

**"ALIENS"**

by

James Cameron

**FIRST DRAFT**

May 28, 1985

---

**ALIENS**

**FADE IN**

**SOMETIME IN THE FUTURE - SPACE**

**1**

Silent and endless. The stars shine like the love of God...cold and remote. Against them drifts a tiny chip of technology.

CLOSER SHOT It is the NARCISSUS, lifeboat of the ill-fated star-freighter Nostromo. Without interior or running lights it seems devoid of life. The PING of a RANGING RADAR grows louder, closer. A shadow engulfs the Narcissus. Searchlights flash on, playing over the tiny ship, as a MASSIVE DARK HULL descends toward it.

**INT. NARCISSUS**

**2**

Dark and dormant as a crypt. The searchlights stream in the dusty windows. Outside, massive metal forms can BE SEEN descending around the shuttle. Like the tolling of a bell, a BASSO PROFUNDO CLANG reverberates through the hull.

CLOSE ON THE AIRLOCK DOOR Light glares as a cutting torch bursts through the metal. Sparks shower into the room.

A second torch cuts through. They move with machine precision, cutting a rectangular path, converging. The torches meet. Cut off. The door falls inward REVEALING a bizarre multi-armed figure. A ROBOT WELDER.

FIGURES ENTER, backlit and ominous. THREE MEN in bio-isolation suits, carrying lights and equipment. They

approach a sarcophaguslike HYPERSLEEP CAPSULE, f.g.

**LEADER**

(filtered)

Internal pressure positive. Assume nominal hull integrity. Hypersleep capsules, style circa late twenties...

His gloved hand wipes at on opaque layer of dust on the canopy.

ANGLE INSIDE CAPSULE as light stabs in where the dust is wiped away, illuminating a WOMAN, her face in peaceful repose.

WARRANT OFFICER RIPLEY, sole survivor of the Nostromo. Nestled next to her is JONES, the ship's wayward cat.

**LEADER**

(voice over; filtered)

Lights are green. She's alive. Well, there goes out salvage, guys.

**DISSOLVE TO:**

**INT. HOSPITAL ROOM - TIGHT ON RIPLEY - GATEWAY STATION 3**

She's lying in a bed, looking wan, as a female MED-TECH raises the backrest. She is surrounded by arcane white MEDICAL EQUIPMENT. The Med-Tech exudes practiced cheeriness.

**MED-TECH**

Why don't I open the viewport?  
Watch your eyes.

Harsh light floods in as a motorized shield slides into the ceiling, REVEALING a breathtaking vista. Beyond the sprawling complex of modular habitats, collectively called GATEWAY STATION, is the curve of EARTH as seen from high orbit. Blue and serene.

**MED-TECH**

And how are we today?

**RIPLEY**

(weakly)  
Terrible.

**MED-TECH**

Just terrible? That's better than yesterday at least.

**RIPLEY**

How long have I been on Gateway station?

**MED-TECH**

Just a couple of days. Do you  
feel up to a visitor?

Ripley shrugs, not caring. The door opens and a MAN  
enters, although Ripley sees only what he is carrying.  
A familiar large, orange TOMCAT.

**RIPLEY**

Jones!

She grabs the cat like a life preserver.

**RIPLEY**

(cooing baby-cat talk)  
Come here Jonesy you ugly old  
moose...you ugly thing.

Jones patiently endures Ripley's embarrassing display,  
seeming none the worse for wear. The visitor sits  
beside the bed and Ripley finally notices him. He is  
thirtyish and handsome, in a suit that looks executive  
or legal, the tie loosened with studied casualness. A  
smile referred to as "winning."

**MAN**

Nice room. I'm Burke. Carter Burke.  
I work for the company, but other  
than that I'm an okay guy. Glad to  
see you're feeling better. I'm told  
the weakness and disorientation  
should pass soon. Side effects of  
the unusually long hypersleep, or  
something like that.

**RIPLEY**

How long was I out there? They  
won't tell me anything.

**BURKE**

(soothing)  
Well, maybe you shouldn't worry  
about that just yet.

Ripley grabs his arm, surprising him.

**RIPLEY**

How long?

Burke gazes at her, thoughtful.

**BURKE**

All right. My instinct says  
you're strong enough to handle  
this...Fifty-seven years.

Ripley is stunned. She seems to deflate, her expression

passing through amazement and shock to realization of all she has lost. Friends. Family. Her world.

**RIPLEY**

Fifty-seven...oh, Christ...

**BURKE**

You'd drifted right through the core systems. It's blind luck that deep-salvage team caught you when they...are you all right?

Ripley coughs suddenly as if choking and her expression becomes one of dawning horror. Burke hands her a glass of water from the nightstand. She slaps it away. It shatters with a SMASH. Jones dives, yowling. Ripley grabs her chest, struggling as if she is strangling. The Med-Tech hits a console button.

**MED-TECH**

(shouting)

Code Blue! 415. Code Blue!

**4-1-5!**

Burke and the Med-Tech are holding Ripley's shoulders as she goes into convulsions. A DOCTOR and TWO TECHS run in. Ripley's back arches in agony.

**RIPLEY**

No...noooo!

They try to restrain her as she thrashes, knocking over equipment. Her EKG races like mad. Jones, under a cabinet, hisses wide-eyed.

**DOCTOR**

Hold her...Get me an airway, stat!  
And fifteen cc's of...Jesus!

AN EXPLOSION OF BLOOD beneath the sheet covering her chest! Ripley stares at the SHAPE RISING UNDER THE SHEET. Tearing itself out of her.

HER P.O.V. as the sheet rises. A GLIMPSE OF the **CHITTERING HORROR...IT SCREECHES.**

TIGHT ON RIPLEY screaming, snapping up INTO FRAME. Alone in the darkened hospital room. She gasps for breath, clutching pathetically at her chest. There is no demented horror rigging itself out of her. Her eyes snap about wildly, slowly focusing on the reality of her safety. Shuddering, bathed in sweat, she kneads her breastbone with the heel of her hand and sobs.

A VIDEO MONITOR beside the bed snaps on. A MED-TECH's face.

**MED-TECH**

Bad dreams again? Do you want something to help you sleep?

**RIPLEY**

(faint)

No.. I've slept enough.

The Med-Tech shrugs and switches off. Touching a button on the nightstand she opens the viewport, REVEALING Gateway and the turquoise Earth. She hugs Jones to her and rocks with him like a child, still shattered by the nightmare. Shivering. Sleep is far off.

**RIPLEY**

We made it, Jones. We made it.

But at what price?

**CUT TO:**

**EXT. PARK**

**4**

Sunlight streams in shafts through a stand of poplars, beyond which a verdant meadow is VISIBLE.

EXTREME F.G. Jones stalks toward a bird hopping among fallen leaves. He leaps. And smack into A WALL.

**RIPLEY**

(voice over)

Dumbshit.

WIDER ANGLE as Jones steps back confused from the HIGH-RESOLUTION ENVIRONMENTAL WALL SCREEN, a sort of cinerama video-loop. Ripley sits on a bench in what we now SEE is an ATRIUM off the medical center, still somewhere in the bowels of Gateway Station. Benches. Some unenthusiastic potted trees. The sterile corridors VISIBLE beyond glass doors b.g.

Burke ENTERS in his usual mode, casual haste.

**BURKE**

Sorry...I've been running behind all morning.

Ripley seems healthier now, but still a bit brittle.

**RIPLEY**

Have they located my daughter yet?

**BURKE**

Well, I was going to wait until after the inquest...

He opens his briefcase, removing a sheet of printer hard copy, including a telestat photo.

**RIPLEY**

Is she...?

**BURKE**

(scanning)

Amanda Ripley-McClaren. Married name, I guess. Age: sixty-six ...at time of death. Two years ago.

(looks at her)

I'm sorry.

Ripley studies the PHOTOGRAPH, stunned.

The face of a woman in her mid-sixties. It could be anybody. She tries to reconcile the face with the little girl she once knew.

**RIPLEY**

Amy.

**BURKE**

(reading)

Cancer. Hmmm. They still haven't licked that one. Cremated. Interred Parkside Repository, Little Chute, Wisconsin. No children.

Ripley gazes off, into the pseudo-landscape, into the past.

**RIPLEY**

I promised her I'd be home for her birthday. Her eleventh birthday. I sure missed that one.

(pause)

Well...she has already learned to take my promises with a grain of salt. When it came to flight schedules, anyway.

Burke nods, a simpatico presence.

**RIPLEY**

You always think you can make it up to somebody...later, you know. But now I never can. I never can.

Let's get one thing straight...Ripley can be one tough lady. But the terror, the loss, the emptiness are, in this moment, overwhelming. She cries silently.

Burke puts a reassuring hand on her arm.

**BURKE**

(gently)

The hearing convenes at 0930. You don't want to be late.

**INT. CORRIDOR - GATEWAY**

**5**

Elevator doors part and Ripley emerges, in mid-conversation with Burke. DOLLYING AHEAD OF THEM as they move rapidly down the corridor.

**RIPLEY**

You read my deposition...it's complete and accurate.

**BURKE**

Look, I believe you, but there are going to be some heavyweights in there. You got Feds, you got interstellar commerce commission, you got colonial administration, insurance company guys...

**RIPLEY**

I get the picture.

**BURKE**

Just tell them what happened. The important thing is to stay cool and unemotional.

**INT. CONFERENCE ROOM - ON RIPLEY - GATEWAY**

**6**

She's not cool. Not unemotional.

**RIPLEY**

Do you people have earwax, of what? We have been here three hours. How many different ways do you want me to tell the same story?

She faces the EIGHT MEMBERS of the board of inquiry at a long conference table. Gray suits and grim faces. They aren't buying. Behind Ripley on a large VIDEO SCREEN, PARKER grins like a goon from his personnel mugshot. His file prints out next to it. BRETT's face and dossier replace it, and then the others as the SCENE continues... KANE, LAMBERT, ASH the android traitor, DALLAS. VAN LEUWEN, the ICC representative, steeples his fingers and frowns.

**VAN LEUWEN**

Look at it from our perspective. You freely admit to detonating the

engines of, and thereby destroying,  
an M-Class star-freighter. A  
rather expensive piece of hardware...

**INSURANCE INVESTIGATOR**

(dryly)

Forty-two million in adjusted dollars.  
That's minus payload, of course.

**VAN LEUWEN**

The shuttle's flight recorder  
corroborates some elements of  
your account. That the Nostromo  
set down on LV-426, an unsurveyed  
planet, at that time. That  
repairs were made. That it resumed  
its course and was subsequently set  
for self-destruct. By you. For  
reasons unknown.

**RIPLEY**

Look, I told you...

**VAN LEUWEN**

It did not, however, contain any  
entries concerning the hostile  
life form you allegedly picked up.

Ripley sense the noose tightening.

**RIPLEY**

Then somebody's gotten to it...  
doctored the recorder. Who had  
access to it?

The ECA (Extrasolar Colonization Administration)  
Representative (ECA REP) just shakes his head.

**ECA REP**

Would you just listen to yourself  
for one minute.

Ripley glares at the ECA Rep, a woman on the ungenerous  
side of fifty. Van Leuwen sighs with exasperation.

**VAN LEUWEN**

The analysis team which went over  
your shuttle centimeter by  
centimeter found no physical  
evidence of the creature you  
describe...

**RIPLEY**

(losing it)

That's because I blew it out the  
Goddamn airlock!

(pause)

Like I said.

**INSURANCE MAN**

(to ECA Rep)

Are there any species like this  
'hostile organism' on LV-426?

**ECA REP**

No. It's a rock. No indigenous  
life larger than a simple virus.

Ripley grits her teeth in frustration.

**RIPLEY**

I told you, it wasn't indigenous.  
There was an alien spacecraft there.  
A derelict ship. We homed on its  
beacon...

**ECA REP**

To be perfectly frank, we've surveyed  
over three hundred worlds and no one's  
ever reported a creature which, using  
your words...

(read from Ripley's  
statement)

...'gestates in a living human host'  
and has 'concentrated molecular acid  
for blood.'

Ripley glances at Burke, silent at the far end of the  
table. His expression is grim. Her mouth hardens as  
a bit of the old nail-eating Ripley surfaces.

**RIPLEY**

Look, I can see where this is  
going. But I'm telling you those  
things exist. Back on that planetoid  
is an alien ship and on that ship  
are thousands of eggs. Thousands.  
Do you understand? I suggest you  
find it, using the flight recorder's  
data. Find it and deal with it --  
before one of your survey teams  
comes back with a little surprise...

**VAN LEUWEN**

Thank you, Officer Ripley. That  
will be...

**RIPLEY**

(louder, stepping  
on him)

...because just one of those  
things managed to kill my entire  
crew, within twelve hours of  
hatching...

Van Leuwen stands, out of patience.

**VAN LEUWEN**

Thank you, that will be all.

Ripley stares him down, glowering at the board.

**RIPLEY**

That's not all, Goddamnit! If those things get back here, that will be all. Then you can just kiss it good-bye, Jack! Just kiss it goodbye.

Ripley turns sharply away, trembling with frustration and anger. Dallas looks back at her from the video screen, his eyes burning from the photograph, as we:

**CUT TO:**

**INT. CORRIDOR**

**7**

Ripley kicks the wall next to Burke who is getting coffee and donuts at a vending machine.

**BURKE**

You had them eating out of your hand, kiddo.

**RIPLEY**

They had their minds made up before I even went in there. They think I'm a head case.

**BURKE**

(cheerfully)

You are a head case. Have a donut.

**INT. CONFERENCE ROOM - TIGHT ON RIPLEY - LATER**

**8**

Van Leuwen clears his throat.

**VAN LEUWEN**

It is the finding of this board of inquiry that Warrent Officer Ellen Ripley, NOC-14672. has acted with questionable judgment and is unfit to hold an ICC license as a commercial flight officer.

Burke watches Ripley taking it on the chin, white-lipped but subdued.

**VAN LEUWEN**

Said license is hereby suspended indefinitely. No criminal charges

will be filed at this time and you are released on own recognizance for a six month period of psychometric probation, to include monthly review by an ICC psychiatric tech...

**INT. CORRIDOR**

9

DOLLY BACK as the conference room door bangs open and Ripley strides through. She shrugs off Burke's restraining arm and catches up to Van Leuwen walking down the corridor.

**RIPLEY**

(insistent)

Why won't you check out LV-426?

**VAN LEUWEN**

(condescendingly)

Because I don't have to. The people who live there checked it out years ago and they never reported and 'hostile organism' or alien ship. And by the way, they call it Acheron now.

**RIPLEY**

What are you talking about.  
What people?

Van Leuwen steps into an elevator with some others, but Ripley holds the door from closing.

**VAN LEUWEN**

Terraformers...planet engineers. It's what we call a shake 'n' bake colony. They set up atmosphere processors to make the air breathable...big job. Takes decades. They've already been there over twenty years. Peacefully.

The door tries to close. Ripley slams it back. People are getting annoyed.

**RIPLEY**

How many colonists?

**VAN LEUWEN**

Sixty, maybe seventy families.

**RIPLEY**

(low)  
Sweet Jesus.

**ELEVATOR PASSENGER**

Do you mind?

Ripley's hand slides off the door, strengthless.

TIGHT ON HER FROM INSIDE the elevator as the doors close like fate on her lost expression.

**EXT. ALIEN LANDSCAPE - DAY**

**10**

A hideous, storm-blasted vista. Tortured rock forms. Bleak twilight at midday.

PAN SLOWLY ONTO a CORRODED METAL SIGN set in concrete pylons, which reads:

**HADLEY'S HOPE - POP. 159  
"WELCOME TO ACHERON"**

Some local has added below in spray-can graffiti "Have a nice day." Gale-force wind SCREECHES around the steel sign, driving a freezing rain.

The COLONY, b.g., is a squat complex with lots of floodlights.

**EXT. COLONY COMPLEX**

**11**

The town is a cluster of bunkerlike metal and concrete buildings connected by conduits. Neon signs throw garish colors across the vaultlike walls, advertising bars and other businesses. It looks like a sodden cross between the Krupps munitions works and a truckstop casino in the Nevada boondocks.

Huge-wheeled tractors crawl toadlike in the rutted "street" and vanish down rampways to underground garages.

ANGLE ON THE CONTROL BLOCK the largest structure. It resembles vaguely the superstructure of an aircraft carrier...a flying bridge.

VISIBLE across a half kilometer of barren heath, b.g., is the massive complex of the nearest ATMOSPHERE PROCESSOR, looking like a power plant bred with an active volcano. Its fiery glow pulses in the low cloud cover like a steel mill.

**INT. MAIN CONCOURSE - NEAR CONTROL BLOCK**

**12**

A central space, laid out like a scaled-down shopping mall with no styling flourishes. We SEE a cross section of the types of people who have come to live on Godforsaken Acheron. Tough. Pragmatic. "Grapes of Wrath" faces. Calloused hands. Not too many interior decorators. Some children race in the corridor on things that look suspiciously like "Big Wheels."

Jammed with computer terminals, technicians, displays... most of the business of running the colony flows through here. It's high tech but used and scrungy. Papers piled up. Coffee cup rings.

DOLLY AHEAD OF LYDECKER, the Assistant Operations Manager, as he catches up to the harried Operating Manager, **SIMPSON**.

**LYDECKER**

You remember you sent some wildcatters out to that plateau, out past the Ilium range, a couple days ago?

**SIMPSON**

Yeah. What?

**LYDECKER**

There's a guy on the horn, mom-and-pop survey team. Says he's homing on something and wants to know if his claim will be honored.

**SIMPSON**

Christ. Some honch in a cushy office on Earth says go look at a grid reference in the middle of nowhere, we look. They don't say why, and I don't ask. I don't ask because it takes two weeks to get an answer out here and the answer's always 'don't ask.'

**LYDECKER**

So what do I tell this guy?

**SIMPSON**

Tell him, as far as I'm concerned, he finds something it's his.

**EXT. ACHERON - THE MIDDLE OF NOWHERE - A SIX-WHEELED TRACTOR - DAY**

It roars across corrugated rock, blasting through soggy drifts of volcanic ash.

**INT. TRACTOR**

At the controls, intent on a PINGING scope, is RUSS JORDEN, independent prospector. Beside him is his wife/partner ANNE and in the back their two kids are playing among the heavy sampling equipment.

**JORDEN**

(gloating cackle)  
Look at this fat, juicy magnetic  
profile. And it's mine, mine,  
mine.

**ANNE**

Half mine, dear.

NEWT, their six-year-old daughter, yells from the back...

**NEWT**

And half mine!

**JORDEN**

I got too many partners.

**NEWT**

Daddy, when are we going back  
to town?

**JORDEN**

When we get rich, Newt.

**NEWT**

You always say that. I wanna go  
back. I wanna play 'Monster Maze.'

Her older brother TIM sticks his jeering face close to  
hers.

**TIM**

You cheat too much.

**NEWT**

Do not. I'm just the best.

**TIM**

Do too! You go in places we  
can't fit.

**NEWT**

So! That's why I'm the best.

**ANNE**

Knock it off! I catch either of  
you playing in the air ducts again  
I'll tan your hides.

**NEWT**

Mom. All the kids play it...

**JORDEN**

(reverently)  
Holy shiiit!

ANGLE THROUGH FRONT CANOPY ON a bizarre shape looming ahead. An enormous bonelike mass projecting upward from the bed of ash. The tractor slows.

Canted on its side and buckles against a rock outcropping by the lava flow, it is still recognizable as an EXTRATERRESTRIAL SHIP. Bio-mechanoid. Nonhuman design.

**JORDEN**

Folks, we have scored big this time.

**EXT. TRACTOR**

**16**

Jorden and Anne step down, wearing ENVIRONMENT SUITS. Carrying LIGHTS, PACKS, CAMERAS, TEST GEAR. Their breath clouds in the chill air.

**ANNE**

You kids stay inside. I mean it! We'll be right back.

They trudge toward the alien derelict.

**ANNE**

Shouldn't we call in?

**JORDEN**

Let's wait till we know what to call it in as.

**ANNE**

(nervous)

How about 'big weird thing'?

They pause at a twisted gash in the hull. Blackness inside.

**INT./EXT. TRACTOR**

**17**

Newt has her face pressed to the glass, steaming it. Watching her parents enter the strange ship. Tim GRABS HER from behind. She SHRIEKS.

**TIM**

Cheater!

**EXT. LANDSCAPE - NIGHT**

**18**

The tractor and the derelict are dark and motionless. The wind HOWLS around them.

Tim is curled up in the driver's seat. Newt shakes him awake, trying hard not to cry.

**NEWT**

Timmy...they've been gone a

long time.

Tim considers the night. The wind. The vast landscape.  
He bites his lip.

**TIM**

(quavering)

It'll be okay, Newt. Dad knows  
what he's doing.

CRASH! Newt SCREAMS as the door beside her is RIPPED  
OPEN. A dark shape lunges inside!

Anne, panting and terrified, grabs the dash mike.

**ANNE**

Mayday! Mayday! This is  
Alpha Kilo Two Four Niner  
calling Hadley Control.  
Repeat. This is...

