

FAITH

"All For You"

by
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Based on characters created by Joss Whedon
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TEASER

FADE IN:

1

INT. RUN DOWN BUILDING - NIGHT

1

Open on a shabby-looking room, strewn with trash, scurrying rodents and heaps of forgotten furniture. Sickly yellow light from the street filters in through cracks in the boarded-up windows, and water DRIPS from the ceiling.

Something RUSTLES as it shuffles through the piles of garbage bags at the back of the room, making its way towards the one open doorway.

ANGLE ON: RODENT

Sniffing at the floor, the rat's whiskers twitch as it senses something heading its way, but before it has chance to scurry away...

WHAP! A clawed HAND snaps into frame and grabs the unfortunate animal, its struggles only lasting a second before a faint SNAP is heard, and it falls still.

ON SCENE:

With a bulky, hunched FIGURE now shown heading back through the waste of the room, push in on the far corner, where a gaping HOLE lies in the wall, its jagged edges thick with some kind of slimy GOO.

A faint MEWLING sound is heard, and as we draw closer, a strange sight comes into view - a NEST, made out of scavenged materials like newspapers, bits of plastic and other articles of refuse.

Huddled within the nest, tucked out of sight inside the hole in the wall, are three tiny INFANT DEMONS, albino white skin and shivering, hairless bodies.

They become more agitated as a SHADOW falls over them, hobbling around inside the confines of the nest - and the same clawed hand lowers into frame, holding the dead rat out to the demons.

With a chorus of grateful YELPS, the three baby demons snatch the rat away, quickly tearing it to shreds and tucking in.

PULL BACK to see a larger, hairier version of the same DEMON crouched low over the nest, watching the infants with parental pride.

Hold on this happy - if a little unusual - family scene for a few beats, until:

CRASH!

(CONTINUED)

1 CONTINUED:

1

The demon's head snaps round. Something just broke open off screen, and the demon throws a quick glance back to the nest before dragging several garbage bags across the hole, covering it up.

It pauses for a beat, hearing VOICES and FOOTSTEPS ringing out through the otherwise empty building, and quickly darts off screen as we cut to:

2 INT. RUN DOWN BUILDING - STAIRWELL - NEXT

2

Looking down from the top floor of the winding staircase, the beams of several FLASHLIGHTS are gliding through the gloom, making their way up the staircase.

CRACKLES of radio transmissions float upwards: snatches of conversations and barked orders.

3 INT. RUN DOWN BUILDING - CORRIDOR - NEXT

3

Looking down a long passageway, the floorboards fragile and rotting, as two sets of TORCH BEAMS starts to peer round the corner.

They're followed by two COMMANDOES, decked out in black flak jackets and outfits, wielding bulky GUNS with mounted flashlights as they sweep the corridor.

COMMANDO #1

(into radio)

Alpha Seven, fourth storey
stairwell clear, over.

SQUAD LEADER

(filtered; through radio)

Copy that, Alpha Seven. Continue
with your sweep, over.

Commando #1 nods to his colleague, and they start to pace slowly down the corridor.

Beyond the faint sound of falling rain outside and the occasional CREAK of a floorboard, nothing makes a sound.

The commandoes try the handle of each doorway they reach, pausing before THROWING the door open and sweeping the room with their guns.

They approach the final door in this section, holding back as they see the door itself is missing.

With a few quick hand gestures, they take up positions either side of the doorway, and on the count of one, two, three...

4

INT. RUN DOWN BUILDING - ROOM - NEXT

4

They DART into the same room we opened on, scanning the darkness for any signs of life.

Nothing moves, and after an anxious beat they turn and start to leave.

And hear a muffled COUGH.

The commandoes slowly turn back round, waiting - and hear another sound, this time a distinctive MEWLING.

They raise their weapons again, pacing slowly towards the back of the room, following the sounds they can hear.

They reach the concealed hole in the wall, and as one reaches and starts to slowly drag back the garbage bags hiding the nest...

ROAR!!

The bigger demon SLAMS into both commandoes, sending them CRASHING to the floor as it BELLOWS with rage.

One goes for his gun, but it's swatted away before the demon grabs his head in both hands, TWISTING fiercely and dropping the commando with a loud SNAP.

The demon whips round - and gets ZAPPED by a blast of high voltage electricity, collapsing to the floor as its muscles spasm.

The surviving commando scrambles to his feet, his weapon trained on the stunned demon as several more commandoes hurry into the room.

The SQUAD LEADER approaches them, glancing towards the fallen soldier lying sprawled nearby.

SQUAD LEADER

Simmons?

The commando shakes his head, and the Squad Leader nods sympathetically. He motions for more of his men to head over, pointing down to the fallen demon.

SQUAD LEADER (cont'd)

Take the sub-t back to Echo Base
for further examination, and call
in a meat wagon for Agent Simmons.

As several soldiers crowd round the demon, preparing to lift and drag it away, the Squad Leader hears the agitated CRYING coming from the hole in the wall, and steps over.

(CONTINUED)

ANGLE FROM: INSIDE WALL

The nest of demons is a hive of motion as the Squad Leader crouches down to study them.

SQUAD LEADER (cont'd)
(over shoulder)
Yeoville?

The surviving commando from the encounter with the demon comes over to join him.

COMMANDO
Yes, sir?

SQUAD LEADER
Better bring up some containment
units too. We'll need these infants
for the labs.

The Squad Leaders studies the babies as we cut to:

EXT. STREET - NIGHT

Two large SQUAD VANS are parked outside the building, situated just outside a warehouse district near the Hudson.

The mother demon, awake and struggling, is being loaded into the back of one van, strapped down to a gurney, as another commando carefully slides a large white box - containing the infants - into the next vehicle.

SQUAD LEADER
I tell you, Yeoville, the sooner we
finish pulling out of this
godforsaken city, the better.

The commandoes clamber into the second van, closing the doors behind them, as the Squad Leader pauses to make a call, peering into the back of the first van.

SQUAD LEADER (cont'd)
(into phone)
Echo base, this is Alpha Team,
we've detained a sub-t and are
heading back home, over.

BASE
(filtered; through radio)
Copy that. Good work, sergeant.

He grins, turning round to go - and walks straight into somebody!

SQUAD LEADER
Hey! This is a-

(CONTINUED)

SHINK! The Squad leader GASPS, his gaze falling to his belly - and the wickedly curved DAGGER sticking from his gut.

He looks back up again, shock starting to sink in, and finds himself looking into the grinning features of:

EVIL FAITH.

EVIL FAITH

Damn good knife, yeah, I know.

She YANKS the dagger back out, and turns her attention to the closest van as the Squad leader slides to the ground. The van is already ROCKING from the struggles of the angry demon inside, and as Evil Faith starts to SMIRK, we cut to:

The commando team are sitting on either side of the rear compartment, ready to go - and the doors are suddenly THROWN OPEN!

They look up, startled - and the DEMON leaps into the van with a terrifying HOWL!

PULL BACK from the van as the SCREAMS of the commandoes inside start to ring out, the van rocking violently as the demon tears into the squad.

Evil Faith stands and watches, casually lighting a cigarette before offering a mock salute to the slaughter before her.

EVIL FAITH

You're welcome.

She turns and walks away, just as a spatter of BLOOD sprays up one of the van's windows, and we:

BLACK OUT:

END OF TEASER

ACT ONE

FADE IN:

8

EXT. QUINN'S HIDEOUT - NIGHT

8

Right back where we left them. NOA sits and stares in mute shock at FAITH and the equally guilty-looking QUINN standing behind her, just at the threshold of the shabby former apartment complex he's been calling home.

Noa's jaw hangs as Faith looks back round to Quinn. He closes his eyes and exhales - he hoped this would never happen.

Nobody speaks for a long beat.

FAITH

Noa-

NOA

(snaps)

No!

(beat; clenched teeth)

Nobody gets to say anything.

