACKYARD - EVEN LATER**

Twigs stands by the swingset, his arms regenerated, talking to an O.S. Jerry.

TWIGS

No - absolutely not. Not gonna happen.

Jerry enters frame, pulling a massive wood chipper on wheels.

JERRY

Why not?

(as Twigs EXITS FRAME)

Hey - come back! It's all in the name of science!

**CUT TO**

**INT. MARRANO'S HOTEL ROOM - DAY**

Fidel lies still on the bed, breathing shallowly, his torso covered by a bloody bandage. Marrano listens to Fidel's chest with a stethoscope, dictating into a digital voice recorder:

MARRANO

Twelve hours since injection -  
Jerry Wilhelm's serum has  
stabilized my formula...vital signs  
remain normal...the mutations that  
dogged my previous test subjects  
have yet to manifest...

Fidel SHOTS UP IN A CONVULSION OF PAIN. Looks around. Confused. Marrano locks eyes with him:

MARRANO (CONT'D)

*Bienvenido de la tumba, viejo  
amigo.*

**Welcome back from the grave old  
friend.**

Fidel looks away from Marrano -twitchy and freaked out. He STANDS and RUSHES over to a mirror...where he tears off his bandage to regard the bullet wound in his stomach...

...and instead finds a hard plate - a translucent brown that resembles a cockroach exoskeleton.

FIDEL  
*Que es esto?*  
**What is this?**

MARRANO  
*Exoesqueleto de cucaracha.*  
**Cockroach exoskeleton.**

Fidel casts a horrified look at Marrano, who returns his friend's expression with a devious smile.

MARRANO (CONT'D)  
 I've made you better.

**SMASH CUT TO**

**A PAIR OF BLACK HIGH-HEELED PUMPS**

WALKING DOWN a polished cement floor at:

**INT. ARMSTRONG'S SPY OFFICE - DAY**

As she joins Darius, both striding toward one of the desks, where #1 and #2 sit by a laptop, working furiously:

AGENT ARMSTRONG  
 What've you got?

DARIUS  
 Tyree and Hutch have been running hacks on local merchant lines for the past 24, and they just found a hit on a credit card transaction at the local Value Inn and Suites.  
 (off Agent Armstrong)  
 The charge is under the name "Javier Puerco."

AGENT ARMSTRONG  
 One of Marranos's aliases.

DARIUS  
 Exactly.

Agent Armstrong picks up her handheld submachinegun from the next desk, and as she JAMS in a fresh clip:

AGENT ARMSTRONG  
 Mount up soldiers...we're putting down the pain on that son of a rottencrotch.

**EXT. LOW-END HOTEL - DUSK**

Agent Armstrong's blacked out spy van SCREECHES to a halt before the hotel.

The rear bay doors open. Darius and his men pile out as Agent Armstrong steps out the driver's side.

**INT. LOW-END HOTEL - HALLWAY - MOMENTS LATER**

A CLEANING WOMAN vacuums the landing. An elevator door opens with a **DING!**

Darius leads his men out in cover formation - badass and stealthy - moving down the corridor with Agent Armstrong bringing up the rear...and badging the Cleaning Woman:

AGENT ARMSTRONG  
Ma'am, we're with the Federal  
Government, you best find a safe  
place to hide.

**INT. MARRANO'S HOTEL ROOM - MOMENTS LATER**

The front door BURSTS open to reveal Darius and his men - guns out before them.

DARIUS  
Freeze, Marrano!

**SWISH PAN TO REVEAL MARRANO**

Sitting on a chair in a corner, reading the Gideon Bible.  
Calm. Cool. Collected.

MARRANO  
I wouldn't dream of making a move.  
(then)  
But I wouldn't say the same for my  
friend, Fidel.

The door to the bathroom opens -

**CUT TO AN OVER THE SHOULDER ON FIDEL**

- the extent of his transformation hidden as his massive form frames Darius and his men - their faces reacting to the horror before them.

DARIUS  
Holy shit! Fire!

**INT. LOW-END HOTEL - HALLWAY - INTERCUT**

Agent Armstrong closes the distance to the hotel room - reacting to the **BANG!BANG!BANG!** of gunfire and the human SCREAMS from inside.

She finally enters the room:

**AND SEES FIDEL**

Shirt off, the exoskeletal plating now covering most of his torso like a natural bulletproof vest...

...holding Darius several feet up into the air by his collar...and on the floor, Darius's Men #1 and #2, covered in blood and a smoking, tarry black slime!

Marrano still sits on his chair...he spots Agent Armstrong and finally closes the Gideon Bible as if to make a point.

MARRANO

Good evening Madam.

Fidel DROPS Darius - who hits the floor with a **THUD!** - and moves forward to strike.

**AGENT ARMSTRONG OPENS FIRE**

Her bullets BOUNCE OFF Fidel's carapace - until one of them finds his eye - BLASTING it away with a spurt of blood and vitreous fluid.

Fidel REELS BACK, struck but never losing his footing.

Agent Armstrong's gun SPUTTERS to empty. Fidel TOUCHES the hole where his eye once was, wipes away the slime...

...and laughs.

And as Agent Armstrong jams in a new clip and keeps BLASTING:

**SMASH CUT TO BLACK**

**FADE IN ON JERRY'S CELLPHONE**

RINGING and VIBRATING - the word "Work" on the display.

**INT. TWIGS AND JERRY'S HOUSE - LIVING ROOM - NIGHT**

Jerry grabs the phone - while in the background, Twigs fiddles with a small blowtorch.

JERRY

What is it...yeah, I'm at home...why...really?

Behind Jerry, Twigs sets off the blowtorch and lights his own hand on fire...

TWIGS

OW! OW! OW! Holy cock!



...but Jerry just keeps talking as Twigs exits frame and comes back with a bucket full of water.

JERRY

All right, who got killed? Federal Agents?

(looking back)

Twigs, I think I got something - get over here.

(back into the phone)

OK, I'll be right there - no you don't have to call the other Deputy Coroner, I'm on my way!

Twigs DUNKS his hand in the bucket, EXTINGUISHING THE FLAMES as Jerry clicks off the phone, visibly worried.

TWIGS

What's up?

And off Jerry, looking back at Twigs and smouldering, partially skeletal remains of his hand:

**INT. MARRANO'S HOTEL ROOM - NIGHT**

Carrying his doctor's bag in one hand, Jerry BADGES a WATCH COP guarding the crime scene from behind the yellow tape stuck to the door.

WATCH COP

Look, detectives are gonna be back from their coffee break any minute.

Jerry pushes Twigs through the tape as he shoves his badge into Watch Cop's grill.

JERRY

Hey. We're the goddamn coroners, we know how to handle ourselves around a body.

Twigs spots the bloody mess on the floor:

TWIGS

Eugh! This is foul and grotesque!

Watch Cop exchanges glances with Jerry, who walks inside.

JERRY

Something melted their skin.

(looking around)

It's just these two? No Agent Armstrong?

Twigs looks around at all the bullet casings on the floor and the holes in the wall.

TWIGS

Must have been a hell of a gun  
fight. Look at all the bullets.  
(shakes his head, then)  
Man, it's just like *Alien*.

Jerry pulls out a pen, dips it in the copious black-slime drenched over the bodies. Smells it.

JERRY

Roach saliva...black, tar-like...  
highly corrosive.

TWIGS

Smells like a rotten egg  
someone pulled out of a pig's  
butt.

JERRY

(ignoring Twigs)  
I've never seen it in this  
quantity. You'd have to  
collect saliva from tens of  
thousands of roaches to get  
even a tablespoon full.

TWIGS

What's that mean?

JERRY

Marrano has my Epithelial  
Hypersynaptic Neuromuscular Re-  
Agent and his own unholy abortion  
of a man-mutating formula - you do  
the math.

TWIGS

His henchman got hit at the  
convention center maybe he injected  
him and...does this mean I'm gonna  
start spewing up black acid?

But before Jerry can answer:

DETECTIVE SHANAHAN (O.S.)

Oh, great, it's Stan frickin' Lee!

Twigs and Jerry spin to see Shanahan and a SECOND DETECTIVE,  
standing at the door, crossing the crime scene tape.

TWIGS

Oh, balls.

DETECTIVE SHANAHAN

What the hell are you doing here?

JERRY  
 (showing his ID)  
 Uh...detective -

TWIGS  
 Shanahan -

JERRY

Yeah, Shanahan - I'm deputy coroner Jerry Wilhelm.

DETECTIVE SHANAHAN  
 And you didn't know better than to stay out of an active crime scene?

JERRY  
 Twigs here is on loan to us to help with ...artistic reconstruction of the deceased...

DETECTIVE SHANAHAN  
 I don't give a rat's ass who he's on loan to. You two jackholes are way above your pay grade here -

TWIGS  
 We're just trying -

DETECTIVE SHANAHAN

Trying to what? We may work in the same building but we sure as shit don't do the same job, Dupree - and if I find that you contaminating my crime scene keeps me from finding the acid-throwing maniac who did this -

TWIGS  
 Acid-throwing?