As Anne shouts the mayday Newt looks past her, to the  
ground. Russ Jordan lies there inert, dragged somehow  
by Anne from inside the ship. There is SOMETHING ON  
HIS FACE. An appalling MULTILEGGED CREATURE, pulsing  
with obscene life. Newt begins to SCREAM hysterically,  
competing with the shrieking wind which rises to a  
crescendo as we:

**CUT TO:**

**INT. RIPLEY'S APARTMENT - GATEWAY - DAY**

**20**

Silence. Ripley, looking haggard, sits at a table in  
the dining alcove contemplating the smoke rising from  
her cigarette. The place is modest, to be charitable,  
and there are few personal touches. Though it's late  
in the day Ripley is still wearing a robe. The bed is  
unmade. Dishes in the sink. Jones prowls across the  
counter. The WALLSCREEN is on, blaring vapidly.

**VOICE FROM VIDEO**

(o.s.)

Hey, Bob! I heard you and the  
family are heading off for the  
colonies!

**BON**

(o.s.)

Best decision I ever made, Bill.  
We'll be starting a new life  
from scratch, in a clean world.  
No crime. No unemployment...

The door BUZZES. Ripley jumps like a cat. Jones doesn't.

**INT. CORRIDOR**

**21**

Carter Burke stands in the narrow, dingy corridor with LIEUTENANT GORMAN, Colonial Marine Corps. Young and severe in his officer's dress-black. The door opens slightly.

**BURKE**

Hi, Ripley. This is  
Lieutenant Gorman of the...

SLAM. Burke buzzes again. Talks to the door...

**BURKE**

Ripley we have to talk.  
(pause)  
They've lost contact with the  
colony on Acheron.

The door opens. Ripley considers the ramifications of that. She motions them inside.

**INT. RIPLEY'S APARTMENT - A LITTLE LATER**

22

Burke and Gorman are seated, nursing coffee. Ripley paces, very tense.

**RIPLEY**

No. There's no way!

**BURKE**

Hear me out...

**RIPLEY**

I was reamed, steamed and  
dry-cleaned by you guys...and  
now you want me to go back out  
there? Forget it.

We SEE that she's gut scared, covering it with anger. Burke sees it.

**BURKE**

Look, we don't know what's going  
on out there. It may just be a  
down transmitter. But if it's  
not, I want you there...as an  
advisor. That's all.

**GORMAN**

You wouldn't be going in with the  
troops. I can guarantee your  
safety.

**BURKE**

These Colonial Marines are  
some tough hombres, and they're  
packing state-of-the-art firepower.

Nothing they can't handle...right,  
Lieutenant?

**GORMAN**

(cool)  
We're trained to deal with these  
kinds of situations.

**RIPLEY**

(to Burke)  
What about you? What's your  
interest in this?

**BURKE**

Well, the corporation co-financed  
that colony with the Colonial  
Administration, against mineral  
rights. We're getting into a lot  
of terraforming...'Building Better  
Worlds.'

Burke is revealing his early days in sales.

**RIPLEY**

Yeah, yeah. I saw the commercial.

**BURKE**

I heard you were working in the  
cargo docks.

**RIPLEY**

(defensive)  
That's right.

**BURKE**

Running loaders, forklifts, that  
sort of thing?

**RIPLEY**

(shrugging)  
It's all I could get. Anyway,  
it keeps my mind off of...  
everything. Days off are worse.

**BURKE**

What if I said I could get you  
reinstated as a flight officer?  
And that the company has agreed  
to pick up your contract?

**RIPLEY**

If I go.

**BURKE**

If you go.  
(pause)  
It's a second chance, kiddo. And

it'll be the best thing in the world for you to face this fear and beat it. You gotta get back on the horse...

**RIPLEY**

(frosty)

Spare me, Burke. I've had my psych evaluation this month.

Burke leans close, a let's-cut-the-crap intimacy.

**BURKE**

Yes, and I've read it. You wake up every night, sheets soaking, the same nightmare over and over...

**RIPLEY**

(shouting)

No! The answer is no. Now please go. I'm sorry. Just go, would you.

Burke nods to Gorman who rises with him. He slips a TRANSLUCENT CARD onto the table, heads for the door.

**BURKE**

Think about it.

**EXT. ACHERON LANDSCAPE - NIGHT**

**23**

As the wind HOWLS through tormented rock, BUILDING IN PITCH until we:

**CUT TO:**

**INT. APARTMENT**

**24**

Ripley lunges INTO FRAME with an animal outcry. She clutches her chest, breathing hard. Bathed in sweat she lights a cigarette with trembling hands. Do we hear a faint, desolate wind?

TIGHT ON PHONE CONSOLE as Ripley's hand inserts Burke's card into a slot. "STAND BY" prints out on the screen and is replaced by Burke's face, bleary with sleep.

**BURKE**

(on video phone)

Yello? Oh, Ripley. Hi...

**RIPLEY**

Burke, just tell me one thing. That you're going out there to kill them. Not study. Not bring back. Just burn them out...clean

...forever.

**BURKE**

That's the plan. My word on it.

CLOSEUP - RIPLEY taking a deep slow breath. It's time to look the demon in the eye.

**RIPLEY**

All right. I'm in.

She punches off before Burke replies, before she can change her mind. She turns to Jones sitting on the bed and her tone becomes admonishing...

**RIPLEY**

And you my dear, are staying right here.

Jones blinks, cynical cat eyes..."count me right out."

**CUT TO:**

**EXT. DEEP SPACE - THREE WEEKS LATER** 25

An empty starfield. Metal spires slice ACROSS FRAME.

A mountain of steel following. A massive military transport ship, the SULACO. Ugly, battered... functional.

**INT. CORRIDOR TO CARGO LOCK** 26

An empty corridor, seemingly miles long. No movement. The THRUMMING of hyperdrive engines.

**INT. CARGO LOCK** 27

An enormous chamber, cavernous and dark. Squatting in the shadows are two orbit-to-surface shuttles. DROP-SHIPS. Heavy machinery all around them... cranes, loading equipment.

**INT. BRIDGE** 28

Dark electronic womb. CAMERA DOLLIES SLOWLY among murmuring instrumentation. A sudden high-pitched TRILLING accompanies a sequence of lights. An alarm.

**INT. HYPERSLEEP VAULT** 29

Blackness, until a bank of indicators lights up. Hydraulics lift a grid of equipment from a row of horizontal HYPERSLEEP CYLINDERS. It reaches the ceiling. Locks.

CLOSE ON RIPLEY'S CAPSULE as trickles of water run down the frosted canopy.

**DISSOLVE TO:**

**INT. HYPERSLEEP VAULT**

**30**

Lit up, white and sterile.

The canopies of the row of capsules are raised. Ripley sits up. Rubs her arms briskly. Next to her Gorman and Burke are stirring and beyond them the troopers, wearing shorts and dog tags. They are:

<b>MASTER SERGEANT APONE</b>	<b>UNIT LEADER</b>
<b>CORPORAL HICKS</b>	<b>B-TEAM LEADER</b>
CORPORAL DIETRICH (female)	MED-TECH
<b>PFC HUDSON</b>	<b>COM-TECH</b>
PFC VASQUEZ (female)	'SMART-GUN' OPERATOR
<b>PRIVATE DRAKE</b>	<b>'SMART-GUN' OPERATOR</b>
<b>PRIVATE FROST</b>	<b>TROOPER</b>
<b>PRIVATE CROWE</b>	<b>TROOPER</b>
<b>PRIVATE WIERZBOWSKI</b>	<b>TROOPER</b>
CORPORAL FERRO (female)	DROP-SHIP PILOT
<b>PFC SPUNKMEYER</b>	<b>DROP-SHIP CREW CHIEF</b>

The ship is fully automated in interstellar flight so there is no crew, except for EXECUTIVE OFFICER (ECA) Bishop, who supervises planetary maneuvering.

GROANS echo across the chamber.

**SPUNKMEYER**

Arrgh. I'm getting too old for this shit.

SPUNKMEYER says this sincerely, though he must have enlisted underage not long ago. Looking surly, DRAKE sits up. He's young as well but street-tough. Nasty scar curling his lip into a sneer.

**DRAKE**

They ain't payin' us enough for this.

**DIETRICH**

Not enough to have to wake up

to your face, Drake.

**DRAKE**

Suck air. Hey, Hicks...you look like I feel.

HICKS, an older lifer-type who keeps his own counsel, just snorts good-naturedly.

Ripley scans the group as they shuffle past her to a bank of lockers. Though not supermen they are lean and hardened...tough, capable, jaded. They combine the specialized techno-combat training of the twenty-first century fighting man with those qualities universal to "grunts" through the ages. SERGEANT APONE moves down the row of freezers.

**HUDSON**

This floor's freezing.

**APONE**

Christ. I never saw such a buncha old women. You want me to fetch your slippers, Hudson?

**HUDSON**

Would you, Sir?

Ripley steps back as the troopers shuffle past nodding cursory hellos. She feels isolated by the camaraderie of this tightknit group.

VASQUEZ eyes her coldly as she passes. Like Drake, Vasquez is younger than the rest and her combat-primer was the street in a Los Angeles barrio. She is tough even by the standards of this group. Hard-muscled. Eyes cunning and mean.

**HUDSON**

Hey, Vasquez...you ever been mistaken for a man?

**VASQUEZ**

No. Have you?

She slaps Drake's open palm and it clenches into a greeting which is part contest. It gets rougher. Painful. Until she cuffs him hard and they break with vicious laughter. Dobermans playing. Conscripted from juvenile prison, the two of them were trained to operate the formidable "SMART-GUNS." That is part of their bond.

BISHOP is helping everyone like a valet. As he passes close to her Ripley notices a strange TATTOO across the back of his left hand...an ALPHA-NUMERIC CODE.

**FROST**

Hey, hand job, you take my towel?

**SPUNKMEYER**

(overlapping)

I need some slack, man. How come they send us straight back out like this? We got some slack comin', man.

**HICKS**

You just got three weeks.

**SPUNKMEYER**

I mean breathing, not this frozen shit.

**DIETRICH**

Yeah, 'Top'...what about it?

**APONE**

You know it ain't up to me.

(louder)

Awright! Let's knock off the grabass. First assembly's in fifteen...let's shag it.

**INT. SHOWERS**

31

High pressure water jets and a blast of hot air when you step out...a drive through car wash for people. Through the swirling steam Hudson, Vasquez and FERRO are watching Ripley dry off.

**VASQUEZ**

Who's the fresh meat again?

**FERRO**

She's supposed to be some kinda consultant...

(exaggerated)

...She was an alien once.

**HUDSON**

Whoooah! No shit? I'm impressed.

**APONE**

Let's go...let's go. Cycle through!

**INT. MESS HALL**

32

An unconscious segregation takes place at the troopers assemble at one long table while Gorman, Burke, Bishop and Ripley sit at another. Everybody is nursing a coffee, waiting for eggs from the AUTOCHEF. Among the troopers dress discipline is lax...fatigues customized

and emblazoned with patches. Drake's tunic is cut off to a vest and has "Eat the apple and fuck the Corps" stenciled on back. "Peace Through Superior Firepower," "Pray for War" and "I've Served My Time in Hell: Cetti Epsilon NC-104" are some others.

**HUDSON**

Hey, 'Top.' What's the op?

**APONE**

Rescue mission. There's some juicy colonists' daughters we gotta rescue from virginity.

Apone is stocky, grizzled, with peregrine eyes. He runs it loose and fair, but only because he knows his people are the best.

**SPUNKMEYER**

Shee-it. Dumbass colonists. What's this crap supposed to be?

**WIERZBOWSKI**

Cornbread, I think. Hey, I wouldn't mind getting me some more a that Arcturan poontang. Remember that time?

**HICKS**

(low)

Looks like that new Lieutenant's too good to eat with us grunts.

**WIERZBOWSKI**

(glancing  
over shoulder)

Yeah. Got a corn cob up his ass, definitely.

Across the room, at the other table, Gorman sits with his creases perfect...the consummate strack NCO. Bishop takes a seat beside Ripley, who pointedly gets up and moves to the far side of the table. He looks wounded.

**BISHOP**

I'm sorry you feel that way about Synthetics, Ripley.

Ripley spins on Burke, her tone accusing.

**RIPLEY**

You never said anything about an android being here! Why not?

**BURKE**

Well, it didn't occur to me. It's been policy for years to have a

synthetic on board.

**BISHOP**

I prefer the term 'artificial person' myself. Is there a problem?

**BURKE**

A synthetic malfunctioned on her last trip out. Some deaths were involved.

**BISHOP**

I'm shocked. Was it an older model?

**BURKE**

Cyberdyne Systems 120-A/2.

Bishop turns to Ripley, very conciliatory.

**BISHOP**

Well, that explains it. The A/2's were always a bit twitchy. That could never happen now with out behavioral inhibitors. Impossible for me to harm or, by omission of action, allow to be harmed a human being.

(smiling)

More cornbread?

WHAM! Ripley knocks the plate out of his hand, halfway across the room.

**RIPLEY**

Just stay away from me, Bishop!  
You got that straight?

Burke and Gorman exchange glances.

Wierzbowski, at the next table, shrugs and turns back to the other troopers.

**WIERZBOWSKI**

She don't like the cornbread either.

**INT. READY ROOM - TIGHT ON APONE - ARMORY**

**33**

bellowing.

**APONE**

Tench-hut!

WIDER ANGLE as the troops snap to from their lounging among the racks of high-tech weaponry. Gorman enters with Burke and Ripley.

**GORMAN**

At ease. I'm sorry we didn't have time to brief before we left Gateway but...

**HUDSON**

Sir?

**GORMAN**

(annoyed)  
Yes, Hicks?

**HUDSON**

Hudson, Sir. He's Hicks.

**GORMAN**

What's the question?

**HUDSON**

Is this going to be a stand-up fight, Sir, on another bug-hunt?

**GORMAN**

All we know is that there's still no contact with the colony and that a xenomorph may be involved.

**WIERZBOWSKI**

A what?

**HICKS**

(to Wierzbowski;  
low)  
It's a bug-hunt.  
(louder)  
So what are these things?

Gorman nods to Ripley, who stands before the troops. She sets some RECORDING DISKETTES on the table.

**RIPLEY**

I've dictated what I know on these.

**APONE**

Tease us a bit.

**SPUNKMEYER**

Yeah...previews.

**RIPLEY**

Okay. It's important to understand this organism's life cycle. It's actually two creatures. The first form hatches from a spore...a sort of large egg, and attaches itself

to its victim. Then it injects  
an embryo, detaches and dies.  
It's essentially a walking sex organ.  
The --

**HUDSON**

Sounds like you, Hicks.

**RIPLEY**

(controlled)  
The embryo, the second form, hosts  
in the victim's body for several  
hours. Gestating. Then it...  
(with difficulty)  
...then it...emerges. Moults.  
Grows rapidly --

**VASQUEZ**

I only need to know one thing.

**RIPLEY**

Yes?

**VASQUEZ**

Where they are.

Vasquez coolly points her finger, cocks her thumbs, and  
blows away an imaginary alien.

**DRAKE**

Yo! Vasquez. Kick ass!

**VASQUEZ**

Anytime. Anywhere.

**HUDSON**

Somebody said alien...she  
thought they said illegal alien  
and signed up.

**VASQUEZ**

Fuck you.

**HUDSON**

Anytime. Anywhere.

**RIPLEY**

(icy)  
Am I disturbing you conversation  
Mr. Hudson?

Hudson settles down, smirking. Ripley locks eyes with  
Vasquez.

**RIPLEY**

I hope you're right. I really  
do.

**BURKE**

(to all)

I suggest you study the disks  
Ripley has been kind enough to  
prepare for you.

**GORMAN**

Are there any questions? Hudson?

**HUDSON**

How do I get out of this  
chicken-shit outfit?

Gorman scowls then, thanking Ripley with a nod, takes  
over the predrop briefing.

**GORMAN**

All right. I want this to go  
smooth and by the numbers. I  
want DCS and tactical database  
assimilation by 0830.

(some groans)

Ordnance loading, weapons strip and  
drop-ship prep details will have  
seven hours...

**EXT. SPACE - ACHERON**

**34**

They have arrived. From orbit the planet looks serene  
...Pearlescent cloud cover masking the environmental  
torment beneath. The SULACO floats, its MANEUVERING  
JETS FIRING. A bluish glow. Then twice more, rapidly.

**INT. BRIDGE**

**35**

Bishop is installed in his command seat, hemmed in by  
instrumentation.

**BISHOP**

(into mike)

Attention. This concluded final  
maneuvering operations. Thank  
you for your cooperation. You  
may resume work.

**INT. LOADING BAY - TIGHT ON MASSIVE FORKS - CARGO LOCK**

**34**

sliding into a heavy ordnance rack with an echoing  
CLANG. PULL BACK as the rack of tactical missiles is  
lifted, REVEALING two powerful hydraulic arms.

Spunkmeyer, seated inside a POWER LOADER, swings the  
ordnance up into a belly nacelle of the DROP-SHIP where  
it locks into place. As he exerts pressure with his  
hands against the servo-controls the hydraulic arms  
move correspondingly...but with a thousandfold increase

in power. The forklift-style CLAWS on each arm can crush with tons of pressure. The loader has an open ROLL CAGE to protect the operator, and is supported by squat HYDRAULIC LEGS which also move correspondingly with the driver's movements.

You have never seen anything like this before. Advanced as it is to us, it's only an old forklift to them...battered and well used. Covered with grease. Repainted many times. Across the back is stencilled "**CATERPILLAR.**"

Spunkmeyer's machine swings out from under the drop-ship and we become aware of the intense activity throughout the cavernous loading bay. Troopers on foot or driving TOW-MOWERS, OVERHEAD LOADING ARMS...all in motion. Hicks checks off items on an electronic manifest.

**INT. READY ROOM - ARMORY**

37

Wierzbowski, Drake and Vasquez are fieldstripping light weapons with precise movements. Around them, in racks, is an arsenal of advanced personal artillery.

Vasquez likes the feel of the guns, the weight...the authority. Her hands move without hesitation. CLACK. CLACK. CLACK. She swings one of the SMART-GUNS out on a work stand. Using a body brace and GYRO-STABILIZED SUPPORT ARM, it is a computer-aimed, video targeted automatic weapon. The futuristic equivalent of a .30 caliber light machine gun. Sort of a steadicam that kills.

**INT. LOADING BAY - ANGLE ON BURKE AND GORMAN**

38

with pre-flight activity b.g.

**BURKE**

Still nothing from the colony?

**GORMAN**

Dead on all channels.

Ripley watches the drop-ship being loaded. A cross between a Huey Aircobra gunship and the space shuttle might describe it. An orbit-to-surface troop carrier, heavily armed for the close support of ground missions. She watches a six-wheeled APC, ARMORED PERSONNEL CARRIER, being raised hydraulically into the ship's belly. Ripley looks around as Frost wheels a rack of incomprehensible equipment toward her.

**FROST**

Clear, please.

Ripley jumps aside, nodding apologetically. She turns.

Steps hastily back. Hudson cruises by with a laden forklift.

**HUDSON**

Excuse me.

ANGLE ON APONE standing with Hicks, as Ripley approaches him

**RIPLEY**

I feel like a fifth wheel here. Is there anything I can do?

**APONE**

I don't know. Is there anything you can do?

**RIPLEY**

(pointing)

I can drive that loader. I've got a Class Two rating. My latest career move.

Apone turns. A SECOND POWER LOADER sits unused in an equipment bay.

TWO SHOT APONE AND HICKS skeptical. Considering.

TIGHT ON POWER SWITCH as Ripley's finger punches it on. A RISING WHINE of power.

TIGHT ON THE HYDRAULICS as the massive machine stirs to life.

FULL, as the loader starts. Ripley is strapped into the safety cage, her arms and legs inserted in the servo-sensor assemblies. She takes a step. BOOM! Two tons of hardened steel takes a step.

Ripley spins the wrist servos. The huge claws swing, open...slide smoothly into lifting brackets on a cargo module, nearby. She raises it deftly.

**RIPLEY**

Where you want it?

Hicks looks at Apone, cocks an eyebrow appreciatively.

**INT. READY ROOM - ARMORY**

**39**

The troopers are suiting up for the drop. Strapping on their bulky COMBAT-ARMOR...interlocking plates like football padding. They tape their wrists. Draw on segmented boots. The sole cleats CLACK like hooves on the deck plates. Lockers SLAM.

**WEB BELTS. PACKS. HARNESSSES. HELMETS. COM-SETS.**  
Their fingers move methodically over the fastenings.  
It has its own rhythm...CLICK. CLICK. CLICK.

**APONE**

Let's move it, girls! On  
the ready line. Let's go,  
let's go.

**INT. DROP-SHIP - APC**

**40**

Ripley, wearing a flight jacket and headset, files into the ship with the hulking troopers. Inside they pass directly into the APC we saw loaded earlier and take seats facing each other across a narrow aisle. They will drop already strapped into their ground vehicle for rapid deployment. A KLAXON SOUNDS, signalling depressurization of the cargo lock.

Hudson prowls the aisle, his movements predatory and exaggerated. Ripley watches him working his way toward her.

**HUDSON**

I am ready, man. Ready to get  
it on. Check-it-out. I am the  
ultimate badass...state of the  
badass art. You do not want to  
fuck with me. Hey, Ripley, don't  
worry. Me and my squad of  
ultimate badasses will protect you.  
Check-it-out...

He slaps the SERVO-CANNON controls in the GUN BAY above them.

