

FAITH

"Walking Tall"

by
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Based on characters created by Joss Whedon
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TEASER

FADE IN:

1

EXT. ALLEYWAY - NIGHT

1

Dark, dirty and away from the chatter and noise of downtown NYC, a LAMPPOST casts a pool of dim light.

A woman's feeble GASPS of pain and the hungry GRUNTS of some unseen creature can be heard.

PAN ACROSS the alleyway to find a VAMPIRE with its prey, a young, blonde woman, pushed up against the wall as it greedily SLURPS blood from her neck.

The woman's too weak to fight back as the vamp squeezes the life out of her, its powerful arms crushing her like she was a piece of fruit. That is, until:

VOICE (O.S.)

Hey!

Someone WHISTLES, and the vamp tears itself from its food. BLOOD dribbles down its chin as it SNARLS:

And FAITH strides casually into the scene, a cocky smirk on her face.

FAITH

No means no, man.

The vampire ROARS at her, tossing the woman to one side where she hits the ground with a THUMP.

The vamp HISSES, flexing its claws as it paces towards her, body tense like a coiled spring.

Faith, on the other hand, absently picks at her nails as she waits for the vamp to close in.

FAITH (cont'd)

Almost thought tonight'd be a
bust...

With a final GROWL, the vampire LUNGES at her, almost LEAPING into the air as it surges forward:

But Faith GRABS it in mid-air, using its own momentum to HURL it bodily against the alley wall!

The vampire connects with a THWACK, sliding to the floor and tipping over a garbage dumpster.

FAITH (cont'd)

... and then I thought to myself,
'hey, what about the alley?'

(CONTINUED)

The stunned vamp flails through the stinking black refuse bags as it tries to stand.

Faith walks over, hand reaching into her jacket.

FAITH (cont'd)
'Cause, you know, you can always
count on a good alley...

She withdraws her hand - and she's holding a STAKE.

FAITH (cont'd)
... to give you plenty of chances
for some -

WHAP! The vampire SWATS the stake out of her hand, surprising her.

It's quick to LUNGE for her, Faith and the vamp careening backwards as it ROARS into her face.

Struggling against it, Faith is pushed back into the alley wall with a THUD, pulling her head away from the vamp's SNAPPING jaws.

FAITH (cont'd)
Hey, damn it!

She KNOCKS its arms up and off her, driving a PALM into its throat and bringing up her leg to KNEE it in the gut.

FAITH (cont'd)
I was talking!

POW! She socks it hard across the jaw and the vamp drops to one knee.

FAITH (cont'd)
Don't you know how rude that is?

She KICKS it in the chest, FLIPPING it over and sending it SKIDDING back across the floor.

Faith takes a moment to strip off her jacket, tossing it aside as she CRACKS her knuckles.

The woozy vamp rises, shaking its head, as Faith starts to circle it.

FAITH (cont'd)
You just made sure I'm really gonna
enjoy this...

She launches into a fresh barrage of PUNCHES, one in the stomach, one to the face, a HAMMER FIST across the back of its neck...

1 CONTINUED: (2)

1

... as we PULL BACK to take in the entrance to the alleyway, where another young woman stands, watching the fight.

She SLURPS from a super size soda, her beanie hat atop long, braided red hair.

Hello, VI. She glances at her watch, not seeming too fazed by the kicking Faith and the vamp are giving each other.

Faith finally lands a DROP KICK to the vampire, sending it sprawling backwards.

Scrambling to its feet, the vamp decides to turn tail and run, and Faith gleefully follows as she calls out:

FAITH (cont'd)
Vi, grab my jacket, will ya?

And she's gone. Vi SIGHS, taking another slurp of her drink as she fishes out her CELL PHONE.

She dials a number and holds it to her ear, watching as Faith clambers a wire fence in pursuit of the vamp.

INTERCUT WITH:

2 INT. ASYLUM - OFFICE - NIGHT

2

Inside the bustle of one of the Asylum's many admin suites, a CORDLESS PHONE rings from its home on a long desk.

JERRY reaches into frame and picks it up, answering:

JERRY
Hello?

VI
Oh, hey, Jerry. It's me.

JERRY
Vi! Good to hear from you.
Everything alright?

Vi watches as Faith finally disappears from view.

VI
Five by five. Apparently.

Jerry heads for the exit, and we CUT TO:

3 INT. ASYLUM - CORRIDOR - NEXT

3

He strolls down one of the building's long, white corridors, passing open doorways into larger areas.

(CONTINUED)

JERRY

How's the patrol going? Any saves
for tonight?

Vi glances to her side as the blonde who escaped the vampire
races past her, HYPERVENTILATING as she clutches her neck.

VI

A few.

Jerry grins, passing the STAFF ROOM and glancing inside:

INT. ASYLUM - STAFF ROOM - NEXT

RACHEL stands at the head of the room, next to a whiteboard
showing an illustration of a vampire.

She's facing a small crowd of ORDERLIES, men and women young
and old, all paying rapt attention.

RACHEL

Now. Who wants to tell me one of
the best ways to kill a vampire?

INT. ASYLUM - CORRIDOR - NEXT

Jerry moves on as he continues to talk:

JERRY

I'll just go see if Pryor's free to
talk, alright?

VI

Okay, cool.

JERRY

How's Faith.

VI

Oh, you know... doing her Alpha
Slayer thing.

JERRY

If she didn't think you were up to
the job, she wouldn't keep taking
you out with her.

VI

I know that, it's just...
(sighs)

I just feel kind of surplus to
requirements all the time, you
know?

Jerry's arrived at the MAIN OFFICE:

6

INT. ASYLUM - PRYOR'S OFFICE - NEXT

6

He pushes open the door to find PRYOR knee deep in paperwork, poring over reports and files.

VI
Sometimes I don't really think
anybody's -

JERRY
Pryor?

He looks up, and Jerry offers the phone to him.

Back in the alley, Vi rolls her eyes.

Pryor takes the phone, cradling it against his chin.

PRYOR
Webb.

VI
It's me. I'm just wondering -

PRYOR
Ah, Vi. Excellent. Are you and
Faith almost done for the night?

VI
Pretty much. Quiet night. Why?

PRYOR
I've managed to skip dinner again,
and I was wondering if you could
grab me some food on the way home?

VI
(beat)
You want me to get dinner?

PRYOR
If that's alright.

He checks his wallet, sorting through the notes.

PRYOR (cont'd)
I'll pay you when you get back?

VI
(exhales)
Okay, sure. Whatever.

PRYOR
Great. A three-course meal from
that Cantonese place by Washington
Square station, and...
(MORE)

(CONTINUED)

CONTINUED:

PRYOR (cont'd)
(to Jerry)
Jerry? Anything?

JERRY
(shrugs)
Few spring rolls and a round of
crackers for me.
(pats stomach)
Trying to watch what I eat.

PRYOR
(into phone)
Did you get all that?

VI
Yup. See you later.

END INTERCUT:

EXT. ALLEYWAY - NIGHT

Vi hangs up, sliding the phone back into her pocket. She
shakes her cup, confirms that it's almost dry and takes a
final SLURP.

She takes aim and TOSSES the empty cup towards the nearest
dumpster - and it sails cleanly inside.

VI
Woo!

A beat. Vi soberly sees how empty that little celebration
was.

Stuffing her hands in her pockets, she turns and heads back
out into the night as we:

BLACK OUT:

END OF TEASER

ACT ONE

FADE IN:

8 INT. ASYLUM - RECEPTION - NIGHT 8

The glass panel front doors SLIDE OPEN as Vi walks into the foyer, two brown bags in one hand, a jacket in the other.

She nods to HILARY, the middle-aged receptionist, who smiles back as Vi heads down one of the three main corridors.

9 INT. ASYLUM - FITNESS ROOM - NEXT 9

Vi slows as she nears the Asylum's exercise room, hearing the sounds of PUNCHING from inside.

She reaches the door and peers in - there's Faith, dripping with sweat, pounding the heck out of the hanging punchbag.

Vi KNOCKS on the door to get Faith's attention, stepping inside.

VI

You made it back, then?

Faith beams, her whole body bounding with energy.

FAITH

(buzzing)

Aw, man! It was intense. After I caught that first vamp, I saw two more running, so I figured they were all part of the same nest, right? So I chased 'em both down and took them out, only to realise I was on the other side of the city, so I just started jogging to see how fast I could get back, and -

VI

(raises hand)

I get it. You had a good one. Yay.

FAITH

You got my jacket?

Vi does indeed - she tosses Faith's leathers over to her.

