

"A L I A S"
Pilot

ACT ONE

SUDDENLY: A WILD, MOTION-BLURRED GRAPHIC OPENING SEQUENCE -- HARD-HITTING, PULSATING ELECTRONIC SCORE. AND ONE WORD: ALIAS.

THEN, JUST AS SUDDENLY, THE SCREEN GOES BLACK -- AND WE HEAR:

A rapid, erratic HEARTBEAT. Instinctively we react to this. The scariest sound in the world. It's the sound of fear.

CLOSE-UP of a WOMAN'S FACE In SLOW MOTION -- she's scared to death, eyes wide, looking right at us. Her DYED RED HAIR an ethereal aura because she's underwater -- being held underwater.

We study the fear in her eyes -- more than fear, actually, it's shock. Shock at the certainty that she's about to die.

This is SYDNEY BRISTOW, 26, and unless things turn around real soon, the world's about to lose a hero.

Then a MUFFLED SOUND can be HEARD. MEN, YELLING. Not English. Then a RUSH of SOUND -- like an approaching ROAR - and we RAMP to REGULAR MOTION and the WAVE OF SOUND COMES TO A CRESCENDO as Sydney's head is PULLED out of the water, to find we're in:

INT. JANITORIAL ROOM - NIGHT

A dark room -- this is all shot LONG LENS -- it's hard at first to tell where we are, what's happening -- but one thing's for sure:

Sydney is GASPING FOR AIR, desperate for life -- a GUARD holding her tightly by her hair -- he's one of two men that are here.

They're GUARDS -- Taiwanese -- and they're angry and scary as hell, as the one holding her YANKS HER BACK into a metal chair, her chest heaving, eyes closed tight --

The other Guard YELLS at her in MANDARIN, close to her face. There are NO SUBTITLES.

As he yells, the other Guard punctuates the tirade with his own abusive demands -- their yelling OVERLAPPING -- then the Guard holding her THROWS HER TO THE CEMENT FLOOR.

And we can see where we are now. A janitorial supply room - mops, brooms, chemicals -- all labels in Chinese and Taiwanese -- chipped paint on the walls and a deep metal SINK, currently being used to torture an American woman.

On the cold floor, Sydney, dressed in tight black clothes (black jeans, black long-sleeve turtleneck, black boots), looks for all the world like a cat burglar. She gasps for air, just trying to recover --

When one of the Guards grabs her hair again -- demands in Mandarin --

And then Sydney responds -- also in Mandarin. What's most surprising is not how well she speaks -- as fluent as a native of the country -- it's that despite her panic, she gives her non-subtitled explanation with absolute bravery and confidence.

And they don't buy a word of it. The Guard drags her by her hair -- we TRACK with her on the floor and she's thrown back into the chair -- the Guard SLAPS HER FACE HARD --

CLOSE ON Sydney as she winces in pain from the impact, face red --

-- then the SOUND of KEYS -- at the door -- and she looks up, the door UNLOCKING -- her eyes trained on the door, her mind racing -- who could that be?! And then, finally, something peculiar happens:

A harmless-looking Caucasian OLD MAN enters... and it just takes a beat to realize that we're now in:

INT. CLASSROOM - DAY

-- a large university classroom. Wood, brick, stone -- a warm, wonderful place. Sunlight pours into the atmosphere thick room through giant windows, tops of palm trees peeking over the sills.

There are a hundred desk-chairs here, only a dozen still occupied by GRAD STUDENTS, all final-proofing their blue book tests.

Is this a flashback? A flash-forward? All answers in time. But meanwhile...

As the Old Man (PROFESSOR MIZZY) walks past these students, they finally relinquish their exams to him.

Then Mizzy gets to the last student. A frantically writing, cozily-dressed SYDNEY BRISTOW. Her hair is LONGER now, in its NATURAL DARK COLOR. Mizzy stands there for a minute. Sydney knows he's there... but she needs to get this out...

MIZZY

Sydney. Time's up.

SYDNEY

(not looking up, writing fast,

(MORE)

SYDNEY (CONT'D)
 completely casual)
 Okay...

Sydney glances up at Mizzy, keeps writing.

SYDNEY (CONT'D)
 (finishing as she talks,
 purposely slowly)
 ... then... I'll... just... turn...
 in... my... little...
 (the last words)
 ... essay, thank you.

Mizzy takes the blue book and walks off. Sydney watches him go, unconsciously biting her lip -- dread washing over her face.

SYDNEY (V.O.) (CONT'D)
 So I'm pretty sure I got a "D."

EXT. LOS ANGELES UNIVERSITY CAMPUS - DAY

SYDNEY and DANNY, 28, walk across the campus lawn, backpacks slung over shoulders. Danny's in scrubs and long white coat, on hospital break. Handsome and low-key, he seems a bit preoccupied. Despite her current concern, Sydney walks with a real bounce in her step.

DANNY
 You didn't get a "D."

SYDNEY
 I think I got a "D," I think I got,
 like, a sixty... four maybe.

DANNY
 Syd, you've never gotten a "D."

SYDNEY
 Oh, I've gotten a "D."

DANNY
 When have you gotten--

SYDNEY
 High school. Home Ec.

DANNY
 (suddenly remembers)
 -- oh yeah, what'd you do?
 Embroider something on a T-shirt?

SYDNEY
 Sweatshirt. That was the
 assignment.

DANNY

It was obscene, right? About the teacher?

SYDNEY

That guy was a sexist pig, I deserved a scholarship for that--

DANNY

(stops, goes through his
backpack)
Wait, hold on a sec...

SYDNEY

-- this time, I deserve a "D." I didn't prepare, I didn't... have enough time.

DANNY

We've had this conversation -- quit the bank if the part-time thing isn't working--

SYDNEY

What are you doing?

DANNY

I can't go through double-shift again holding onto this.

He pulls out something she can't see. He gets on his knees. Then she drops to her knees. Smiles at him, touched.

SYDNEY

Did you get the Dave Matthews tickets?

DANNY

(tries to remain calm)
Will you stand up, please? I'm trying to do something here.

She stands, confused. He looks up at her for a long beat.

DANNY (CONT'D)

I was gonna wait... do it this weekend, but, uh...

SYDNEY

(it slowly dawning on her)
... Danny, what's going on...?

DANNY

Just remember our first date. The bowling alley. The bald guy.

SYDNEY
 (shocked)
 ... oh my God...

Then, embracing the insanity of the moment but committing to the act fully, Danny begins LOUDLY SINGING, "Build Me Up, Buttercup" to Sydney, right there, in the middle of the campus green, at the top of his lungs.

Sydney, tears welling in her eyes, LAUGHS, loving him so much -- and we love him too now, how can we not?

Passing Students can't help but look. Some confused, others getting it and loving it, too. BELLS start ringing across the campus as Danny finishes the chorus...

DANNY
 "... don't break my heart...!"
 (beat; to the BELLS)
 Shut up!

... and he holds out an open RING BOX. It's a modest, antique ring. Sydney's practically crying, as Danny says, quietly, sweetly:

DANNY (CONT'D)
 I can't tell you how much I hope
 you'll marry me.
 (beat)
 Despite what I just did.

And she's looking at him, a tear streaks down her cheek -- she's sort of stunned and thrilled and nervous for reasons we couldn't possibly understand yet. We PUSH IN on her concern... he looks up at her, waiting. Finally, worry starts to wash across his face:

And she drops to her knees and says, simply:

SYDNEY
 Yes.

And they hug. Then they kiss. First we're CLOSE ON him, holding her tight, relieved and overjoyed. Then we're TIGHT ON HER... embracing him.

DANNY
 I love you...

And we pull back as the embrace ends, and we realize we're:

EXT. SYDNEY'S APARTMENT - DAY

Standing on her front landing, Sydney's embracing FRANCIE, 26, her best friend. Sydney's now wearing the pants and shirt of a sophisticated but understated dark suit. We understand her comforting now: Francie's in tears.

FRANCIE

I know, I cry at every damn thing--
lemme look at this thing again.

(re: the ring)

Oh, honey.

SYDNEY

(beams at ring)

I know...

Sydney laughs -- they both do -- and we PULL BACK TO REVEAL
Sydney's craftsman house as the two friends, giddy, embrace.

SYDNEY (CONT'D)

I'm getting married...

INT. SYDNEY'S APARTMENT - KITCHEN - DAY

A cozy, warm place. Sydney's making tea.

FRANCIE

God bless you. D'you tell Will yet?

SYDNEY

(sits at table)

I'm meeting him at the track after
the bank, if you wanna come.

FRANCIE

(moves to the fridge)

No thanks, I've got three hundred
orthopedic surgeons to feed
tonight. And also no desire to
exercise -- what about your dad?

Francie moves to the table, with something from the fridge.

SYDNEY

I haven't called him.

(beat)

I don't want him to ruin this.

FRANCIE

(beat)

Well good.

SYDNEY

Not this, you know?

FRANCIE

I think you're right. You call him,
he'll just find some way to let you
down.

SYDNEY

(beat, looking off)

... I know.

A beat on Francie, knowing how hard this must be:

FRANCIE
... your mom would be so happy for
you...

SYDNEY
(smiles at her)
She would.
(beat)
Maybe I should call my dad, he is
my dad...

FRANCIE
You are schizophrenic-- just remind
yourself: unless you're talking
about importing airplane parts,
that man's got nothing to say. Let
him find out when he gets the
invitation.

SYDNEY
It's exporting airplane parts. And
he already knows.
(beat, off Francie's look)
Danny called him. To ask
permission. Francie just stops.

FRANCIE
Danny called your dad? Your dad?

SYDNEY
(casual)
Uh-huh.

FRANCIE
(freaked for a moment,
borderline disgusted)
... and... how did that go?

Sydney looks at her for a moment, then smiles a quick "what
do you think?" smile.

INT. LOS ANGELES UNIVERSITY HOSPITAL - DAY

PUSH IN ON Danny, at a pay phone, receiver to his ear, tense.
We HEAR a RINGING...

MAN'S VOICE (V.O.)
(on phone, brusque)
Yeah.

DANNY
Mr. Bristow?

INTERCUT WITH:

INT. JACK BRISTOW'S OFFICE - DAY

The sort of plain-wrapper office that denies the visitor any indication as to the personality of its occupant. And there, on the phone, is dark-suited JACK BRISTOW, 50. Physically, one word comes to mind: ordinary. A beat as he tries to place the voice.

JACK

... yes?

DANNY

Hi, it's Danny Hecht, Sydney's boyfriend--

JACK

(with some concern)

Is Sydney all right?

DANNY

Oh, yeah, she's great. Nothing to worry about. Well, unless-- anyway, I'm calling because I, uh... I'm planning on asking Sydney to marry me. And I was hoping to get your... approval.

Jack takes a beat. Isn't amused. Isn't anything, it seems. Even alone, this guy's guarded as hell. Finally:

JACK

Danny, let me ask you a question.

DANNY

... sure.

JACK

How well do you know my daughter?

DANNY

(thrown for a beat)

Uh, we've been dating for two years.

JACK

Because if you feel the need to ask me about this scenario, I have a sense you don't know Sydney at all.

DANNY

Sir, I love your daughter and I want to marry her, that's why I'm calling.

JACK

First of all, Danny, the truth is, this is just a courtesy call.

(MORE)

JACK (CONT'D)

Like when you say to your neighbor,
"We're having a loud party on
Saturday night, if that's all right
with you." What you really mean is,
"We're having a loud party on
Saturday night."

DANNY

Mr. Bristow--

JACK

Sydney doesn't give a damn what my
opinion is. What interests me is
that you do.

DANNY

It's just... a custom to call the
father, that's all this is--

JACK

Well then I'll tell you what. I may
become your father-in-law, and
that's just fine. But I will not be
used as part of a charming little
anecdote you tell your friends at
cocktail parties so they can see
what a quaint, old fashioned guy
Danny really is.

