

THE WALKING DEAD

"Episode 105"

Teleplay by Glen Mazzara

PRODUCERS DRAFT - 7/03/2010
SECOND PRODUCERS DRAFT - 7/09/2010
REV. SECOND PRODUCERS DRAFT - 7/13/2010
NETWORK DRAFT - 7/14/2010
REVISED NETWORK DRAFT - 7/20/2010

copy does not alter any of the restrictions set forth above.

TEASER

FADE IN:

No clue where we are. A dark, mysterious shot:

TIGHT ANGLE: The back of a MAN'S (Jenner's) head rises into shot, rimmed by top-light. He brings a breather helmet to his unseen face, slips it on over his head.

As he tightens the enclosures at the back, a VOICE speaks from everywhere and nowhere, soothing and surreal:

VOX

Good morning, Dr. Jenner.

JENNER

Good morning, Vox.

VOX

How are you feeling this morning?

JENNER

A bit restless, I have to admit, Vox. A bit...well...off my game. Somewhat off-kilter.

VOX

That's understandable.

JENNER

Is it? I suppose it is. I fear I'm losing perspective on things. On what constitutes kilter versus off-kilter.

VOX

I sympathize.

EDWIN JENNER turns to camera, his BUBBLE FACE-SHIELD kicking glare from the overhead lighting, the inside of his mask fogging badly and obscuring his face, as:

JENNER

Vox, you cannot sympathize. Don't patronize me, please. It messes with my head. Neither of us can afford that.

VOX

Of course. I apologize.

Jenner shrugs into a high-tech OXYGEN HARNESS, as:

JENNER

How about some music?

VOX

Please specify your selection.

JENNER

(thinks a moment)

Play her favorite. You know the one.

Beat. MUSIC FLOODS IN: "TOP OF THE WORLD" by the Carpenters, leading with its sweet country-western guitar intro...

He connects the harness hose into the helmet socket, sets the air flow. Oxygen HISSES into the helmet, dissipates the breath-fog. We see his face clearly for the first time:

He looks gaunt, hollow-eyed, chronically exhausted.

KAREN CARPENTER'S VOCAL joins in. Jenner smiles, bends briefly out of frame, comes back up with a BIG GNARLY CHAINSAW, taking a moment to appreciate the music.

JENNER (CONT'D)

What an amazing voice Karen Carpenter had.

He yanks the cord, FIRES UP THE CHAINSAW: BRAAAAAAAAAAAP!

INT. UNDERGROUND FACILITY - DAY

Jenner exits the prep room and stalks up the hall, REVVING HIS CHAINSAW...

Other than the breather helmet, he's wearing only boxer shorts, tatty robe, and cowboy boots...

The song is flooding the facility with Karen Carpenter's pure voice and those soaring violin overdubs...

INT. STAFF REC ROOM - DAY

Designed with the idea that staff might be forced to occupy this facility long-term: there's a bar, arcade games, ping-pong table, small karaoke stage, baby grand piano.

Jenner enters the open doorway, shouts over the chainsaw noise at the seemingly empty room:

JENNER

YOU DON'T GET TO MOCK ME ANYMORE!
NO MORE HIDING IN HERE ALL DAY
WHILE I DO ALL THE DAMN WORK!

He turns, rams the chainsaw laterally through the doorjamb, spewing splinters and drywall dust into the air...

OUTSIDE THE ROOM (JENNER UNSEEN)

The Carpenters' tune plays on, lovely and sweet, as:

The CHAINSAW RIPS THE WALL TO SHREDS from the other side, kicking so much drywall dust that it's hard to see.

Horizontal swaths of wall get carved away from the doorframe outward, destroying the wall in both directions, forming a strange (though somewhat familiar) shape...

The chainsaw dies. Silence now. Dust swirling. We hear grunts of effort, the squeal of small wheels on flooring...

Now that the doorway has been raggedly reconfigured to accommodate its removal from the room:

THE PIANO rolls out with its bench perched on top. Jenner appears, pushing for all he's worth, guiding it...

As he clears the swirling dust, he rips the breather helmet from his face. The Carpenters MUSIC PLAYS ON, as:

VARIOUS ANGLES

Jenner pushes the piano through the facility, past inactive bio-hazard checkpoints, heaving and straining, maneuvering it toward:

INT. FACILITY COMMAND CENTER - DAY

The nerve center, computer stations arrayed around an open central area, lighting dim to conserve energy. It has a Mission Control vibe, but one designed by I.M. Pei. HUGE WALL-SIZED DISPLAY SCREENS face the room, dark.

Jenner appears on a raised platform at the back of the room, pushing the piano in, looking ready for a heart attack.

A ramp leads from the platform down to the main area. Jenner sets his feet, maneuvers the piano onto the ramp.

He tries to control it, but of course it gets away from him, sails down the ramp, and:

Across the nerve center the piano goes, SMACKING into some hardware with a CRASH! Jenner cringes.

JENNER

My bad!

He hurries down the ramp, checks to make sure the hardware damage isn't too bad (there's a big dent), then shifts the piano to face the huge main screen.

The CARPENTERS SONG ENDS, echoing off to silence, as:

Jenner sets the bench and sits down at the piano.

JENNER (CONT'D)

We were reviewing the mutability
coding at the core protein level.

(tickles the ivories)

Pick up where we left off.

VOX

Very well.

Jenner launches into the BACH GOLDBERG VARIATION #5, eyes riveted to the MAIN DISPLAY SCREEN. As a pianist, he could give Glenn Gould a run for his money. It's obvious how much playing helps him focus his thoughts, as:

A DISPLAY OF VIRAL MUTATION AT THE DNA LEVEL starts to unfold on the wall-sized screen before him, the genetic strands twining in a weird tentacled dance, as we

FADE TO:

TITLE:

"The Walking Dead"

ACT I

FADE IN:

EXT. ATLANTA - SUNRISE

The sun rises over the still city.

Light sweeps across one BUILDING, chasing shadows away.

Another building comes to life, the sun's rays reflected blindingly off the glass. *

EXT. GEORGIA LANDSCAPE - SUNRISE

The sun continues to brighten the countryside. We HEAR RADIO STATIC and find --

EXT. HILLTOP (LANDSCAPE) - DAY

More STATIC, then --

RICK (O.S.)