FAITH (cont'd)

What about you? Where'd you disappear to?

Vi holds up the bags.

VI

Food run.

(CONTINUED)

Faith closes her eyes and INHALES deeply.

FAITH
Mmm... that lemon chicken?

She heads over, reaching for the bags, but Vi quickly snatches them away.

VI
Get your own!

Still beaming, Faith hops back over to the punchbag and SHADOWBOXES next to it.

Vi takes her leave, the fizzing Faith throwing her all into even this activity as we CUT TO:

10 INT. ASYLUM - LARGE ROOM - NEXT

10

Vi pauses by another doorway and peers inside to find RUTH standing a few feet away.

RUTH
(addressing someone off screen)
Alright, let's try this again.
Remember... concentrate.

VOICE (O.S.)
I'm trying to fricken concentrate!

PAN ROUND to see that the otherwise empty room has been turned into a makeshift obstacle course - tables, chairs, boxes and other obstacles scattered all around.

On the far side of the room, blindfolded, stands DAWN, looking a little tetchy.

DAWN
It doesn't make any difference if I clear my mind or not, you know? Sometimes it works, sometimes it doesn't, and that's that.

RUTH
Come on, Dawn. We've been making some good progress these last few months.
(checks watch)
Just once more tonight, okay?

Dawn HUFFS, folding her arms like the sulky teenager she no longer is.

DAWN
Alright. One more.

(CONTINUED)

She takes a deep breath, Ruth watching her carefully.

Dawn lifts her head slightly, raising her hands out before her like a blind woman checking her path.

And in a sudden BLINK of light, she's suddenly several feet forward, having somehow teleported past several obstacles!

RUTH

Good... keep going.

Another BLINK and she's taken a few more boxes out of her path, and another POP sees her only a few yards from Ruth.

She BLINKS out again - but reappears back on the far side of the room!

Ruth SIGHS, and Dawn tears off her blindfold to see (much to her annoyance) that she's back at square one.

DAWN

Damn it!

She THROWS the blindfold away, STAMPING her foot.

RUTH

Don't be so hard on yourself, Dawn.
You were doing great -

DAWN

Yeah, until my stupid spazzy powers
blew a fuse again! How many times
are we gonna go through this until
you and Pryor realise I have no
control over... it! Whatever 'it'
is!

She stomps round the room, heading for the doorway and noticing Vi at last.

DAWN (cont'd)

Oh, hey. You back already?
(over shoulder; to Ruth)
We done?

RUTH

Yes... that's all for tonight.

DAWN

Cool.
(back to Vi)
Let's get out of here.

The two girls exit, and as Ruth picks up a CLIPBOARD, marking down some results, we CUT TO:

11 INT. ASYLUM - CORRIDOR - NEXT

11

Dawn and Vi walk on, Dawn busily chattering away:

DAWN

So anyway, Ruth keeps telling me how I'm 'making progress' and all kinds of vague teacher-y things like that, but all I keep finding is that this thing I can do, 'matter transference' or whatever Pryor's calling it this week, it, like, only works when I subconsciously need it to. Like when I'm in trouble. And even then not all the time.

VI

Is Pryor any nearer to figuring out why it started happening? I mean, it's been a while now.

DAWN

All he can think of is that it's a combination of residual energy in my system from my Key days, to, well...

She rolls up one sleeve and raises her arm - displaying her KEY TATTOO in all its elegant, artistic glory.

DAWN (cont'd)

... my other Key days.

(beat)

Oh, and about that, got something cool to tell you.

They're almost at the Staff Room, just in time to see Pryor about to head inside, a bundle of files under his arm.

PRYOR

Ah, girls. Good. Just in time.

(nods to doorway)

Staff meeting.

(spots bags)

Ah! Is that my dinner?

Vi offers the bags, which Pryor grabs with a grin as he enters the room. Dawn follows, leaving Vi to emit another weary SIGH before she enters:

12 INT. ASYLUM - STAFF ROOM - NEXT

12

Vi is the last to enter, Pryor already digging into his dinner as Vi and Dawn join the crowd of white-coated orderlies filling the room.

(CONTINUED)

Dawn and Rachel sit together with a shared smile of greeting, while Vi finds Faith.

PRYOR

Alright, thanks for coming,
everyone.

FAITH

Hey, not like it's voluntary.

A chuckle ripples through the room. Pryor either doesn't hear or chooses not to as he turns to a large BLACKBOARD.

It's covered with diagrams, illustrations and words, with depictions of Dawn's tattoo alongside other mystical symbols.

PRYOR

Now then. I know progress on this particular issue has been slow of late, but Dawn and I think we may have come up with something. Dawn?

He motions for her to step up, and she joins him at the head of the room. Pryor quickly finishes his mouthful.

PRYOR (cont'd)

We've been doing a lot of work with Dawn and the Gateway to see what kinds of other abilities it gives her. We've documented several useful applications already, but -

DAWN

Can I tell them this part?
(off his look)
Oh, come on. It's too cool.

Pryor nods, motioning for her to speak as he fishes out another spring roll.

DAWN (cont'd)

Okay. So. I can lock onto different dimensions for a few different reasons - I can seal them off, work out the proper sequence for Faith to put into the control room -

FAITH

Once we get it working again.

DAWN

Yeah, that. But we've also found out that I can send a kind of scan over multiple dimensions at once, almost like a radar sweep.

RACHEL

So you can look in lots of places
at once for Noa, right?

Pryor nods, stepping forward again.

PRYOR

We're confident that when we
perform the first test this
evening, Dawn will be able to
access up to a hundred different
dimensions at a time.

JERRY

How will she know Noa's in any of
them?

Pryor steps to the blackboard, tapping one passage next to a
series of complicated chemical symbols.

PRYOR

Trace elements that build up after
Gateway travel. Harmless,
microscopic residue, but it sticks
for some time after a person passes
through a Gateway portal, and in
theory Dawn will be able to sense
this from right here in the Asylum.

RUTH

Is six months too long?

Several people turn to her. She rises.

RUTH (cont'd)

I'm just playing devil's advocate
here.

(beat)

Is that the right phrase?

FAITH

You're thinking there may not be
any of this stuff left on Noa.

RUTH

What I'm saying is that in all
these months of plan after plan,
one search effort after another,
we've never even discussed the
possibility that even our best
attempt may not be enough to ever
find her again.

Silence falls for a moment. Ruth looks around, trying to find
some support.

(CONTINUED)

FAITH

We don't give up. And we don't
leave our people behind. Even if
we're just bringing a body home.

She glances at Vi, the two sharing a moment of understanding.

PRYOR

As I said, we'll try the first
phase of this new strategy tomorrow
night and see where it leads us.
Over time, Dawn may be able to
increase the range of her sweeps.

Ruth sits back down, sensing that nobody wants to discuss the
possibility that Noa may never be found again, and we CUT TO:

Over at City Hall, the newly-inaugurated MAYOR WILKINS sits
behind his desk, fingers interlaced.

The wall behind him is covered with a mix of framed photos of
social events and tribal, arcane artefacts.

Before him sits a DEMON, one crammed into an otherwise smart
suit despite its fish-like appearance.

MAYOR

I just don't see what the big old
problem is with our arrangement,
Svartsot. It's been working ust
dandy the last few months.

The fishy demon, SVARTSOT, makes a GRUNT of impatience.

SVARTSOT

My people are starting to question
if you can keep your promises to
us, Wilkins.

MAYOR

I've kept every promise I've made
so far, haven't I? To you and to
the wonderful non-demon population
of this fair city.

SVARTSOT

So why do the Slayers keep
disrupting our plans?

The Mayor pauses, leaning forward and SIGHING.

MAYOR

Faith and her allies are a thorn in
my paw, I'll concede that much.

SVARTSOT

Not just yours - all of us!

MAYOR

I am, however, working on a new strategy that should put her out of business for good. We've tried the old-fashioned way, so now I'm thinking of something a little more... modern.

He grins enigmatically, and there's a KNOCK at the door.

MAYOR (cont'd)

Come in?

The door swings wide to reveal AMBROSIA, all blonde curls and baby blues. She strides into the office.

MAYOR (cont'd)

Ah, Ambrosia. Is it that time already?

She doesn't speak, only crosses her arms and nods.

MAYOR (cont'd)

Svartsot, old boy, I'm afraid our time has come to an end. But I want to give you my assurances that your next shipment will come in without a hitch. You have my word.

Svartsot rises, making more odd GRUNTS as it does so.

SVARTSOT

That had better be enough.

