

ANGEL FALLEN

by
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FADE IN:

EXT. ABANDONED SHIPYARD - NIGHT

The night couldn't be anymore dead. The moon shines down onto the quiet shipyard giving it an ominous presence.

Rows of rundown ships that have seen better days sit in the port like old relics.

EXT. WATER SURFACE - NIGHT

The water surface undulates slowly back and forth. After a moment...

A BLACK HEAD emerges from the depths. The head has NIGHT VISION GOGGLES, a BREATHING APPARATUS, and is completely covered by a WET SUIT like material.

NIGHT VISION POV:

In that ethereal GREEN GLOW, an old WAREHOUSE, complete with broken windows and boarded up entrances, overlooks the shipyard. Nothing out of the ordinary until...

THREE TRUCKS enter the shipyard. Single file. Lights off. All business.

EXT. ABANDONED WAREHOUSE - NIGHT

The Trucks approach the abandoned warehouse. The FRONT DOOR of the warehouse quickly opens.

On either side of the door, TWO MASKED ARABIC TERRORISTS, armed with AK-47's, push the doors open just enough for the trucks to enter.

The Warehouse doors close just as quickly as they opened.

EXT. WATER SURFACE - NIGHT

The Black Head submerges once again back underneath the water.

INT. ABANDONED WAREHOUSE - NIGHT

The inside of the warehouse is teeming with life. Scores of ARABIC TERRORISTS patrol the perimeter of the warehouse, looking out for any intruders. All are armed with AUTOMATIC RIFLES.

At the center of the warehouse, SALEH (50's), Arabic, wearing a WHITE SUIT, stands with his hands folded in front of his waist, observing the trucks entering the warehouse.

SALEH

My toys have arrived.

The Trucks come to a stop one by one. The inhabitants all exit the trucks.

TARIK (30's), Arabic, clearly the ringleader of the truckers, approaches Saleh.

SALEH (CONT'D)

Tarik. It is always good to see you.

TARIK

And my wallet is happy to see you as well, Saleh.

Saleh laughs.

SALEH

What do you have for me today?

TARIK

Something I feel you will be very pleased to see.

EXT. ABANDONED WAREHOUSE - REAR ENTRANCE - NIGHT

A lone ARABIC GUARD stands watch outside the closed rear entrance of the warehouse. He turns his head in both directions, scanning for anyone in the vicinity.

After a moment, he pulls out a PLAYBOY MAGAZINE from his pocket. He opens to a page, a big smile on his face.

A GLOVED HAND wraps around his mouth with lightning speed. A second hand appears with the same speed. This one holding a COMBAT KNIFE. The second Gloved Hand STABS the knife deep into the Arabic Guard's throat. Instant death.

The Arabic Guard's lifeless hand drops the Playboy Magazine. Just before it hits the ground, the GLOVED HAND catches it and we finally see...

THE BLACK FIGURE. Armed to the teeth with several GUNS and KNIVES. A one man army.

The Figure gently props the dead Arabic Guard on the side of the warehouse, and places the Playboy Magazine in his hands.

INT. ABANDONED WAREHOUSE - NIGHT

Tarik leads Saleh to the back of one of the trucks.

TARIK

I must say. This was the hardest shipment I've ever had to get across the border.

Saleh approaches the back of the truck with wide eyes.

TARIK (CONT'D)

But well worth the risk.

Tarik motions for two of the Arabic Terrorists to open the door. Within seconds, the doors open revealing GUNS. Thousands of them. This amount of weaponry could arm an entire army. Twice.

Saleh's jaw drops with amazement.

SALEH

Praise be to Allah.

REAR OF WAREHOUSE

Our Black Figure slowly prances behind boxes with graceful agility. It moves like a cat. But stalks like a lion.

The Figure comes to a stop behind a STACK OF BOXES. In the near distance in front are Tarik, Saleh, and the trucks.

EXT. ABANDONED WAREHOUSE - REAR ENTRANCE - NIGHT

A SECOND Arabic Guard makes his round around the corner of the warehouse.

On the opposite corner of the warehouse, the DEAD ARABIC GUARD sits against the building, Playboy in hand.

The Second Arabic Guard just shakes his head at the sight and continues on his rounds.

INT. ABANDONED WAREHOUSE - NIGHT

Saleh examines the final truck. Tarik watches on with a smile.

TARIK

So?

Saleh turns to Tarik with a grin.

SALEH

It looks like we have a deal,
Tarik. I trust the time for
payment is upon us?

TARIK

Please.

Saleh and Tarik walk to a table near the trucks where THREE
SUITCASES await.

Tarik shoots a glance at Saleh. Saleh motions for Tarik to
proceed.

SALEH

It's all there.

Tarik opens one of the suitcases. MILLIONS OF US DOLLARS
stare back at him.

Tarik picks up a stack of bills and flips through it.

SALEH (CONT'D)

Two hundred million. US Dollars.
Just how you like it.

TARIK

A pleasure doing business with you,
Saleh.

Suddenly, a RED DOT appears on Tarik's forehead. Saleh's
smile vanishes.

SALEH

Tarik, get down!

Tarik's face fills with confusion just as...

The bullet PIERCES through his skull. The entire warehouse
turns in the direction from which the bullet came.

At the rear of the warehouse, the Black Figure kneels on one
knee on top of the stack of boxes, gun pointed.

Saleh explodes with RAGE.

SALEH (CONT'D)

Get him!

The Arabic Terrorists all raise their guns and FIRE...

The Black Figure jumps down off of the boxes and points its
own weapon.

BAM! BAM! BAM!

Three shots from our Black Figure. And three dead bodies fall to the ground.

The Black Figure disappears behind another stack of boxes.

SALEH (CONT'D)

After him, now!

The Arabic Terrorists chase after the Black Figure, shooting wildly in its direction.

The Black Figure darts around the warehouse, but with a fluid form of FREE RUNNING and PARKOUR. The Black Figure smoothly bobs and weaves over boxes, machines, and other obstacles like a gazelle. An awesome visual of movement and athleticism.

The Black Figure comes up on a large CONTAINER...

The Arabic Terrorists pick up the speed, knowing they have the Figure cornered.

Without missing a stride, the Black Figure RUNS UP THE CONTAINER. Shifts momentum. BACK FLIPS behind the running Terrorists.

BAM! BAM! BAM! BAM! Four more bodies fall to the floor.

The Figure JUMPS onto the Container, and LEAPS, like frogs on lily pads, throughout the warehouse, bullets grazing the air just around it.

Saleh watches in amazement as the Black Figure decimates his men one by one. Bodies fall like clockwork.

Three more Arabic Terrorists remain. The Black Figure jumps off of the containers. Lands behind a Terrorist. Uses the Terrorist as a human shield. Fires his gun against his own men...

The Two Terrorists fall to the ground, looking like swiss cheese.

The final Terrorist breaks free from the Black Figure's grasp, losing his gun in the process.

He turns to face the Figure. Fists up. Ready to brawl.

ARABIC TERRORIST

I'll kill you with my bare hands!

The Arabic Terrorist lunges forward with a PUNCH...

The Black Figure parries it with its arm. A PUNCH lands into the Arabic Terrorists midsection...

The Terrorist staggers back...

The Black Figure stands with its arms to the side. Almost as if its taunting the Arabic Terrorist to try and get one hit in.

The Arabic Terrorist makes another lunging attack...

The Black Figure GRABS the Terrorist's arm. Spins on its heel. SWEEP KICKS the Terrorist off of its feet...

The Arabic Terrorist crashes to the floor hard. As soon as he lands...

The Black Figure CHOPS the Terrorist's throat with its hand...

The Arabic Terrorist's windpipe SMASHES under the massive blow.

The Figure turns to Saleh. The last man standing. Saleh pulls out a HANDGUN.

SALEH

Stay away from me you infidel!

The Black Figure runs to the side of Saleh. Saleh FIRES his weapon at the Black Figure.

The Figure then RUNS ALONG THE CONTAINERS SIDEWAYS en route to Saleh. The bullets bounce off the containers just one step too late behind the Figure...

The Figure finally comes side by side with Saleh and CATAPULTS OFF the container. Right on top of him.

The Figure holds him down. A forearm wedged to his throat.

Saleh fights for gasps of air.

SALEH (CONT'D)

Who...are...you...?

The Black Figure pulls out a gun from a holster on its leg. Points the SILENCED BARREL of the gun right in the center of Saleh's forehead.

Behind the Black Figure, a SURVIVING ARABIC TERRORIST inches towards it...

Saleh notices. His eyes give it away.

Like a machine, the Black Figure pulls out a SECOND GUN from the other leg's holster. Aims behind. Pulls the trigger. Problem solved.

Saleh lies back, defeated.

SALEH (CONT'D)
If you are going to kill me at
least have the honor of showing me
your face.

The Black Figure COCKS BACK the hammer on the handgun.

SALEH (CONT'D)
Show me your face, you coward!

A pause. The Figure finally reaches up towards its head.
RIPS OFF its mask...

Saleh's face fills with surprise. He gazes back up at...

Not James Bond. But it could definitely be one of his girls.
Yes, a WOMAN. A damn beautiful one at that. This is KAREN
MILLER (30), the world's best secret agent.

Karen stares down at Saleh with intense, yet painful eyes.

SALEH (CONT'D)
A wom--

Before Saleh can finish, a SILENCED GUN SHOT cuts the air and
we...

CUT TO BLACK.

EXT. LOS ANGELES - DAY

An AERIAL SHOT of the beautiful City of Angels. An ALARM
CLOCK blares to life over the image.

INT. MILLER HOME - BEDROOM - DAY

That damn alarm clock, with the time of 7:00 AM, sits on a
nightstand, WAILING RELENTLESSLY. A HAND slams down on the
clock, killing the noise.

The hand belongs to RONALD "RON" MILLER, (30's), clean cut,
attractive in that law school graduate making at least six
figures kind of way.

Ron wipes the sleep away from his face and climbs out of bed.

INT. MILLER HOME - KITCHEN - DAY

Ron aimlessly enters the upscale kitchen still not fully awake in a shirt and half-made tie on. The sound of EGGS SIZZLING emanates from within.

Standing in front of the stove is...

Karen, only now she's not a super agent kicking terrorist ass. She's a housewife wearing USC SWEATS and the only thing she's fighting are a couple over easy eggs that won't cooperate.

Karen turns. Flashes a smile on that beautiful face of hers. Every man would want to wake up to this angel.

KAREN
Morning, babe.

Ron shuffles over to Karen.

RON
When did you get in last night? I didn't hear you come in.

Ron gives her a kiss. He wraps his arms around her waist from behind.

KAREN
I don't know. Four maybe?

RON
Wow. I have a wife that works AND wakes up to cook me breakfast? I thought this was Los Angeles.

Karen softly slaps Ron's face behind her.

KAREN
Watch it, Ron. I could always get double D implants and spend all of your money on making myself look like a whore.

Ron squeezes Karen close to him.

RON
Mm. Don't you dare defile this body.

Ron pulls down the collar of Karen's shirt. Softly kisses her upper back. For a brief moment we get a glimpse of what appears to be a LARGE TATTOO on her back.

Karen smiles. Wiggles free from Ron's grasp.

KAREN

Go sit down, Romeo. Your eggs are almost ready. I got the mail for you, too.

Ron crosses to the kitchen table. A STACK OF BILLS await him at the corner of the table.

Ron sifts through the bills. Mortgage is due. Gas and Electric is due. Even a car payment is due.

RON

So how did your presentation in Seattle go?

Karen flips the eggs onto a plate where two pieces of toast and three bacon slices already await. She brings the plate of food to the table. Places it in front of Ron.

KAREN

Oh, I killed them. They didn't have a chance.

RON

That's my girl. You know for a software analyst, your company sure has you doing a lot of traveling. Why can't they send someone else to these conventions?

KAREN

Aw. Is my husband worried about me?

Ron turns on a TELEVISION SET that sits on the counter. A TELEVISION REPORTER reports the news of the day.

RON

I'm serious, Karen. With all of the stuff going on now in this country, the last thing I want my wife doing is traveling by herself every other week. We have a computer here. Why can't you work from home?

KAREN

Oh stop it, sweetheart. I can take care of myself. And I told you the day we got married I wasn't the housewife type. Besides, this country would fall apart if it didn't have me analyzing everything that goes in an out of it.

Karen turns back towards the stove. Ron grabs her wrist. He squeezes it tight. He truly is worried about her.

RON

It's only software. Just think about it, okay? That's all I ask.

Karen lifts Ron's hand up to her mouth. Kisses it.

KAREN

I'll keep that in mind.

Karen returns to the stove. Ron digs into his plate of food.

TELEVISION REPORTER (V.O.)

...Saudi weapons dealer Saleh Al Koumali's operation was finally thwarted last night in Washington state near the Canadian border when a team of US Officials raided an abandoned warehouse that was believed to be the storage location of over 200 million dollars worth of weaponry. During the skirmish, Saleh along with international weapons smuggler Tarik Salman Sabee, also involved in the illegal weapons trade, were killed.

Ron speaks with a mouth full of food. He points his fork at the screen.

RON

See? Look! These guys could have escaped on your flight and hijacked it if the CIA or whatever didn't get to them in time.

Karen places a glass of orange juice in front of Ron.

KAREN

Oh save your convincing tactics for the courtroom. Is everything ready for Aaron's party tomorrow?

AARON (O.S.)

Dad!

Without warning, AARON MILLER (6), rambunctious, cute as a button, sprints into the kitchen with a bookbag hanging off of his shoulder. He nearly tackles Ron out of his seat.

RON

Whoa! Take it easy, birthday boy! Six year olds are heavy!

AARON
I'm not six yet!

RON
Oh really? I could have sworn you
were born on July 11th six years
ago. You calling me a liar,
mister?

AARON
I was born July 12th six years ago!
So I'm not six yet! Liar!

Karen brings another plate of food over to the seat next to
Ron.

KAREN
Let go of your father and come eat
your breakfast, Aaron.

AARON
Mom!

KAREN
I don't want to hear it.

Aaron places his bookbag on the kitchen table and takes his
seat. He picks at the food unenthusiastically. A moment of
silence passes until...

Karen SCREAMS. Ron's head shoots towards her direction.

RON
Jesus. What?

Karen points at the counter.

KAREN
Spider! Spider!

Aaron and Ron look at each other. Roll their eyes.

RON & AARON
Girls.

Ron takes a napkin from the table and moves towards the
counter.

AARON
You're such a scaredy cat, Mom!

Ron SMASHES the spider and balls it up in the tissue. Karen
turns to Ron. Fixes his necktie.

KAREN

My hero.

Ron smacks a kiss on Karen's cheek and moves to leave the kitchen.

RON

I got to go. Aaron, leave your mother alone. She can't help it that she's a scaredy cat.

Karen playfully smacks the back of Ron's head.

KAREN

Shut up.

Ron leaves the room laughing.

KAREN (CONT'D)

Oh, honey? Can you take Aaron to school? I have a meeting.

RON (O.S.)

Fine. Come on, champ!

Karen turns to the garbage can...

Not fooling anyone, Aaron pretends to trip and drops his plate in the trash can.

AARON

Oops.

Aaron grabs his bookbag off of the kitchen table and darts after Ron.

Karen sighs and places her hands on her hips.

