

FAITH

"Fringe Science"

by
Daniel Loach

Based on characters created by Joss Whedon
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TEASER

FADE IN:

1

INT. OLD ASYLUM - GATEWAY CHAMBER - LATER

1

LORI sits at the center of a circle of candles, a series of runes and pentagrams drawn on the floor and in front of her lies a map of the city.

VI (O.S.)

You're sure about this?

LORI

I'm sure.

VI steps into frame, along with FAITH, who approaches the GATEWAY at the other end of the room. She leans against it - it HUMS slightly under her touch.

RACHEL (O.S.)

How many is that now?

Faith turns - JERRY, RACHEL and a crowd of various DAWNS are stood near an array of floating SCREENS.

PUNK DAWN

If you're not going to pay attention...

JERRY

Hey, we don't all have twelve heads to process all this!

PUNK DAWN

So get the one you do have into the game!

DAWN

Don't talk to her like that!

PUNK DAWN

Like babysitting her is going to get us anywhere?

NERDY DAWN

Um... can we all keep the noise down, please?

PUNK DAWN

Oh, sure, we're gonna listen to Little Miss Passive Aggressive!

JERRY

(barks)

Cool it, all of you!

(CONTINUED)

Punk Dawn rolls her eyes and vanishes, leaving the work to her Monk and bog-standard DAWN personas.

JERRY (cont'd)
Carry on, please.

DAWN
(to Rachel)
Sorry about her, she gets a little... tetchy. I think all that hair dye must've soaked into her brain or something.

RACHEL
It's fine. Really.

MONK DAWN
As you can see, the official statistics show a dramatic rise in what the Mayor's office is calling "Covert Underworld Entities" being arrested in the last week.

DAWN
Basically, any demon hiding out in plain sight.

Faith pushes away from the Gateway and approaches, skirting round Lori and Vi.

RACHEL
'Plain sight'?

JERRY
She means demons that live amongst the rest of the population. Peaceful. Non-threatening.

The Dawns nod glumly.

FAITH
What about the more hostile flavours?

Dawn shakes her head - the screen with statistics changes to show a series of charts.

NERDY DAWN
He's playing them down a little.

RACHEL
Going for the "they're in our homes" approach while everyone's still scared?

MONK DAWN

So it would seem.

Faith is still frowning, staring at everything, taking it all in. Finally, she looks away from the screens.

FAITH

This is good.

Puzzled looks all round.

DAWN

I'm sorry?

FAITH

They're picking up this many demons, they've got to have a lot of places they're keeping them. Hard to keep that kind of thing off the radar, especially our kind of radar.

JERRY

(catching up)

They're not just taking in demons.

RACHEL

They've got hunters, wiccans, slayers...

VI

And the chances are they're all locked up together.

FAITH

Which means...

She turns back towards Lori and Vi.

FAITH (cont'd)

... Lori's spell has a much better chance of working if there's more for her to lock onto.

Lori closes her eyes, then opens them very slowly - focusing on the map.

LORI

(concentrating)

We're looking for anywhere with a strong magical aura. The Gateway gives us a point of comparison, and the closer I am to it the better.

With that, the map starts to GLOW - all over at first, but soon the glow fades to a series of DOTS.

(CONTINUED)

CONTINUED: (3)

JERRY
(pointing to map)
That's us.
(moves his finger)
The old church, everything that
went on there... to be expected.
(moves again)
That one, though?

DAWN
(shakes her head)
Too weak, barely even showing up.

JERRY
Which makes sense.

Faith walks over to take a look for herself.

FAITH
There's nothing there. No
buildings, nothing.

JERRY
And no reason for it to have any
magical presence, definitely
nothing on that scale.

LORI
There's a lot of trails there, too.

She waves her hand, and a number of GLOWING LINES stretch
from all over the city to that one spot.

LORI (cont'd)
Purges, raids, people getting
shipped there. Emotional distress.
Fear, anxiety... death.

Faith turns and heads towards the door.

VI
Faith?

FAITH
Suit up, we're leaving.

She's gone before anyone can question.

RACHEL
Remember when we used to discuss
these things?

Beat.

DAWN
No.

JERRY
Can't say I do.

(CONTINUED)

1 CONTINUED: (4)

VI

Never.

RACHEL

(nods)

Long as it's not just me.

Jerry grins as the team follow Faith out, and we CUT TO:

2 INT. SPECIAL PROJECTS - NIGHT

2

The lights are out and there's nobody home - until the door is knocked clear out of the frame courtesy of Faith's SNAP KICK.

Flashlights illuminate the room up as our heroes enter, running along equipment and computers.

FAITH

Where's the damn light switch?

RACHEL

Any sign of where we are?

VI

Other than 'scary lab'? No.

RACHEL

Maybe we shoulda waited for Dawn to get more of the building's plans before steaming in, huh?

Faith shoots her a sharp look. Rachel backs off.

RACHEL (cont'd)

Shutting up. Sorry.

Faith picks something up off of one of the many tables and shines her light on it - a Dictaphone.

LORI

Is anyone else noticing how the alarms aren't going off?

VI

I thought you said you'd shorted the circuits?

LORI

Yeah, but I didn't think that'd actually work!

Faith presses the Dictaphone's play button.

(CONTINUED)

PRYOR (V.O.)
(recorded)
Tests prove inconclusive and
progress is minor at best. The fire
test has proved particularly
troublesome...

She quickly turns it off.

RACHEL
Was that -

FAITH
(quickly)
Yeah.

Everyone goes quiet until Faith moves, walking straight into
a piece of equipment hidden by the darkness with a BUMP.

FAITH (cont'd)
Son of a... where's the damned
lights?

On cue, the lights switch on.

FAITH (cont'd)
Thank you!

NOA (O.S.)
You're welcome.

The team spin round - there she is, stood at the back of the
room waiting for them.

NOA. Her eyes flash red to show the DARKLING's presence.