The demon spins on its heel and marches out of the door, its damp, bare feet SQUELCHING on the plush carpet.

Once it's gone, the Mayor peers over his desk at the damp FOOTPRINTS left behind, grimacing.

MAYOR

I need to put some rugs down in here for when he next comes to visit. Or maybe a bath mat.

Ambrosia takes a seat before the Mayor. For a dead girl, she looks in remarkably good shape.

MAYOR (cont'd)

Or maybe I should just set up a great big fishbowl right where you're sitting and see if that makes him feel more at home, huh?

(CONTINUED)

He chuckles at his own joke - but his laughter dies away at Ambrosia's blank expression.

MAYOR (cont'd)
Oh, come on, now. She laughed at a
couple of my jokes, at least.

Ambrosia's eyes suddenly GLOW red for a beat - and when she speaks, it's with a deep, booming voice not her own:

AMBROSIA
I do not find you amusing.

The Mayor reclines, idly playing with a letter opener.

MAYOR
I think you're forgetting the terms
of our agreement, Ereshkigal.

Ambrosia looks away haughtily - or, rather, THE DARKLING does.

MAYOR (cont'd)
I supply you with all the energy
you need to maintain your physical
presence here on Earth, in whatever
form that 'energy' needs to be, and
for that you do me the small favour
of at least keeping up the
masquerade of being the girl whose
body you're doing such a fine job
of imitating.

Ambrosia looks towards him, meeting his gaze. The Mayor raises his hands, as if to say 'well?'

Ambrosia lowers her head - and when she looks back up, she speaks with the voice we're used to:

AMBROSIA
Is this better?

MAYOR
(smiles)
Perfect.

He sits up, leafing through a file on his desk.

MAYOR (cont'd)
Now, then. Your next assignment is
in at last. Take a look at this.

He passes her a few PHOTOS, which DARK AMBROSIA (as we'll call her) scans over.

MAYOR (cont'd)

My... moist friend Svartsot has a shipment of rare and irreplaceable magical items coming into Pier 39 tonight, and he'd like us to arrange some protection for said supplies, in case a certain little Slayer and her friends try to break up the party.

DARK AMBROSIA

You want me to stand guard?

MAYOR

If it's not too much trouble. Take a few of the boys along if you feel you need them.

She rises, dropping the photos back onto the Mayor's desk and heading for the door, when the Mayor calls out:

MAYOR (cont'd)

You know...

She stops and turns.

MAYOR (cont'd)

I'd appreciate it if I didn't have to keep reminding you to act like her. It sort of... breaks the illusion, you know?

DARK AMBROSIA

This level of deceit is not something I am used to.

MAYOR

Oh, I can tell that. All I'm asking for is that when I take you along to any pep rallies or public appearances, I can trust you to behave like a young girl and not some millennia-old killing machine. Is that too much to ask?

Dark Ambrosia hesitates, then turns to the Mayor with a wide, toothy smile.

DARK AMBROSIA

(sweetly)

Of course not. Whatever you say, boss.

The Mayor smiles as she turns and leaves, but he doesn't see her smile fade the moment her back's turned as we CUT TO:

14 INT. HUT - DAWN

14

Meanwhile, somewhere else entirely, the first rays of morning SUNLIGHT fall across a sleeping form wrapped in blankets.

They're inside a simple but cosy dwelling - open fireplace, thatched roof, dry stone walls, and a few, basic pieces of furniture.

The figure in bed turns over - and BLONDE HAIR spills out from under the sheets.

PERSON IN BED
(muffled)
Too early...

With a final resigned YAWN, they throw back the covers - and there's NOA.

She sits up, rubbing her eyes. Her hair's a lot longer than when we last saw her - but as she swings round and plants her feet on the floor, it appears she can still use her legs.

She rises, scratching her side through her plain nightdress as she heads for the thick curtain hanging across the hut's entrance, sweeping it aside:

15 EXT. VILLAGE - NEXT

15

Noa leans out of the hut, scanning around with bleary eyes as the village comes to life around her.

It's an arrangement of homes like her own, the tech level of this place she's in roughly Middle Ages.

Still yawning, she heads out to a WELL in the middle of the complex, grabbing a few handfuls of cool, fresh water and SPLASHING them over her face.

Other VILLAGERS pass her by, dressed in muted, earthy tones like Noa herself is, and she smiles greetings to each one.

She looks further up into the village and sees a long TABLE being laid with a multitude of platters of food.

People are already gathering round it - SMOKE rises from cooking pots, ANIMALS are roasted on spits, and the breakfast preparations seem to be well underway.

Noa starts back towards her hut, pulling up as a few CHILDREN race past, laughing happily.

She rolls her eyes with a grin, dipping back into her hut - and emerging a few moments later with a thick animal skin coat, pulling it on over her nightdress.

(CONTINUED)

She runs her hands through her hair, greeting a few more villagers who pass her as she pulls on a pair of fur-lined BOOTS.

Ready at last, she heads towards the growing crowd around the banquet table, looking like she's always belonged amongst these people.

Up high on a hillside overlooking the village, which is somewhat isolated with nothing but rolling plains, distant mountain ranges and thick woods visible in any direction.

Sand dunes stretch out in the distance - PURPLE sand dunes. In fact, all the landscape is coloured a little differently.

SMOKE from the breakfast banquet rises into the sky as the sun climbs a little higher.

Both suns, that is. White fluffy clouds dot the sky, about the only thing that isn't different.

And suddenly a huge, taloned FOOT stomps into frame, attached to the leg of some muscular, dark-skinned CREATURE!

The beast looks down onto the village below, emitting a guttural, rumbling GROWL, and we:

BLACK OUT:

END OF ACT ONE

ACT TWO

FADE IN:

17

EXT. VILLAGE - DINING TABLE - DAY

17

Noa sits amongst the villagers, perfectly at home as she tucks into the sumptuous breakfast buffet.

There's plenty of good cheer - everyone is smiling and laughing, chatter rippling up and down the table.

Noa looks up as one guy in particular walks past - a hunk indeed, more so as he flashes a smile at Noa.

She blushes and looks away, but discretely looks back up to check him out as he walks on.

With a smug little grin, she manages another mouthful before there's a GONG from the head of the table.

She, along with everyone else, looks up as the village elder, a grizzled, grey-haired old guy named TORELL, rises.

TORRELL

Praise be to Halide.

VILLAGERS

Praise be to Halide.

Noa joins in with the chorus. Seems pretty natural with it.

TORRELL

We give thanks for our feast on this, a day that will always be recorded in the annals of our tribe.

His gaze falls on Noa, who pulls a face halfway between embarrassment and guilty pride.

TORRELL (cont'd)

The anniversary of the day Noa joined our family.

A round of APPLAUSE passes up and down the table.

TORRELL (cont'd)

Though she fell from the sky, dressed not of this land, and at first was more than a little... hostile with us...

Several people CHUCKLE. Noa blushes again.

(CONTINUED)

TORRELL (cont'd)
 ... in time, we welcomed her with
 open arms and she received our
 welcome, taking her place amongst
 us at last.

More APPLAUSE, followed by a rhythmic BANGING as the
 assembled tribe bounce their dishes off the table.

Noa shakes her head, still smiling, but after some nudges
 from the villagers either side of her, she finally rises.
 More APPLAUSE welcomes this move.

NOA
 Alright, alright! You guys know I
 hate doing this...

VILLAGER
 Lies!

LAUGHTER. Noa feigns shock at the remark.

NOA
 ... but just for you, given that
 it's such a special day... I'll
 play along.

She reaches for her goblet, raising it aloft. The villagers
 do the same.

NOA (cont'd)
 To our tribe.

VILLAGERS
 To our tribe.

NOA
 May nobody quite as unique as me
 fall from the sky for at least
 another few years.

LAUGHTER. CHEERS. Noa drains her drink and sits back down,
 and the feast resumes in earnest.

DISSOLVE TO:

As people in the background clean up after breakfast, Noa is
 doing her bit to help out, carrying a stacked armful of
 DISHES back towards a huge communal WASH BASIN.

There are several matronly women clustered round the bowl,
 busily cleaning up, and Noa exchanges warm smiles as she
 carefully deposits her luggage into the soapy water.

(CONTINUED)

WOMAN

It always amazes me how many dishes, plates and bowls you can carry at once, Noa!

NOA

(shrugs)

I was a waitress for most of college. It's not that hard.

WOMAN #2

A... 'waitress'?

NOA

It means, uh... somebody who carries lots of dishes. You know, back where I come from.

The women nod sagely, returning to their work.