-- if you can hear me. I don't copy, not sure if you're still out there. If you are, I found some others. My family, if you can believe it.

EXT. HILLTOP - DAY

Rick speaks into his police-issue walkie-talkie.

RICK

My wife and son, they're alive.

He takes a beat to consider the odds.

RICK

This camp is about ten miles west of Atlanta, right past the Mt. Vernon exit off the 402. We were attacked. Walkers just came out of the woods. They're spreading. We lost people, Morgan. Watch yourself. I think we should head for the CDC. If you can hear this, we'll meet you there. Grimes, over.

He lowers the walkie, convinced that was a waste of time, but still hoping it wasn't. He heads down the hill and enters --

EXT. CAMP - DAY

As Rick makes his way through the camp, he passes the aftermath of the attack.

GLENN and T-DOG add wood and brush high for a funeral pyre.

JIM drags a walker to the pyre and drops it at DARYL'S feet. Daryl swings a pickaxe and shatters the walker's skull. Glenn and T-Dog then step forward, lift the walker, swing it by the head and feet and toss it onto the fire.

Rick makes his way to LORI, CAROL, DALE, and SHANE. They are huddled together, whispering to each other.

LORI
Poor thing. Her sister.

DALE
I can't take this.

SHANE
What do we do? We gotta, you know... like with the others.

Daryl swings the pickax again.

RICK
Still won't move, huh?

LORI
Still won't talk to us.

REVEAL they are looking at --

ANDREA, kneeling at a distance beside a BODY, that of her dead and bloody sister, AMY. Andrea is seemingly oblivious to everyone and everything around her. She just looks down at her sister, as if in shock.

LORI
She kept vigil all night.

Rick grimaces then turns to approach Andrea. Lori catches his arm, stopping him, then steps forward cautiously in his place. When she reaches the sisters, she kneels to look Andrea in the eye.

LORI
Andrea, I am so sorry about this.

But Andrea's lost in thought, a million miles away.

LORI

She's gone. You have to let us...
take her. Let us do this. We all
cared about her.

Andrea doesn't move. Lori sees she's not getting through.
She gets up and returns to Rick and Shane. They are at a
loss. In low tones --

RICK

Let's take a step back, wait her
out.

SHANE

We don't have time. We have to
make sure this is finished. Then
strap on those guns and sweep these
goddamn woods. We're gonna have to
rush her.

LORI

That's her sister, not a hostage.

SHANE

Gonna be a walker soon enough.

Rick raises his hand, quieting them.

RICK

Let me give it a shot.

He steps toward Andrea.

RICK

I didn't know your sister but --

Andrea suddenly raises a pistol, points it right at him.
Rick freezes.

ANDREA

I know how to use the safety.

Lori tenses, as if to run between them. Shane's hand
reflexively goes toward his gun but he does not draw. CARL
realizes what's happening but is frozen like everyone else.

RICK

No need for that.

He backs away slowly. Andrea watches him then lowers the gun
and returns to her vigil.

*

DARYL

Ya'll can't be serious. You just gonna leave that dead girl there? She's a timebomb.

SHANE

Let her be.

DARYL

Take the shot. Clean through the brain. I could hit a turkey between the eyes from here.

SHANE

Like I said, let her be.

Daryl cuts him a fuck-you look then heads off, sickened at Shane and Rick making this call.

INT. CAMP - FIELD WITH GRAVES - DAY

Jim has been digging at the holes again, widening them, turning them into graves. He's sore, hurt. He looks around discretely, then lifts his shirt. He's been BITTEN. He drops his shirt, looks around again, then continues digging.

Daryl dispatches a DEAD SURVIVOR with his pickaxe.

MORALES and JACQUI drag a walker body toward the grave. Glenn stops them.

GLENN

What are you doing, man?
(off Morales's look)
Geeks go over there.

He indicates the pyre smoke.

GLENN

They're infected.

Jacqui and Morales drag the walker back down the hill, toward the fire. Daryl indicates the mayhem.

DARYL

You reap what you sow.

Morales glares at him. The stress and strain of the last twelve hours and now the smell of burning flesh is getting to everyone.

MORALES

Shut up, Daryl.

DARYL

You left my brother for dead. You
all had this coming.

He shoots nearby T-Dog a cold look. Glenn, Morales, and T-Dog trade looks. No one feels like fighting. Seeing no one takes the bait, Daryl moves off. The others trade looks then Glenn starts to drag the dead survivor toward the grave. AS Morales gives him a hand --

EXT. CAMP - DAY

Dale watches Andrea sitting beside her sister from a distance. He takes a long, private beat then turns away. He spies Carol talking with SOPHIA comfortingly. Dale crosses to them.

DALE

Andrea's not the only one who lost
a loved one. I'm real sorry about
your dad, sweetheart.

Sophia looks up at him, tearfully.

DALE

And you, too, Carol. My
condolences.

CAROL

I was just saying we have to... lay
him to rest.

DALE

The others can handle that.

CAROL

He's my husband.
(to Sophia)
Do you want to say good-bye?

Sophia shakes her head fearfully. Carol doesn't press.

DALE

I'll stay with her.

CAROL

Thank you.

She kisses her daughter then crosses to ED'S body. Shane stands beside it with a shovel. He's just about to split its skull but stops when he sees Carol.

CAROL

I should be the one to do it.

*
*

She reaches for the shovel. Shane hesitantly hands it to her. Carol takes a beat, then lifts the shovel and brings it down on Ed's skull. Then again. And again. And again. All her rage spilling out. *

Dale shields Sophia's eyes and whisks her away. Carl follows.

Shane pulls the shovel out of Carol's hands. She just hangs there looking down at her husband with hatred. Tears and sweat pour off her face.

EXT. CAMP - DAY

Jacqui wipes sweat off her brow. As Jim passes -- *

JACQUI
Are you bleeding?

Noticing BLOOD on his shirt.

JIM
(covering)
Got some on me from all the bodies.

JACQUI
That blood's fresh.

Jim starts to back away.

JACQUI
Were you bit?

JIM
I fell, scraped myself... during
the attack.

Jacqui isn't buying, reiterates --

JACQUI
You got bit.

JIM
No, it's just... I'm all right...

JACQUI
Let me see.

He doesn't respond, a look of panic flashes across his face. He looks around, hoping no one is noticing. Jacqui registers alarm.

JIM
(pleading)
Don't... Please...