EXT. WOODS - DAY

Karen walks through a heavily wooded area, with nothing remotely civilized in sight. She wears a BLACK TRENCHCOAT and BLACK SUNGLASSES. It appears she's walking nowhere in particular, but she strides with confidence.

Karen walks past a WARNING SIGN that reads: "RESTRICTED AREA. ALL TRESPASSERS WILL BE SHOT"

This doesn't deter her. She continues past the sign, hands in her coat pockets, as if the sign isn't even there.

EXT. WOODS - CLEARING - DAY

Karen reaches an opening in the forest. A new sign greets her: "WARNING - MINE FIELD AHEAD"

Karen could care less. She continues on her walk. As she enters the clearing...

WE SEE her feet stepping painfully close to the CLAYMORE MINES beneath her. She's either very lucky, or she's done this before.

Karen journeys through the minefield unscathed where a WALL OF TREES AND BUSHES blocks her path.

Karen stands her ground. She stares at the barrier for a moment when suddenly...

TWO GATEKEEPERS APPEAR out of thin air on either side of her! The Two Figures are dressed in black tactical uniforms.

The Gatekeepers move to face Karen. Like a robot, Karen holds both of her wrists out in front of her.

On each wrist are BARCODES. The Two Gatekeepers both use a SCANNING DEVICE on both of the barcodes. A GREEN LIGHT flashes on their devices. And with that...

The wall of trees OPENS. Like a massive foliage gate.

Behind the massive gate is a LARGE BUILDING that could double as a military stronghold. This is the ARCHANGELS HEADQUARTERS.

Karen strides towards the secret area. Just as she enters, the wall of trees CLOSES back again.

The Gatekeepers return to either side of the forest wall and PUSH A BUTTON behind their ears and...

They DISAPPEAR FROM SIGHT again. You have just seen your first glimpse of STEALTH CAMOUFLAGE.

INT. ARCHANGEL HQ - DAY

Karen enters the Archangel Stronghold. A LOGO on the floor below her tells all what organization this place holds. The building is a mix between the Pentagon and a science laboratory.

The staff here is all business. No water cooler chit chat. No gossip breaks. Just business.

As Karen walks through the halls, she passes by several CLASSROOMS that house children of all different ages. The INSTRUCTORS' speeches can be heard as Karen walks by.

ARCHANGEL INSTRUCTOR #1
 ...and we, brothers and sisters,
 are the chosen gatekeepers of this
 country...

Karen gazes into one of the CLASSROOMS. The children all stare at the Instructor with zombie-like stares.

ARCHANGEL INSTRUCTOR #2
 ...we are all of a special breed
 and must never let our country
 down...

Karen passes by a LARGE ROOM that could pass for a martial arts studio. The children stand in a circle around two other children fighting one another. The children beat the hell out of one another with no remorse.

ARCHANGEL INSTRUCTOR #3
 ...as Archangels, we are the sole
 protectors of our homeland from
 terrorists both foreign and
 domestic. Our countrymen would be
 lost and vulnerable if not for our
 presence...

One of the STUDENTS in the room turns his head and locks eyes with Karen. But these eyes aren't a normal child's eyes. They are cold, emotionless, and lifeless.

Karen looks away, disturbed.

INT. ARCHANGEL HQ - WAR ROOM - DAY

Karen passes through a room that could be the size of a football field. It is filled with computers, technology, and equipment that would rival any science fiction movie.

Several other ADULT ARCHANGEL AGENTS scatter about, all wearing black clothing.

On most of the computer screens, several photos of TARGETS of all races and ethnicities are displayed.

INT. COUNCIL'S CHAMBER

Karen stands in the center of a dimly lit circular room. Can't tell if it's day or night.

At four points equally spread apart on each side of the circle, are FOUR COUNCIL MEMBERS, seated and all dressed in black.

CAIN (60's), the Council Leader, sits in front of Karen. He listens with his hands crossed in front of him.

KAREN

...Al Koumali's terrorist cell was eradicated with a 100% casualty rating. No civilian life was lost, and the Archangels remain anonymous to the public.

DAMIEN (40's), African-American, muscles on top of muscles, a second council member, listens from the right side of Karen.

The third council member, sticking out like a sore thumb on the left side of Karen, is LAZARUS (20's), young, bookish, glasses, intelligent.

KAREN (CONT'D)

This completes my debriefing.

The fourth council member behind Karen is not visible. The other three council members exchange glances with one another.

Cain unfolds his arms.

CAIN

I don't recall Salman Sabee being a target on your mission.

Damien leans forward.

DAMIEN

Your mission was to eliminate Al Koumali. Archangels do not kill at whim. Every shot, every mission, every kill is strategically planned with the best possible outcome in mind for our country.

Karen straightens up.

KAREN

Sabee's death was necessary in order for the mission to be completed.

DAMIEN

And from whom does that observation come from? Yourself?

KAREN

Sabee was used as a diversion in order to catch Al Koumali off guard, hence giving myself the advantage--

CAIN

THAT WAS NOT YOUR MISSION!

Cain's voice RUMBLES with a fearsome ROAR. Karen is not fazed.

CAIN (CONT'D)

Have you forgotten your purpose, Angel?

KAREN

Council, Sabee was also involved in the illegal trades. His death will only help in our fight to purge our country of evil.

DAMIEN

The Council will be the judge of that.

AVA (O.S.)

Her choice was her own, but it was for the good of our people.

The fourth council member finally speaks. Karen turns around to find...

AVA (50's), Hispanic, attractive, strong, and a spitting image of Karen, coming to her rescue.

AVA (CONT'D)

The council does not find any fault in her tactics. And nor should you, Cain.

Lazarus nods his head nervously.

LAZARUS

I agree.

CAIN

Lazarus, the only reason you are a council member is so you can keep us up to date on technological terms.

LAZARUS

Yes sir.

CAIN
Are there technological terms being
discussed?

LAZARUS
No sir.

CAIN
Then shut up.

Lazarus bows his head. Karen and Ava stare at one another
with cold eyes.

CAIN (CONT'D)
I sense dissention among us.

AVA
Hardly. Only minor
misunderstanding.

Karen turns back to Cain.

KAREN
Am I dismissed?

CAIN
Not quite. I have been informed
that your son has not been inducted
into our program as of yet.

Karen's eyes widen.

CAIN (CONT'D)
Now being one of our most loyal and
skilled agents, I must have been
ill-informed about you. Am I the
victim of false information, Karen?

Karen hesitates.

KAREN
No. Your information is correct.

DAMIEN
It is mandatory that all offspring
reared by Archangels follow in
their parents' footsteps and become
Angels themselves. This is the way
our forefathers wanted us to live
and it is the way our breed has
thrived all these years.

Karen takes a deep breath.

KAREN

Damien...excuse me...Councilor, I have given up my life for the Archangels. I have paid my dues and served this country countless times. I beg of you, please spare my child.

Cain SLAMS his fist down.

CAIN

Archangel 1123, this is not a forum for compromise. Do not dare stand before me with this display of weakness. You are the daughter of a council member. Act like one. I will not tolerate any more of this insolence. I expect your child to be on the premises, in training, without delay.

Karen's eyes start to burn with anger.

KAREN

No.

Lazarus GASPS.

CAIN

What did you say?

Cain rises from his chair.

CAIN (CONT'D)

How dare you speak to me in that tone--

Ava stands as well.

AVA

The girl is tired. She is not thinking clearly, Cain. Let her rest before this situation gets out of control.

Cain locks eyes with Karen. A sly grin curls across his lips.

CAIN

Dismissed.

Karen turns to leave. She and Ava share a quick glance. There's definitely some history between these two. Karen breaks eye contact and leaves the chamber.

Cain rises from his chair and moves to Ava.

CAIN (CONT'D)

Ava.

Ava turns and faces Cain. Cain softly brushes a strand of her hair out of her face with his fingers.

CAIN (CONT'D)

Is this going to be a problem?

AVA

I will talk to her.

Cain's hand settles on Ava's cheek. He cups it in his palm.

CAIN

You be sure to do that.

Ava gently pushes Cain's hand from her face.

CAIN (CONT'D)

We all know what happens when just one angel falls.

EXT. ELEMENTARY SCHOOL - DAY

A SCHOOL BELL rings signifying the end of the school day. SCHOOLCHILDREN scatter out of the building to waiting parents.

Among the mob of kids is Aaron. He exits the school with his friends, JIMMY and TIMMY, twin brothers, on either side of him.

AARON

So you guys are coming to my birthday party tomorrow, right?

JIMMY

Of course!

TIMMY

Yeah, we wouldn't miss your party for anything, Aaron!

AARON

Awesome!

TWINS' MOTHER (O.S.)

Jimmy! Timmy! Over here!

The three boys turn and find the TWINS' MOTHER waving at them in front of a minivan.

JIMMY
We're coming, Mom!

Jimmy turns to Aaron and gives him a high five.

JIMMY (CONT'D)
Our Mom's here.

Timmy gives Aaron a high five as well.

TIMMY
Yeah. Later, Aaron.

The Twins both run to their mother. Aaron watches as she greets them with a hug and kiss. She even gives the boys a snack. What an awesome mom.

Aaron stares at the scene for a moment with a sad look on his face.

RON (O.S.)
Aaron!

Aaron turns to find Ron's MERCEDES BENZ parked in front of the school. Ron opens the passenger's side door.

RON (CONT'D)
I have a round trip ticket to Toys
R Us with your name on it. All
aboard!

Aaron forces a smile and walks to the car.

INT. MERCEDES - DAY

Aaron shuts the door and puts his seat belt on. Ron notices his sad expression.

RON
What's wrong, buddy?

AARON
How come Mommy never picks me up?

These words hit Ron hard.

RON
Mommy has work.

AARON
So? You have work too, Dad. But
you still pick me up. Everyone
else's mom picks them up from
school.

Ron pats Aaron on the top of the head.

RON
Tell you what. I'll talk to Mommy
about picking you up, but only if
you turn that frown upside down.
Deal?

Aaron lets a smile slip across his face.

AARON
Deal.

RON
There we go. Now where did I say I
was going again?

Ron rubs his chin as if his mind has drawn a complete blank.

AARON
Toys R Us!

Ron shifts the car into gear and drives off.

INT. SKYSCRAPER CORRIDOR - NIGHT

TAT! TAT! TAT! We find ourselves in the middle of a HEATED
GUN BATTLE in a narrow office building corridor.

ARMED RUSSIAN TERRORISTS shoot in the same direction down the
corridor. The constant fire causes SMOKE to billow, blocking
all visibility down the hall. Suddenly...

SEVERAL SHOTS fire back from the smoky haze. Many Russian
Terrorists fall down dead. And from the smoke...

Karen emerges. Oddly, she doesn't have her face covered, but
she does don her tactical uniform.

The Russians FIRE BACK at her. Karen docks and dodges the
bullets with ease. She returns FIRE. Her shots don't miss.

Within seconds, the hallway is clear of Russian Terrorists.

Karen observes the hallway. Her eyes fall onto an OFFICE
DOOR. Karen approaches it.

INT. SKYSCRAPER OFFICE - NIGHT

The office door SMASHES OPEN. Karen enters the office, gun
pointed straight ahead. She stops when she sees...

A RUSSIAN TERRORIST holding a CHILD HOSTAGE near a window, gun pointed at the little girl's head. Tears of fear stream down the little girl's face.

RUSSIAN TERRORIST
I'll kill her! I swear, I'll kill--

BAM!

A shot from Karen's gun hits the Russian right between the eyes.

The Russian falls back and CRASHES OUT OF THE WINDOW. He drags the little girl with him.

Karen sprints to the window just as the two fall out. Her gaze locks onto the little girl. Karen reaches out of the window...

The little girl's hand is right there. But it's too late. The two fall towards the pavement below. Just as they are about to hit...

The ENTIRE OFFICE dissolves away. Like a computer program.

Karen stands in the middle of a vast and empty...

INT. ARCHANGEL TRAINING FACILITY - NIGHT

Training facility. It resembles a large warehouse. Several other Archangels participate in their own exercises throughout the facility.

COMPUTER VOICE (V.O.)
Training simulation terminated due
to death of civilian. Mission
failed.

Karen stands with her head down gazing in the area where the little girl was just falling to her death.

AVA (O.S.)
Always be mindful of your
surroundings.

Ava stands behind Karen. She's been watching the entire time. Karen doesn't turn to face her.

KAREN
A girl of that age would not be in
an office building.

AVA

Don't be so sure. Many office buildings offer day care services for the working parents. In a hostage situation, the children would be the first used as human shields.

Karen turns, angry. She approaches a TARGET RANGE on the side of the facility.

KAREN

Did you come here to criticize me? Because if that's the case, I don't have time for it.

AVA

No. I've come because I'm worried about you, Karen.

Karen unloads the clip from her handgun and places a fresh magazine into the gun.

KAREN

Since when did you start worrying about me?

Karen aims at the target. FIRES. Several times. Each shot hits the bullseye.

AVA

A mother cannot be concerned about her daughter?

Karen turns and stares Ava in the eye.

KAREN

You are not my mother. Anyone that exposes their child to this is not a parent.

Ava looks down, hurt. Karen turns back to the target and FIRES again.

AVA

Karen, we are of a special breed. This is the reason why we were put on this planet. To protect those that cannot protect themselves. And that is why your son needs to join us, so we can keep our bloodline going. Do not be so selfish, it is not the Archangel way.

Karen places the gun down on a table and turns to Ava.

KAREN

Selfish? Me wanting to give my son a normal life is selfish?

AVA

No, but bringing him into this world with your circumstances, is.

Karen closes her eyes. She's trying to keep it together.

KAREN

The things that I've had to go through and give up because of this place are unforgivable. Aaron is a good boy with a good family and a good life. I will not destroy it because of some outdated tradition. I am not a birth mother for the Archangels and my son is not a child born to kill.

AVA

You can't just sweep this under the rug and hope it's forgotten about, Karen. Your son is going to be trained whether you agree to allow it to happen or not. And you know that the older the boy gets, the more traumatic the training will be on him. Do the right thing and allow him to safely fulfill his purpose.

Karen's mood becomes eerily calm.

KAREN

The only purpose my son is going to fulfill is being a normal human being. And as his mother, I'm going to make sure that happens.

Karen eyes Ava up and down.

KAREN (CONT'D)

Not like you would know what that means.

Karen brushes past Ava and exits the facility. Ava stares back after her with a worried look on her face.

Like a flash of lightning, Ava spins and picks up Karen's gun from the table. She FIRES three successive shots...

One hits the bullseye...

The second hits the top right corner of the target...

The third hits the top left corner of the target, causing the target to FLY BACKWARDS off its hinges.

INT. SHACK - NIGHT (FLASHBACK)

We flash to a dilapidated shanty somewhere in the past.

In the center of the house, a FEMALE CHILD SOLDIER (8), dressed in ARCHANGEL BLACK, straddles above a CUBAN MAN (30's), gun pointed at his forehead.

The Female Child Soldier stares at the Cuban Man with an eerie emotionless gaze.

CUBAN MAN
(in Spanish)
Please. Don't shoot.

A figure enters the doorway. Cain. Several years younger, but still a menacing figure. He crosses towards the Child Soldier and stands behind her.

CAIN
Complete your training, my child.
Kill him.

The Cuban Man holds up shaky hands in surrender.