She lowers her head, and after a moment she starts to SOB, tears rolling down her cheeks. Faith squirms, having no idea what to do, and she throws a desperate look to Quinn.

QUINN

Maybe you should-

NOA

(softly)

Why?

She looks up, and Quinn's heart breaks.

NOA (cont'd)

Why?

Quinn can't find the words to answer, and stares right back at her as his brain tries to get into gear.

A BEEPING sound cuts through the silence, and Faith blinks before realising it's her BEEPER, digging it out of her jeans and checking the display.

FAITH

It's Pryor, he-

NOA

(sharp)

Go.

FAITH

Noa...

(CONTINUED)

NOA

Faith, just go.

Faith turns to Quinn, who nods - he'll handle this. Faith exhales heavily, then takes off, Noa deliberately avoiding her gaze as she walks past.

Faith is heading into the distance as Noa rolls a little closer to Quinn, who stays by the doorway.

She wipes her eyes and SNIFFS, trying to keep her emotions in check as she looks up at him.

NOA (cont'd)

So... you're not dead.

QUINN

No.

NOA

You lied to us.

QUINN

(beat)

Yes.

NOA

You lied to me. To me!

QUINN

I... I didn't have a choice.

NOA

Choice about what? About not telling the woman you're supposed to be in love with that you didn't die on the way to the hospital?

Quinn runs his hands through his hair, his mind going blank as he tries to explain himself.

QUINN

I just... I didn't want to... Noa, you have to understand, it's too-

NOA

No, you have to understand something. I cried for you, Jon. I went to your memorial. Every night, I go to sleep alone, and every morning I wake up alone, and I wish that I'd had just one more minute, one more second with you to say goodbye, to say... to say something, before you were just gone from my life!

(CONTINUED)

QUINN
(lowers head)
I'm sorry.

NOA
Why? Why the hell would you do
this? I... I don't understand!
(tearing up)
Why would you want to hurt me?

She can't hold them off any longer, and Noa disintegrates into a flood of tears.

Quinn rushes forward, but as he gets close she angrily tries to PUSH him away.

He hesitates, but then tries again, and this time she fights back half as fiercely, before finally relenting and letting him wrap his arms round her.

She digs her fingers into his back, burying her face in his shoulder and WAILING, squeezing him tight as if he could vanish again at any second.

Her tears start to die down, and Quinn leans back. He's getting pretty emotional too, managing a smile as he reaches up to wipe Noa's tears away.

She looks up into his eyes, holding his gaze for a long moment as he cradles her face...

POW! She SOCKS him right in the gut! Quinn GASPS and staggers backward, winded.

NOA (cont'd)
You jerk!!

Quinn WHEEZES, caught off guard by the punch, wincing as Noa continues to yell:

NOA (cont'd)
You insensitive, arrogant,
brainless, idiotic... idiot!

QUINN
Yeah, that's me...

NOA
Don't joke about this! Do you have
any idea what you've put me
through? What it's been like
without you the past six months?
Going to visit your freakin' grave
every day?

She tries to SWING for him again but he's out of reach, and she almost sails straight out of her chair.

He darts forward to grab her, but she fights back, struggling and KICKING as he tries to help her back down.

NOA (cont'd)

Get off me! Get away!

QUINN

Noa, come on! At least let me explain!

NOA

Forget it! I don't want to hear it!

QUINN

I did it for you!

NOA

(scoffs)

Oh, right. Of course you did.

QUINN

I knew they'd come after me again if they thought I was still alive, or worse, they'd come for you.

That shuts her up. Still regarding him with narrowed, furious eyes, she quietens to let him finish.

QUINN (cont'd)

They shot me, right as I was standing inside the Asylum. Right in front of you. It wasn't safe any more. For either of us.

NOA

So, what, you thought living here, in this... this... hole was better than just telling us the truth?

QUINN

The 'truth' wouldn't have protected any of us the next time they decided to do another drive-by, Noa!

NOA

And who the hell are 'they'? The Initiative?

QUINN

Who else would be trying to kill me?

(CONTINUED)

NOA

I can think of one person right
now...

He sighs, pacing away from her. She stays on the spot, arms folded, glaring defiantly.

QUINN

Noa, I don't expect you to forgive
me, or be okay about what I did. I
knew that when I asked Faith to-

NOA

So she is in on this.

Quinn lowers his head. Busted.

NOA (cont'd)

How far? Did you just call her when
you were set up here in your little
roach motel, or did she... did the
two of you plan all this together?

Quinn doesn't answer, and Noa's hands go to her mouth.

NOA (cont'd)

No... She wouldn't! I mean, she...
not to me! She...

QUINN

I made her promise not to tell you.
Don't blame her. This is all on me.

Noa slumps forward in her chair, head in her hands.

NOA

I can't deal with this right now...

QUINN

Do you want to...

She looks up - he motions back towards his hideout, and Noa's expression snaps to one of horror.

NOA

No, I do not! You're coming with me
back to the Asylum, so you can
explain yourself to Pryor and Vi.

She starts to wheel towards him, but Quinn backs up, hands raised.

QUINN

Did you not hear a word I just
said? They need to think I'm dead
or they'll never leave us alone!

(CONTINUED)

NOA

Jon Quinn, if you don't get your butt back to the Asylum right now, then you won't have to worry about what the Initiative want to do to you - I'll finish the job for them.

Quinn stares at her - she means it. He turns away, hands on his head, knowing he can't say no.

QUINN

I'm not going to get even a tiny bit of a say in this, am I?

NOA

I could always punch you some more, see if that helps you make up your mind.

He turns back to face her, SIGHS again, and as Noa keeps her stern, commanding gaze on him, we cut to:

INT. ASYLUM - RECEPTION - NIGHT

Faith arrives in the main foyer, head down as the reunion of Noa and Quinn spins round her brain, and almost walks straight into RACHEL.

RACHEL

Oh! Oh, hey Faith.

FAITH

Sorry, Rache. What's the emergency? I got a call from Pryor.

RACHEL

Oh, yeah, that. Come on.

They start to head off, and we switch to:

INT. ASYLUM - CORRIDOR - NEXT

The girls head down one of the long, sterile white corridors.

RACHEL

She was brought in just now, Pryor took her straight to the infirmary. That's all I know.

FAITH

Right.

They walk on in silence for a beat, Faith's thoughts obviously somewhere else, until Rachel finally speaks up:

RACHEL

Uh, I hope you don't mind me asking, but...

FAITH

What?

RACHEL

Well... shouldn't you, you know, not be going out right now?

Faith stops, throwing her an accusing look.

RACHEL (cont'd)

(blushes)

I just mean, you know, what with the whole 'police' thing, and, and... and Pryor told me, he said I should know what was going on, so... uh...

Rachel flusters under Faith's intense stare.

RACHEL (cont'd)

I haven't told anybody else, I swear!

(beat)

Well, Todd knows, but, you know, he's like your biggest fan anyway, so... are you gonna hit me?

FAITH

(sighs)

Let's just go find Pryor, alright?

Faith heads on, and a nervous Rachel follows into:

11 INT. ASYLUM - INFIRMARY - NEXT

11

The girls enter the spacious, well-equipped medical wing to find PRYOR and VI standing over a young WOMAN in one of the beds.

The woman is in her mid-twenties, pale and pretty with long, dark hair - and a BITE MARK on her neck.

Vi is carefully dabbing at the wound with a swab of gauze as Pryor prepares her IV drip.

PRYOR

Ah, Faith, good. Where were you?

FAITH

Out.

(CONTINUED)

PRYOR

'Out'?

FAITH

It's a long story that I'm really not going into right now.

(off patient)

Who's the chick?

VI

Her name's Andy Walker, twenty-three, from the Village. Came in a half-hour ago, referral from St. Vincent's. You know, seeing as we now appear to have a local rep as...

(air quotes)

... the "vampire people."

Faith strolls over, peering at the woman's neck wound. She's sedated, shifting woozily around in the bed as Pryor tapes down a wad of bandage over the wound.