But Jacqui calls out to anyone who will listen --

JACQUI
A walker got him!

Everyone looks up, surprised.

JACQUI
A walker bit Jim!

As people approach, concerned, Jim picks up a shovel, as if to defend himself.

DARYL
Lemme see...

Jim backs away.

Daryl lunges at him catches him by the shirt and rips it open, REVEALING --

JIM'S WOUND

It's fucking nasty.

Glenn, Morales, T-Dog, Daryl, Jacqui lean in to take a look. *
Glenn grimaces. T-Dog looks at Jim compassionately..

OFF Jim, doomed --

EXT. CAMP - DAY

Andrea gently wipes the blood of Amy's face and neck with a small rag ripped from Amy's shirt. She cleans around her eyes and mouth, then lovingly straightens her hair, arranging it so it hides the gruesome neck bite. She straightens her clothes delicately, as if trying not to wake a sleeping child.

EXT. CAMP - DAY

Dale hands Sophia off to Carl as he approaches.

DALE
Keep an eye on her, buddy. She's
lost her daddy.

CARL
I know what that's like.

Carl trades looks with an approving Lori then escorts Sophia away.

DALE

Good kid.

LORI

Thanks.

She looks over at Andrea.

LORI

I can't get through.

DALE

Can you blame her? Her sister,
ripped apart like that?

He's about to burst into tears but chokes it back, shoves it back down. Lori sees for the first time he's grieving as well.

LORI

Amy was a great girl.

DALE

Very special.

LORI

Besides Andrea, you knew her the best. Go, be with them. She needs someone. Then maybe, she'll let us take the body.

He watches the sisters intently, wanting to be with them, but not sure it's his place.

LORI

We can't keep circling like vultures.

DALE

It's not my place.

LORI

Then who else?

That strikes Dale.

LORI

You're the only family she's got left.

OFF Dale --

EXT. CAMP - DAY

The group, including, Carol, Jacqui, Dale, T-Dog, Morales, Rick, and Shane are gathered. Jim seated on the ground, leans against a tree, his condition worsening.

DARYL

We should put a pickaxe through his head and the dead girl's and be done with it.

T-DOG

For the love of God, the man's still alive.

DARYL

Only a matter of time.

He said that a little too loudly. Everyone looks at Jim guiltily.

GLENN

(lowers his voice)

How long does it take to kill you?

JACQUI

I never saw anyone live after a bite, have you?

No one else has either.

DALE

You figure there are different strains? Jim's sinking slow and Amy still hasn't turned. Maybe it's a weaker type.

CAROL

If that's true, maybe you could catch it from just being around it. From the air, or touching blood.

SHANE

If we start jumping to conclusions, we're just going to whip each other up.

RICK

Right, first thing we've got to do is get Jim some help.

DARYL

There ain't no help for that.

RICK

You don't know that. We just said we've never seen someone survive a bite.

DARYL

You got a cure?

RICK

Maybe. I heard a rumor that the CDC was working on this. I was thinking we should head there.

SHANE

We don't even know if that place is still functioning.

CAROL

If there are any politicians left, trust me, they're not fighting to save civilization. They're three miles underground with Dr. Strangelove.

*

RICK

I don't buy that. If the government's got any muscle left, they're putting everything they've got into cracking this disease.

DALE

Like they dealt with AIDS for 30 years and never cracked that one. Didn't even have a name for it the first few years.

RICK

I'm telling you, they'd protect the CDC at all cost. I think it's our best shot.

SHANE

For what?

RICK

(isn't it obvious?)

We've got a sick man.

*

*

SHANE

Fort McPherson's sixty miles away. If it's still operational, it'd be armed. We'd be safe there.

RICK

How does that help Jim?

MORALES

Wouldn't we have heard radio chatter if either one of these places was up and running?

DARYL

This is a waste of time. We need to be moving away from the hot zone.

DALE

CDC's on the outskirts, not in the city.

DARYL

Close enough.

T-DOG

Where do you think we should go?

MORALES

Anywhere... I don't want my family to spend another night here.

JACQUI

All we got between us and another attack is a string of tin cans.

GLENN

We got guns.

JACQUI

I never fired one in my life.

RICK

We gotta be smart about our next move. I really think the CDC's the best choice.

The others weigh that.

DARYL

Y'all gonna risk your lives on rumor for someone who's half-dead? Go ahead.

T-DOG

Just like we did for your brother.

Daryl glares at T-Dog a long beat, then turns his attention toward Jim.

DARYL

If the problem is this crazy freak,
I'll take care'a him right now.

He grabs a pickaxe and starts to move toward --

JIM

As Daryl walks toward him, murder in his eyes. People watch horrified as --

RICK

Steps up behind Daryl and puts a gun behind his ear.

RICK

We don't kill the living.

DARYL

But you gonna kill me? Really?

RICK

Jim's not a freak and he's not a
criminal. He was attacked, like
all the others.

Daryl grips the pickaxe tightly, as if to swing it. Shane steps forward and takes it from him. Rick lowers his gun. Dale glares at him.

Rick turns to Jim and helps him up.

RICK

Come with me.

Everyone freezes, unsure what he's doing. Jim gives Rick a panicked imploring look --

JIM

Where are you taking me?

RICK

Somewhere safe.

He takes Jim by the arm and leads him toward the RV. The group starts to break up. Daryl gives Rick one last eye-fuck then exits.

EXT. CAMP - DAY

Dale approaches Andrea, still holding Amy. Jacqui and Glenn watch as he cuts through the invisible circle around the two sisters and crouches in front of them. Andrea does not raise her gun.

DALE

I know you got something going on,
so I won't crowd you. Just came to
pay my respects, to you and to Amy.

Andrea nods appreciatively.

DALE

I never told you how I lost my
wife. Cancer.
(long beat)
I dragged her to every doctor,
every test. But after all the
surgeries, the chemo, she was
ready -- accepted it, you know? --
but I never could. Probably all
those treatments that killed her,
to tell you the truth.

Andrea listens. For the first time today, someone is getting through.

DALE

Since Margaret passed, well, you
girls, you know, you were the first
people I - ah, I don't know -- am I
making any sense?

Andrea purses her lips -- a small, reassuring smile.

ANDREA

It was her birthday.

She pulls a small gift from her pocket and unwraps it carefully as Dale looks on.