(beat)

Are we clear?

DANNY

(hating him)

... yessir.

JACK

Good. Then welcome to the family.

Jack hangs up. And we're ON DANNY, who's just poleaxed...

OMIT

EXT. DOWNTOWN LOS ANGELES - DAY

We MOVE ACROSS a downtown L.A. street with a now dark suited
Sydney as she heads for work. MUSIC PLAYS -- a reprise from
the opening sequence -- as she crosses the street, heading
for the CREDIT DAUPHINE building.

INT. CREDIT DAUPHINE - LOBBY - DAY

The building lobby. Crowded with Workers. We see a bank of
elevators, people getting on and off. Sydney enters frame, we
TRACK with her. She arrives at an elevator marked "EXECUTIVE
ELEVATOR."

CLOSE-UP on a "call button" -- but where a typical button would be, instead there's a lock. Sydney inserts a round key and turns it.

The elevator opens. Inside sits KENNY, a black suit wearing guard. Sydney gets in:

SYDNEY

Hi.

KENNY

(friendly)

You're in late...

And as the doors start to close, a MESSENGER enters at the last moment, with a clipboard and manila envelope.

KENNY (CONT'D)

Sorry, executive elevator.

MESSENGER

Come on, man, drop me off at twelve.

Kenny -- with a definite sense of humor -- just pulls back his jacket, revealing a holstered gun.

MESSENGER (CONT'D)

Damn...

The Messenger leaves. The doors close, Sydney smiling.

INT. ELEVATOR - DAY

As they head down:

SYDNEY

Zachery feeling better?

KENNY

Much, yeah, thanks...

And we're MOVING DOWN, revealing that behind her back, Sydney is REMOVING HER ENGAGEMENT RING.

INT. TRANSITION ROOM - DAY

The elevator doors open. It's a rectangular, white room. A deep, underground WHIR SOUND permeates the place. Elevator door on the left, a large, handle-less door on the right. There are lenses on the walls, security bubbles on the ceiling... and in the center of the floor, a red dotted line circle, twelve feet in diameter.

Sydney moves to the center of the circle, just stands there. The elevator doors close, with a "DING."

Suddenly, the WHIR SOUND is gone -- and with a powerful, mechanical CLANG, the room goes from WHITE to RED -- and with a crackling electrical SOUND, a LASER SCAN wipes from ceiling to floor, in two seconds.

Another CLANG -- then the SOUND like a giant FLASH RECHARGING -- and the room goes back to WHITE. That's when the handleless door OPENS -- revealing it to be an 18-inch thick safe door.

Sydney enters...

INT. AGENCY TASKING OFFICE - DAY

A bi-level underground bunker, fitted with the latest modular office furniture. Thousands of cables descend from the ceiling to the desks: information being fed to the phone headset-wearing AGENTS who stare intently at their flat-screens, gathering, retrieving, deciphering, and analyzing data.

Although people personalize what they wear with a colorful shirt or necktie, the dress code here is dark suits.

It's a very monochromatic place. A marked contrast to the colorful warmth of Sydney's "civilian" life.

On the second level, Sydney walks swiftly down the cubicle alleys, arriving at AGENT DIXON's desk. He's 45, currently talking into his headset, ending an endless call in perfect Hebrew:

DIXON
(in Hebrew)
-- fine, like I said, call me at
this number when you return from
Kufrinjah, we'll set up a meeting
with Jibril. Goodbye.
(rips off headset, then,
in
English to Sydney)
God, I hate this.

SYDNEY
(glancing at paperwork on
Dixon's desk)
I was just saying, if only Ramadan
Abadallah Shallah were still
teaching in Tampa.

DIXON
Not my casework -- these new
headsets, keeps pinching my ear.

SYDNEY
Give it to me.

Sydney swipes his headset, and the scissors off his desk, and as she SNIPS OFF a section of the ear clip wire:

SYDNEY (CONT'D)
Any word from Declan?

DIXON
Not since Teheran. I keep telling myself he's just fine-- you know he's done this before. Disappeared for days like this--
(suddenly, smiling suspicious)
-- what's going on with you?

SYDNEY
Nothing, what?

DIXON
You're like... you've got like a glow...

SYDNEY
(beat, glowing)
I don't have a glow.

DIXON
(pointing at her, smiling)
Yeah, look at that...

SYDNEY
(hands him repaired headset)
Here. Come on, Sloane's waiting.
(heads off)
There's no glow.

As he tries on the headset, he asks the AGENT at an adjacent desk:

DIXON
Is she glowing?

AGENT
Big time.

DIXON
(calling to Sydney)
You hear that?
(then, re: headset, liking it)
Hey! Yes, better, good...

INT. AGENCY DEBRIEFING ROOM - DAY

MUSIC STOPS AS WE DOLLY AROUND the conference table in the darkened room as Sydney and Dixon are addressed by branch director ARVIN SLOANE. Another dark suit.

There's a 10 inch LCD monitor at each table station: currently a black and white MUG SHOT of a 40-ish, ragged-looking MAN is displayed on them. There are also wall monitors displaying news broadcasts, live graphs, tickers...

The fourth guy sitting here is MARSHALL. He's a mess. Scraggly facial hair and a mullet cut. He wears a vest over an old black Motley Crue T-shirt, rounded by his pot belly. He just sits there, checked out.

SLOANE

Oskar Muller was killed last month. He was riding a moped through Berlin, hit by an ambulance, of all things. We'd had our eyes on this guy for a while, he fancied himself a modern-day alchemist, his was recorded as one of the highest IQs on the planet.

DIXON

Then again he was riding a moped.

Sloane advances to the next few images: POLICE PHOTOS of a ransacked apartment.

SLOANE

Between the multi-nationals, there was a frenzy to recover Muller's notebooks and experiments. None were found, at least not by the West.

The next image: a SATELLITE PHOTO of a Taipei government building.

SLOANE (CONT'D)

Cultural Affairs building in Taipei. Hsincheng North Road, section two. This building is also an FTL cover station. We received word two weeks ago that one of Muller's plans surfaced here.

SYDNEY

Who's the mole?

SLOANE

Antonio Quintero. This was his last transmission.

Next image: it's a black and white low-res photo of a hand drawn construction plan -- on parchment, in ink. A plan to build a wild-looking, da Vinci-style machine -- if da Vinci had skipped through M.I.T. The writing on the plan is wildly foreign.

SLOANE (CONT'D)

Uplink was on the fifteenth. There was a brush pass scheduled for Tuesday. Quintero didn't show.

SYDNEY

(re: image)

What is that, hieratic?

SLOANE

Demotic. Taking notes in ancient languages was just one of Muller's quirks, apparently he had a few.

DIXON

So Quintero's been burned?

SLOANE

We don't know.

Sloane hands Sydney and Dixon string-tied ENVELOPES. As they open them, pulling out passports and IDs:

SLOANE (CONT'D)

The Cultural Ambassador is throwing a reception at the building's annex next Tuesday. You're flying to Taiwan on Monday, you're employed by Modira Plastics.

DIXON

(reading red-paper
document)

... looking for a new manufacturing plant...

SLOANE

Based on Quintero's notes, you'll case the building's east wing: measurements, lock specs, I/O, the whole nine. Locate the lab where Muller's plans are being held and come home. That's all, no retrieval, we can't risk it.

Sloane nods to Marshall, who comes to life. Relatively speaking. He's sort of an idiot savant. A brain fried from years of severe drug use.

MARSHALL

How's everyone? Uh... the first thing I have here is...

Marshall pulls out a small Ziploc bag from a pants pocket containing a cigarette lighter.

MARSHALL (CONT'D)

It looks like a lighter, but you know what?

(flicks it open)

No. No lighter, it's an RF scrambler. Disrupts any video signal for a four hundred and twenty yard radius. If I hit this thing right now, the whole block would be like in a complete panic-- what the hell--

He hits the switch -- all monitors GO SCRAMBLED -- the monitors against the walls, even the ones in different offices; the Agents there react.

MARSHALL (CONT'D)

Everyone's like, freaking out right now. I had to use a twenty volt cell, so you only get four minutes a charge, so don't take longer than that. Four minutes and two seconds? You're screwed.

He pulls out another bag with a LIPSTICK in it.

MARSHALL (CONT'D)

This is insane, what I did with this: don't break it. It takes pictures, plus -- and this, I can't even believe this -- it measures space in three axes from one vantage point, assembles the images based on GPS and creates a centimeter-accurate blueprint of any building.

He removes the cap, twists it, revealing two tiny LENSES.

MARSHALL (CONT'D)

In here you got a camera, short-pulse laser and grid analyzer. I got it up to forty-two snaps, but before you leave I'm gonna try to get it to forty seven, 'cause that's a prime number.

SLOANE

This might seem like simple reconnaissance, but until we know what happened to Quintero, we need to assume the enemy's in waiting. So why don't you do us a favor...

(particularly to Sydney)

...come back.

And we PUSH IN on Sydney, considering this... thinking suddenly about Danny...

and how she can reconcile keeping this world a secret from him. PUSHING IN on her face, we HEAR BREATHING -- HEAVY BREATHING -- the sound of someone RUNNING -- SMASHCUT TO:

SYDNEY -- RUNNING

We can't tell where we are, but it's daytime and she's SPRINTING HARD -- and finally, when her run is over, we realize we're:

EXT. LOS ANGELES UNIVERSITY TRACK - DAY

Sydney completes her run with WILL TIPPIN, her good-looking "guy friend." He almost asked Sydney out years earlier... but didn't. A week later, she met Danny. His lifelong regret.

Both are wildly out of breath. They walk it off near the sprint track, where a couple of Runners practice hurdles.

Will picks up a bottle of water, offers it to Sydney first.

WILL

Good run.

SYDNEY

Thanks... so, where were you last night? I called you.

WILL

Oh, yeah. I don't wanna talk about it.

(just her look draws it
out)

My sister set me up on a blind date.

SYDNEY

Was it good?

WILL

Uh, I think for the date it was, yes.

SYDNEY

You didn't like her?

WILL

I didn't like her so much I don't like my sister anymore. That's what happens when you live with a sibling: they try to get you to meet people you're not supposed to meet...

SYDNEY

Why was the date so bad?

WILL

Her favorite movie of all time. You ready? ... "Pretty Woman."

SYDNEY

(smiles)

So? I'm sure that's a lot of peoples' favorite movie.

WILL

That's probably true. And congratulations. Of all time? That includes... every other movie ever made. All of them. Oh, hey, d'you see "Lawrence of Arabia"'s playing at the Egyptian?

SYDNEY

Yeah, I did...

WILL

You wanna go?

SYDNEY

I'd love to, but...

WILL

Danny works late tonight, right?

SYDNEY

(a touch uneasy)

I'm gonna take some dinner to the hospital.

WILL

We should do a late one, it's only playing until Thursday.

SYDNEY

We're getting married.

A silence. Will's stunned. It takes a beat to sink in. Now he's heartsick. But he fights it all the way. Doesn't reveal a thing.

WILL

Look at... you're wearing a... a ring, God, I didn't even-- Syd, that's amazing --congratulations.

SYDNEY

... thanks...

WILL

So-- you want to, uh... go a couple more laps?

SYDNEY

No, I'm done.

WILL

Okay, 'cause I'm gonna go... just a couple more.

Will turns and runs off. We HOLD ON Sydney, watching him go. SLOWLY PUSH IN on her... her concern for this friendship crystal clear. And BETH ORTON starts to SING as we CUT TO:

INSERT - DEMOTIC WRITING

In a textbook on ancient Egyptian languages. And we're in:

INT. SYDNEY'S APARTMENT - DAY

The MUSIC coming from the stereo. Sydney, wearing sweatpants and a T-shirt, sits cross-legged on her bed, surrounded by college books. She just happens to be reading up on Demotic. She looks up, to Danny, who sits on the floor, reading a medical textbook.