NOA (cont'd)
Had a feeling you'd find your way
here sooner rather than later. So!
How've you all been?

She grins, her smile sadistic and evil as Faith CRACKS her
knuckles and prepares to launch herself into a fight.

BLACK OUT:

END OF TEASER

ACT ONE

FADE IN:

3 INT. SPECIAL PROJECTS - NIGHT

3

Faith SMASHES into the reinforced glass along one wall of the lab. Dazed, she staggers to her feet before hearing a low GROWL from behind her.

A DEMON, big snaggletoothed beast of a thing, all bloodied white fur and ivory teeth. Somehow, though, it looks sorry for itself, far from dangerous at the very least.

FAITH

The hell?

She looks around the room. The others are struggling against Dark Noa, who's easily holding them at bay.

Instead of rejoining, Faith looks around. Now that the room is lit up, she can see dozens of glass cells and barred cages containing a number of DEMONS.

Most are nothing short of fugly, but with their bleeding wounds, whimpers of pain and hopeful eyes resting on Faith and the others it's impossible not to feel sorry for them.

FAITH (cont'd)

(shouting)

Hey!

Noa SWATS away Rachel, and Rachel's axe clangs to the floor. Everyone stops mid-tussle.

NOA

Giving up?

FAITH

Not a chance. You and me, right here, right now.

She puts up her dukes whilst everyone else looks bewildered.

VI

Faith?

FAITH

I got this.

VI

You know you'll hold back. You won't want to do any damage while that thing's inside Noa.

(beat)

So let me take her.

(CONTINUED)

FAITH
(firmer)
I've got this, Vi.

Her eyes drift towards the cages, the cells, and Vi gets the message at last. She offers a quick nod.

Rachel, Lori and Vi step aside, the former two looking rather confused as to what's going on, looking to Vi for an answer.

NOA
This should be fun. We didn't
really have chance to do this
properly last time out.

FAITH
(stepping up)
I don't want to hurt Noa.

NOA
(smirks)
Fat chance! Think a Slayer past her
sell-by date's gonna hurt me?

FAITH
(ignoring her)
I said I didn't want to hurt her.
Doesn't mean I won't kick your ass.

Noa grins, shaking off her suit jacket and tossing it aside.

NOA
And how're you going to do that
without hurting -
(doe eyed)
Little ol' me?

FAITH
(shrugs)
I'll figure something out.

She races forwards and throws a punch. She's lightning quick but Dark Noa's faster, dodging the blow before using Faith's extended arm to flip the slayer onto her back.

NOA
That all you've got?

She kicks off the ground, putting up her guard just in time to block three punches from Dark Noa, knocking herself off balance.

FAITH
At least stop talking like her.
Show me what I'm up against here.

(CONTINUED)

NOA

If you insist.

Her eyes turn red and stay that way, the Darkling's booming voice coming through along with Noa's now.

DARK NOA

Better?

Faith gathers herself and turns to Vi and the others, looking impatient. The three of them are just stood there watching before Vi comes to her senses and drags the others towards the cells.

RACHEL

What are we doing? Shouldn't we be helping -

Vi tosses her a ring of KEYS.

VI

The cages. Get to work!

RACHEL

Oh. Right!

She hurries to the nearest one, the DEMON inside rattling the bars as Rachel fumbles for the right keys.

VI

(to Lori)

Can you get through some of these a little faster?

Lori clenches one fist - blue ENERGY sparking from it.

LORI

I can try.

Vi steps back as Lori takes aim at the nearest cell - and lets fly a blast of ELECTRICITY!

It hits the lock square on and BLOWS it open in a shower of sparks. The demons within cringe from the noise.

Vi hurries into the cell, offering a hand to the cowering demons.

VI

Come with me if you want to live.

The nearest demon glances at its fellows, then reaches a hesitant hand towards her.

Back with the fight, Faith takes a HOOK KICK to the face, throwing her off her feet.

(CONTINUED)

CU ON FAITH lying on the floor, she spits BLOOD onto the pristine white floor before Noa picks her up -

ON SCENE

- by the scruff of her neck, SLAMMING her into a wall which she rebounds off of, ending up on one knee.

DARK NOA

Come on, Faith! Where's your 'A' game? This isn't even fun!

FAITH

(rising)

Then I'll stop wasting your time.

She lashes out clumsily, Noa easily catching it. The Darkling goes to drive a knee into Faith's stomach but Faith pulls back causing it to lose its balance.

Taking advantage, Faith pulls her arm free and delivers four successive blows to Noa's face, chest and gut before grabbing her by the hair and SLAMMING her face onto one of the work spaces.

Stunned for all of a second, Noa flings Faith's arm from her hair with a single swing of her arm, turning to plant a palm onto the slayers chest which knocks her back against the wall.

Noa's lip is bleeding, but she wipes it clear - and the wound HEALS OVER before Faith's eyes. For a moment, her eyes glow a brighter red.

DARK NOA

That hurt.

FAITH

(wincing)

No, it didn't.

DARK NOA

(tilts head)

No, it didn't. Just thought I'd give you a little something back for all your hard work.

Faith looks past her opponent to see that the girls have all but freed all of the imprisoned demons from around the room as Lori manages to make the glass wall of a cell disappear.

FAITH

(grins)

Have to say, always thought that Amber was the dumb one. Didn't think it was all you.

(CONTINUED)

Dark Noa casts a look over her shoulder and spots what the others are doing.

DARK NOA

A distraction? You thought this
would work?

She knocks Faith down with a PUNCH to the face and turns towards the others, about to walk off when she's GRABBED by the ankle.

Of course, it's Faith. Seething, Dark Noa kicks Faith away then steps up to her.

DARK NOA (cont'd)

I should have done this a long time
ago.

She raises her foot ready to stomp Faith out, when -

ZING! She's stunned by a massive blast of electricity from Lori that leaves her reeling.

Faith manages to get to her feet, bloodied and beaten, whilst Noa, sans red eyes, looks sick as a dog.