CAIN (CONT'D)
Take his life, Karen. It's your
final step to becoming an
Archangel.

The Cuban Man pleads in unintelligible Spanish. LITTLE KAREN cocks the hammer back on the gun...

CAIN (CONT'D)
Kill him!

BAM! A SHOT rings out from Little Karen's gun.

INT. MILLER HOME - BEDROOM - NIGHT (PRESENT)

Karen SPRINGS from the nightmare, drenched in sweat and SCREAMING. Her arms flail in all directions.

The commotion wakes up Ron as well. Ron grabs Karen and holds her close to him.

RON

Shh. Shh. It's okay, baby. It's
just a dream. It's only a dream.
Calm down. Calm down.

Karen slowly calms down. Her breathing stabilizes and her
panting subsides. She wipes her forehead and places her
palms on her face.

RON (CONT'D)

Another nightmare?

Karen nods her head "yes". Ron lies back down and pulls
Karen with him. Karen snuggles her back against Ron's chest,
eyes still closed.

RON (CONT'D)

It's over now. Just relax.

Karen's breathing becomes more rhythmic and just like that
she's back to sleep.

EXT. MILLER HOME - BACKYARD - DAY

The backyard is fully decorated with birthday balloons and
streamers. The members of the party sit at a long table,
with Aaron at the front, a big birthday cake in front of him.

Ron stands next to him, with Karen in his arms taking
pictures with a camera.

PARTY

(singing)

...Happy birthday dear Aaron!
Happy birthday to you!

Aaron blows out the candles, and the party APPLAUDS.

MOMENTS LATER

Aaron opens up his birthday presents. Ron hands Aaron a
gift.

RON

And this one is from the twins.

Jimmy and Timmy sit on either side of Aaron, barely able to
hold in their excitement.

JIMMY

Open it, Aaron!

TIMMY

Yeah! It's the best present ever!

Aaron rips off the wrapping paper. Karen takes another picture. Aaron's eyes light up when he sees what he finds.

AARON

Wow! Zombie Apocalypse! Cool!

Aaron holds up an XBOX VIDEO GAME for all to see. Karen frowns at it.

KAREN

That looks pretty violent, Aaron.

AARON

Mom!

RON

Party pooper!

The kids all start LAUGHING. Karen's jaw drops with fake surprise.

RON (CONT'D)

What do we do with party poopers,
kids?

Aaron, the kids at the table, and Ron all produce SUPER SOAKERS. They aim at Karen.

KAREN

No!

RON

Fire!

The kids SPRAY Karen with a barrage of water. She screams with delight as she runs back towards the house. The other parents at the party laugh.

LATER

Karen stands in the back doorway of the house drying herself off with a towel as she observes the party.

Ron is in the middle of a super soaker war with the kids. They all are having a blast. It makes Karen smile.

Ron and Karen lock eyes. Ron holds his hand up in surrender to the kids.

RON
Alright kids, I'm too old for this.
Go on without me.

AARON
Leave the old man! Come on you
apes! You want to live forever?

Aaron sprints off like a battalion leader with the twins following him.

Ron walks over to Karen. She gives him a playful smack on the shoulder.

KAREN
I hate you.

RON
Why? I think you look sexy when
you're wet.

KAREN
Is that so?

Karen starts rubbing herself with the towel very seductively.

RON
You better stop that or these kids
will be asking their parents why
Mr. Miller is hurting Mrs. Miller
up against the wall.

Karen laughs. She stares out after Aaron sprinting around the front of the house.

KAREN
He's not my baby anymore, Ron.

RON
Yeah, but you'll always be his Mom.

Karen nods her head with content.

KAREN
Yeah.

EXT. MILLER HOME - FRONTYARD - DAY

Aaron storms around the front of the house, super soaker ready to soak. Just as Aaron rounds the corner of the house, he comes face to face with...

Cain. Aaron stops dead in his tracks and looks up at Cain with wide eyes. Cain stares down at Aaron with an emotionless face, then it morphs into a smile.

CAIN

Hello.

AARON

Hi.

CAIN

I'm looking for Aaron. Do you know where I can find him?

AARON

I'm Aaron. It's my birthday today.

CAIN

Really?

Cain reaches into his trenchcoat pocket and pulls out a DIGITAL WATCH.

CAIN (CONT'D)

Well, what kind of guest would I be if I didn't give you a gift?

AARON

My mom said I shouldn't take things from strangers.

CAIN

But I'm your mother's boss. My name is Cain.

Aaron looks at the watch. It's a very hi-tech looking watch with TWO ANGEL WINGS on the face of it. Aaron takes the watch.

AARON

Oh, okay. Thanks.

EXT. MILLER HOME - BACKYARD - DAY

Karen and Ron make their way around the party, shaking the parents' hands.

RON

Thank you for coming.

Karen searches the backyard for something. She frowns.

KAREN

Where's Aaron?

Ron turns back to Karen.

RON
He's probably out front.

KAREN
I'll go check.

RON
I'm sure he's fine, honey.

Ron frowns as Karen crosses to the side of the house.

RON (CONT'D)
Just let him have fun, Karen!

EXT. MILLER HOME - FRONTYARD - DAY

Karen comes to the corner of the house to the front yard.

KAREN
Aaron?

As Karen turns the corner her eyes fall upon...

Cain and Aaron. Aaron is laughing at whatever Cain is saying.

Karen stares at them for a moment. Paralyzed. She finally breaks out of her trance.

KAREN (CONT'D)
Aaron! Get over here!

Cain and Aaron turn in Karen's direction.

AARON
But--

KAREN
Now!

Aaron sulks over to Karen. Karen puts Aaron behind her, shielding him from Cain.

KAREN (CONT'D)
What are you doing here, Cain?

Cain flashes a devilish grin.

CAIN
You never told me your son was such a brilliant little boy, Karen.

KAREN
Get off of my property.

CAIN
Is that a way to treat a guest at
your home?

AARON
Yeah, Mom. Uncle Cain is really
cool.

KAREN
Cain, I swear, leave.

Ron rounds the corner.

RON
Karen, I--

Ron notices Cain. He also notices Karen standing in front of
Aaron protectively.

RON (CONT'D)
Can I help you, sir?

CAIN
As a matter of fact you already
have, Mr. Miller.

KAREN
Ron, take Aaron around back please.

RON
What's going on, Karen?

KAREN
Just do it!

Ron holds out his hand.

RON
Come on, Aaron.

Aaron crosses to Ron. Ron gives Karen another look.

RON (CONT'D)
Are you sure you're alright, Karen?
Who is this guy?

KAREN
I'm fine. He's my boss. Just take
Aaron around back. This will only
take a second.

Ron disappears with Aaron around the house. Karen turns back to Cain.

CAIN

They have no idea, do they?

KAREN

Cain, if you so much as breathe on my family again, I will kill you.

CAIN

You know, your mother didn't waste any time in putting you in the program.

KAREN

I don't care. You're not getting my son.

CAIN

You don't understand. All Archangels must--

KAREN

Then consider this my resignation.

Cain stares Karen in the eyes.

CAIN

You don't quit us, Angel. One fallen angel is all that is necessary for a collapse of our Heaven.

KAREN

Then so be it.

Cain walks right up to Karen and gets close. Real close.

CAIN

Just know this, Fallen One. You are turning your back on your country, and in essence, your family.

Karen just stares back. Cain puts on a pair of sunglasses and exits the frontyard.

Karen lets out a breath she didn't realize she was holding.

INT. MILLER HOME - LIVING ROOM - NIGHT

CLOSE ON TELEVISION

A FIRST PERSON SHOOTER video game is in progress. ZOMBIE HEADS are BLOWN OFF one by one. PULL BACK to reveal...

Aaron playing the video game, a serious look of concentration on his face. Ron walks past the couch behind him.

RON
Ooh! Nice one! Watch out!

Aaron is clearly a pro at the game.

RON (CONT'D)
Where's your Mom?

Aaron doesn't take his eyes off the screen. Another zombie head explodes.

AARON
No.

RON
That wasn't a yes or no question.

AARON
No.

Ron LAUGHS and heads toward the staircase leading to the second floor.

INT. MILLER HOME - BEDROOM - NIGHT

Karen sits on her bed, softly crying.

RON (O.S.)
Honey! You up here?

Karen straightens up and wipes her face. Ron enters the room.

RON (CONT'D)
There you...

Ron notices her tears.

RON (CONT'D)
Karen?

Karen looks up. Her face is on the borderline of spilling more tears. Ron approaches her.

RON (CONT'D)
Baby, what's wrong?

Karen sniffs and stands up to leave the room.

KAREN

Nothing.

Ron grabs Karen's shoulders and turns her to face him.

RON

Karen, why are you acting like this? Is this about your boss showing up today? Did he say something to you?

Karen looks away.

RON (CONT'D)

Don't shut me out like this. Is there something you want to tell me?

Karen looks back at Ron through glassy eyes.

KAREN

I...I...I...

Karen can't get the words out. She starts to softly cry. Ron cups Karen's face in his hands.

RON

Tell me.

KAREN

I...quit my job today. I'm sorry.

RON

What? Why?

KAREN

Because I felt like I was losing you and Aaron because of it. I know times are tough with money and I--

Ron lets out a nervous laugh.

RON

That's it?

Karen nods her head "yes". Ron kisses her on the forehead and holds her close.

RON (CONT'D)

Honey, you will never lose us. You're the best wife and mother a husband and son could ever have.

Ron gently wipes away a few tears from her face.

RON (CONT'D)

And don't worry about your job.
I've been trying to get you to quit
ever since we got married.

KAREN

Are you sure?

RON

Of course. Now when I go out with
the guys I can join in on their
conversations about how my wife
just mooches off of me and spends
all my money.

Karen laughs.

KAREN

Oh, God.

RON

Everything's going to be alright.
Trust me.

Karen smiles.

KAREN

Okay.

RON

Now what do you say we get you
cleaned up and then go spend some
time with our son?

Karen dries her eyes with her hand.

KAREN

Sounds like a plan.

Ron and Karen stare at each other for a moment. Ron leans in
and kisses her softly on the lips.

INT. MILLER HOME - SHOWER - NIGHT

Karen and Ron kiss passionately in each other's arms under a
jet stream of water in the shower.

Ron softly runs his hands down Karen's back where a LARGE
TATTOO of ANGEL WINGS goes down the entire length of her
back.

RON

I love this tattoo.

KAREN
Why? I hate it.

RON
Because. It lets me know I found
my angel.

KAREN
You are so corny.

RON
And you are so beautiful.

Karen and Ron lock lips once again as their heads disappear into the stream of water falling from above.

EXT. MILLER HOME - NIGHT

UNKNOWN POV:

Through an UNKNOWN POV, someone is quickly approaching the front of the house. The sound of SEVERAL OTHER FOOTSTEPS reveals there is more than one person.

INT. MILLER HOME - LIVING ROOM - NIGHT

Aaron and Ron sit on opposite sides of Karen as she plays Aaron's video game. She's not that good at the game.

Karen shakes her head with disgust with each zombie she kills.

KAREN
This game is so terrible. Why do I
have to shoot everyone?

Aaron keeps his gaze fixed on the screen.

AARON
Because Mom! If you don't shoot
them, they'll eat your brains and
then the world is doomed!

RON
The world's fate is up to you,
babe!

A zombie POPS OUT on screen. Karen SQUEALS with fright.

EXT. MILLER HOME - NIGHT

UNKNOWN POV:

That same POV is now even closer to the house. It peers in a window on the side of the house.

Through the window, Karen and her family are visible playing the video game in the living room.

AARON
Watch out Mom!

RON
They're eating you, honey!

KAREN
Ah!

The POV turns away and heads towards the back of the house.

INT. MILLER HOME - LIVING ROOM - NIGHT

Aaron can't take it anymore. He restlessly squirms in his chair as Karen continues to get her butt kicked by zombies.

Aaron holds out his hand.

AARON
Tag me in, Mom!

Karen slaps Aaron's hand and gives him the controller. Just as he gets the controller...

The LIGHTS GO OUT.

Without delay, Aaron clutches onto Karen's waist for dear life.

AARON (CONT'D)
Mom? Mom?

KAREN
I'm right here, baby.

Ron gets up from the couch.

RON
That's weird. I just changed the
circuit breaker.

Karen's face fills with suspicion. She starts scanning the entire house.

Ron leaves the living room.

KAREN
Where are you going?

RON (O.S.)
To the basement.

KAREN
Maybe I should go, too.

Ron returns to the living room, flashlight now in hand.

RON
Just relax. Stay here with Aaron,
I'll be right back.

Karen steps towards Ron. Aaron clutches her even tighter.

AARON
No, Mom! Stay!

Karen realizes Aaron's not going to let her go. She sighs and nods to Ron.

KAREN
Okay. Hurry up.

INT. MILLER HOME - BASEMENT - NIGHT

Ron descends the steps with the flashlight into the pitch black basement. Ron shines the beam of light around, trying to locate the circuit breaker box.

Ron finally locates the box and crosses over to it.

Ron opens the box and shines the light onto it. After a moment, Ron's face fills with confusion.

RON
Huh?

Inside the box, the CIRCUIT is not broken.

Ron closes the circuit box and heads back towards the staircase. As he climbs the steps...

A BLACK FIGURE emerges from the shadows.

INT. MILLER HOME - LIVING ROOM - NIGHT

Aaron still holds onto Karen as if he's afraid the darkness will eat him alive if he lets go.

Ron enters the living room with a confused look on his face. Karen notices.

KAREN

So?

RON

The circuit wasn't broken--

Suddenly, the Black Figure pops up behind Ron out of nowhere. Wraps its arm around Ron's neck. In one fluid motion, the Figure's second arm points a GUN at Karen. Fires...

With cat like reflexes, Karen grabs Aaron and jumps over the couch...

The bullets graze past Karen and Aaron by millimeters. Hitting other objects in the living room.

Karen FLIPS over the couch, creating a temporary barrier from the hail of bullets.

The Black Figure continues to fire at the overturned couch.

Ron struggles to break free from the Figure's grasp but it's a death grip.

RON (CONT'D)

Please...take what you want...leave my family alone!

Behind the couch, Karen shields Aaron from the falling debris caused by the gunfire.

Aaron covers his ears to block out the roar of the gunshots.

The Black Figure's gun CLICKS empty. Like a robot, the Figure holsters the gun, and reaches for another one on the opposite leg.

Karen peers over the top of the couch. She locks eyes with Ron.

RON (CONT'D)

Karen! Run! Get you and Aaron out of here! Now!

The Black Figure points the gun at Karen then switches the barrel to Ron's neck.

KAREN

No!

The Figure pulls the trigger...

A SUPPRESSED GUNSHOT follows. Ron's head JERKS from the impact, but instead of a bleeding bullet hole, a TINY DART sticks out from Ron's neck.

The Figure backpedals, with Ron, towards the front door.

Karen jumps out from behind the couch en route to the Black Figure, anger dripping from her face. Before Karen is even able to close the gap...

TWO WINDOWS SHATTER. TWO MORE BLACK FIGURES land in the living room.

The Black Figure holding Ron, opens the front door and disappears into the night.

KAREN (CONT'D)

Ron!

BLACK FIGURE #2 pulls out its own handgun. Takes aim at Karen.