She watches him for a beat... so in love... but so concerned. Then, as if he felt it, he looks up at her. He smiles. She smiles back. That's all he needs to move to the bed and start kissing her. Her mouth, her neck...

DANNY

Oh, I called Todd -- they haven't rented their place yet if you want to go look at it.

He unbuttons her shirt, revealing her naked stomach, which he kisses sweetly. Sydney's head is back, eyes closed, relaxing... giving in. Then, kissing her, Danny says, quietly:

DANNY (CONT'D)

It's impossible, isn't it? One day... there's gonna be a baby in here. This triggers an uneasiness in Sydney.

DANNY (CONT'D)

My patients would love that. Knowing their doctor still can't believe women can actually get pregnant.

He continues kissing her. After a beat, Sydney gets up. Extends her hand. He smiles, not quite getting the game. As they head out, Sydney TURNS UP the volume on the STEREO.

INT. SYDNEY'S APARTMENT - BATHROOM - DAY

She turns on the LOUD SHOWER, begins undressing. He smiles.

SYDNEY
(simple, earnest)
Get undressed.

Happily, Danny does. Sydney puts her arms around his neck. He kisses her, but she stops him. He's confused. And the MUSIC BUILDS, making this a purely emotional, not sexual, moment. Finally she says the words:

SYDNEY (CONT'D)
I work for the CIA.

A moment as Danny takes this in. The MUSIC continues as he smiles -- then he laughs. But he looks into her eyes... her face remains firm and constant, and he's never seen this expression before.

And his smile vanishes as he realizes she isn't kidding.

SYDNEY (CONT'D)
I'm an operations officer for the
CIA.

And we CUT TO a WIDE SHOT, from outside the shower, looking at them through the shower door. We can't hear what she's saying, but she's talking to him. Trying to explain. And he's stunned. She's desperate. He's horrified. And though we can't hear dialogue... we can see... in this moment, she's losing him.

Finally, reeling, he turns and leaves the shower -- she just stands there, heartsick -- and as the steamed shower DOOR CLOSES, hiding her face, we SMASHCUT TO:

INT. JANITORIAL ROOM - NIGHT

The DOOR OPENS -- our signature rhythmic SYNTH MUSIC RETURNS -- Sydney's hair -- again, RED HAIR -- is wet. She's handcuffed to the chair -- a Taiwanese MAN in a DARK SUIT and GLASSES enters, with a horrific-looking SYRINGE -- Sydney's eyes WIDEN IN HORROR -- the man preps the needle -- a stream of medication SQUIRTS into the air, and the MUSIC CRESCENDOS and Sydney's about to SCREAM as a Guard SLAMS THE DOOR SHUT ON US and we--

CUT TO BLACK.

END OF ACT ONE

ACT TWO

FADE IN:

INT. JANITORIAL ROOM - NIGHT

The two Guards hold down a tense, resisting, red-haired Sydney, as the eerie, dark-suited, glasses-wearing Man injects quite a bit of medication into her arm. She's terrified as the PLUNGER forces the liquid from the barrel into her veins --

-- and the Man pulls out the syringe. The Guards let her go. She sits in the chair, looking up at the Man with the syringe. Hers is a fierce glare. A devastating stare atypical of an underdog. It says, in a silent, universally understood instant: it might not look like it at the moment... but I swear to God I'm gonna kick your ass.

The Man slowly smiles as Sydney's eyes flutter, the medication taking effect. Her head drops, out of a sudden exhaustion. The Man, and the Guards, leave the room.

Now she's alone... and as her eyes CLOSE, we DOLLY into DARKNESS, and OVER BLACK, we HEAR:

SYDNEY (V.O.)
It was during the fall of my
freshman year.

EXT. LOS ANGELES UNIVERSITY STUDENT UNION - DAY

A FLOATING, CONSTANTLY MOVING CAMERA reveals Sydney, as a freshman. Dark, longer hair. She's younger, more insecure. A loner. She sits at a table by herself, highlighting a textbook.

SYDNEY (V.O.)
A man approached me.

A 40-ish dark-suited MAN whose face we don't see sits across from Sydney. Introduces himself. Extends a business card. Sydney is tentative.

SYDNEY (V.O.)
He told me that the U.S. Government
might be interested in talking to
me. About a job.

INT. LIBRARY - DAY (FORMERLY INT. CLASSROOM - DAY)

We MOVE LOW toward Sydney, who sits on the floor between aisles of books, staring at the card.

SYDNEY (V.O.)
When I asked, "Why me?"... All he
told me was that I fit a profile.

And we find Sydney, holding the business card. Looking at it. Almost hungrily... we MOVE IN on her...

INT. LOS ANGELES UNIVERSITY CAMPUS - DAY

We MOVE AROUND Sydney, at a pay phone, surrounded by the university universe. She's dialing the number on the business card.

SYDNEY (V.O.)
I didn't feel like I belonged
anywhere. Even at college. And I
needed the money anyway...

EXT. OIL FIELD - DAY

Sydney explaining to Danny:

SYDNEY
And they offered me a job.
(Beat)
So I took it.

DANNY
A job with the CIA.

Back to Sydney:

SYDNEY
Not exactly. It's... it's a covert
branch.

That's when we CUT TO a LONG SHOT, looking down upon them, revealing where they are: in the middle of rolling oil fields, derricks mark the overgrown terrain. It's soon after the shower scene -- they're wearing the same clothes as they were before. She tells this story sadly, as if describing a past affair.

DANNY
(angry, confused)
This is crazy! Okay, okay, so
covert branch. Then what?

SYDNEY
After the first month I asked if I
could test for agent training.
(Beat)
And the test was easy. They said I
was a natural, and maybe I was,
because I advanced quickly.
(Beat)
And it was exciting...

OMIT

EXT. OIL FIELD - DAY

She walks into the shot...

SYDNEY

Danny, you have to understand...

DANNY

This isn't real!

SYDNEY

Danny, since my mother died... I always hoped I'd meet someone who'd give my life meaning. Make me feel necessary.

(Beat)

That person is you. I just... I met the Agency first.

Danny looks at her, lost. Quiet. Finally:

DANNY

Syd, I love you. But... but this is, uh... I just gotta figure out... what I'm thinking...

She moves to him -- what she says next, she says with such intensity that we can feel the threat of not following this advice:

SYDNEY

You can't tell anyone about this. About what I do. No one.

DANNY

I'm --

SYDNEY

Danny, I'm not kidding.

DANNY

(edgy)
I got it.

She nods. He hands her the car keys.

DANNY (CONT'D)

I need to walk. I'll call you tonight.

SYDNEY

(God, she's hating this)
I've got my trip.

He looks at her for a solid beat -- knowing now that the story is a cover. This is what their lives will be.

DANNY
... San Diego?

She just looks at him, confirming his suspicions. He nods.

SYDNEY
(quietly)
I'll call you when I get back.

DANNY
(beat, despite it all)
... be careful.

A final look, and he walks off. She watches him go. Then, the ROAR of an aircraft is HEARD (perhaps even seen, overhead), and she sadly glances up, and we CUT TO:

EXT. SKY - DUSK

A jumbo jet rises into the blazing sky.

INT. JET - NIGHT

We MOVE DOWN first class aisle, finding Sydney at a window seat, Agent Dixon beside her. Once again, she's not wearing her engagement ring. He's reading stapled pages printed on red, non-copiable paper. She's got a BOOK open, but propped up against her stomach. She stares off, out the window, at the darkness. Dixon looks at her. Smiles. Then, quietly:

DIXON
You know, Sloane doesn't like it.
(Beat, off her look)
That you're still in grad school.

SYDNEY
I know. He'd rather none of us have
a life outside.
(Beat)
I'm not giving it up. Dixon can
sense her mood.

DIXON
... you all right? A beat. Then:

SYDNEY
How long have you and Diane been
married?

DIXON
Eleven yea--no, twelve years. Damn.

SYDNEY
Do you love her?

DIXON
Of course I do.

SYDNEY

(beat)
... and you've never said a thing.

DIXON

About what?

SYDNEY

(beat, quietly)
About what we do.

His eyes meet hers. It's not even within the realm of possibility.

DIXON

Diane is married to an investment analyst. Who loves his job.
(beat, his rationale)
I'm protecting her from the truth.

SYDNEY

You don't... you don't feel like you're lying to her?

Dixon realizes: Sydney might actually be considering telling the man in her life. He talks to her in a different tone now. Warning her.

DIXON

Syd, if there's one rule you don't break... that's the rule you don't break.

Sydney senses Dixon's suspicion. She nods, forces a smile.

SYDNEY

It must just get easier. After time.

Dixon is uncomfortable. Sydney smiles again, then goes back to her book. But he watches her, still uneasy. And over this, HAYDEN'S STRING QUARTET OP. 33 can be HEARD... taking us to:

EXT. TAIPEI - NIGHT

VARIOUS SHOTS of downtown Taipei at night.

EXT. TAIPEI CULTURAL AFFAIRS BUILDING - NIGHT

PAN down a Taipei street TO REVEAL the giant government building, surrounded by a high SECURITY WALL.

The MUSIC CONTINUES as Guards (in familiar uniform) open limousine doors for their Western, black-tie Guests.

INT. TAIPEI CULTURAL AFFAIRS BUILDING - BALLROOM - NIGHT

We CRANE DOWN on a black-tie embassy function: champagne, pearls, tuxedos. From the music to the food to the dress, everything is exquisitely appointed. We find Dixon ending a conversation with another Businessman. He shakes hands and walks past the source of the music: an earnest, Taiwanese STRING QUARTET plays Hayden, note-perfect. He then looks up, across the room.

And we MOVE THROUGH the crowd, past polite conversation -- hearing bits here and there in various languages and accents. Business talk: investments, mergers, acquisitions. And there, near the grand, red-draped windows, is Sydney. And the transformation is extraordinary: the girl we have previously known as a graduate school sweetheart and dark-suited agent now wears a devastating Michael Kors dress. She's stunning. Far and away the most glanced-at woman at this gathering, she's in conversation with a tuxedoed Taiwanese BUSINESSMAN. Both speaking Taiwanese.

And during the conversation, Sydney glimpses across the room, at Dixon. He gives Sydney a look: the time is now.

Sydney swallows the last of her champagne and excuses herself from the Businessman, who quickly pulls out a business card. She takes it, bows graciously, and excuses herself.

As she heads across the party, she passes a suit- and glasses-wearing SECURITY OFFICER. He stoically stands guard, earwire visible. What Sydney can't possibly know is that this is the man who will later whip out a horrific looking syringe and plunge it into her arm. From here on we'll call him SUIT AND GLASSES.

INT. BAR - EARLY MORNING

We're at a pay phone at a bar, just after dawn in Los Angeles. Danny's here, dialing. He looks like he's spent all night soul-searching with Johnnie Walker. We HEAR a RING, then:

SYDNEY (V.O.)

Hey, it's Sydney--

DANNY (V.O.)

-- and this is Danny, I don't live here!

SYDNEY (V.O.)

(Laughs)

Leave me a message and I'll call you back.

DANNY (V.O.)

Thank you! She meant "thank you." A BEEP. And then, drunk but trying:

DANNY

You're not there. I know you're not there. You're not there... or in San Diego, that's all I know.

INT. TAIPEI CULTURAL AFFAIRS BUILDING - BALLROOM - NIGHT

Dixon is suddenly gripped by what appears to be a SEIZURE -- the people he's talking to react, shocked, as Dixon drops his wine glass, which SHATTERS in SLOW MOTION.

DANNY (V.O.)

You could be anywhere, doing anything...