**HUDSON**

Independently targetting  
particle-beam phalanx. VWAP!  
Fry half a city with this puppy.  
We got tactical smart-missles,  
phased-plasma pulse-rifles,  
RPG's. We got sonic eeelectronic  
ballbreakers, we got nukes, we  
got knives...sharp sticks --

Hicks grabs Hudson by his battle harness and pulls him into a seat. His voice is low, but it carries.

**HICKS**

Save it.

**HUDSON**

Sure, Hicks.

Ripley nods her thanks to Hicks. MOTORS WHINE and the craft lurches. Burke, next to Ripley, grins eagerly

like this is a sport fishing trip.

**BURKE**

Here we go.

She looks like she's in a gas chamber waiting for the pellet to drop.

**EXT. SULACO** 41

The drop-ship lowers from the cargo-lock on a massive launch rig. The night side of Acheron yawns below... enigmatic.

**INT. COCKPIT** 42

Ferro and Spunkmeyer run rapidly through the switches.

**FERRO**

Initiate release sequencer on my mark. Three. Two. One. Mark!

**EXT. SULACO - DROP-SHIP** 43

Hydraulic WHINE. Clamps SLAM BACK. The ship drops.

**INT. DROP-SHIP - APC** 44

Apone, stalking the aisle, snatches for a handhold. Bishop, Burke and Gorman groan at the sudden gees. Ripley closes her eyes...the point of no return.

**EXT. DROP-SHIP** 45

It screams down through the stratosphere, plunging into dark turbulence.

**INT. COCKPIT** 46

Beyond the canopy is gray limbo. The craft shudders and lurches.

**FERRO**

(icy calm)  
Switching to DCS ranging.

**SPUNKMEYER**

Two-four-o. Nominal to profile.  
Picking up some hull ionization.

**FERRO**

Got it. Rough air ahead.

**INT. HOLD - APC** 47

TIGHT ON HICKS asleep in his harness.

**FERRO**

(voice over;  
filtered)

Stand by for some chop.

TIGHT ON GORMAN as the ship begins to buck, his eyes closed. Pale. Sweating. He rubs his hands on his knees repeatedly.

**RIPLEY**

How many drops is this for you,  
Lieutenant?

**GORMAN**

Thirty-eight...simulated.

**VASQUEZ**

How many combat drops?

**GORMAN**

Well...two. Three, including  
this one.

Vasquez and Drake exchange do-you-believe-this-shit expressions. Ripley looks accusingly at Burke.

**INT. COCKPIT**

**48**

**FERRO**

Turning on final. Coming around to  
a seven-zero-niner. Terminal  
guidance locked in. Where's  
the damn beacon?

**EXT. DROP-SHIP**

**49**

It emerges from the low cloud ceiling. From the twilight haze ahead the distant colony LANDING BEACONS become visible.

**INT. HOLD - APC**

**50**

Stumbling as the ship pitches, Ripley makes her way forward to the MOBILE TACTICAL OPERATIONS BAY (MTOB), a control console lined with monitor screens. She joins Burke watching over Gorman's shoulder as the Lieutenant plays the board like a video director.

TIGHT ON MONITOR CONSOLE REVEALING screens labelled with the names of the troopers. Two for each soldier. The upper screens show images from the IMAGE-INTENSIFIED VIDEO CAMERAS in their helmets. The lower screens are BIO-MONITORS: EEG, EKG, and other graphic life-function readouts. Other screens show EXTERIOR VIEWS.

**GORMAN**

Let's see. Everybody on line.

Drake, check you camera. There seems to be a...

CLOSE ON DRAKE as he whacks himself on the head with an ammo case. A familiar malfunction.

**GORMAN**

(o.s)  
...that's better. Pan it around a bit.

**APONE**

Awright. Fire-team A. Gear up. Let's move. Two minutes. Somebody wake up Hicks.

A clatter of activity as they don backpacks and weapons. Vasquez and Drake buckle on their smart-gun body harnesses.

Ripley watches the AP station loom on the exterior screens.

**RIPLEY**

That the atmosphere processor?

**BURKE**

Uh-hunh. One of thirty or so, all over the planet. They're completely automated. We manufacture them, by the way.

**EXT. SHIP - AP STATION**

**51**

The tiny ship circles the roaring tower. A metal volcano thundering like the engines on God's Lear jet.

**INT. HOLD - APC**

**52**

Gorman plays with the controls, zooming the image of the colony.

**GORMAN**

(to Ferro via mike)  
Hold at forty. Slow circle of the complex.

**RIPLEY**

The structure seems intact. They have power.

On the screen the colony buildings loom in and the low visibility like wrecks of freighters on the sea floor.

**GORMAN**

(to Apone)  
Okay, let's do it.

**APONE**

Awright! I want a nice clean dispersal this time.

Ripley turns as Vasquez squeezes past her.

**VASQUEZ**

You staying in here?

**RIPLEY**

You bet.

**VASQUEZ**

(turning away)  
Figures.

**GORMAN**

(to Ferro via mike)  
Set down sixty meters this side of the telemetry mast. Immediate dust off on my 'clear,' then stay on station.

**APONE**

Ten seconds, people. Look sharp!

**EXT. COLONY COMPLEX**

**53**

Landing beacons sweep harsh light across the wet Tarmac. The ship roars down, extending the loading ramp. Slams down on hydraulic LANDING LEGS. The APC hits the ground a moment later, pulling away from the ship as it leaps up in a cloud of spray and peels off, circling.

The APC pulls to the edge of the complex. The CREW DOOR opens. Troopers hit the ground running. Spread out. They drop behind immediate cover. Apone scans with him image intensifier visor lowered.

APONE'S P.O.V. through the starlight-scope visor. Bright as a sunny day, though contrasty and lurid, we SEE the colony buildings. Trash blows in the street. No other movement.

**GORMAN**

(voice over;  
filtered)  
First squad up, on line. Hicks, get yours in a cordon. Watch the rear.

**APONE**

Vasquez, take point. Let's move.

Sprinting in a skirmish line, Apone's team advances on the colony main entry-lock. Parked tightly across the

doors are two heavy-duty tractors. Vasquez reaches one of the tractors, looks inside. The controls are ripped out, as if by a crowbar or axe. She moves on.

**EXT. COLONY BUILDING**

**54**

Vasquez reaches the main doors, Drake flanking on the right. Apone tries the door controls. Nothing.

**APONE**

Sealed. Hudson, run a bypass.

Hudson, all business now, moves up and studies the door control panel. He pries off the facing and starts clipping on the bypass wires.

**APONE**

First squad, assemble on me at the main lock.

The wind roars around the bleak structures. A neon sign creaks overhead. Hudson makes a connection. The door shrieks in its tracks and rumbles aside. It jams partway open. Apone motions Vasquez inside. She eases over the wrecked tractor, through the doors. The others follow.

**GORMAN**

(voice over;  
filtered)

Second team, move up.  
Flanking positions.

**INT. COLONY - MAIN CONCOURSE**

**55**

DOLLYING SLOWLY FORWARD, following Vasquez and Apone as they move into the broad corridor. A few emergency lights are still on. Wind moans along the concourse. Pools of water cover the floor. Farther down, rain drips through blast holes in the ceiling. Evidence of a fire fight with pulse-rifles.

ON VASQUEZ moving forward. Taut. Alert. Her smart-gun cannon swinging slowly in an arc. She studies the video aiming monitor, looking down rather than ahead. Their footsteps echo.

**INT. APC**

**56**

Ripley watches as the bobbing images reveal the empty colony building.

**GORMAN**

Quarter and search by twos. Second team move inside. Hicks, take the upper level. Use your motion trackers.

**INT. MAIN CONCOURSE - SECOND LEVEL**

**57**

Hicks leads his squad up the stairwell to second level. They emerge cautiously. An empty corridor recedes into the dim distance. Hicks unslings a rugged piece of equipment. Aims it down the hall. He adjusts the "gain." It remains silent.

**HICKS**

Nothing. No movement.

They pass rooms and offices. Through doors they see increasing signs of struggle. Furniture overturned. Papers scattered...floating sodden in the puddles.

**INT. APC**

**58**

Ripley et al watching.

**BURKE**

Looks like my room in college.

Nobody laughs.

**INT. SECOND LEVEL**

**59**

Hicks' group passes several burnt-out rooms. There are no bodies. In several offices the exterior windows are blown out, admitting wind and rain. Hicks picks up a half-eaten donut beside a coffee cup overflowing with rainwater.

**INT. LOWER LEVEL - QUARTERS**

**60**

Apone's men are searching systematically in pairs. They pass through the colonists' modest apartments, little more than cubicles. Hudson, on tracker, flanks Vasquez as they move forward. Hudson touches a splash of color on the wall. Dried blood. His tracker BEEPS.

Vasquez whirls, cannon aimed. The BEEPING grows more frequent as Hudson advances toward a half open door. The door is splintered partway out of its frame. Holes caused by pulse-rifle rounds pepper the walls. Vasquez eases up to the door. Kicks it in. Tenses to fire.

Inside, dangling from a piece of flex conduit, a junction-box swings like a pendulum in the wind from a broken window. It clanks against the rails of a child's bunkbed as it swings.

**INT. DROP-SHIP - APC**

**61**

Ripley watches Hicks' monitor.

**RIPLEY**

Wait! Tell him to...  
(plugs in  
headset jack)  
...Hicks. Back up. Pan left.  
There!

TIGHT ON MONITOR as the image shifts, revealing a section of wall corroded almost through in an irregular pattern.

TIGHT ON RIPLEY knowing what it is.

**HICKS**  
(voice over;  
filtered)  
You seeing this okay? Looks  
melted.

Burke raises an eyebrow at Ripley.

**BURKE**  
Hmm. Acid for blood.

**HICKS**  
(voice over;  
filtered)  
Looks like somebody bagged them  
one of Ripley's bad guys here.

**INT. FIRST LEVEL**

62

Hudson is looking at something.

**HUDSON**  
Hey, if you like that, you're gonna  
love this...

WIDER ANGLE showing the trooper standing beneath a gaping hole. Another hole, directly beneath, is at his feet. The acid has melted right down through two levels into the maintenance level. Revealing pipes, conduit, equipment...eaten away by the ferocious substance.

**APONE**  
Second squad? What's your status?

**HICKS**  
(voice over;  
filtered)  
Just finished our sweep.  
Nobody home.

**APONE**  
(to Gorman)  
The place is dead, Sir. Whatever  
happened, we missed it.

Gorman turns to the others.

**GORMAN**

All right, the area's secured.  
Let's go in and see what their  
computer can tell us.

(into mike)

First team head for operations.  
Hudson, see if you can get their  
CPU on line. Hicks, meet me at  
the south lock by the up-link  
tower...

**GORMAN**

(voice over)

...We're coming in.

**HUDSON**

(cupping his mike)

He's coming in. I feel safer  
already.

**VASQUEZ**

(sotto voice)

Pendejo jerkoff.

Lights arc across the dormant buildings as the APC turns onto the "main drag." It trundles down the rutted street, throwing up sheets of filthy water as the massive wheels hit pondlike potholes. Windblown rain lashes across the headlights.

Hicks emerges from the south lock just as the APC rolls up close to the entrance. The crew-door slides back. Gorman emerges, followed by Burke, Bishop, and Wierzbowski. Burke looks back to see Ripley stop in the APC doorway, eyeing the ominous colony structure. She meets his eyes. Shakes her head "no." Not ready.

**HUDSON**

(voice over;  
filtered)

Sir, the CPU is on-line.

**GORMAN**

Okay, stand by in operations.  
(to those present)  
Let's go.

The crew-door cycles home with a clang. Ripley sits in the dark interior, lit by the tactical displays. The wind howls outside, an incredibly desolate sound. She hugs herself. Alone. Unarmed. She knows she's in a tank, but remembers the acid. Leaps up. Hits the door switch.

**EXT. APC - SOUTH LOCK**

**67**

The crew-door opens and Ripley emerges. In time to see the lock doors rumbling closed.

**RIPLEY**

(shouting)

Burke!

The wind snatches her words away. The crew door whines shut behind her. She walks to the exterior lock door-controls and studies them. She punches some unfamiliar buttons. Nothing happens. She looks really nervous, alone in the howling wind. She hits another button. The door-motors come to life and she relaxes a little. Glances behind her. AND SCREAMS! There's a face right there! Right at her shoulder. She jumps back, gasping for breath.

**WIERZBOWSKI**

Scare you?

**RIPLEY**

Christ, Wierzbowski!

**WIERZBOWSKI**

Sorry. Hicks said to keep an eye on you.

He gestures for her to precede him inside.

**INT. CONTROL BLOCK CORRIDOR**

**68**

Ripley catches up with the others as they move into the bowels of the complex.

**GORMAN**

(to Burke)

Looks like you company can write off its share of this colony.

**BURKE**

(unconcerned)

It's insured.

ON RIPLEY as they move along the corridor...reacting to the fact that she is back in alien country. She sees the ravaged administration complex. Fire-gutted offices. Hicks notices her looking around nervously. He motions to big Wierzbowski with his eyes and the trooper casually

falls in beside her on the other side, rifle at ready. a two-man protective cordon. She glances at Hicks. He winks, but so fast maybe it's something in his eye.

Trooper Frost emerges from a side corridor ahead.

**FRONT**

Sir, you should check this out...

He leads the way into the corridor.

**INT. CORRIDOR**

69

This wing is completely without power. The troopers switch on their pack lights and the beams illuminate a scene of devastation worse than they have seen. Her expression reveals that Ripley is about to turn and flee.

**FROST**

Right ahead here...

They approach a barricade blocking the corridor, a hastily welded wall of pipes, steel-plate, outer-door panels. Acid holes have slashed through the floor and walls in several places. The metal is scratched and twisted by hideously powerful forces, peeled back like a soup can on one side. They squeeze through the opening.

**INT. MEDICAL WING**

70

They pack-lights play over the devastation of the colonists' last ditch battle. The equipment of the med labs has been uprooted to add to the barrier. The walls are perforated by pulse-rifle fire and acid. Scorched by untended fires to bare metal. A few instruments glow with emergency power.

**WIERZBOWSKI**

Last stand.

**GORMAN**

No bodies?

**FROST**

No, Sir. Looks like it was a helluva fight.

TIGHT ON RIPLEY transfixed by something.

**RIPLEY**

(low)

Over there.

The others turn and approach, seeing what she sees. She has entered a second room, part of the med lab area. In a storage alcove at near eye level stand seven

transparent cylinders. STASIS TUBES. They glow faintly with an eerie violet light given off by the field which preserves the specimens inside.

They look like jars containing SEVERED ARTHRITIC HANDS, the palsied fingers curled in a death-rictus. Structurally they are more like spiders with sickening translucent skin, a flacid scrotal body, gill-like organs underneath drifting in the suspension fluid. Something you definitely do not want on your face, for example.

**BURKE**

Are these the same...?

Ripley nods, unable to speak. Burke leans closer in fascination. His face almost touching one cylinder, is lit by its glow.

**RIPLEY**

Watch it, Burke...

The creature inside lunges suddenly, slamming against the glass. Burke jumps back. From the palm of the thing's handlike body emerges a pearl-escent TUBULE. like a tapered piece of intestine, which slithers tonguelike over the inside of the glass. Then it retracts into a sheath between the "gills."

**HICKS**

(to Burke)

It likes you.

Only two of the creatures seem to pulse with life. Burke taps the other stasis cylinders but the hand-things remain inertly clenched.

**BURKE**

These are dead. There's just the two alive.

On top of each cylinder is a file folder. Ripley takes a folder from above one of the live specimens. Inside is a medical chart printout with handwritten entries.

**RIPLEY**

(reading)

Removed surgically before embryo implantation. Subject: Marachuk, John L. Died during procedure.

(looking up)

They killed him getting it off.

**HICKS**

Poor bastard.

They are startled by a LOUD BEEP. They turn. Hicks

is intent on his motion tracker, aimed back toward the shattered barricade. BEEP. BEEP.

**HICKS**

Behind us.

He gestures at the corridor they just passed through.

**RIPLEY**

One of us?

**GORMAN**

(into headset)

Apone...where are your people?

Anybody in D-Block?

**APONE**

(voice over; filtered)

Negative. We're all in Operations.

Vasquez swings the smart-gun to ready position on its support arm, locking it with an authoritative CLICK. She and Hicks head toward the source of the signal, the others following.

**INT. CORRIDOR**

71

Hicks' tracker is reading out more rapidly. They turn into the kitchens, a stainless steel labyrinth.

Ripley hangs back. Then realizes there is nothing behind her but darkness. She catches up to the group.

**INT. KITCHENS**

72

The troopers enter, their lights bouncing around the stainless steel surfaces.

**HICKS**

It's moving.

Vasquez is scanning, gaze intense. The other troops grip their weapons tightly.

**VASQUEZ**

Which way?

Hicks nods toward a complicated array of food processing equipment. They move forward, weapons leveled.

Ripley shuffles forward in the dark. Wierzbowski trips over a metal cannister, sending it CLANGING. Ripley half climbs the wall.

Hicks' tracker beeps steadily. The beeps merge. Become a solid tone. CRASH. Something moves in the

dark, toppling a rack of stockpots.

ON VASQUEZ pivoting smoothly to fire. In the same instant Hicks' rifle slashes INTO FRAME. Slams Vasquez' barrel upward. A STREAM OF TRACER FIRE rips into the ceiling, the rounds SEARING LIKE LIGHTNING.

**VASQUEZ**

You fuck!

Hicks ignores her, moving past and aiming his light under a row of steel cabinets. He gestures to Ripley, who steps forward. Trusting his judgment. She crouches beside him.

RIPLEY'S P.O.V. lit by Hicks' pack-light...a tiny cowering figure. A very dirty, very terrified NEWT JORDEN. She clutches a plastic food packet in one hand, its top gnawed partway through. In the other hand she grips the HEAD OF A LARGE DOLL, holding it by the hair. Just the head. Eyes staring. Newt is pathetically emaciated...fragile-looking as Dresden china, her hair tangled and matted.

**RIPLEY**

(soothingly)

Come on out. It's all right...

Ripley moves toward her, reaching slowly under the cabinet. Newt backs away, trembling visibly, her vision fixated like a rabbit blinded by headlights. Ripley's hand almost reaches her.

The kid bolts like a shot, scuttling along beneath the cabinetry. Ripley scrambles to follow...to keep her in sight. Crabbing frantically sideways. Hicks makes a grab, catching one tiny ankle. He snaps his hand out a moment later.

**HICKS**

Ow! Shit. Watchit, she bites.

The girl reaches a ventilation duct set in the baseboard, its grille kicked out. She scrambles inside, her tiny body barely fitting, wriggling like a fish.

In his bulky armor Hicks knows he'll never make it into the tiny duct. Ripley dives. She squirms into the duct without thinking. Just ahead she sees Newt enter a dark space and slam a steel hatch. Ripley pushes the hatch open before the child can latch it, and crawls in after her.

Newt is backed into a cul-de-sac in the tiny steel chamber. Ripley shines her light around in amazement. It is a NEST. A nest built by a child. Wadded up

blankets and pillows line the space, mixed up with a haphazard array of TOYS, STUFFED ANIMALS, DOLLS, CHEAP JEWELRY, COMIC BOOKS, EMPTY FOOD PACKETS, even a battery operated TAPE PLAYER. All foraged from the wrecked colony. Ripley marvels at the child's incredible adaptability, the ability to function even in this nightmarish environment.

Newt edges along the far wall and dives for the hatch.

Ripley grabs her, controlling her in a bear hug. The kid struggles wildly, like a cat at the vets. Eyes wide, hands lashing out in a frenzy...but silent. No scream.

**RIPLEY**

It's okay, it's okay. It's over...  
you're going to be all right now...  
it's okay...you're safe...

Newt goes limp, almost catatonic.

CLOSE ON NEWT'S TRAUMATIZED, VACANT STARE her lips are white and trembling, her eyes track wildly and she flinches from unseen terrors. We READ a dark nightmare world in her eyes.

Ripley's light falls on something amidst the debris... a FRAMED PHOTOGRAPH of Newt, dressed up and smiling, a ribbon in her hair. In embossed gold letters underneath it says:

**FIRST GRADE CITIZENSHIP AWARD  
REBECCA JORDEN**

**INT. OPERATIONS - ON NEWT - MANAGER'S OFFICE**

73

sitting huddles in a chair, arms around her knees. Looking at a point in space.

**GORMAN**

(o.s.)  
What's her name again?

**DIETRICH**

(o.s.)  
Rebecca.

WIDER ANGLE REVEALING Gorman sitting in front of her while Dietrich watches the readouts from a BIO-MONITORING CUFF wrapped around Newt's tiny arm.

**GORMAN**

Now think, Rebecca.  
Concentrate. Just start at  
the beginning...

No response. Ripley enters, carrying a coffee mug.

**GORMAN**

Where are your parents? You  
have to try...

**RIPLEY**

(sharply)  
Gorman! Give it a rest would  
you.

Gorman stands with a sigh of dismissal.

**GORMAN**

Total brain-lock.

**DIETRICH**

(shrugs)  
Physically she's okay.  
Borderline malnutrition, but  
I don't think any permanent  
damage.

She unsnaps the bio-monitoring cuff.

**GORMAN**

Come on, we're wasting our  
time.

Gorman and the others exit, leaving only Ripley with  
Newt. Through the window of the office, out on the  
main floor of the operations room, we SEE Gorman  
join Burke and Bishop at a computer terminal.