She heaves slightly and the DARKLING appears to crawl out through her mouth before going back inside its host.

Faith pushes herself upright, watching in confusion as the inky black smoke of the Darkling drags itself back into Noa.

Meanwhile, Vi and Rachel are ushering demons out of the doors before turning back to their ailing friends.

VI

Lori!

The girl herself looks beat, pale and unsteady - and she's unable to stop Noa from sneaking up on her and grabbing her by the neck!

Faith tries to help, charging forward with the last of her strength but it's for nothing as Noa grabs her by the neck too - lifting her off of the ground - feet dangling.

VI (cont'd)

No!

She tries to run for them but Rachel pulls her back.

RACHEL

Vi, we have to -

(CONTINUED)

FAITH
(struggling)
Go!

Vi ignores her, staring straight into Lori's pleading eyes -

LORI
(mouths)
Run!

She passes out as Vi breaks free from Rachel - getting all of five steps ahead before Rachel pulls her again. This time it's enough to drag her away.

Dark Noa drops Faith and Lori to the floor - both girls are spent.

DARK NOA
How touching of them to stand by
you.

Faith spits blood on Noa's shoes prompting a disgusted sneer. Defiant to the last, Faith tries to get to her feet and gets a kick to the ribs for her trouble.

Across the room, double doors swing open making way for a TASK FORCE to run in and circle our girls.

Noa steps back, picking up her discarded jacket and puts it on again - crossing her arms as she looks down at her beaten foes.

DARK NOA
Take them. If you have to leave a
few bruises...
(shrugs)
We'll chalk it up to 'resisting
arrest.'

Faith stares back into those burning red eyes that disappear as one of the Task Force turns to talk to her.

Faith is manhandled to her feet by two troopers, too exhausted to fight back as she and Lori are hauled away and we CUT TO:

Vi and Rachel alone. Neither speaks, neither looks at the other. Vi's expression is cold, annoyed, sharp. Rachel is two parts regretful, one part annoyed. Frosty.

VI
(eventually)
What the hell was that?

RACHEL

What the hell was what?

VI

You don't ever pull me away from a fight again, you hear me?

Vi runs a red light - she gets through but various cars hit their HORNS as she speeds off.

RACHEL

You want to chill? They told us to leave.

VI

We don't leave people behind.

(beat)

Not enough of us left for that.

Rachel SCOFFS, Vi glares daggers.

RACHEL

You think getting yourself killed would help? They were ready for us, she was ready for us. We were lucky to get out as it was. We'll take stock, see what happens. Once we get a plan to grab Faith and Lori back, we're back out there.

VI

Since when are you in charge?

RACHEL

Since you got your head wedged firmly up your own ass.

(beat)

What happened to you?

Vi SLAMS the brakes on, causing traffic to swerve to avoid her. She gets up in Rachel's face, a fury in her features that has Rachel backing up.

VI

Your boyfriend got us locked up in prison, remember?

(beat)

No, I don't suppose you do.

RACHEL

What's that supposed to mean?

VI

(pointed)

Two words, Barbie. Minimum security.

(CONTINUED)

Rachel exhales, Vi's knuckles white as she grips the wheel.

VI (cont'd)

You got to spend just over a year
in a place that was basically your
apartment with stricter curfews.
You didn't have to go through
anything like what I did.

RACHEL

That's not my fault!

VI

Isn't it? Wasn't it your
'boyfriend' who pulled the strings
to get you a cushy reduced
sentence?

RACHEL

I... he... I didn't ask him to!

VI

But he did.

Rachel falls silent. She can't meet Vi's gaze for a moment
but when she does her eyes are as stern as the Slayer's.

VI (cont'd)

(waiting)

What?

RACHEL

Screw you.

She promptly opens the door and gets out, jogging over to the
sidewalk before heading off in the direction of the Asylum.

ON VI: She grips the steering wheel tight and stares straight
ahead. She SHAKES involuntarily, tears welling up before we
CUT TO:

Lori and Faith are frogmarched by Task Force COMMANDOS
through the awful depths of Special Projects, all the while
under the watchful eyes of Dark Noa.

Grotesque experiments are going on left right and center to
humans, vampires, even humans.

SCREAMS and HOWLS are common place, disturbing even Faith,
though the commandos seem entirely unfazed by the experience.

In one cell, SCIENTISTS hoist the limp, bloodied body of a
PREGNANT WOMAN onto a gurney, covering her with a sheet
before leaving - abandoning her.

(CONTINUED)

LORI
Frankenstein's paradise.

FAITH
No kidding.

Faith nods to a HORNED DEMON, hanging from a chain around his neck, struggling for breath whilst more SCIENTISTS time how long it takes him to die.

FAITH (cont'd)
There was a nest of them downtown,
went missing. We got there too
late. They're peaceful.

She looks up and sees something that shocks her. Watching her from a balcony, expressionless, silent, is PRYOR.

DARK NOA
(calling up to him)
You were right to have us keep
watch. They showed up just when you
said they would.

PRYOR
They're nothing if not predictable.
We should know that better than
anyone.

Pryor's eyes meet Faith's, and Faith forgets where she is for just a moment.

FAITH
Get down here!

No response.

FAITH (cont'd)
I said -

A commando KICKS her to her knees. She goes to fight back but Noa's stare and the large number of guns trained on her in an instant put her off of the idea.

PRYOR
Hardly necessary, is it?

Faith looks up to see that Pryor has joined them, and is now looking at her with severe disinterest.

FAITH
What are you doing to these people?

PRYOR
(dismissive)
What I've always done.

(CONTINUED)

FAITH

No, no, you used to help people.

PRYOR

And that's what I'm doing now. The Mayor wants the demons under control, I'm giving him that. How many lives -

Faith gets to her feet, squares right up to Pryor. The commandos approach but he waves his hand, no need to stop her.

FAITH

How many lives will it cost? You think you get to live in whatever world the Mayor has waiting for us? You think any of us do?