As Sydney heads across the party, people turn to look as Dixon falls to the floor. The STRING QUARTET stutters to a stop -- Dixon pulls out a bottle of pills, but the cap comes off and the pills SCATTER -- people rush to Dixon's aid, as Sydney hurries out of the room --

INT. TAIPEI CULTURAL AFFAIRS BUILDING - FOYER - NIGHT

Just outside the ballroom, Sydney moves to a stationed uniformed Guard -- she speaks to him in urgent Taiwanese. The Guard moves quickly into the ballroom, where a commotion can be heard.

DANNY (V.O.)

Which is at the, uh... it's the crux of the... issue...

Sydney walks with him to the ballroom door, but turns and heads into the east wing of the building.

INT. TAIPEI CULTURAL AFFAIRS BUILDING - BALLROOM - NIGHT

As Dixon struggles on the floor, a Man loosening Dixon's tie, another placing a folded jacket under his head. Unbeknownst to anyone but us, Dixon is holding the cigarette lighter -- we're CLOSE ON IT as he FLIPS it open and FLICKS THE TOGGLE SWITCH --

INT. TAIWANESE SECURITY ROOM - NIGHT

A Security Officer observing the monitors reacts as all the screens SCRAMBLE -- he immediately begins adjusting the monitor controls --

INT. TAIPEI CULTURAL AFFAIRS BUILDING - EAST WING - NIGHT

Sydney moves quickly down an empty hall, her customized LIPSTICK in hand. She notices the SECURITY CAMERAS on the ceiling as she aims the device, hits the button: the hall is momentarily hit with a RED LASER GRID -- a grid which is gone as fast as it appeared.

DANNY (V.O.)
 ...Can I live with like this? Not
 knowing? Where... what... why...?

She tries a door -- it opens. She enters --

INT. TAIPEI CULTURAL AFFAIRS BUILDING - BALLROOM - NIGHT

Close on a MAN DRINKING: it's Dixon, who is now sitting up on the floor, slowly recovering. The Guard Sydney alerted is helping him. Dixon glances at his watch.

INSERT WATCH:

Two minutes and 50 seconds.

INT. TAIPEI CULTURAL AFFAIRS BUILDING - HALLWAY - NIGHT

-- a generic, darkened office. She takes another "lipstick measurement," illuminating the unlit room for an instant in only a warped RED LASER GRID --

DANNY (V.O.)
 ...and the answer... the only
 answer I could come up with...

INT. BAR - EARLY MORNING

We're back at the bar, Danny still holding his drink:

DANNY
 ...Syd... was yes.

INT. TAIPEI CULTURAL AFFAIRS BUILDING - EAST WING - NIGHT

Sydney's watch as she opens another door, aims the lipstick and GRIDS it. Then, heading down the hall, she hears VOICES. She retreats -- taking cover in the doorway of the BOILER ROOM (which we can see behind her).

DANNY (V.O.)
 I don't care, the world's a
 nightmare anyway, it's all
 dangerous, no matter what we do. I
 couldn't live with myself, saying
 goodbye to you. Because of risk.

She peeks through the ajar door, watching a MAN and WOMAN pass by in conversation. They're wearing lab coats. Once they're gone, Sydney heads out, continues.

INT. BAR - DAY

Danny:

DANNY
 It's all a risk.

He continues as:

INT. SYDNEY'S APARTMENT - DAY

The empty apartment... we're SLOWLY MOVING IN on her answering machine, HEARING:

DANNY (V.O.)
The kids thing? I dunno, we gotta
talk about that. 'Cause I love
kids...

And then to...

EXT. DESERT SATELLITE STATION - DAY

Somewhere in the world -- a field of GIANT SATELLITES and adjacent building -- and we HEAR (repeated by delay):

DANNY (V.O.)
-- I want kids... but maybe there
is a way out, you know...?

INT. AGENCY MONITORING STATION - DAY

A dark security room, here in the desert. We PUSH IN on a Monitoring Agent, monitoring the call with headphones. Begins typing -- matching Danny's VOICEPRINT.

DANNY (V.O.)
People aren't... spies forever.

And Danny LAUGHS. The Monitoring Agent doesn't.

OMIT (NOW SCENE A35)

OMIT (NOW SCENE A37)

INT. TAIPEI CULTURAL AFFAIRS BUILDING - LAB STAIRWELL NIGHT

Sydney hurries down a stairwell -- finds a heavy door with an electronic-magnetic lock and a Taiwanese "AUTHORIZED PERSONNEL ONLY" sign on it. She tries the handle: locked. She pops off the cover of the electronic lock, eyes the printed circuit electronics. Glances at her watch, then clicks the cover back on, hikes up her dress, lifts her right foot and pulls from the heel of her shoe an ultra thin LOCK PICK and an equally miniature TENSION WRENCH. She goes to work on the lock. We're TIGHT ON Sydney as she plies her trade -- she glances up for a flash, then back at the lock --

INT. SLOANE'S OFFICE - DAY

Arvin Sloane sits at his desk, reviewing documents. His phone RINGS, he answers it:

SLOANE

Yeah.

(beat, concerned)

Who?

(beat, concern growing)

Uh-huh. What else?

(beat, it's the worst
news)

Get me the audio, right away.

Sloane hangs up, weighing the gravity of the news...

INT. TAIPEI CULTURAL AFFAIRS BUILDING - LAB CORRIDOR - NIGHT

Sydney still works on the lock -- finally, there's a satisfying CLACK and the door opens --

INT. TAIPEI CULTURAL AFFAIRS BUILDING - LAB - NIGHT

A large, darkened research laboratory. Sydney enters, aims her lipstick and takes a GRID snapshot. Then she notices something across the room... moves to it. Remember the plan for that odd machine designed by Oskar Muller?

They're building one.

And whatever it is, it's sealed in a LOCKED BULLETPROOF GLASS CASE. It's only half complete, but they're actually putting one together. It's an amalgam of old technology and new.

Sydney stares at this thing -- what the hell is it? She knows how important this development is. She aims her lipstick camera and takes a shot -- we're the device's POV, and the laser FIRES AT CAMERA, ZAPPING US -- and we CUT TO:

INT. TAIPEI CULTURAL AFFAIRS BUILDING - BALLROOM - NIGHT

Dixon's POV as a doctor aims a small medical flashlight into his eyes. He sits in a chair now, being examined by a Guest who, apparently, is a doctor. After having his eyes checked, Dixon glances at his watch: 9:39 and 50 seconds...

INT. TAIWANESE SECURITY ROOM - NIGHT

We're on an LED CLOCK -- the same time as Dixon's watch -- and we PAN to the Security Officer who is on the phone, describing his "crashed system." Suddenly, the monitors FLUTTER back to life --

INSERT - SYDNEY'S WATCH

As it goes to 0:00 --

INT. TAIPEI CULTURAL AFFAIRS BUILDING - LAB STAIRWELL - NIGHT

Sydney has just glanced at her watch as she exits the lab, walks quickly, back up to the party.

INT. TAIWANESE SECURITY ROOM - NIGHT

The Security Officer spots Sydney on a monitor. He grabs a walkie-talkie, makes a call --

SECURITY OFFICER

We have a breach, Section 5. Party guest.

INT. TAIPEI CULTURAL AFFAIRS BUILDING - BALLROOM - NIGHT

The quartet PLAYS again. SUIT AND GLASSES touches his ear, receiving the transmission. He responds quietly in Mandarin: I'm on my way.

He walks right past Dixon, who watches him go, nervously. Another glance at his watch: 9:40 and 20 seconds. Dixon looks around, nervous --

INT. TAIPEI CULTURAL AFFAIRS BUILDING - EAST WING - NIGHT

As Sydney heads back to the party, SUIT AND GLASSES rounds a corner, confronting her. She stops for a moment, afraid - but then says, an absolutely real and convincing drunk:

SYDNEY

I am so lost, oh, my God. I'm looking for the bathroom-- you know, there really should be signs, in English -- I don't know if you're in charge of that --

She walks toward him, waiting for an answer. She smiles a million dollar smile. But Suit and Glasses is steely. Not giving an inch. She's in trouble.

SUIT AND GLASSES

This area is restricted.

A beat, and Sydney starts to cry.

SYDNEY

Please, I was just going to the bathroom-- look, you don't know my boss, Ron -- but if he found out I was drinking-- that I'd gotten in trouble... I swear to you, I will lose my job... I swear it.

She cries, almost literally, on his shoulder. Reluctantly, he relents.

SUIT AND GLASSES

Restroom is this way.

SYDNEY

(sniffles)

Thank you. Bless your heart.

(MORE)

SYDNEY (CONT'D)

(Beat)

I like your tie.

She heads off to the ballroom. Suit and Glasses watches her go, adjusting his tie.

INT. SLOANE'S OFFICE - DAY

Sloane, grim, looks over documents as he talks to someone OFF-CAMERA.

SLOANE

We have a breach.

(Beat)

It appears that Daniel Hecht has become aware of Sydney's association with the Agency.

Sloane takes the file, closes it. Then he hands it to the man he's talking to as he says:

SLOANE (CONT'D)

You understand what that means.

We then PAN to see whom he's talking to.

Sitting across from Sloane is Sydney's father, Jack Bristow.

Jack scans the documents with his eyes. A deep disappointment plays on his face... laced with absolute lack of surprise.

JACK

Yes. I understand.

Jack eyes on the report, nods. Then he sets the paperwork back on Sloane's desk.

JACK (CONT'D)

I appreciate your telling me yourself.

SLOANE

I'm sorry, Jack.

JACK

Don't be.

(Beat)

You know me well enough. You know where my loyalty lies.

Sloane is uncharacteristically speechless. This pains him, too. What is there left to say? Jack, looking off, nods in service. And on Jack's steely eyes, we...

CUT TO BLACK.

END OF ACT TWO

ACT THREE

INT. LAX - NIGHT

Dixon, newly arrived from Taiwan, heads through the terminal, bag over his shoulder. He's troubled to see implacable AGENT FELIPE GONZALEZ and two other substantially-sized, dark-suited Agents heading toward him.

DIXON
Mr. Gonzalez...?

GONZALEZ
Mr. Dixon, where's Bristow?

DIXON
(holds up the lipstick)
Why, you looking for this?

GONZALEZ
No, where is she?

DIXON
She left me at the gate--

GONZALEZ
-- left you at the gate?

DIXON
(concerned)
-- said she was grabbing a taxi--

Gonzalez looks off, down the terminal, mind racing. Dixon reads this.

DIXON (CONT'D)
Why, what's the problem?

INT. DANNY'S APARTMENT - NIGHT

Sydney enters Danny's apartment, with her bags. The place is in complete disarray.

SYDNEY
Hey - I'm back... I didn't even go
home, I just...

Sensing something's wrong, she moves across the room to the bathroom, opens the door, and what we see in that flash makes us jump and makes her SCREAM --

We're looking past the bathtub now, toward Sydney -- but there's enough of a glimpse of the FOREGROUND to see the BLOOD splattered on the tile.

Sydney, unable to breathe, moves to her fiancé's dead body... she looks at the horrible sight for a long moment before finally breaking down, sobbing. She reaches for him.

And we CUT BACK to a WIDE SHOT of Sydney, on her knees at the bathtub, her cries reverberating on the bathroom walls. Then ENGINE ROARING is HEARD and we SMASH CUT TO:

OMIT

EXT. STREET - NIGHT

RHYTHMIC TRIBAL DRUMS PLAY as Sydney RACES Danny's Land Cruiser through nighttime Los Angeles -- it's a whiplash ride -- turns a top-heavy truck couldn't make in untrained hands.