Ripley kneels beside Newt, brushing the girl's unkempt  
hair out of her eyes in a gentle, maternal fashion.

**RIPLEY**

Here, try this. A little  
instant hot chocolate.

She wraps the child's hands around the cup. Raises  
it to her lips for her. The girl drinks mechanically,  
spilling down her chin.

**RIPLEY**

(soothing)  
Poor thing. You don't talk  
much do you? That's okay by  
me. Most people do a lot of  
talking and they wind up not  
saying very much.

She sets the cup down and wipes the child's chin clean.

**RIPLEY**

Uh oh. I made a clean spot

here. Now I've done it. Guess  
I'll just have to do the whole  
thing.

She pours water from a squeeze bottle onto a small  
cloth and gently washes the little girl's face.  
Newt's eyes seem to focus on her for the first time.

**RIPLEY**

Hard to believe...there's a  
little girl under all this.  
And a pretty one at that.

Newt gazes at her. Ripley smiles.

**INT. OPERATIONS**

74

The ground teams are gathered around a terminal in  
the computer center. Hudson has the CPU main computer  
on-line and reading out.

TIGHT ON MONITOR SCREEN as an abstract of the main  
colony ground plan drifts across the screen.  
Searching.

Hudson bashes at the keyboard, his fingers dancing  
expertly.

**BURKE**

(to Gorman)  
What's he scanning for?

**GORMAN**

PDT'S. Personal-Data Transmitters.  
Every adult colonist had one  
surgically implanted.

**HUDSON**

If they're within twenty  
clicks we'll read it out here,  
but so far...zip.

**INT. OFFICE**

75

Ripley is washing Newt's tiny hands with a cloth,  
pink skin emerging from black grime.

**RIPLEY**

I don't know how you managed  
to stay alive but you're one  
brave kid, Rebecca.

Newt's voice is almost inaudible.

**NEWT**

N-newt.

Ripley leans closer. Feels like she's breathing on coals. The sound was incomprehensible.

**RIPLEY**

What did you say?

**NEWT**

Newt. My n-name's Newt.  
Nobody calls me Rebecca except  
my dork brother.

Ripley grins inanely, not wanting to move or speak... or break the spell.

**RIPLEY**

Well, Newt it is then. My  
name's Ripley...and people  
call me Ripley.

Ripley picks up her tiny limp hand, shaking it formally.

**RIPLEY**

Pleased to meet you. And who  
is this? Does she have a  
name?

Newt glances at the disembodied doll, still clutched in one filthy hand.

**NEWT**

Casey. She's my only friend.

**RIPLEY**

What about me?

Newt's reply is flat, neutral.

**NEWT**

I don't want you for a friend.

**RIPLEY**

Why not?

**NEWT**

Because you'll be gone soon,  
like the others. Like  
everybody. You'll be dead  
and you'll leave me alone.

Ripley gazes at her, chilled both by the ominous statement and by the situation which could have produced this outlook in a child.

**RIPLEY**

Oh, Newt. You mom and dad  
went away like that, didn't

they?

Newt nods, staring at her knees.

**RIPLEY**

(soothingly)  
They'd be here if they could,  
honey. I know they would.

**NEWT**

(with cold certainty)  
They're dead.

**RIPLEY**

Newt. Look at me...Newt. I  
won't leave you. I promise.

**NEWT**

You promise?

**RIPLEY**

Cross my heart.

**NEWT**

And hope to die?

Ripley smiles grimly at the inadvertently macabre  
expression.

**RIPLEY**

(quietly)  
And hope to die.

And because she's a child, the darkest terrors, even  
the ones seen and not imagined, can still be banished  
by a smile and a single promise.

Newt's eyes brim as she gazes at Ripley. Her lower  
lip starts to tremble, and her face slowly deforms  
into an abject mask. She sobs as she clamps her arms  
around Ripley's neck. The sobs come in waves as  
Ripley rocks her, tears of suppresses terror and  
grief and hurt rolling down her face. It is a  
breakthrough.

Ripley closes her eyes, hoping that this promise  
can be kept.

**INT. OPERATIONS**

76

Everyone jumps as Hudson cries out triumphantly.

**HUDSON**

Hah! Stop your grinnin' and  
drop your linen! Found 'em.

**GORMAN**

Alive?

**HUDSON**

Unknown. But, it looks like all of them. Over at the processing station...sublevel 'C' under the south tower.

TIGHT ON SCREEN showing an amoebalike cluster of flashing blue dots clumped tightly in one area.

**HICKS**

Looks like a Goddamn town meeting.

**GORMAN**

Let's saddle up.

**APONE**

Awright, let's go girls, they ain't payin' us by the hour.

**EXT. ACHERON - TWILIGHT**

77

The APC roars across the stygian landscape, traversing the causeway which connects the colony to the ATMOSPHERE STATION a kilometer away. Behind it the drop-ship settles to the ground at the colony landing field.

PAN WITH THE APC TO REVEAL the massive structure. Like a vast foundry the conical exhaust tower flickers with spectral light.

**INT. APC**

78

The troopers sit, more subdued now, swaying and bouncing in the heavily sprung vehicle. Wierzbowski is in the saddle. Ripley and Newt sit side by side just aft of the driver's cockpit.

**NEWT**

I was the best at the game. I knew the whole maze.

**RIPLEY**

The 'maze'? You mean the air ducts?

**NEWT**

Yeah, you know. In the walls, under the floor. I was the ace. I could hide better than anybody.

**RIPLEY**

You're really something, ace.

Ripley's gaze shifts out the windshield as the processing station looms ahead.

**EXT. APC/STATION**

79

The vast structure towers above the parked personnel carrier. Deploying in front of the APC, backlit by its lights, the troopers cast long shadows. They look ominous. Hulking techno-samurai.

The base of the station is a depthless maze of conduits and pressure vessels, like an oil refinery. Or a Dantean version of one. The THRUM of functioning machine systems echoes through the labyrinth.

**GORMAN**

(voice over; static)

Forty meters in. Ramp on axial two-two. Access to sublevels.

The troopers start down the open rampway. Light filters down through several levels of steel mesh floor, catwalks and pipes. Below that is darkness.

**GORMAN**

(voice over; static)

B-Level. Next one down.

The thrumming of machines grows louder as they descend.

**INT. APC**

80

Huddles around the screens are Ripley, Burke and Gorman. Newt squeezes in from behind. Gorman is doing his video wizard bit, dancing on the buttons.

**GORMAN**

(to team)

We're not making that out too well. What is it?

**HUDSON**

(voice over; static)

You tell me. I only work here.

**INT. COMPLEX**

81

The group stands before a bizarre tableau. Among the refinerylike lattice of pipes and conduits something new and not of human design had been added.

It is a structure of some sort, extending from and crudely imitating the complex of plumbing, but made of some strange encrusted substance. It vaguely resembles the chambered nests of swallows on a much larger scale, and it attenuates so gradually into the original hardware that it is hard to see where one ends and the other begins.

The alien structure seems to extend far back into the complex of machinery. The plant thrums loudly, its functioning seemingly not impaired.

**INT. APC**

**82**

Ripley stares at the scene in dread fascination.

**GORMAN**

What is it?

**RIPLEY**

I don't know.

**GORMAN**

(to team)

Proceed inside.

**INT. ALIEN STRUCTURE**

**83**

They enter the organic labyrinth, playing their lights over the walls. Revealing a BIO-MECHANICAL LATTICE, like the marrow of some vast bone. The air is thick with STEAM. Trickling water. The place seems almost alive.

**INT. APC**

**84**

They watch in various helmet-camera P.O.V.'s of the wall detail.

**RIPLEY**

(low)

Oh God...

CLOSE ON VIDEO as it PAN SLOWLY...REVEALING a bas-relief of detritus from the colony: furniture, wiring, human bones, skulls...Fused together with a translucent, epoxylike substance.

**DIETRICH**

(voice over; static)

Looks like some sort of secreted resin.

**GORMAN**

They ripped apart the colony for building materials.

**RIPLEY**

And the colonists...When they  
were done with them.

(turning)

Newt, you better go sit up  
front. Go on.

**INT. ALIEN STRUCTURE**

**85**

Steam swirls around them as the troopers move deeper  
inside.

**FROST**

Hotter'n hell in here.

**HUDSON**

Yeah...but it's a dry  
heat.

**INT. APC**

**86**

Ripley leans forward suddenly, studying the graphic  
readout of the STATION GROUND PLAN.

**RIPLEY**

They're right under the  
primary heat exchangers.

**BURKE**

Yeah? Maybe the organisms like  
the heat, that's why they built...

**RIPLEY**

That's not what I mean. Gorman,  
if your men have to use their  
weapons in there, they'll rupture  
the cooling system.

**BURKE**

(realizing)

She's right.

**GORMAN**

So.

**RIPLEY**

So...then the fusion  
containment shuts down.

**GORMAN**

(impatient)

So? So?

**BURKE**

We're talking thermonuclear  
explosion.

**GORMAN**

Shit.

(into  
mike)

Apone, collect magazines  
from everybody. We can't  
have any firing in there.

**INT. ALIEN STRUCTURE**

87

The troopers look at each other in dismay.

**WIERZBOWSKI**

Is he fucking crazy?

**HUDSON**

What're we supposed to use,  
man? Harsh language?

**GORMAN**

(voice over; static)

Flame-units only. I want  
rifles slung.

**APONE**

Let's go. Pull 'em out.

He walks among the troopers, collecting the magazines  
from each one's weapon.

Vasquez turns hers over reluctantly.

The three who are carrying them get out small  
incinerator units. When Apone moves on, Vasquez  
slips a spare magazine from concealment and inserts  
it in her weapon. Drake does the same. Hicks hangs  
back in the shadows. He opens a cylindrical sheath  
attached to his battle-harness. Slides out an  
old style PUMP TWELVE-GAUGE with a sawed-off butt  
stock. Chambers a round.

**HICKS**

(low,  
to Hudson)

I always keep this handy.  
For close encounter.

**APONE**

(o.s.)

Let's move. Hicks, back  
us up.

**INT. LARGER CHAMBER**

88

The air is thick. Lights flare.

**GORMAN**

(voice over;  
very faint)  
Any movement?

Hudson watches his tracker, scanning.

**HUDSON**

Nothing. Zip.

Apone stops, his expression changing. They face a wall of living horror. The colonists have been brought here and entombed alive...

COCOONS protrude from the niches and interstices of the structure. The cocoon material is the same translucent epoxy. The bodies are frozen in carelessly twisted positions. Macabre image of frozen agony. Many are disiccated. Skeletal. Rip-cages burst outward, as if exploded from within. Paralyzed, brought here, entombed in living death as hosts for the embryos growing within them.

Dietrich moves close to examine one of the figures, perhaps the most "recent." A WOMAN, ghost-white and drained. The WOMAN'S EYES SNAP OPEN...They seem to plead.

**DIETRICH**

Sir!

The woman's lips move feebly.

**WOMAN**

Please...God...kill me.

**INT. APC**

**89**

Ripley watches the woman, white knuckled. The sound of RETCHING comes over the general frequency.

**INT. COCOON CHAMBER**

**90**

The woman begins to convulse. She SCREAMS, a sawing shriek of mindless agony.

**APONE**

Flame thrower! Move!

Frost hands it to him. Suddenly, the woman's chest EXPLODES in a gout of blood. A SMALL FANGED HEAD **EMERGES, HISSING VICIOUSLY.**

Apone pulls the trigger. Then the other troopers carrying flame throwers open fire. An orgy of purging fire. The cocoons vanish in the shimmering heat.

A SHRILL SCREECHING begins, like a siren made from fingernails on blackboards.

ANGLE ON WALL as something begins to emerge. Dimly glimpsed, a glistening bio-mechanoid creature larger than a man. Lying dormant, it had blended perfectly with the convoluted surface of fused bone. The troopers don't see it. Smoke from the burning cocoons quickly fills the confined space. Visibility drops to zero.

**HUDSON**

Movement!

**APONE**

Position?

**HUDSON**

Can't lock up...

**APONE**

(with an edge)

Talk to me, Hudson.

**HUDSON**

Uh, seems to be in front  
and behind.

**INT. APC**

**91**

Gorman is plating with the gain controls on the monitors.

**GORMAN**

We can't see anything back  
here, Apone. What's going on?

Ripley senses it coming, like a wave at night. Dark, terrifying and inevitable.

**RIPLEY**

(low)

Pull you team out, Gorman.

**INT. COCOON CHAMBER - TIGHT ON SEVERAL WALLS AND  
CEILING NICHES**

**92**

as they come alive. Bonelike, tubelike shapes shift, becoming emerging ALIENS. Dimly glimpsed...glints of slime. Silhouettes.

**APONE**

Go to infrared. Looks sharp  
people!

The squad members snap down their image-intensifier visors.

**HUDSON**

Multiple signals. All round.  
Closing.

Dietrich turns to retreat, her flamethrower held tightly. A nightmarish silhouette materializes out of the smoke behind her! It strikes like lightning. SEIZES HER. She fires reflexively, wild. The jet of flame engulfs Frost nearby.

Apone spins as the double SCREAM. Can't see anything in the thick smoke.

**INT. APC**

**93**

Ripley watches Frost's monitor go black. His bio-readouts flatten. The other screens show glimpses of shimmering infrared silhouettes of the aliens, the images bobbing and panning confusedly.

**INT. COCOON CHAMBER**

**94**

Vasquez nods to Drake with grim satisfaction.

**VASQUEZ**

Let's rock.

They OPEN UP simultaneously, lighting up the smoke like welders' arcs.

**GORMAN**

(voice over; static)  
Who's firing? I ordered a  
hold fire, dammit!

Vasquez rips off her headset. She is riveted to the targetting screen, moving ferret-quick in a pivoting dance. Thunder and lightning. Better than sex for her. FLASH-CRACK! An alien SCREECH from the darkness.

**INT. APC**

**95**

The battle of phantoms unfolds on the video screens. Ripley flinches as another scream comes over the open frequency. Wierzbowski's monitor breaks up. His life signs plummet. Voices blend and overlap.

**HUDSON**

(voice over)  
Let's get the fuck out of  
here!

**HICKS**

(voice over)  
Not that tunnel, the other  
one!

**CROWE**

(voice over)

You sure? Watch it...behind  
you. Fucking move, will you!

Gorman is ashen. Confused. Gulping for air like a grouper. How could the situation have unravelled so fast?

**RIPLEY**

(to Gorman)

**GET THEM OUT OF THERE! DO  
IT NOW!**

**GORMAN**

Shut up. Just shut up!

CRASH! Crowe's telemetry cuts off like the plug was pulled. Flat line.

**GORMAN**

Uh,...Apone, I want you to  
lay down a suppressing fire  
with the incinerators and  
fall back by squads to the  
APC, over.

**APONE**

(voice over;  
heavy static)

Say again? All after  
incinerators?

Ripley watches it fall apart.

**GORMAN**

I said...

**INT. COCOON CHAMBER**

96

Apone adjusts his headset.

**GORMAN**

(voice over;  
static)

...lay down (garbled) ...by  
squads to...(garbled)

Gorman's voice breaks up completely. A SCREAM.  
Apone whirls, uncertain.

**APONE**

Dietrich? Crowe? Sound  
off! Wierzbowski?

Nothing. He spins. Almost blows Hudson's head

off.

**HUDSON**

(freaked)

We're getting jukeed! We're  
gonna die in here!

Apone hands him a magazine. Hudson slaps it home,  
looking truly terrified.

**APONE**

Yeah. Right. Right! Fuck  
the heat exchanger!

He FIRES. Vasquez, nearby, is laying down a  
horrendous field of fire. Strobe-bright flashes  
sear the darkness. She pivots, firing mechanically  
in controlled bursts. Scoring points in her own  
private video game.

She SPINS as Hicks approached laterally. WHAM! She  
fires "at" him. Hicks whirls...to see a nightmarish  
figure right behind him, catapulted backwards by  
Vasquez' blast.

**INT. APC**

97

Apone's monitor SPINS CRAZILY AND GOES DARK.

**GORMAN**

(distantly)

I told them to fall back...

**RIPLEY**

(viciously)

They're but off! Do something!

But he's gone. Total brain-lock.

TIGHT ON RIPLEY as she struggles with a decision.  
She's terrified...of what she knows she's about to  
do. But more than that, she's furious. Shouldering  
past a paralyzed Gorman she runs up the aisle of the  
**APC.**

**RIPLEY**

(in passing)

Newt, put your seatbelt on!

Ripley jumps into the driver's seat of the APC. Takes  
a deep breath. Starts slapping switches.

**GORMAN**

Ripley, what the hell...?

She slams the tractor into gear.

**EXT. APC**

98

as the drive-wheels spin on the wet ground. The massive machine leaps forward.

**INT. APC**

99

Ripley sees smoke pouring out of the complex ahead as she slides sideways onto the descending rampway. She slams the left and right drive-wheel actuators viciously, spinning the machine in a roaring pivot. Gorman lunges forward along the aisle, abandoning his command center.

**GORMAN**

(shrill)

What are you doing? Turn around! That's an order!

He claws at her, hysterical. Burke pulls him off.

**INT. ALIEN STRUCTURE**

100

The APC roars down into the smoky structure, tearing away outcroppings of alien-encrustation. Ripley hits the floodlights. Strobe-beacon. Siren. She homes on the flash of weapons fire ahead.

**INT. COCOON CHAMBER**

101

The APC crashes inside, showering debris. Hicks, supporting a limping Hudson, appears out of the smoke. The APC pulls up broadside and Burke gets the crew-door open.

Drake and Vasquez back out of the dense mist, firing as they fall back.

Drake goes empty, slams the buckles cutting loose his smart-gun harness, and unslings a flame thrower.

Hicks pushes Hudson inside, leaps in after him and drags Vasquez inside, massive gear and all. She sees a DARK SHAPE lunge toward Drake. She fires one burst, prone. Clean body hit.

The flash lights up the hideous inhuman grin, blowing open the thing's thorax. A spray of BRIGHT YELLOW ACID slashes across Drake's face and chest, eating into him like a hot knife through butter. He drops in boiling smoke, reflexively triggering his flame thrower.

The jet of liquid fire arcs around as he falls, engulfing the back half of the APC.

**INT. APC**

102

Vasquez rolls aside as a gout of napalm shoots through the crew-door, setting the interior on fire. Hicks is rolling the door closed when Vasquez lunges, clawing out the opening. He stops her, dragging her inside.

**VASQUEZ**

Drake! He's down!

Hicks screams right in her face.

**HICKS**

He's gone! Forget it, he's gone!

**VASQUEZ**

(irrational)

No.. No, he's not. He's --

Burke and Hudson help him drag her from the door.

**HICKS**

(to Ripley)

Let's go!

Ripley jams reverse. Nails the throttle. The APC bellows backward up the ramp. Hudson disappears under a pile of equipment as a storage rack breaks free. Hicks gets the door almost closed. Suddenly CLAWS appear at the edge. Newt screams. Against the combined efforts of Hicks, Burke and Vasquez the door is being SLOWLY WRENCHED OPEN FROM OUTSIDE. Hicks yells at a paralyzed Gorman.

**HICKS**

Get on the Goddamn door!

Gorman backs away, eyes wide. Hicks jams his shoulder against the latching lever and frees one hand to raise his 12-gauge. An alien head wedges through the opening, its hideous mouth opening. And Hicks jams his SHOTGUN MUZZLE between its jaws and pulls the trigger! BLAM! The creature is flung backward, its shattered head fountaining acid blood. The spray eats into the door, the deck, hits Hudson on the arm. He shrieks. They slide the door home and dog it tight.

**EXT. APC**

**103**

The armored vehicle roars backward up the ramp. Slams into a mass of conduit. Tears free. Ripley works the shifters, pivoting the massive machine. Everybody's shouting, trying to put out the fire. Pandemonium.

**INT./EXT. APC**

**104-  
105**

Something lands on the roof with a metallic clang.

Gorman has plastered himself against a wall, as far from the door as possible. A latch lever behind his head turns. The small hatch against which he was leaning is ripped away and SOMETHING snatches him out the opening. He disappears to the waist with a shriek, legs kicking. The alien clings to the roof, pulling him out. Its tail whips over, scorpionlike, and buries a four inch stinger in Gorman's shoulder. Hicks grabs a joy stick at the FIRE-CONTROL CONSOLE and turns it rapidly. On the roof the alien looks up as servo-motors whir. A remote control turret cannon, a 20mm chain-gun, swivels toward it in a curt arc. VOOM. The creature is blasted off the vehicle's armored back and tumbles away. Gorman, slumped unconscious, is dragged back inside.

The APC rips away a section of catwalk and heads for clear air, its flank trailing fire like a comet. Ripley fights the controls as the big machine slews, broadsiding a control-room out-building. Office furniture and splintered wall sections are strewn in the APC's wake.

Suddenly, an alien arm arcs down, right in front of Ripley's face. It smashes the windshield. Glistening, hideous jaws lunge inside...

Ripley recoils. Face to face once again with the same mind-numbing horror. She reacts instinctively. Slams both sets of brakes with all her strength. The huge wheels lock. The creature flips off, landing in the headlights. Ripley hits full throttle. The APC roars forward, smashing over the abomination. Its skeletal body is crushed under the massive wheels. It rolls, tumbling...lost in the darkness behind as the machine thunders onto the causeway and away from the station.