FAITH

Vamp do this?

PRYOR

Apparently so, but we've hit a bit of a setback in our attempt to find out more.

FAITH

What kind of 'setback'?

VI

Amnesia. Bad case of it, too. Her short-term memory's short-circuited, or something. Keeps resetting itself every few minutes.

PRYOR

She keeps forgetting who we are, where she is and what happened, so we've only been able to get a fraction of the information we'll need.

VI

You know, what happened, where it was so we can go kill it, that kinda thing.

(beat)

The usual.

FAITH

So what can I do to help?

(CONTINUED)

PRYOR

One of us needs to stay with her
while I go and run some blood
tests, to see if she's been
poisoned or if she's just suffering
from shock.

FAITH

(nods)

Okay. I'll do it.

PRYOR

We'll be keeping her here in the
infirmary until she's more
stabilised, so that puts you on bed
watch for the time being.

Faith nods, pulling up a chair and sitting next to the bed.

FAITH

'S not like I had anywhere else to
be.

Pryor frowns, sensing the tension in her voice, but Vi taps
him on the shoulder and he heads off, leaving Faith with the
girl in the bed - ANDY.

Andy GROANS, her head flopping from side to side as she
starts to come round.

ANDY

(woozy)

Whu... where... where am I?

She tries to sit up, but Faith gently pushes her back down.

FAITH

Take it easy. You're safe.

ANDY

I don't... what happened to...

She WINCES and puts a hand to her neck, finding the bandage.

ANDY (cont'd)

(alarmed)

Am I okay? Did something...

She looks round, her eyes focusing at last as she starts to
realise where she is.

ANDY (cont'd)

Am I in... is this is a hospital?

FAITH
(shrugs)
Technically.

ANDY
It doesn't look like a hospital...

FAITH
We'll get to that. Right now, I
need you to stay calm...

She removes Andy's hand from her neck.

FAITH (cont'd)
... stop messing with your
bandages...

Faith settles her back down in the bed again.

FAITH (cont'd)
... and tell me everything you
remember about the attack.

Andy's eyes bulge at that last word, and she sits bolt
upright again. Faith curses, realising that probably wasn't
the best choice of phrase.

ANDY
Attack? What... what happened?

FAITH
That's what I want you to tell me.

ANDY
I- I can't... I don't even...

She starts to tear up, trying and failing to remember
anything and growing more agitated.

ANDY (cont'd)
I don't remember! I don't remember
anything!

FAITH
Take it easy! You're just in shock.
Or something.

ANDY
'Or something'?!?

FAITH
Uh... look, let's start over.

Andy nods, trying to catch her breath - and then blinks,
looking round the infirmary again.

ANDY

Where am I?

FAITH

I told you, somewhere safe.

She tries to crane her neck round but pulls at the bandage, wincing and putting a hand to her neck.

ANDY

(alarmed)

Am I okay? Did something...

She looks round, squinting as if seeing the room for the first time.

ANDY (cont'd)

Am I in... is this is a hospital?

Faith hesitates, not sure how to respond, and we:

BLACK OUT:

END OF ACT ONE

ACT TWO

FADE IN:

12 INT. ASYLUM - PRYOR'S LAB - NIGHT

12

Pryor is peering into a microscope, examining some tissue samples when there's a KNOCK at the door.

PRYOR
(without looking up)
Come in.

Noa pushes the door open - dragging a tense-looking Quinn behind her. She waits a beat, then:

NOA
Ahem.

PRYOR
(still not looking)
Hello, Noa.

NOA
That was a 'Pryor, turn around'
kind of 'ahem.'

Pryor finally straightens and turns round - and reacts with shock at the sight of Quinn!

PRYOR
Oh! But...

NOA
Not dead.

PRYOR
He...

NOA
Lied to all of us.

PRYOR
You...

NOA
Followed him to his hideout.
Faith's in on it too. Look,
Pryor... can we skip this part?

Pryor stares at Quinn, not quite believing what he's seeing, so the guilty Quinn walks over and offers his hand.

QUINN
It's me, Pryor.

(CONTINUED)

Pryor looks down at his outstretched hand, then tentatively reaches out and shakes it - slowly.

PRYOR

I suppose I'm going to get an explanation for all this?

QUINN

(sighs)

Long or short version?

PRYOR

Short, please.

QUINN

I persuaded Faith to hide me out instead of taking me to the hospital. I figured if the Initiative thought I was dead, they'd leave you guys alone.

PRYOR

Forgive me, but I have a very vivid memory of you taking a bullet to the chest six months ago. That's not the kind of thing you get over without medical aid!

Quinn offers him a wry smile, unbuttoning the middle part of his shirt and holding it open:

A jagged SCAR runs down the centre of his chest, stopping just short of the scars left there by Evil Faith a while ago.

QUINN

There are people I can call who fix things up without all the paperwork hospitals tend to generate.

Noa wheels over, BUMPING into him.

NOA

Oh, so it's not enough that you skip going to an actual hospital to get treatment for a god damn gunshot wound, you then have to go to some back alley surgeon to get fixed up instead?

She HITS him again, shaking with rage.

NOA (cont'd)

How stupid are you?!?

Pryor wisely gets between the two of them, turning his attention to Noa.

(CONTINUED)

PRYOR

Noa, I think you should leave Quinn
and I to talk.

NOA

But-

PRYOR

(firm)

Noa.

She pouts, shooting icy glares at the two of them, then spins
round and wheels back out of the lab.

Pryor lets out a long breath and then turns back to Quinn,
running a hand through his hair.

QUINN

Is it worth apologising?

PRYOR

Not really, no.

(beat)

I'm not angry, Jon. I can
understand why you did what you had
to do. I'm just... disappointed.

QUINN

Why?

PRYOR

That you didn't think you could
trust us to keep you safe.

QUINN

(hangs head)

It was the only way.

PRYOR

Yes, and I'm sure Noa will listen
to that excuse.

QUINN

Pryor, I...

He trails off. He knows there's nothing he can say to make
this any easier right now.

PRYOR

Well, you'll have to stay here for
now. If Noa managed to find you,
frankly it's a miracle nobody
more... professional has before
now.

He starts to exit the lab, Quinn following into:

13 INT. ASYLUM - CORRIDOR - NEXT

13

Quinn shuts the door before catching up to Pryor.

QUINN

That kind of goes against why I hid
out in the first place, doesn't it?

Pryor stops, rounding on Quinn.

PRYOR

Listen to me very carefully.

Quinn blinks, surprised by Pryor's suddenly sharp tone.

PRYOR (cont'd)

Noa, Faith, Vi - they all mean a
great deal to me. I'd gladly do
anything to keep them safe - and I
think we both know that I mean
that.

QUINN

Hey, me too.

PRYOR

So here's what's going to happen.
You're going to stay here. You're
not to leave the premises unless I
say so, you're not to contact
anyone unless I clear it, and you
are not to involve yourself in
anything that could put either you
or one of the girls in danger. Is
that understood?

QUINN

It's not as easy as-

PRYOR

(over him; stern)

Is that clear?

A beat. Quinn looks away, lowers his head and nods.

PRYOR (cont'd)

Good.

(beat; sighs)

We'd better break the news to Vi,
but I'd rather keep your presence
here as secret as possible until I
decide what to do with you.

Keeping his eyes on Quinn, Pryor reaches for the small walkie-talkie on his belt.

(CONTINUED)

PRYOR (cont'd)
(into radio)
Vi?

VI
(filtered; through radio)
I'm here, Pryor.

PRYOR
Could you meet me in my office,
please? There's a bit of news I
need to tell you.

VI
Will do. Be there in a sec.

Pryor puts his radio back, gives Quinn one last, stern look
and then heads down the corridor, a reluctant Quinn following
as we cut to:

14 INT. ASYLUM - INFIRMARY - NEXT

14

Faith sits at Andy's bedside, a notepad and pen in her hands.
The floor around the bed is littered with crumpled up sheets
of paper.