PRYOR

(beat; shakes head)
I think we're done, Faith.

FAITH

Not by a long -

He goes to punch her, she ducks it and steps around him, getting a good grip on his head - ready to snap his neck.

FAITH (cont'd)

Care to try that again? Now, this is what's going to -

LORI

(warning)
Faith!

Too late, Faith is knocked out by a TASER. She drops like a rock and Pryor steps away, turning to Noa.

PRYOR

How many did we lose?

DARK NOA

Test subjects? Many.

PRYOR

(exhales)
That's unfortunate.
(off Faith and Lori)
Put them both in the cells until I can decide what to do with them.

Noa nods, though her expression darkens. She heads towards Faith, and as she walks past him, she whispers in his ear.

(CONTINUED)

DARK NOA

Don't presume to give me orders.

PRYOR

Wouldn't dream of it. Now, if you
wouldn't mind...?

He turns and walks away, stopping to observe the demon
hanging from the chain, now quite clearly dead.

We remain behind as Lori is pulled away by the commandoes
towards a set of double doors, Noa leading the way with an
unconscious Faith in tow.

LORI

They'll come for us you know,
they'll bring this whole frakking
place down around you!

She's pulled out of earshot leaving us to go back to Pryor on
the balcony above - watching over his domain.

BLACK OUT:

END OF ACT ONE

ACT TWO

FADE IN:

6 INT. ASYLUM - STAFF ROOM - NIGHT

6

Rachel storms into the room, tearing her shoes off and throwing them across the room.

She stops, noticing that Jerry and Vi are watching her. She COUGHS, tries to correct her slightly unruly hair, and then turns her attention to Vi, or rather the collection of weapons she has gathered on the table.

RACHEL
You're going back?

No answer. Vi straps a quiver of arrows onto her back before slinging a high-tech looking BOW over her shoulder.

RACHEL (cont'd)
Vi, if we go in before we know what
we're doing -

JERRY
Actually...
(beat)
Dawn?

Dawn FADES into the room, looking a tad flustered.

DAWN
What?

JERRY
(as though it's obvious)
The plans?

She thinks for a moment, not coming up with anything.

VI
(tense)
The plans for the building, Dawn.

Vi is now looking down the shaft of a shotgun - testing her aim. Two handguns are strapped to her waist as well.

DAWN
(re: guns)
Party?

Vi just raises her eyebrow.

DAWN (cont'd)
O-kay. Sure, the plans, sorry,
having a blonde day...
(beat)
(MORE)

(CONTINUED)

DAWN (cont'd)
I don't have a blonde me. Should I
have a blonde me?

JERRY
The plans, Dawn.

She looks startled, as though woken from a deep sleep.

DAWN
Sorry. Now I have the address, it
was easy as one-two-surprisingly
hard.

She creates a screen, a big one complete with complex
blueprints of the Special Projects Division.

RACHEL
It's... big.

JERRY
Very. Hard to believe they'd set
that up without anyone noticing.

VI
Mayor's got resources.

The blueprints are divided into floor-by-floor pages, each
with a different screen, seven in all.

DAWN
Even so, this thing's got enough
resources and cash flow to make
Wolfram and Hart jealous.

JERRY
Is there another way in? We just
kicked down the front door last
time - they'll be watching that.

Dawn nods and all but one of the screens vanishes - a red dot
appearing along the left hand side of the remaining
blueprint.

RACHEL
So we're not going with the "take
our time and think about things"
plan, then?

JERRY
We can't leave them there.

RACHEL
I know that, but steaming in half-
assed is what got Faith and Lori
caught last time!

Vi shoots her a look, then returns to the plans.

VI

How're we supposed to get to that?

(reading)

Fourth floor? Grapple hooks or high dive?

JERRY

Or neither. There has to be another way in, one that doesn't involve putting us in the middle of that.

He points at a large open space right where Dawn is having them enter the building.

VI

Ambush spot. May as well have a sign.

JERRY

My guess is they'd be waiting for us there.

DAWN

He's got a point. That's where I'd do it. Okay, now what?

RACHEL

Now we look for another way in.

She picks up a shotgun from the table, holding it over her shoulder before we CUT TO:

Across the city, Faith and Lori are chained to the walls of their glass cell - a glass wall letting them see the guards waiting outside for them.

Lori sits at a slump, her hair disguising her face. Faith pulls at her chains but doesn't get any give, just cuts into her wrists a little.

LORI

You're wasting your time.

No response. Faith keeps pressuring the manacles.

LORI (cont'd)

I said -

FAITH

(snaps)

I heard you first time, ginger. Now shut up and let me concentrate. This ain't my first rodeo.

(CONTINUED)

She keeps working at the restraints. Lori rolls her eyes and lets out a SCOFF that gets Faith's attention.

FAITH (cont'd)
Somethin' else you wanna say?

LORI
You really don't have any faith in her, do you?

FAITH
What was that?

LORI
(straightens)
I said you haven't got any faith in them.

FAITH
No, you said her.

LORI
(quickly)
Well, I meant them.

FAITH
(chuckles)
Look, I don't know what you think is going on between you and Vi, but I can tell you right now - she's buttered side up, as a British guy I knew used to say.

LORI
(challenging)
What's that supposed to mean?

Magic crackles along her skin - a CLOSE UP reveals the hair on Faith's arm standing on end.

FAITH
I'm sure you two care about each other a lot, and that's all cool. No skin off mine. But if you're expecting to get something more...

LORI
And what do you even know about her? I saw her every week in that place you got her into.

FAITH
Oh sure, lord that over me. I was kinda preoccupied at the time! Besides, I've done the behind bars thing twice.

(MORE)

(CONTINUED)

FAITH (cont'd)
Girl-on-girl never really appealed
to me. Not judging, just not my
thing, you know?

Lori grits her teeth, more energy crackling, she's virtually steaming. Faith just edges away, spotting the subtle hints that she's gone too far.