A sound like bolts dropped in a meat grinder is coming from the APC's rear end. Hicks eases Ripley's hand back on the throttle lever. Her grip is white knuckled.

**HICKS**

It's okay...we're clear. We're clear. Ease up.

The grinding clatter becomes deafening even as she slows the machine.

**HICKS**

Sounds like a blown transaxle. You're just grinding metal.

**EXT. APC**

**106**

The tractor limps to a halt. A HALF-KILOMETER from the atmosphere processing station. The APC is a smoking, acid-scarred mess.

**INT. APC**

107

Ripley, still running on the adrenalin dynamo, spins out of her seat into the aisle.

**RIPLEY**

Newt? Where's Newt?

Feeling a tug at her pants leg she looks down. Newt is wedged into a tiny space between the driver's seat and a bulkhead. She is trembling, and looks terrified, but it's not the basket case catatonia of before.

**RIPLEY**

You okay?

Newt gives her a THUMBS-UP, wan but stoic. Ripley goes back to the others. Hudson is holding his arm and staring in stunned dismay at nothing, playing it all back in his mind.

**HUDSON**

Jesus...Jesus...I don't believe it.

Burke tries to have a look at Hudson's arm.

**HUDSON**

(jerking away)

I'm all right, leave it!

Ripley joins Hicks who is bent over Gorman, checking for a pulse.

**HICKS**

He's alive. I think he's paralyzed.

**VASQUEZ**

He's fucking dead!

She grabs Gorman by the collar, hauling him up roughly, ready to pulp him with her other fist.

**VASQUEZ**

(to Gorman)

Wake up pendejo! I'm gonna kill you, you useless fuck!

Hicks pushes her back. Right in her face.

**HICKS**

Hold it. Hold it. Back off, right now.

Vasquez releases Gorman. His head smacks the deck. Ripley opens Gorman's tunic, revealing a bloodless purple puncture wound.

**RIPLEY**

Looks like it stung him.

**HUDSON**

Hey...hey! Look, Crowe and Dietrich aren't dead, man.

They turn to see Hudson at the MTOB monitors, pointing at the bio-function screens.

**HUDSON**

They must be like Gorman. Their signs are real low but they ain't dead!

Hudson is pale, panicky, and his voice echoes around the tiny metallic space and comes back to all of them as the near hysteria they all feel, fluttering just at the edges of their minds.

**RIPLEY**

You can't help them. Right now they're being cocooned just like the others.

**HUDSON**

(sagging)

Oh, God. Jesus. This ain't happening.

Ripley and Vasquez lock eyes. Ripley doesn't want it to be "I told you so" but Vasquez reads it that way. She turns away with a snap.

**INT. MED LAB**

108

Bishop is hunched over an ocular probe doing a dissection of one of the dead parasites. Spunkmeyer enters with some electronics gear on a hand truck and parks it near Bishop's work table.

**SPUNKMEYER**

Need anything else?

Bishop waves "no" without looking up.

**EXT. COLONY - DROP-SHIP**

109

Spunkmeyer emerges, crossing the Tarmac to the loading ramp of the ship. As he nears the top of the ramp, his boot slips...skidding on something wet. Kneeling, he touches a small puddle of thick slime. He shrugs,

and hits the controls to retract the ramp and close the doors.

**INT. APC**

110

ON VASQUEZ wired and intense.

**VASQUEZ**

All right, we can't blow the fuck out of them...why not roll some canisters of CN-20 down there. Nerve gas the whole nest?

**HUDSON**

Look, man, let's just bug out and call it even, okay?

**RIPLEY**

(to Vasquez)

No good. How do we know it'll effect their biochemistry? I say we take off and nuke the entire site from orbit. It's the only way to be sure.

**BURKE**

Now hold on a second. I'm not authorizing that action.

**RIPLEY**

Why not?

Burke senses the challenge in her tone and backpedals flawlessly into conciliatory mode.

**BURKE**

Well, I mean...I know this is an emotional moment, but let's not make snap judgments. Let's move cautiously. First, this physical installation had a substantial dollar value attached to it --

**RIPLEY**

They can bill me. I got a tab running. What's second?

**BURKE**

This is clearly an important species we're dealing with here. We can't just arbitrarily exterminate them --

**RIPLEY**

Bullshit!

**VASQUEZ**

Yeah, bullshit. Watch us.

**HUDSON**

Maybe you haven't been keeping up on current events, but we just got out asses kicked, pal!

Ripley faces Burke squarely and she's not pleased.

**RIPLEY**

Look, Burke. We had an agreement.

Burke moves in, lowering his voice. He takes her aside from the others.

**BURKE**

I know, I know, but we're dealing with changing scenarios here. This thing is major, Ripley. I mean really major. You gotta go with its energy. Since you are the representative of the company who discovered this species your percentage will naturally be some serious, serious money.

Ripley stares at his like he's a particularly disagreeable fungus.

**RIPLEY**

You son of a bitch.

**BURKE**

(hardening)

Don't make me pull rank, Ripley.

**RIPLEY**

What rank? I believe Corporal Hicks has authority here.

**BURKE**

Corporal Hicks!?

**RIPLEY**

This operation is under military jurisdiction and Hicks is next in chain of command. Right?

**HICKS**

Looks that way.

Burke starts to lose it and it's not a pretty sight.

**BURKE**

Look, this is a multimillion dollar operation. He can't make that kind of decision. He's just

a grunt!  
(glances at Hicks)  
No offense.

**HICKS**

(coolly)  
None taken.  
(into mike)  
Ferro, you copying?

**FERRO**

(voice over; static)  
Standing by.

**HICKS**

Prep for dust-off. We're gonna  
need an immediate evac.  
(to Burke)  
I think we'll take off and nuke  
the site from orbit. It's the  
only way to be sure.

He winks. Burke looks like a kid whose toy has been  
snatched.

**BURKE**

This is absurd! You don't have  
the authority to --

CLACK! The sound of a rifle bolt snapping home  
truncates his rant. Vasquez has a pulse-rifle cradled,  
not exactly aimed at Burke but not exactly aimed away  
either. Her expression is masklike. End of discussion.

Ripley sits behind Newt, putting her arm around her.

**RIPLEY**

We're going home, honey.

**EXT. DROP-SHIP** 111

The ship rises through the spray thrown up by the  
downblast of the VTOL jets, hovering above the complex  
like a huge insect, its searchlights blazing.

**EXT. APC** 112

The group is filing out of the personnel carrier, which  
is clearly a write off. Hicks and Hudson have Gorman  
between them, and the others emerge into the wind.  
They watch the ship roar in on its final approach.

**INT. DROP-SHIP COCKPIT** 113

Ferro flicks the intercom switch several times. Thumps  
her headset mike.

**FERRO**

Spunkmeyer? Goddammit.

The compartment door behind her slides slowly back.

**FERRO**

(turning)

Where the fu --

Her eyes widen. It's not Spunkmeyer.

Am impression of leering jaws which blur forward, then a whirl of motion and a truncated scream. The throttle levers are slammed forward in the melee.

**EXT. APC - LANDSCAPE - STATION**

**114**

They watch in dismay as the approaching ship dips and VEERS WILDLY. Its main engines ROAR FULL ON and the craft accelerates toward them even as it loses altitude. It skims the ground. Clips a rock formation. The ship slews, sideslipping. It hits a ridge. Tumbles, bursting into flame, breaking up. It arcs into the air, end over end, a Catherine wheel juggernaut.

**RIPLEY**

Run!

She grabs Newt and sprints for cover as a tumbling section of the ship's massive engine module slams into the APC and it explodes into twisted wreckage.

The drop-ship skips again, like a stone, engulfed in flames...AND CRASHES INTO THE STATION. A TREMENDOUS **FIREBALL.**

The remainder of the ground team watches their hopes of getting off the planet, and most of their superior fire power, reduced to flaming debris.

There is a moment of stunned silence, then...

**HUDSON**

(hysterical)

Well that's great! That's just  
fucking great, man. Now what the  
fuck are we supposed to do, man?  
We're in some real pretty shit now!

**HICKS**

Are you finished?  
(to Ripley)  
You okay?

She nods. She can't disguise her stricken expression when she looks at Newt, but the little girl seems relatively calm. She shrugs with fatalistic acceptance.

**NEWT**

I guess we're not leaving, right?

**RIPLEY**

I'm sorry, Newt.

**NEWT**

You don't have to be sorry. It wasn't your fault.

**HUDSON**

(kicking rocks)

Just tell me what the fuck we're supposed to do now. What're we gonna do now?

**BURKE**

(annoyed)

Maybe could build a fire and sing songs.

**NEWT**

We should get back, 'cause it'll be dark soon. They come mostly at night. Mostly.

Ripley follows Newt's look to the AP station looming in the twilight, the burning drop-ship wreckage jammed into its basal structure.

**EXT. CONTROL BLOCK - NIGHT**

**115**

The wind howls mournfully around the metal buildings, dry and cold.

**INT. OPERATIONS**

**116**

The weary and demoralized group is gathered to take stock of their grim options. Vasquez and Hudson are just setting down a scorched and dented packing case, one of several culled from the APC wreckage.

Hicks indicates their remaining inventory of weapons, lying on a table.

**HICKS**

This is all we could salvage. We've got four pulse-rifles with about fifty rounds each. Not so good. About fifteen M-40 grenades and two flame throwers less than half full...one damaged. And We've got four of these robot-sentry units with scanners and display intact.

He opens one of the scorched cases, revealing a high-tech servo-actuated machine gun with optical sensing equipment, packed in foam.

**RIPLEY**

How long after we're declared overdue can we expect a rescue?

**HICKS**

About seventeen days.

**HUDSON**

Man, we're not going to make it seventeen hours! Those things are going to come in here, just like they did before, man... they're going to come in here and get us, man, long before...

**RIPLEY**

She survived longer than that with no weapons and no training.

Ripley indicates Newt, who salutes Hudson smartly.

**RIPLEY**

So you better just start dealing with it. Just deal with it, Hudson...because we need you and I'm tired of your bullshit. Now get on a terminal and call up some kind of floor plan file. Construction blueprints, maintenance schematics, anything that shows the layout of this place. I want to see air ducts, electrical access tunnels, subbasements. Every possible way into this wing.

Hudson gathers himself, thankful for the direction. Hicks nods approval of her handling of it.

**HUDSON**

Aye-firmative. I'm on it.

**BISHOP**

I'll be in medical. I'd like to continue my analysis.

**RIPLEY**

Fine. You do that.

**INT. OPERATIONS**

117

Burke, Ripley, Hudson and Hicks are bent over a large HORIZONTAL VIDEOSCREEN, like an illuminated chart table.

Newt hops from one foot to the other to see.

**RIPLEY**

This service tunnel is how they're moving back and forth.

**HUDSON**

Yeah, right, it runs from the processing station right into the sublevel here.

He traces a finger along the abstract ground plan.

**RIPLEY**

All right. There's a fire door at this end. The first thing we do is put a remote sentry in the tunnel and seal that door.

**HICKS**

We gotta figure on them getting into the complex.

**RIPLEY**

That's right. So we put up welded barricades at these intersections...

(pointing)

...and seal these ducts here and here. Then they can only come at us from these two corridors and we create a free field of fire for the other two sentry units, here.

Hicks contemplates her game plan and raises his hand, satisfied.

**HICKS**

Outstanding. Then all we need's a deck of cards. All right, let's move like we got a purpose.

**HUDSON**

Aye-firmative.

**NEWT**

(imitating Hudson)

Aye-firmative!

**INT. SERVICE TUNNEL - SUBLEVEL**

118

A long straight service tunnel, lined with conduit, seems to go on forever. Vasquez and Hudson have finished setting up two of the robot sentry guns on tripods in the tunnel.

**VASQUEZ**

(shouting)

Testing!

She hurls a wastebasket down the tunnel, into the automatic field of fire. The sentry guns swivel smoothly, the wastebasket bounces once...and is riddled by two quick bursts of EXPLODING 10MM ROUNDS into dime-sized shrapnel. They retreat behind a heavy steel FIRE DOOR which they roll closed on its track. Vasquez, using a PORTABLE WELDING TORCH, begins sealing the door to its frame, as Hudson paces nervously.

**HUDSON**

Hudson here. A and B sentries are in place and keyed. We're sealing the tunnel.

**INT. SECOND LEVEL CORRIDOR**

**119**

Hicks pauses in his work.

**HICKS**

(into mike)

Roger.

He and Ripley are covering an air duct opening with a metal plate, welding it in place, showering sparks in the dark corridor. Behind them Burke and Newt are moving back and forth with cartons of food on a hand truck, stacking it inside the operations center. Hicks sets down his welder and pulls a small object out of a belt pouch. A braceletlike EMERGENCY **LOCATING BEEPER.**

**HICKS**

Here, put this on. Then I can locate you anywhere in the complex on this --

He indicates a tiny TRACKER hooked to his battle harness. He shrugs, a little self-consciously.

**HICKS**

Just a...precaution. You know.

Ripley pauses for a moment, regarding him quizzically.

**RIPLEY**

(strapping  
it on)

Thanks.

**HUDSON**

Uh, what's next?

She consults a printout of the floor plan.

**EXT. CONTROL BLOCK**

120

The wind has died utterly and in the even more eerie stillness a diffuse mist has rolled into shroud the complex. Visibility is low in the fog. Everything looks underwater. There is no movement.

**INT. CORRIDOR**

121

In the barricaded corridor sentry-gun "C" sits waiting, its "ARMED" light flashing green. Through a hole torn in the ceiling at the far end of the corridor the fog swirls in. Water drips. An expectant hush.

**INT. MED LAB ANNEX - OPERATING ROOM**

122

Ripley carries an exhausted Newt through the inner connecting rooms of the medical wing. She reaches an OPERATING ROOM which is small but very high-tech ...vaultlike metal walls, strange equipment. Several metal cots have been set up, displacing O.R. equipment which is pushed into one corner.

Newt is resting her head on Ripley's shoulder, barely awake...out of steam. Ripley sets her on one of the cots and Newt lies down.

**RIPLEY**

Now you just lie here and have a nap. You're exhausted.

**NEWT**

I don't want to...I have scary dreams.

This obviously strikes a chord with Ripley, but she feigns cheerfulness.

**RIPLEY**

I'll bet Casey doesn't have bad dreams.

Ripley lifts the doll's head from Newt's tiny fingers and looks inside. It is, of course, empty.

**RIPLEY**

Nothing bad in here. Maybe you could just try to be like her.

Ripley closes the doll's eyes and hands her back. Newt rolls her eyes as if to say "don't pull that five-year-old shit on me, lady. I'm six."

**NEWT**

Ripley...she doesn't have  
bad dreams because she's just  
a piece of plastic.

**RIPLEY**

Oh. Sorry, Newt.

**NEWT**

My mommy always said there  
were no monsters. No real  
ones. But there are.

Ripley's expression becomes sober. She brushes damp  
hair back from the child's pale forehead.

**RIPLEY**

(quietly)

Yes, there are, aren't there.

**NEWT**

Why do they tell little kids  
that?

Newt's voice reveals her deep sense of betrayal.  
She's seen that the world can be just as terrifying  
as her most primal child's nightmare if not more  
so, and that's a lot worse than finding out there is  
no Santa.

**RIPLEY**

Well, some kids can't handle  
it like you can.

**NEWT**

Did one of those things grow  
inside her?

Ripley begins pulling blankets up and tucking them in  
around her tiny body.

**RIPLEY**

I don't know, Newt. That's  
the truth.

**NEWT**

Isn't that how babies come?  
I mean people babies...they  
grow inside you?

**RIPLEY**

No, it's different, honey.

**NEWT**

Did you ever have a baby?

**RIPLEY**

Yes. A little girl.

**NEWT**

Where is she?

**RIPLEY**

(quietly)

Gone.

**NEWT**

You mean dead.

It's more statement than question. Ripley nods slowly.

She turns, reaching for a PORTABLE SPACE HEATER sitting nearby, and slides it closer to the bed. She switches it on. It HUMS and emits a cozy orange glow.

**NEWT**

Ripley, I was just thinking...  
Maybe I could do you a favor and  
fill in for her. Just for a  
while. You can try it and if  
you don't like it, it's okay.  
I'll understand. No big deal.  
Whattya think?

Ripley gazes at her a long time before answering...  
a conflict between the urge to crush the child to her  
in a forever hug and the knowledge that neither of them  
may see another dawn.

**RIPLEY**

I think it's not the worst idea  
I've heard all day. Let's talk  
about it later.

She switches off the light and starts to rise. Newt  
grabs her arm. A plaintive voice in the dark.

**NEWT**

Don't go! Please.

**RIPLEY**

I'll be right in the other  
room, Newt. And look...I can  
see you on that camera right  
up there.

Newt looks at the VIDEO SECURITY CAMERA above the door.  
Ripley unsnaps the TRACKER BRACELET given to her by  
Hicks and puts it on Newt's tiny wrist, cinching it  
down.

**RIPLEY**

Here. Take is for luck. Now  
go to sleep...and don't dream.

Ripley walks away and Newt rolls on her side, hugging Casey and gazing at the hypnotically pulsing function light on the bracelet. The space heater hums comfortably.

**INT. MED LAB**

123

ECU Gorman, his eyelids slitted open like those of a corpse, but with the eyes tracking erratically. The only sign of life.

**RIPLEY**

(voice over)

How is he?

Ripley stands over the Lieutenant, who is lying motionless on an examining table. Bishop looks up from his instruments nearby, the light of a single gooseneck lamp giving his features a macabre cast.

**BISHOP**

I've isolated a neuro-muscular toxin responsible for the paralysis. It seems to be metabolizing. He should wake up soon.

**RIPLEY**

Now let me get this straight. The aliens paralyzed the colonists, carried them over there, cocooned them to be hosts for more of those...

Ripley points at the stasis cylinders containing the face-hugger specimens.

**RIPLEY**

Which would mean lots of those parasites, right? One for each person...over a hundred at least.

**BISHOP**

Yes. That follows.

**RIPLEY**

But these things come from eggs...so where are all the eggs coming from.

**BISHOP**

That is the question of the hour. We could assume a parallel

to certain insect forms who have hivelike organization. An ant of termite colony, for example, is ruled by a single female, a queen, which is the source of new eggs.

**RIPLEY**

You're saying one of those things lays all the eggs?

**BISHOP**

Well, the queen is always physically larger than the others. A termite queen's abdomen is so bloated with eggs that it can't move at all. It is fed and tended by drone workers, defended by the warriors. She is the center of their lives, quite literally the mother of their society.

**RIPLEY**

Could it be intelligent?

**BISHOP**

Hard to say. It may have been blind instinct...attraction to the heat of whatever...but she did choose to incubate her eggs in the one spot where we couldn't destroy her without destroying ourselves. That's if she exists, of course.

Ripley ponders the ramifications of Bishop's analysis.

**RIPLEY**

(rising)

I want those specimens destroyed as soon as you're done with them. You understand?

Bishop glances at the creatures, pulsing malevolently in their cylinders.

**BISHOP**

Mr. Burke have instructions that they were to be kept alive in stasis for return to the company labs. He was very specific.

Ripley feels the fabric of her self-restraint tearing. She slaps the intercom switch.

**RIPLEY**

Burke!

In a small observation chamber separated from the med lab by a glass partition, Ripley and Burke have squared off.

**BURKE**

Those specimens are worth millions to the bio-weapons division. Now, if you're smart we can both come out of this heroes. Set up for life.

**RIPLEY**

You just try getting a dangerous organism past ICC quarantine. Section 22350 of the Commerce Code.

**BURKE**

You've been doing your homework. Look, they can't impound it if they don't know about it.

**RIPLEY**

But they will know about it, Burke. From me. Just like they'll know how you were responsible for the deaths of one hundred and fifty-seven colonists here --

**BURKE**

Now, wait a second --

**RIPLEY**

(stepping on him)

You sent them to that ship. I just checked the colony log... directive dates six-twelve-seventy-nine. Signed Burke, Carter J.

Ripley's fury is peaking, now that the frustration and rage finally have a target to focus on.

**RIPLEY**

You sent them out there and you didn't even warn them, Burke. Why didn't you warn them?

**BURKE**

Look, maybe the thing didn't even exist, right? And if I'd made it a major security situation, the Administration would've stepped in. Then no exclusive rights, nothing.

He shrugs, his manner blase, dismissive.

**BURKE**

It was a bad call, that's all.

Ripley snaps. She slams him against the wall, surprising herself and him, her hands gripping his collar.

**RIPLEY**

Bad call? These people are fucking dead, Burke! Well, they're going to nail your hide to the shed... and I'll be there when they do.

She steps back, shaking, and looks at him with utter loathing, as if the depths of human greed are a far more horrific revelation than any alien.

**BURKE**

(sadly)

I expected more of you, Ripley. I thought you would be smarter than this.

**RIPLEY**

Sorry to disappoint you.

She turns away and strides out. The door closes. Burke stares after her, his mind a whirl of options.

**INT. CORRIDOR**

**125**

Ripley is walking toward operations when a STRIDENT ALARM begins to sound. She breaks into a run.

**INT. OPERATIONS**

**126**

Ripley double-times it to Hicks' TACTICAL CONSOLE where Hudson and Vasquez have already gathered. Hicks slaps a switch, killing the alarm.

**HICKS**

They're coming. They're in the tunnel.