DETECTIVE SHANAHAN  
 You're a goddamn retard. How long d'you have to look at half-melted bodies before you put one-and-one together?  
 (to Watch Cop)  
 Get them out of here.

And as Watch Cop puts hands on Twigs and Jerry:

**INT. LOW-END HOTEL - HALLWAY - MOMENTS LATER**

A downtrodden Twigs follows Jerry, who fishes in his doctor's bag for something:

TWIGS

Acid-throwing my ass...and who's he  
to call me a retard? Like that  
meatball knows anything -

Jerry hands Twigs a sleek, black flashlight.

JERRY

Wanna crack the case? Hold this.

TWIGS

Want me to carry your flashlight?  
Way to bolster the old self esteem.

Jerry reaches over and shifts the on-slider for the light -  
which now shines with a purplish beam.

JERRY

UV. Once a roach's salivary glands  
start producing, it takes a while  
to shut down, and because of the  
high phosphorous content: it glows.

Twigs SHINES THE LIGHT on the hallway - illuminating a  
previously unseen path of glowing roach slobber...

...dribs and drabs leading the way to an exit.

TWIGS

Like a cockroach velvet Elvis  
poster.

JERRY

(re: the flashlight)  
Entomologists use these to find  
samples in the wild.

Twigs smiles, duly bolstered:

TWIGS

Yes..but heroes use them to fight  
evil. Follow me.

Twigs exits frame, following the trail.

JERRY

Oh, brother.

**EXT. LOW-END HOTEL - NIGHT**

The hotel squats in the background as Twigs and Jerry cross  
from the brightly-lit parking lot into a vacant scrub-lot  
leading to a freeway...

...the UV flashlight POINTING them through an ever more sporadic, glow-in-the-dark path of dribbling roach spit.

TWIGS

I love being a superhero, man.

JERRY

Would you knock that off? You have no crime fighting skills. No super strength or supernatural abilities, no special weapons - you're not a mutant genius, don't come from another planet - you don't even have a good sidekick.

TWIGS

C'mon, you're not that bad.

JERRY

I am NOT your sidekick.

TWIGS

OK. You're uncomfortable with the term "sidekick." It implies we're not on equal footing - plus there's the whole ambiguously gay thing. I get it. Bad choice of words... you're more like the genius scientist behind the scenes. The GSBS. Like Oscar Goldman or Professor X...or Q.

JERRY

I will not build you a grappling hook.

(before Twigs can reply)

Here's the end of the trail.

Twigs SHINES THE LIGHT across the last few dribbling bits of glowing roach drool...drawing a line to a building on the other side of the empty lot...

#### **A ROADSIDE RESTAURANT**

...with a large neon sign: a cow in a thong and pasties dancing on her hind legs under the word "HEIFERS."

TWIGS

Heifers?

JERRY

(dead certainty)

It's a combination Texas Barbecue and chubby-chaser strip joint.

TWIGS  
You know it?

JERRY  
I'm familiar with it.

Jerry SALLIES FORTH...and off Twigs, wondering how well he actually knows his friend:

**EXT. A DUMPSTER - BEHIND HEIFERS - MOMENTS LATER**

Moving. Shaking. CLANGING. Twigs and Jerry move in closer to the dumpster...looking down to see...

...a large mass of roaches, congregating about the dumpster.

TWIGS  
Let me guess...this is your Mecca.

...before Jerry can reply, the top lid of the dumpster SLAMS open to REVEAL Fidel:

- a slab of half-eaten ribs hanging from his filth-caked mouth - the plating on his chest spread even further, FUSING with his tattered clothes -

- and his shot-out eye replaced with a shiny, segmented black orb - a cockroach eye surrounded by jagged brown shell!

JERRY  
Holy -

TWIGS  
- shit!

MARRANO (O.S.)  
Fidel?

**SWISH PAN TO REVEAL MARRANO**

EXITING the restaurant from a side door, carrying a take-out bag. The four men exchange glances...

...and then all hell breaks loose:

Marrano drops the bag of food and goes for his gun as Fidel LEAPS out of the dumpster - fifteen feet into the air, heaving an inhuman WAR CRY.

Jerry THROWS himself at Marrano - whose gun arm shoots up into the air and FIRES - just as Fidel lands in front of Twigs, opens his mouth and -

**HMMMMBLEAGH!**

- SPEWS out a massive gob of roach spit, Twigs barely has enough time to move out of the way -

- the gob **SPLATS!** where Twigs stood and melts away the blacktop with a hideous **SIZZZZLE!**

And off the stunned looks from Twigs and Jerry:

**INT. HEIFERS - MERE SECONDS LATER**

The song "Tootsee Roll" by 69 Boyz blares from the loudspeaker as several OVERWEIGHT DANCERS work the three poles on the large, reinforced stage...

...to the delight of the assembled TOWNIES, TEAMSTERS and JAPANESE BUSINESSMEN - all feasting on massive trays of ribs.

The side door by the stage OPENS as Jerry and Marrano PILE IN - swinging a full-on fist fight as Jerry tries to keep Marrano's gun hand out of range.

The door SLAMS shut behind Jerry and Marrano.

Jerry reaches for a beer bottle on a nearby table and SMASHES it over Marrano's head...

...and as Marrano's hand opens and his pistol SKITTERS away:

**TWO HEAVY-SET BOUNCERS**

In black "Heifers" T-shirts ADVANCE to break up the melee...

...and as they lay hands on Jerry and Marrano, tearing them apart and clearing the line of sight to the door:

**HMMBLEAGH!**

A gob of roach spit MELTS a hole through the door.

Twigs's head POPS UP - visible through the hole - having ducked an attack from Fidel.

HEIFERS BOUNCER

What the -?

Marrano grabs a chair and BREAKS it over the bouncer, going for his pistol - and as Jerry LEAPS at Marrano:

**FIDEL RAMS TWIGS**

CRASHING through the wreck of the door, LANDING in a heap.

Fidel stands first, giving the ladies on the stage a full view of his hideous half-roach visage.

**THE STRIPPERS SCREAM**

Fidel turns, giving the Japanese businessmen a gander at his face just as -

**MARRANO**

- gets a hold of gun, and FIRES INTO THE CEILING.

And Heifers erupts into a TUMULT of overweight strippers, Japanese Businessmen, Townies and Teamsters.

Twigs spins Fidel around and SLAMS his fist into his chest - landing his blow with the **CRACK!** of all the bones in his hand breaking simultaneously.

TWIGS

OW!

And as Fidel CLAMPS his massive hands on Twigs:

**INT. HEIFERS - KITCHEN - SECONDS LATER**

Twigs's body BLASTS through the kitchen door - tossed like a rag doll by Fidel - who rushes in as Twigs TUMBLES over a stainless steel prep counter and lands on a barbecue grill!

The kitchen STAFF panics and runs for the hills.

Fidel advances as Twigs's skin SIZZLES and he struggles to get off the grill -

- just as MULTIPLE BULLET HITS blossom on the kitchen door as Jerry CRASHES through, dodging the fleeing kitchen staff, CHASED by a gun-wielding Marrano.

Fidel grabs Twigs off the grill and TOSSES him into a massive deep fryer.

As Twigs SCREAMS and sinks into the BUBBLING HOT GREASE:

JERRY

Holy frack! Twigs!

Marrano corners Jerry - holding up his gun - squeezing the trigger - **CLICK!** - out of bullets.

Jerry smiles...

...until Fidel enters frame and rears up, about to hock a massive acid lungur onto Jerry:



MARRANO

I hope you enjoy the result of our  
collaboration, Doctor Wilhelm.

(to Fidel)

Melt him slowly.

**KERRRASH!**

Agent Armstrong's Spy Van PLOWS into the kitchen - SLAMMING  
into Fidel and DIVIDING Marrano from Jerry!

The side door to the van SLIDES open in front of Jerry to  
reveal Agent Armstrong...

AGENT ARMSTRONG

Get in the van, now!

JERRY

Wait - Twigs!

Jerry rushes around the van, grabbing a set of heavy plastic  
gloves as he pushes past Darius, who has stepped out of the  
driver's side door, brandishing his weapon.

Darius points to a melted hole in the wall:

DARIUS

Let's go after them!

JERRY

No! Help me get him out of here!

Jerry rushes to the deep fryer...reaches in with the heavy  
gloves...and PULLS OUT TWIGS.

Twigs's clothes have burned away, his skin is fried to a  
bubbling golden brown, his eye sockets are gaping holes, and  
his lips are black:

TWIGS

Man. This shit ain't right.

**SMASH CUT TO**

**INT. ARMSTRONG'S SPY OFFICE - DAY**

Agent Armstrong confer as Twigs sits on a desk and Jerry  
SLATHERS his body with Boo-Boo-Goo from his Thermos.