Andy is sitting up now, looking a little better but still
disorientated and frightened. Faith, on the other hand, looks
pretty frustrated but is trying to stay cool.

FAITH
Okay, let's try this again.

ANDY
I'm sorry.

FAITH
It's okay. Just start at the
beginning. Name?

ANDY
Andrea Walker.

FAITH
Address?

ANDY
West 4th Street. Just up from
Sheridan Square.

FAITH
Good. Now... where were you earlier
tonight?

Andy frowns, concentrating hard.

ANDY

I was... I was in the East Village,
on St. Mark's Place... I was
looking for...

She HUFFS, frustrated, rubbing her hands in her sockets.

ANDY (cont'd)

I was looking for something, But I
can't...

FAITH

It's alright, Andy. Little steps.
East Village, St. Mark's. Don't
know it myself. Were you out
shopping, or...

ANDY

No, no, I was... I needed...

She shakes her head, clamping her eyes shut. When she opens
them again, she looks across at Faith and reacts, startled.

ANDY (cont'd)

Who... who are you?

Faith GROANS, sagging, as she tears off the page in her
notebook, scrunches it up and drops it to the floor.

The door opens, and she looks up as a still-pissed Noa wheels
her way inside.

Faith glances over, then looks away as she catches Noa's
accusing stare.

FAITH

(to Andy)

Uh... just give me a second, okay?

ANDY

But- where-

FAITH

You're safe. You were attacked, but
you're not in any danger now. My
name's Faith, and I'm trying to
help you figure out what happened.

Andy manages to nod, still agitated, as Faith steps over to
Noa. She lowers her voice.

FAITH (cont'd)

I'm not having much luck in here.

(CONTINUED)

NOA

Pryor said to tell you her labs
were clean. She's just in shock.

FAITH

Great. I was hoping there was
something he could give her for
this amnesia crap.

NOA

Jon's here.

FAITH

(beat)

Huh?

NOA

I made him come back with me, so he
could explain himself to Pryor and
Vi.

FAITH

Don't you think that's-

NOA

(raising voice)

I'm sorry, I think you've lost the
right to give me any kind of
opinion right now!

Faith casts a quick glance back to Andy, and Noa manages to
resume her air of professional cool.

NOA (cont'd)

Look, I thought it was the right
thing to do.

FAITH

He won't thank you for it.

NOA

And I give a crap because...

FAITH

I'm just saying-

NOA

(snaps)

Well, don't.

Faith steps back, not wanting to get into another fight with
a patient in the room.

NOA (cont'd)

(off Andy)

So what are you gonna do?

(CONTINUED)

FAITH

I was gonna head back to her apartment, bring a few things over, see if I can help jump-start her memory or something.

NOA

Okay. Good idea. Call us if you need anything.

With that, Noa turns and heads back out of the infirmary. Faith starts to call out after her, but stops herself - what could she say?

ANDY (O.S.)

Um, excuse me...

Faith turns back to face Andy.

ANDY (cont'd)

Where am I?

Off Faith's resigned face, we cut to:

Pryor is waiting behind his desk as Vi enters.

VI

Hey, you wanted to see... me...

She trails off - she's seen Quinn, leaning against the windowsill. He pushes off and straightens, offering her a warm smile.

QUINN

Hey.

A beat.

And then Vi SCREAMS for all she's worth, and we cut to:

As the exhausted Andy catches some sleep behind her, Faith has her purse open on one of the counters, sifting through until she finds a set of house keys, and enough ID to give her an idea of where Andy lives.

She's scribbling the info down on some paper when Rachel enters, heading for Andy to check on her condition before noticing Faith.

RACHEL

Oh, hey. What'cha doing?

FAITH

Going to see if I can help our girl
remember what did this to her.

RACHEL

(quirks eyebrow)

By going to her house? Aren't you
still-

FAITH

Just keep an eye on her for me,
alright? I'll be back soon.

Faith heads straight past her and for the exit.

RACHEL

Hey, wait! Pryor said- you can't
just-

But Faith is already gone. Rachel sighs, defeated, and as she
turns her attention back to Andy, we cut to:

EXT. GREENWICH VILLAGE - STREET - NIGHT

Following a set of directions scribbled on a sheet of paper,
Faith steps into frame as the heart of the Village spreads
out before her.

Tall, proud historical structures compete for room on the
skyline with advertising banners and ramshackle, bohemian
dwellings, with plenty of music and motion filling the
streets even at this late hour.

She wanders on, weaving down the busy street and through the
ambling groups of villagers, with late-night clubs and
coffeehouses spilling out onto the sidewalk.

Using the buildings as landmarks, she navigates her way down
West 4th Street, the cluster of mismatched buildings that
makes up Sheridan Square a little further down the road.

She looks up and sees the apartment block she's after, and as
she heads for the front entrance, fishing a set of keys out
of her pocket, we cut to:

INT. ANDY'S APARTMENT - NEXT

Unlocking the door and letting herself in, Faith finds
herself in a slightly untidy but otherwise modest apartment.

She makes a quick sweep of the place - front room, kitchen,
bathroom, bedroom and not much else - grabbing things like
framed photos and stuffing them into her bag.

Satisfied, she heads for the exit and we return to:

19 EXT. GREENWICH VILLAGE - STREET - NEXT

19

Faith steps back out onto the street, soft jazz drifting through the air around her, but as she turns to lock the entrance back up, the map of directions FLUTTERS out of her hand!

FAITH

Hey!

She grabs for it, but the wind carries it up and away, and in a moment it's gone.

FAITH (cont'd)

(mutters)

Son of a...

She looks round - she doesn't know this part of town, and the maze-like nature of the streets doesn't help her get her bearings.

With a dark look, she stuffs her hands into her jacket pockets and marches off, and we cut to:

20 EXT. GREENWICH - HARBOUR - NEXT

20

Faith turns and corner and walks on, hurrying it up a little, but slows as she sees she's taken a wrong turn - she's now facing the Hudson River!

She sighs, frustrated, walking to a railing that fences off this part of the street as she reaches for her cell phone.

FAITH

(into phone)

Oh, hey Hilary, uh, can you put me through to somebody who knows how to get back from Greenwich Village?

(listens)

Yeah, I'll hold. Thanks.

She keeps the phone to her ear, looking out over the harbour and the piers stretching out over the water - and then something catches her eye.

Frowning, she heads over to take a closer look, looking down on a TRUCK parked up outside a warehouse down below. Nothing unusual so far...

And then she hears a GUNSHOT!

Alarmed, she snaps the phone shut, vaults over the railing and stumbles down the embankment to the pier below:

21 EXT. HARBOUR - PIER - NEXT 21

Just about keeping her balance, Faith drops down into view a little way off from the warehouse, taking in the truck parked outside as she scurries closer.

There's another GUNSHOT, and Faith narrows her eyes - trouble. She looks down at her phone and flips it up - but the display tells her she has no signal.

She grunts, annoyed, and then starts to slowly creep towards the warehouse, keeping to the shadows.

22 EXT. HARBOUR - WAREHOUSE - NEXT 22

Faith skirts round the edges of the spotlight beams overlooking the warehouse, pressing herself up against the wall as she slides round toward the entrance.

23 INT. HARBOUR - WAREHOUSE - NEXT 23

Faith pokes her head round the sliding entrance door, peering into the warehouse beyond:

Two SECURITY GUARDS lie dead on the warehouse floor, and beyond them Faith can see FIGURES moving round inside an office set against the back wall.

She steals closer, pausing to check the pulses of the guards before approaching the office, keeping her head down as she hears voices:

VOICE #1

(male; gruff)

I'm sayin' this job'll go a lot smoother now they're both outta the way!

VOICE #2

(male; younger, higher)

You know what the boss says about killing people we don't have to! It's your ass he's gonna have!