The TRILLING of the motion sensor remains, speeding up. TWO RED LIGHTS on the tactical display light up simultaneously with an echoing crash of gunfire which vibrates the floor.

**HICKS**

Guns A and B. Tracking and firing on multiple targets.

The RSS guns pound away, echoing through the complex. Their separate bursts overlap in an irregular rhythm. A counter on the display counts down the number of

rounds fired.

**HUDSON**

They must be wall to wall in there. Look at those ammo counters go. It's a shooting gallery down there.

**INT. SERVICE TUNNEL - TIGHT ON RSS GUNS**

**127**

blasting stroboscopically in the tunnels. Their barrels are overheating, glowing cherry red. One CLICKS empty and sits smoking, still swiveling to track targets it can't fire upon.

**INT. OPERATIONS**

**128**

The digital counter on B gun reads zero.

**HICKS**

B gun's dry. Twenty on A. Ten. Five. That's it.

SILENCE. Then a GONGLIKE BOOMING echoes eerily up from sublevel.

**RIPLEY**

They're at the fire door.

The BOOMING INCREASES in volume and ferocity.

**HUDSON**

Man, listen to that.

Mixed with the echoing crash-clang is a nerve-wrecking SCREECH of claws on steel. The intercom buzzes, startling them.

**BISHOP**

(voice over)

Bishop here. I'm afraid I have some bad news.

**HUDSON**

Well, that's a switch.

**INT. OPERATIONS - MINUTES LATER**

**129**

Everyone, including Bishop, is crowded at the window, intently watching the AP station which is a dim silhouette in the mist. Suddenly a column of flame, like an acetylene torch, jets upward from the complex at the base of the cone.

**BISHOP**

That's it. See it? Emergency venting.

**RIPLEY**

How long until it blows?

**BISHOP**

I'm projecting total systems failure in a little under four hours. The blast radius will be about thirty kilometers. About equal to ten megatons.

**HICKS**

We got problems.

**HUDSON**

I don't fucking believe this. Do you believe this?

**RIPLEY**

And it's too late to shut it down?

**BISHOP**

I'm afraid so. The crash did too much damage. The overload is inevitable, at this point.

**HUDSON**

Oh, man. And I was gettin' short, too! Four more weeks and out. Now I'm gonna buy it on this fuckin' rock. It ain't half fair, man!

**VASQUEZ**

Hudson, give us a break.

They watch as another gas jet lights up the fog-shrouded landscape.

**RIPLEY**

(to Hicks)

We need the other drop-ship. The one on the Sulaco. We have to bring it down on remote, somehow.

**HUDSON**

How? The transmitter was on the APC. It's wasted.

**RIPLEY**

(pacing)

I don't care how! Think of a way. Think of something.

**HUDSON**

Think of what? We're fucked.

**RIPLEY**

What about the colony transmitter?  
That up-link tower down at the  
other end. Why can't we use that?

**BISHOP**

I checked. The hard wiring  
between here and there was severed  
in the fighting.

Ripley is wound up like a dynamo, her mind spinning out  
options, grim solutions.

**RIPLEY**

Well then somebody's just going  
to have to go out there. Take a  
portable terminal and go out there  
and plug in manually.

**HUDSON**

Oh, right! Right! With those  
things running around. No way.

**BISHOP**

(quietly)  
I'll go.

**RIPLEY**

What?

**BISHOP**

I'm really the only one qualified  
to remote-pilot the ship anyway.  
Believe me, I'd prefer not to. I  
may be synthetic but I'm not stupid.

**RIPLEY**

All right. Let's get on it. What'll  
you need?

**VASQUEZ**

Listen. It's stopped.

They listen. Nothing. An instant later comes the  
HIGH-PITCHED TRILLING of a motion-sensor alarm. Hicks  
looks at the tactical board.

**HICKS**

Well, they're into the complex.

**INT. MED LAB**

130

One of the acid holes from the colonists' siege has  
yielded access to subfloor conduits. Bishop lying in  
the opening, reaches up to graph the portable terminal  
as Ripley hands it down to him. He pushes it into  
the constricted shaft ahead of him. She then hands him  
a small satchel containing tools and assorted patch

cables, a service pistol and a small cutting torch.

**BISHOP**

This duct runs almost to the up-link assembly. One hundred eighty meters. Say, forty minutes to crawl down there. One hour to patch in and align the antenna. Thirty minutes to prep the ship, then about fifty minutes flight time.

Ripley looks at her watch.

**RIPLEY**

It's going to be closer. You better get going.

**BISHOP**

(cheerfully)

See you soon.

She squirms into the shaft, pushing the equipment along ahead of him with a scraping rhythm. The diameter of the conduit is barely larger than the width of his shoulders. Vasquez slides a metal plate over the hole and begins spot welding it in place.

**INT. CONDUIT**

**131**

Bishop looks back as the welder seals him in. He sighs fatalistically and squirms forward. Ahead of him the conduit dwindles straight to seeming infinity. Like being in the bore of a very long Howitzer.

**INT. MED LAB**

**132**

Ripley jumps as an ALARM suddenly blares through the complex.

**HICKS**

(voice over)

They're in the approach corridor.

**RIPLEY**

(into mike)

On my way.

Ripley jumps up, unslinging a FLAMETHROWER from her shoulder in one motion, and sprints for Operations with Vasquez. The sound of SENTRY GUNS opening up in staccato bursts echoes from close by.

**INT. OPERATIONS**

**133**

Ripley runs to the tactical console where Hicks is mesmerized by the images from the surveillance cameras. The flashes of the sentry guns flare out the sensitive

video, but impressions of figures moving in the smoky corridor are occasionally visible. The robot sentries hammer away, driving streamers of tracer fire into the swirling mist.

**HICKS**

Twenty meters and closing.  
Fifteen. C and D guns down  
about fifty percent.

The digital readout whirl through descending numbers. An inhuman SHRILL SCREECHING is audible between bursts of fire.

**RIPLEY**

Now many?

**HICKS**

Can't tell. Lots. D gun's  
down to twenty. Ten. It's out.

Then the firing from the remaining guns stop abruptly. The video image is a swirling wall of smoke. Small fires burn, dim glows in the mist. There are black and twisted shapes, and pieces of twisted shapes, scattered at the edge of visibility. However, nothing emerges from the wall of smoke. The motion sensor TONE shuts off.

**RIPLEY**

They retreated. The guns stopped  
them.

The moment stretches. Everyone exhales slowly.

**HICKS**

Yeah. But look...

The digital counters for the two sentry guns read "0" and "10" respectively. Less than a second's worth of firing.

**HICKS**

Newt time then can walk right  
up and knock.

**RIPLEY**

But they don't know that. They're  
probably looking for other ways  
to get in. That'll take them awhile.

**HUDSON**

Maybe we got 'em demoralized.

**HICKS**

(to Vasquez  
and Hudson)

I want you two walking the perimeter.

I know we're all in strung out  
shape but stay frosty and alert.  
We've got to stop any entries before  
they get out of hand.

The two troopers nod and head for the corridor. Ripley sighs and picks up a cup of cold coffee, draining it in one gulp.

**HICKS**

How long since you slept?  
Twenty-four hours?

Ripley shrugs. She seems soul weary, drained by the nerve-wracking tension. When she answers, her voice seems distant, detached.

**RIPLEY**

(grimly)  
They'll get us.

**HICKS**

Maybe. Maybe not.

**RIPLEY**

Hicks, I'm not going to wind up like  
those others. You'll take care of  
it won't you, it if comes to that?

**HICKS**

If it comes to that, I'll do us  
both. Let's see that it doesn't  
Here, I'd like to introduce you to  
a close personal friend of mine.

He picks up his pulse-rifle and with the casually precise movements of long practice he snaps open the bolt, drops out the magazine and hands it to her.

**HICKS**

M-41A 10mm pulse-rifle, over and  
under with a 30mm pump-action  
grenade launcher.

Ripley hefts the weapon. It is heavy and awkward. But there is an irrational promise of security in its lethal cold steel lines, to at least the sense that she will be in some greater measure the master of her own fate. She raises it clumsily.

**RIPLEY**

What do I do?

**INT. CONDUIT**

**134**

Bishop is in claustrophobic limbo between two echoing infinities. The pipe rings with his scraping advance.

He approaches an irregular hole which admits a tiny shaft of light. He puts his eyes up to the acid-etched opening.

HIS P.O.V. as drooling jaws flash toward us, SLAMMING against the steel with a vicious scraping SNAP.

Bishop flattens himself away from the opening and inches along, looking pale and strained. He glances at his watch.

**INT. OPERATIONS**

**135**

Ripley has the stock of the M-41A snugged up to her cheek and is awkwardly trying to keep up with Hicks' instructions. The Corporal is standing close behind her, positioning her arms. It's intimate but that's the last thing on their minds.

**HICKS**

Just pull it in real right. It will kick some. When the counter here heads zero, hit this...

He thumbs a button and the magazine drops out, clattering on the floor.

**HICKS**

Just let it drop right out. Get the other one in quick. Just slap it in hard, it likes abuse. Now, pull the bolt.

**CLACK.**

**HICKS**

You're ready again.

Ripley repeats the action, not very smoothly. Her hands are trembling. She indicates a stout TUBE underneath the slender pulse-rifle barrel.

**RIPLEY**

What's this?

**HICKS**

Well, that's the grenade launcher ...you probably don't want to mess with that.

**RIPLEY**

Look, you started this. Now show me everything. I can handle myself.

**HICKS**

Yeah. I've noticed.

DOLLYING WITH Ripley walking down the corridor, now carrying the newfound friend, the M-41A. Gorman steps out of the door to the med lab, looking weak but sound. Burke is right behind him.

**RIPLEY**

How do you feel?

**GORMAN**

All right, I guess. One hell of a hangover. Look, Ripley...  
**I...**

**RIPLEY**

Forget it.

She shoulders by him into the med lab. Gorman turns to see Vasquez staring at him with cold, slitted eyes.

**GORMAN**

You still want to kill me?

**VASQUEZ**

(turning away)  
It won't be necessary.

Ripley crosses the deserted lab, passing through the annex to the small O.R. where she left Newt.

Entering the darkened chamber, Ripley looks around. Newt is nowhere to be seen. On a hunch she kneels down and peers under the bed. Newt is curled up there, jammed as far back as she can get, fast asleep. Still clutching "Casey."

Ripley stares at Newt's tiny face, so angelic despite the demons that have chased her through her dreams and the reality between dreams. Ripley lays the rifle on top of the cot and crawls carefully underneath. Without waking the little girl, she slips her arms around her.

Ripley becomes merely the larger of two children huddling together in the darkness under their bed.

Newt's face contorts with the externalization of some tormented dreamscape. She cries out, a vague inarticulate plea. Ripley rocks her gently.

**RIPLEY**

There, there. Sssshh. It's all right.

A VIEW OF the processing station from the colony landing platform. A rising wind is clearing out the low fog and the silhouette of the station grows sharper. Several systems of high pressure conduits at the base of the conical tower are actually glowing dull red with heat in the darkness. High voltage discharges arc around the upper latticework, lighting the blighted landscape with irregular glaring flashes.

PAN ONTO BISHOP, F.G. hunched against the wind at the base of the telemetry tower. He has a TEST-BAY PANEL open and the portable terminal patched in. His jacket is draped over the keyboard and monitor unit to protect it from the elements and he is typing frenetically.

**BISHOP**

(to himself)

Now, if I did it right...

He punches a key marked "ENABLE."

**INT. SULACO CARGO LOCK - IN ORBIT**

140

The drop bay is empty and silent, with the remaining ship brooding in the shadows. A KLAXON sounds and rotating clearance lights come on. Hydraulics whine to life. Drop-ship two moves out on its overhead track and is lowered into the drop bay for launch-prep. Service booms and fueling couplers move in automatically around the hull. A recorded announcement echoes across the huge chamber.

**FEMALE VOICE**

Attention. Attention. Automatic  
fueling operations have begun.  
Please extinguish all smoking  
materials.

**INT. OPERATING ROOM - TIGHT ON RIPLEY - MED LAB**

141

as she awakens with a start. She checks her watch... an hour has passed. She gently disengages herself from Newt and is about to crawl out from beneath the cot when she sees something and FREEZES.

Across the room, just inside the door to the med lab, are two innocuous but nonetheless chilling objects. TWO STASIS CYLINDERS. Their tops are hinged open, and the suspension fields are switched off. They are both EMPTY. Ripley feels a slow upwelling wave of terror rise through her in that silent frozen moment...the inescapable certainty of a lethal presence. Unable to move or breathe, she looks around frantically, assessing the situation.

**RIPLEY**

(whispers)

Newt. Newt, wake up.

**NEWT**

Wah...? Where are...?

**RIPLEY**

(whispers)

Sssh. Don't move. We're in trouble.

Newt nods, now wide awake. They listen in the darkness for the slightest betrayal of movement. The scrabble of multiple legs across the polished floor, for example.

There is only the droning HUM of the little space heater. Ripley reaches up and, clutching the springs of the underside of the cot, begins to inch it away from the wall.

The SQUEAL OF METAL as the legs scrape across the floor is jarringly loud in the stillness.

When the space is wide enough she cautiously slides herself up between the wall and the edge of the cot, reaching for the rifle she left lying on top of the mattress. Here yes clear the edge of the bed. The rifle is GONE.

She snaps her head around. A SCUTTLING SHAPE LEAPS TOWARD HER from the foot of the bed! She ducks with a startled cry. The obscene thing hits the wall above her, legs moving lightning fast. Reflexively she slams the bed against the wall, pinning the creature inches above her face. Its legs and tail writhe with incredible ferocity and it emits a demented, piercing **SQUEAL**.

Ripley heaves Newt across the polished floor and in a frenzied scramble rolls from beneath the cot. She flips it over, trapping the creature underneath.

They back away, gasping. Ripley's eyes flash around the shadowed room where every corner of space between equipment holds lethal promise. The creature scuttles from beneath the bed and disappears under a back of cabinets in a blur. Ripley hugs Newt close and heads toward the door, moving as if every object in the room had a million volts running through it. She reaches the door. Hits the wall switch. Nothing happens. Disabled from outside. She tries the lights. Nothing. She pounds on the door. The acoustically dampened door panel thunks dully. She moves to the observation window, glancing frantically over her shoulder. The bare floor behind her is like a screaming

threat.

**RIPLEY**

(shouting)

Hey...hey!

She pounds on the window. Through the double thickness window we can SEE that the lab is dark and empty. Ripley whirls, hearing a loathsome scrabbling behind her. Newt starts to whimper, feeding off her fear. She steps in front of the video surveillance camera and waves her arms in a circle.

**RIPLEY**

Hicks! Hicks!

**INT. OPERATIONS - TIGHT ON VIDEO MONITOR**

**142**

showing Ripley waving her arms. There is no sound, a surreal pantomime.

A hand ENTERS FRAME and switches off the monitor. Ripley's image vanishes.

WIDER ANGLE as Burke straightens casually from the console. Hicks is talking via headset with Bishop and hasn't noticed Ripley's plight or Burke's action.

**HICKS**

(into mike)

Roger. Check back when you've activated the ship.

(turning)

He's at the up-link tower.

**BURKE**

(calmly)

Excellent.

**INT. OPERATING ROOM**

**143**

Ripley picks up a steel chair and slams it against the observation window. It bounces back from the high-impact material. She tries again.

REVERSE ANGLE from the med lab side, showing her futile efforts, the chair hitting with a dull THWACK barely audible through the double thickness pressure port.

Ripley turns, studying the room. She fumbles through a clutter of equipment on a counter next to her and finds a SMALL EXAMINATION LIGHT. Snapping it on she plays the beam over the walls. Tall assemblies of surgical and anaesthesiology equipment loom in the dark. She hears, or thinks she hears, movements. The

light spins across the room, swiveling and bobbing frantically. Like an indicator of her growing panic. Newt starts a thin, high wailing.

**NEWT**

Mommy...mommmmyyyyy...

Ripley steadies herself, realizing Newt's terror and the child's dependence on her. She plays the beam across the ceiling. Holds on something. Gets an idea. She removes her lighter from a jacket pocket and picks up some papers from the counter. Moving cautiously she boosts Newt up onto the SURGICAL TABLE in the center of the room and clambers up after her.

**NEWT**

Mommy...I mean, Ripley...I'm scared.

**RIPLEY**

I know, honey. Me too.

Ripley lights the papers and holds the flaming mass under the temperature sensor of a fire control system SPRINKLER HEAD. It triggers, spraying the room from several sources with water. An ALARM sounds throughout the complex.

**INT. OPERATIONS**

**144**

Hicks jumps at the sound of the alarm, finally identifying its source among the lights flashing on his board. He bolts for the door, yelling into his headset as he moves.

**HICKS**

Vasquez, Hudson, meet me in medical! We got a fire!

**INT. OPERATING ROOM**

**145**

Ripley and Newt are drenched as the sprinklers continue to drizzle in the darkness. The SIREN hoots maniacally, masking all other sound. Ripley scans the room with her light, her hair plastered to her face, wiping water out of her eyes. She is eye level with a complex surgical MULTILIGHT. She looks into its tangle of arms and cables, inches away. Looks away. Her eyes snap back. SOMETHING LEAPS AT HER FACE. She SCREAMS and topples off the table, splashing to the floor. Newt shrieks and scrambles away as Ripley hurls the CHITTERING creature off of her. It slams against a wall of cabinets, clings for a moment, then leaps back as if driven by a steel spring. Ripley scrambles desperately, pulling equipment over on top of herself, clawing across the floor in a frenzy of motion. In a blurr of

multijointed legs the creature scuttles up her body.

She tears at it, but it is incredibly powerful for its size. It moves like lightning toward her head, avoiding her fumbling hands. Newt screams abjectly, backing away, until she is pressed up against a desk in one corner.

Ripley has both hands up, forcing the pulsing body back from her face. The thing's tail whips around her throat and begins to tighten, forcing the underside of its body close to her. Ripley thrashes about, knocking over equipment, sending instruments CLATTERING. Water streams over her, into her eyes, blinding her and making it impossible to get a grip on the creature's body.

ANGLE ON NEWT as crablike legs appear from behind the desk, right behind her. She sees it and, thinking fast, jams the desk against the wall, pinning the writhing thing. The desk jumps and shudders against all the pressure her tiny body can bring to bear on it. She wails between gritted teeth as the second creature gets one leg free, then another and another. Squeezing itself inexorably onto the desk top...toward her.

The legs of the chittering thing claw at Ripley's head, getting a surer grip even as she whips her head from side to side. The obscene TUBULE extrudes wetly from the sheath on the creature's underside, forcing itself between the arms she has crossed tightly over her face.

A figure appears at the observation window, a silhouette behind the misted-over glass. A hand wipes a clear spot. Hick's eyes appear. He steps back. WHAM! A burst of pulse-rifle fire shatters the tempered glass. Hicks dives into the crazed spider web pattern and explodes into the room in a shower of fragments. He hits rolling, his armor grinding through the shards, and slides across to Ripley. He gets his fingers around the thrashing legs of the vicious beast and pulls. Between the two of them they force it away from her face, though Ripley is losing strength as the tail tightens sickeningly around her throat. Hudson leaps into the room, flings Newt away from the desk to go skidding across the wet floor, and blasts the second creature against the wall. Point-blank. Acid and smoke.

Gorman appears at Ripley's side and grabs the tail, unwinding its writhing length like a boa constrictor coil from her throat. All of them grip the struggling, SHRIEKING creature.

**HICKS**

The corner! Ready?

**HUDSON**

Do it!

Hicks hurls the thing into the corner. It scrabbles upright in an instant and leaps back toward them. WHAM! Hudson gets it clean.

Ripley collapses, gagging. The alarm and sprinklers shut off automatically. Hicks sees the stasis cylinders.

**RIPLEY**

(coughing)

Burke...it was Burke.

**INT. OPERATIONS - ANGLE ON HUDSON**

146

looking decidedly stressed-out. He grips his rifle tightly, AIMED RIGHT AT CAMERA.

**HUDSON**

(intense)

I say we grease this rat-fuck son of a bitch right now!

THE GROUP is gathered around Burke who sits in a chair, maintaining an icy calm although beads of sweat betray intense concealed tension. Only a few minutes have passed and everyone is still buzzed on adrenaline, as if the whole group is charged with high voltage.

**HICKS**

(pacing)

I don't get it. It doesn't make any Goddamn sense.

Ripley stands in front of Burke, every fiber of her being accusing him with absolute outrage. Burke tries to break Ripley's stare, which is like a diamond drill. He can't.

**RIPLEY**

He wanted an alien, only he couldn't get it back through quarantine. But if we were impregnated ...whatever you call it...and then frozen for the trip back at just the right time...then nobody would know about the embryos we were carrying. We and Newt.

Ripley glances at the little girl, a frail figure sitting nearby, hugging her knees and watching the proceedings with somber eyes. She is all but lost in an adult jacket someone has found for her, and her still damp hair is plastered to her forehead and cheeks.

**HICKS**

Wait a minute. We'd know about it.

**RIPLEY**

The only way it would work is if he sabotaged certain freezers on the trip back. Then he could jettison the bodies and make up any story he liked.

**HUDSON**

Fuuuck! He's dead.  
(to Burke)  
You're dogmeat, pal.

**BURKE**

This is total paranoid delusion. It's pitiful.