TWIGS

You can say it. Go ahead.

JERRY

Say what?

TWIGS

I'm no superhero. Never will be.

JERRY

Would it matter if I did?

TWIGS

Hell no. That was fun...until Fidel  
threw me in the fryer. You know  
what sucked? I felt ALL the pain.  
Especially when my balls popped.

(off Jerry's look)

Yeah, buddy. It was like you said.  
The heat. Boils your nut sack. Your  
testicles explode.

JERRY

That sucks.

TWIGS

So we need to come up with a plan  
to make this work - you know me,  
police academy reject - I'm gonna  
try to be a hero on my own and it's  
gonna turn out like this every time  
if you don't back me up.

JERRY

Maybe.

TWIGS

Maybe never saved the world.  
Look - for the sake of  
argument, if you did decide  
to become my Genius Scientist  
Behind the Scenes, what would  
we do next?

JERRY

We would have to come to terms with  
your strengths and weaknesses and  
work on eliminating the weaknesses.

TWIGS

OK: strengths.

JERRY

You're immortal...we think.

Jerry wipes off the goo - his face is completely healed.

TWIGS

And weaknesses?

JERRY

Everything else.

Before Twigs can make a pithy reply, Agent Armstrong steps up, lighting up a fresh pink Sobranie.

AGENT ARMSTRONG

Are you two bung-buddies done smearing the Vaseline? 'cause I need to know how the hell Marrano's bodyguard turned into a freak.

JERRY

He stole a batch of my Epithelial Hypersynaptic Neuromuscular Reagent - must have injected it.

AGENT ARMSTRONG

(indicating Twigs)

Is that what happened to Gilligan?

JERRY

No. Twigs drank a Thermos full of the male variant formula -  
 (holds up the Thermos)  
 - the blue Thermos. Marrano stole the pink Thermos - the female variant - which I believe he used to try to stabilize his own flawed compound to heal Fidel.

(then)

I think the combination caused a mutation with viral attributes: the beginnings of a Roach-like Endoderm that will eventually take over Fidel's entire physiological matrix.

AGENT ARMSTRONG

Great. So Marrano now has an indestructible, acid-spewing man-roach for a bodyguard.

Fully healed, Twigs steps up, having an epiphany.

TWIGS

My God. He's the perfect villain.

AGENT ARMSTRONG

What is he talking about?

TWIGS

We're the same. Only I'm roach on the inside. The soul of roachness - immortality. He's becoming roach on the outside. The very yin to my yang.

(MORE)

TWIGS (CONT'D)  
 (off Agent Armstrong's  
 look)  
 That's Buddhism, speet-pea.  
 (to Jerry)  
 Don't you see it, man? Every  
 superhero needs a super villain.  
 Oh, this is great news. I have a  
 nemesis - my very own arch-

Agent Armstrong draws her gun and SHOOTs TWIGS IN THE HEAD.

<p>TWIGS (CONT'D)          (falling back as his          head EXPLODES)          OW!</p>	<p>JERRY          Can you contact the          Department of Defense and get          me a sample of Marrano's          serum?</p>
--	--

Agent Armstrong looks back at Darius - the two exchange tentative glances - she then turns back, shakes her head:

AGENT ARMSTRONG  
 No time.

JERRY  
 Two of your men are dead - your spy  
 van's been totaled and you have "no  
 time?" Don't you have to wait for  
 reinforcements? Resupply?

AGENT ARMSTRONG  
 How about this, dicksnot: you stop  
 questioning my methods, do what's  
 best for your country and help me  
 track down Marrano.

JERRY  
 What if we don't?

AGENT ARMSTRONG  
 You get remanded into custody for  
 experimenting with the government's  
 proprietary work, and I hand Dupree  
 over to Research. Do you have any  
 idea how many tubes we can fit into  
 his anal cavity at once?

TwigS sits up, his brain REGENERATING and the large hole on the side of his head HEALING SHUT as he speaks.

TWIGS  
 I know how to find Marrano!

TwigS spits out the bullet - and off the resulting **KLANG!**

**INT. SEWER - CENTRAL CHAMBER - DAY**

A large, dark cavern with a filthy waterway coursing through a number of adjoining tunnels. Marrano cowers in the dank, wet space...dictating into his voice recorder:

MARRANO

We have taken refuge in a sewer to better facilitate Fidel's evolving dietary needs.

Marrano comes closer to Fidel, who squats on a concrete embankment by a waterway, EATING garbage and other assorted sewer floaters...

...the shell covering Fidel's chest has expanded to his arms, now dotted with coarse, pencil thick roach hairs, his replacement eye has fully developed into a compilation of black lenses, and his hair has receded around the slick film of grease covering the smooth, brown exoskeletal plate growing over his skull.

MARRANO (CONT'D)

The exoskeletal carapace on Fidel's chest has expanded into his arms and a compound eye has replaced the human eye shot out by the government's butchers...

Fidel opens his mouth to REVEAL a grill covered by black teeth - and emits a SHRILL SCREECH.

And then a strange **CLICKETYCLACKING** sound - the racket of thousands...millions of cockroach legs...hitting the concrete walls of the sewer.

Marrano spins: SCANNING the tunnels leading into the chamber to see:

**A MASSIVE, THROBBING BROWN CARPET OF ROACHES**

Spiraling toward him from every entrance...clambering on the walls, floating on the water...the sheer biomass is terrifying, even for a seasoned - and evil - entomologist:

MARRANO (CONT'D)

*Dulce madre de dios me proteja.*  
**Sweet mother of god protect me.**

(trembling)

Fidel seems to be summoning other roaches...but why? Why has he called them?

(to Fidel)

(MORE)

MARRANO (CONT'D)  
*Que haces viejo amigo?*  
**What are you doing old friend?**

The roaches come closer and closer...Marrano backs into the wall...Fidel stands and SCREECHES once again.

**AND THE ROACHES STOP ALL AT ONCE**

Marrano smiles: regarding the bug tsunami before them.

MARRANO (CONT'D)  
*Fidel - diles que se alejen.*  
**Fidel - tell them to back away.**

Fidel nods, then opens his mouth and emits a slightly higher-pitched TRILL...

...the roaches BACK AWAY several feet - all at once, as a single entity.

Marrano LAUGHS, and lifts his voice recorder.

MARRANO (CONT'D)  
 Fidel has become a trigger for swarm behavior in the local roach population...maybe it is the size of his brain combined with the ability to communicate at their level - but for some reason emergent communal behavior appears to manifest in his presence...  
 (conclusively)  
 ...if he can command every roach in the city...then I can command every roach in the city.  
 (a smile)  
 There's more roaches in any urban area than people...more insect biomass in the world than human - with Fidel's new skill, I will be lord of the insects. I will be lord of the insects!

...and that's when Fidel's gnarly, hairy brown hand REACHES INTO FRAME and grabs Marrano by the neck:

FIDEL  
*No, you sere el Señor de los Insectos!*  
**No, I will be Lord of the Insects!**

Marrano's eyes WIDEN. His henchman LIFTS him to eye level.

MARRANO

(dissembling wildly)

*Amigo - no hay porque alterarse,  
you te he tratado muy bien -*  
**There is no need to get upset, my  
friend, I have treated you well -**

But Fidel merely opens his mouth and spits out a gob of acid onto Marrano's hand - melting it and the voice recorder!

Marrano SCREAMS.

Fidel SCREAMS as well - but his HOWL develops into an HISS that attracts more roaches to them...

...and as a titanic mass of roaches crawls into the sewer - engulfing Fidel and the terror-stricken Marrano...and shaking the very air with their own HISSING CALL...

**SMASH CUT TO**

**INT. AKRON POLICE DEPARTMENT - BULLPEN - DAY**

Twigs makes his way in past the many Denizens of the bullpen, finally settling in Detective Shanahan's desk. He taps Shanahan's computer - the screen reads:

**AKRON POLICE DEPARTMENT - GEOGRAPHICAL INCIDENT DATABASE**

The screen fills with a map of the city...a dialog box opens on the screen - Twigs TYPES IN THE WORDS:

**FOOD-RELATED VANDALISM**

A series of red dots rains over the city: many clustering around a central location...Twigs SMILES and hits print...

DETECTIVE SHANAHAN (O.S.)

What do you think you're doing?

Twigs turns to look at Shanahan...but unlike the last time, Twigs's smile stays on...

...this is a new Twigs...a man who stared down greasy death at a combination Texas barbecue/Chubby Chaser Strip Joint.

TWIGS

Checking my e-mail.

DETECTIVE SHANAHAN

How about you get your comic-reading, crime scene-tampering ass up-off my chair?

TWIGS

How about you let me do my job and solve some crimes?

OOHS and AHHS from the other Detectives in the room.

Shanahan looks around, pissed - grabs a handful of Twigs and lifts him off the chair:

DETECTIVE SHANAHAN

You order some balls from the back of one of your funny books?

