" Max " is the eighteenth episode of the fourth season of the American science fiction television series The X @-@ Files . It premiered on the Fox network on March 23 , 1997 . It was directed by Kim Manners , and written by Frank Spotnitz and series creator Chris Carter . " Max " featured guest appearances by Joe Spano , Tom O 'Brien and Scott Bellis , and saw the final appearance of Brendan Beiser as special agent Pendrell . The episode helped to explore the overarching mythology , or fictional history of The X @-@ Files . " Max " earned a Nielsen household rating of 11 @.@ 6 , being watched by 18 @.@ 34 million people in its initial broadcast . The episode received mixed to positive reviews from critics .

The show centers on FBI special agents Fox Mulder (David Duchovny) and Dana Scully (Gillian Anderson) who work on cases linked to the paranormal , called X @-@ Files . Following the airplane crash that killed alien abductee Max Fenig , Mulder is pursued by an assassin looking to recover an alien artifact . " Max " is a two @-@ part episode , with the plot continuing from the previous episode , " Tempus Fugit " .

Manners praised the large cast of extras used during production , concluding that they were the best he had worked with . " Max " featured scenes filmed at Vancouver International Airport and in a studio water tank , as well as using the custom @-@ built Boeing 737 set constructed for " Tempus Fugit " . Dialogue in the episode was inspired by the 1949 film The Third Man .

= = Plot = =

= = = Background = = =

Max Fenig (Scott Bellis) , a Mutual UFO Network member , has been repeatedly abducted by aliens throughout his life . After meeting with FBI agent Fox Mulder (David Duchovny) , Fenig was abducted once again , and thought to have been lost entirely . Several years later , Fenig is found dead amongst the victims of an airplane crash . Investigating the disaster , Mulder and his partner Dana Scully (Gillian Anderson) learn that the airplane crashed after being intercepted by a military jet ? and possibly by an alien spacecraft . Mulder 's search for evidence of such a craft leads to him diving to the bottom of Great Sacandaga Lake to find it ; while Scully is ambushed by an assassin seeking to kill a military witness , leading to her colleague Pendrell (Brendan Beiser) being shot .

= = = Events = = =

Mulder is caught by a group of commandos after swimming to shore . In Washington , Scully tends to the critically wounded Pendrell while Man in Black Garrett escapes . Assistant Director Walter Skinner (Mitch Pileggi) arrives shortly afterwards and tells Scully that the orders to protect Frish have been countermanded and he is being arrested for providing false testimony . Scully releases Mulder from confinement and tells him the " official " explanation for the crash , that Frish and Gonzales caused the crash by mistakenly vectoring a military fighter craft with the plane , and that Frish has been lying to cover it up . Mulder is skeptical of this latest explanation and thinks the crashed UFO he found underwater is really what was involved in the crash . Scully tells Mulder that Sharon is not really Max 's sister , but rather an unemployed aeronautical engineer who met Max in a mental institution . She also tells him that Agent Pendrell died from his wounds .

Mulder and Scully visit Max 's trailer , and watch a tape of him where he talks about finding proof of alien existence . The military recovers the crashed UFO from the lake , including the alien body . The agents visit Millar , whose investigation has been unable to prove or disprove the military 's cover story . Mulder tells Millar what he believed really happened . Mulder believes that Max boarded the plane with proof of alien life and that a UFO stopped the plane , abducting him . A military aircraft intercepted the two however , with orders to attack the UFO . While Max was being returned , the military aircraft struck , causing both the UFO and plane to crash .

Mulder visits Max 's trailer again and looks through his mail , finding a luggage claim ticket . Scully visits Sharon , now in a mental institution , who tells Scully that she stole technology from her employer that Max believed was alien . The device was in three parts , one which she had , one that he brought on the plane and a third one . Mulder uses the claim ticket to obtain the third device at a New York airport and heads on a plane to return to Washington . Garrett , who is also aboard , sits next to him . Mulder soon realizes who Garrett is and holds him at gunpoint . Garrett does not care , telling Mulder that if he shoots him the plane will depressurize and he will be able to escape with a parachute he has with him . Mulder imprisons Garrett in the airplane bathroom but Garrett soon emerges with a zip gun and orders him to hand over the device . Suddenly the plane starts shaking and bright lights shine in through the windows . When the plane touches down and Mulder gets out both Garrett and the device are gone and Mulder is missing nine minutes , having no memory of what happened . The agents visit Sharon one last time in Max 's trailer and say goodbye .