BAM! BAM! BAM! Karen sprints around the living room, keeping one step ahead of the bullets. She leaps into the kitchen, out of harms way.

BLACK FIGURE #3 points towards the kitchen. Black Figure #2 nods its head and crosses towards it. Black Figure #3 begins searching around the living room.

INT. MILLER HOME - KITCHEN - NIGHT

Black Figure #2 enters the kitchen cautiously. A RED LASER SIGHT from its gun searches for Karen. After a few moments...

Karen pops up from behind a counter. TWO KNIVES in her hands. She tosses them like frisbees at Black Figure #2...

With amazing reflexes, Black Figure #2 drops its gun. GRABS THE KNIVES MIDFLIGHT. Redirects the blades in its hands. Throws them right back at Karen...

Karen strafes to the side. The blades barely flying past her face. She takes advantage of the now unarmed Black Figure #2 and charges it.

INT. MILLER HOME - LIVING ROOM - NIGHT

Black Figure #3 flips everything over in its sight, looking for anything alive. After flipping over a sofa, its gaze falls upon the overturned couch that has Aaron underneath it.

INT. MILLER HOME - KITCHEN - NIGHT

Karen throws a barrage of kicks at Black Figure #2. It blocks all of the attacks expertly...

Black Figure #2 sweeps Karen's feet from underneath her. She crashes to the floor hard.

Karen looks back behind her...

The gun is right there. Karen turns and reaches for it.

Black Figure #2 locates one of the knives on the ground. Lifts it over its head to stab down on Karen's back...

Karen grabs the gun. Turns...

BAM! BAM!

Black Figure #2 falls back. Two new holes in its skull.

Karen's chest heaves with heavy breaths as she stares at the dead Black Figure.

AARON (O.S.)

Mom!

Karen springs to her feet, gun pointed towards the living room.

INT. MILLER HOME - LIVING ROOM - NIGHT

Karen enters, gun drawn. Black Figure #3 holds Aaron in its grasp, gun to his neck, slowly backing towards the front door.

Karen redirects her aim. TWO SHOTS RING OUT.

The two shots hit the WRIST that Black Figure #3 holds the gun to Aaron's neck with. With uncanny precision, the two bullets hit both arm bones and SEVER the hand from the arm.

Black Figure #3 falls back, now with only one hand, releasing Aaron in the process.

Karen slowly crosses to Black Figure #3 lying on the ground and stands over it. For the severity of the injury, Black Figure #3 just lies still on the ground. No noise, no grabbing at the injured arm. Nothing.

Aaron looks at his mother with a new found look of wonder.

Karen kneels down and pulls off Black Figure #3's mask revealing...

A MAN with an emotionless gaze stares back at Karen. She grabs his collar and lifts him up.

KAREN
Did Cain send you?!

BLACK FIGURE #3
I have failed my mission. But others will come.

KAREN
What mission?!

BLACK FIGURE #3
There is no escape.

Karen speaks to Aaron, while still looking at Black Figure #3.

KAREN
Aaron, shut your eyes.

AARON
But...

KAREN
Do it!

Aaron covers his eyes with his hands.

BLACK FIGURE #3
The boy will be ours...

Karen points the gun at Black Figure #3's forehead. He looks back at her with a soulless gaze.

BLACK FIGURE #3 (CONT'D)
...and you will die, Fallen One.

Karen pulls the trigger. Black Figure #3's brains SPLATTER all across Karen's face and shirt.

Karen drops the gun and sits back. She buries her face in her palms and sits in silence.

Aaron slowly uncovers his eyes. The sight of his mother with blood all over her is unsettling. He softly saunters over to Karen and rubs her hair.

AARON
Don't cry, Mommy.

Karen grabs Aaron and hugs him tight. She smothers his face with kisses of relief and pats his body down, looking for any sign of injuries.

KAREN
Are you hurt? Did they do anything
to you?

AARON
No. I'm okay. Are you okay?

KAREN
I'm fine, sweetie.

Aaron stares at Karen for a moment.

AARON
Mom?

KAREN
Yeah?

AARON
Are you one of the X-Men?

Karen laughs. She wipes some blood off of her face.

KAREN
No, baby.

AARON
Where's Dad?

Karen picks up her gun and searches Black Figure #3's body for ammunition. She finds two HANDGUN CLIPS.

KAREN
I don't know.

Karen rises to her feet. She ejects the empty clip from her gun and slaps a full one in.

KAREN (CONT'D)
But we're going to find out. Get
your shoes on.

INT. SHACK - NIGHT (FLASHBACK)

Again, the same shack from Karen's flashback at the beginning of the film. However, the scene is much more calm and serene this time around.

The Cuban Man sits at a table feeding a beautiful little baby girl.

CUBAN MAN
(in Spanish)
Open up, Caranita.
(MORE)

CUBAN MAN (CONT'D)

You need to eat so you can grow up
to be a strong woman.

BABY CARANITA, giggles as she sloppily gobbles on the spoonful of food the Cuban Man offers her. Some of the food falls onto her clothing, soiling it.

CUBAN MAN (CONT'D)

(in Spanish)

You messy girl! Let me find
something to clean you up with.

The Cuban Man rises from his seat and searches a nearby table for a rag. Just as he grabs the rag...

The front door slowly opens. The Cuban Man turns to the doorway. What he sees startles him...

Another infamous BLACK FIGURE stands in the doorway, gun pointed at him.

The Cuban Man raises his arms in surrender.

CUBAN MAN (CONT'D)

(in Spanish)

Who are you? What do you want?

The Black Figure locates Baby Caranita. It moves towards her.

The Cuban Man picks up a KNIFE from his table and moves to intercept.

CUBAN MAN (CONT'D)

(in Spanish)

No! Stay away from her!

The Cuban Man lunges with an attack...

The Black Figure blocks the attack easily. Pistol whips the Cuban Man on the back of the head...

He falls to the ground. Clutching the back of his head in pain.

The Black Figure returns its attention to Baby Caranita. It picks her up softly in its arms and moves to exit the shack.

The Cuban Man crawls towards the Black Figure, barely conscious, making one last effort to stop it.

CUBAN MAN (CONT'D)

(in Spanish)

Not...my...child...

The Black Figure turns around and kicks the Cuban Man in the face. The blow knocks him out cold. The Black Figure turns and exits the shack.

LAZARUS (V.O.)

Ava!

INT. ARCHANGEL HQ - INFIRMARY - NIGHT (PRESENT)

Ava lies in a highly sophisticated infirmary, on a cot sleeping. Ava's eyes slowly open...

She finds Lazarus standing above, poking at her. He speaks in a forced whisper.

LAZARUS

Ava. Wake up. Something is wrong.

Ava cups her forehead with her palm.

AVA

Lazarus, I need rest.

LAZARUS

I know. But I think you may want to know about something.

AVA

Can't it wait until morning?

LAZARUS

No. I think Cain is up to something off the grid.

This piques Ava's interest. She gives Lazarus a little bit more of her attention.

AVA

What gives you that assumption?

Lazarus moves in closer, lowering his voice even more.

LAZARUS

Multiple Angels have been deployed on an undisclosed mission.

AVA

So? Perhaps it is a Clandestine Op.

Lazarus pulls out a tiny LAPTOP COMPUTER from his trench coat and places in on the cot next to Ava.

LAZARUS

Those were my thoughts at first glance. But Karen is always the first Angel deployed for Clandestine Ops.

AVA

And?

Lazarus quickly inputs keys on the laptop.

LAZARUS

So I checked her mission log, to see where she was heading, you know, to guess who the target might be?

Ava pinches the bridge of her nose and closes her eyes.

AVA

Lazarus, please get to the point.

LAZARUS

And at first, I couldn't get into her file. How odd is that? A Council member denied access to Angel files. I mean, I know I'm young and all, but after some trial and error--

AVA

Lazarus!

LAZARUS

Sorry.

Lazarus inputs a final key into the laptop. He spins it around for Ava to see.

LAZARUS

I found this...

Ava's jaw drops with horror.

COMPUTER SCREEN

On the screen, Karen's MISSION PROFILE is displayed, with two words stamped across it: "FALLEN ANGEL".

AVA

No...

DAMIEN (O.S.)

What are you two doing?

Ava and Lazarus turn to find Damien standing behind them, arms folded across his chest.

AVA
Damien, why is my daughter being targeted as a Fallen Angel?

DAMIEN
Where did you hear that?

Lazarus swallows hard. Damien eyes him up and down.

DAMIEN (CONT'D)
I see. Cain would like to see the both of you right away. All will be explained.

Ava and Lazarus share a worried look.

EXT. ABANDONED GAS STATION - NIGHT

Ron's Mercedes Benz, lights off, pulls into a beat down gas station on the outskirts of town that hasn't been open for years. The Unleaded Gas price of \$1.29, lets us know it's been a really long time.

The Benz creeps around the corner to the back of the GARAGE and comes to a stop.

Karen and Aaron exit from each side of the car.

INT. GARAGE - NIGHT

Karen unlocks a padlock and opens the shutter door. The inside of the garage is completely the opposite of its exterior. Computers, weaponry, tactical gear, etc. A special agent's wet dream.

Aaron scans the garage with youthful and curious eyes.

AARON
What is this place, Mom?

Karen approaches one of the computers on the wall.

KAREN
My safehouse.

Aaron starts exploring the garage. He eyes all the guns like a kid in a candy store.

AARON
Oh. Cool. Like a top secret base?

KAREN
Sure, honey.

Karen looks back behind her and finds Aaron fiddling with the guns lining the walls.

KAREN (CONT'D)
Aaron! Don't touch! Come over
here and stay close to me!

Aaron shrugs and moves to Karen as she turns on the computer.

Karen inputs keys into the keyboard with lightning speed. The large WALL MONITOR blinks to life. The Archangel Logo stands as a screensaver. Karen inputs more keys. The screen changes to a view of scrolling files.

AARON
What are you doing?

KAREN
Trying to find out why those men
took your father.

Karen's fingers slide effortlessly across the keyboard depressing buttons, then come to a screeching halt.

Karen stares at the screen with horror.

KAREN (CONT'D)
Oh my God.

On the large monitor, a Mission Briefing is displayed with the title, ASSASSINATE FALLEN ARCHANGEL 1123, SEEK AND CAPTURE RON MILLER & AARON MILLER ALIVE. Pictures of Karen, Ron, and Aaron stare back from the screen.

Karen turns and sits on the edge of the keyboard. Aaron notices her reaction.

AARON
Are we going to die, Mommy?

Karen kneels down in front of Aaron and takes his hands in her own.

KAREN
Aaron, I want you to listen to me.
I won't let anything happen to you.
You hear me?

Aaron nods his head "yes".

KAREN (CONT'D)

I promise. No matter what these bad guys throw your way, I'll stop it.

AARON

But what if one of the bad guys grabs me again?

Karen stands and approaches her wall of weapons. She runs her hands along them until she comes to a SMALL CANISTER. She picks it up off of the shelf and returns to Aaron. She kneels back down in front of him.

KAREN

I'll try my best to not let that ever happen again. But if one of them grabs you again, I want you to use this.

Karen hands it to Aaron. Aaron observes the container in his hand with confusion.

AARON

What is it?

KAREN

This is called a Flashbang Grenade.

AARON

Flashbang Grenade?

KAREN

Yup. If someone grabs you again. I want you to push this button right here and throw it down in front of you. But you have to promise me you'll close your eyes tight.

AARON

Why?

KAREN

Because if you don't, it will hurt you too. It's makes a big bright light come out that will make everyone in the room blind.

Aaron looks at it with wonder.

AARON

Wow.

KAREN

No one can stand the light.
They'll drop you and then you run
as fast as you can. Okay?

Aaron nods his head with a smile. Karen holds her hands out in front of her.

KAREN

Now give Mommy a hug.

Aaron and Karen hug. Aaron lets go after a moment.

AARON

So what now?

KAREN

I have to figure out how to get
Daddy back without losing you in
the process. Any ideas?

Aaron shakes his head "no" slowly. Karen frowns.

KAREN

Me neither.

Karen kisses Aaron on the forehead and smiles.

KAREN (CONT'D)

How about we think about it over
some pizza bagels?

Aaron's eyes light up.

AARON

Alright!

INT. ARCHANGEL HQ - INTERROGATION ROOM

Damien escorts Lazarus and Ava into a windowless room. Cain stands in the room, back to Ava and Lazarus. Sitting in a chair is a bound and woozy Ron.

RON

What the hell is going on here?
Who are you people?

Ava glances at Ron for a moment. She closes her eyes with pity.

Damien approaches Cain and taps him on the shoulder.

DAMIEN

The remaining Council Members have arrived, Cain.

Cain turns and offers Ava a smile.

AVA

What the hell do you think you're doing, Cain?

CAIN

Ava. We have a guest. That is no way to talk with company present.

Ron struggles in his chair.

RON

Will somebody tell me what the hell is happening? If it's money you want, name your price.

Ava points her finger at Cain.

AVA

You have gone to far this time, Cain!

CAIN

Is that so? Eradicating a fallen angel for the good of our faction, and keeping our legacy going is too far?

AVA

Karen does not deserve this!

Ron's eyes widen at the sound of his wife's name.

RON

How do you people know my wife?!

Cain sighs and eyes Lazarus.

CAIN

Lazarus, please tell this gentleman who his wife really is.

Lazarus starts to tremble.

LAZARUS

Sir?

CAIN

Don't make me repeat myself.

LAZARUS

Yes sir.

Lazarus turns to Ron.

LAZARUS (CONT'D)

Karen Miller, Angel #1123, is a member of the Archangels, an elite national security force that was created in 1814 by President James Madison after the burning of the White House to ensure that no foreign entity will ever invade our country again. In 22 years, Karen Miller has assassinated over 250 terrorists and was a key component in the end of Cuba's participation in our nation's Cold War with the Soviet Union.

Ron stares at Lazarus as if her were an alien. Lazarus takes a deep breath.

LAZARUS (CONT'D)

Recently, Archangel Karen Miller has been deemed a Fallen Angel due to the failure on her part to abide by the Archangels' policy to relinquish all offspring she has reared into our training program to keep our numbers strong and has since been sentenced to termination.

Cain places a hand on Lazarus's cheek.

CAIN

Well done, son.

Lazarus looks at Ava nervously. Cain smiles, amused.

CAIN (CONT'D)

Unfortunately, you have broken our most important rule of never revealing the secret of the Archangels to a civilian.

Lazarus's face floods with confusion.

LAZARUS

What?

CAIN

Pity.

Cain nods his head to Damien. Damien produces a HANDGUN from his trench coat and points it at the back of Lazarus's head.

AVA

No--

BAM! Lazarus falls to the ground dead. Ron watches on with disbelief. Cain switches his gaze to Ava.

CAIN

I want this to be perfectly clear, Ava. So I'll speak slowly. I am doing this for the good of the Archangels. Anyone who stands in my way will be deemed an accessory to your daughter's recent departure.

Ron stares at Ava. He whispers to himself.

RON

Daughter...?

CAIN

Lazarus went behind my back and broke into her file revealing my intentions. I trust you will not be so brainless and insolent.

Damien points the gun to the back of Ava's head.

CAIN

What do you say?

Ava pauses for a moment. She inhales deep.

AVA

I will do what is right for the Archangels.