Noa heads away, but after a few steps she's suddenly GRABBED from behind by the hunk from earlier.

He twirls her round, Noa's initial YELP of surprise soon replaced by a cosy grin.

NOA (cont'd)

I told you to stop doing that.

HUNK

And I told you, if you're going to keep making that cute sound every time I do, then I'm not going to stop.

NOA

(mock surprise)

Why, Glenn Kincaid, are you suggesting I do it on purpose?

The hunk, KINCAID, smirks as he pulls her into a tight embrace.

KINCAID

I'm merely suggesting that you know how to keep me coming back for more.

And with that, he leans in for a KISS. Slow, tender - but as the two pull back, they realise the washer women are watching!

With their COOS following them, the two lovers quickly head for somewhere more private:

19

EXT. VILLAGE - HUTS - NEXT

19

Stepping round behind one of the larger huts in the village, this one the size of an average town house, Noa and Kincaid get some privacy at last.

NOA

I can't believe how long it's been already. It's gone so fast!

KINCAID

That means you're enjoying yourself.

NOA

Well, obviously.

She grins and gives him a quick PECK.

NOA (cont'd)

It also means, however, that my friends are taking their sweet time finding me again.

Kincaid seems to darken a little at that, his smile fading.

NOA (cont'd)

Oh, now, don't go pulling the lost puppy face on me again.

KINCAID

I'm not, I...

NOA

(sighs)

And I know you don't know what a puppy is.

KINCAID

It's not that I don't wish your friends to ever find you again, of course I do, I just...

She turns his face towards her, staring into his eyes.

NOA

You remember what I promised?

He looks down and nods.

KINCAID

That you would return, no matter what.

(CONTINUED)

NOA

Damn straight. I mean, we could have the argument where I ask you to come with me when they find me, or if I ever find a damn portal on one of our many, many trips round the forest, but...

KINCAID

... but we both know how that will end.

He gestures towards the surrounding village.

KINCAID (cont'd)

I cannot leave my home. My people.

NOA

Even for me.

KINCAID

If it were to be for anyone, then it would be you.

NOA

(narrows eyes)

You know, I still don't know if that's a compliment or not.

A beat - and then Kincaid's mischevious GRIN returns, and he sweeps Noa up in his arms again.

KINCAID

You are here another day. Let's make the most of it.

NOA

But it's only just past breakfast!

She's only pretending to protest - they both know it. With his grin fixed firmly in place, he starts to carry her away.

Weaving round more giggling CHILDREN, the lovers slip back into Noa's hut as we CUT TO:

The team are gathered together once more. Pryor stands at the head of the class, surveying the ranks.

PRYOR

Before we head downstairs, I just want to stress to you all that tonight's attempt is still a theory at the moment. This will be the first actual test.

DAWN

They get it, Pryor. If nothing happens, it's nobody's fault.

RACHEL

Yeah, but something's going to happen, right?

DAWN

And that's my girl, right there.

They bump shoulders as Pryor gathers up his CLIPBOARDS.

PRYOR

Right, then! Follow me...

He leads the troop out of the staff room:

21 INT. OLD ASYLUM - CORRIDOR - NEXT

21

Elevator doors DING and slide open to reveal the team, packed into a large service elevator.

They troop out into the dim and dusty Old Asylum, spot lamps and other fixtures keeping the gloom away.

Pryor leads the team onwards, heading for a T-junction and taking a left:

22 INT. OLD ASYLUM - GATEWAY ROOM - NEXT

22

Pryor pushes open a set of double doors, standing to one side as the others file into the Gateway chamber.

And there it is. The GATEWAY. A stone archway, covered in thousands of glyphs and markings carved into it, with furrows in the floor and walls tracing lines to and from it.

Small spotlights have been set up around the Gateway to highlight it, and there are several piles of equipment scattered around it, along with folders and notebooks.

Faith glances at Vi, who offers a hopeful smile as she rolls up her sleeve - revealing an elaborate TATTOO on her forearm.

She walks up to the Gateway and places her palm against it - and her tattoo starts to GLOW.

Quietly at first, but quickly building in volume, something starts to HUM.

Lines of ENERGY start to fizz along the tracks on the walls, scampering towards the Gateway and coursing up and down its structure, lighting up the glyphs one after the other.

(CONTINUED)

There's a sudden loud SNAP, and in a blaze of blue light a PORTAL forms in the mouth of the archway, sending a gust of wind through the room that scatters the loose notebooks.

Vi steps back, rubbing her arm as she rejoins Faith.

VI

Fricken thing still burns every
time I do that.

FAITH

You get used to it.

VI

Oh, I'm plenty used to it by now.
Just about ready to not have to be
used to it any more, whenever you
say so!

Faith rolls her eyes, striding forward and crossing the portal. There's a brief BLAZE of light - and she's gone.

WHITE OUT:

Faith stands, eyes closed in a corridor just like any other in the asylum - only this one is bathed in a fierce RED.

One by one, Vi, Pryor and Dawn all shimmer into being behind her, slowly opening their eyes.

Vi heads straight for a door up ahead, all movement within the corridor looking a little hazy and blurred. She opens the door and motions for the other two to step through.

VI

This is the one.

Faith is the first to walk past, grinning:

FAITH

Weird how you just know every time,
ain't it?

Vi shrugs, waiting as Pryor and Dawn follow Faith before she steps through, closing the door behind her:

The team enter a large, pitch black room. Vi takes one step forward and lands on a panel in the floor that LIGHTS UP, before a line of similar panels light up, stretching off into the centre of the room - and suddenly, the room is filled with brilliant LIGHT!

(CONTINUED)

Vi, Dawn and Pryor shield their eyes, but Faith doesn't look bothered by the light, which soon dims to a better level as the others lower their hands.

They're standing in the middle of a huge chamber, the walls around made of stone panels, each one inscribed with the same kinds of glyphs and markings that cover the Gateway itself.

The walls are circular, curving overhead, and in the centre of the room a large pedestal rises up from the floor, with a pool of water in its centre and dozens of small glass tubes running round the outside of it, each a different height and width and each holding a different level of liquid, in a variety of colours.

More pieces of monitoring equipment sit around the pedestal, some still ticking away and spewing out reams of paper.

Dawn has to stop and take in the impressive chamber as Faith strolls down a short staircase and into the centre of the room, approaching the pedestal.

DAWN
(beaming)
I love this place.

PRYOR
You certainly never get tired of seeing it.

VI
Yeah... I guess.

Faith peers into the pedestal, examining the tubes.

FAITH
Hey, you finished!

Pryor joins her, testing the various tubes with his hands.

PRYOR
(nods)
As far as I can tell. I mean, we didn't have an exact substitute for whatever materials they made these out of, but the replacement I synthesized appears to work just as well.

VI
We'll soon find out if we try and use it and it opens a portal into the middle of a volcano or something...

Faith NUDGES Vi as she walks past her.

FAITH

Would you lighten up? Everything's gonna be fine.

VI

Oh, yeah, because saying that never jinxed anything.

DAWN

Guys!

She waves to get their attention.

DAWN (cont'd)

Sorry, but... I want to be the centre of attention now. Former Watcher Junior over here.

Pryor nods, checking the readouts on several machines as Vi steps nervously up to the pedestal. It LIGHTS UP a shade.

VI

I'm not sure I can do this...

FAITH

Relax, Vi. It's just like we practised. This thing basically steers itself. All you need to do is focus.

Pryor is attaching ELECTRODE PADS to Dawn - one on her neck over the jugular, one on her tattoo, but he pauses with the third.

PRYOR

Ah, this one's for your, er...

DAWN

What, here?

She pulls her shirt open a little. Pryor blanches, looking away and waving the pad for her to take.

PRYOR

Yes, yes, there. Thanks.

Grinning, Dawn takes the pad and positions it over her heart.

DAWN

Alright, kids! Let's get this road on the show.

FAITH

(quirks eyebrow)
'Kids'?

DAWN

Oh, come on! Let me have my moment here. This is, like, every geek's wet dream.

Pryor turns to Vi and nods. She takes a deep, anxious breath, then closes her eyes.

FAITH

Just hold out your hands... clear your mind... and go for it.

Vi holds her hands over the glass tubes inside the pedestal.

Slowly, she starts to move her hands over the tubes, each one emitting a short HUM at different pitches as she does so.

Her hands start to move almost of their own accord, passing over the tubes and causing each one to make a soft hum, almost playing some kind of tune as she does so.

VI

Is it working?

FAITH

Ssh!