She's crying as she drives -- the ROARING truck blurs through intersections --

EXT. DOWNTOWN LOS ANGELES - NIGHT

The Land Cruiser comes to a SCREAMING, furious halt in front of the closed-for-the-day bank --

INT. AGENCY TASKING OFFICE - NIGHT

The door from the transition room opens -- Sydney, eyes red, quickly enters the agency --

INT. SLOANE'S OFFICE - NIGHT

Sydney BURSTS IN. Sloane, calm as can be, sits behind his desk. And the MUSIC STOPS -- it's all quiet now. He looks up at her. Her eyes like a demon's -- she's quaking with emotion. We know she can kill with her hands... in this moment we wonder if she's about to.

SYDNEY

What did you do?

A beat. Sloane just looks at her. Doesn't give. He hits a button on his desk remote. The door closes behind her. Locks.

SLOANE

I might ask you the same question.

Of course she knew. But this is confirmation. She works to maintain her composure. A losing battle.

SLOANE (CONT'D)

Security Section became aware of the breach and performed their function.

Sydney covers her mouth... numb... shaking...

SLOANE (CONT'D)

You're familiar with the codes of conduct, Agent Bristow.

(MORE)

SLOANE (CONT'D)

And you knew those codes applied to you, even as you put at risk the lives of every man and woman working at this agency.

Sydney drops to her knees now, crying. Sloane watches her for a beat -- stern but with a trace of sympathy. He moves to her.

SYDNEY

... Danny wasn't... he wasn't a risk... he was just a man... a doctor, he...

But her cries overtake her words. Sloane sits beside her.

SLOANE

Listen to me -- information about the Agency must be treated like a virus. There is only one response, and that is containment. You put us into a compromised situation, and even though I despise the countermeasure, we had no--

LIGHTNING FAST, she's up -- grabs Sloane by the collar and shoves him against the desk, fast as a cougar-strike:

SYDNEY

(sinister but hushed)
Stop saying "we." Stop talking about "the Agency." You killed the man I love.

Forced back, Sloane remains calm.

SLOANE

No, Agent Bristow.
(beat)
You did.

Sydney looks at him for a long moment. She then lets go of him and moves to the door -- tries the handle. It's locked. She turns to him, eyes ferocious.

SYDNEY

Let me out.

SLOANE

Sydney, I can't imagine how difficult this is for you.

SYDNEY

Let me... out.

SLOANE

However, before you go anywhere, McCullough needs to see you.
(MORE)

SLOANE (CONT'D)
(Off her dismay and fear)
You see, you're a risk now, too.

Sydney, realizing what she's up against, just stands there, stunned. Disgusted. On the verge of sobbing again...

INT. INTERROGATION ROOM - NIGHT

HAUNTING MUSIC is the only sound as we PAN OUT OF DARKNESS to reveal Sydney, sitting in a darkened, acoustic foam tiled room. She's got a dozen SENSORS attached to her skin -- her forehead, her chest, her hands... all running into a next-gen LIE DETECTOR.

She sits there, staring off, numb from the horror of the night, as AGENT MCCULLOUGH, a 63 year-old agent, intensely questions her.

She responds to all the questions without looking up. Staring at nothing. Most answers mono-syllabic. She doesn't even realize the tear that runs down her cheek.

As McCullough questions her, he scribbles notes on the detector printout.

MCCULLOUGH
Are you an operative of SD-6?

SYDNEY
Yes.

MCCULLOUGH
How long have you been an operative
of SD-6?

SYDNEY
Seven years.

MCCULLOUGH
What is your identification and
classification number with SD-6?

SYDNEY
My identification and
classification number is 21370-
12696.

MCCULLOUGH
Have you ever been so entertained
by the cleverness of a crook that
you hoped he would get away with
it?

SYDNEY
No.

MCCULLOUGH

Did you reveal information about SD-6 to Daniel Hecht?

SYDNEY

Yes.

MCCULLOUGH

What was your relation to Daniel Hecht?

SYDNEY

He was my fiance.

MCCULLOUGH

Do you believe that if a person is arrested for stealing, and several others have helped him, he should reveal his helpers?

SYDNEY

Yes...

We DISSOLVE from image to image, question to question... Sydney is being subjected to hours of this. As if they keep drawing blood... and bravely, unmoving, Sydney keeps giving.

Finally, McCullough stands. Taking some paperwork with him, he leaves the room. The SOUND of DOORLOCKS.

We HOLD on Sydney for a moment. Her expression lost and constant... she looks over at the small window in the door.

Sydney moves to the door and peers out.

SYDNEY'S POV

Framed by the door window, we see into the Agency corridor, where McCullough is talking to Sloane.

We're on Sydney, watching carefully. Somewhere, in her expression of heartwrenching sorrow, is a glimmer of hope. A CLOSE-UP of McCullough's MOUTH as he speaks. Then Sydney's EYES. She's reading his lips. Her eyes are welling with tears as Sloane nods again. He understands. Thanks McCullough.

McCullough walks off, as Sloane, alone, looks over the file. Then he looks up. His eyes meet Sydney's.

There's a moment where we can't tell what the outcome is -- life or death?

EXT. CREDIT DAUPHINE - DAWN

Downtown L.A., just as the sun peaks over the horizon. A desolate place. A piece or two of garbage billows across the sidewalk.

And a bleary Sydney Bristow exits the bank building. Depleted. Alone. With nothing left, she looks up at Danny's Land Cruiser... which is being TOWED by a city tow truck. She watches it go, too exhausted to react at all.

And over this we HEAR the oddest thing. Laughter. The SOUND of SYDNEY LAUGHING...

INT. JANITORIAL ROOM - NIGHT

Back to the torture: Sydney, hair red, still tightly handcuffed to the chair, is looking up at the frightening Suit and Glasses man, laughing at him.

Whatever he's injected into her has made her punchy. The two Taiwanese Guards watch, impassively. Suit and Glasses leans close to Sydney, whose laughter has waned.

SYDNEY

Wow... wow... wowwowwow... I don't know what you put in that stuff...

Suit and Glasses leans even closer. An intimidating move.

SUIT AND GLASSES

I'd rather not make this too painful.

SYDNEY

Me too. Thanks. I'm glad we're on the same page, that's good.

SUIT AND GLASSES

Who are you working for?
(Beat, then: scary)
I will not... ask you... again.

She looks at him. Sees he's not kidding. Finally, she relents. And unfortunately, it seems to be for real. And she seems scared for a beat. She nods.

SYDNEY

... okay... get a pen.

Suit and Glasses pulls out a pen and a small pad from his breast pocket.

SYDNEY (CONT'D)

Write this down. E. M. E. T...
(sighs, hating herself)
I... B. You got that?

SUIT AND GLASSES

Yes.

SYDNEY

Okay. Now... reverse it.

Suit and Glasses writes down the reverse. We see it. "BITE ME." He looks up at her, livid. She's laughing again. Then, her laughter fades. This is no joke:

SYDNEY (CONT'D)
I've got bad news for you, man. I
am your worst enemy. I've got
nothing to lose.

Suit and Glasses turns to the Guards. One of them hands him a small leather case. Suit and Glasses goes about unzipping it. Sydney watching... curious... and yes, a little scared.

Suit and Glasses opens the case. It's a set of scary looking, stainless steel DENTAL INSTRUMENTS.

SUIT AND GLASSES
That's not exactly true.
(beat)
You have teeth.

And on Sydney, in a profound "Uh-oh" moment, we CUT TO:

A METAL CRANK

At first we think this is part of the torture. But:

EXT. CEMETERY - DAY

The crank is adjusted as Danny's coffin is set above the grave. Family and Friends are here, observing, crying. And simple, heartbreaking MUSIC BEGINS, taking us through this series of images. Sydney sits, Francie on one side, Will on the other. They all listen to a PRIEST speak:

PRIEST
... when we lose someone we love...
when a life is cut short... we
often find ourselves asking, "Why?"
(Beat)
Why him? Why Daniel Hecht, why now?

Sydney heaves a deep, agonizing SIGH. Francie rubs her back in support.

PRIEST (CONT'D)
These questions resonate that much
louder when we lose someone to a
random, senseless act of violence.
We hear them, echoing in our minds.
Why...? Why this young man? Why
now?

A WIDE SHOT of the proceedings... slowly DOLLYING, revealing a DARK SEDAN in the foreground, parked far from the funeral.

We MOVE AROUND the car to reveal that Jack Bristow sits in the idling vehicle. He watches the funeral, grim and pensive -
- gives the impression of a hitman.

INT. SYDNEY'S APARTMENT - DAY

The EMOTIONAL MUSIC CONTINUES during the post-funeral reception. Fifty people. Framed photos of Danny on a table. Food and quiet conversation. VARIOUS ANGLES of people comforting each other. Francie's at the buffet, putting a plate together.

ANGLE - SYDNEY AND WILL

They're on a sofa. Sydney watches Will, smiling sweetly as he quietly does a magic trick for five year-old JOE, Danny's nephew. He seems to place a crumpled paper napkin into his right hand, which is now a fist.

The kid's impressed. Sydney is touched by the interaction. Then AMY arrives; this is Will's punky red-haired sister. Hair, actually, similar to Sydney's "other look." She talks to Sydney sympathetically. Sydney nods thanks -- and the two hug.

Then Francie arrives with a plate of food for Sydney. Sydney is grateful, but sort of shell-shocked.

Will sends the little boy off. He turns to Francie, who sweetly scoops Sydney's hair behind her ear.

We end on this image of three close friends in a time of tragedy. And as the MUSIC comes to an end, we...

DISSOLVE TO:

INT. SYDNEY'S APARTMENT - NIGHT

We DOLLY PAST photos of Sydney and Danny together, arriving at Sydney, who sits on the floor at a bedside table. An open bottle of wine sits there, a glass in her hand. We don't know quite what she's doing at first. Then, finally, she hits the button on the answering machine. And we HEAR:

SYDNEY (V.O.)

Hey, it's Sydney--

DANNY (V.O.)

-- and this is Danny, I don't live here!

SYDNEY (V.O.)

(laughs)

Leave me a message and I'll call you back.

DANNY (V.O.)

Thank you! She meant to say "thank you."

BEEP. Hearing his voice -- the two of them having fun -- breaks her heart. She takes another gulp of wine, then leans into the machine and does something painful for her: she hits RECORD. Trying to sound as normal as possible, she says...

SYDNEY

Hi, this is Sydney. Leave me a message.

(Beat)

Thank you.

She releases the button. She'd cry again if she had any tears left. And we...

FADE OUT.

AND OVER BLACKNESS, WE HEAR:

MIZZY (V.O.)

... she loved a man... and she lost him.

INT. CLASSROOM - DAY

We're TIGHT ON Mizzy's face as he lectures:

MIZZY

This isn't a new theme in literature. But it seems to be one of the favorites.

We PULL BACK TO REVEAL the classroom. And we find Sydney, who sits in the class, taking notes as Mizzy continues. Sydney looks surprisingly good. And she should look better than the last time we saw her. Three months have passed.

MIZZY (CONT'D)

For instance, what does Tennyson contribute to this subject? Although his work is mildly out of fashion at this time, I would like you to consider his exploration of this theme.

Then her BEEPER VIBRATES -- she pulls it off her backpack, checks the readout: "SLOANE - 911." She considers it, then shuts it off and returns to the classwork.

MIZZY (CONT'D)

It seems that... it seems to be...

EXT. LOS ANGELES UNIVERSITY CAMPUS - DAY

Sydney walks across campus, past Frisbee-playing Students, others listening to a BOOM BOX. She crosses a street... when a dark American-made sedan pulls up behind her. The driver's window is down. Good-natured Dixon is driving.

DIXON

Syd!

(she turns, surprised)

Need a lift?

Sydney moves to the car.

SYDNEY

No thanks. I'm just going to the library.

(Beat)

How've you been?

As Dixon gets out of the car, moves to her:

DIXON

Okay. You?

SYDNEY

Good. Better.

(Beat)

Thanks for the... flowers. It was nice.

He nods. An awkward beat.