Cain smiles. He motions for Damien to lower his gun and Damien does.

CAIN

That is all I ask for.

Ava turns and exits the interrogation room. Cain looks at Lazarus's dead body with disgust.

CAIN

Will someone get this out of here?

An ARCHANGEL enters the room and picks Lazarus's dead body off the ground. He drags the body out in a matter of seconds.

Cain turns to Ron.

CAIN
Stay awhile, Mr. Miller. I'll be
back when we have the boy.

Cain exits the room and locks the door behind him. Ron takes a deep breath and looks up to the ceiling.

RON
God, please don't let anything
happen to my family. Take me if
you have to, but don't let anything
happen to my wife and son.

Ron ducks his head.

RON (CONT'D)
Please...

INT. GARAGE - NIGHT

Karen is in the middle of stocking herself with weapons. Aaron sits on the floor eating a plate of microwaveable pizza bagels.

Karen wraps two HANDGUN HOLSTERS around her thighs and fills them each with a gun.

AARON
Mommy, how many people have you
killed?

Karen gives Aaron a sour look.

KAREN
Don't, Aaron.

A PHONE connected to one of Karen's tactical uniforms starts to RING.

Karen's brow furrows at the sound. She approaches the phone slowly and lifts it out of its case and looks at the ID display.

INSERT: "INCOMING CALL - AVA..."

Karen answers the phone.

KAREN
(into phone)
You...

INT. ARCHANGEL HQ - CORRIDOR - NIGHT

Ava stands in a dark corner of an empty corridor speaking into a phone.

AVA
(into phone)
Karen. Are you alright?

INTERCUT AS NEEDED

KAREN
(into phone)
What have you and your council done with my husband?

AVA
(into phone)
Karen, I need you to be quiet and listen--

KAREN
(into phone)
No! You try to kidnap me and my son, take my husband away from me, and you want me to listen to you?

AVA
(into phone)
Karen, Cain has gone mad. He's done this completely off the grid without the approval of the Council.

KAREN
(into phone)
Whatever. Your lies are almost as amazing as your lack of emotion.

AVA
(into phone)
He just killed Lazarus.

Karen freezes.

KAREN
(into phone)
What?

AVA
(into phone)
Yeah. He also has Damien on his side. It's an all out manhunt for you and your son.

KAREN
 (into phone)
 Why are you telling me all this?

AVA
 (into phone)
 Because I don't want this to happen
 to you.

Karen nods her head with relief. She has an ally after all.

KAREN
 (into phone)
 Okay. Where did they take my
 husband? And why did they sedate
 him? The Archangels don't take
 prisoners.

AVA
 (into phone)
 He's here at Headquarters and he's
 alive. But I don't know for how
 long. Where are you?

Karen looks at Aaron for a moment. She looks away again and
 speaks back into the phone.

KAREN
 (into phone)
 We're safe.

In Ava's corridor, FOOTSTEPS emanate in the distance. She
 covers her mouth to conceal her voice.

AVA
 (into phone)
 You're right. It's not safe to
 talk like this. Meet me at the
 steel factory next to the
 elementary school right away. I'll
 explain everything.

KAREN
 (into phone)
 But--

AVA
 (into phone)
 Please, Karen! And make sure no
 one follows you.

Ava hangs up her phone and disappears down the hallway.

Karen hangs up her line as well and double times her stocking
 of ammunition.

KAREN

Come on, Aaron. We're leaving.

Aaron throws the final bite of his pizza bagel into his mouth and scrambles to his feet.

Karen wraps a BELT OF HANDGUN CLIPS around her waist and crosses to the exit. Aaron settles behind her.

Karen turns to him.

KAREN (CONT'D)

Okay. You ready?

Aaron nods his head "yes". Karen opens the door--

BAM! BAM! Shots ring out from all directions and slam against the door. Karen closes the door. Aaron ducks and hugs his head with his arms.

KAREN (CONT'D)

How did they find me?! No one knows about this place!

Karen pulls out her guns. She pries the door open a little and returns fire. More shots bounce off the door, barely missing Karen's face. Karen sneaks a peek out of the door at the Benz...

It's close, but the hail of bullets makes it seem further away.

KAREN (CONT'D)

Damn it!

Karen scans the garage, looking for a plan. Her eyes fall upon a BULLETPROOF VEST. Karen grabs the vest off of the wall and opens it like a blanket. She kneels down on her knees in front of Aaron.

KAREN (CONT'D)

Aaron, get on my back.

Aaron jumps on Karen's back.

KAREN

Wrap your arms around my neck real tight.

Aaron does.

KAREN

Now I want you to keep your head close to my back, okay? Don't look up.

AARON
I'm scared, Mommy.

KAREN
Don't be scared. Remember what I said? Nothing is going to happen to you. It's going to be okay. Just keep your head down. It'll be over before you know it.

Aaron nods his head "yes" and presses his head close to Karen's back. Karen wraps the bulletproof vest around her back like a cape. It covers Aaron's entire body.

KAREN (CONT'D)
Hold on tight, baby. Here we go...

Karen readies her guns and kicks the door open.

EXT. ABANDONED GAS STATION - CONTINUOUS

Karen emerges into the night, guns akimbo and FIRING her handguns. Several Archangels FIRE back at her from spread out positions around the garage.

Karen takes out two Archangels right off the bat with precision aiming. She ducks behind a BARREL.

KAREN
Are you okay, Aaron?

AARON
Yeah!

Karen stands and FIRES again. Bullets hail all around her, but she stands her ground. Karen continues her firing, until both guns CLICK empty.

In one fluid motion, Karen ejects the empty clips. Swings her guns down toward her belt...

The guns grab TWO MORE CLIPS which slide in easily...

Karen refocuses her aim. Locks the chambers back in. Reloading never looked so good.

Karen pushes forward towards the Benz...

Several Archangels make a move towards her FIRING AWAY...

Karen ducks behind another abandoned car. No escape. She blindly FIRES a couple shots over top of the car. The bullets sail aimlessly into the woods...

A horizontal rain of bullets sail overhead, making standing up impossible...

AARON (CONT'D)
Mom, shoot their legs!

KAREN
What'd you say, baby?

Aaron speaks while still keeping his head pressed tightly against Karen's back.

AARON
In my game I always shoot them in the legs! It makes them fall so you can run past them!

Karen eyes the legs of assailants. She smirks.

KAREN
Good boy.

Karen lies down on her stomach and aims her guns underneath the car...

Several of the Archangels legs are in clear firing sight. Karen SHOOTs, taking out their kneecaps.

Karen scrambles to her feet and sprints towards the Benz. She reaches the Benz and kneels back down.

KAREN (CONT'D)
Okay, Aaron. Get in the car.

Aaron releases his grip and opens the door. Just as he gets in--

SEVERAL MORE SHOTS hit the closed door...

Karen turns and retaliates with her own shots. She swings around the car and opens up the driver's side door.

INT. MERCEDES - CONTINUOUS

Karen slams the door behind her and starts the car.

KAREN
Stay down, Aaron!

Aaron slinks down in his chair as Karen throws the Benz into Drive and peels off and out of the gas station.

INT. MERCEDES (MOVING) - MOMENTS LATER

Karen focuses on the deserted road ahead of her as she speeds down it. Karen shakes her head with disbelief.

KAREN
No one knew about my safehouse!
How did they know where I was?

Aaron starts fiddling with the watch on his wrist. Karen nonchalantly notices. She looks back to the road, but then snaps her gaze back to his wrist.

KAREN (CONT'D)
Where did you get that, Aaron?

Aaron stops fiddling with the watch.

AARON
My birthday party.

KAREN
Who gave it to you?

AARON
Uncle Cain.

Karen lifts Aaron's wrist and observes the watch. It's the same watch Cain gave Aaron at the party. Karen notices the two angel wings on the face of the clock.

KAREN
Damn it, Cain!

Karen rips the watch off Aaron's wrist and tosses it out the window. Aaron's head drops.

AARON
Sorry, Mom.

KAREN
No, Aaron. It's not your fault.
You have nothing to be sorry for.
Okay?

The sound of APPROACHING MOTORCYCLES interrupts their conversation. Karen shoots a glance into the rear view mirror.

In the rear view mirror, Three Archangels on heavily sophisticated and modified motorcycles, speed towards the Benz.

Karen shakes her head with annoyance and floors the throttle.

EXT. ROAD - NIGHT

The Mercedes Benz zooms down the road at breakneck speed. The three Archangels put the pedal to the metal on their bikes as well. They gain ground on the Benz by the yard.

One ARCHANGEL BIKER produces a gun in one hand. It FIRES towards the Benz...

INT. MERCEDES (MOVING) - NIGHT

The SHOTS pierce through the carframe and ricochet through the interior. Karen pushes Aaron's head down towards the seat and jerks the wheel to the left.

EXT. ROAD - NIGHT

All three of the Archangel Bikers shoot their respective weapons at the weaving Benz. ARCHANGEL BIKER #1 picks up speed and comes side by side with the Benz.

INT. MERCEDES (MOVING) - NIGHT

Archangel Biker #1 points its gun in Karen's direction. With quick reflexes, Karen points her gun out of the side window and shoots Archangel Biker #1 in the chest. It falls off its bike and skids across the pavement, dead.

Karen retrieves some HANDGUN CLIPS from her belt and places them on Aaron's seat. Aaron looks at them with confusion.

AARON

What are you doing, Mom?

KAREN

Aaron I need you to be my helper,
okay?

Aaron nods his head with enthusiasm.

KAREN (CONT'D)

When my gun gets empty, I need you
to hold one of these clips straight
out for me so I can reload. Can
you do that for me sweetheart?

BAM! Another shot penetrates through the car. Aaron nods his head with determination.

AARON

Yeah!

KAREN

Okay. Ready? Let's go!

Karen turns and points her gun out of the window, while still holding the wheel, and lets off a couple of rounds behind her.

EXT. ROAD - NIGHT

Bullets graze past the remaining two Archangel Bikers. They weave back and forth to avoid being hit. The two Archangels return fire.

INT. MERCEDES (MOVING) - NIGHT

Karen fires off her last shot. CLICK! Empty.

KAREN

Aaron! Reload!

Aaron holds up one of Karen's clip right in front of him...

Karen swings her gun with amazing speed towards the clip. Before Aaron has a chance to blink...

The clip slides into the gun. And Karen is back firing again.

Aaron's jaw drops with amazement.

AARON

Wow.

EXT. ROAD - NIGHT

Karen's shots hit ARCHANGEL BIKER #2's bike. It doesn't do any serious damage, but Archangel Biker #2 isn't taking chances. He nods to ARCHANGEL #3 and holds up his fingers making a SCISSOR LIKE GESTURE.

Archangel #3 nods his head as well and they both speed towards the Benz.

INT. MERCEDES (MOVING) - NIGHT

Karen stops firing when she sees the two Archangel Bikers speeding towards her, SPLIT. They break formation and sprint to both sides of the Benz.

KAREN

Aaron, stay down! And hold on tight!

The Archangel Bikers settle into position on either side of the Benz.

Karen turns and stares Archangel Biker #2 in the face. It lifts its gun and readies to fire into the car. On the other side, Archangel Biker #3 does the same...

Karen SLAMS on the BRAKES...

EXT. ROAD - NIGHT

The Benz's brakes HOWL as the car shoots backwards from between the two Archangel Bikers...

Right as they pull their triggers. The only thing they hit are each other! The two Archangel Bikers fall off their bikes, fatally wounded. The bikes slide down the road and EXPLODE.

INT. MERCEDES - NIGHT

Karen HUFFS with fatigue from inside the now stopped Benz. Ahead on the street, the two Archangel Bikers wriggle slightly on the ground, then fall still.

Karen turns to Aaron and lifts his chin up. His face is full of tears and fright.

KAREN

It's alright now, honey.

Aaron shakes his head "no".

AARON

No, Mom. I'm not alright. This is not alright. I want Dad.

Karen rubs Aaron's head. The sight of her frightened son is too much for Karen. She looks like she wants to cry as well. Karen holds it back. Barely.

AARON

I want my Dad.

Karen motions for Aaron to get on her lap. Aaron slides over to her. Karen wraps her arms around him and hugs him tight.

KAREN

God damn you, Cain.

A tear rolls down Karen's cheek as mother and son just sit there hugging each other, with only the sound of the ENGINE IDLING throughout the still night.

INT. COUNCIL'S CHAMBER

Cain sits in his Council chair, eyes closed, as CLASSICAL MUSIC plays throughout the chamber. He moves his hand up and down like a conductor in time with the music.

An ARCHANGEL enters the chamber.

ARCHANGEL

Sir--

Cain holds up his hand, motioning for the Archangel to remain quiet. The Classical Song reaches its crescendo. Cain's hand mimics the sound with its movement.

The song ends. Cain opens his eyes.

CAIN

What is it my son?

ARCHANGEL

We have lost our tracking capabilities with the Fallen One and the child.

CAIN

She was bound to find the tracking device sooner or later. She is one of the best soldiers in the world, after all.

ARCHANGEL

Shall I prepare another team, sir?

Cain holds up his hand and shakes his head "no".

CAIN

That won't be necessary. Another solution will present itself at the right time. You are dismissed.

The Archangel bows with a confused look on his face.

ARCHANGEL

Yes sir.

The Archangel exits the chamber. Cain closes his eyes. He presses a BUTTON on his Council chair. Another CLASSICAL SONG starts up.

EXT. STEEL FACTORY - NIGHT

Karen's Mercedes pulls into the rear of the rundown steel factory. This place hasn't had employees in decades.

The Mercedes comes to a stop. Karen exits the Mercedes with a sleeping Aaron on her shoulder and moves towards the rear entrance.

INT. STEEL FACTORY - NIGHT

Karen enters a second floor wide open room still carrying Aaron. Up ahead, Ava sits near one of the broken windows keeping watch. She turns to see Karen approaching.

AVA

Were you--

Karen holds a finger to her lips. Ava gets the sign. She lowers her voice to a whisper.

AVA

Were you followed?

Karen shakes her head "no". Aaron stirs awake. Karen pats his head softly.

AARON

Mommy...

KAREN

Shh. Go back to sleep.

AVA

Is this your son?

Karen smiles with a nod. Ava studies Aaron with proud eyes. Aaron locks eyes with Ava, but pulls back, frightened.

AARON

Who are you?

Karen and Ava share an uneasy glance. Ava returns her gaze back to Aaron.

AVA

I'm your mother's mother, Aaron.

AARON

Like my grandma?

Ava smiles.

AVA

Yes, Aaron. I'm your grandmother.

Aaron's eyes fall heavy with sleep.

AARON

Cool...

Karen moves towards an old bench near the window.

KAREN

Let me put him to sleep. Give me a second.

Ava watches as Karen lays Aaron down on the bench. She covers him with her jacket and softly touches his cheek. Aaron is asleep in no time.

MOMENTS LATER

Karen sits next to Ava staring out the window. For the first time Karen looks tired. Ava can't keep her eyes off of the peacefully sleeping Aaron.

AVA

He's so beautiful.

KAREN

I just realized you've never seen him before.

AVA

He looks just like his father.

Karen's head drops at the sound of that. She lifts her head back with pursed lips of anger.

KAREN

So I'm here now. Explain. Everything. I know they want Aaron, but why take Ron too?