ANDREA

Her birthday was always like a week-
long affair, but I somehow always
missed them. I was in college, too
old for kids parties. *She'd call,*
all excited. I'd say I make it,
always meant to but... I always
thought --

*
*
*

DALE

-- there'd be more time.

*

Andrea looks down at her sister, takes a long beat.

*

DALE

Don't beat yourself up. Trust me,
it's hard enough without you adding
guilt to the mix.

Andrea displays a gift box. She opens it, removes the mermaid necklace and holds it out, as if showing it to Amy. She then puts it around her neck and fastens the clasp. She lays Amy back. Amy looks peaceful.

DALE

She would have loved it.

Andrea looks down at her sister thoughtfully. Dale sees she's drifting away again. He gets up and shuffles away, leaving the two sisters alone.

EXT. CAMP - DAY

Rick crosses to Shane.

RICK

You know these people better than I
do. They might pull together for
you.

SHANE

Once they do, we'll head for Fort
McPherson.

Not what Rick wanted to hear.

RICK

Both of us are grabbing at straws here.
But there's one thing we can agree on.
We got a bunch of people scared
shitless. And need to hear a plan.

SHANE

I got a plan. Just not your plan.

OFF Rick, frustrated --

EXT. CAMP - DAY

Andrea puts her forehead on Amy's and whispers to her.

ANDREA

Amy, I'm sorry. I'm so sorry. For not
being there -- even now, I wasn't there.

She finally starts to cry.

Lori, T-Dog, and Daryl watch from a distance.

Andrea lifts her head slightly, REVEALING Amy's arm is twitching slightly. Andrea watches coolly as her sister's body pulses weakly. She's changing into a walker.

Andrea gently caresses Amy's hair as she watches her mouth start to move strangely. It finally opens and she gasps for air. Her eyes flutter open and her limbs jerk involuntarily like a newborn's.

At a distance, Daryl steps forward, the pickaxe in hand.

Rick rushes over. Shane, too. But they keep their distance. The others watch as well: Lori, Dale, Carol, Glenn, T-Dog, Morales.

Still, Andrea doesn't move.

Amy looks right at Andrea. Her eyes washed out. Haunted.

Amy starts to move her arms slowly. Her hand reaches out almost gently toward Andrea. Andrea holds her ground fearlessly.

Amy's hand continues slowly toward Andrea's face, then suddenly grabs at her hair. She gnashes her teeth. Amy is now a walker.

Rick and Shane start to head toward them, to pull Andrea away but --

Andrea puts her hand on Amy's forehead and holds the still-weak Amy at bay. Amy growls at her and paws the air weakly. Andrea firmly keeps her in place, like a stern parent holding a toddler having a tantrum.

Finally, Andrea raises the gun. Amy bites at it.

ANDREA

I love you --

BAM! She FIRES. The bullet shatters Amy's forehead. As the body falls backward, Andrea catches it, holding it upright, then lowers it delicately onto the ground.

Rick, Lori, Shane, and everyone else trade looks.

Andrea looks down at the body -- she did what she needed to -- then turns and walks off, leaving Amy's corpse behind.

SMASH TO BLACK:

END OF ACT I

ACT II

FADE IN:

INT. RV - DAY

Jim, sweaty and suffering chills, stares out the window at the continuing camp clean up.

There's a KNOCK on the door. It opens immediately and Carol enters.

CAROL
How you feeling?

She looks at him compassionately. He looks like shit. She feels his forehead, then his cheek.

CAROL
You're burning with fever. You need to lie down.

She hands him a small water bottle, but his hands are shaking so much, she must steady it for him to drink. He does so painfully.

OFF Carol, her patient dying --

EXT. CAMP - DAY

Glenn and Morales drag Amy's body to the fire. Dale intercepts.

DALE
What the hell are you doing?

GLENN
We need to burn the body.

DALE
Show a little humanity, for chrissake. She should be buried.

GLENN
No disrespect, dude, but she changed.

Daryl joins them.

DARYL
You should burn it, like the others. Keep the virus from spreading.

DALE

You're a scientist, all of a sudden? She was shot in the head. There's no threat now.

Rick steps forward.

RICK

What's the problem?

GLENN

Amy, do we burn her or bury her?

Rick shakes his head at the absurdity of it all.

RICK

I guess bury.

DARYL

You just change the rules however the mood strikes you?

Lori joins them.

RICK

There are no rules.

LORI

That's the problem.

RICK

What do you mean?

LORI

We haven't had one minute to hold onto anything of our old selves.

(to Rick)

We need time to mourn.

EXT. CAMP - FIELD WITH GRAVES - DAY

*

Andrea drags Amy's body toward one of the fresh graves. As she approaches WE SEE --

The entire band of survivors gathered around. Mourners.

Andrea pulls Amy into the grave and lays her down gently.

Glenn stands beside the grave, waiting for Andrea to eulogize her sister. When Andrea turns and stands alongside Dale, Glenn takes the cue and begins filling the grave.

Jacqui watches solemnly.

Carol and Sophia hold each other, Ed's death a cold reality.

Morales has his arms around MIRANDA, LUIS, and ELIZA.

T-Dog's eyes are red. Daryl stands next to him, nods in agreement. A moment between them.

Lori, teary-eyed, stands with her hands on Carl's shoulders. Carl just stares at the graves. Rick stands beside them.

Shane stands alone, watching Rick with his family.

Dale picks up a handful of dirt and tosses it on Amy's grave. He then backs away from the grave and rejoins Andrea.

A beat as everyone stands in silence. Glenn finishes shoveling then looks to Shane as if he should say something, but Shane is fixated on Lori. Lori looks back at Shane then holds Carl tighter. Glenn studies Rick, who seems lost in thought.

Andrea takes one last look then turns and exits. Dale follows. *

Carol leads Sophia away. *

The group slowly breaks up. T-Dog, then Daryl.

INT. RV - DAY *

Jim looks wearily out the window of the RV, seeing people returning from the burial. He hangs his head, trying to keep his shit together. *

EXT. CAMP - FIELD WITH GRAVES - DAY *

Rick follows Lori and Carl as they head off. Shane watches them go as --

Rick catches up with Lori.

RICK
We can't go through that.

Lori stops and turns to him, sees the raw emotion in his eyes.

RICK
Not us. Burying other people's bad enough, but the thought of one of us --

He stops himself. Lori's thankful he does. She looks at Carl, who's fully aware what they're thinking.