(beat)

Yeah, you're doing great. Just... stay cool.

Vi GULPS loudly - and a thin sliver of LIGHT suddenly appears in the air before the pedestal.

As the others watch, the sliver expands, becoming a thick rectangle of shimmering light - and all the while, Vi's hands continue to move over the tubes.

With a final, brief BLAZE of light, the light fades away - to reveal a DOORWAY suspended in the air, shifting and flowing between many different styles.

DAWN

Alright, Vi! Way to go.

Dawn walks forward, approaching the morphing doorway and rolling back her sleeves.

DAWN (cont'd)

Okay. So. You ready?

Pryor looks up from over by his monitors.

PRYOR

Ready.

(CONTINUED)

FAITH
Go save the day, squirt.

Dawn closes her eyes, inhaling as she reaches her tattoo-bearing arm out towards the doorway.

Just before she makes contact, her eyes flick open - and they're GLOWING with fierce WHITE LIGHT!

A BREEZE flows through the room from nowhere, sending Dawn's hair flowing out behind her.

DAWN
Here we go...

She places her hand against the door - and there's a loud BASS DROP that causes everyone but Dawn to cover their ears!

Pryor's monitors go haywire, PRINTOUT spewing from some while others BEEP alarmingly.

VI
(shouts over sound)
Is it working?

PRYOR
I don't know!

FAITH
Look!

Faith is staring at Dawn - ON DAWN as he lips move rapidly, her head tilted backwards.

PUSH IN on Dawn's eyes, the white light tinted with purple, and we:

WHITE OUT:

A) At incredible speed, we're flying over the landscape of a barren desert world;

B) Now, an ice planet;

C) Nest, a verdant forest stretching for miles;

D) Then a bustling, futuristic metropolis;

E) And now a firey, hostile world, all darkness and flames.

F) More worlds flicker past, the speed increasing until they're racing past in a blur.

END MONTAGE:

26

EXT. VILLAGE - DAY

26

A sudden CRACK of thunder makes the villagers out in the open look to the skies:

And dark, angry CLOUDS suddenly roll across the sky from nowhere, blotting out the suns in moments!

It starts to RAIN, sending the people below scurrying for shelter - and several flashes of LIGHTNING follow.

At Noa's place, the girl herself flings the curtain aside and steps outside, half in, half out of her clothes.

Kincaid appears at her side, looking at Noa as she looks at the tumultuous heavens.

NOA

What's going on? It's not monsoon
season for another three cycles
yet...

She turns to Kincaid - who is staring at her in shock.

NOA (cont'd)

What? What am I...

She looks at her hands - and realises she's starting to GLOW!

NOA (cont'd)

Aah! Help! Help! What's happening?

KINCAID

(stuck)

I...

NOA

Am I... is this...

She breaks off, turning as if hearing a distant sound. A smile slowly spreads across her face.

NOA (cont'd)

It's them...

She grabs Kincaid, bursting to life:

NOA (cont'd)

It's them! It's my friends! They've
found me!

KINCAID

How... how can you be...

She steps away from him, yelling into the sky:

(CONTINUED)

NOA
I'm here! I'm here!

She LAUGHS happily, even as everyone around her hides from the ELECTRICAL STORM raging overhead.

NOA (cont'd)
I'm here...

She closes her eyes, exhaling with relief before turning towards Kincaid.

NOA (cont'd)
I told you they'd -

WHAM! Something SLAMS into her, a blur of motion, and carries her straight off screen!

KINCAID
Noa!

WIDE SHOT as whatever it is that's grabbed her ploughs through the village, BARGING people out of its way.

Kincaid gives chase, but the creature is too quick, pulling away and making for the hills.

KINCAID (cont'd)
Noa! Noa!!

NOA
Kincaid! Help me!

It's no good. Within moments, the creature has cleared the village perimeter.

NOA (cont'd)
(fading)
Help me...

Kincaid races to the end of the village, but even as he scans the landscape, there's already no sign of Noa.

KINCAID
(roars)
Noa!

She doesn't answer, and as the frantic Kincaid searches all around for her, we:

BLACK OUT:

END OF ACT TWO

ACT THREE

FADE IN:

27 INT. GATEWAY - CONTROL ROOM - NIGHT

27

Dawn is suddenly KNOCKED BACK a few steps, the booming sound cutting off and all blazes of light vanishing.

She clutches her hands to her head as Faith and Vi hurry over to her.

DAWN

Son of a...

She looks up - BLOOD trails from her nose.

DAWN (cont'd)

Ow!

VI

Are you okay?

She presses a hand to her forehead, wincing.

DAWN

I feel like a mule just kicked me -
a really big mule - but otherwise
yeah...

FAITH

(turns)

Pryor, what happened?

Pryor is darting from monitor to monitor, checking readings and rattling at keyboards.

PRYOR

Can't tell. There was a brief
moment where Dawn's energy signal
stopped fluctuating and fixed onto
a single location, and then... then
it just stopped.

DAWN

I found her.

That gets everyone's attention.

FAITH

Say what?

VI

Are you sure?

Dawn nods, wiping the blood from her nose and grimacing.

(CONTINUED)

DAWN

Just for a second, but... yeah. I heard her. She was yelling 'I'm here, I'm here.'

VI

That's great! Right?

FAITH

Pryor?

PRYOR

I'm afraid we can't be certain. Not until I've had a chance to analyse this data further.

Dawn takes a step and SAGS, Vi having to keep her steady.

VI

Whoop! Easy...

DAWN

Maybe I should, uh... lie down, or... something.

PRYOR

Faith, Vi, take her to the infirmary and have Ruth look her over. I'll stay here, see what I can ascertain from these readings.

Faith and Vi help Dawn back towards the staircase, Dawn lolling drunkenly as they go.

DAWN

(giggles)

Were these lines in here always so wiggly?

FAITH

Come on, squirt... bed time.

The trio start to climb the steps as we CUT TO:

Dawn is fast asleep in one of the infirmary beds, Ruth patting her forehead with a flannel.

PULL BACK to find Faith and Vi in the doorway, watching, as Jerry joins them.

JERRY

How did it go down there?

FAITH

Dawn reckons she picked her up,
just for a second, but then we lost
her again.

JERRY

(off Dawn)
Is she alright?

VI

Looks like. Whatever she did took
it out of her.

(beat)

Actually, what did she do?

FAITH

(shrugs)
Damned if I know. Some freaky Key
thing.

JERRY

Well, this evening's drama aside,
I've actually got something that
may interest you two.

He reaches into his pants pocket, taking out a printed E-MAIL
and showing it to them.

JERRY (cont'd)

An old contact of mine tells me
that a local demon gangster, goes
by the name of Svartsot, has a
shipment of black magic supplies
coming in tonight.

FAITH

(takes e-mail)
He know where and when?

JERRY

It's all right there. Svartsot's a
reasonably big player in the New
York demon crowd - taking these
goods off his hands would upset a
lot of very powerful people.

VI

(catching on)
But they'd be upset with him.

He nods, and Faith looks to Vi.

FAITH

Whaddya say?

Vi looks back in on the sleeping Dawn.

(CONTINUED)

VI

We'd only be waiting around back
here, I guess...

Faith lightly PUNCHES her arm.

FAITH

Attagirl. Go fetch Rachel, we'll
head out in five.

Faith and Vi go their separate ways, leaving Jerry to look in
on Ruth and Dawn.

He catches Ruth's eye and smiles, and as Ruth flashes a smile
back, we CUT TO:

INT. CAVE - DAY

Noa is lying on the floor of a dark cave, her hair spread out
around her. A small FIRE burns close by.

She STIRS, waking up, and slowly pushes herself upright. She
quickly checks herself over - no injuries.

She also sees she's no longer glowing, and as she looks round
the cave she spots something else:

A bowl of WATER and a pile of scraps of MEAT, left neatly
nearby.

GRUFF VOICE (O.S.)

In case you were hungry...

She JUMPS a mile, leaping to her feet and raising her fists.

NOA

I'm warning you, don't come any
closer! My boyfriend knows how to
hunt engel demons, and he taught me
how to -

There's MOVEMENT from within the shadows of the cave. Noa
SQUINTS as something moves towards her.

GRUFF VOICE (O.S.)

If I wanted to hurt you, human...

Noa backs up a few steps, keeping her dukes up.

From the shadows steps a large DEMON, owner of the taloned
foot we saw earlier. Dark-skinned, powerful bunches of
muscles and a head with large, compound eyes.

DEMON

... I'd have done it by now.

The demon takes a few heavy steps forward, and Noa keeps her eyes on it as it reaches for the platter of meat.