Ava closes her eyes with dread. Karen pushes Ava's shoulder with rage.

KAREN (CONT'D)

Tell me, damnit!

Karen's eyes start to fill with water. Ava fixes her gaze out the window.

AVA

Karen, have I ever told you how I was found by the Archangels?

Karen sighs.

KAREN
Enough with the games!

Ava turns and stares a hole into Karen.

AVA
Answer the question, Karen!

KAREN
No. But let me guess. Your
parents were Archangels, and their
parents were Archangels, and--

AVA
No.

Karen looks at Ava with intrigue. Ava shakes her head softly.

AVA
No.

Karen looks right into Ava's eyes.

KAREN
Then how did the Archangels find
you?

Ava looks back out the window.

EXT. SUGARCANE FARM - CUBA - DAY (FLASHBACK)

A large sugarcane farm sprawls for miles in all directions.

AVA (V.O.)
After World War II, the United
States entered a Cold War with the
Communists of the Soviet Union.
Both sides scrambled for allies in
other parts of the world, hoping to
keep an eye on each other from all
parts of the globe. One of the
countries the Soviets managed to
form an alliance with was Cuba.
This was right in America's
backyard and this was not
acceptable for keeping up with
national security. Both sides
looked for ways to deposit spies
within enemy lines.

YOUNG AVA, a little Cuban girl no older than 4 or 5, sprints with a kite through the rows of sugarcane. Her smile is almost as bright as the sun.

AVA (V.O.) (CONT'D)
I was five when they took me.

TWO BLACK FIGURES pop out of the sugarcane stalks and grab Young Ava.

AVA (V.O.) (CONT'D)
The United States implemented the Red Queen Act of 1958, which ordered the Archangels to kidnap several young girls from Cuba to be infused with its existing Archangel population.

INT. ARCHANGEL HQ - PROCESSING ROOM - DAY (FLASHBACK)

Young Ava stands in line with several other Cuban girls as they are given BARCODES on their wrists.

LATER

The girls lie stomach down on examining tables. A large BRANDING TOOL presses down on their back. Their screaming faces let us know how painful it is.

The Branding Tool rises leaving two ANGEL WINGS on the girls' backs.

INT. ARCHANGEL TRAINING FACILITY - DAY (FLASHBACK)

SERIES OF SHOTS

* Young Ava shoots at targets at the target range. Her aim is impeccable and her eyes are soulless.

* Young Ava participates in Close Quarters Combat or CQC training which involves judo-like takedowns and karate.

* Young Ava runs through a wooded area on what appears to be a long endurance run.

AVA (V.O.)
We were trained harshly for our only mission.

INT. ARCHANGEL HQ - CLASSROOM - DAY (FLASHBACK)

Archangel Instructors teach a lesson to a now TEENAGE AVA with several maps and images of the United States and the Soviet Union.

The United States images are stressed with DEMOCRACY and FREEDOM highlighted. The Soviet Union is branded with EVIL and COMMUNISM.

AVA (V.O.)
Our new purpose in life...

KAREN (V.O.)
What mission?

EXT. CITY - CUBA - DAY (FLASHBACK)

A now adult and very beautiful Ava approaches a lavish looking dwelling in a Cuban city. She wears clothing that makes her look like a wealthy Cuban woman.

The Cuban Man from Karen's dreams waves Ava to enter the dwelling.

AVA (V.O.)
To marry Cuban government officials
for reconnaissance and
assassination.

INT. STEEL FACTORY - NIGHT (PRESENT)

Karen covers her mouth with shock.

KAREN
Oh my God.

Ava continues to stare out the window into the night. Karen pulls herself together.

KAREN (CONT'D)
Where did I come into the picture?

EXT. JUNGLE - CUBA - NIGHT (FLASHBACK)

Ava and a much younger Cain stand in the middle of the jungle. Cain shows a picture of the Cuban Man to Ava and makes a slicing motion at his throat with his finger.

Ava nods her head.

AVA (V.O.)

I was given the order to kill the Cuban Official I was assigned to by my contact. An Archangel by the name of Cain.

KAREN (V.O.)

Cain?

Cain reaches over to Ava's face and cups Ava's face in his hand. Ava recoils with anger and disappears into the jungle.

Cain watches her go with contempt.

INT. DWELLING - CUBA - NIGHT (FLASHBACK)

The Cuban Man sleeps soundly in bed. Ava sits above him with a knife to his throat.

AVA (V.O.)

I was so close to fulfilling that mission.

The Cuban Man's eyes open slowly. He notices the knife at his throat and Ava sitting above him. He doesn't flinch. They just stare at each other for a moment.

The Cuban Man softly pushes the knife away from his throat. Ava's eyes fill with tears.

AVA (V.O.)

But I just couldn't do it.

The Cuban Man reaches up and softly touches Ava's face.

AVA (V.O.)

I told him everything. About the Archangels. About my mission. Everything. I thought he would have me killed for sure.

The Cuban Man pulls Ava's face down towards his. They kiss.

AVA (V.O.)

He said he didn't care. He told me that he would protect me from the Archangels. We could run away and never be found.

INT. SHACK - CUBA - NIGHT (FLASHBACK)

Ava and the Cuban Man now find themselves in a dilapidated shanty in the jungles of Cuba.

A couple steps down from their lavish city home. But from the way they hold each other in bed, they could care less.

AVA (V.O.)
We ran away into the jungle. We
disappeared for a long time.

INT. SHACK - CUBA - ANOTHER NIGHT (FLASHBACK)

Ava lies in bed, now round with pregnancy. The Cuban Man cradles her stomach in his arms and rests his head on it.

AVA (V.O.)
It didn't take long for me to fall
pregnant.

INT. SHACK - CUBA - ANOTHER NIGHT (FLASHBACK)

Ava holds a newborn baby in her arms. She's sweaty and tired from what looks like recent childbirth. The Cuban Man holds mother and child in his arms. They both smile with happiness.

AVA (V.O.)
And that's when you were born. The
minute he saw your face, he named
you Caranita. Beautiful Face.
God, he loved you so much.

INT. STEEL FACTORY - NIGHT (PRESENT)

Karen peers over at Aaron on the bench. He's still sleeping soundly.

KAREN
Who found you?

AVA
Cain. When I went missing, he made
it his personal mission to find me.
He thought I was compromised and
kidnapped. He always loved me, but
I never loved him back.

EXT. JUNGLE - CUBA - DAY (FLASHBACK)

Ava holds Baby Karen over a small stream, giving her a bath. The Cuban Man helps. Baby Karen splashes water onto her parents, much to their delight.

In some nearby brush, a hidden Cain observes this with jealous rage.

AVA (V.O.)
It didn't take him long to find us.

EXT. JUNGLE - CUBA - ANOTHER DAY (FLASHBACK)

Ava walks through the jungle picking fruit from the trees.

AVA (V.O.)
He got to me first.

Cain appears behind her and GRABS her. He covers her mouth, hindering her scream. He turns Ava to face him with angry, yet hurt eyes.

AVA (V.O.) (CONT'D)
He told me I could be killed for what I had done. I begged him to leave us alone, but he gave me an ultimatum. Bring you back to the Archangels or they would kill us all. I had no choice.

INT. SHACK - CUBA - NIGHT (FLASHBACK)

We are now at the same scene from Ava's dream. The Cuban Man feeds Baby Karen at a table. The Black Figure creeps into the shack.

The Cuban Man attempts to fight back, but the Black Figure takes care of him in record time.

The Black Figure picks Baby Karen up and exits the shack.

EXT. SHACK - CUBA - CONTINUOUS (FLASHBACK)

The Black Figure leans up against the shack with Baby Karen in its arms. The Black Figure stands motionless for a moment then takes off its mask revealing...

Ava. Tears stream down her face.

INT. STEEL FACTORY - NIGHT (PRESENT)

Ava turns to Karen.

AVA
Do you know what it feels like to
kidnap your own child?
(MORE)

AVA (CONT'D)

Knowing fully that she's going to go through the hell the Archangels put children through? And know there is nothing you can do about it?

Karen's face fills with remorse, but she tries to keep her composure. She takes a deep breath.

KAREN

What does this have to do with Ron?

Ava smirks.

AVA

I thought you might ask that.

INT. ARCHANGEL TRAINING FACILITY - DAY (FLASHBACK)

A young Karen goes through the same training her mother did before her.

Cain, now wearing his Council attire, observes her with interest.

AVA (V.O.)

Soon after you were admitted, Cain was elected Council Leader. He personally oversaw your progress, treating you like his own child.

Cain pats young Karen on her shoulders after a successful shooting practice.

INT. COUNCIL'S CHAMBER (FLASHBACK)

An 8 year old Karen stands in front of Cain as he shows her a picture of the Cuban Man. Karen stares at the picture with heartless eyes.

AVA (V.O.)

Cain sent you on your first mission at the age of 8.

INT. OUTSIDE COUNCIL'S CHAMBER (FLASHBACK)

Ava sits on the floor weeping.

INT. STEEL FACTORY - NIGHT (PRESENT)

Karen's eyes widen.

KAREN
The man from my dreams?

Ava nods.

INT. SHACK - CUBA - NIGHT (FLASHBACK)

The Cuban Man sits on the floor of the shack, drinking a bottle of rum, and holding the blanket Karen was wrapped in when she was born. Suddenly...

The front door SMASHES and falls to the ground in several pieces. The Cuban Man shields his eyes and looks at the doorway with a puzzled look on his face.

8 year old Karen stands in the doorway staring at the Cuban Man with a death stare. The Cuban Man rises from the ground and slowly walks towards her.

CUBAN MAN
(in Spanish)
Caranita? Is that you?

Karen wastes no time. She KICKS the Cuban Man behind his knee...

He falls to one knee in pain...

Karen BACKHANDS him across the face. Sends him crashing to the floor...

Karen pins the Cuban Man down. Straddles above him. Pulls out a handgun. Points it at his forehead.

KAREN (V.O.)
I was raised...to kill my
father...?

Cain enters the shack behind Karen. Karen turns to face Cain. He mouths the words "Kill him".

Karen returns her gaze to her father. COCKS the gun.

KAREN (V.O.) (CONT'D)
Stop!

INT. STEEL FACTORY - NIGHT (PRESENT)

Karen moves away from the window, clearly upset. Ava turns and looks at her daughter with concern.

KAREN

Cain told me the target was a nationalist! He...he...he was a rapist! A murderer!

Karen is on the brink of breaking down. Ava approaches her and firmly grabs her shoulders.

AVA

Karen! Listen! If you don't put an end to this, your son is going to suffer your same fate.

Karen looks up at Ava.

KAREN

What?

AVA

The reason they kidnapped your husband is because they're saving him to be killed by Aaron. It will be his initiation into the Archangels. Just like his mother before him.

DAMIEN (O.S.)

That's enough, Ava.

Karen and Ava turn to find...

Damien, standing next to a still sleeping Aaron. Karen's eyes nearly pop out of her skull. She moves towards him.

KAREN

Stay away from him--

From the shadows, FIVE ARCHANGELS appear and point their weapons at Karen and Ava. Damien retrieves his own gun from his trenchcoat and points it at Aaron's head.

DAMIEN

Stop right there.

Karen stops where she is. Ava calmly moves behind Karen.

AVA

What is this? What are you doing, Damien?

DAMIEN

We followed you Ava. Did you really think Cain would let you out of his sight that easily?

AVA

How DARE you question my allegiance
to the Archangels?

DAMIEN

Enough of the charade, Ava. I
always knew promoting a half breed
like yourself to the Council would
be detrimental to the integrity of
the Archangels.

Ava's face boils with anger.

AVA

I will not tolerate this
disrespect.

DAMIEN

Enough babbling.

Damien nods his head toward Ava and Karen.

DAMIEN (CONT'D)

Grab them.

Three Archangels charge in and grab Ava and Karen.

AVA

Let go of me!

Karen fights back in the arms of her captors. She swings to
counterattack...

The remaining Archangels COCK their weapons at her. Damien
places the barrel of his gun closer to Aaron's face...

Karen freezes.

DAMIEN

Don't tempt me. If it were up to
me I'd kill you all right now to
purge our group of your diluted
blood.

Damien removes a cellphone from his pocket and speed dials a
number.

DAMIEN (CONT'D)

But let's see what Cain has in mind
for all of you.

KAREN

You goddamn lap dog!

INT. ARCHANGEL HQ - INTERROGATION ROOM - NIGHT

Ron still sits shackled in his chair. Cain circles around him, phone to ear.

CAIN
(into phone)
Do you have the child?

INTERCUT AS NEEDED

DAMIEN
(into phone)
Yes, Cain. I found Ava hiding them
out in a factory across town.

Cain smirks.

CAIN
(into phone)
A mother's love is strong. Did
they give up easy?

DAMIEN
(into phone)
The situation has been handled.
What are your orders?

Cain looks at Ron. Ron stares back with torment in his eyes.

CAIN
(into phone)
Bring me Ava and the boy.

Damien stares Karen in the eyes.

DAMIEN
(into phone)
And what of the Fallen One?

Cain pauses for a moment.

CAIN
(into phone)
Bring me her wings.

DAMIEN
(into phone)
With pleasure.

Damien hangs up the phone. He speaks to his men.

DAMIEN (CONT'D)
Bring the boy and the Councilor
back to Headquarters.

One of the Archangels picks up Aaron. He stirs awake.

AARON

Mom?

Aaron notices the person picking him isn't his mother.

AARON (CONT'D)

Get off of me! Mom! Help!

KAREN

Aaron, I'll get you back! I promise.

The Archangel holding Ava joins the Archangel holding Aaron. The two move towards the exit. Aaron reaches for his mother but she is completely cut off from rescuing him.

Aaron then remembers something. He reaches into his pocket. Finds the FLASHBANG GRENADE Karen gave him. Just before he wraps his fingers around it...

The Archangel holding Aaron yanks his arm away from his pocket. The Archangels holding Aaron and Ava finally leave the room.

Karen thrashes her body in the clutches of her captors. Frees herself from the Archangel's grasp. She sprints towards Damien.

KAREN (CONT'D)

You son of a bitch--

One of the Archangels COLD COCKS Karen on the back of the head with the butt of his gun.

Karen falls to the ground in pain.

DAMIEN

Pick her up.

The Archangels scoop Karen up again. She fights to maintain consciousness. Slurs her speech.

KAREN

Give me back my son...I swear to God...if you hurt him...I will kill you...all of you...

Damien slowly approaches Karen and stops in front of her.

DAMIEN

You need not be so upset, 1123. Your son has been chosen--

Karen SPITS in Damien's face.

KAREN

I am going to kill you...with my
bare hands...

Damien uses the sleeve of his trenchcoat to wipe away the
saliva from his face.

DAMIEN

Defiant to the end. Sweet dreams,
Fallen One. When you wake up,
you're going to wish you were
already dead.

With that, Damien THROWS a big meaty fist across the side of
Karen's face. It lands on her jaw with a BONE CRUNCHING
impact.

CUT TO:

OVER BLACK

DAMIEN (V.O.)

Leave me alone with her. I'll
return to Headquarters when my task
has been completed.

The sound of FOOTSTEPS dissipates into the darkness.

INT. STEEL FACTORY - NIGHT

Karen's eyes slowly open. She scans the room, trying to
decipher her situation. She finds herself staring at the
ground below her. She tries to move, but SOMETHING is
holding her in place.