LORI
You don't see it, do you? She told
me everything that happened before
the prison - how you were out of
control, never listening. It never
changed, did it? You're still
treating her like you're the boss.
What have you got that she hasn't?

Faith doesn't answer for a moment.

LORI (cont'd)
Thought so.

GUARD (O.S.)
Hey, love birds!

They look up as a beefy looking GUARD opens the door, flanked by a dozen TF boys with their weapons trained on the duo.

GUARD (cont'd)
Mister Webb wants to see you.

LORI
Both of us?

The guard unlocks Faith's bonds but not Lori's, answering the question for her. The guards step back, waiting by the door, and Faith quickly whispers to Lori:

FAITH
I'll be back. Don't tell them
anything. If we give up the Asylum,
it's all over. They can't know
we're using it again.

LORI
Relax. I can keep a secret.

Faith gets to her feet and rubs her red wrists - not even attempting to start something.

FAITH
Lead on, boys.

The guard closes the door as Faith is led off. Lori sighs to herself and looks down at her bonds. They shake a little - then nothing. She SIGHS again and we CUT TO:

8

INT. PRYOR'S OFFICE - NEXT

8

Faith is SHOVED into the room and finds herself alone with Pryor, who sips a glass of scotch nonchalantly, not even looking up as she enters.

FAITH

FYI, the cocky "I don't care you're here" thing is a little overplayed. And since when do vampires drink scotch?

PRYOR

Hello, Faith.

He goes to take another sip, but Faith stomps up to him and SWATS it out of his hands.

It SMASHES on the ground as she leans across the desk, up in his face. Pryor doesn't even blink.

PRYOR (cont'd)

Why don't you take a seat?

FAITH

I'll stand.

PRYOR

(forceful)

Take a seat!

She turns to the chair on her side of the desk - it's made of metal.

FAITH

Thinking I might get a stake on you?

PRYOR

Hmm?

(off chair)

Oh, that. No, the budget was stretched a little thin. There's plenty for stakes though - bookshelf, my chair, my desk - though I'd prefer it if nothing happened to that, it was a little on the expensive side.

(beat)

Of course, the second you try I'll have one of Wilkins' goon squads in here faster than you could even raise your arm to finish the job. So perhaps you should just sit down at long last so we can talk.

(CONTINUED)

He smiles. No threat, no warning, just confidence which seems to convince her he's on the money. After a moment, she takes the seat.

FAITH

What're you doing here, Pryor?

PRYOR

I told you, the same thing I've always done.

FAITH

Never saw you torture anyone back at the old lab. All I saw was you doing your thing to do good.

PRYOR

Which is what I'm doing -

FAITH

Bull!

(sighs)

And now I'm having an argument with a vamp.

She shakes her head and gets off of the chair, pacing up and down. All the while Pryor watches her, never taking his eyes off.

FAITH (cont'd)

You're not him any more.

PRYOR

I'm more him than you know. I'm more than he was.

FAITH

You don't have a soul.

PRYOR

And because of that I've been able to do what I never could before - push the boundaries. I know more about demons than I ever did, than I ever could have.

Faith kicks the chair at him, he's on his feet and out of the way in an instant as GUARDS run into the room.

He holds up his hand to them.

PRYOR (cont'd)

Miss Lebane was just having an emotional moment. I'll call if I need any assistance.

(CONTINUED)

Hesitating, they leave, and Pryor takes his seat again.

PRYOR (cont'd)
(rolling his eyes)
The slightest noise and they're in
here! Makes it impossible to get
anything done.

He sips, then reaches for the decanter of scotch nearby.

PRYOR (cont'd)
Drink?

FAITH
I'm good.

PRYOR
And you're right, I can't really
enjoy the odd shot of this the way
I used to... old habits, I suppose.

FAITH
Is there a reason I'm in here? You
gonna question me or what?

PRYOR
(eyes the door)
The truth is, Faith, you're right.
What you said before about the
Mayor... he'll kill every single
person on this planet that isn't a
hundred per cent human, and I
imagine that will include myself
and everyone else he's using to get
what he wants.

FAITH
So come back to us. Help us!

PRYOR
I'm sorry Faith, but I just can't
do that. The resources here...

FAITH
Bring what you can.

PRYOR
(firm)
No.
(beat)
With what I have here, as long as
I'm on Wilkins' side... I can put
my ideas into practice. I can stop
him doing any more damage.

(CONTINUED)

Faith thinks for a second, then nods towards the metal chair behind him - the back a little bent.

Obliging, he tosses it to her and she opens it out - straightening it before taking a seat.

FAITH

You said you knew I'd find this place. You were waiting for me, weren't you? Waiting to get a chance to talk.

He smiles and leans forward, and we CUT TO:

INT. SPECIAL PROJECTS - CELLS - CORRIDOR - SAME TIME

Noa walks down the pristine corridor, looking into the cells filled with prisoners left and right.

It's not unlike her feeding grounds from last season, but this time she's not interested in the buffet, she has a very specific meal in mind.

She stops, right outside Lori's cell. Lori sits inside, unaware that she's being stared at like a chunk of meat.

GUARD

Miss DeRubria?

Noa looks up at the beefy guard from before, he looks more than a little nervous talking to her.

NOA

I'm here to see the prisoner.

GUARD

I'm sorry, ma'am, I can't let you in without Mr. Webb giving me the say-so. The rules -

NOA

Don't apply when the order comes directly from the Mayor's office, now do they?

GUARD

(beat)

I'm sorry, I still think I should check with Mr. -

NOA

How're the kids? The wife?

GUARD

(gulps)

They're... fine, ma'am.

(CONTINUED)

She smiles, broad and honest, flashing those perfect pearly whites. She advances on the guard a little.

NOA

Glad to hear it. Be awful if something were to happen to their uncooperative daddy, huh? On-site accidents have a nasty way of just sneaking up on you...

The smile doesn't drop. The guards GULPS and quickly swipes a KEYCARD through the lock. The door to Lori's cell opens.