DEMON (cont'd)
 It's not much, but it's about all
 I've been able to catch. Ever since
 I found myself in this place.
 Trapped.
 (looks up)
 Just like you.

Noa blinks, surprised, and lowers her fists a fraction as we
 CUT TO:

EXT. PIER 39 - NIGHT

Out by one of the many long piers stretching into the East River, a small CARGO SHIP floats across the black waters.

A SIGNAL LIGHT flashes from the upper deck, a Morse Code sequence aimed at the pier itself.

ON THE PIER, Dark Ambrosia steps into view with a similar signal light, returning the sequence.

EXT. PIER 39 - BUILDING ROOFTOP - NEXT

And from the top of a nearby shipping yard building, Faith, Vi and Rachel are watching the scene on the pier below.

RACHEL
 What's she doing?

VI
 Telling the boat it's all clear to
 come in.
 (off look)
 I know Morse Code.

RACHEL
 (shivers)
 I still can't get used to seeing
 her walking around again.

VI
You can't get used to it? I'm the
 one who put a knife in her! Lemme
 tell you, first time I saw her at
 one of Wilkins' press conferences,
 I almost -

FAITH
 (interrupts)
 Look around. You two notice
 anything?

VI

Um... besides the incoming boat
full of evil?

FAITH

No harbour patrol. No dockers.
Nothing. Which means Wilkins
probably made sure the right people
are looking the other way for this.

RACHEL

Which means we're on our own.

FAITH

(smirks)

Best way to be.

She starts to rise, but Vi grabs her sleeve and pulls her
back down.

FAITH (cont'd)

What?

VI

Just wait a second! At least let's
see what we're up against. Not Dead
Ambrosia could have support waiting
on the docks, or that boat could be
chock full of nasties.

Faith pulls a face, but settles back down as the trio watch
the boat draw closer.

The boat starts to drift, bringing its starboard side level
with the dock as its engines audibly slow down.

With a soft THUMP, it connects with the pier and comes to a
halt.

Seconds later, several DEMONS leap off the boat, quickly
securing it to the pier with thick ropes and lines.

Dark Ambrosia strides up to meet them, glancing up and down
at the burly demon workers.

DARK AMBROSIA

Which one of you is Za'Blen?

VOICE (O.S.)

I am.

She turns as a short STAIRCASE is lowered into place,
allowing passage from ship to pier.

Down this strides a tall, cloaked demon - ZA'BLEN. Grey skin, aquatic features and heavy jowls.

ZA'BLEN
Are you Wilkins' consort?

DARK AMBROSIA
(scoffs)
I am his right hand, not some mere lackey.

ZA'BLEN
(dismissive)
I see.

He walks past Ambrosia, who blinks in surprise at his brusqueness before she catches up.

ZA'BLEN (cont'd)
My minions will require an hour to unload our supplies. Make sure we are not interrupted.
(looks round)
Where are your minions?

DARK AMBROSIA
Waiting. To see if they will be needed.

Za'Blen GRUNTS, heading back towards the boat.

DARK AMBROSIA (cont'd)
(mutters)
You had better watch your tongue, demon...

Back at the boat, a large CRANE mounted aft starts to swing round with the first of the supplies - a pallet full of CRATES, secured by thick webbing.

The girls hunker down, as down below the worker demons wait for the first load of crates to be winched down to them.

VI
Okay. We'll need a diversion.
Something to keep those goons busy while we destroy the crates.

Faith glances over her shoulder and grins.

FAITH
I got something. Wait here.

She scampers off before Vi can respond.

VI
(fumes)
Damn it, Faith...

RACHEL
She'll be alright. What are we
doing?

VI
Well, Pryor gave me some of this...

She fumbles in her backpack, taking out some long, thin sticks of dark material.

VI (cont'd)
Says it's like magic-specific dynamite. We just light it, throw it onto the crates, and bam. Doesn't affect anything non-magical.

RACHEL
Okay, then. Quick in, quick out. Good plan. All we need now is to wait for Faith's -

A TARZAN YELL suddenly echoes round the docks - and Vi and Rachel whip round to see Faith, swinging on another CRANE towards the boat!

34 EXT. PIER 39 - NEXT

34

Hanging from the cargo hooks at the end of the cables, Faith arcs round in a wide circle, aiming straight for the demons!

A few manage to scatter, but she SLAMS feet-first into two of them, bowling them head over heels!

Faith neatly FLIPS off the hooks, landing on the dock side and quickly PUNCHING another demon that rushes her.

35 EXT. PIER 39 - BUILDING ROOFTOP - NEXT

35

Vi and Rachel gape at Faith's dramatic entrance, until:

RACHEL
(nudges Vi)
Come on!

Snapping out of it, Vi follows Rachel as the duo hastily head for the fire escape, and we CUT TO:

36 INT. CAVE - DAY

36

The demon is over by a small alcove, carefully SKINNING some small wild animal as Noa hovers nearby.

(CONTINUED)

NOA

What do you mean, 'trapped'?

DEMON

(chuckles)

I imagine your friends in the village say you 'fell from the sky' or something similar...

The demon LAUGHS, an odd, gulping sound.

NOA

(getting angry)

Alright, pal, drop the act and start talking. If you wanted to eat me I'd already be like that...

She looks at the skinless animal in the demon's hand.

NOA (cont'd)

... whatever that is, so obviously you wanted me for something else. So spill it. Before Kincaid finds me and tears you a coupla new ones.

DEMON

When I saw you glow... that's when I knew.

She blinks, waiting as the demon continues its work.

DEMON (cont'd)

My kind, the scabbia, we can sense energy from portals. It's how we make our way - people hire us as trackers. Back home. Back in the real world.

NOA

You mean...

DEMON

New York City. Queens, to be precise.

NOA

You... you're from New York? But... but how?

DEMON

Out walking one night. Seems like a long time ago. Heard something going on in that big church place, the one with all the good jobs for demons like me. Decided to go take a look, next thing I know...

(CONTINUED)

He motions towards the landscape visible outside.

DEMON (cont'd)

Didn't know what happened at first,
worked out I was stuck in some
other dimension. Thought I was the
only one...

(turns to Noa)

... until I heard about you.

Noa sits down, trying to take all this in.

DEMON (cont'd)

Tracked you down, wanted to find
out if you knew how to get back, or
how I could get back, but when that
storm came... I knew.

NOA

You didn't have to kidnap me. You
could've just asked.

The demon laughs again, placing the skinned animal into a
small COOKING POT.

DEMON

Of course, of course. Just walk
into village and say 'excuse me,
can I borrow your stranger from
another world?'

The demon's attention is on cooking its meal, and Noa risks a
glance at the unguarded cave entrance.

She slowly rises, keeping her eyes on the demon - which has
its back to her - before she edges closer to the exit.

She's most of the way there before something suddenly DROPS
down into the entrance, and she YELPS in surprise!

The demon whips round - and sees KINCAID, armed with a sword,
standing in the cave entrance.

NOA

Glenn?

KINCAID

Noa! You're alive! I thought -

DEMON

(snarls)

No!

The demon LAUNCHES itself at him, RAMMING into Kincaid and
sending them both tumbling across the floor as we CUT TO:

37

EXT. PIER 39 - NIGHT

37

Faith is knee deep in demons - more are emerging from the boat, but they're clearly sub standard fighters.

Faith CHOPS one in the throat, spins and ELBOWS another in what passes for a nose, then in the same motion KICKS a third in the gut.

She laughs, revelling in the combat as demons fall around her. Even as more approach, she calls out:

FAITH

This the best you got?

CRACK! One of them THWACKS her with a plank, dropping Faith to the pier...

... but she KICKS her leg back out, SNAPPING the demon's shin bone, before she deftly FLIPS back to her feet and ROUNDHOUSES her attacker!

Meanwhile, VI AND RACHEL are scurrying towards the docks, their focus on the crates still hanging overhead on the ship's crane.

Vi fumbles in her rucksack as Rachel keeps an eye on Faith and the demons.

RACHEL

We ready? I don't know ow long she can keep this up for...

Vi produces the sticks of magic dynamite, sparking a ZIPPO with her other hand.

VI

Trust me, she could go at this all night.

She LIGHTS the fuses, taking careful aim at the crates swinging in the wind above them.

She THROWS - and the sticks sail upwards to land neatly on top of the pallet!

VI (cont'd)

(yells)

Faith! Fire in the hole!

She and Rachel cover their ears - and above them, the pallet EXPLODES!