CARL
We're safe, dad, right? Now that
we're together.

RICK
Yeah, buddy. And we've got to stay
that way.

Carl's relieved.

RICK
Now, give me a chance to discuss
some things with your mom, okay?

Carl nods and heads off. Rick and Lori continue walking
toward the RV.

RICK
We've got a sick man. Just a
matter of time before we have more.
Maybe I'm crazy about this CDC, but
this guy, Morgan, he was pretty
sure. I trust him more than I
trust some of these folks.

LORI
They're all terrified. We all are.

Rick nods. He is, too.

LORI
And if one of them suggested we
head toward the city based on a
hunch, you'd have no part of it.

Rick knows she's right but isn't sure if that should change
his mind.

RICK
(the only certainty)
I love you.

LORI
I love you, too.

INT. RV - DAY

Jim lies on the bed, writhing in pain. His clothes are
drenched with sweat. Carol wipes his face with a damp cloth.

The door opens and Rick and Lori enter.

LORI
You need anything?

CAROL
His fever's worse.

Lori and Rick pityingly take in Jim.

LORI
Carol, you mind stepping out for a sec?

CAROL
Sure. Poor man.

She follows Lori out. Rick sits beside Jim. A beat, then Jim painfully opens his eyes.

JIM
I thought there'd be a grave ready for me.

An awkward beat.

RICK
Nobody wants that.

Jim starts to cough violently. He spits some blood on the floor. Rick takes a step back. Jim collapses back on the bed.

RICK
We're going to get you some help.

JIM
It's too late. The graves. It's there. Hands. Armies.

Rick realizes he's delirious.

JIM
Amy's there, swimming. Watch the mangroves. Those roots'll gouge the whole boat.

Jim looks right at Rick and speaks lucidly.

JIM
You'll watch the boat, right? You said you would.

RICK
I'll watch the boat. Don't worry.

Jim lies back and shuts his eyes peacefully. OFF Rick, keeping vigil --

*

EXT. CAMP - RV - DAY

Daryl powwows with Lori and Carol. He holds a pickaxe.

DARYL

I've got a good idea -- how about zero tolerance for walkers?

LORI

He's not a walker.

DARYL

Under my new policy he is.

Shane approaches and hands him a gun. The other three are surprised.

SHANE

We've got to secure the perimeter before nightfall. You, Glenn, and Dale take that side.
(pointing)
Rick and I got that.

Daryl takes the gun but leaves the pickaxe.

DARYL

(to Carol)

You're gonna need it.

He heads off.

CAROL

I'm going to check on Sophia.

She exits. Shane and Lori look around. They're as alone as they're going to be.

SHANE

I need you to talk some sense into Rick.

LORI

He's dead set about the CDC thing.

SHANE

It's a pipe dream. A mistake.

LORI

I'm not hearing any better options. He says they're working on a cure.

SHANE

You're backing him?

LORI

(yes)

He's my husband. And what he says makes sense. It's not like he's running off like some coward, leaving a man for dead.

That hits Shane hard. He's surprised she came out swinging like that. And Lori's surprised at how loaded her own words are.

SHANE

It may be time to play the dutiful wife, but you can't tell me fixing your marriage is worth putting everyone else at risk.

LORI

That's not what this is.

SHANE

Then what is it?

RICK (O.S.)

What's what?

Shane turns. Rick stands behind him. An awkward beat as Shane and Lori watch him, trying to gauge his attitude.

SHANE

The plan for tomorrow. We moving out or should we start bunkering down, wait for help to find us?

RICK

The walkers have already done that.

SHANE

But now we've got firepower.

RICK

How long will that last?

LORI

(to Rick)

I was just telling Shane I think we should trust your gut.

Rick is pleased. Shane cuts Lori a disbelieving look then --

SHANE

Come on, we've got to sweep the area.

*
*
*
*
*
*

He walks off. Rick looks at Lori appreciatively then follows Shane. OFF Lori --

EXT. WOODS - DAY

Rick and Shane make their way stealthily through the woods, a few feet apart from each other. Their guns are raised, as if hunting. They scour the --

WOODS --

For walkers but the area is desolate.

SHANE

People are still making up their minds. You go to CDC, you might be on your own. You really wanna do that?

RICK

I gotta do what's best for my family.

SHANE

Exposing them to all kinds of risk?

RICK

As opposed to what? Leading them blindly into hostile territory? We're looking for a lifeline. I say swim toward the big ship, not further out into the ocean.

(off Shane's look)

I'm asking you to back me up.

A long pause as they walk.

SHANE

I want to, man. I just don't see it.

RICK

If it was your family, I think you'd feel differently.

Shane stops.

SHANE

I kept them safe, looked out for them, like they were my own.

RICK

And I appreciate that but --

*
*

SNAP! A noise deeper in the woods. Rick moves off to investigate. Shane lifts his rifle, puts it to his eye, then scans the terrain.

SHANE'S POV -- JUST WOODS.

He lowers his rifle, peering straight ahead, then raises it again to make sure.

SHANE'S POV -- JUST WOODS, THEN --

RICK enters his sight.

TIGHT ON SHANE

He watches Rick intensely. Rick is oblivious he is in Shane's sights.

Long beat.

Shane finally lowers the rifle, lets out a deep breath, then looks around nervously.

As he starts walking --

RICK
Clear. Better get back.

He brushes past Shane and heads back to the camp.

After a beat, Shane follows.

EXT. CAMP - DUSK

Rick and Shane approach the group, huddled near a campfire, still fearful as night falls.

SHANE
I've been thinking about Rick's
plan...

Rick turns, caught off guard.

SHANE
There're no guarantees. But, I've
known him a long time. I trust his
instincts.

A beat as everyone takes that in.

SHANE
The most important thing is to keep
together.

Rick registers appreciation for Shane's support.

Lori looks at Shane. She suspects this is more about her than the efficacy of Rick's plan.

RICK

We leave first thing in the morning.

SMASH TO BLACK:

END OF ACT II

ACT III

FADE IN:

EXT. GEORGIA LANDSCAPE - DAY

OPEN ON the early morning Georgia landscape, the sun already risen.

EXT. HILLTOP (LANDSCAPE) - DAY

STATIC, then --

RICK (O.S.)
-- we're moving out.