Twigs points his index finger in Shanahan' chest.

TWIGS

Actually, yeah. Something like that.

Shanahan grabs his finger.

DETECTIVE SHANAHAN

Careful who you're pointing at. Good way to lose a finger.

Twigs looks at him with CRAZY EYES.

TWIGS

Go ahead. I dare you. Come on, chicken shit - show the rest of the boys you have some sack! DO IT!

Shanahan hesitates - trying to figure out if Twigs is for real - then lets go of the finger.

DETECTIVE SHANAHAN

You're not getting a lawsuit out of me, punk.

Twigs grabs his own finger and holds it up to Shanahan' face.

TWIGS

Lawsuit? Why would I sue you?

(then)

I mean, what's the big deal about a finger? You just get a good grip, and...

Twigs SNAPS his own finger in Shanahan's face - **SNAP!** and the bone PROTRUDES through the skin!

DETECTIVE SHANAHAN

Holy shit!

TWIGS

(feeling the pain)  
AUGH!



Twigs recovers quickly. He finishes off the finger - tearing off the skin and muscle - and letting out a SPURT of blood that lands dead center on Shanahan's cheap tie.

Shanahan reacts - his stomach turning - but Twigs simply FLICKS the severed digit at Shanahan, who lets out a YELP as the rest of the Detectives MOVE AWAY.

TWIGS (CONT'D)

What's the matter, bitch - I'm the one getting hurt here!

(grabbing another finger)

NEXT!

**SNAP!** Shanahan sees the next compound fracture and - before Twigs can tear off the finger - grabs his stomach, runs for a nearby garbage can and HURLS.

Twigs is left there, facing off with the other detectives.

TWIGS (CONT'D)

(conclusively)

Gentlemen. Consider this my resignation.

And as a triumphant Twigs turns and walks out - taking the map from a printer tray on a nearby desk...

...along with his severed finger.

Shanahan looks up - shirt covered in blood and sputum - exchanging befuddled glances with the other detectives...

DETECTIVE #1

Should...we...arrest him for that?

CUT TO

**INT. TWIGS AND JERRY'S HOUSE - MOMENTS LATER**

A tube in one of Jerry's lab rigs FILLS with a strange iridescent fluid. Jerry removes the tube from and holds it toward Agent Armstrong as they argue:

JERRY

This ampule contains a highly concentrated extract of the venom of Ampullex Compressa - it's like roach nerve gas: and I have enough here to take down a football field worth of roaches.

Agent Armstrong reaches for a duffel bag and produces a small explosive: a bomb the size of a lunchbox equipped with a pin-driven detonator.

AGENT ARMSTRONG

How about we just put a Hades-13 tactical mini blockbuster up his ass - you pull the pin, wait 120 seconds and this baby will vaporize your football field.

JERRY

I don't know, maybe my way is better because it leaves us a subject behind for study!

AGENT ARMSTRONG

Maybe my way is better because it kills bugs motherfucking dead!

Twigs ENTERS as they argue, and locks eyes with Darius, who sits on the couch, eating a burrito, rolling his eyes.

JERRY

You are a coarse and brainless philistine, you know that?

AGENT ARMSTRONG

And you have no idea how to defend a nation -

JERRY

It's people like you who make it impossible for people like me to do the things we were born to do!

AGENT ARMSTRONG

And it's people like you who make it necessary for people like me to make it impossible for people like you!

TWIGS

Guys, please!

DARIUS

(looks up from the burrito)

They've been going at it like that ever since you left.

TWIGS

(holding up the printout)

Here's a map of food vandalism incidents in the last three hours -

DARIUS  
Why is it covered in blood?

TWIGS  
- anyway - the highest  
concentration of incidents  
took place around this  
Colombian Restaurant - which  
just happens to be near this  
city sewer main.  
(of the looks)  
I'm a cocaine cowboy turned  
acid-spewing roach mutant...I  
get a hankering for a taste  
of the homeland...where else  
would I hide?

Agent Armstrong allows herself a smile, then, as she puts the  
Hades-13 back in its duffel bag.

AGENT ARMSTRONG  
Let's do this thing - Darius, get  
all the clips we salvaged from the  
van - Jerry bring your bug gas,  
Twigs, you'll be the human shield -

DARIUS  
Armstrong - can we have a word?  
(off her look)  
We're not seriously considering -

AGENT ARMSTRONG  
Yes, we are -

DARIUS  
We lost Tyree, lost Hutch: they  
were tough hombres, Special Forces -  
and you want to go in with these  
two mooks? We need to...  
(hesitating)  
...report in and receive further  
instructions.

AGENT ARMSTRONG  
What are you, soft? Absolutely not.

DARIUS  
we've gone as far as we -

AGENT ARMSTRONG  
- no, we haven't.

Darius merely stares at Agent Armstrong and SHAKES HIS HEAD.  
There's a great weight of history between these two:  
unspoken, but profound.

DARIUS  
I have. I quit.

AGENT ARMSTRONG  
 Fine then - go. Out of my sight.

Darius EXITS. Twigs and Jerry stare at each other:

TWIGS  
 Did he quit?  
 (as Agent Armstrong NODS)  
 He can just quit the CIA? No two  
 weeks notice? No performance  
 evaluation? What kind of outfit -

AGENT ARMSTRONG  
 The kind that wants to take out the  
 roach before it gets away -  
 (staring them down)  
 - now you two cockwads are either  
 in or out - right now - what's it  
 gonna be?

And off the looks...

CUT TO

**INT. SEWER ENTRANCE - DAY**

Wearing miner's lamps, Twigs and Jerry descend from a rope stretching to the manhole above. Jerry carries a backpack over his labcoat...and as Twigs lands:

JERRY  
 (opening the backpack)  
 Look, Twigs, I - what with us about  
 to die and all -

TWIGS  
 We're not about to die, you hit  
 Fidel with your tube of roach nerve  
 gas and it's Miller time.

JERRY  
 - I kinda brought you a gift.  
 Something I whipped up while you  
 were breaking off your own fingers.

Jerry hands over a gun-shaped device attached to a series of nylon belts and carabiners.

TWIGS  
 It's...it's...

JERRY

A grappling gun. This baby's got enough torque to lift your weight and an average sized woman...or sidekick...and an attached belt with a high-tensil cable.

TWIGS

This is so...thoughtful and kind.

Twigs is so delighted by what he sees, his eyes water.

JERRY

I want to go on record that I do not intend on becoming a GSSB -

TWIGS

GSBS -

JERRY

Whatever -

But Twigs THROWS HIS ARMS around Jerry:

TWIGS

You truly made my dream come true...I don't know what to say...I love you, man.

Agent Armstrong LANDS behind them...and as she stands there - staring at the two men, entwined in an awkward hug.

**INT. SEWER - CENTRAL CHAMBER - MOMENTS LATER**

Twigs, Armstrong and Jerry enter the cavern...Marrano and Fidel are nowhere to be seen...but the place is dotted with several suspicious pools of a strangely viscous fluid.

JERRY

Smell that?

TWIGS

It's a smell I don't think I can ever forget.

The two men simultaneously come to the same dread conclusion:

JERRY/TWIGS

Roach sperm.

AGENT ARMSTRONG

OK...so let's say I'm just a heavily armed CIA Agent with a crap mood and a hair trigger...what's the roach *bukkake* mean to me?

The answer comes in the form of a pained MOAN from one of the nearby tunnels. Shining his light, Jerry sees something:

Marrano: on the floor, unconscious - his hand a pulpy mess - and covered in roach sperm.

JERRY  
(RUSHING over)  
Marrano! Wake up, you greaseball!

Marrano wakes up - FLAILING in blind panic as Twigs and Armstrong close the distance and restrain him.

Marrano then opens his mouth - but his words are pre-empted by a COUGH, as a lone cockroach comes out and SKITTERS away...then:

MARRANO  
Arrest me - please - get me out of here - before he returns -

AGENT ARMSTRONG  
How about I just take your head clean off right here and now.

JERRY	TWIGS
Hey! Hey! Take it easy!	You can't just straight up murder the guy!

MARRANO  
Go ahead and shoot - let him know you're here and his army will take you too.

AGENT ARMSTRONG	MARRANO
Army?	The roaches - he commands them - commands them all -

JERRY  
Emergent behavior - the birth of a swarm like consciousness guided by a singular intellect -

AGENT ARMSTRONG  
Wait a minute - wait a minute - are you saying Fidel's become some kind of roach king?

MARRANO  
No - roach queen.

JERRY

Of course - you stole the female variant of the formula. Now your bodyguard's top of the food chain.

AGENT ARMSTRONG

So what's the freak want?

Marrano turns to look at Agent Armstrong, his tone grave:

MARRANO

What all female roaches want...to feed...to fuck...and to spawn.

Agent Armstrong looks down at one of the many pools of roach sperm in the chamber - glances are exchanged.