NOA (cont'd)

(smiles)

Thank you.

She takes a step towards the cell then turns back to him.

NOA (cont'd)

Oh, and by the way, you're fired.

GUARD

(dumbstruck)

Wh-what?

NOA

Honestly, no coercion, torture, nothing? Just a poorly veiled threat? How many people do you let in to these rooms?

GUARD

I -

NOA

Don't care. Just go before Mr. Webb finds out what just happened. 'Kay?

He stands there for a second, totally and utterly lost as to what's just happened. She raises an eyebrow - and he flees the scene.

She turns to the cell and walks inside. Her eyes turn red as the Darkling rears its ugly head.

DARK NOA

Wake up!

Lori looks up, a smile on her face, she's ready.

LORI

You were gonna say 'time to die,' weren't you?

DARK NOA
(tilts head sideways)
I thought about it, yeah.

LORI
Glad you didn't say it. Because
then I'd have had to really kick
your ass.

She throws up her hands, her bonds falling away as a torrent of electricity flies from her palms directly into Noa's chest!

The Darkling is barely able to remain within its host as it's knocked off of its feet and into the opposite cell - shattering the glass and waking the demon inside.

The DEMON ROARS at her but in a second she's SNAPPED its neck all the way around and it falls limp. She turns back to Lori, grinning wickedly.

DARK NOA
I hate my food to just sit there
and scream. Every drop's a little
sweeter when you have to fight for
it. But you remember that, don't
you, Lori?

She takes a step forward, Lori still recharging - that blast took a lot out of her.

DARK NOA (cont'd)
You remember watching me suck the
life out of your cellmates one by
one, never knowing when it'd be
your turn.

LORI
I remember lots of things.

She raises her hands - they CRACKLE again.

LORI (cont'd)
Like how to hurt you. How to drive
you out of that body.

DARK NOA
Well, then... let's see if you were
paying attention.

She runs at Lori and the two hit the deck, Noa pinning her opponent to the floor.

Her strength coming back quicker than expected, Lori kicks Noa off of her, managing to break free.

(CONTINUED)

It's not long though before the Darkling gets the upper hand and lays into Lori with a series of devastating punches.

Soon she's on her hands and knees, gasping for breath as Noa KICKS her in the ribs.

DARK NOA (cont'd)
And it looks like you flunked this
class, Lori.

She picks Lori up and pins her to the wall. Lori's head droops to one side, she's helpless.

DARK NOA (cont'd)
Pity. I was hoping you'd last
longer.

BLACK SMOKE starts to rise from Noa's skin, forming a murky CLOUD in the air just above her.

DARK NOA (cont'd)
I'll just take a little to start
with... because I have lots of
questions to ask you before we're
finished.

Lori struggles as the Darkling's two RED EYES form within the darkness, and as the creature GROWLS hungrily, we:

BLACK OUT:

END OF ACT TWO

ACT THREE

FADE IN:

10 EXT. SPECIAL PROJECTS - NIGHT 10

From the outside, Special Projects looks anything but that, just a regular building.

A white van quietly pulls up around the back, and moments later Jerry, Rachel, and Vi file out.

VI
Still no security?

RACHEL
Guessing they didn't expect anyone
to be stupid enough to go in again
so soon.

Vi tries to retort but Jerry just glares at the both of them.

JERRY
We need to go in through there.

He points at a fire exit.

JERRY (cont'd)
As soon as we're in we'll be on
their radar, so we need a
distraction if we're going to get
where we need to be, which is...

VI
(recites)
Cell blocks, get Lori and Faith.
Precious minutes here, Jerry.

RACHEL
(ignoring her)
And I'm with you, security. Once we
break out anyone or anything else
they're holding in there, I funnel
them back up to the surface.

JERRY
(nods)
Good. Let's get moving.

CUT TO:

11 INT. SPECIAL PROJECTS - CORRIDORS - MOMENTS LATER 11

Footsteps nearby keep the trio from advancing from the poorly lit corridor they're in.

(CONTINUED)

11 CONTINUED:

11

Jerry peers around and sees a number of TF commandos heading off to the left.

Once they're gone, the three of them emerge.

JERRY

Good luck, everyone. Remember, Vi,
get back to the van as soon as you
have them. No settling scores.

She nods, not meeting his eyes.

He takes a grenade from his belt and TOSSES it, the three of them retreating around the corner as it EXPLODES.

As soon as it's done, they head off - Vi going straight down the corridor, Jerry and Rachel to right.

12 INT. PRYOR'S OFFICE - SAME TIME

12

The EXPLOSION distracts both Faith and Pryor for all of a second - but it's enough.

Faith gets to her feet and charges for the door, but Pryor's too fast.

He GRABS her by the hair and pulls her back around, throwing her across the room and into his chair. It crumbles under her. When she stands - she's armed with a stake.

PRYOR

Is this how it's going to be?

FAITH

Looks like.

PRYOR

Really? After everything I've just
told you?

She doesn't answer, just leaps into the air in flying kick that Pryor easily swats aside.

She lands on her knees, sweep kicking his legs out from under him but he's kicking off the ground and back on his feet within seconds.

They exchange blows, a flurry of jabs - some hitting their mark but most blocked.

After a few seconds, they break, getting a little ground between them while they circle each other.

PRYOR (cont'd)

Getting tired?

(CONTINUED)

He's not far wrong - she's panting at the very least, wiping blood from a reopened wound above her eye.

FAITH

Five by five. You?

PRYOR

Barely getting started. Perk of the job.

With a grunt he charges at her, and we SMASH CUT TO:

The fight between Lori and the Darkling spills out into here, where a red light is flashing on and off.

They're both thrown to the floor - Dark Noa rising first, wiping a little blood away from her lips.

DARK NOA

You still haven't answered my question. We know Faith's not using the Asylum any more - we have people keeping a close eye on it. It's just as dead and empty as when I was last there. So where are you hiding now?

Lori throws a ball of light at her opponent, blinding the Darkling long enough for her to get to her feet and throw another volley of electricity.