EXT. HILLTOP - DAY

Rick on the walkie-talkie.

RICK
Again, by the quarry. It's not safe here. Avoid it at all cost. I'll try to leave a map or note, something, so you can follow our trail. Shouldn't take long to get to the CDC, as long as the road is clear. If things are overrun with walkers --
(beat)
Our numbers are down, Morgan. We've got women and children, a sick man who's not going to make it. I sure hope you're right about this CDC, buddy. I need you to be. Grimes, out.

He lowers the walkie then exits.

EXT. GEORGIA LANDSCAPE - DAY

GUNFIRE rings out and echoes off the hills. It stops as suddenly as it started.

INT. RV - DAY

Jim sits up and listens nervously. He is rattled, his breathing labored, his skin discolored. His condition deteriorating.

EXT. GEORGIA LANDSCAPE - DIFFERENT ANGLE - DAY

The shooting continues.

EXT. FIELD ADJACENT TO CAMP - DAY

Rick and Shane patrol behind the group, watching their technique.

RICK
Only four rounds. We need to
conserve ammo. Just get a feel for
the weapon.

Andrea draws her gun from her waistband, FIRES at a target,
then pops the clip, loads another round and repeats.

CLOSE ON makeshift target, four bulls-eyes.

Rick and Shane trade knowing looks.

SHANE
Nice shot. You're a natural.

ON Andrea, focused.

T-Dog steadies himself, then squeezes off a shot.

So does Carol.

And Jacqui. She's nervous but focused.

Glenn, Morales, and others in line beside them.

Sophia holds the gun up nervously then puts it down again.

SOPHIA
(to Carol)
I can't.

Carol puts down her own weapon then moves to Sophia.

CAROL
You don't have to.

She holds Sophia, realizing it's all been too much for her
little girl.

Shane corrects Glenn's stance. Glenn makes the adjustment
then continues to fire.

RICK
Remember, four rounds. That's it.

DARYL
We'd have more ammo if you didn't
play Santa Claus with it at the old
age home.

Rick watches Carl take his shot -- a great reason to ignore Daryl.

Carl misses by a mile.

CARL

I suck.

RICK

It takes practice.

CARL

Can I shoot another?

RICK

That was your fourth. Don't worry. You'll get another chance. But now, we need to hightail it out of here.

(to Shane)

We good to go?

EXT. CAMP - DAY

Rick and Shane address the troops. They are gathered near their packed vehicles.

RICK

Everyone stay on channel 40, but keep the chatter down. Jim will stay in the RV with Carol, so he's in good hands. Questions?

*
*

None.

Morales steps forward, his family beside him.

MORALES

We're not going.

Everyone turns, surprised.

MORALES

Heading the other way. Got family in Birmingham.

RICK

You won't make it on your own.

MORALES

We'll take that chance.

RICK

That's a lot of pressure to put on yourself.

(MORE)

RICK (CONT'D)

It'll be hard to watch your back
when you've got to do it all --
find food, shelter, keep watch.

MIRANDA

We can handle it.

RICK

I really think --

MORALES

-- I gotta do what's best for my
family.

Shane regards Rick, who's just gotten his reasoning thrown
back at him.

RICK

I understand. Channel 40... if you
change your mind.

Morales nods to Rick and Shane. The other survivors say good-
bye to Morales and his family. As he leads his family to a
van --

SHANE

(to Rick)

What makes you think our odds are
any better?

Rick's only answer is to pull some papers from his pocket.
Shane takes them and opens them, revealing --

A hand-traced MAP with the CDC marked off. Along the top,
Rick has written: WE ARE HEADING FOR THE CDC. KEEP MOVING.
THIS AREA NOT SAFE. RICK GRIMES.

RV DOOR

Opens. Jim stumbles out and moves toward the group. He
looks like a walker.

Carol is the first to see him.

CAROL

Oh my god, is he...

JIM

I need to finish the holes.

Rick steps forward and intercepts him, but keeping his
distance.

RICK
Jim, you should get back in the RV.
Carol, Lori, can you help him?

Lori and Carol step forward and escort Jim back to the RV. *

DARYL
You're bringing him?

RICK
That's what this is all about.

DARYL
He'll never make the trip.

RICK
He's making the trip.

He watches Lori and Carol escort Jim back to the RV then turns toward Ed's Cherokee.

Dale steals forward and scribbles on Rick's note. He laughs then heads off. Lori leans in to read it.

"WALKERS KISS MY ASS"

EXT. CAMP - DAY

The caravan pulls out, the RV leading the way. It pulls onto the road then slowly makes its way away from the camp. It is followed by the Cherokee, then the church van, then Daryl's Suzuki, then Shane's Jeep.

INT. RV - DAY

Jim screams in pain with every bump as he is tossed about. Carol tries to comfort him, but he is in agony. She calls out --

CAROL
Pick a smoother route, for God's sake.

UP FRONT --

Dale drives. Glenn's his co-pilot, the original map on his lap. They trade helpless looks.

INT. CHEROKEE - DAY

Rick drives. Lori sits beside him, Carl and Sophia in the backseat. Rick checks the rearview to make sure everyone's in line.

INT. CHURCH VAN - DAY

T-Dog drives, accompanied by Andrea and Jacqui. Andrea stares out the window, lost in thought.

INT. DARYL'S SUZUKI - DAY

Daryl drives. A shotgun riding shotgun.

INT. SHANE'S JEEP - DAY

Shane follows Daryl. He's alone.

EXT. ROADS - DAY

The caravan makes its way toward Atlanta. Through the quiet Georgia woods. Around bends. Various driving shots.

INT. RICK'S CAR - DAY

As Sophia sleeps in the backseat, the Grimes family talk quietly.

LORI
(to Carl)
How'd you do shooting?

CARL
I need more practice.

She cuts Rick a look. He understands immediately.

RICK
Your mother doesn't like guns.

CARL
I have to learn how to shoot.

LORI
I know, it's just... I don't like guns.

Long beat.

LORI
(changing the subject)
Been awhile since we've been on a trip together.

Rick, grateful for the change in tone, pounces --

RICK
Never did do the Grand Canyon.

CARL

Why not?

A beat as Rick and Lori think.

RICK

Just weren't big vacation people.
Your mom always wanted to visit her
family.

LORI

And your dad always took extra
shifts.