DIXON

Look, Sloane's getting impatient. They gave you a month off... it's been three.

SYDNEY

I've talked to Sloane.

DIXON

Yeah, apparently not to his satisfaction.

SYDNEY

I know they sent you here to bring me back, I'm sorry ... I just can't yet.

DIXON

They got word FTL's finished building the Muller Device. Sloane wants it.

SYDNEY

They don't need me for that op.

DIXON
They say they do.

SYDNEY
Tell 'em to call Quintero.

DIXON
Quintero's dead.

Sydney is rocked by the news.

DIXON (CONT'D)
We got confirmation Thursday.
(Beat)
Syd... they need you active. And if
they don't have confidence in
someone who's in as deep as you
are... they'll fix that problem.

A beat. She can't bring herself to do this. She kisses him on the cheek.

SYDNEY
I really am sorry. I'll see you.

She turns and walks off.

DIXON
Syd --

But she keeps walking. On Dixon's unrest, we...

EXT. LOS ANGELES - NIGHT

We're outside, looking into a restaurant where Sydney sits alone at a table. She's at the end of a solitary meal. She sips her coffee, glances at a Couple at a nearby table. Obviously on a fun date. She smiles, watching them.

INT. PARKING GARAGE - NIGHT

Sydney walks across the dark Los Angeles University garage. Not a person in sight. She arrives at her car -- a full size Ford pick-up -- and pulls out her keys. She unlocks the door and gets in:

INT. FORD PICK-UP - NIGHT

It's so quiet in here... there's so little happening that you can sense an approaching storm. She pulls her seatbelt... then stops... sensing something. She looks to her right -- a PINPOINT RED LASER SWIPES ACROSS THE CAR DOOR FRAME -- she quickly glances to her left -- RACK FOCUS: inside a nearby parked car, a MAN -- FACE OBSCURED BY A DARK FACEMASK -- SITS UP AND AIMS AN HKMP5-SD SILENCED SUBMACHINE GUN AT SYDNEY --

SHE DUCKS INTO THE PASSENGER SEAT AS THE MAN FIRES -- SHATTERING THE SIDE WINDOWS OF THE CAR BETWEEN THEM, THEN SYDNEY'S WINDOW.

Sydney scrambles to put the key in the ignition. She turns the key, puts the car in gear and quickly REVERSES -- just as the SHOOTER'S CAR -- a SILVER SEDAN -- SCREECHES OUT behind her car -- hers SLAMS into the silver car! The Shooter -- in the passenger seat -- FIRES AGAIN as Sydney grabs her purse and scampers for the passenger door --

INT. PARKING GARAGE - NIGHT

Sydney rolls out of her car -- RUNS FULL-BORE down the aisle of cars -- she SPRINTS, CUTTING ACROSS THE LOT as the Shooter jumps out of the silver sedan and gives chase. The Shooter FIRES, BULLETS POCK-MARKING CONCRETE.

She for the elevator -- the sedan SCREECHES away --

Sydney RACES through the garage, the Shooter in hot pursuit -- KLAKLAKLAK! and she's shot at again and again -- POCKMARKS and CONCRETE SPRAY -- she heads now in another direction.

The Shooter pursues -- running down and STOPPING... sensing... he hurries back up, in Syd's direction.

We see in a WIDE SHOT, the Shooter, looking for Syd. Then we DOLLY OVER to reveal Sydney, hiding behind a CAR, breathing heavily but silently. She goes through her purse, pulls out her cell phone. Considering everything... then she dials.

INTERCUT WITH:

INT. FRANCIE'S KITCHEN - NIGHT

Couldn't be more of a contrast: Macy Gray PLAYS as Francie happily cooks a big meal, sipping wine as her PHONE RINGS. She answers it:

FRANCIE

Hello?

SYDNEY

(whisper quiet)
Francie, hi.

FRANCIE

Oh, honey, you wanna hear the worst day ever?

SYDNEY

(urgent)
Sure, could you try my cell number?
I think the ringer's broken.

FRANCIE

I can barely hear you--

SYDNEY
Just call me right back.
(She hangs up)

FRANCIE
Okay--

Now we're ON THE SHOOTER: he's scanning the area, checking under cars -- and then he HEARS a CELL PHONE RING. He quickly runs in that direction --

The Shooter arrives at another aisle of cars -- sees the cell phone sitting on a car hood -- he TURNS SUDDENLY, gun drawn -- as Sydney jumps at him from behind -- in a wicked display of KRAV MAGA, Sydney DISARMS the guy, BREAKS his nose, WHIP-KICKS him in the head, SLAMS him into one parked car, then back into another -- he fights back, but she's too damn good and after her third KNEE to his FACE, he crumples onto the pavement, a bloody mess, and she stands, out of breath but tougher than ever --

That's when a DARK SEDAN SCREECHES TO A STOP BEHIND HER -- Sydney whips around, and is shocked to see --

Jack Bristow driving. No man has ever seemed more urgent:

JACK
GET IN!

And suddenly nothing makes sense to her.

SYDNEY
... Daddy?

Another ECHOED SCREECH as the SILVER SEDAN PEELS AROUND A CORNER, ROARING toward them --

JACK
NOW!

Mind tumbling, Sydney grabs the cell phone and jumps into her father's car, which TEARS AWAY, pursued by the silver sedan --

INT. SEDAN - NIGHT

Sydney looks at her father, eyes wide, her face wracked in confusion -- confusion that only deepens as Jack pulls a GUN from a hidden shoulder holster -- he checks the clip -- for Sydney, this image is equally ridiculous and terrifying:

SYDNEY
... Dad, you have a gun.

Sydney only now realizes her cell phone is RINGING. She answers it.

SYDNEY (CONT'D)
It works, I'll call you later.

INTERCUT WITH:

INT. FRANCIE'S KITCHEN - NIGHT

FRANCIE
Do it, 'cause you are not going to
believe the day I had.

SYDNEY
Me, too.

Sydney hangs up as Jack YANKS the steering wheel--

JACK
Hang on!

SYDNEY
What are you doing?

Jack JAMS the brakes -- FIRING OUT HIS WINDOW AS THE CAR
PULLS A SUDDEN 180 -- he's now FACING THE ONCOMING SILVER CAR
-- out his window, Jack FIRES AGAIN AND AGAIN -- SHATTERING
THE SILVER CAR'S WINDSHIELD --

The MASKED DRIVER IS HIT -- HE SLUMPS AGAINST THE STEERING
WHEEL -- its HORN now BLARING --

Jack wrenches his car into REVERSE -- PUNCHES the accelerator
and DRIVES BACKWARDS as the silver kamikaze car speeds toward
them -- another well-trained maneuver and Jack quickly turns
the car at an intersection -- the silver car continues
straight and SLAMS into a concrete wall -- CHASE OVER.

EXT. LOS ANGELES - PARKING GARAGE - NIGHT

Jack's sedan pulls quickly out of the lot and drives away.

INT. SEDAN - NIGHT

Jack drives fast. Professionally. He checks the rearview.
Sydney's absolutely speechless. He looks at her. Then the
road.

A beat. He looks at her again. She just nods, truly unable to
speak. His eyes flick back to the road.

JACK
There might be others. Put your
seatbelt on.

EXT. LOS ANGELES - NIGHT

Jack's car makes a sharp turn onto Wilshire Boulevard. Now
they're heading west, fast.

INT. SEDAN - NIGHT

As Jack speeds, Sydney can't take her eyes off of him.

JACK
You're going to have to accept that
there are many things you won't
understand tonight. The one thing
you must understand is that the
Agency doesn't trust you anymore,
and they're going to kill you
unless you do as I say.

She is so stunned she doesn't even realize that tears are
coming to her eyes -- his eyes go from her to the road.

JACK (CONT'D)
I work for SD-6 just like you,
undercover at Jennings Aerospace--

Jack pulls a hard turn --

EXT. CENTURY CITY - NIGHT

The dark sedan CHIRP-TURNS onto Beverly Glen, heading south.

INT. SEDAN - NIGHT

JACK
You leave tonight. I've arranged a
flight to France with a connection
to Switzerland. You'll be red-
flagged at customs, so I've given
you new papers.

Jack hands her a manila envelope. Sydney, still dumbfounded,
pulls out AIRLINE TICKETS, a PASSPORT, FOREIGN CURRENCY.

SYDNEY
(overwhelmed)
... I... I thought you sold
airplane parts...?

JACK
I don't sell airplane parts, I've
never sold airplane parts--

This burns Sydney. She looks away -- all this hurts.

EXT. PLAYGROUND PARKING LOT - NIGHT

Jack's car pulls into an after-hours children's playground.
It's dark and empty here. The dark sedan parks. We see just
one other car parked in the lot.

INT. SEDAN - NIGHT

JACK

That car's taking you to the airport -- I have to get back if they're not gonna know.

But she just looks at him, deeply suspicious.

SYDNEY

Who are you?

JACK

Sydney, get in that car. They're only waiting two minutes, then they leave, with or without you.

She reaches for his face and PULLS ON HIS SKIN. He allows her. His face is real. She can't believe this.

JACK (CONT'D)

There's no time for you not to trust me -- you don't know who you're dealing with!

SYDNEY

... what does that mean?
(beat, suspicion grows)
... who the hell am I dealing with?

This is the big reveal that Jack was hoping not to get into. But now, clearly, he must.

JACK

About a decade ago a pool of agents went freelance. Russian, Libyan, Chinese, Ethiopian, Sudanese--

SYDNEY

The Alliance of Twelve.

JACK

... what do you know about them?

SYDNEY

They're an enemy of the United States, they're mercenaries, they're dangerous.

JACK

I'm one of them.

She stares, silent.

JACK (CONT'D)
SD-6 is not a black ops division of the CIA. SD-6 is a branch of the Alliance. You work for the very enemy you thought you were fighting.

SYDNEY
(beat)
... that's impossible...

JACK
Then tell me why you've never been to Langley. You've been lied to. All lower-level agents have been lied to.

SYDNEY
(horrified, quiet)
You're saying I work for the enemy... and that you are the enemy.

The other car's LIGHTS turn on -- Jack notices.

JACK
Sydney, this is your last chance!
You have to go!

But she doesn't move, her horrified eyes on him. The other car pulls away, drives off. This seems to break Jack's heart. Sydney's is already broken.

SYDNEY
... who are you to come to me...?
And act like a father...?

Jack looks off, feeling the deep pain of a parent, trying to save a child. And failing.

SYDNEY (CONT'D)
If you want to help me... stay away from me.

She gets out of the car and runs off. Jack watches her go, shattered.

EXT. PLAYGROUND PARKING LOT - NIGHT

Sydney RUNS in the darkness -- breathing heavily -- overwhelmed -- wanting to run herself off the planet -- and she RUNS OUT OF FRAME, leaving it PITCH BLACK...

And over this DARKNESS, what seems like a GIANT HAND enters frame -- we FOLLOW IT -- and it picks up one of those horrifying DENTAL TOOLS in its black casing. We're in:

INT. JANITORIAL ROOM - NIGHT

Where red-haired Sydney is being held back now, her mouth RATCHETED OPEN by a dental device. The two Guards still there. Suit and Glasses moves toward her. She's held tight as he leans in, placing the scary pliers into her mouth. She can't really hide her fear now.

SUIT AND GLASSES

Okay, so let's try one more time.

(beat)

Who... do you work for?

And with her mouth plied open, she seems to say, "Wait, wait." Suit and Glasses nods, the Guards let her mouth go. What she wanted to say -- with real trepidation -- is:

SYDNEY

I just want to say... start with
the teeth in the back. If you don't
mind.

Suit and Glasses looks at the Guards -- they pull her back, forcing her mouth open --

-- and we now TRACK BACK, farther and farther away from the scene... as Suit and Glasses clearly reaches in... and over Sydney's SCREAMS... extracts a tooth...