= = Production = =

The writers decided to kill off agent Pendrell in this episode . Actor Brendan Beiser portrayed the character in eight other episodes , first appearing in the third season episode " Nisei " . Val Steffof , the assistant director of the filming crew , wanted a part , telling director Kim Manners " you know , I can act " ; this led to Steffof being cast as a bartender . The song " Unmarked Helicopters " by Soul Coughing can be heard playing in Max Fenig 's trailer ; the song also appeared on the 1996 compilation album Songs in the Key of X : Music from and Inspired by the X @-@ Files .

The very first scene was shot in a small tank across the street from North Shore Studios in Vancouver . Wide @-@ angle lenses were used to film the scene as the actors did not actually have much room for swimming . This made it look like the actors are actually covering some ground , while in reality they only swam 10 to 12 feet (3 @.@ 0 to 3 @.@ 7 m) . On the set of the following scene in which Fox Mulder reaches the shore , it was raining and very cold . Manners commented that the acting crew was more tired than usual because of it ? during filming , Duchovny struggled to run from the actors playing his pursuers , but had previously been able to run from two horses when filming the episode " Tunguska " .

It took several days to film the alien abduction scene . Internal shots of the airplane 's cockpit were filmed in a real flight simulator , separate from the airplane set used for the rest of the interior shots . The exterior scenes were filmed at Vancouver International Airport . Executive producer John Shiban was asked to write a speech for Garrett in the scene in which Mulder encounters him on the airplane . Inspired by a speech given by Orson Welles in The Third Man , Shiban wrote the monologue as an homage to the film . The scenes of the airplane 's final airborne moments included eighty extras who Manners felt were " eighty of the best extras I 've ever worked with in my life " . Several extras were as young as four years old , leading series creator Chris Carter to note that the scene would benefit from showing younger children , though these were represented by dolls as a safety precaution .

The beam of light seen shining from beneath the UFO in the episode was achieved by compositing several shots together, with elements including a crane carrying a spotlight? borrowed from the Canadian Coast Guard? and the spray from an aerosol combined to create the final shot.

= = Broadcast and reception = =

"Max " premiered on the Fox network on March 23, 1997, and was first broadcast in the United Kingdom on BBC Two on January 21, 1998. The episode earned a Nielsen household rating of 11 @.@ 6 with an 18 share, meaning that roughly 11 @.@ 6 percent of all television @-@ equipped households, and 18 percent of households watching television, were tuned in to the episode. A total of 18 @.@ 34 million viewers watched this episode during its original airing.

The episode received mixed to positive reviews from critics. Todd VanDerWerff, writing for The A.V. Club, rated " Max " an A?. VanDerWerff was unconvinced that the episode, along with " Tempus Fugit ", merited being stretched over two parts; however, he felt that the character of

Fenig was " a simultaneous paean to the many , many lives lost in this fictional war and a very real story about someone who could very well live on the edges of our society , driven mad by visions that are only real to himself , visions the rest of us would immediately disregard as unbelievable and surreal " . Paula Vitaris , writing for Cinefantastique , rated " Max " one @-@ and @-@ a @-@ half stars out of four . Vitaris praised the episode 's visual effects ; however , she felt that the two parts of the story would have better served as " a taut one @-@ hour episode " . Vitaris also felt that the episode 's final act , featuring Mulder on an airplane , saw Mulder uncharacteristically putting civilians at risk and was an example of " out and out bad writing " . Robert Shearman and Lars Pearson , in their book Wanting to Believe : A Critical Guide to The X @-@ Files , Millennium & The Lone Gunmen , rated the episode four stars out of five , describing it as " tighty , satisfying , witty and touching " . Shearman noted that the second half of two @-@ part episodes in the series tended to " drop the ball " , but felt that the story arc of " Tempus Fugit " and " Max " was " very solid " , calling them " the most satisfying " event " multiparter that The X @-@ Files has ever done " .