Jerry closes his fists around Marrano's lapels and draws him close, rearing his fist to strike:

JERRY

*Hijo de la gran puta - cree mi formula para beneficiar la humanidad!*

Before Jerry can strike, Twigs grabs his arm as a paroxysm WRACKS his lower body.

TWIGS

Jerry - wait something's happening- I feel it...in my butt.

MARRANO

(from out of nowhere)  
Would you describe it as a tingle?  
(off the looks)  
What? Roaches have highly developed antennae in their rear ganglia...

JERRY

...antennae used to detect and evade impending danger.

And that's when a cold wind WHIPS around the foursome...

TWIGS

You gotta be kidding me. I have my very own spidey sense - in my ass?

...and then a DEMONIC HISS, and the high-pitched **CLICKETYCLACK** of a billion roach legs on the tunnel!

AGENT ARMSTRONG

What the hell?

MARRANO

Fidel has sent his minions for us.

...and that's when the tunnel darkens with a vast wall of roaches - coming toward them at blinding speed!

And off our heroes - shocked and horrified:

**INT. SEWER ENTRANCE - MOMENTS LATER**

Everybody runs like hell for the ladder - Agent Armstrong leads the way, followed by Jerry and Marrano - Twigs brings up the rear as Jerry helps Marrano up:

JERRY

Twigs come on!

But this is Twigs's moment to shine -

TWIGS

Don't worry, buddy, I'll see you topside!

- and with that, he takes out his trusty grappling gun.

The roaches STORM the tunnel - swarming around his feet!

Twigs FIRES - the hook finds purchase outside of the manhole. Twigs fastens it to his belt and -

**ZZZIP!** - the belt TIGHTENS around Twigs's waist, cutting through the skin - which HEALS quickly -

TWIGS (CONT'D)

Oh fuck.

- but ultimately CLAMPS around his spinal cord!

**EXT. SEWER - NIGHT**

Jerry pulls Marrano out as the roaches FILL the manhole to capacity and **WHOOSH!**

Twigs FLIES out of the manhole, his spinal cord clean out of his body and tied to the grappling hook.

TWIGS

OHSHITTHATHURTS!

Twigs lands with a **THUD!** beside Jerry...just as Agent Armstrong shuts the manhole...and that's when everyone notices his ripped-out spine.



TWIGS (CONT'D)

Too much torque!

Twigs spine is quickly ABSORBED into his back as Agent Armstrong draws her gun and aims it at Marrano -

AGENT ARMSTRONG

It's over, Marrano - this is for  
all the men you killed -

But before she can squeeze the trigger:

VOICE (O.S.)

Drop the weapon and put your hands  
up, Armstrong!

**SEVERAL HUMMERS PULL UP - FLANKED BY POLICE VEHICLES**

Disgorging ARMED SOLDIERS led by CAPTAIN THOMAS HENDERSHOT: a humorless martinet in a beret and green overcoat - remember Richard Crenna in *Rambo*? Toss in a little George C. Scott as Buck Turgidson in *Doctor Strangelove* and you got the guy.

Detective Shanahan and his crew STEP OUT of their vehicles:

JERRY

Who are you people?

Shanahan relates to Hendershot with a level of sycophancy that borders on bromance.

SHANAHAN

He's Captain Thomas Hendershot,  
United States Army - the Akron PD's  
working with him to capture a bunch  
of subversives conducting an  
illegal investigation.

HENDERSHOT

(to his men)

Take doctor Marrano into custody -  
I want him under armed guard at the  
closest ER pronto - put the rest of  
them in irons -

The Army men move with practiced ferocity - a stretcher for Marrano appears from a Hummer - plastic cuffs **ZIP!** around Twigs, Jerry and Agent Armstrong's wrists.

TWIGS

Wait a minute - show them your CIA  
badge, Agent Armstrong -

HENDERSHOT  
Agent Armstrong? CIA?  
 (favoring Armstrong)  
 I don't think Corporal Armstrong is  
 about to do any such thing.

Twigs and Jerry exchange confused glances:

<p>Corporal?</p>	<p>TWIGS</p>	<p>AGENT ARMSTRONG</p>
		<p>How'd you find us, Hendershot?</p>

Hendershot points to one of the Hummers - a handcuffed Darius stands next to one of the Army men - shaking his head.

HENDERSHOT (CONT'D)  
 He's a good soldier. Didn't think  
 it was right for you to get anyone  
 else killed. Turned himself in.  
 (to his men)  
 Take them away.

Shanahan glares at Twigs and shakes his head...and off the looks as the soldiers take Twigs, Jerry and Armstrong away:

**CUT TO**

**INT. AKRON POLICE HQ - HOLDING CELL BLOCK - DAY**

Bush league - down to the indolent WATCH GUARD, sitting at a desk before the main entrance, eating a danish.

A downtrodden Agent Armstrong, Twigs and Jerry sit alone in a drunk tank cell - surrounded by iron bars as Agent Armstrong tells her story:

AGENT ARMSTRONG  
 My platoon was assigned to Project  
 Nietzsche...

**INTERCUT WITH A SERIES OF BLURRY BOURNE-LIKE FLASHBACKS**

- showing Agent Armstrong, in fatigues, along with Darius and his men - part of a long line of soldiers in a HIGH TECH GOVERNMENT FACILITY.

- Marrano selects several people from the line, and they are herded into antiseptic glass-walled CELLS.

AGENT ARMSTRONG (CONT'D)  
 Marrano injected a half dozen of us  
 - there were deaths, mutations -  
 and we knew we were next in line -

- A SOLDIER lies STRAPPED to a gurney: a block of black rubber in his mouth as Marrano PLUNGES a syringe.
- The Soldier's eyes shut- and re-open black and segmented as the block shoots out and black OOZE flows from his mouth.

AGENT ARMSTRONG (CONT'D)

- when Marrano escaped, Darius, me, Tyree and Hutch went AWOL - we stole what gear we could...and released all the people Marrano injected over the years.

- Darius and his men open a locker: they STEAL several laptops, weapons and the Hades-13 tactical mini-blockbuster.
- Agent Armstrong rushes down a LINE of antiseptic, glass-walled cells, opening all the doors - and letting out a chorus of AFFLICTED SOLDIERS - their eyes all black!

#### RESUME ON ARMSTRONG AND JERRY

JERRY

Wait a minute - you released all the test subjects?  
 (off her nod)  
 So there's a bunch of Project Nietzsche mutants running around the world?

AGENT ARMSTRONG

Better than dying in a lab...and for all the men who did die, we swore we'd hunt down Marrano and stick a bullet in his neck.

TWIGS

Revenge?

AGENT ARMSTRONG

No, you imbecile. The government doesn't want to punish him - they want him back to finish what he started.

Hendershot steps up - carrying Jerry's backpack and Armstrong's Hades-13 - flanked by Army men and detectives.

HENDERSHOT

Thankfully, we found you first.  
 (then)

(MORE)

HENDERSHOT (CONT'D)

Going AWOL, conducting an illegal vendetta using stolen Army equipment...I don't think you're gonna see more than the stockade wall for a very long time.

(handing Shanahan the bomb and backpack)

Would you be so kind as to hold these in evidence until I can have the prisoners remanded to military imprisonment?

SHANAHAN

Absolutely, sir.

HENDERSHOT

And you, Doctor Wilhelm, should consider re-upping with Project Nietzsche - may be the only way to avoid a lengthy sentence.

JERRY

Highly unlikely.

SHANAHAN

(indicating Twigs)

What about the little twerp?

HENDERSHOT

He's useless.

SHANAHAN

You can say that again.

HENDERSHOT

We'll debrief him, and then you'll be free to charge him as you will.

But before anything else can be said -

**RRRRRRRRUUUUUUUUUUUUUUUUUUUMMMMMMMMMMMMMBBBBBBBBLLLLLEEEEE!**

The very earth SHAKES under their feet. The lights FLICKER.

SHANAHAN

What was that?

**SMASH CUT TO**

**EXT. AKRON CENTRAL TREATMENT PLANT - NIGHT**

**INT. AKRON CENTRAL TREATMENT PLANT - CONTINUOUS**

Shlumpy, lifer TECHS with their last names stitched into Dickies uniforms rush around analog panels festooned with jewel-lights, nixies and needle gauges...all BLAZING red and SHRIEKING with the sound of alarms.

RATKOWSKI

We got overflow valve activations  
across the board.

ZAMBUSKI, THE SUPERVISOR, bounds out of his office and spills coffee on his short, fat clip-on tie.

ZAMBUSKI

GODDAMMIT! What's going on  
Ratz?

RATKOWSKI

The whole system's going bung-  
nuts crazy - like something's  
clogged every pipe in the  
city.

ZAMBUSKI

I can see the warning lights...this  
had better be a glitch.

Another tech (WISNIEWSKI) bounds from his panel:

WISNIEWSKI

It's no glitch, Boss, our entire  
pumping infrastructure's offline. I  
got no computer control. The entire  
system's backing up.