VOICE #1

Ah, I ain't got time for this crap. Just blow the lock so we can get outta here.

Faith ducks back as the owner of the first voice approaches the door, watching as the handle starts to turn...

The door opens a fraction when she jumps up and KICKS it, the door SLAMMING back into the man's face!

She throws the door open and bursts into:

24

INT. WAREHOUSE - OFFICE - NEXT

24

Faith has surprised two GOONS - one thick-set and Hispanic, one reedy-looking and pale. The bigger guy is the one who got the door to the face, and as he steps back Faith SHOVES him back against the desk, letting him CRASH to the floor.

PALE GOON

What the-

He starts to reach for his partner's gun - POW! Faith clocks him one.

FAITH

Something tells me these ain't your toys to play with...

He staggers back, but as his face whips back round, faith gets a shock - he's a VAMPIRE!

Faith quickly SWEEPS the vamp down, and as he hits the deck his partner rises, also VAMPING OUT as he RUSHES her.

She DUCKS his clumsy swing, driving an ELBOW into his gut and then BARGING him to the floor, diving down onto him to try for another PUNCH, only to take one herself.

She stumbles and is SHOVED back off the goon, who scrambles to his feet as Faith does the same.

BIG GOON

You're pickin' the wrong fight tonight, lady...

FAITH

I hear that a lot.

Faith's holding her own when she's GRABBED from behind by a third VAMP, who pins her arms down in a bear hug.

VAMP #3

What's going on, boys? You two havin' a little girl trouble?

Hispanic VAMP gets back up, wiping blood from his lips with a SNARL and advancing on Faith.

She KICKS OFF from the first goon, snaps her head back to HEADBUTT the next and manages to FLIP back over him, though without the benefit of Slayer agility they both CRASH clumsily to the floor.

She's up first, hooking one foot under a nearby CHAIR and FLICKING it up into her hands.

(CONTINUED)

FAITH

Hate to break this party up...

She SMASHES the chair over the back of Vamp #3, and picks a handy STAKE out of the debris to DUST the Pale Vamp.

FAITH (cont'd)

... but I'm not supposed to be out
past my curfew.

Smirking at how well this is going, Faith drops her guard for one crucial second:

POW! Something SLAMS her to the floor, and Faith drops the stake, stunned.

Stars are spinning round as she manages to look round...

... and it's Evil Faith, grinning wickedly as she CLICKS her fingers in anticipation of the fight.

EVIL FAITH

And here was me, thinking this job
was gonna make for a dull night!

Faith's confidence drops - this fight just became a lot
harder, and from that, we:

BLACK OUT:

END OF ACT TWO

ACT THREE

FADE IN:

25

INT. HARBOUR - WAREHOUSE - NEXT

25

Inside the warehouse where Faith confronted the vamps now, and all is quiet for a beat. Boxes, loading equipment, packaging material...

CRASH! And Faith SOARS into frame, slamming into a crate and SPLITTING it in two with the force of her impact!

She slumps to the ground, dazed, as Evil Faith climbs into the warehouse, heading straight for her.

Faith manages to come round just in time, DODGING to the left as Evil Faith tries to SPEAR her with a shard of the crate!

Faith rolls away, getting to her feet and putting some distance between her and her doppelganger, but Evil Faith is relishing this too much to play games.

EVIL FAITH

C'mon, little sister, I'd have
thought you'd be glad to see me!

Evil Faith gives chase, pursuing Faith down the narrow aisles of the warehouse before catching her and GRABBING her by the jacket, SPINNING her round and into another stack of boxes, which CLATTER down all around her!

EVIL FAITH (cont'd)

You can't tell me you don't enjoy
the hell out of these tussles we
have!

Faith struggles to push her way out from beneath the boxes, but Evil Faith has already GRABBED her again, DRAGGING her across the floor before KICKING her up into the air!

Faith hits the deck with a CRUNCH, looking up just as Evil Faith PUSHES another towering stack of crates down towards her!

EVIL FAITH (cont'd)

Look out below!

Faith just about gets up and out of the way as the heavy crates SLAM into the warehouse floor, but as she runs on she skids to a halt:

Dead end.

She turns round, a solid wall behind her and Evil Faith slowly advancing on her, looking for a way out.

(CONTINUED)

EVIL FAITH (cont'd)
You're getting sloppy, Faith. You
never used to run from a fight.

Faith hesitates - then narrows her eyes, fixing her steely gaze on the incoming Evil Faith.

EVIL FAITH (cont'd)
(grins)
That's better! There's that Lehane
fightin' spirit, back out of the
box!

FAITH
Is it worth me asking what you're
doing here?

EVIL FAITH
You can ask...

She suddenly THROWS another razor-sharp chunk of wood straight at Faith, who is forced to SPIN out of its path!

EVIL FAITH (cont'd)
... but it ain't for me to say.

Faith recovers, realising the near miss has left an ugly GASH along her cheek, but there's no time to waste as Evil Faith LEAPS towards her, her foot STAMPING into the floor just as Faith rolls away.

Faith's up and on her feet, looking for a way to gain the advantage as she starts to climb the nearest shelf, the scaffold-like network of shelving covering most of the warehouse floor.

She gains a little ground on her clone, who JUMPS up to the first level after her.

EVIL FAITH (cont'd)
Truth be told, I was kinda hoping
you'd show up tonight...

She KICKS up with all her strength, DISLODGING the section of shelf Faith is on above her and almost pitching Faith head first down to the ground!

EVIL FAITH (cont'd)
... I've been dying to tell
somebody what I've been up to past
few weeks.

Faith grabs hold of the edge of her shelf and SWINGS down, her boots SLAMMING into Evil Faith as she loops round.

FAITH

You know, for somebody who's half
me, you sure talk a lot more crap
than I do...

Evil Faith stumbles back, but as Faith tries to follow up she gets a rapid set of PUNCHES - high, middle and low - sending her sprawling.

EVIL FAITH

Oh, trust me, you're gonna enjoy
this one.

Faith's winded but tries to push herself up - just as Evil Faith GRABS a handful of her hair and SLAMS her face into the shelf!

EVIL FAITH (cont'd)

It's all about the big favour I'm
doing for an old friend of yours.

SLAM! Faith's nose comes up bloody as Evil Faith YANKS her hair back again.

EVIL FAITH (cont'd)

Well, technically two friends, but
we'll get to the other one later.

SLAM! And again. Faith's halfway to unconsciousness by now, and Evil Faith bundles her off the edge of the shelf.

She hits the floor awkwardly, CRYING OUT as she twists her shoulder, unable to react as Evil Faith drops neatly down beside her.

EVIL FAITH (cont'd)

Before we get to that, there's
somebody I'd like you to meet.

Evil Faith grabs hold of Faith's jacket collar, DRAGGING her along the warehouse floor as she heads back for the entrance.

EVIL FAITH (cont'd)

And he sure wants to meet you...

Faith's too beaten to fight back as she's dragged out onto:

Evil Faith DUMPS Faith down by the entrance, pacing away from her and shaking her hair out, exhilarated from the fight.

A light rain is falling, as Evil Faith crouches down by Faith, who isn't even sure what day it is as she tries to get back up.

(CONTINUED)

EVIL FAITH

See, normally, he likes to keep his hands clean and distance himself from whatever I've got goin' on, but we're headin' off somewhere else together later, so he decided to tag along.

Faith pushes up on one arm - and then flops back down to the floor. Evil Faith CACKLES at her, before standing, putting two fingers in her mouth and WHISTLING.

A pair of car HEADLIGHTS flick on, bathing the two girls in light, and Evil Faith motions down to the stunned Faith.

EVIL FAITH (cont'd)

You gonna come say hey, or what?

Faith manages to lift her head, and through her blurred, swimming vision she can just make out a FIGURE stepping out of the car and heading over.

She's dazzled by the headlights and tries to get a hand up to shield her eyes as the figure draws nearer...