**RIPLEY**

(wearily)  
You know, Burke, I don't know which species is worse. You don't see them screwing each other over for a fucking percentage.

**HICKS**

(serious)  
Let's waste him.  
(to Burke)  
No offense.

Ripley shakes her head, the rage giving way to a sickened emptiness.

**RIPLEY**

Just find someplace to lock him up until it's time to --

THE LIGHTS GO OUT. Everyone stops in the sudden darkness, realizing instinctively it is a new escalation in the struggle. Hicks looks at the board. Everything is out. Doors. Video screens.

**RIPLEY**

They cut the power.

**HUDSON**

What do you mean, they cut the power? How could they cut the power, man? They're animals.

Ripley picks up her rifle and thumbs off the safety.

**RIPLEY**

Newt! Stay close.

(to the others)  
Let's get some trackers going.  
Come on, get moving. Gorman, watch  
Burke.

Hudson and Vasquez pick up their scanners and move to the door. Vasquez has to slide it open manually on its track.

**INT. CORRIDOR**

**147**

The two troopers separate and move rapidly to the barriers at opposite ends of the control block.

DOLLYING WITH VASQUEZ as she moves forward with feral steps in the darkness.

ON HUDSON scanning the med lab and the nearby barrier.

**RIPLEY**

(voice over)

Anything?

BEEP. Hudson's tracker lights up, a faint signal.

**HUDSON**

There's something.

He pans it around. Back down the corridor. It beep again, louder.

**HUDSON**

It's inside the complex.

**VASQUEZ**

(voice over)

You're just reading me.

**HUDSON**

No. No! It ain't you. They're inside. Inside the perimeter. They're in here.

**RIPLEY**

Hudson, stay cool. Vasquez?

ANGLE ON VASQUEZ swinging her tracker and rifle together. She aims it behind her. BEEP.

**VASQUEZ**

(cool)

Hudson may be right.

**INT. OPERATIONS**

**148**

Ripley and Hicks share a look..."here we go."

**HICKS**

(low)  
It's game time.

**RIPLEY**

Get back here, both of you. Fall  
back to Operations.

**INT. CORRIDOR**

**149**

Hudson backtracks nervously, peering all around. He  
looks stretched to the limit.

**HUDSON**

This signal's weird...must be  
some interference or something.  
There's movement all over the  
place...

**RIPLEY**

(voice over)  
Just get back here!

Hudson reaches the door to operations at a run, a  
moment before Vasquez. They pull the door shut and  
lock it.

**INT. OPERATIONS**

**150**

Hudson joins Ripley and Hicks, who are laying out their  
armament. Flamethrowers. Grenades. M-41A magazines.  
Hudson's tracker beeps. Then again. The tone continues  
through the SCENE, its rhythm increasing.

**HUDSON**

Movement! Signal's clean.

He pans the scanner. Stops. The range display reads  
out, counting down.

**HUDSON**

Range twenty meters.

**RIPLEY**

(to Vasquez)  
Seal the door.

Vasquez picks up a hand-welder and moves to comply.

**HUDSON**

Seventeen meters.

**HICKS**

Let's get these things lit.

He hands one flamethrower to Ripley and begins priming  
the other himself. It lights with a muffled POP.

Ripley's lights a moment later. Sparks shower around Vasquez as she begins welding the door. Hudson's tracker is beeping like mad now, as fast as their hearts.

**RIPLEY**

They learned. They cut the power and avoided the guns. They must have found another way in, something we missed.

**HICKS**

We didn't miss anything.

**HUDSON**

Fifteen meters.

**RIPLEY**

I don't know, an acid hole in a duct. Something under the floors, not on the plans. I don't know!

She picks up Vasquez's scanner and aims it the same direction as Hudson's.

**HUDSON**

Twelve meters. Man, this is a big fucking signal. Ten meters.

**RIPLEY**

They're right on us. Vasquez, how you doing?

Vasquez is heedlessly showering herself with molten metal as she welds the door shut. Working like a demon.

**HUDSON**

Nine meters. Eight.

**RIPLEY**

Can't be. That's inside the room!

**HUDSON**

It's readin' right. Look!

Ripley fiddles with her tracker, adjusting the tuning.

**HICKS**

Well you're not reading it right!

**HUDSON**

Six meters. Five. What the fu --

He looks at Ripley. It dawns on both of them at the same time. She feels a cold premonitory dread as she angles her tracker upward to the ceiling, almost overhead. The tone gets louder.

Hicks climbs onto a file cabinet and raises a panel of acoustic drop-ceiling. He shines his light inside.

**HICKS' P.O.V.**

**151**

A soul-wrenching nightmare image. Moving in the beam of light are aliens. Lots of aliens. They are crawling like bats, upside down, clinging to the pipes and beams of the structural ceiling, not touching the flimsy acoustic panels. They glisten hideously as they claw their way forward in silence. They cover the ceiling of the operations room. The inner sanctum is utterly violated.

**ON HICKS**

**152**

blasted by fear.

Something moves...he snaps the light around. It's a meter behind him. IT LUNGES! He drops reflexively, the claws raking across his armor.

Hicks falls into the room just as the creatures detach en masse from the handholds. THE CEILING EXPLODES, raining debris. Nightmare shapes drop into the room. Newt screams. Hudson opens fire. Vasquez grabs Hicks, pulls him up, firing one handed with her flamethrower. Ripley scoops up Newt and staggers back. Gorman turns to fire and Burke bolts for the only remaining exit, the corridor connecting to the med lab. In the strobelike glare of the pulse-rifles we SEE flashes of aliens, moving forward in the smoke from the flamethrower fires. They move like nothing human... leaping quick as insects at times or gliding with powerful, balletic grace.

**RIPLEY**

Medical! Get to medical!

She dashes for the corridor.

**INT. MED LAB CORRIDOR**

**153**

DOLLYING BEHIND HER as she sprints, the walls becoming a frenzied blur. Ahead of her Burke clears the door to the med lab. HE SLIDES IT CLOSED. Ripley slams into the door. Tries the latch. Hears it LOCK from the far side.

**RIPLEY**

Burke! Open the door!

**NEWT**

Look!

Behind her an alien is moving down the corridor like a

locomotive, a graceful skeleton shape as lethal and inhuman as you can imagine. Strobe flashes backlight the demented silhouette. Shaking, Ripley raises her rifle. She squeezes the trigger. NOTHING HAPPENS. The creature HISSSES, baring its teeth as it advances. Ripley checks the SAFETY. The safety is off. The DIGITAL COUNTER. The magazine is full. Newt begins to wail. Ripley's hands, slick with sweat, are trembling so much she almost drops the rifle. Panic screams in her brain. The thing is almost on her, filling the corridor, when she remembers. She snaps the bolt back, chambering a round. Whips the stock to her shoulder. FIRES. FLASH-CRACK! A FLASHBULB GLIMPSE OF shrieking jaws as the silhouette is hurled back, screeching insanely.

Ripley is slammed against the door by the recoil, blinded by the flash and deafened by the concussion.

**INT. OPERATIONS**

**154**

Hicks looks up. Fires POINT-BLANK at a leaping silhouette. SCREEEECH! The fire-control system has tripped, with sprinklers spraying the room and a mindless SIREN wailing. Total pandemonium.

**HUDSON**

(hysterical)

Let's go! Let's go!

**HICKS**

Fuckin' A!

Hudson screams as floor panels lift under him, and clawed arms seize him lightning fast, dragging him down. Another skeletal shape leaps on him from above. He disappears into the subfloor crawlway. Hicks, Vasquez and Gorman make it to the med lab access corridor.

**INT. CORRIDOR**

Stunned, Ripley sees through dissipating smoke the creature rising to advance again. Flinching against blast and glare she drills it POINT-BLANK with a BLINDING BURST that carries the M-41A's muzzle right up toward the ceiling. Newt covers her ears against the CONCUSSION.

**HICKS**

(o.s.)

Hold you fire!

The troopers seem to materialize out of the smoke.

**RIPLEY**

(indicating door)

Locked.

**HICKS**

Stand back.

Hicks snaps the torch off his belt and cuts into the lock. Inhuman shapes enter the far end of the corridor. Vasquez hands her flamethrower to Gorman and unslings her rifle. She starts loading 30mm grenades into the launcher, like oversize 12-gauge shells.

**GORMAN**

You can't use those in here!

**VASQUEZ**

Right. Fire in the hole!

She pumps a round up and fires. The grenade EXPLODES and the blast almost knocks them down. Hicks kicks the door open, molten droplets flying.

**HICKS**

(shouting at Vasquez)

Thanks a lot! Now I can't hear shit.

**VASQUEZ**

(shouting)

What?

**INT. MED LAB ANNEX**

**156**

Vasquez slides the door almost closed, then fires three grenades rapid-fire through the gap. She slams the door home as the grenades detonate, the explosion sounding gonglike through the metal.

Ripley sprints across the room, trying the far door. Burke has locked it as well. Hicks switches his hand-torch from CUT to WELD and starts sealing the door they just passed through.

**INT. MED LAB**

**157**

Burke, hyperventilating with terror, backs across the dark chamber. Gasping, almost paralyzed with fear, he crosses the chamber to the door leading to the main concourse. His fingers reach for the latch. It moves by itself. The door opens slowly.

ON BURKE his eyes wide, transfixed by his fate. We hear the BULLWHIP CRACK of a tail-stinger striking as we:

**CUT TO:**

**INT. MED LAB ANNEX**

**158**

The door dimples with a clanging impact, separating slightly from its frame. Another crash, the squeal of

tortured steel. Newt grabs Ripley by the hand and tugs her across the room.

**NEWT**

Come on! This way.

She leads Ripley to an air vent set low in the wall and expertly unlatches the grille, swinging it open. Newt starts inside but Ripley pulls her back.

**RIPLEY**

Stay behind me.

Ripley trades her rifle for Gorman's flamethrower before he can protest and enters the air shaft, which is a tight fit. Newt scrambles in behind, followed by Hicks, Gorman and Vasquez on rearguard. Glancing back fearfully Newt pushes on Ripley's butt as they crawl rapidly through the shaft.

**NEWT**

Come on. Crawl faster.

**RIPLEY**

DO you know how to get to the landing field from here?

**NEWT**

Sure. Go left.

Ripley turns into a larger MAIN DUCT where there is enough room to crab-walk in a low crouch. She runs, scraping her back on the ceiling. The troopers' armor clatters in the confined space. They approach an intersection. She fires the flamethrower around the corner, the looks. Clear.

**NEWT**

Go right.

They sprint into the narrow connecting duct, the maze becoming a blur. Ripley fires the flamethrower periodically, as they pass side ducts covered by louvered grilles or vertical shafts going to higher or lower levels.

**HICKS**

(into headset)

Bishop, you read me? Come in, over.

There is a long pause then Bishop's VOICE, almost unintelligible with interference, comes over the radio.

**BISHOP**

(voice over;

static)

Yes, I read you. Not very well...

Bishop is huddled against the base of the telemetry mast, out of the wind which is now gusting viciously.

**BISHOP**

(yelling;  
over enunciating)

The ship is on its way. ETA  
about sixteen minutes. I've  
got my hands full flying...  
the weather's come up a bit.

Bishop's fingers are blurring over the terminal keys and he squints, watching the screen as the flight telemetry updates rapidly.

In the b.g. the AP station has become a raging demon, wreathed in boiling steam and electrical discharges.

**HICKS**

All right, stand by there. We're  
on out way. Over.

The beam of Ripley's light wavers hypnotically in the tunnel ahead. She blinks, seeing something...not sure. A GLINTING OBSCENE FORM MOVING TOWARD THEM, filling the tunnel at the absolute limit of the light's power.

**RIPLEY**

Back. Go back!

They try to crawl back, jamming together. Behind them, the way they have come, a GRATING is battered in with a FEROCIOUS CLANG and the deadly silhouette of a warrior flows into the duct. They are trapped. Vasquez uses her flamethrower, bathing the tunnel in fire. Hicks snaps out his hand-welder and cuts into the wall of the duct. Molten metal spatters him, as sparks fill the tunnel with lurid light. Vasquez' flamethrower sputters.

**VASQUEZ**

(icy)  
Losing fuel.

Between eye-searing bursts of flame Ripley sees the glistening apparitions closing in. Hicks' torch feathers out. Empty. Bracing his back he kicks hard at the cherry-hot metal. It bends aside.

Beyond is a narrow SERVICE WAY, lined with pipes and conduit. Hicks slides through the searing hole, lifting Newt safely through as Ripley hands her out. Ripley follows and turns to help Gorman. Vasquez'

flamethrower goes dry. She draws her SERVICE PISTOL. Suddenly she looks up as a WARRIOR SCREECHES DOWN FROM A VERTICAL SHAFT, right above her.

She fires with incredible rapidity...BAM! BAM! BAM! Rolls aside. It lands on her legs and she snaps her head to one side just as its TAIL STINGER buries into the metal wall beside her cheek. She fires again, emptying the pistol, kicking the thrashing shape away.

Acid cuts through her chickenplate armor, searing into her thigh. She cries out, gritting her teeth against the white-hot pain. Gorman sees Vasquez hit, unable to move. Sees the creatures coming the other way...and turns away from the escape hole. He crawls back to her, grabs her battle harness and starts dragging her towards safety. Too late. The approaching alien warriors have reached and passed the opening. Vasquez sees him, barely conscious.

**VASQUEZ**

(hoarse whisper)

You always were an asshole, Gorman.

She seizes his hand in a deadly grip, but we RECOGNIZE it as the "power greeting" she shared with Drake... something for the chosen few. Gorman returns the grip. He hands her two grenades and arms two himself as the creatures are upon them.

**INT. SERVICE WAY**

161

RUSHING WITH Ripley, Newt and Hicks as a full tilt run. The service way lights up with a POWERFUL BLAST behind them and they stumble with the shock wave. Newt breaks out ahead and it's all Ripley and Hicks can do to keep up.

**NEWT**

This way. Come on, we're almost there!

**RIPLEY**

Newt, wait!

The kid moves like lightning, diving and dodging around obstacles. If it wasn't clear before it's clear now that we are on her turf, and she's the ace. Running on and on, their breathing loud and echoing...the walls a directionless blur. Newt never hesitates.

They reach a junction with a narrow ANGLED CHUTE which runs upward at a steep 45 degrees.

**NEWT**

Here! Go up.

Ripley looks up the angles shaft, seeing light at the top...an exterior vent hood. The sound of wind booms down from above. Like blowing across a bottle top vastly amplified.

Ripley enters, bracing her feet on perilously narrow side ribs in the shaft. She looks down. The chute descends far into the depths, lost in shadow. She starts to climb with Newt behind/below her, and Hicks, just emerging from the side duct.

**NEWT**

Just up there --

Newt slips, a rusted rib collapsing under her foot. She slides...catches herself with one hand. Ripley reaches for her, dropping her light. The hand-light goes skittering and bumping down the chute, around a bend, and disappears.

Ripley strains, reaching, her hand groping for Newt's. They miss, inches apart.

**NEWT**

Riiiiipppleee --

She slips. Hicks lunges, grabbing her oversized jacket. AND SHE SLIPS OUT OF IT. With an echoing scream Newt plummets, sliding down the chute into darkness.

MOVING WITH HER, the walls racing by in a dizzy blur like a bobsled ride. THE shaft pitches left. Newt bounces, sliding halfway up the wall. The chute forks ahead. Newt tumbles into the right shaft, which drops at a steeper angle into the depths. Just disappearing down the LEFT SHAFT we SEE Ripley's light.

Ripley looks Hicks in the eye. And kicks free...sliding down the chute after Newt. Ripley slams her feet into the side-ribs, bracing herself in a controlled descent. Ripley reaches the "V." Sees the glow of the light in the left fork. She goes left.

**RIPLEY**

Newt!

She hears a plaintive reply, so echoey and distorted it has no direction.

**NEWT**

(o.s.)

Mommy...where are you?

Ripley reaches the bottom of the chute where it intersects with a HORIZONTAL SERVICE TUNNEL. The light

is lying there, but no Newt. The echoing wail comes again.

**NEWT**

(o.s.)

Mooooommmeee...

Ripley starts down the tunnel, answering. Newt's call comes again. Fainter? She can't tell. She spins in a growing panic, starts the other way.

**RIPLEY**

(to her headset)

Hicks, get down here. I need that locator.

**INT. SUBBASEMENT**

**163**

Newt is in a low grottolike chamber, filled with pipes and machines. It is flooded, almost up to Newt's waist. She looks up, seeing light streaming through a grating. Ripley's voice seems to come from there.

**RIPLEY**

(o.s.)

Newt! Star wherever you are!

Newt climbs some pipes, straining to reach the grating.

**INT. SERVICE TUNNEL**

**164**

Hicks joins Ripley, unsnapping the emergency-locator from his belt. They follow the signal into a lighted area where the power apparently was not cut.

**HICKS**

This way. We're close...

Following the signal they come to a grating set in the floor.

**NEWT**

Here! I'm here. I'm here.

Ripley runs to the grating. Looking down she sees Newt's tearstreaked face. Newt reaches up. Her tiny fingers wriggle up through the bars of the grate. Ripley squeezes the child's precious fingertips.

**RIPLEY**

Climb down, honey. We have to cut through this grate.

Newt backs away, climbing down the pipe as Hicks cuts into the bars with his hand-torch.

**INT. SUBBASEMENT**

**165**

Newt, standing waist deep in the water, watches sparks shower blindingly as Hicks cuts. She bites her lip, trembling. Cold and terrified. Silently a glistening shape rises in one graceful motion from the water behind her. It stands, dripping, dwarfing her tiny form. Newt turns, sensing the movement...She SCREAMS as the shadow engulfs her.

**INT. SERVICE TUNNEL**

166

Ripley panics, hearing screaming below, then splashing. She and Hicks kick desperately at the grating, smashing it down. Heedless of the cherry-hot edges Ripley lunges into the hole with her light.

**RIPLEY**

Newt! Newt!

The surface of the water reflects the beam placidly. Newt is gone. Bobbing in the water, eyes staring, is "Casey" the doll head. It sinks slowly, distorting, vanishing in darkness.

Hicks pulls Ripley away from the hole. She struggles furiously, trying to tear out of his grip.

**RIPLEY**

No! Noooo!

He drags her back. It takes all of his strength.

**HICKS**

(intense)

She's gone! Let's go!

He sees something moving toward them through a lattice of pipes. Ripley is irrational. Hysterical.

**RIPLEY**

No! No! She's alive! We have to --

**HICKS**

All right! She's alive. I believe it. But we gotta get moving! Now!

He drags her toward an ELEVATOR not far away at the end of the tunnel. Gets her inside, slamming her against the back wall. Hits the button to go to surface level. An alien warrior leaps into the tunnel, starts toward them. The doors are closing. Not fast enough. The creature gets one arm through, the doors closing on it. THEY OPEN AGAIN, an automatic safety feature. THE WARRIOR HISSES, LUNGING. Hicks FIRES, POINT-BLANK. It spins away, SCREECHING. Acid sluices between the closing

doors, across Hicks' armored chest plate, as he shields Ripley with his body. The lift starts upward. Hicks' fingers race with the clasps as the stuff eats its way toward his skin. Galvanized out of her hysteria, Ripley claws at his armor, helping him as much as she can. He screams as the acid contacts his chest and arm. He shucks out of the combat armor like a madman, dropping the smoking pieces to the floor. Acrid fumes fill the air, searing eyes and lungs. The elevator stops. The doors part and they stumble out, Ripley supporting Hicks who is doubled over in agony.

**RIPLEY**

Come on, you can make it.  
Almost there.

**EXT. LANDING FIELD**

**167**

Drop-ship two descends toward the landing grid, side-slipping in hurricane gusts. Bishop stands, guiding it with the portable terminal. The ship sets down hard. Slides sideways. Stops. Bishop turns as Ripley and Hicks stumble out of a doorway in the colony building behind him. He goes to them, helping to support Hicks and they run toward the ship, buffeted by the gale. Ripley shouts, her words barely audible over the wind.

**RIPLEY**

**HOW MUCH TIME?**

**BISHOP**

**PLENTY! TWENTY-SIX MINUTES!**

**RIPLEY**

**WE'RE NOT LEAVING!**

The loading ramp deploys and they run into the ship.

**EXT. PROCESSING STATION**

**168**

An infernal engine, roaring out of control. Steam blasts and swirls, lightning zaps around the superstructure and columns of incandescent gas thunder hundreds of feet into the air.

We APPROACH, hypnotically. The drop-ship ENTERS FRAME, moving toward the station. It pivots, hovering in the blasting turbulence, and settles onto a NARROW LANDING PLATFORM ten levels above the ground, or about a third of the way up the enormous structure.

**INT. DROP-SHIP**

**169**

Ripley finishes winding tape around a bulky object and drops the roll. She has crudely fastened a M-41A assault rifle together, side by side, with a flamethrower. A massive, unwieldy package of absolute firepower. Her

movements are curt, precise...determined. She works rapidly, snatching magazines, grenades, belts and other gear from the fully stocked ordnance racks of the drop-ship.

Bishop comes aft from the pilot's compartment to help Hicks dress his injuries. Hicks is sprawled in a flight seat, the contents of a FIELD MEDICAL KEY strewn around him. He's out of the game...contorted with pain.

**BISHOP**

Ripley...

**RIPLEY**

She's alive. They brought her here and you know it.