ZAMBUSKI

The entire system?

A third tech (MOSAKOWSKI) looks up:

MOSAKOWSKI

We don't get our asses back in  
order in twenty seconds, the entire  
city's gonna be in a world of shit.

**SMASH CUT TO**

**MONTAGE - VARIOUS PLACES IN AKRON**

**MANHOLES EXPLODE!**

- the covers shooting into the air, sending cars CRASHING  
into each other.

**PIPES BURST!**

- pedestrians RUN IN PANIC.

**SEWERS FLOOD THE STREETS!**

- with gushing streams of raw sewage.

**RESUME ON THE TREATMENT PLANT CONTROL ROOM**

Zambuski reaches for a red emergency phone as a COLD WIND STIRS inside the otherwise sterile room...

ZAMBUSKI

This is Zambuski at central - we've got a...holy shit...

**FOLLOW ZAMBUSKI'S LINE OF SIGHT TO REVEAL****THE CONTROL ROOM'S AIR VENT**

TEEMING with roaches...BURSTING through...BLASTING the vent from the wall...FILLING the control room before anyone can so much as lunge for the door to escape!

Zambuski SCREAMS. The cockroach tsunami overtakes him, the insects POUR into his mouth and ears...his hand shoots up...still grasping the phone...buried under brown biomass.

**INT. AKRON POLICE HQ - HOLDING CELL BLOCK - CONTINUOUS**

Everyone's in full emergency mode. Shanahan talks into the phone on the Watch Guard's desk as Hendershot gets a debrief on his cell.

HENDERSHOT

Right - just make sure Marrano's safe in his room and secure the airlift as soon as possible.

SHANAHAN

An attack? Good lord -  
(turning to Hendershot)  
- on the city's central sewage plant - hordes of roaches have been spotted -  
(into the phone)  
- go on -

JERRY

(to Twigs and Armstrong)  
It's Fidel.

AGENT ARMSTRONG

Why would he hit a Treatment Plant?

JERRY

It's like Marrano said. Fidel wants to fuck, feed and spawn. He's already done one.

TWIGS

So what now?

JERRY

He's got a Thermos-ful of female roach stems cells in him - my educated guess is he's gonna eat a crapload of sewage and lay himself a roach egg.

Twigs SHOUTS to Hendershot and Shanahan:

TWIGS

It's Marrano's henchman - you have to let us out to deal with this, he'll kill all of you.

Shanahan SLAMS the phone, turns to Twigs:

SHANAHAN

Shut your mouth, little man!

HENDERSHOT

(ignoring Twigs)  
Detective - I need all the men you can muster in full riot gear.

SHANAHAN

You got it, sir -  
(to his men)  
- you heard the captain, full riot gear, let's go, everyone!

Hendershot STRIDES out of the cell block, followed by his Army men and Shanahan and his team - including the Watch Guard: who leaves Jerry's backpack on the desk.

Twigs, Jerry and Agent Armstrong are left alone in the cell. Locked up and impotent.

JERRY

(to Agent Anderson)  
Got any ideas how to get out of this cell? You busted out of Project Nietzsche -

AGENT ARMSTRONG

By performing oral sex on nine officers and a Joint Chief over a period of three weeks.

JERRY

That's not gonna work out for us.

TWIGS

One of us could pretend to be sick,  
you know...make enough of a racket  
to get someone to come down here,  
and when they open the cell -

AGENT ARMSTRONG

You're a mental deficient,  
you know that?

JERRY

Seriously, Twigs, what is  
this, the old west?

Twigs steps away as Armstrong and Jerry argue, thinking:

AGENT ARMSTRONG

If we can cannibalize a piece of  
this cell for two wires, the lock  
may be vulnerable to attack -

JERRY

This place is bare.

AGENT ARMSTRONG

How about you at least try?  
Or do you want to find a  
roach and train it to slobber  
on the lock?

JERRY

You know what, corporal, you don't  
get to judge me or my methods any  
more - you're a liar, and a mean  
one at that -

AGENT ARMSTRONG

Forgive me for having the courage  
to fight for my convictions.

JERRY

I have the courage to fight for my  
convictions and it's never involved  
shocking people's testicles!

AGENT ARMSTRONG

Will you let that go? You  
have no idea the world we  
live in, you're a pathetic  
little bug who wanted nothing  
more than to be a rockstar at  
an Entomology Congress -

JERRY

No - I don't think I will - I  
am NOT pathetic, I was trying  
to harness the power of  
insects to save lives...I  
left Project Nietzsche to make  
something for myself -

TWIGS

GUYS!



But Armstrong's on a roll, turning her vitriol to Twigs:

AGENT ARMSTRONG

- and you're a feckless, sad loser  
who never stood up for anything in  
his life!

An awkward pause - did she just go too far?

TWIGS

Be that as it may...I think I have  
a way out of this cell.

Quizzical looks. Twigs pushes himself against the cell bars:

TWIGS (CONT'D)

Start kicking me.

**SMASH CUT TO**

**TWIGS'S BLOODY, MACERATED, FOLDED-OVER BODY**

Shoulders dislocated. Arms facing the wrong way. HITTING the  
floor outside the cell with a slick, wet **KLUDD!**

Twigs PICKS HIMSELF UP...his bones RE-KNITTING themselves as  
he shudders in pain...

...and exchanges glances with Jerry and Armstrong...neither  
truly able to believe that they just kicked a live human  
being through the bars of a prison cell.

TWIGS (CONT'D)

You guys got into that, didn't you?

And off Agent Armstrong and Jerry - not wanting to admit it:

**INT. HOSPITAL ER - DAY**

A NURSE replaces the saline IV bag on the bed occupied by  
Marrano - his stump cleaned and bandaged.

A SOLDIER sits on a chair before the door - he stands to  
allow the nurse to exit.

Marrano TWITCHES...his arms flailing in pain, his MOANS  
audible through his oxygen mask. The Soldier stands, heading  
for the red button on the wall.

And when he gets there, Marrano reaches up - and **SHUNKS!** an  
air-filled syringe into the Soldier's neck.

As the soldier FALLS and Marrano RIPS OFF the oxygen mask...

**EXT. AKRON CENTRAL TREATMENT PLANT - NIGHT**

Cop cars and Hummers form a perimeter. Hendershot stands before his men - armored and armed to the teeth, their helmets topped by miniature real-time night vision cameras.

HENDERSHOT

...our target may look like Doctor Marrano's bodyguard and manservant Fidel - but what we're hunting in there isn't Fidel, it's just another Project Nietzsche Mutant - so we will advance in cover formation, infiltrate and terminate with extreme prejudice!

ARMY MEN (IN UNISON)

HENDERSHOT

HUA!

Let's move out!

Let by Hendershot, the Army men FAN OUT toward the Treatment Plant...as Shanahan and some of his men watch the night vision feed on a Toughbook laptop on top of his car.

SHANAHAN

(watching Hendershot go)

What a guy.

And off the Detectives' looks at Shanahan...

**INTERCUT NIGHT-VISION, SHANAHAN AND HENDERSHOT****INT. AKRON CENTRAL TREATMENT PLANT - CONTINUOUS**

An industrial atrium - a vast cistern and system of pipes dominates the catwalk-festooned enclosure.

The Soldiers - split into two-man teams - enter the Treatment Plant through different entrances.

The place is dark and ankle deep in sewage - the only light comes from the gun-barrel-mounted lamps of the Army men - casting thick, dusty beams that barely illuminate the place.

**HENDERSHOT**

Looks across the space to see -

**HIS MEN**

- ADVANCING - aiming their guns - securing the area - making every bit like the highly-trained badasses that they are.

Hendershot does that awesome, badass, highly-trained Army hand-jive at several of the two-men teams in his proximity.

The men move like an oil slick - aiming their guns and lamps - thoroughly covering the area as Hendershot holds his position.

HENDERSHOT  
...where are you, Fidel...where?

**BEHIND HENDERSHOT**

A strange movement - something DESCENDING from the darkness.

**AAAAAARRRRRGH!**

**RESUME ONLY IN THE NIGHT VISION FEED**

Shanahan and his men watch in deepening horror as something grabs Hendershot and his feed goes to STATIC.

GUNFIRE fills the feeds with strobing blasts. Army men SCREAM. Cockroaches HISS. Limbs are RENT AND MELTED. More displays go to STATIC. More GUNFIRE. More SCREAMS.

The last night-vision on-line camera HITS THE FLOOR. A helmetless, brown-in-the-pants SOLDIER falls before it:

SOLDIER  
No! Oh God no!

**MRRRRROOOOOWR!**

The Soldier opens his mouth - a river of cockroaches POURS from inside (how'd they get there? Your guess is as nasty as mine) - the roaches overtake the lens:

**AND THE FEED GOES TO STATIC**

**ANGLE ON SHANAHAN AND HIS MEN**

Looking to the Treatment Plant and at one another...what now?