... and as he steps close enough for her to see, her jaw drops in absolute horror!

FAITH

No...

MAYOR WILKINS shakes his head and TUTS as he looks down at the sorry form of Faith. He carries a dainty umbrella against the rainfall.

MAYOR

Well, well, well. I'd love to tell ya I feel sorry for you, sport, but the truth is I can't help but feel you brought all this on yourself.

FAITH

(blurts out)

No!

Faith manages to push herself half upright, trying to get away from the spectre of her past standing before her.

FAITH (cont'd)

(shaking head)

You're not him... you can't be! You can't... he's dead! She... you're dead!

(CONTINUED)

MAYOR
(chuckles)
Well golly, I feel in awfully good
spirits for a man who's allegedly
dead! What do you think, Faith?

Faith realises he's talking to Evil Faith, but as she turns
to look, she gets a BOOT to her face.

MAYOR (cont'd)
Ah, Faith?

Evil Faith looks up, her twisted grin switching to an
expression of worry in a heartbeat.

MAYOR (cont'd)
What did I tell you?

EVIL FAITH
(pouts)
'Don't damage the merchandise.'

MAYOR
That's absatively right.

The Mayor crouches down before Faith, grinning amiably at her
while she's still too stunned to move.

MAYOR (cont'd)
See, I've got a lots of plates
spinning at the moment, and you're
one of them. And although your
better half seems set on forgetting
our agreement...

He casts a dry look at Evil Faith, who squirms awkwardly.

MAYOR (cont'd)
... tonight isn't the time for
this.

FAITH
What... how...

MAYOR
All in good time, firecracker.

He stands, turning to Evil Faith.

MAYOR (cont'd)
Are we ready to gain access?

EVIL FAITH
As ordered. Ready to roll.

MAYOR

Well, then! Shall we?

He offers his crooked arm to Evil Faith, who hesitates - then slips her arm though his, letting the Mayor lead her back into the warehouse as Faith SLUMPS back to the floor, exhausted.

She sinks to the floor, her consciousness slipping away as more FIGURES walk past here - and more, and more! Nobody's paying her any attention as she finally sinks to the ground, out cold, and we cut to:

INT. ASYLUM - PRYOR'S OFFICE - NIGHT

Vi sits in one of the chairs, looking very spooked as Noa passes her a fresh cup of coffee.

VI

(muted)

Thanks.

She takes the coffee, holding it in both hands as she slowly, carefully turns to look at Quinn.

He's still over by the window, looking like he wishes this whole scene would fast forward already.

VI (cont'd)

So let me get this straight...

NOA

(sighs)

Again? Even Pryor's got it by now!

PRYOR

Er...

VI

Quinn didn't go to the hospital, but got Faith to take him to some guy who could patch him up without anybody knowing, then Faith set him up in a hideout and helped cover up his death...

(turns to Noa)

... so you'd be safe?

NOA

(cross look to Quinn)

That's how he spins it, yeah.

VI

That's really lame.

Quinn sighs, putting his hands on his head as Pryor's phone RINGS.

PRYOR
 (answers phone)
 Webb.
 (listens)
 What? Are you sure?
 (listens)
 Where are you?
 (listens)
 We'll be there right away.

He puts the phone down and quickly gets to his feet, the others picking up on his urgency.

NOA
 What's wrong?

PRYOR
 Faith. While I shouldn't be that surprised that she snuck out again, this time she's found something she wasn't...

He trails off - then makes for the door. The rest of the team swap glances and then start to follow, as we cut to:

Faith is resting up against a wall overlooking the warehouse down below. She hears a car roll to a halt up above her on the pier and tenses, but as she hears Pryor's voice she relaxes.

PRYOR (O.S.)
 Faith? Faith, where are you?

FAITH
 (coughing)
 Down... down here...

She coughs her way through the reply, and in a few moments Pryor and Vi have made their way down to her. They both react at her battered appearance.

VI
 What happened?

FAITH
 Me. Evil Me. And someone else.

Pryor starts to help her to her feet, and Faith WINCES - every little bit of her hurts right now.

VI

Who? There's somebody else out to
get you now?

FAITH

It was the Mayor.

Vi blinks, staying still as Pryor struggles to help Faith
back up to the pier.

VI

The who?

She snaps out of it and hurries after them, and we cut to:

INT. ASYLUM - INFIRMARY - NIGHT

Andy watches with growing alarm as Faith is helped into
another of the small ward's beds by the others.

ANDY

What happened to her?

NOA

Hopefully not the same thing that
happened to you.

PRYOR

(off Andy)

We should move her out of here.

VI

I'll do it.

ANDY

Sorry? Move me out of where? What's
going on?

Vi heads over and starts to help the protesting Andy out of
her bed and into a wheelchair, as Noa and Pryor fuss around
Faith.

Pryor checks her wounds as Noa passes him bandages, wipes and
gauze.

NOA

You're sure it was him?

FAITH

It was him.

NOA

Yeah, but... well, you told me this
story.

(MORE)

NOA (cont'd)
The one where he turned into some
giant snake demon thing, ate a
bunch of kids and then got trapped
in a school that that Buffy chick
blew up?

She pauses - and realises Andy is still in the room.

NOA (cont'd)
(struggling)
And... what... a great movie that
was.

Andy starts to reply, but Vi quickly wheels her out of the
room so the others can continue.

PRYOR
Did he say anything else?

FAITH
Heard one of the vamps say
something about 'blowing that lock'
before I jumped 'em. And the Mayor
said he had a lot of things going
on, that tonight 'wasn't the time.'

NOA
For what?

FAITH
(beat)
For killing me.

PRYOR
(urgent)
We need to find out why they were
at that warehouse.

NOA
I'm on it.

She wheels away, leaving Pryor with Faith. She winces again
as he dabs antiseptic on the cut across her cheek.

FAITH
I can't keep coming off second best
like this, Pryor... I just can't.

PRYOR
You were outnumbered, surprised and
taking on a much stronger opponent.
You did well to get through like
you are.

FAITH
She coulda killed me.

Pryor hesitates, sensing the defeat in her tone.

FAITH (cont'd)
She was playing with me, Pryor. The Mayor, he said he'd told her not to kill me yet. I was giving it everything I had, and she...

Pryor doesn't finish the sentence. He doesn't have to. He starts to dress her wounds, but Faith pushes him away.

FAITH (cont'd)
Leave me alone.

PRYOR
(patiently)
Faith, you've taken a considerable beating, I can't just leave you without-

FAITH
(yelling)
I said leave me alone!

Pryor pauses, then steps back. Faith rolls onto her side, turning away from him. He sighs, placing the rest of the bandages on the counter by the bed.

He waits for a moment, but it's clear this conversation is over. He turns and leaves after casting one last glance to her, and we cut to:

Noa is concentrating as she works at her computer, not paying much attention to Quinn as he examines the large map of NYC up on her wall - it's covered with pins, dots and lines, and is surrounded by photographs and notes.

QUINN
(off map)
This is new.

NOA
Helps us keep track of things.

QUINN
(nods)
Good idea.

NOA
One of mine.

A beat. She hasn't looked round, and Quinn knows he needs to start making amends as soon as he can.

QUINN

Noa...

NOA

Not now, Jon.

QUINN

C'mon, hear me out.

NOA

(whips round)

What could you possibly have to say
that would make what you've done
even remotely okay?

His mouth flaps as he tries to answer - and then his gaze is
drawn to her computer screen.

NOA (cont'd)

Well? Jon?

(beat)

Jon!

QUINN

(off screen)

Is this one of the warehouses down
by Greenwich Village?

NOA

What? It- yes, yeah, it is.

QUINN

You know there's a back door into
one of the Initiative bases down in
a warehouse there, right?

NOA

No, no I didn't. So what would...
why would Twin Bitch and this
'Mayor' guy be down there, with a
gang of vamps in tow, talking about
'blowing a lock'?

He freezes, putting the pieces together.