PULL OUT TO REVEAL...

Karen shackled by RUSTY CHAINS hanging from the ceiling.
She's perpendicular to the ground, face down. Her shirt has
been ripped from her back exposing her ANGEL WINGS tattoo.

DAMIEN (O.S.)

You should have stayed asleep.

Karen struggles but the chains are secure. The SHACKLES on
her feet are SEVERELY CORRODED.

Damien appears and circles around Karen's hanging body.

DAMIEN (CONT'D)

The last time I had to take an Angel's wings, the World Trade Center had just been destroyed. That Angel's lack of awareness could not be tolerated.

KAREN

I'm sure he didn't even know because he was just another pod person like the rest of you freaks.

Damien laughs. He stops behind Karen and softly glides the blade of his knife along the edges of her tattoo.

DAMIEN

You act like you are different from us.

KAREN

I am nothing like you monsters.

Damien digs the knife into Karen's back. She flinches slightly.

DAMIEN

Are we monsters?

KAREN

You have no regard for human life. You treat people as if they are replaceable. Mere obstacles in the master plan of your sick and twisted plot for national control.

Damien digs the knife even deeper. Karen grits her teeth, trying to block out the pain.

DAMIEN

And you have regard for human life? How many people have you killed in your lifetime, Karen? Did you stop to think if these men had wives waiting at home for them? Children sitting in front of the house waiting for a father who is never coming back?

Damien starts to CARVE Karen's tattoo from her skin. Karen SCREAMS with pain.

Karen's ankle shackles start to WEAKEN as she wriggles around.

INT. ARCHANGEL HQ - INTERROGATION ROOM

Ron sits in his chair, head facing down. The interrogation room door opens revealing...

Aaron.

AARON

Dad!

Ron turns and lights up at the sight of his son.

RON

Aaron!

Aaron sprints to Ron and gives him a bear hug. They release their embrace.

RON

I missed you so much, son. Are you okay?

AARON

Yeah.

RON

Where's your mother?

Aaron lets go of Ron and stares at Ron with a worried look on his face.

AARON

They have her, Dad. And I couldn't do anything to help her.

RON

It's okay. I'm sure she's fine.

INT. ARCHANGEL HQ - OBSERVATION ROOM

Cain stands behind a TWO WAY MIRROR observing Ron and Aaron. The door to his room opens...

Two Archangels enter the room holding Ava. Handcuffs shackle both of her wrists. Cain notices her.

CAIN

Ah, there she is.

Ava moves next to Cain.

AVA

What is the meaning of all this, Cain?! You have me followed?!

(MORE)

AVA (CONT'D)

Question my loyalty?! And capture me like a criminal?!

CAIN

Ava, treason against the Archangels is beyond forgivable. You have aided in the hiding of a renegade Fallen Angel. Hindered the efforts of the Archangels.

AVA

This is ludicrous! Did you even stop to think why I even went through the trouble of gaining Karen's trust? Did you even try to consider what my intentions where?

Cain turns to face her.

AVA

I was this close to convincing her to give up her son. If your cronies wouldn't have barged in all of a sudden, I could have had a peaceful solution to this situation with no more bloodshed.

Cain slowly approaches Ava. He stares her deep in the eyes.

CAIN

Are you lying to me, Ava? Were your intentions with your own daughter this deceitful?

AVA

She killed the man I loved. Even being my own blood, what she did to me can never be abstained.

Cain pauses for a moment. He turns away.

CAIN

That's a very cold thing to say, Ava.

Ava keeps her emotionless gaze locked onto Cain.

CAIN

Have the Councilor sent for execution.

AVA

What?! Cain, no!

The Two Archangels yank Ava out of the room.

INT. STEEL FACTORY - NIGHT

Damien's knife has carved half of Karen's tattoo. Ravines of blood drip down around Karen's torso, forming a pool underneath her.

KAREN

You kidnapped my mother and forced her to be something she's not!

Damien kneels to look Karen into the eyes.

DAMIEN

You think your family had it bad? Your ancestors were brought to this country to help win a war. A noble cause. My ancestors were brought here to slave and toil for the settlers that came here to rape this land!

Damien returns to Karen's back and digs hard into with the knife. Karen YELLS with agony.

DAMIEN

We were auctioned items! Property! You were made Angels! Ava was made a Councilor! I'll carve your goddamn wings off you ungrateful bitch!

Karen's ankles make one final tug that BREAKS THE RUSTED SHACKLES OFF...

Karen's feet fall to the ground, startling Damien. She uses the chains as leverage and KICKS Damien in the face. He staggers back.

Karen gets to her feet, arms still chained to the ceiling. Damien gathers himself from the blow to his face.

DAMIEN (CONT'D)

Now what? You can't move!

Karen settles her feet on the ground in a defense stance.

KAREN

Then come and get me.

Damien yells with anger and charges Karen. He LUNGES towards her chest with the knife...

Karen turns her body sideways. Dodges the strike. She knees Damien in the stomach...

Damien flinches but keeps his ground.

DAMIEN
Just die already!

Damien stabs the knife towards Karen's stomach. It slices horizontally across it...

Karen voices the pain with her shrill scream. She wraps her arm chains around the back of Damien's neck. Pulls him forward for a HEAD BUTT...

Damien staggers backwards from the attack...

Karen then FLIPS OVER Damien. Wraps the chains around his neck...

Damien tries to reach behind him to stop Karen's death grip around his windpipe...

Damien wriggles in Karen's grasp...

Karen squeezes the chains even tighter...

Damien's kicks become more sporadic. He reaches into his trench coat. Pulls out his gun. Points behind at Karen...

Karen makes one final TWISTING MOVE...

Damien's neck SNAPS...

Karen grabs the gun now in reach. She lets go of Damien. He falls to the ground. Dead.

Karen takes a few breaths and aims the gun at the chains on her wrists. She FIRES two shots. Both chains fall to the ground.

Suddenly, Karen's face fills with pain. She reaches behind her back and touches her wounds. Her back is cut up bad. Real bad.

Karen falls to her knees. She places her hands on the ground and slowly starts crawling towards the door. Immediately, she FALLS on her stomach. Hard.

INT. ARCHANGEL HQ - CORRIDOR - NIGHT

The Two Archangels escort Ava down a long empty corridor. Ava stares ahead in front of her with a distant gaze. Without warning..

Ava lifts up her arms and ELBOWS one of the Archangel's in the face.

The Second Archangel reaches for his gun -- Ava is too damn fast -- She SWEEPS the Archangel's feet from underneath him -- STOMPS his stomach -- And PUNCHES the Archangel in the face.

Ava scoops up the Archangel's gun. She holds her shackled hands out in front of her and BREAKS THE CHAIN with just a outward push of her arms.

INT. STEEL FACTORY - NIGHT

Karen lies on the ground in a pool of her own blood. Her eyes remain half opened, staring into space. Suddenly, she begins hearing voices.

RON (V.O.)
You will never lose us, Karen.

AVA (V.O.)
Karen, if you don't put an end to this, your son is going to suffer your same exact fate.

AARON (V.O.)
Don't cry, Mommy.

Karen's body starts moving again. She pushes off of the ground and gets to her feet. She regains her balance and hobbles out of the steel factory a bloody mess.

INT. GARAGE - NIGHT

The garage door to Karen's secret hideout slides open and Karen enters with new found determination on her face.

SERIES OF SHOTS

- * Karen putting her black tactical uniform on.
- * Karen taking several guns off the wall.
- * Karen pulling INFRARED GOGGLES off the wall.
- * Karen placing the guns in various holsters on her uniform.
- * Karen taking a TRANQUILIZER GUN off of the wall.

EXT. ABANDONED GAS STATION - NIGHT

Karen exits the garage, fully dressed for war, with a REMOTE in her hand. As she enters her Mercedes, she PUSHES a button on the remote...

BOOM! The garage EXPLODES into a flame ball. Karen doesn't even look back as the Mercedes drives off.

INT. ARCHANGEL HQ - INTERROGATION ROOM

Cain enters the interrogation room, flanked by THREE ARCHANGELS. Aaron huddles close to Ron when he sees them enter.

Cain offers Aaron a smile.

CAIN
Hello there, Aaron. Do you remember me?

Aaron narrows his eyes.

AARON
Yeah. You're the bad guy that took my Dad and tried to hurt me and my Mom.

Cain's mouth opens with shock.

CAIN
No! I had no intention of hurting you. We told your mother to bring you here, but she just wouldn't do it.

Cain takes a knee in front of Aaron.

RON
Get away from my son.

Cain ignores Ron. He keeps his attention on Aaron.

CAIN
I bet you want all of this to end, right?

Aaron just stares back at Cain. Cain reaches into his trenchcoat.

CAIN
Tell you what. I just need you to do one thing and this will all be over.

Cain produces a HANDGUN. He holds it out for Aaron. Ron boils with anger.

RON
Get that out of my son's face!

Cain cocks the hammer back and holds it out for Aaron.

CAIN

I need you to shoot this man.

Aaron's eyes widen.

RON

Don't listen to him, Aaron!

Cain stands and BACKHANDS Ron across the face.

CAIN

Shut up! You are his father no longer!

Cain turns back to Aaron.

CAIN

I am your father now, son.

Aaron's eyes dart between Ron and Cain with confusion. He reaches into his pocket.

CAIN

Do what you were born to do, Aaron!

And with that Aaron, retrieves his FLASHBANG GRENADE. He pushes a button on the top of the canister and throws it to the ground. He closes his eyes just as...

BAM! The entire room explodes with WHITE LIGHT.

Cain, the three Archangels, and Ron shut their eyes from the bright light and yelp in pain.

Aaron opens his eyes up again and grabs Ron.

AARON

Come on, Dad!

Aaron pulls Ron out of the door.

INT. ARCHANGEL HQ - INTERROGATION ROOM CORRIDOR - CONTINUOUS

Aaron and Ron sprint out of the room. They round a corner...

TWO HANDS grab the both of them. Aaron and Ron turn to find...

Ava holding on to them.

AARON

Grandma!

RON
Grandma?

Ava looks at Aaron and Ron with surprise.

AVA
How did you escape?

AARON
Flashbang!

Ava smiles.

CAIN (O.S.)
Find them! Bring them to me alive!
Now!

Ava's smile disappears. She unhooks Ron's handcuffs with a key.

AVA
Come on! This way!

As Ava, Aaron, and Ron round a corner...

They come face to face with a group of Archangels. They aim their weapons at the three.

All three hold up their hands in surrender.

EXT. WOODS - CLEARING - NIGHT

Karen enters the clearing right outside the opening gate of the Archangel Headquarters. She moves past the MINEFIELD WARNING SIGN with no fear.

UNKNOWN POV:

In INFRARED VIEW, Karen's body heat outline slowly approaches.

BACK TO KAREN

Karen stops after a couple of steps into the minefield. She cocks her head to the side, listening for something. Then...

AN UNSEEN FORCE hits the side of Karen's face. The blow nearly knocks her down to one knee. Her knee stops inches above a CLAYMORE MINE.

Karen gets back to her feet in a defensive position. Her head rotates on a constant swivel.

ANOTHER BLOW TO FACE, knocks Karen off balance. Then another. Karen holds up her hands, BLOCKING the phantom attacks. After a few seconds, the attacks stop.

Karen flips down INFRARED GOGGLES from the top of her head over her eyes.

KAREN'S POV:

In her own Infrared View, Karen scans the area, looking for her attackers. The area is completely empty. Karen turns around and--

TWO RED HUMAN OUTLINES charge her!

BACK TO KAREN

Karen clenches her fists and charges herself. Karen, blocks, punches, kicks, and dodges what appears to be a ghost. There is nothing in front of her.

KAREN'S POV:

In this view, it's a totally different views. The TWO GATEKEEPERS, shrouded by Stealth Camouflage, can only be seen with the infrared goggles.

The attacks come fast and furious from these two Gatekeepers. They move like monkeys with their quick attacks. Karen does her best to parry the attacks.

BACK TO KAREN

Karen's feet graze by several CLAYMORE MINES that will send her flying into the air in a thousand pieces if she trips one of them.

One of the invisible Gatekeepers lunges with a punch at Karen...

Karen grabs his hand. Pulls out a KNIFE from the back of her tactical uniform. She STABS the Gatekeepers forehead with the KNIFE.

He dies instantly. Karen lifts the Gatekeepers now limp arm. Finds his SCANNING DEVICE. She SCANS the barcode on her wrist.

She drops the Gatekeeper to the ground. As he hits...

BOOM! His body EXPLODES from the Claymore mine he falls onto.

KAREN'S POV:

The second Gatekeeper charges her. His movements are much more quicker than the first Gatekeeper.

Karen needs every ounce of her energy just to keep herself from being hit. There's no time to get an attack in herself.

BACK TO KAREN

Karen pushes the Gatekeeper away long enough to retrieve something off of her belt. She lifts a SMALL WHITE PHOSPHOROUS GRENADE above her head. She pulls the pin from the canister and THROWS it at the Gatekeeper.

BOOM! A WHITE FLAME engulfs the outline of the second Gatekeeper. His Stealth Camouflage MALFUNCTIONS, rendering him visible.

Karen charges her now visible adversary. She throws a barrage of kicks and punches at the Gatekeeper.

The Gatekeeper GRABS Karen's neck...

Karen retrieves another KNIFE. She SLICES upwards. SEVERING the hand from the Gatekeeper's arm...

The Gatekeeper recoils...

Karen pulls out her gun. FIRES TWICE at the Gatekeeper. He falls back...

BOOM! His body explodes as well from the Claymore he falls on.

Karen reaches for the hand that is still attached to her neck. She pulls it off and SCANS her other barcode.

The WALL OF TREES slides open, revealing the Archangel Headquarters.

Karen drops the hand and moves towards the facility.

INT. ARCHANGEL TRAINING FACILITY - NIGHT

A group of Archangels escort Aaron, Ron, and Ava into the training facility.

Cain awaits them, while wiping his eyes with a rag.

CAIN

You know, Ava. You never cease to amaze me.

(MORE)

CAIN (CONT'D)

If you put this much effort into actually following the Archangel code, you would be Head Councilor.

Ava, Aaron, and Ron stop in a line in front of Cain.

AVA

I should have focused my energy on ending your wretched life.

Cain approaches Ava with a smile.

CAIN

We could have been happy together. I stopped the Archangels from killing you. I allowed your half-breed child to enter our glorious faction. I even promoted you to Councilor so you wouldn't be put into danger.

Ava shakes her head with disgust.

AVA

You could never make me happy. And that eats away at your insides day in and day out--

Cain slaps Ava across the face.

CAIN

Enough. I gave you a chance and you threw it back into my face. Your happiness is immaterial.

Cain pulls out his gun and points it at Ron's head.

CAIN

I only wanted to spare the kid's life because I thought it would have been what you wanted Ava. But nothing can satisfy you. So these people's lives mean nothing to me now.

AARON

My Mom is coming to help us! So you better leave us alone!

RON

Aaron, be quiet!

Cain smiles and kneels down in front of Aaron.

CAIN
What did you say?

AARON
My Mom is the best soldier in the world! And she's coming for me and my Dad!

CAIN
Your mother's dead.

Aaron shakes his head "no".