RICK

We always figured we'd get to it
next year. It's not like it's
going anywhere.

CARL

I wanna see it. Can we still take
that trip? See the Grand Canyon?

Rick's smile fades but then he recovers it.

RICK

Sure, buddy. First things first.

Carl sits back, content. Lori and Rick trade looks.

INT. RV - DAY

Dale drives, Glenn beside him.

DALE

How'd you do during shooting
practice?

GLENN

All right.

DALE

It's one thing to shoot a tree,
another a charging walker.

GLENN

What are you telling me?

DALE

I'm afraid you might get that
chance before this ride's over.

He looks out the windshield.

DALE
Ah, shit. What is this?

EXT. ROAD - DAY

TIGHT ON the RV's engine, OVERHEATING. The hood's popped open and steam pours out everywhere.

PULL BACK to show the caravan stopped and the group gathered around Dale and Glenn, examining the engine.

DALE
It's the hose, completely shot.

RICK
I thought you jury-rigged something.

DALE
It's not holding. I was planning to strip the cube van.

SHANE
Shit.

RICK
There's got to be a gas station or abandoned car between here and the highway.

Everyone trades wary looks, another fucking problem.

RICK
Glenn, Dale, shouldn't take us long.

Shane looks over at Lori then stops Rick.

SHANE
I'll take this one.

RICK
You sure?

SHANE
Yeah, you stay with your family.

INT. RV - DAY

Jim lies on the bed, eyes open. He's fading. Carol keeps vigil.

Rick enters. He's taken aback by Jim's condition but tries to appear upbeat.

RICK

Why don't you take a few, grab some air.

Carol is hesitant to leave but finally does. Rick sits beside Jim.

RICK

We should be back on the road soon. Hang in there.

Jim tries to catch his breath.

RICK

You comfortable? You need --

JIM

Leave me here.

RICK

Not a chance.

JIM

I'm done.

RICK

You can't give up.

JIM

Just lean me against a tree, in the shade. I wanna be with my family.

RICK

(sympathetically)
They're all dead.

Jim nods sadly.

RICK

All you gotta do is sleep. Close your eyes and by the time you wake up we'll be --

JIM

I can't -- this ride, it's killing me. The pain...

RICK

Jim, the fever, you're not thinking straight.

JIM

I am. Now, I am. And I want this. Leave me here. That's on me.

(MORE)

JIM (CONT'D)
I know what I'm asking. My
decision. Not your failure.

Rick wrestles with Jim's request. *

RICK
If we give up, it's over. No one
can ever count on anything. *

Jim forces himself to sit up and look Rick in the eye. *

JIM
You can't save me. And you know
it. *

OFF Rick, torn --

EXT. ROAD - DAY

Dale and Glenn work under the RV hood. Glenn holds a hose in
hand, proud papa.

DALE
Only take me a few minutes.

Shane addresses the group.

SHANE
Let's get ready to head out.

Everyone scurries for their places. As Shane approaches his
car, he passes the RV door. It opens and Rick carries Jim
out.

SHANE (CONT'D)
What's going on?

RICK
He doesn't want to go any further.

He carries Jim over to a tree and helps him sit beside it.

Lori, Carl, Daryl, Andrea, T-Dog, Carol, Sophia, and the
others step out of their vehicles. Glenn joins them.

GLENN
Are we just going to leave him
here?

JIM
Please. Just go.

They all study him a long beat.

ANDREA

He wants to die gracefully.

Everyone looks at her.

Rick continues to think it through, then grabs a container of water and places it beside Jim.

DARYL

What the hell, man?

RICK

He's made his decision. I can't force him. Can't force any of you.

SHANE

What's the point of going to the CDC then? We're close.

RICK

I think it's still the right plan.

CAROL

He can't take the bouncing around in that thing. Look at all his sores.

But Shane's still focused on Rick.

SHANE

We're really just walking away?
(emotional)
I don't want to live with that.

Lori takes that in.

*

T-DOG

Shouldn't we... you know?

Rick cuts him down with a look.

Andrea kneels down in front of Jim. He opens his eyes. She leans forward and kisses his forehead. She then gets up, turns away, and exits.

Glenn then steps forward and forces a smile.

GLENN

Hang in there, bro.

Dale follows him.

DALE

Good luck.

Then Daryl, nodding coldly.

*

Then T-Dog.

T-DOG
Peace, man.

Then Jacqui.

JACQUI
Just close your eyes, sweetie.
Don't fight.

And the rest of them line up -- Carol, Sophia, Lori, Carl, the others, then Shane and Rick.

SHANE
I'm sorry, Jim.

One by one they file past, each paying their respects. Jim starts to slip into unconsciousness.

Rick is on the edge of breaking and fighting it.

Jim opens his eyes. This hits Rick hard. He holds back his emotions then turns quickly and heads to his car.

EXT. ROAD

The caravan heads out again. The vehicles slowly pass Jim, one by one.

As they pass, the same people who wanted him dead, are now filled with sorrow as THE CAMERA, one by one, finds their faces. The last being Rick.

OFF Jim, as the caravan disappears into the distance --

SMASH TO BLACK:

END OF ACT III

ACT IV

FADE IN:

The Goldberg Variations PLAY OVER --

INT. CDC LAB - DAY

Jenner in HazMat gear standing alone in the middle of a pristine lab. He works carefully at a lab table.

He opens a freezer drawer and removes a specimen container labeled: "TS-19"

He lifts the lid of the container to reveal a sample of necrotic tissue. He delicately places it on the workspace.

He picks up a pair of dull, plastic scissors and carefully cuts off a sample. It's slow going.

JENNER

Vox, can't I get some decent scissors?

VOX

It is for your own protection.

JENNER

You'd miss me?

VOX

Do you need to take a break, Doctor? You're anthropomorphizing me again.

Jenner blinks his eyes a few times then tries to focus. He's exhausted.

JENNER

No, I'm fine.

INT. CDC LAB - DAY

A centrifuge spins.

Jenner watches it. His eyes close then snap open.

The centrifuge stops.

Jenner opens it then removes the sample. He places it on the workspace and examines it carefully. He notices something and reaches out to touch it. He then stops himself and while still inspecting it curiously, reaches for an instrument without looking.

He knocks over a beacon of fluid, which spills on the larger sample. It starts to dissolve.

JENNER

No!

He instinctively brushes the sample to protect it then stops. He looks at his hand, horrified.