SHANAHAN  
So...uh...anyone want to volunteer  
for the second wave?

The detectives shake their heads and look away...one of them TURNS AWAY and pulls out a cigarette and a lighter...

...and that's when a hand reaches to Shanahan's shoulder.

TWIGS (O.S.)  
 Out of the way, douchebag. We'll  
 handle the mutant.

Shanahan turns as Jerry and Agent Armstrong push past him -  
 with Twigs bringing up the rear.

SHANAHAN  
 You can't -

TWIGS  
 What are you gonna do, boss?  
 Let us fix this or shoot us  
 in the back?

Agent Armstrong grabs the cigarette and lighter from the  
 smoking detective.

AGENT ARMSTRONG  
 I'll take that.

Shanahan and his men exchange glances. No one knows what the  
 hell to do. Twigs nods, and as he walks toward the plant:

TWIGS  
 If we're not back in an hour, call  
 the President.

**INT. AKRON CENTRAL TREATMENT PLANT - NIGHT**

Flashlight in hand, Jerry leads the way around the darkened  
 system of pipes and tubes on the periphery as Twigs puts on  
 his grappling gun harness.

TWIGS  
 You fixed the torque on this -  
 right?

JERRY  
 On the bus coming here, you  
 saw me.

TWIGS  
 Forgive me for not wanting my  
 spine ripped out again.

AGENT ARMSTRONG  
 You want to tell me what this egg's  
 gonna look like?

JERRY  
 Technically, it's not an egg - it's  
 an *ootheca*. Most roach eggs are a  
 pale shade of white -

As Jerry speaks, Twigs **THUNKS!** into something...and puts his  
 arms up to feel what he has run into.



Shrouded in darkness... but COMING TOWARD THEM.

**RESUME ON JERRY AND ARMSTRONG**

AGENT ARMSTRONG

Hold it right there, Fidel - or we  
nuke the egg and gas you!

JERRY

Or we gas the egg and nuke you.

Fidel lifts his head to emit an inhuman PRIMAL SCREAM...

...his entire body SHAKES - and as he steps into the light,  
the remains of his skin BURST open...

...replaced by thick, segmented plates of brown armor.

Fidel's face RENDS apart to reveal a Fidel-like roach visage  
with forked mandibles - WHIPPING in unison with the peaking  
of his scream.

And as his back SPLITS to UNFURL multiple fresh roach limbs -  
tipped with spiked digits:

**FIDEL STANDS UP TO HIS NEW FULL HEIGHT OF TEN FEET**

As two roach limbs descend to assist his legs and the  
segments of his torso STRETCH and curve over to reveal the  
fully hybridized horror of his now-complete transformation!

TWIGS

Here's a plan: throw everything and  
run!

Agent Armstrong and Jerry activate their respective weapons  
and turn to run:

**AS A WALL OF ROACHES COMES AT THEM FROM BEHIND**

OVERRUNNING our heroes. Burying them in seconds.

Fidel LAUGHS a hissing cackle.

Until Twigs's hand SHOOTS OUT from the surface of the sea of  
insects and FIRES the grappling gun.

**ZZZZIP!** Twigs SLINGSHOTS UP from the carpet of brown, with  
Agent Armstrong and Jerry HANGING ON as they FLY up to -

**A MEZZANINE A STORY OVERHEAD**

And there's barely any time to shake off the roaches still  
clinging to them before Twigs yells out the charge:

TWIGS  
Flood the tubes!

Jerry and Agent Armstrong lift their hands...but their weapons are gone.

The three of them look down to see the Hades-13 and the nerve gas tube...

...FLOATING OVER THE STREAM OF ROACHES - who deliver the weapons to Fidel's gnarly hands.

Fidel's mandibles STRETCH into a triumphant blattarian grin.

**TWIGS**

CLIMBS the railing to jump back into the fray.

TWIGS (CONT'D)  
Oh yeah - it's clobberin' time.

Twigs SWINGS over the floor of the Treatment Plant - an ever-accelerating arc that - **WHUMP!** - sends him straight into Fidel's scaly chest!

Twigs and Fidel SLAM into a pipe - which breaks under the impact and EXPLODES with a GUSH of raw sewage as:

**AGENT ARMSTRONG**

Turns to Jerry:

AGENT ARMSTRONG  
Find a weapon, quick!

The two RUSH across the mezzanine - only to find themselves getting a faceful of -

**MARRANO**

- wearing the Soldier's fatigues, gun in hand.

MARRANO  
Hello Agent Armstrong, Jerry.

Before any further pleasantries can be exchanged, Marrano squeezes the trigger and FIRES.

**BANG!** Agent Armstrong's stomach ERUPTS in a crimson flash.

She FALLS BACK on Jerry's arms. Jerry STUMBLES back, finally dropping: overwhelmed by Agent Armstrong's weight:

JERRY

Oh god - no.

Agent Armstrong opens her mouth as if to speak - but her eyes roll up and her head flops over.

Dead.

There's no time to mourn. Marrano steps up to Jerry - holding the gun to his face:

MARRANO

I want the formula.

**SMASH CUT TO TWIGS AND FIDEL**

RECOVERING from the impact - both covered in the brown sludge still pouring from the jagged edges of the burst sewage pipe.

Twigs SCRAMBLES for the nerve gas tube - trying to wrestle it from the claw - as Fidel reaches out with one of his many other arms and PUNCHES at Twigs!

Twigs BLANCHES as Fidel's multiple limbs SMACK at him, keeping true his grip on the tube as...

**FIDEL'S EGG**

CRACKS: as thousands of mutant roaches claw at the shell.

**TWIGS SEES THIS**

TWIGS

Oh, great -

And the distraction gets him a PUNCH in the face from one of Fidel's claws:

FIDEL

*Mis hijos te devoraran!*

**My children will devour you!**

TWIGS

(punching him desperately)

I (PUNCH!) DO NOT (PUNCH!) SPEAK

(PUNCH!) SPANISH!

**CUT TO JERRY**

Standing from under Agent Armstrong, putting arms in the air.

MARRANO

Slowly, Jerry...slowly...



But Jerry RUSHES Marrano: heaving a WAR CRY.

Marrano **UNGHS!** with the impact and his gun FLIES across the mezzanine.

Now it's a fistfight...and as the two men try to give each other the payback they each think the other deserves:

**TWIGS**

SHUDDERS under the onslaught of blows as Fidel's body WRITHES AND WIGGLES with inhuman articulation, trying to get him to let go of the nerve gas tube.

Every hit from Fidel's claws OPENS A BLOODY GASH on Twigs's face and body...until Twigs reaches down and hits the grappling gun on his belt...**ZZZIP!**

**TWIGS FLIES UP TO THE MEZZANINE**

And INTO Jerry and Marrano, sending them CAREENING from each other - and as Jerry and Twigs exchange glances:

TWIGS	JERRY
What the - ?	What the - ?
(tossing over the tube)	(holding out his hand to
Never mind - here!	get the tube)
	Never mind - gimme!

Jerry catches the tube - and as Marrano BODYCHECKS him:

**TWIGS DIVES OFF THE MEZANNINE**

As Fidel leaps up to meet him in mid-air!

The two mutants CLASH - it's exactly like *Thunderdome*...only with a slacker and a man-roach, and not post-apocalyptic.

Fidel SLASHES the grappling cable - they FALL - as Twigs REACHES for the Hades-13 in one of Fidel's claws...

...and pulls the pin that activates the countdown (because - hey - what kind of an action movie climax would this be without a countdown) tossing it aside into the sludge...

...as the two of them **SLAM!** onto the Treatment Plant floor!

**TWIGS SCRAMBLES TO HIS FEET**

As Fidel stands behind him, reaches down with one of his sharp claws and HACKS OFF Twigs's arm!

As Twigs SCREAMS:

**THE EGG**

FISSURES OPEN - claws REACHING through the rapidly splintering shell as:

**MARRANO**

Holds Jerry over the railing, CHOKING him.

MARRANO (CONT'D)

I will drag you unconscious back to Project Nietzsche if I must!

And as Jerry's eyes FADE -

**BANG!**

A bullet from Marrano's gun - held by Agent Armstrong - goes through Marrano's neck.

Marrano REELS to the rail as Jerry looks at Agent Armstrong.

AGENT ARMSTRONG

What are you looking at? Finish him off you jackass!

Jerry JAMS the nerve gas tube into Marrano's gaping mouth and SHOVES him over the edge!

**FOLLOW MARRANO AS HE PLUMMETS**

Straight into the egg - CRACKING the top of the shell and PLUNGING into the inside...

...where a THOUSAND MUTANT ROACH CLAWS rend his skin...just as the vial of nerve gas CRUNCHES in his mouth!

As the egg fills with lethal gas and the death CRIES of Fidel's expiring brood fill the air:

**FIDEL REARS HIS HEAD AND SCREAMS**

Giving Twigs just enough time to PICK UP HIS OWN ARM and use it to beat him across the neck - sending Fidel CRASHING into one of the jagged edges of the burst pipe...