NOA (cont'd)

What?

And then she catches up too. They exchange a look of growing
alarm, and we cut to:

Quinn leads the way as Pryor and Vi follow, using flashlights
to guide their way as they approach the office at the back of
the warehouse.

(CONTINUED)

31 CONTINUED:

31

VI

What are we expecting to find?

Quinn doesn't answer as they enter:

32 INT. WAREHOUSE - OFFICE - NEXT

32

He steps inside and turns to the others - a large CABINET has been pulled to one side, revealing a thick set SECURITY DOOR, the kind normally found in a bank vault.

And it's WIDE OPEN.

Quinn steps over the threshold and into the gloom, leading the others as they step into:

33 INT. UNDERGROUND BASE - NEXT

33

Quinn steps through another wide open security door and out onto a gantry, the area around him bathed in RED LIGHT. The faint hum of ALARMS echoes around the space, and his face falls as the other two join him, registering the same horror.

PRYOR

Oh, my God...

The space laid out before and below them, roughly the size of a small aircraft hangar, is littered with BODIES. Bodies in military uniforms.

INITIATIVE COMMANDOES.

This used to be a well-stocked and populated base, and now it's just a tomb. Small FIRES burn out of control, the hellish red glow cast by the emergency lighting lending a nightmarish atmosphere to the scene of slaughter.

Quinn's torch beam falls on a NOTE pinned to the wall by the entrance - addressed to 'Faith (the other one).' He pulls it down and opens it, reading:

QUINN

"Dear Other Faith and gang.
Consider this one on me. Love,
Faith."

Quinn crumples the note in his fist, burning with rage as we:

BLACK OUT:

END OF ACT THREE

ACT FOUR

FADE IN:

34

INT. UNDERGROUND BASE - CONTROL ROOM - NIGHT

34

Quinn shifts a burning hunk of metal to one side - it used to be part of a control desk, but now it's charred and useless like the rest of the high-tech equipment around it.

The small control office was used to monitor the entire base - aside from a row of blank CCTV screens, sprayed with BLOOD, there are two sets of windows overlooking the hangar bay below.

More BODIES are up here - some stabbed, some shot, some looking like they were attacked by wild animals.

Quinn's downcast expression says it all as he sweeps his torch through the smoky gloom - these people never stood a chance.

Pryor steps into the control room, cursing under his breath as he sees the dead strewn around.

PRYOR

We've checked everywhere. Nothing's
bene left standing and no-one's
been left alive.

QUINN

It doesn't make any sense.

PRYOR

If there were any demons, vampires
or other creatures being held in
the cells, those are all gone too.
Whether they were involved in this
or not, I can't say.

Pryor starts to nose around, leafing through stray files and trying to find a PC that's still working.

QUINN

Why didn't they fight back?

PRYOR

All the signs say they did. There's
plenty of evidence of small arms
fire, and while there are no non-
human bodies, there's plenty of non-
human blood.

(looks to Quinn)

For a last stand, it looks like
they gave it their all.

(CONTINUED)

QUINN

Yeah, but their all wasn't good enough...

Quinn KICKS a chair over in anger, and Pryor straightens, keeping a wary eye on him.

Vi rushes into the room moments later, spooked and alert.

VI

What? What happened? Is everything okay?

PRYOR

We're fine.
(glances at Quinn)
Just letting off a little steam.

VI

Oh. Well... yeah, okay. Makes sense.

Quinn starts to head for the exit, passing them both.

QUINN

There's nothing else we can do down here.

PRYOR

We should at least try to get into their servers. Who knows what kind of information we could get access to from in here!

QUINN

Okay, you do that. I... I need some air.

He steps outside, and though Vi moves to follow him Pryor stops her, shaking his head.

VI

I don't get why he's so upset. I mean, didn't these people try to have him killed?

PRYOR

That doesn't mean he thinks they should all be butchered like animals, Vi. I expect he knew some of these men and women. Nobody should have to see a sight like this.

VI

Except us.

(CONTINUED)

PRYOR

Except for us, yes.

Pryor tries again to get any of the terminals working, but they're all smashed and useless. He stands with a SIGH, wondering if there's any other way to make good of this, and we cut to:

EXT. HARBOUR - WAREHOUSE - NEXT

Quinn paces up and down outside the warehouse, head down and hands in pockets, deep in thought. He glances up as Vi heads over.

VI

Hey. I suppose asking if you're okay is a pretty dumb question, huh...

QUINN

(half smile)

'Fraid so.

VI

Have to say, Jon, you know how to make a comeback. Back from the dead one minute, leading us into this the next. You don't have anything else planned for tonight, do you?

QUINN

No, I'm all out of surprises.

VI

Right. Good.

A beat passes. Vi looks awkward, not sure what to say next.

VI (cont'd)

I... I mean, we, we all... we held a memorial for you.

Quinn looks up, waiting for her to continue.

VI (cont'd)

Just a little service, you know. Me, Faith, Pryor and Noa and a couple of the guys from the asylum. Low profile, but... it helped. It helped us get our heads round you being gone, even Noa.

Quinn looks away, choking back his guilty expression.

VI (cont'd)

So, now that you've just shown up again and told us it was all a big cover up to keep us out of trouble... how are any of us supposed to trust you?

Good point. Quinn considers this for a moment.

QUINN

I guess I'll just have to earn it back. Same way I did before.

VI

So would that make all this strike two?

QUINN

Looks like.

He manages a smile, and Vi offers a small one back as Pryor joins them, a bundle of folders under his arm.

PRYOR

I couldn't get much, so these'll have to do. Fires destroyed most of their hard copy files, but with the files we took from our last encounter with an Initiative base, we may be able to get something more concrete.

(beat)

If the other Faith is behind this, she certainly knew what she was doing.

QUINN

Yeah, but we haven't answered the most important question yet.

(beat)

Why?

Vi and Pryor swap glances, and we cut to:

Over in Mayor Wilkins' hideout, the man himself is watching a sitcom on his TV, chuckling away before his phone RINGS. He mutes the TV and reaches for his phone.

MAYOR

(into phone)

Hello?

(listens)

Oh, excellent. So I gather the procedure was a success?

(MORE)

(CONTINUED)

MAYOR (cont'd)
(listens; beams)
Great news.

He looks up as Evil Faith enters the apartment, carrying a grocery bag. He waves her over.

MAYOR (cont'd)
We'll have to speak again soon, my
supper just arrived. TTFN.

The Mayor rubs his hands together as Evil Faith grins and passes him the bag - he takes out a selection of steaming hot sandwiches and pies, but doesn't start eating yet.

He glances to Evil Faith, who blinks - then realises what he wants and heads into the kitchen.

She returns a moment later with a tray and a plate, laying them on his lap so he can set up his meal.

MAYOR (cont'd)
Thank you, Faith.

EVIL FAITH
Hey, long as you're not expecting
me to start cooking you anything,
this I can manage.

She flops down into an armchair, starting to flip through television channels as the Mayor gulps down a few mouthfuls, making sure he's finished chewing before he speaks:

MAYOR
A friend of mine just gave me some
good news.

EVIL FAITH
We win the lottery?

MAYOR
Oh no, sport, something much
better.

EVIL FAITH
(clicks fingers)
Damn. And I had my heart set on a
pony, too.

MAYOR
A little science experiment I asked
him to perform seems to have gone
to plan, so he's earned himself a
gold star and promotion to our team
once things really get rolling.

EVIL FAITH

What's with all the school words
you keep using?

MAYOR

What do you mean?

EVIL FAITH

'Science project,' 'gold star.' You
sound like a teacher!

MAYOR

I used to be a teacher.

EVIL FAITH

Get out! When?

MAYOR

Oh, some time around 1889, I think.

She blinks - then cracks up, and the Mayor grins right back
at her.

MAYOR (cont'd)

Oh, and excellent work yourself
this evening.