AARON
My Mom told me that she would come for me! And she wouldn't lie to me!

Cain holds up the gun to Aaron's forehead. Aaron doesn't flinch.

Cain seems impressed.

CAIN
Aren't you afraid?

AARON
My Mom said I don't need to be afraid anymore.

Cain pulls back the hammer on the gun.

CAIN
Foolish.

Suddenly, an ALARM SOUNDS throughout the facility.

COMPUTER VOICE (V.O.)
Attention. Intruder alert.
Attention. Intruder alert...

Cain listens with a confused look on his face. Aaron smiles.

AARON
I told you she was coming!

Ron and Ava also smile. Cain slides over to an intercom.

CAIN
(into Intercom)
This is your Head Councilor. Kill the intruder! Do not let her pass! The Fallen Angel must not live!

INT. ARCHANGEL HQ - ENTRANCE - NIGHT

And here we go. Karen STORMS through the entrance. A PISSED OFF look on her face. Right from the start, Karen is greeted by ARCHANGELS posted up in positions around the entrance.

Karen lifts up her guns and FIRES. The bullets piece through bodies with uncanny precision. Dead bodies fall, and live ones replace them.

Karen continues firing. Her guns CLICK empty. She throws them to the ground.

Karen pulls a SHOTGUN from her back. She unloads shells into the Archangels, stopping only to PUMP a new shell into the chamber.

Karen pushes through the first wave of Archangels. She turns down a corridor.

INT. ARCHANGEL HQ - CORRIDOR - CONTINUOUS

Karen presses on through the corridor, unleashing her shotgun onto opposing Archangels.

Her shotgun runs out of ammunition. She drops it to the ground and pulls out another set of handguns.

INT. ARCHANGEL HQ - CLASSROOM - NIGHT

Karen enters a dark classroom. She aims her guns, searching for targets. She uses one hand to turn on the light to the classroom. The lights flicker on revealing...

TWENTY CHILD ARCHANGELS staring back at her with eyes of innocence.

Karen looks back at the children with pity. Then...

The children all PULL OUT GUNS and point them at Karen. Karen holsters her guns and ducks behind a desk. The children open fire on Karen with no remorse.

Karen crouches and takes cover behind the desk. She searches her holsters for another gun. She skims over several of her weapons until she finds one. She yanks it off of her leg and rises to fire.

Karen aims at one of the children. She FIRES...

A DART hits the child on the neck. It falls back, sound asleep. The children continue firing without their comrade.

Karen fires several more darts, each taking out another child non-lethally.

Two Child Soldiers remain, blocking Karen's escape route...

Karen dashes to the side of the classroom...

The two Child Soldiers find her and unload their bullets in her direction...

Karen LEAPS off of a desk. Jumps in the air. FIRES her darts down towards the Child Soldiers...

Two darts PIERCE their necks, sending them into a comatose state.

Karen lands, finding herself surrounded by sleeping children. Almost seems motherly. Karen exits through the door.

INT. ARCHANGEL TRAINING FACILITY - NIGHT

Cain paces back and forth as Ava, Ron, and Aaron look at him with smiles on their faces. The GUN BATTLE can be heard from in here.

CAIN

Wipe those smiles off of your faces
before I shoot them off!

Cain places his face into his palms.

CAIN

Why is there still shooting? She
should be dead by now!

Cain turns to his remaining Archangels.

CAIN

Get her!

The Archangels storm towards the training facility exit.

INT. ARCHANGEL HQ - CORRIDOR - NIGHT

Another Archangel falls to the ground, dead. Karen sweeps through the corridor, taking cover when necessary, and firing when the opportunity presents itself.

The Training Facility entrance is just up ahead. Karen pushes towards it, mowing down all Archangels that stand in her way.

The Archangels from the Training Facility exit and position themselves to defend Karen's entrance into the facility.

Karen takes cover around a corner. She checks her ammo in her guns. She takes a deep breath and turns around the corner, guns aimed.

INT. ARCHANGEL TRAINING FACILITY - NIGHT

The sounds of the battle outside are fierce. Cain keeps his gun pointed at his three prisoners.

The sound of GUNSHOTS and BODIES FALLING TO THE GROUND emanate from the corridor outside. Then, they STOP. Silence fills the facility.

Cain cocks his ear, listening for any noise outside. Ava, Aaron, and Ron stare at the door with apprehension. Then...

The door FLIES OPEN. A dead Archangel FALLS into the facility.

Cain grabs Aaron and holds a gun to the side of his head.

RON

Let him go, damn you!

Karen enters the facility, gun pointed at Cain. Cain laughs.

CAIN

I'm impressed, Karen. Taking on the entire Archangels by yourself and surviving.

Karen slowly hobbles towards Ava and Ron, still aiming at Cain.

KAREN

Let him go.

CAIN

I don't think you are in a place for negotiation at the moment, Fallen One.

Cain presses the gun harder against Aaron's head.

CAIN

Drop your weapon.

Karen keeps her gun pointed at Cain. Cain raises his voice.

CAIN

DROP IT!

Karen narrows her eyes, then tosses her gun aside.

CAIN

Never in my life would I have imagined a half-breed Cuban would be the one that would destroy our faction.

Cain slowly backpedals towards the rear of the facility.

CAIN

When President Madison created the Archangels, he wished to grant this country an elite force of soldiers that would keep enemies out of our borders and preventing internal breakdown.

Cain shakes his head.

CAIN

But you proved that wish false.

KAREN

No. I was not responsible for the downfall of the Archangels. You are, Cain.

CAIN

And what makes you think that?

KAREN

The Archangels were formed with the intention of keeping the peace by stopping enemies from invading this country. But you chose to integrate our country's enemies into the Archangels, hoping they would defeat your own enemies from within.

Karen moves to stand in front of Ron.

CAIN

It pains me to know that the best Archangel to have ever been trained was a child of the enemy. But I do not have to stand by and watch that same Angel destroy us.

Ava's eyes widen. Cain points his gun at Karen. Aaron grits his teeth.

CAIN

Die, Fallen One!

Before Cain pulls the trigger, Aaron BITES DOWN on Cain's hand. Cain SCREAMS and releases his grip on Aaron.

Aaron takes advantage of his newly acquired freedom and bolts towards Ron. Cain redirects his aim in Aaron's direction. He pulls the trigger...

Ava jumps in the line of fire. The bullet pierces through her chest plate, saving Aaron from certain death.

Cain makes a break for it. Karen dives for her gun. She picks it up and fires at the running Cain...

CLICK! Empty. Cain escapes through a door and disappears.

Aaron runs over to Ron who hugs him. Karen dashes towards Ava.

KAREN

No!

INT. COUNCIL'S CHAMBER

Cain storms into the chamber and crosses to his chair. He opens up a HIDDEN PANEL on the arm of the chair and presses a button.

COMPUTER VOICE (V.O.)

Self-destruction sequence
activated. Complete demolition
will commence in five minutes.

Cain presses another button and a HIDDEN DOOR slides open, revealing a secret path. Cain dashes into the secret path just as the door slides closed again.

INT. ARCHANGEL TRAINING FACILITY - NIGHT

Karen falls to the ground and cradles Ava in her arms. Blood trickles from Ava's mouth, and her eyes remain half-open.

Ron and Aaron shuffle slowly over to Karen and Ava.

AVA

It's over...The Archangels are
finally finished...

Karen wipes the blood off of Ava's mouth.

KAREN

Shh. Don't talk. We have to get
out of here.

Ava softly grabs Karen's hand. Karen squeezes it tight.

AVA

No...I don't deserve to keep living.

KAREN

Don't say that. You saved my family's life. My husband and son would be dead if it weren't for you.

Ava smiles.

AVA

Karen...I want you to know something...

KAREN

What?

AVA

I'm sorry...For everything...I didn't mean for you...to have to live a life like this...

Karen's eyes start to well up. Ron reaches down and grabs Karen's shoulder.

KAREN

No, I'm sorry. I'm the reason we're here today. If I wouldn't have killed--

AVA

Stop...Don't say it...

COMPUTER VOICE (V.O.)

Four minutes to detonation.

AVA

You have to go...

KAREN

I'm not leaving without you.

AVA

It's okay...I have someone waiting for me...I'll be fine...

Karen places her head close to Ava and hugs her tight.

KAREN

When you see him. Can you tell him...

Karen chokes up.

KAREN

...can you tell him, I'm sorry?
It's not much and I don't expect
forgiveness--

AVA

He already knows, Karen...He
already knows...It wasn't your
fault...But I'll tell him one more
time...for you...

Karen nods her head "yes".

AVA

Now go...Live the life you have now
earned...You have been given a
family you can be proud of...and
enjoy your life with.

Ava coughs. She doesn't have much time.

AVA

Can you do one thing for me?

KAREN

Anything.

AVA

Call me mother...Just once...

Karen smiles and kisses Ava's forehead.

KAREN

I love you, Mom.

AVA

I love you too...Caranita...Now
go...

Ava's eyes close and she breathes no more.

COMPUTER VOICE (V.O.)

Three minutes to detonation...

Aaron pulls Karen to her feet.

AARON

Mom! We have to go!

Aaron pulls Ron and Karen towards the exit of the training
facility.

INT. ARCHANGEL HQ - CORRIDOR

Karen, Aaron, and Ron scurry through the corridor. Bodies line the hall on each side. A receipt of Karen's work.

COMPUTER VOICE (V.O.)
Two minutes to detonation...

INT. ARCHANGEL HQ - WAR ROOM

The Millers shuttle through the war room as well. More dead bodies await.

COMPUTER VOICE (V.O.)
One minute to detonation...

INT. ARCHANGEL HQ - ENTRANCE - DAWN

Karen, Aaron, and Ron move towards the entrance past the destruction path Karen paved. The morning sun spills in from the outside.

COMPUTER VOICE (V.O.)
Ten seconds to detonation.
Nine...eight...seven...six...

EXT. WOODS - CLEARING - DAWN

Karen guides Ron and Aaron around the side of the clearing, away from the minefield.

KAREN
Get down!

Karen and Aaron dive to the ground with Ron on top of them just as...

THE ARCHANGEL HEADQUARTERS EXPLODES into a giant ball of fire. Ron covers Karen and Aaron from the falling debris.

The ball of fire finally resides, leaving a giant hole where the Archangel Base used to be.

Ron rolls off of Karen and Aaron. He checks Aaron first.

RON
Are you okay, Aaron?

Aaron nods his head "yes". Ron looks over at Karen.

She lies face up, tears streaming down her face. Ron crawls over and looks down at her.

KAREN

I'm sorry, Ron. I'm sorry for putting you both in danger like this. But, this is the true me. I'm not a software analyst. I'm a contract killer. I'm a government agent. I'll understand if you hate me for lying to you and Aaron.

Ron smiles.

RON

Karen. How can you say that?

Ron brushes a strand of hair out of Karen's face.

RON (CONT'D)

Not only did you come back for us, you saved us. You risked your life for us regardless of the outcome. You turned on your own, just to make sure we were spared.

Ron shakes his head.

RON (CONT'D)

I could never hate you, baby. If I had to go through this everyday just so that I could wake up next to you as my wife in the morning, I wouldn't even hesitate.

KAREN

It's just...I'm not the angel you thought I was.

Ron leans down and kisses Karen on the lips.

RON

You're the mother of my child, you're the woman I married, and you are the most bad ass soldier in the world.

Karen laughs.

RON (CONT'D)

If that's not my angel. I don't know what is.

Ron and Karen kiss again. Aaron tugs on Ron's arm.

AARON

Can we go home, now? I want to play my game.

Ron smiles.

RON
Did you ask your mother?

Aaron turns to Karen.

AARON
Can we?

Karen sits up.

KAREN
Let's go home.

Karen and Ron stand up. Aaron wraps his arms around both of their waists as they move towards the surrounding woods.

The smoking remains of the Archangel Headquarters looms behind them as they leave.

FADE TO:

EXT. ELEMENTARY SCHOOL - DAY

The SCHOOL BELL RINGS. Karen and Aaron walk towards the front entrance of the school hand in hand.

KAREN
Did you do all of your homework?

AARON
Yes.

KAREN
Do you have your lunch money?

AARON
Dad never asks all of these questions when he takes me to school.

KAREN
Just give me a break and answer the question. This is my first time, you know.

Aaron exhales a frustrated breath.

AARON
Yes, Mom. I have my lunch money.

Right before they enter the school, Aaron stops and turns to Karen.

KAREN

What's wrong, honey? Do I have something on my face?

Karen wipes at her face on all sides, as if she were scrubbing something off of it.

Aaron laughs.

AARON

Stop Mom! You're embarrassing me.

Aaron and Karen stare at each other for a moment in silence.

AARON (CONT'D)

I'm scared, Mom.

KAREN

Why?

AARON

I'm scared that Cain will find me and take me again.

Karen fixes Aaron's shirt.

KAREN

You have nothing to worry about, Aaron. I will never let anything happen to you again. And you know that's true right?

Aaron nods his head "yes".

KAREN (CONT'D)

Good.

Inside the school, Aaron's twin friends, Jimmy and Timmy, wave for Aaron to join them.

JIMMY

Aaron, come on!

TIMMY

Yeah! You're going to be late.

Karen nods her head.

KAREN

You better get going.

Without warning, Aaron throws his arms around Karen and hugs her tight.

KAREN (CONT'D)
What's this for?

AARON
I love you, Mom. And you're the
coolest Mom in the world.

Karen smiles.

KAREN
I love you too, Aaron. Now hurry
up before you're late. I'll be
right here to pick you up at three
o' clock.

Aaron releases his grip on Karen and sprints towards the twins.

Karen watches as Aaron joins them and enters a classroom. She turns on her heel with a smile and moves towards a side street next to the school.

BEHIND A BUS

Hiding incognito behind a parked bus in front of the school is...

Cain. He wears a tan trenchcoat and hat. He spies on Karen with anger filled eyes as she walks around the side of the school building.

Cain exits his hiding spot and falls in step behind Karen.

EXT. SIDE STREET - DAY

Karen walks with her hands in her coat pockets down the street at a slow pace. She seems to enjoy walking through town and wants to take in every step she takes.

Behind her, Cain stalks at a safe distance, watching her every move.

Up ahead, Karen is coming to a corner. Cain picks up the speed. He fishes through his trenchcoat and pulls out a...

GUN. Karen is just about to turn the corner -- Cain closes the gap -- Points the gun at Karen up ahead -- Karen turns the corner -- Cain follows -- Turns the corner...

No one is there.

Cain scans the area for any movement. He takes a couple steps forward. Nothing.

CAIN

Where are you, you bitch? You
can't run forever!

CLICK!

The sound of a gun chamber LOCKING INTO PLACE emanates behind Cain.

Cain smiles.

CAIN (CONT'D)

Heh.

BAM! A bullet hole blasts through Cain's forehead, taking brain matter with it. He falls to the ground, but...

No one is behind him! Then...

Karen APPEARS out of thin air. Stealth Camouflage.

Karen stands, still pointing her gun in front of her. She peers down at Cain, who is as dead as the come.

Karen drops the gun onto Cain's dead body.

She places her hands back into her pockets and continues walking on her way.

Karen walks towards CAMERA. As she gets nearer and nearer, a smile curls across her lips. And with that smile she almost looks like...an angel.

FADE OUT.