FADE OUT.

END OF ACT THREE

ACT FOUR

FADE IN:

INT. LOS ANGELES REGISTER CITY ROOM - DAY

Will's at his desk, on the phone. An 18 year-old INTERN moves to him, drops mail on his desk.

WILL
(on the phone)
Waitwaitwait --

He hangs up, frustrated.

INTERN
I'm doin' a Pantry run, you want anything?

WILL
No thanks -- is Litvack in her office?

INTERN
What do you think?

WILL
(looking at his mail)
Does she even work here anymore?

INTERN
(amused)
Hope not.

As the Intern walks off, Will opens a hand-delivered envelope. We MOVE IN ON HIM as he reads it... this is strange...

On a blank piece of paper, it READS: "I'M ON THE ROOF. S."

EXT. LOS ANGELES REGISTER ROOF - DAY

The expansive building roof, dotted with satellite dishes and antennae. The access door opens and Will steps out. He looks around. Sydney stands beside one of the dishes. He's happy to see her:

WILL
...meet me on the roof? This is perfect... some guy just totally hung up on me, so I've got like... an hour to kill -- you wanna get some lunch?
(Beat)
What happened to your face --?

And as he approaches her, he sees in her face the trouble she's in. He stops. Then she moves to him.

SYDNEY
I need your help.

He's clearly troubled by her look.

WILL
... Syd, are you okay?

SYDNEY
I can't explain what's going on,
please don't ask me to. You just
gotta trust me.

WILL
... Syd, of course...

SYDNEY
I need one of your sister's credit
cards, with at least a three
thousand dollar limit -- I'll pay
her back, can you do that?

WILL
... what is this, you owe somebody
some money...?

SYDNEY
I need something else. Do you know
where Amy keeps her passport?

And on Will's confusion and concern, OUR MUSIC RETURNS, and
we CUT TO:

EXT. GAS STATION - NIGHT

All surrounding stores are dark; it's an oasis of
fluorescents and filth.

INT. GAS STATION BATHROOM - NIGHT

We TRACK OVER the dirty, tiled floor, littered with paper
shopping bags and some quick purchases: a large colorful
duffel and a small black one, clothes, hair pins, some rope,
a small screwdriver kit and two ripped-open HAIR DYE KITS --
one a BLEACHING KIT, the other for RED HAIR. Sydney bends
down, entering frame -- she grabs a paper bag and stands up --
we FOLLOW HER UP to the mirror, where she's wearing a PLASTIC
BAG over her wet, RED-DYED HAIR.

She pulls from the bag a PASSPORT. It's Will's sister's (Amy,
the red-haired girl from the funeral reception). Sydney looks
closely at the picture. She pulls a black PEN from the bag.
Looks closely at the passport photo. Using the pen, she
carefully adds a BEAUTY MARK to the photo, just above Amy's
lip.

Then, looking in the mirror, she draws a small beauty mark on
her own face in the same place.

She pulls off the plastic bag, staring at her reflection... a moment of truth. The MUSIC BUILDS as we CUT TO:

INT. AIRPORT - DAY

Sydney struts through the terminal -- although now she's Amy Tippin. Her new hair, funky outfit and sunglasses have truly transformed Sydney.

INT. AIRPORT - COUNTER - LATER - DAY

Sydney buys the ticket, chewing gum, purposely acting busy, looking through her backpack as the female WORKER (BETH) asks her:

BETH

How many bags are you checking
through to Taipei?

SYDNEY

(handing over colorful
duffel)

Just one ugly one, thanks -- what
lipstick do you use? I love it--

BETH

(smiles, eyes on computer)
Allex Jane Lux, Concord Grape.

SYDNEY

Love it, totally pops.

BETH

Thank you, can I see your passport?

Sydney hands her the passport -- and a lipstick.

SYDNEY

Y'ever try this one? I think it's
too dark for me, what do you think?

BETH

(looks at passport, then
Sydney's lips)
It's pretty on you.

SYDNEY

Thanks.

BETH

Window or aisle?

The MUSIC is RHYTHMIC and, like Sydney, full of anticipation --
- it CONTINUES as we CUT TO:

INT. JET - DAY

TRACK DOWN THE AISLE to find Sydney sitting on the plane, this time in coach, beside a sleeping middle-aged Man. A Flight Attendant offers her a drink. Sydney kindly declines.

INT. CHIANG KAI-SHEK AIRPORT - NIGHT

As People disembark, Sydney walks swiftly. She turns into the first WOMEN'S ROOM she finds.

INT. CHIANG KAI-SHEK AIRPORT - WOMEN'S ROOM - NIGHT

LOOKING DOWN on Sydney inside a stall -- Sydney hangs the small black duffel on the door and begins REMOVING HER CLOTHES...

EXT. TAIPEI SIDEWALK - NIGHT

A LONG LENS SHOT of a massively-trafficked sidewalk. There's Sydney, standing out in her black outfit (the one she's been wearing throughout the Suit and Glasses scenes) and dark overcoat.

She turns, walks out of frame.

EXT. TAIPEI ALLEYWAY - NIGHT

Sydney moves down the alley, turns onto a small street. She finds a row of cars. She walks to one, is about to pop the driver's door lock, when a Jaguar pulls in behind it. A shiny-suited Man gets out and walks past her, BLOWING SMOKE in Sydney's face, annoying her. Once he's gone, she moves to his car and pops the driver door lock as MUSIC SWELLS and we CUT TO:

EXT. HIGHWAY - NIGHT

Sydney BLASTS the Jaguar through night traffic on the highway. The cars she's slaloming are a BLUR as she heads to -

EXT. TAIPEI CULTURAL AFFAIRS BUILDING - STREET - NIGHT

We CRANE DOWN to find Sydney driving up across the street. She checks out the building, then drives off.

EXT. TAIPEI CULTURAL AFFAIRS BUILDING - SIDESTREET - NIGHT

The Jag is parked on a quiet, dark street. Late. Empty of people.

INT. JAGUAR - NIGHT

Sydney removes her coat, then pulls out a rope from the black bag, with a typical hardware store-bought "L" bracket attached to the end. Grabs a small flashlight and the small tools.

She ZIPS the bag closed, then pulls a simple BLACK KNIT CAP over her hair. Then, leaving the car running, she exits the car, LOCKING ITS DOORS.

EXT. TAIPEI CULTURAL AFFAIRS BUILDING - SIDESTREET - NIGHT

Sydney walks along the high security wall -- looks around, then THROWS THE ROPE over the wall -- PULLS herself up -- and --

EXT. TAIPEI CULTURAL AFFAIRS BUILDING - NIGHT

-- lands within the perimeter of the building. She moves like a cat -- stealthy and fearless as she remains in the shadows. She spots two Guards at a distant corner of the building, talking, smoking. SECURITY CAMERAS dot the property.

She scrutinizes the building, looking up...

ANGLE

As we MOVE DOWN THE OUTER WALL of the building, facing the ground -- and passing Sydney, who's climbing the outer wall hard and fast.

EXT. TAIPEI CULTURAL AFFAIRS BUILDING - ROOF - NIGHT

Sydney climbs onto the roof. She moves past giant exhaust units.

Moments later, she's removing a vent cover and making her way in...

INT. TAIPEI CULTURAL AFFAIRS BUILDING - AIR SHAFT - NIGHT

We're MOVING with Sydney as she CLIMBS DOWN the air shaft... a dangerous and difficult task. She slips -- falls a few feet and secures herself. Catches her breath. Continues down...

OMIT

INT. BOILER ROOM - NIGHT

A panel is unlatched from inside -- and Sydney peers out, into the large boiler room. Looks around. She's alone. She gets out, then swiftly heads across the room, for the exit. A few shots of Sydney snaking her way through the building...

INT. TAIPEI CULTURAL AFFAIRS BUILDING - LAB CORRIDOR - NIGHT

She quickly heads down the stairs -- arrives at the LAB DOOR -- it's locked -- she pulls out the two smallest screwdrivers -- starts work on the lock -- we're MOVING IN ON HER as she frantically tries to open the door -- and after a beat, the screwdriver she's using SNAPS IN HALF --

SYDNEY

-- no --

She's stunned -- scared for a flash -- her mind races: what next? She stands up -- and finds a guard standing right behind her. He JABS her in the head with his rifle and she falls, unconscious.

CUT TO BLACK.

FADE IN:

A FUZZY CIRCLE OF LIGHT begins to come into focus. And we realize we're in:

INT. JANITORIAL ROOM - NIGHT

Sydney, cuffed to the chair, slowly awakens. Her head is back, and she's squinting at the hanging light. Her face is smudged with dirt and some dried blood. As she lets her head fall forward, she groggily feels the agony of her mouth. With her tongue, she feels the place a tooth used to be.

She looks around the room. A small, pointless window. Mops. Spray bottles of cleaning liquid. Then the door opens -- a Guard has unlocked the door. Suit and Glasses enters again. Closes the door. Sits on a nearby stool.

SUIT AND GLASSES

The pill I gave you helps the pain.

I could tell, because you stopped
screaming so loudly.

Sydney doesn't even look at him.

SUIT AND GLASSES

That medication, however, only
lasts for two hours. And it's
been...

(checks watch)

Two hours. Almost.

He holds up the dental pliers in one hand... then holds up a small prescription bottle in the other.

SUIT AND GLASSES (CONT'D)

So you have a choice. Which way we
go next?

She looks up at him. He SHAKES the bottle... then KLAKE KLAKE the pliers. She looks up at him, sad, empty, out of gas. She starts to quietly cry. His face barely changes, but we can tell Suit and Glasses enjoys this.

Then she speaks -- her voice is so raw, so thrashed from screaming, she can barely speak.

SYDNEY

(at a painful whisper)

I'm... working with...

But speaking is agony -- she COUGHS. Suit and Glasses moves closer.

SUIT AND GLASSES

Tell me...
 (holds up pill bottle)
 ... and you get one more.

SYDNEY

(whisper-thrashed)
 I'm... an agent...

Sydney then whisper-says something else, but we can't tell what it is, her voice is so gone. Suit and Glasses didn't hear.

SUIT AND GLASSES

Louder.

SYDNEY

(crying)
 ... I can't...

Suit and Glasses moves closer than ever -- grabbing her face, which is the sharpest pain for Sydney --

SUIT AND GLASSES

Who do you work for... you pretty little girl?

He moves closer when suddenly she VIOLENTLY HEAD-BUTTS him -- with such force that Suit and Glasses falls back, semi conscious before he can hit the ground. Sydney springs to life, swooping the chair UNDER HER and down upon Suit and Glasses -- the support bar of the chair shoved into his neck --

He's stunned -- tries to wrestle the chair away -- but Sydney, with vicious fury, only drives the chair down harder -- Suit and Glasses struggles, but quickly loses consciousness.

He's out.

Sydney maneuvers onto her back, using her cuffed hands to fish the keys out of Suit and Glasses's jacket pocket -- her face only inches from his. Then he begins to wake up again -- she quickly HEAD-BUTTS him again, and he's out.

Bingo: keys. She unlocks the cuffs, and she's up. She grabs the fallen bottle of pills, downs two without water. Then she sets the chair upright -- grabs Suit and Glasses, heaves him into the chair and she cuffs him onto it.

Then she grabs a mop -- SNAPS IT IN HALF over her knee. She grabs one of the industrial cleaner spray bottles and SQUIRTS HIM multiple times in the face. Suit and Glasses wakes up -- squinting through the pain of ammonia in his eyes.

Despite that, he looks up, at his captor. And she's holding the dental pliers.

SUIT AND GLASSES (CONT'D)
... no...nonono!

She SHOVES them into his groin -- he SCREAMS -- a moment later the Guards from outside enter and are met by a brute and unstoppable force -- Sydney, using the broken mop stick as a weapon, renders the Guards unconscious piles before they can even pull their firearms from their holsters.