His glove is dissolving.

He frantically rips his glove off but --

His second pair (below the top pair) is also being eaten through.

JENNER

It's eating through.

He runs to a decontamination shower and pulls the chain. An ALARM rings. Water floods down on his HazMat suit.

He looks at the large sample -- ruined.

VOX

Lockdown procedure initiated.

Jenner runs for the door.

JENNER

Let me out. Let me out, Vox.

He exits and the door locks behind him. A steel door slams down.

VOX

Should I proceed with full decontamination, Doctor?

Jenner heads for another shower.

JENNER

Yes, damn it.

He removes his HazMat gear, then his secondary gear, then his underwear.

Jenner steps into the shower and is blasted by a chemical wash.

He examines his hand carefully. It seems unharmed.

VOX

Full decontamination process --

JENNER

No, don't!

He looks up from the shower and into the lab. TS-19 sits on the workspace.

JENNER

Wait! Stop! Don't burn --

BOOM! A FIREBALL rips through the lab, incinerating it.

Jenner hangs his head and lets out a deep, anguished moan.

VOX

Full decontamination sequence complete.

EXT. STREET - DAY

The caravan comes into view.

INT. RV - DAY

Glenn studies the map then points.

GLENN

Should be that way.

Dale puts on his blinker.

INT. RICK'S CAR - DAY

RICK'S POV --

Dale's blinker signals left. The RV starts to turn.

Lori and Carl lean forward enthusiastically as Rick follows.

CARL

Are we close?

LORI

I think so.

Rick smiles, nods, relieved.

INT. CHURCH VAN - DAY

T-Dog turns to Andrea.

T-DOG

Jim could have made it.

ANDREA

He did what he had to.

INT. RICK'S CAR - DAY

Rick and Lori peer through his windshield.

LORI
Oh my god.

He pulls to a stop.

EXT. STREET - DAY

The caravan pulls to a stop. Rick steps out of his car. Then one by one, all the doors open and the group exit their cars. They stand there, in a line, their mouths open, as the take in --

EXT. STEPS OF CDC - DAY

An urban battlefield. Dead SOLDIERS, shot in the head, some eaten, fill the street and line the steps of the CDC. They obviously went hand-to-hand with the countless WALKERS filling the street. A massacre on both sides.

A pile of CORPSES blocks the main entrance.

-Carol holds Sophia close.

-Lori takes in the horrific sight.

-Jacqui stares in shock.

-Dale shakes his head in disbelief.

-Glenn studies Rick, then Shane, then trades a look with T-Dog that says, what now?

-Carl watches his father. Suddenly, he hears a NOISE next to him. He looks down to find --

A SOLDIER

Now a walker, reaching out toward Andrea.

The others jump back. Rick pulls his weapon, aims a shot, but BAM!

Shane fired first. He gives Rick an accusing look.

INT. CDC - DAY

Jenner, his eyes red, paces furiously. He drinks from a full glass of wine, two open bottles before him.

JENNER

You callous, thoughtless, idiotic abacus. That was the last sample of TS-19. You know what we did to get that. It was everything. And now it's gone. GONE!

VOX

You initiated the decon sequence.

JENNER

I didn't mean destroy her --

An ALARM sounds as white lights flash sequentially.

JENNER

What is it?

VOX

There are people outside the main entrance.

Jenner reacts anxiously. He's been alone far too long.

JENNER

People? What sort of people?

VOX

Civilians. Unclassified.

JENNER

They're *alive*?

VOX

Without full diagnostics, I cannot determine if they're infected.

JENNER

What are they doing here? What do they want?

VOX

They are seeking entry.

OFF Jenner, terrified --

EXT. STREET - DAY

Rick tries the MAIN ENTRANCE. It's locked. He sees an intercom panel, presses a few buttons, realizes it's dead. He then pounds on the door.

A long beat. No response.

T-DOG
There's nobody here.

Another beat as our people look around taking in their new situation. The door is locked and they are surrounded by dead soldiers. Now panic starts to set in.

DARYL
You led us here. What the hell were you thinking?

LORI
He made a call.

CAROL
He led us to a dead end.

DALE
What are we going to do now?

T-DOG
Dammit.

CAROL
We should have gone with Morales.

LORI
Carol...

DALE
There's nothing here.

DARYL
You're done, man. I ain't listening to you.

Rick doesn't respond. He's frozen.

SHANE
Let's not start turning on each other.

JACQUI
This was a mistake.

DARYL
(re: Rick)
Since that guy showed up, one mistake after another.

Daryl looks at Shane, daring him to defend his friend again. Shane stays quiet.

Rick looks at Lori, her arms still around Carl. Instinctively she moves to Rick's side and nods reassuringly. Suddenly, Rick notices --

A SURVEILLANCE CAMERA moving.

RICK
Did you see that?

Rick walks up and looks directly into the camera --

INT. CDC - INTERCUT

Jenner watches Rick looking right at him.

BACK TO RICK AND THE OTHERS --

Rick bangs on the door again.

T-DOG
Man, there's nobody here.

CAROL
Let's get out here, we have to find
someplace safe.

INT. CDC - INTERCUT

Jenner watches Rick on the security monitor.

RICK
If you can hear me... Please, help
us. We have women, children, no
food. Nowhere else to go.

Jenner sweats profusely. He drains his glass, then continues watching.

Rick hates to say this in front of everyone --

RICK
If you don't let us in, you're
killing us... Please.

Still no answer as Shane appears on the monitor next to Rick.

SHANE
Maybe the camera's still working
and everybody's dead.

Rick, with no other choice, is about to give up hope. He turns and starts down the stairs when ---

THE DOOR

Opens behind them.

They turn and ready their weapons. They trade cautious looks as they approach the entrance.

Rick and Shane pull the corpses away that block the entrance.

Carol, Daryl, Jacqui, climb over the bodies faster than Rick and Shane can clear them. The group scrambles its way into --

INT. CDC - CONTINUOUS

And looks around, amazed. Lori smiles with relief when she feels the blast of air conditioning.

They've made it. Dale slaps Rick on the back.

The group exchanges looks with Rick, acknowledging he was right.

Jenner studies them on a monitor then runs his fingers through his hair and straightens his clothes, trying to make himself presentable. AS he braces himself for his guests --

FADE OUT.

END OF SHOW