Faith looks up, DIVING for cover as the flaming pallet CRASHES down onto the pier.

(CONTINUED)

Vi looks back up as the smoke clears, seeing burning hunks of wood spread over a wide area.

RACHEL

I thought you said -

VI

Yeah, well, Pryor got it wrong!
Come on, there's still more!

The girls head for the boat, Vi producing more sticks of explosives.

Over with Faith - as Vi and Rachel reach the side of the boat in the background - and she's already scrapping again.

WHAM! She floors one demon with a KNEE to its face. POW! She knocks another cold, before she HEADBUTTS one rushing her.

She takes a moment to survey the sorry mess around her - dazed and beaten demons, sprawled on the ground.

FAITH

Is that it? What are they paying
you guys? This ain't even minimum
wage for -

CRACK! Something SLAMS into her, and Faith is sent tumbling to the floor, HOWLING in pain as she clutches her shoulder.

She looks up as Dark Ambrosia strides slowly into her view, backed up by four lager, tougher DEMONS.

DARK AMBROSIA

Is this more of a challenge for
you, then?

Her eyes FLASH red for a beat, and as Faith grimaces in pain, still holding her shoulder, we:

BLACK OUT:

END OF ACT THREE

ACT FOUR

FADE IN:

38

EXT. PIER 39 - NIGHT

38

SMACK! Faith rolls into view, reeling from another hit. She's already sporting a SPLIT LIP.

Dark Ambrosia saunters casually over, her retinue of demons keeping their distance.

DARK AMBROSIA

I'm disappointed! This is the first time we've faced one another since you restored your powers...

Faith tries to push herself up, one arm hanging limp, but Ambrosia's already rearing back for another hit.

DARK AMBROSIA (cont'd)

I was hoping you'd be more of an opponent!

With the last word she SLAMS her boot into Faith's gut, propelling her back through the air!

Faith THUDS into the side of one of the pier's smaller buildings, sliding to the floor.

ON THE BOAT as Rachel watches helplessly, she and Vi forgotten as Dark Ambrosia continues to pummel Faith.

RACHEL

We have to help her!

VI

Not yet!

Vi's FLICKING the Zippo, but it won't light!

VI (cont'd)

Ugh! Stupid fricken cheap ass piece of crap...

Rachel SNATCHES it off her, FLICKS it to life and passes it back to Vi.

VI (cont'd)

Thanks.

She LIGHTS more sticks of dynamite, getting ready to hurl them onto the boat - and onto the remaining pallets of supplies...

... and Za'Blen SOARS down out of the air, TACKLING her to the floor!

(CONTINUED)

She drops the sticks, which roll off down the pier, fuses still burning.

ZA'BLEN

Insignificant speck! You dare to disrupt my work?

He PUNCHES Vi, drawing blood as Rachel tries to drag him off her.

He turns and SWATS her away, rearing back to punch Vi again - who gets up a KNEE into his chest and pushes him off.

ON FAITH as she staggers back a few steps, trying to shake the cobwebs as Dark Ambrosia advances on her.

DARK AMBROSIA

You Slayers are all the same. You always think you're invincible. That as long as you keep fighting, you'll never stop. That with every punch thrown, you continue to be.

FAITH

You're not her.

DARK AMBROSIA

What?

FAITH

She's dead. We killed her.

(beat)

You're that thing.

Ambrosia stops, smiles, her eyes GLOWING red again.

DARK AMBROSIA

I have a name, Slayer.

FAITH

Yeah, so do I. Reckon you can spell it before I wrap your face round your ass?

She throws a PUNCH with her good arm, but Ambrosia CATCHES it effortlessly.

DARK AMBROSIA

You're already starting to bore me.

SMOKE starts to rise from Faith's hand, and she CRIES OUT in pain as her flesh SIZZLES!

DARK AMBROSIA (cont'd)

I had high hopes for our confrontation.

(CONTINUED)

Faith grits her teeth, trying to ignore the pain.

DARK AMBROSIA (cont'd)

(sighs)

Perhaps your friends will prove to
be more of a -

CRACK! Faith SNAPS Ambrosia's fist back into her face, which stuns Ambrosia into releasing her.

Faith's quick to attack, her injured arm hanging by her side as she KICKS and PUNCHES the reeling Ambrosia.

Each blow connects, driving Ambrosia back up the pier - but Faith is quickly MOBBED by the waiting demons!

She struggles against them, two holding her as another one PUNCHES her across the jaw.

FAITH

Come on, Amber! You don't want
these flunkies to do all your work!
Fight me!

Dark Ambrosia recovers, rotating her neck as she looks to Faith, who is taking a series of pounding blows.

DARK AMBROSIA

Release her!

The demons hesitate - then let Faith drop to the floor.

She stays down, trying to catch her breath, as Ambrosia stalks up to her once more.

DARK AMBROSIA (cont'd)

As you wish, Slayer.

She KICKS Faith in the chest, flipping her over.

ON VI as she spars with Za'Blen, the demon flinging back its cloak to reveal two HUGE arms.

VI

(boggles)

Woah...

She barely DUCKS a swing that would've taken her head off, calling out:

VI (cont'd)

Rachel! The sticks!

Rachel looks round, locating the stray explosives and racing up to them.

(CONTINUED)

She gets a hand to them - but so does one of the worker demons!

Rachel looks up, locking gazes with the demon, trying to YANK the burning sticks out of its grip.

Vi throws another PUNCH but Za'Blen swoops in close, CLAMPING his huge hands round her throat.

ZA'BLLEN

You have no concept of the chaos
you have just unleashed upon
yourself...

Vi CHOKES, trying to pry his hands free.

ON FAITH as Ambrosia HAMMERS her back down, Faith SPITTING BLOOD onto the pier.

DARK AMBROSIA

Just tell me when you wish this to
end, Slayer. I will make it quick.

Ambrosia steps back - and dark wisps of SMOKE start to rise from her body.

DARK AMBROSIA (cont'd)

I will consume your soul in an
instant...

The smoke starts to form into a shape above her, shifting and coalescing - as a pair of RED EYES start to form within.

Faith's eyes are locked on the black smoke - even as her good hand reaches into her jacket.

DARK AMBROSIA (cont'd)

... and then, all you will know
will be nothing...

The hideous form of THE DARKLING hovers above Ambrosia, letting out a HISS of pure hatred. It's hard to tell where one ends and the other begins.

DARK AMBROSIA (cont'd)

... just as it shall be for all
your -

Faith suddenly LUNGES for Ambrosia with a YELL:

BZZT! Ambrosia is ZAPPED by electricity, CRYING OUT in pain - the darkling also SCREECHING!

Faith's jammed a TASER into her gut, keeping it pressed in tight even as Ambrosia - and the Darkling - buck and writhe in agony.

(CONTINUED)

FAITH

How's that feel, you little bitch?

Ambrosia FALLS backwards, the Darkling flowing back into her before she hits the floor.

The waiting demons RUSH Faith, but she turns to meet their charge - WHAM! One goes down. CRACK! And another.

ON VI, still choking and struggling, as close by Rachel's tug-of-war continues.

She finally gets a foot up into the demon's groin with a WHUMP, the demon letting out a strangled MOAN of pain.

It releases the sticks - the burning fuses now perilously short - and Rachel HURLS them onto the boat!

KA-BOOM! The explosion rocks the whole ship, Rachel throwing herself down to avoid the debris that rains down.

Za'Blen turns his attention away for a beat, jaw dropping in horror as his shipment goes up in smoke.

ZA'BLEN

No...

He turns on Vi, SNARLING viciously. Vi's eyes are rolling back, her struggles fading as Za'Blen's grip tightens...

CRACK! A flaming hunk of CRATE slams into the back of Za'Blen, knocking him cold.

He wilts, finally releasing Vi as he sinks face first to the floor.

Vi COUGHS, her chest heaving as Rachel hurries over to her.

RACHEL

Are you okay?

Vi nods, pointing back towards the still-fighting Faith. Rachel gets the message, looking around for something that can help - and she spots just the right thing.

ON FAITH, trying to hold the four demons off, but with one arm out of action and the beating she's already taken, she's losing the battle.

She starts taking hits again - CLAWS rake across her belly, while a PUNCH loosens some fillings.

Faith staggers, woozy - and the demons all fall back. She looks round, confused...

(CONTINUED)

... and the BLACK SMOKE that is the Darkling whips around her, coming to rest and solidifying into a shape...

... and forming AMBROSIA once more. She opens her eyes and grins wickedly.

DARK AMBROSIA

A clever trick, Slayer. But it will not save you now.