Though Noa's clearly shaken, it lasts a second or two at most, Lori on the other hand, is now struggling to even stand.

DARK NOA (cont'd)

Last chance. Where are you hiding?

She marches on Lori, ready to end it. Lori feebly tries another spell, but she's spent.

Forcing herself upright, she prepares to die in dignity, cocky grin and all when WHAM!

Dark Noa takes a blow to the back of the head from Vi's shotgun and a kick to the spine which throws her off her feet.

Vi and Lori see eye to eye, relief hitting them both.

VI

Miss me?

13 CONTINUED:

13

LORI
(cheeky)
You were gone?

They both beam for a moment until Noa makes her triumphant return - standing over them and looking for blood.

14 INT. SPECIAL PROJECTS - CONTROL ROOM

14

The guards have been knocked unconscious and Jerry and Rachel are doing their thing.

Monitors on the walls show TF commandos closing in on our heroes from all angles as well as the fight between Dark Noa, Vi and Lori.

They type away until -

RACHEL
Got it!

She hits the "enter key" and a stream of warning messages roll up on screen before she hits the key again.

ON MONITORS

Cell doors open. All of them.

Demons, vampires, slayers, hunters, wiccans, the works - all of them step and storm out of their cages one by one, turning on the TF Commandos as soon as they come near.

RACHEL (cont'd)
Should keep them distracted.

JERRY
(nods)
Now, get to the van, get ready.
I'll be back with Faith and the others.

He runs out leaving her on her own. The monitors give us a rough idea of the route back to the van - it's thankfully clear, avoiding the cell blocks altogether by the looks of things.

She gets up to leave and we CUT TO:

15 INT. PRYOR'S OFFICE - SAME TIME

15

Where we left them, going at it like it's their first night at Fight Club - both now sporting an injury or two. Faith has lost her stake.

(CONTINUED)

PRYOR

It really doesn't have to be like this, Faith. I'll let you walk out of here if you just promise to help me.

FAITH

No chance. See vamp, fight vamp, kill vamp. Rinse and repeat.

PRYOR

You don't believe that. You can't. Not after all this time, everything we've been through!

She lunges at him, he goes to block but she pulls her punch, avoids his counter and then drives forward, heaving him over the desk and against the wall.

She pummels him mercilessly, laying into his face and gut until he's near enough pulp. Leaning down, she comes up with a stake.

FAITH

Goodbye, Pryor.

She pulls the stake back, and we SMASH CUT TO:

Noa is killing demons left right and center as Lori and Vi try and escape. It's no good - she gets to them quicker than they can move, and hovers over them.

Vi kicks out at Noa's legs but the blonde easily avoids the dirty trick.

DARK NOA

This is all you have?

She's blown away by a BLAST.

Vi and Lori look around to see the source - BECCA, joined by a number of WICCAS. They've all seen better days.

BECCA

That's one you owe me, Lori.

LORI

(weak)

Glad you decided to join the party...

The wiccass surround Vi and Lori for protection as Dark Noa gets to her feet, ready for the next round.

17 INT. PRYOR'S OFFICE - SAME TIME 17

Faith stops just before staking Pryor. He grins.

PRYOR

I knew you wouldn't do it.

Her lip quivers a little and she looks as though she's about to try again, but -

FAITH

Damn it!

She discards the stake and runs out of the office, leaving Pryor alone, victorious.

18 INT. SPECIAL PROJECTS - CELLS - CORRIDOR - CONTINUOUS 18

The Darkling runs, unable to fend off the assault of Becca's wiccas - and bumps right into Faith!

DARK NOA

You -

She gets a punch on the nose accompanied by a sickening CRACKING noise.

FAITH

We done? I got plans tonight.

She barges past before the weakened Darkling can retaliate, just as Jerry arrives from the other direction.

Now she, Jerry, Vi and Lori are together, all protected by wiccas.

JERRY

Faith, good to see you're alright.

FAITH

Thanks. Maybe we want to get out of here?

LORI

Becca, cover our backs. We've got transport waiting outside.

The place is emptying out now as more of the captives escape. Noa is back on her feet and the wiccas are getting weaker.

BECCA

Just run. I'll get as many of the demons here who will be of use to follow us to you.

(CONTINUED)

FAITH
 (to Jerry)
 Looks like we're about to get a few
 additions.

JERRY
 I'll clear out the guest room when
 we get back.

They hastily make their way out, the Wiccans following them
 until Noa stands alone amongst the corpses of dead prisoners.

She goes to follow the group, but someone pulls her back:
 Pryor.

DARK NOA
 What're you -

PRYOR
 We lost this one. No point in going
 after them.

DARK NOA
 (shrugs him away)
 Are you crazy? You're just going to
 let all those specimens waltz out
 of here?

PRYOR
 I'll get more. If you follow them
 outside and start a firefight with
 more of those trigger-happy
 lunatics you call your Task Force,
 then we'll have a PR disaster on
 our hands. Do you want to explain
 that to the Mayor.

Noa holds his gaze for a beat - then turns to see the cell
 block is empty. She turns back to Pryor, furious, but he just
 calmly walks away as we CUT TO:

Jerry and Rachel are first into the van, the back doors open
 as Faith and Vi leap inside.

The refugees from the cells are emerging from the building in
 small groups - Becca leads her wiccans over to pile into the
 van.

Faith BANGS her hand against the interior, calling up to
 Jerry:

FAITH
 Full house! Let's go!

Jerry REVS the engine and the van SCREECHES away, tearing down the street as more escapees flee into the night.

DISSOLVE TO:

INT. PRYOR'S OFFICE - NIGHT

Pryor perches on his desk, looking at his obliterated chair somewhat sadly.

Opposite, Noa, rigid and stiff jawed - ready to lose her temper at the drop of the hat but maintaining herself for the sake of keeping up appearances.

A TF Commando talks to Pryor about the outcome of the battle, but we can't hear him - nor does Pryor listen.