**BISHOP**

In seventeen minutes this place will be a cloud of vapor the size of Nebraska.

Ripley is stuffing gear rapidly into a satchel, her hands flying.

**RIPLEY**

Hicks, don't let him leave.

**HICKS**

(grimacing with pain)

We ain't going anywhere.

She hefts the hybrid weapon, grabs the satchel and spins to the door controls. The door opens. Wind and machine-thunder blast in.

**RIPLEY**

See you, Hicks.

Hicks is holding a wad of gauze plastered over his face.

**HICKS**

Dwayne. It's Dwayne.

Ripley grabs his hand. They share a moment, albeit brief. Mutual respect in the valley of death.

**RIPLEY**

Ellen.

**HICKS**

(nods with satisfaction)

Don't be long, Ellen.

Ripley runs down the ramp, crossing the platform to the

open doors of a LARGE FREIGHT ELEVATOR. The doors close.

**INT. FREIGHT ELEVATOR**

170

The elevator descends. Bars of light move rhythmically across her as Ripley stands facing the doors, watching the landings go by. The heat grows more intense. Pipes glowing cherry-red pass by. Steam hisses and billows. The lift clatters in a steady beat. Hypnotic.

Ripley removes her jacket and dons a battle harness directly over her T-shirt. Her hair is matted, and she glistens with sweat. Her eyes burn with a determination that holds the gut-panic in check.

The elevator descends. She checks her weapon. Attaches a BANDOLIER OF GRENADES to her harness. Primes the flamethrower. Checks the rifle's magazine. Racks the bolt, chambering the first round. She checks the MARKING FLARES jammed in the thigh pockets of her jump pants. She drops an unprimed grenade, trembling, forcing herself to be strong. We SEE she doesn't know doodley about grenades.

This is the most terrifying thing she has ever done. She begins to hyperventilate, soaking with sweat. Her fingers slick and slippery on the rifle. The elevator descends.

The lift motors whine, slowing. It hits bottom with a bump. The safety cage retracts. Slowly, expectantly, the doors open.

HER P.O.V. THROUGH the parting doors...an empty corridor. Dark, swirling with steam, a ruddy glow VISIBLE here and there. It seems to have been a descent into Dantean Hell. The air itself vibrates with heat distortion. Couplings groan. Machinery whines and throbs. Like the beating of a vast heart the pounding of massive pumps echoes through the station.

**INT. CORRIDOR**

171

Ripley moves out of the lift, knuckles white on the rifle. Her eyes dart, straining to penetrate the lethal gloom. Behind her we SEE a SECOND ELEVATOR next to hers, its lift cage somewhere on a higher floor. Ahead the corridor is encrusted with the alien excrement and not far down the bio-mechanoid catacomb begins. She enters the maze, darting glances at Hick's LOCATOR, taped to the top of her kludge weapon.

A VOICE echoes down the tunnels, calm and mechanical.

**VOICE**

Attention. Emergency. All  
personnel must evacuate  
immediately. You now have

fourteen minutes to reach  
minimum safe distance.

**INT. CATACOMB**

172

Range and direction read out in rapid-fire alpha-numeric  
on the locator display.

Ripley blinks sweat out of her eyes, moving through the  
swirling steam of the alien maze. She approaches an  
intersecting tunnel. Flashing emergency lights  
illuminate the insane fresco of the walls. She spins,  
firing the flamethrower. Nothing there. She whirls  
back. Moves forward, trembling and adrenalized.

Skeletal figures drown in the walls, frozen in macabre  
tormented positions like human insects in amber.  
Steam blasts, blinding her. The locator signal  
strengthens as she turns, crouches through a low  
passage, turns again. At each intersection she quickly  
lights a FIFTEEN-MINUTE MARKING FLARE and drops it.  
For the way back. She has to turn sideways, inching  
through a fissure between two walls of death...cocoon  
niches, human bas-relief sealed in resin.

SUDDENLY SOMETHING SHOOTS OUT, GRABBING HER! A hand.  
She recovers, then recognizes the face sealed in  
the wall. Carter Burke.

**BURKE**

Ripley...help me. I can feel  
it...inside. Oh, God...it's  
moving! Oh goood...

She looks at him. No one deserves this.

**RIPLEY**

Here.

She hands him a grenade, wrapping his fingers around  
the spoon, and pulls the primer. She moves on.

**VOICE**

You now have eleven minutes to  
reach minimum safe distance.

Ripley moves ahead. The locator signals shows she is  
almost there. A CONCUSSION rocks the place, like an  
earthquake, jarring her almost off her feet. Then  
another. The whole station seems to shudder. A SIREN  
begins to wail a demented rhythm. Following the tracker  
she turns a corner and stops. The RANGE INDICATOR READS  
ZERO. She looks down, horrified to see Newt's tracer  
bracelet lying on the floor of the tunnel. All hope  
recedes, disintegrating into mindless chaos.

**INT. EGG CHAMBER**

173

Newt is cocooned in a pillarlike structure at the edge of a cluster of upright OVOID SHAPES...alien eggs. Her eyelids flutter open and she becomes aware of her surroundings. The egg nearest her begins to move...opening like an obscene flower at its top to reveal something stirring within. Newt stares, transfixed by terror, as the jointed legs appear over the lip of the ovoid one by one. She **SCREAMS**.

**INT. CATACOMBS**

174

Ripley hears the scream and breaks into a run.

**INT. EGG CHAMBER**

175

Newt watches the face-hugger emerge and turn toward her. Ripley runs in just as it is tensing to leap, and FIRES, blasting it with a burst from the assault rifle. The flash illuminates the figure of an adult warrior, nearby. It spins, moving straight for Ripley. Firing from the hip she drills it with two controlled bursts which catapult it back. She steps toward it, FIRING AGAIN. Her expression is murderous. AND AGAIN. It spins onto its back. She unleashes the flamethrower and it vanishes in a fireball. Ripley runs to Newt and begins tearing at the fresh resinous cocoon material, freeing the child. She swings her up onto her back.

**NEWT**

(weakly)

I knew you'd come.

**RIPLEY**

Newt, I want you to hang on,  
now. Hang on tight.

Groggily Newt hooks her arms and legs through the belts of Ripley's battle harness as Ripley picks up her weapon. More warriors are moving toward her among the eggs. She fires the flamethrower. The eggs are engulfed. One of the warriors lunges forward, a living fireball. She blasts it in half with two bursts from the M-41A. Ripley retreats, ducking under a glistening cylindrical mass. A PIERCING SHRIEK fill the chamber. She turns. And there it is.

A massive silhouette in the mist, the ALIEN QUEEN glowers over her eggs like a great, glistening black insect-Buddha. What's bigger and meaner than the Alien? His momma. Her fanged head is an unimaginable horror. Her six limbs, the four arms and two powerful legs, are folded grotesquely over her distended abdomen. The egg-filled abdomen swells and swells into a great pulsing tubular sac, suspended

from a lattice of pipes and conduits by a weblike membrane as if some vast coil of intestine were draped carelessly among the machinery. Ripley realizes she ducked under part of it a moment before. Inside the abdominal sac can be SEEN the forms of countless eggs, churning their way toward the pulsating ovipositor where they emerge glistening, to be picked up by DRONES. The drones are tiny scuttling albino versions of the "warrior" aliens we have already seen.

Ripley pumps the slide on her grenade launcher. She fires. Pumps and fires again. Four times. The grenades punch deep into the egg sac and EXPLODE, ripping it open from within. Eggs are tons of gelatinous matter pour across the chamber floor. The Queen goes berserk, SCREECHING like some psychotic steam whistle. Ripley lays about her with the flamethrower, igniting everything in sight with an insane fury. Eggs shrivel in the inferno, and figures of warriors and drones vanish in frenzied thrashing. Over all is the Queen's shrieking as she struggles in the flames. Two warriors emerge from the boiling smoke, closing on her. She pulls the trigger...an empty click. DIGITAL COUNTER flashing crimson zeroes. She drops the magazine, grabs another from her belt, rams it home and OPENS UP.

The creatures vanish in rapid-fire flashes. Ripley backs away, venting her terror in a sustained orgy of fire as she blasts everything that moves in one long eye-searing expenditure of energy. Then she dashes into the catacombs, navigating by sheer primal instinct.

**INT. CATACOMBS**

176

Ripley runs, blindly, with panting intensity verging on hysteria. Impressions crash upon her...the maze blurring by, sirens howling, the station rocking with explosions, emergency lights flashing, steam blasting, red-hot steel hissing. Reality itself is reduced to a concussive series of strobeline instants of relentless forward motion.

She sees one of the flares she dropped and turns. Sees another, sprinting toward it as the foundations of the world shake.

**INT. EGG CHAMBER**

177

Lashing in a frenzy, the QUEEN DETACHES FROM THE EGG SAC, ripping away and dragging torn cartilage and tissue behind it. SEEN DIMLY THROUGH swirling smoke, it rises on its powerful legs and steps forward.

**INT. CATACOMBS - CORRIDOR**

178-  
179

Ripley uses the flamethrower ahead of her, firing bursts of pulse-rifle fire down side corridors at indistinct shapes and shadows. The weapon is empty when she reaches the freight elevators. A mass of debris, falling down the shaft from a higher level, has demolished the life cage she descended in. She slams the control for the other cage and hears the sound of the LIFT MOTOR'S WHINE as it begins its slow descent from several levels up. AN ENRAGED SCREECH ECHOES in the corridor. Ripley sees a silhouette moving in the smoke...a glistening black shape which FILLS THE CORRIDOR TO THE CEILING...THE QUEEN. Her last cartridge is reading zeroes. The flamethrower sputters uselessly when she tries that. The grenades are gone. Ripley drops the weapon and looks up the shaft to the descending lift...then at the approaching FIGURE. The elevator won't be in time. She runs to a ladder set in the wall as a horrendous screech beats in her ears. She scrambles up the rungs.

**INT. SECOND LEVEL**

180

Ripley struggles up through a narrow hatch, Newt clinging to her. She dives aside as a POWERFUL BLACK ARM shoots up through the opening, its razor claws slamming into the grille-floor inches from her. Looking down through the grille she sees the great horrifying jaws directly below her, wet and leering. She scrambles up, running, as the grille-floor lifts and buckles behind her with the titanic force of the creature below. It hurls itself with insane ferocity against the metal, pacing her from below as she runs.

**INT. STAIRWELL**

181

Ripley reaches an open-grid emergency stairwell and sprints upward. It rocks and shudders with the station's death throes.

**VOICE**

You now have two minutes  
to reach minimum safe  
distance.

**INT. CORRIDOR - ELEVATORS**

182-  
183

The lift reaches bottom, the doors rolling open. The Queen turns and freezes, as if contemplating the open lift cage.

**INT. STAIRWELL**

184

Ripley stumbles, smashing her knees against the

metals stairs. As she rises she hears the LIFT MOTORS start up. Looking down through the lattice work of the station she sees the life cage start ominously upward. She knows there is only one explanation for that. She runs on, the stairwell becoming a crazy whirl around her.

**EXT. LANDING PLATFORM**

185

Ripley, with Newt still clinging to her, slams through the door opening onto the platform. Through wind-whipped streamers of smoke she sees...THE SHIP IS GONE.

**RIPLEY**

**BISHOP!**

Her shouts become inarticulate screams of hatred, outrage at the final betrayal. She scans the sky. Nothing.

**RIPLEY**

(hysterical)

**BISHOP!**

Newt is sobbing.

The lift rises ponderously INTO VIEW. Ripley turns, backing away from the doors toward the railing. There is no place to run to on the platform. EXPLOSIONS detonate in the complex far below and huge fireballs swell upward through the machinery. The platform bucks wildly. Nearby a cooling tower collapses with a THUNDEROUS ROAR and the SHRIEK OF RENDING STEEL. More EXPLOSIONS, one after another, rocketing up from below. Ripley stares transfixed as the lift stops. The safety cage parts.

**RIPLEY**

(to Newt; low)

Close your eyes, baby.

The lift doors begin to open. A glimpse of the apparition within.

ANGLE ON RIPLEY AND NEWT as the drop-ship RISES RIGHT BEHIND THEM, its hovering jets roaring.

**VOICE**

You now have thirty seconds to reach...

Ripley leaps for the loading boom projecting down from the cargo bay and it raises them into the ship. A TREMENDOUS EXPLOSION RIPS THROUGH THE COMPLEX nearby, slamming the ship sideways. Its extended landing legs foul in a tangle of conduit, grinding with a hideous

squeal of metal on metal.

**INT./EXT. DROP-SHIP - STATION**

**186-  
187**

Ripley leaps into a seat with Newt, cradling her. Begins strapping in. Bishop wrestles with the controls. The landing legs retract, ripping free. Ripley slams her seat harness latches home.

**RIPLEY**

Punch it, Bishop!

The entire lower level of the station disappears in a fireball. The air vibrates with intense heat waves and concussion. The drop-ship engines fire. Ripley is slammed back in her seat. The ship vaults out and up, Bishop standing it on its tail, pouring on the gees. Ripley and Newt see everything shake into a blur.

**EXT. STRATOSPHERE**

**188**

The drop-ship lunges up and out of the cloud layer into the clear high night. Below, the clouds light up from beneath from horizon to horizon.

A SUN HOT DOME OF ENERGY bursts up through the cloud layer, WHITING OUT THE FRAME. The tiny ship is slammed by the shockwave, tossed forward...and climbs, scorched but functioning, toward the stars.

**INT. DROP-SHIP**

**189**

Ripley and Newt watch the blinding glare fade away and they sit, wide-eyed, trembling, realizing they are finally and truly safe. Newt starts to cry quietly, and Ripley strokes her hair.

**RIPLEY**

It's okay, baby. We made it. It's over.

**INT. SULACO CARGO LOCK - IN ORBIT - LATER**

**190**

The scorched and battered ship once again sits in its drop-bay, steam blasting from cooling vents beside the engine. Rotating clearance lights sweep the dark chamber hypnotically.

**INT. DROP-SHIP**

**191**

Bishop stands behind Ripley as she kneels beside a comatose Hicks.

**BISHOP**

I gave him a shot, for the pain.  
We'll need to get a stretcher to

cart him up to medical.

Ripley nods and, picking up Newt, precedes Bishop down the aisle to the loading ramp.

**BISHOP**

I'm sorry if I gave you a scare  
but that platform was just becoming  
too unstable...

**INT. CARGO LOCK - DROP-SHIP**

**192**

Bishop continues as they move down the ramp.

**BISHOP**

I had to circle and hope things  
didn't get too rough to take you  
off.

Ripley turns to him, stopping partway down the ramp.  
She puts her hand on his shoulder.

**RIPLEY**

You did okay, Bishop.

**BISHOP**

Well, thanks, I --

He notices a tiny innocuous drop of liquid splash onto the ramp next to his shoe. SSSSSS. Acid. SOMETHING BURSTS FROM HIS CHEST, spraying Ripley with milklike android blood. It is the razor-sharp scorpion TAIL of the alien QUEEN. Driven right through him from behind. Bishop thrashes, seizing the protruding section of tail in his hands, as is slowly lifts him off the deck. Above them the Queen glowers from its place of concealment among the hydraulic mechanisms inside one landing-leg bay. It blends perfectly with the machinery until it begins to emerge. Seizing Bishop in two great hands it rips him apart and flings him aside, shredded, like a doll. It descends slowly to the deck, the rotating lights glistening across its shiny black limbs, dripping acid and rage. Still smoking where Ripley half-fried it. The Queen is huge, powerful...and very pissed off. It descends slowly, its six limbs unfolding in inhuman geometries.

Ripley moves with nightmarish slowness herself, staring hypnotized...terrified to break and run. She lowers Newt to the deck, never taking her eyes off the creature.

**RIPLEY**

(to Newt)

Go!

Newt runs for cover. The Alien drops to the deck, pivoting toward the motion. Ripley waves her arms, decoying.

**RIPLEY**

Here!

Without warning it moves like lightning, straight at her. Ripley spins, sprinting, as the creature leaps for her. Its feet slam, echoing, on the deck behind her. She clears a door. Hits the switch. It WHIRRS closed. BOOM. The Alien hits a moment later.

**INT. DARK CHAMBER**

**193**

Ripley moves ferret-quick among dark, unrecognizable machines.

VARIOUS ANGLES VERY TIGHT ON what she is doing...her feet going into stirruplike mechanisms. Velcro straps fastened over them. Fingers stabbing buttons in a sequence. Her hand closing on a complex grip-control. The HUM of powerful motors. The WHINE of hydraulics.

**INT. CARGO LOCK**

**194**

The Queen turns its attention from the doors to Newt as the little girl crawls into a system of trenchlike service channels which cross the deck. The channels are covered by steel grillework and barely big enough for her to crawl through.

**INT. CHANNEL**

**195**

Newt scurries like a rabbit as the looming figure of the Alien appears above, seen through the bars. A section of grille is ripped away behind her. She scrambles desperately. Another section is ripped away right at her heels. Light pouring in. The next will be right above her.

**INT. CARGO LOCK**

**196**

The Queen spins at the sound of door motors behind her. The parting doors REVEAL an inhuman silhouette standing there.

Ripley steps out, WEARING TWO TONS OF HARDENED STEEL. THE POWER LOADER. Like medieval armor with the power of a bulldozer. She takes a step...the massive foot CRASH-CLANGS to the deck. She takes another, advancing.

Ripley's expression is one you hope you'll never see... Hell hath no fury like that of a mother protecting her child and that primal, murderous rage surges through her now, banishing all fear.

**RIPLEY**

Get away from her, you bitch!

The Queen SCREECHES pure lethality and leaps.

WALLOP! A roundhouse from one great hydraulic arm catches it on its hideous skull and slams it into a wall. It rebounds into a massive backhand. CRASH! It goes backward into heavy loading equipment.

**RIPLEY**

(screaming)

Come on!

The Queen emerges as a blur of rage, lashing with unbelievable fury. The battle is joined.

Claws swipe, tail lashes. Ripley parries with radical swipes of the steel forks. They circle in a whirling blur, demolishing everything in their path. The cavernous chamber echoes with nightmarish sounds...WHINE, CRASH, **CLANG, SCREECH.**

They lock in a death embrace. Ripley closes the forks, crushing two of the creature's limbs. It lashes and writhes with incredible fury, coming within inches of her exposed body. She lifts it off the ground. The hind legs rip at her, slamming against the safety cage, denting it in. The striking teeth extend almost a meter from inside its fanged maw, shooting between the crash-bars. She ducks and the teeth slam into the seat cushion behind her dead in a spray of drool. Yellow acid foams down the hydraulic arms toward her. The creature rips at high-pressure hoses. Purple hydraulic fluid sprays...machine blood mixing with alien blood. They topple, off balance. The Queen pins her. Ripley hits a switch. The power loader's CUTTING TORCH flares on, directly in the thing's face. They roll together, over the lip of a RECTANGULAR PIT, A VERTICAL LOADING AIRLOCK.

**INT. LOADING LOCK**

**197**

They crash together four meters below, twisted in the loader's wreckage. The Alien shrieks, pinned.

Ripley pulls her arm out of the controls of the loader and claws toward a panel of airlock actuating buttons. She slaps the red "INNER DOOR OVERRIDE" and latches the "HOLD" locking-key down. A KLAXON begins to sound. She hits "OUTER DOOR OPEN" and there is a hurricane shriek of air as the doors on which they are lying separate, REVEALING the infinite pit of stars, below.

All this time the Alien has been lashing at her in a frenzy and she has been parrying desperately in the confined space. The airlock becomes a wind tunnel, blasting and buffeting her as she struggles to unstrap from the loader. The air of the vast ship howls past her into space as she claws her way up a service ladder.

**INT. CARGO BAY**

**198**

Newt screams as the hurricane airstream sucks her across the floor toward the airlock. Bishop, torn virtually in two, his pastalike internal organs whipped by the wind, grips a stanchion and reaches desperately for Newt as she slides past him. He catches her arm and hangs on as she dangles, doll-like, in the airblast.

**INT. LOADING LOCK**

**199**

The Alien seizes Ripley's ankle. She locks her arms around a ladder rung, feels them almost torn out of their shoulder sockets.

The door opens farther, all of space yawning below. The loader tumbles clear, falling away. It drags the Alien, still clutching one of Ripley's lucky hi-tops, into the depths of space. Its SHRIEK fades, it gone.

With all her strength Ripley fights the blasting air, crawling over the lip of the inner doorway. She releases the OVERRIDE from a second panel. The inner doors close. The turbulent air eddies and settles.

She lies on her back, drained of all strength. Gasping for breath. Weakly she turns her head, seeing Bishop still holding Newt by the arm. Encrusted with his own vanilla milkshake blood. Bishop gives her a small, grim smile.

**BISHOP**

Not bad for a human.

He winks.

Ripley crosses to Newt.

**NEWT**

(weakly)

Mommy...Mommy?

**RIPLEY**

Right here, baby. Right here.

Ripley hugs her desperately.

**INT. CORRIDOR**

**200**

Ripley limps along the corridor, carrying Newt on her hip. The ship's systems hum comfortingly. Newt's head rests on her shoulder.

**NEWT**

Are we going to sleep now?

**RIPLEY**

That's right.

**NEWT**

Can we dream?

**RIPLEY**

Yes, honey. I think we both can.

HOLD ON THEM AS they recede down the long straight  
corridor.

**FADE OUT**

**THE END**