Dark Ambrosia advances, Faith trying not to show how much she's hurting as she backs up.

DARK AMBROSIA (cont'd)

I think now I'll make sure your end takes a very long -

WHAM! Ambrosia is KNOCKED FLYING as Rachel appears from nowhere - swinging round on the same crane Faith used to DROP-KICK Ambrosia in the back!

Ambrosia SAILS through the air - right over the edge of the pier!

Vi rushes in, taking down two of the demons with a flurry of DAGGER STRIKES, while Rachel throws an arm round Faith.

FAITH

Did we...

She looks over Rachel's shoulder - sees the burning ship.

FAITH (cont'd)

Never mind.

RACHEL

Let's go!

The girls make their escape, Vi making short work of the last two demons as the trio scurry away.

STAY ON THE DOCK as the ship continues to blaze in the background, listing to one side.

THE SMOKE returns, whipping round like a sandstorm as it flows back up from the edge of the pier.

It re-forms into Ambrosia, her face twisted with rage, and it's on this visage that we CUT TO:

Their battle spilling out into the open, Kincaid and the demon continue to fight, even as Noa yells desperately:

(CONTINUED)

NOA

Glenn, stop! Both of you, stop it!

The demon PINS Kincaid down, landing two fierce BLOWS that open gashes along both of Kincaid's cheeks.

It rears back, it's blood-stained CLAWS ready to finish the job - but Noa GRABS its wrist.

NOA (cont'd)

Stop!

The demon whips round to face her, SNARLING, but Noa holds her ground.

NOA (cont'd)

Don't kill him. Please.

The demon looks back at Kincaid, his whole body tensed for the killing blow - but the demon STEPS BACK.

Kincaid scrambles to his feet, ready for the next attack - but the demon lowers its arms.

KINCAID

(confused)

Noa? Are you... did it...

NOA

I'm fine. He's like me.

She turns to the demon, managing a small SMILE.

NOA (cont'd)

Maybe we can help each other find -

THUNK! An ARROW pierces the demon's throat!

NOA (cont'd)

(horrified)

No!!

The demon CHOKES, sinking to its knees - as a group of HUNTERS from the village, armed with crossbows, climb up the hillside to the cave entrance.

Noa sobs, frantically trying to staunch the green blood pouring from the demon's throat.

Kincaid watches, dumbfounded, as the hunters reach him. One pats him on the shoulder.

HUNTER

That was a close call, Glenn!
Another second and that thing might
have had you, eh?

(CONTINUED)

Kincaid's mouth flaps, lost for words. He stares at Noa, crying as the demon's breathing gets weaker.

NOA

Please don't die... please don't die...

DEMON

Too late... for me...

BLOOD bubbles on its lips. The hunters surround them both.

DEMON (cont'd)

Just try... to get back... for me...

With a final COUGH, the demon expires. Noa lets out a SOB, angrily SHRUGGING OFF a hunter who tries to touch her.

NOA

Get away! All of you, just... get out of here!

HUNTER

Noa? What's the matter with you? We just saved you from this thing!

NOA

(cold)

You have no idea what you've just done. Now go!

Stung, the bemused hunters start to back off. Some are already heading back to the village.

Kincaid remains, unable to look away from the weeping Noa as she cradles the demon's body, and we CUT TO:

CRACK! Faith lets out a sharp YELL of pain as Jerry POPS her dislocated shoulder back into place.

FAITH

Son of a...

She POUNDS her fists against the bed, trying to push the pain back down.

VI

(raging)

What the hell were you thinking?

FAITH

Damn it, Vi, not now!

Pryor and Rachel hang back as Vi gets in Faith's face. Jerry steps back, reaching for the first aid supplies.

VI

You put all of us in danger with that brainless stunt of yours. You could've gotten us all killed!

FAITH

We got the job done, didn't we? So what if we took a beating? We're Slayers! That's what we're meant to do!

VI

We're not meant to get torn to pieces in the process, if we can help it!

Pryor tries to get between them.

PRYOR

Come on, both of you, it's been a long night, and -

VI

(over him)

I'm sick of this, Faith! I'm sick of you acting like you're invincible all the time! Like you're the only Slayer here!

FAITH

Vi, that's not -

Vi spins and marches out of the room, nobody getting in her way as she stomps out.

JERRY

(beat)

Okay, I guess that ends that.

(to Pryor)

I'll finish up in here.

Pryor nods, he and Rachel departing. Jerry starts to dress Faith's cuts and bruises.

JERRY (cont'd)

So what happened out there?

FAITH

She wanted a diversion. I made one. But I guess...

(sighs)

Maybe I got a little sloppy, I don't know.

(CONTINUED)

JERRY

Does Vi have a right to be pissed
at you?

Faith's silence gives him his answer. He continues to work.

FAITH

It's just... sometimes, when I'm
right in the middle of it, and
stuff's flying all around, and it's
either me or any one of the fuglies
they keep throwin' at us... I kind
of forget, you know?

JERRY

That you can get killed?

She WINCES as he swabs a particularly nasty cut.

FAITH

Something just takes over.
Something inside of me, like...
like this anger, this fury, and...
(beat)
It scares me.

He looks up, moving round to face her.

FAITH (cont'd)

It's what I used to be like. In the
bad old days. How I'd get so caught
up in the rush of putting some hurt
on somebody that I'd just forget
who I was.

JERRY

So I guess all I can really say is
that you need to keep looking
around you. See that you're not
alone. That there are plenty of
people who've got your back, one
way or another, and who need you to
stay in one piece.

(beat)

You're important, Faith. To this
city, to this Asylum... to me.
We've found each other again after
over twenty years. Let's try not to
lose each other so soon, okay?

FAITH

(grins)

Okay.

He reaches for more bandages, starting to wrap them round her
arm, and we CUT TO:

41 INT. ASYLUM - PRYOR'S OFFICE - NEXT

41

Pryor and Rachel enter to find Dawn sitting at Pryor's desk, swathes of printed reports all around her.

PRYOR
Dawn? What are you -

DAWN
It's here, it's got to be here!

She seems frustrated, sweeping through reams of paper.

RACHEL
What does?

DAWN
Something to tell me where Noa was!

PRYOR
Dawn, we can't be certain that you even found her.

DAWN
(firm)
I found her, Pryor. I heard her.
She's alive, and she's out there.

Dawn looks back at the reports, sagging.

DAWN (cont'd)
I just don't know where...

Pryor gently eases her up and out of his seat, starting to fold the papers away.

PRYOR
Get some sleep. We'll all go over this tomorrow.

DAWN
I just don't want to leave her out there any longer, not after...

RACHEL
Come on, Dawnie. Let's go.

Rachel leads Dawn towards the door. Dawn YAWNS loudly.

DAWN
I guess I could use some sleep...

Rachel glances over her shoulder at Pryor as the girls exit.

Pryor sits back down, moving the stacks of reports off his desk one pile at a time.

(CONTINUED)

Until he pauses, peering at the information on one. He frowns, reaching for another and comparing the two.

PRYOR
What on Earth...

He looks up, towards the door.

PRYOR (cont'd)
Dawn... what did you do?

A concerned Pryor resumes his study as we CUT TO:

The Mayor is leaning back in his leather chair, chuckling at a SITCOM showing on his portable TV.

He hears a noise behind him like a BREEZE, and without turning round:

MAYOR
How did it go?

He turns to find Dark Ambrosia standing before his desk.

DARK AMBROSIA
Not to plan.

MAYOR
The shipment?

DARK AMBROSIA
Gone. Destroyed.

MAYOR
Za'Blen?

DARK AMBROSIA
Dead.

MAYOR
I see. And Faith?

DARK AMBROSIA
(beat; scowls)
Still alive.

The Mayor smiles, reclining once again.

MAYOR
Don't you worry about that.

DARK AMBROSIA
But the mission was a failure! You said that -

MAYOR

I've already put all blame for tonight's little hiccup on Faith and her gang. She just made herself a bunch of very powerful, and pretty darn angry enemies in this city.

The Mayor chuckles, and Ambrosia narrows her eyes.

DARK AMBROSIA

You planned it this way... didn't you? You knew they would most likely succeed, and yet you sent me anyway...

The Mayor doesn't answer, instead reaching for a plate and offering it to her:

MAYOR

Cookie?

Ambrosia stares down at the COOKIES before her - and then takes one, still scowling even as she turns and exits.

The Mayor takes one for himself, a twinkle in his eye as he returns his attention to the sitcom, and we:

BLACK OUT:

END OF SHOW