EVIL FAITH

Ah, it was nothing. Kill a few
guys, let the gang do their thing,
no sweat. Getting to hand the other
me her ass was the highlight.

The Mayor's warm demeanour drops for a moment.

MAYOR

And I'm sure I don't need to remind
you how important it is that she
stays alive.

EVIL FAITH

(rolls eyes)

I get it, I get it. She's special.

MAYOR

She's more than 'special,' and I'd
rather you didn't take that kind of
flippant tone with me, young lady.
She's the key to everything. Why,
we may actually have to make sure
she stays alive until we need her,
much as that thought must send a
shiver down your spine.

And he's right - Evil Faith does not look happy about this.

(CONTINUED)

MAYOR (cont'd)
(looks at watch)
Now, I believe you have one last
errand to run for me tonight and
then you're done.

She nods and gets up.

EVIL FAITH
You know me. Work, work, work.

She heads for the door, pausing to swipe a handful of
sandwich from the Mayor's plate, scoffing it with a smirk as
she exits, and we cut to:

Pryor, Noa, Vi and Quinn are all around Noa's computer now,
as Noa runs through a series of search programs.

Quinn notices a set of crime scene photos of the burned-out
squad van we saw getting attacked earlier, snatching them up
and staring at them in alarm.

QUINN
(off photos)
When did this happen?

NOA
Huh? Oh, that. Earlier tonight.
I've got a program that flags up
certain phrases in police reports
and grabs copies of any files and
photos, sending them over to us.
(off his look)
I've had a lot of time on my hands
to get good at this stuff. Well,
that, and I got talking to some of
Willow's friends, and they showed
me how to do loads of neat-

Pryor COUGHS. Back on topic, please.

NOA (cont'd)
Sorry. Attack on an unmarked
vehicle this evening, leaving seven
dead. One died just by the van of a
stab wound to the chest, the others
were post mortem'd and turns out
they died of severe physical
trauma, not the fire.

QUINN

I recognise this van. It's the kind Initiative teams used to use when they were rounding up new demon subjects. Look.

(points to photos)

This one holds a squad of commandoes, this one is a containment vehicle for the demon.

VI

So do we think Evil Faith did this?

PRYOR

Stands to reason. We still don't know why yet, but maybe these will help me work that out.

He holds up the files he rescued from the base, spreading them across Noa's desk as we cut to:

EXT. TOWN HOUSE - NIGHT

The front door of a modest suburban dwelling, no lights on at this time of night.

Evil Faith steps into frame and KNOCKS on the door. She waits a beat and KNOCKS again, waiting as lights flick on inside the house.

MALE VOICE O.S.)

(through door)

Hold on, I'm coming...

She waits, trying not to grin and managing to keep a straight face as the front door is unlocked and opened, revealing a middle-aged MAN, greying hair and half-dressed.

MAN

Yes? Can I help you?

EVIL FAITH

Deputy Mayor Moulder?

The DEPUTY MAYOR blinks, wondering who the heck this strange girl at his door could be.

DEPUTY MAYOR

Yes?

Evil Faith nods - and then there's a FLASH of silver as she SLICES her hand across his throat.

The Deputy COUGHS, his hand going to his throat - and as Evil Faith turns and smoothly walks away, BLOOD starts to bubble through his fingers.

(CONTINUED)

He stumbles, sinking to his knees and trying to call out for help, but he can only CROAK as Evil Faith slips away into the night.

The Deputy finally wilts and CRASHES face-first to the floor, and as his body falls still, we cut to:

Faith gently pushes open the door to the room Andy is staying in, expecting to find her asleep but seeing her sitting up in bed.

FAITH

Hey. Mind if I join you?

ANDY

Uh... who are you?

Faith grins, stepping into the room. She's bandaged and showing the battle scars from her fight, and is carrying her shoulder bag.

FAITH

Faith. I work here.

ANDY

Oh... okay. I guess.

Faith walks over to the bed, looking a little stiff, and pulls up a chair. Andy quirks an eyebrow at Faith's battered appearance.

ANDY (cont'd)

What happened to you?

FAITH

(shrugs)

Got mugged.

ANDY

Yikes!

FAITH

You should see the other guys.

ANDY

'Guys'?

FAITH

Long story.

ANDY

(beat)

So, are you here to tell me what happened to me?

FAITH

Is it worth asking how much you remember?

ANDY

Not much. Flashes. I've got plenty of gaps but I know my name's Andy, but then... then, I'm in here.

FAITH

Well, I think I can help you out with that.

Faith lays her bag down on the bed, opening it up and passing Andy various things from her apartment.

ANDY

Where did... how did you get these?

FAITH

Its, uh, all part of the service.

Andy holds up the things - photos, books, jewelry - but when she holds up a scarf, she suddenly GASPS:

40 EXT. GREENWICH - STREET - NIGHT

40

With a sudden FLASH of white light we're back in Flashback Land - and looking through Andy's eyes as she SCREAMS, struggling against something ATTACKING her!

41 INT. ASYLUM - ANDY'S ROOM - NIGHT

41

Andy throws the scarf away like it's on fire, and Faith straightens, reacting to Andy's fear.

FAITH

What is it? Did you remember something?

ANDY

I... I don't know, it was just... I only saw it for a second, but...

She starts looking round, wrapping her arms round herself and SHIVERING.

Faith grabs a notepad and pen from her bag, pushing them into Andy's hands.

FAITH

Anything you saw, anything you remember, just write it down. Draw it, if you can.

(CONTINUED)

ANDY

I'm not sure I can-

FAITH

Come on, Andy. You can do this.
Help us find out who did this to
you.

Andy holds Faith's gaze for a beat, then stares down at the notepad, finally putting pen to paper and starting to SKETCH something, and as Faith watches we cut to:

Noa and Vi are still going through things on her computer as Pryor and Quinn work through the salvaged files, now covering most of the floor and desk around them.

Quinn suddenly stands, staring at a sheet in his hands and drawing the room's attention.

PRYOR

Found something?

QUINN

Maybe...

He hands it to Pryor, who scans down the page - it's an official report, stamped with 'Classified' in bold red letters.

PRYOR

They knew...

NOA

Knew what?

She pushes away from her desk and reads the report over Pryor's shoulder.

PRYOR

They knew about the Gateway!

VI

How much?

PRYOR

Everything. That it was here,
mainly, but also the connection it
has to the magical energy prevalent
in this part of New York, Alex's
involvement with it, and...

He hesitates, and Noa nudges him to continue.

NOA

And...

PRYOR

They were going to take it.

VI

'Take' it? Isn't it built into the ground downstairs?

PRYOR

Doesn't matter. They were going to commandeer it, and most likely the Asylum in the process.

QUINN

And if Evil Faith is going round wiping them out, it must mean she wants to stop them from doing that...

PRYOR

(finishing the thought)
... because she's going to need it for herself.

A beat as that fact sinks in, before Quinn breaks the moment by SNATCHING the sheet back off Pryor.

QUINN

Okay. So. How are we gonna stop her?

He offers a hopeful grin to the group as we cut to:

INT. ASYLUM - ANDY'S ROOM - NEXT

Andy finishes scribbling, stares at the pad for a beat and then passes it back to Faith.

ANDY

That's what I saw.

Faith looks down at the pad - and her jaw drops. Andy looks across, registering Faith's stunned expression.

ANDY (cont'd)

Uh... are you alright?

Faith slowly stands, eyes glued to the pad.

ANDY (cont'd)

Hello? Faith? What is it?

Faith takes a step back, and then lets the pad fall from her hands, turning and heading straight out of the room.

(CONTINUED)

ANDY (cont'd)
Er, hello? Faith? What's wrong? Did
you recognise it? Faith!

Faith doesn't look back, and as Andy continues to call after her, we push in on the notepad, discarded on the floor.

Andy's sketch is fairly amateurish, but even so it's impossible to mistake the leering, demonic face staring back at us.

It's KAKISTOS.

BLACK OUT:

END OF SHOW