Suit and Glasses keeps SCREAMING -- Sydney SPIN-KICKS him in the head -- he's unconscious again. Within seconds, of the four people in the room, she's the only one standing.

She grabs the Guards' guns. Our MUSIC has never been more HYPED UP as we CUT TO:

OMIT

OMIT

INT. TAIPEI CULTURAL AFFAIRS BUILDING - LAB CORRIDOR - NIGHT

Sydney runs fast down the corridors of Taiwanese power -- arriving at the lab -- she arrives at the door -- FIRES -- SHOOTs OFF THE HINGES and kicks the door in --

INT. TAIWANESE SECURITY ROOM - NIGHT

The Security Officer catches Sydney on the security cameras -- grabs his radio --

INT. TAIPEI CULTURAL AFFAIRS BUILDING - LAB - NIGHT

Sydney races across the lab -- searches quickly for the Muller device -- and there it is -- only now, she's amazed at what she sees: it's operational.

It's connected to a simple battery -- and floating erratically above the curved piece is what appears to be a GLOSSY WOODEN BALL.

For a moment she's compelled to just stare at it -- then she rushes into action -- her eyes dart across the place -- she grabs a CO2 CANISTER -- SPRAYS the lock -- it starts to FREEZE --

OMIT (NOW SCENE A115)

EXT. TAIPEI CULTURAL AFFAIRS BUILDING - STREET - NIGHT

A Hummer arrives -- Guards JUMP OUT --

INT. TAIPEI CULTURAL AFFAIRS BUILDING - LAB - NIGHT

Using the canister, Sydney SLAMS IT DOWN upon the lock, which SHATTERS. She opens the case, reaches in and carefully -- nervously -- disconnects the device from its battery: the wooden ball becomes WATER, which spills onto the device. She's amazed...

INT. TAIPEI CULTURAL AFFAIRS BUILDING - EAST WING - NIGHT

Two Guards RACE DOWN THE HALL --

INT. TAIPEI CULTURAL AFFAIRS BUILDING - LAB - NIGHT

Sydney grabs a nearby lab coat and wraps the device in it.

Just then the two GUARDS APPEAR at the door -- aim their weapons and YELL -- she turns and FIRES at them. They take cover as she ducks behind a counter, mind racing.

The Guards FIRE -- Sydney fires back. They keep exchanging gunfire -- until Sydney's guns RUN OUT OF AMMO. Her mind races: what next?

Now the Guards are YELLING at her to surrender. That's when Sydney sees, from her vantage point, a GAS LINE running beneath the counter tops.

The Guards, guns aimed, keep YELLING --

Sydney spots a screwdriver hanging off the counter right across from her. Using see-saw-like leverage, she tips the end of it with her foot -- it whips toward her -- she grabs it, shoves it into the gas line and BREAKS OPEN THE COPPER PIPE: now there's a gas leak here.

The Guards start moving toward her --

Sydney RUNS LOW, ducking behind the counters -- the Guards get to where she was --

SYDNEY

Hey guys--

They spot her -- they FIRE -- and the FIRST SHOTS ARE IN CRAZY-SLOW MOTION and we see an EXTREME CLOSE-UP of the GAS LINE -- AND FOLLOW THE GAS LINE AT LIGHTSPEED TO THE LARGE CANNISTERS OF GAS WHICH EXPLODE -- the Guards go FLYING --

OMIT

EXT. TAIPEI CULTURAL AFFAIRS BUILDING - STREET - NIGHT

She lands on the outer perimeter of the compound, the rope dangling along the security wall behind her. She runs for the Jaguar -- in a wild move, she KICKS OUT the driver's window and jumps in --

INT. JAGUAR - NIGHT

She throws the thing into gear --

EXT. TAIPEI CULTURAL AFFAIRS BUILDING - STREET - NIGHT

The car SCREECHES from the parking space, and we...

FADE OUT.

EXT. CREDIT DAUPHINE - DAY

The bank tower. And we HEAR a PHONE RING.

INT. SLOANE'S OFFICE - DAY

Sloane answers his phone --

SLOANE

Yeah.

(Beat, surprised,
disquieted...)

... thank you, let her in. Now.

Yeah, make sure Ravel knows.

INT. AGENCY TASKING OFFICE - DAY

Dixon, among the other Agents, doing their daily grind. But Dixon looks up -- shocked to see SYDNEY -- walking defiantly, still in the same clothes, hair, unwashed, eyes ablaze. She's carrying the wrapped-up lab coat...

INT. SLOANE'S OFFICE - DAY

At that moment he looks up -- Sydney strides into his office. Stops before him. He looks at her for a moment... what the hell is happening here? He hits the remote and his door closes.

Sydney puts the bulky lab-coat-wrapped prize on his desk.

He's confused. A little nervous. He slowly unwraps the coat... and is amazed to find the Muller device. He connects the battery... the wooden ball reappears. Paydirt. He's amazed as well.

SYDNEY

I'm back.

Their eyes meet for a long beat. He says, sincerely:

SLOANE

Alright.

Eyes on him, defying the pain in her mouth, she says:

SYDNEY
I'm taking the week off.
(Beat)
I've got midterms.

Sydney turns and moves for the closed door. Tries the handle. It's locked. She looks back at Sloane. Their eyes connect: is he really letting her go? He hits another button. The door unlocks. She opens the door and leaves.

EXT. STREET - DAY

Sydney walks down the sidewalk. Intense. And just as we feel increasingly uneasy with the idea that she works for the enemy, a Pedestrian CROSSES CAMERA and Sydney HAS VANISHED.

INT. RECEPTION AREA - DAY

American flags and three RECEPTIONISTS. Sydney moves to one of them.

RECEPTIONIST
May I help you?

SYDNEY
I need to speak to your Director,
Mr. Devlin.

RECEPTIONIST
(kind, used to dealing
with nuts)
I'm sorry, Mr. Devlin's not
available. May I leave a message?

Sydney just looks at her for a long beat... another wall... she almost doesn't have the strength. Then:

SYDNEY
Tell him he has a walk-in.

The receptionist dials the phone.

RECEPTIONIST
Roxanne, we have a walk-in for Mr.
Devlin. Yes.
(to Sydney)
Come with me, please.

That's when we CRANE UP, to reveal the CENTRAL INTELLIGENCE AGENCY SEAL set-in to the tile floor.

INT. CIA OFFICE - DAY

In every way a far more prosaic place than SD-6. We TRACK ACROSS the office, following AGENT VAUGHN -- 33 and quite good-looking. He's managing with two cups of water and a couple doughnuts from the break room.

As he moves across the office, someone at a desk holds up a paper for him.

AGENT VAUGHN
I'll get to it, I swear... thanks.

Nonstop, he continues to:

INT. CIA INTERROGATION ROOM - DAY

Sydney sits in this plain-as-day space, writing long-hand -- fast and furious. She's on her second legal pad. A CIA AGENT (WEISS) watches her as she writes, and Agent Vaughn enters. He sets down the water and doughnuts.

AGENT VAUGHN
Here's some more coffee, and something to eat.
(Beat)
Just let Mr. Weiss know if you need anything else.

SYDNEY
(still writing)
A new pen, this one's dying.

Vaughn looks at Weiss, who hands over his pen from his jacket pocket. Vaughn holds it out to Sydney. She drops the one she's used up, takes the new one and continues writing. The Agents glance at each other.

INT. VAUGHN'S OFFICE - LATER - DAY

Hours later, Sydney sits at the desk, staring dead-eyed at a photo.

INSERT - PHOTOGRAPH

Of Vaughn with his pretty GIRLFRIEND. It doesn't look like it, but it's in the same universe as the photo we saw of Sydney with Danny.

Sydney's face and stark red hair are a messy testament to all she's been through the past twenty-four hours.

Finally, Agent Vaughn enters. He self-consciously turns the photo around and sits.

AGENT VAUGHN
Well. This could be very interesting.

Sydney stares blankly at where the photo used to be as she says:

SYDNEY
Does that mean I'm in?

AGENT VAUGHN

No, not yet, they're reviewing your statement. It's... you wrote a lot.

SYDNEY

I know.

AGENT VAUGHN

I mean, it's like Tolstoy-long. Devlin said it could take weeks to verify. But I know we could use another double agent in SD-6.

Exhausted, she looks up at the word "another."

AGENT VAUGHN (CONT'D)

So we'll be in contact. I'm gonna get you a ride out of here, keep you concealed-- why are you shaking your head?

SYDNEY

Because you said "another."

AGENT VAUGHN

So?

SYDNEY

So, if you really had one already, you most likely wouldn't tell me, until I was authenticated --

AGENT VAUGHN

Unless I had an instinct about you.

SYDNEY

My bet is you don't. Have another double.

AGENT VAUGHN

We might...

SYDNEY

-- but you want me to believe that you do, so on the off-chance that I'm actually looking to be a triple agent I'll report back that there's an existing mole to upset the balance of my agency.

AGENT VAUGHN

I'm not trying to play you.

SYDNEY

We'll see.

AGENT VAUGHN

I have an instinct.

He smiles warmly. He likes her.

AGENT VAUGHN (CONT'D)
You need a dentist-- do you have
one? 'Cause I can get you a name.

SYDNEY
I'm all right.

AGENT VAUGHN
(beat)
I'll be right back.

And on Sydney, we...

DISSOLVE TO:

EXT. CEMETERY - DAY

Sydney stands at Danny's grave. Her hair is dark again. She looks pretty. She sets a bouquet of flowers down upon the now-grass-covered grave. She looks at the tombstone, and while she isn't crying, she is clearly overwhelmed by this loss... and the guilt...

And after a long moment, Sydney senses something. She turns around. Standing six yards away is Jack. Her look says it all: what the hell are you doing here?

JACK
I wanted to say I was sorry.

SYDNEY
You don't have to.
(Beat)
I'm back at work, I guess you know
that.

JACK
I meant... sorry about Danny.
(Beat)
There was nothing I could do.

She looks at her father... hating him now, more than ever... but revealing the depths of her repulsion might give her away...

SYDNEY
I'd like to be alone. If you don't
mind.

JACK
(trying... it isn't easy)
I know... what it's like.
(beat)
To lose someone that you, uh... who
you--

SYDNEY

(cuts him off, controlling herself)

Listen, I don't know what you expect. Just because we're working for the same side, just because I know the truth about you now, that doesn't change a thing between us.

(beat)

I accept what I'm doing now because I have to. That doesn't mean I have to accept you.

A beat. Then Jack walks toward her -- she tenses -- he reaches into his coat -- she takes a step back -- and he pulls out a small, SILVER CELL PHONE. He offers it to her. Unsure, she looks up at him. He speaks quietly:

JACK

I asked Devlin if I could come tell you myself.

(beat)

They verified your statement. You're in.

She looks at him, bewildered. A long beat.

JACK (CONT'D)

I read what you wrote. I appreciate your not naming me, that was, uh... kind.

Finally, in an incredulous whisper:

SYDNEY

... you're CIA...?

JACK

You don't know how dangerous this is, Sydney. Doing what I do.

(Beat)

I wish you'd taken me up on Switzerland.

She's still reeling, realizing that she and her father are doing the same thing. Then, a flash of doubt:

SYDNEY

How do I know what you're telling me is the truth?

He just looks at his daughter... regretful that after twenty-six years, this is the condition of their relationship.

JACK

I guess... we'll just have to learn to trust each other.

Jack holds out the phone. After a beat she takes it. He tries to smile, but it's a failure. He just turns and walks off. She watches him go, overwhelmed.

And just as we expect to CUT TO BLACK, her CELL PHONE RINGS -- she looks down at it -- her first call as a double agent. She answers the phone with trepidation... knowing that this is just the beginning:

 SYDNEY
... hello?

CUT TO BLACK.

THE END