...and severing his head.

Fidel's body CRASHES down at Twigs's feet.

TWIGS

(pointing at Fidel with his own severed arm)

Yeah! Get some!

And as Twigs enjoys his victory:

**AGENT ARMSTRONG AND JERRY DESCEND THE MEZZANINE STAIRS**

JERRY

I watched you die.

Agent Armstrong lifts her shirt to REVEAL the spot on her stomach corresponding to the bloodstain on the shirt -

AGENT ARMSTRONG

Let's just say, I'm not just  
Marrano's enemy. I was also one of  
his guinea pigs.

- only instead of a gaping bullet wound, there's a spot of brown roach armor growing from her skin.

JERRY

You're one of Marrano's Project  
Nietzsche mutants?

AGENT ARMSTRONG

Not for long. I'm counting on you  
to cook up an antidote.

**ANGLE ON TWIGS - HOLDING THE TICKING BOMB**

TWIGS

Hey guys - less than a minute left  
on the bomb here and I can't find  
the pin.

JERRY

Let's move out.

Twigs tosses the bomb at Fidel's carcass, then as he moves toward Jerry and Agent Armstrong:

TWIGS

Hey, Jer - good thing you were  
wrong about roaches being able to  
live without their heads!

**GGGRRRRRRRRRRRRRRROOOOOOOWWWWWWRR!**

Fidel's head SNARLS and his body rises, grabbing Twigs with every last one of its limbs!

Agent Armstrong EMPTIES HER CLIP into Fidel - accomplishing nothing.



**IN A SERIES OF FADES**

Shanahan waves for the police to CLEAR OUT - then enters his vehicle and drives away, shaking his head.

Agent Armstrong and a morose Jerry watch as the FIRE DEPARTMENT puts out the flames.

The Treatment Plant is a burnt-out husk.

Armstrong and Jerry climb into a cab as the last of the firefighters hose down the embers.

Jerry looks back - goodbye, Twigs.

And as a cold wind blows over the wretched remains of the Akron Central Treatment Plant...

**FADE TO BLACK**

**FADE IN****ON A MANHOLE COVER NEAR THE TREATMENT PLANT**

SLIDING OFF its mooring and onto the blacktop as the last of the fire engines races away.

A blackened hand reaches out of the manhole: holding an equally-blackened severed arm.

Twigs pops out - panting, clearly winded by the exertion, he drops his own arm and climbs the rest of the way out.

Twigs has no skin. Half his head is missing. His muscles look like southern barbecue. His intestines drag behind him. His chest cavity is open - a latticework of ribs and nerves.

Twigs's half-baked heart sits alone in his torso, connected to nothing...GURGLING out a slime of clotted, cooked blood.

Twigs looks at the smoking, now-deserted Treatment Plant....and the fire engine vanishing into the horizon...

...then lets out a SIGH.

TWIGS

Aw...great...

(then)

...guess I'm walking.

And as Twigs Dupree makes his way into the night...an indestructible hero...

**SMASH CUT TO**

**INT. AN INSURANCE COMPANY - DAY**

RESUMING JUST BEFORE THE OPENING SEQUENCE LEFT OFF...with Twigs facing down a disgruntled, gone-postal, gun-toting Dean Lemkin...

TWIGS

I know you served in the Army. I know they screwed you. I know you have a scorching case of PTSD...  
(regarding Dean's weapon)  
...and that you kept your gun...

DEAN LEMKIN

Shut up!

TWIGS

...and I know about the problems you've been having, you know, below the equator...it's no sense taking it out on these people.

DEAN LEMKIN

Shut up! Shut up! Shut up!

TWIGS

Dean, it's completely curable - they got this blue pill that -

**RATATATATATATAT!** Twigs goes down in a hail of gunfire that leaves a SPLATTER of crimson juice on the wall!

The Hostages SCREAM in horror!

**THE COPS OUTSIDE SCRAMBLE LIKE INSECTS**

POLICE CAPTAIN

(into his RADIO)

Shots fired! Shots fired! Do we have positions? Do we have positions?

**TWIGS**

Lies on the ground, covered in blood...and that's when his hand goes up, WAVING an index finger.

TWIGS

Dude. That was a dick move.

Dean starts - as do the hostages - and Twigs painfully stands up to reveal a CHASM on his chest, his heart SPUTTERING inside his rent-apart ribcage, and occasionally spitting out a pathetic little gout of blood.

TWIGS (CONT'D)  
 (looks down at his  
 ribcage, SIGHS, then:)  
 I'll throw in a muffin, but that's  
 my final offer.

**BLAM! BLAM! BLAMBLAMBLAM!** Twigs FLIES back - propelled against the wall by more gunfire, his insides SHOOTING OUT of his body like the filling in too-microwaved a sausage.

Dean Lemkin steps forward through the smoke from his barrel, raging bloodlust on his face:

DEAN LEMKIN  
 I'm not fucking around!

TWIGS (O.S.)  
 Me neither!

Twigs stands again: the nonchalant smile still on his face...right below the see-through hole in his head - through which Dean Lemkin can be seen, eyes gouging with surprise!

TWIGS (CONT'D)  
 Now can we talk?

And this is where it gets weird.

DEAN LEMKIN  
 Fuck you! Fuck you! FUCK YOU!

Dean Lemkin lets out an INHUMAN SHRIEK -

- his eyes turn black -

- and his back SPLITS OPEN to deploy a slime-ridden scorpion stinger that rises over his head.

Twigs just shakes his head and takes out his cell-phone...

...as Dean Lemkin opens his mouth to reveal black razor teeth and to speak with a voice like the DEMONIC HOWL OF A PISSED OFF, 200 POUND INSECTOID PREDATOR!

DEAN LEMKIN (CONT'D)  
 I WILL GET WHAT I CAME FOR OR YOU  
 WILL ALL BE DESTROYED!

Twigs lifts the phone to his ear, hits the walkie button:

DEAN LEMKIN

TWIGS

Jerry, it's me - tell  
Armstrong she was right -

GROAAAAARRRRR!

- definitely one of her  
Project Nietzsche mutants.

**SMASH CUT TO****EXT. MEAT WAGON - TO ESTABLISH - CONTINUOUS**

Sitting on the periphery of the unfolding drama.

JERRY (O.S.)

Copy that Twigs, one more Project  
Nietzsche superfreak, confirmed...

**INT. MEAT WAGON - CONTINUOUS**

Repaired. Tricked-out with laptops and lab equipment.

Jerry and Agent Armstrong - he in his customary labcoat-and-tie, she in a smart suit - sit in a makeshift control center in the back. Jerry speaks into a walkie:

JERRY

...we're on our way with the  
antidote.

Jerry reaches for a refrigerated locker on the van wall and loads a vial of GLOWING FLUID into a high-sheen, high tech, stainless steel dart rifle.

Agent Armstrong KICKS the back door open and exits into:

**EXT. AN INSURANCE COMPANY - POLICE PERIMETER - MOMENTS LATER**

Jerry BOLTS out to catch up with Agent Armstrong...who is already BADGING the Police Captain and Negotiator: she's all practiced efficiency and professional bearing.

AGENT ARMSTRONG

I'm Agent Armstrong, this is Agent  
Wilhelm, Homeland Security...you  
can go ahead and call off your  
breach and tell the snipers to  
stand down, we're taking over  
tactical command of this situation.

The Police Captain opens his mouth as if to speak, but Jerry cuts him off with extreme prejudice:



JERRY

It's OK, captain. We have a man on the inside, and I assure you, your Federal Government has this entire situation well under -

But before Jerry can finish his sentence:

**KEEEEERRRRRASSSSSSHHHHHHH!**

A second story window SHATTERS into a maelstrom of reflecting shards and spinning glass as Twigs FLIES out, limbs FLAILING:

TWIGS

AWCRAPTHATREALLUHUUUUUUUURTS!

Twigs comes down before Jerry and Agent Armstrong...

...and IMPALES himself on a fire hydrant at their feet with a disgusting **SHA-WUNK!**

The assembled cops look away in disgust and revulsion. Jerry and Agent Armstrong roll their eyes.

Bloodied and beaten - guts coiled around the stubby head of the fire plug - Twigs looks up at Agent Armstrong and Jerry.

TWIGS (CONT'D)

He didn't want to talk.

Jerry exchanges glances with Agent Armstrong - then looks at Twigs, making his best attempt to shrug with broken shoulders.

Yep. This is going to be harder than we thought.

Jerry lifts his dart gun. Agent Armstrong leads the way...they walk to the building - full of resolve...

TWIGS (CONT'D)

Uh...guys...a little help here?  
Guys?

And off our team, not quite professional, not quite polished, not quite superheroes...

...but nonetheless ready to battle the horrors of the big bad world...

**SMASH CUT TO BLACK**

**THE END**