He and the Darkling are looking into each others' eyes, a showdown of sorts.

The commando must have finished making his report because he leaves the room - still entirely unnoticed by Pryor and Dark Noa. The door clicks shut.

DARK NOA

I should kill you.

PRYOR

(calm)

Perhaps.

DARK NOA

You have compromised this facility and let loose a horde of demons, hunters, Slayers and wiccans on the city.

PRYOR

Careful now, remember what you are, you and your host would both be in those cells yourselves if you weren't on Dicky boy's side.

She flashes her red eyes but Pryor's not impressed.

PRYOR (cont'd)

Now, if you wouldn't mind, I have a great deal of work to do. I've a project to get back on schedule, test subjects to reacquire and a mountain of paperwork to go with it. I also think I should contact the Mayor about our little "incident", don't you?

(CONTINUED)

Her nostrils flare and her fists clench so tight that blood starts to drip from her palms.

DARK NOA

Don't forget who you work for,
Mister Webb.

PRYOR

Don't forget...

(beat)

You're working for him too.

She pulls the door open, RIPPING it from its hinges, and lets it fall off and leaves, pushing past WOODS on her way.

Woods looks at the door, arm still held up ready to knock. He looks for permission to enter before Pryor waves at him to do so.

PRYOR (cont'd)

What is it?

Woods presents Pryor with a small pile of files, lists, and various other samples of paperwork.

WOODS

A copy of Agent Doral's report, he
said you were expecting it.

PRYOR

Can't say I was.

WOODS

He was just in here. Talking to you
both.

Pryor rubs the top of his nose, running his fingers around under his eyes.

PRYOR

Is there anything important?

WOODS

Probably not.

Pryor smirks, and Woods returns the grin.

PRYOR

Is that all?

WOODS

Yes, sir.

He virtually runs for the open doorway, but he comes to a halt before he gets out - turns:

(CONTINUED)

WOODS (cont'd)
Actually...

Pryor looks up from his recently acquired paperwork.

WOODS (cont'd)
No, never mind.

Pryor puts the notes down on the desk and turns to face him.

PRYOR
Go on.

WOODS
If you don't mind me asking, why
did you let them go?

PRYOR
Because she let me go.

WOODS
So, what, honour amongst enemies?

PRYOR
Not quite... but a little. No, she
let me go because I told her
something.
(beat)
She's open to new ideas.

WOODS
And what ideas would those be, sir?

Pryor hesitates - then grins. Woods does the same.

WOODS (cont'd)
I'll get someone to fix the door.

PRYOR
Thank you, Woods.

He watches the assistant go and picks up his phone,
dialling as we:

BLACK OUT:

END OF ACT THREE

ACT FOUR

FADE IN:

21 EXT. CONSTANTINE ASYLUM - NIGHT 21

To the outside world, the building is disused and in disrepair.

22 INT. ASYLUM - ENTRANCE - SAME TIME 22

Inside is quite a different story.

The area is rammed full of refugees from the Special Projects Division, all of them making a fair amount of noise whilst Rachel and Jerry stand at the front of the rabble trying to organise something.

Jerry speaks to a demon covered in scales and shreds of cloth bearing tribal symbols. There are a number of similar demons nearby.

JERRY

Just follow my friend here -

Maiden Dawn steps forward.

JERRY (cont'd)

- to the East Wing, if you could
take your... "clan" that'd be
helpful.

The demon GRUNTS and marches off, shoving past Jerry carelessly, the rest of his kind following not far behind.

Rachel is doing the same, this time it's normal enough men and women, though they're dressed in bright robes that trail behind them - these follow a PLATINUM BLONDE DAWN wearing a skimpy red dress.

Jerry watches them leave, then turns back to Rachel.

JERRY (cont'd)

Is she new?

RACHEL

I think Dawn's had to make a few new ones to cope with the intake.

Rachel looks back across the foyer, packed full of refugees.

RACHEL (cont'd)

Where are we gonna put all these?

The crowds part a little as Faith pushes her way to the front.

(CONTINUED)

JERRY

Faith, any chance you could lend us
a hand?

She doesn't stop walking, instead turning to face them,
walking backwards.

FAITH

Sorry, got things to do. Clear my
head, you know?

And she's gone - leaving Jerry and Rachel to their business.

DAWN (O.S.)

The Old Asylum.

They turn as Original Dawn steps into frame.

DAWN (cont'd)

That's where we can put them. Down
in the old Asylum complex.

JERRY

Of course - less chance they'll be
visible to anyone watching the
Asylum...

RACHEL

And they're closer to the Gateway
in case we need to move them.

From behind them, a familiar face approaches: Becca, flanked
by several more young WICCAS.

JERRY

Becca, Lori's in the infirmary.

BECCA

I know, it's you I wanted to see.

JERRY

Oh, well, in that case can it wait?
Any problems with your rooms or
anything, I'll get to them once
we've got through...

He motions to the crowds who seem to be pressing forwards a
little.

Rachel sends off another troupe of demons, these ones
virtually human, led by Monk Dawn.

RACHEL

They just keep coming!

(CONTINUED)

BECCA
We're here to help.

Understanding and relieved, Jerry damn near hugs Becca.

JERRY
Okay, you take the far left -
(to a Wicca)
You -

BECCA
Not with cataloguing.

He slumps.

BECCA (cont'd)
(sighs)
Not just with cataloguing. We have
skills you'll need to keep everyone
in check.

Jerry seems eternally grateful, while Rachel is drawn into helping more of the refugees.

JERRY
We'll talk about it later.

And he's off again with the refugees, turning to a surly looking man in his mid thirties dressed in a ruined suit as we CUT TO:

MAYOR WILKINS stands over a mini putting practice, club in hand, swinging it gently back and forth in front of the ball when the phone RINGS.

Rolling his eyes he walks over to the phone and presses a button.

WILKINS
Darn it, Margaret, I've told you,
no interruptions when I'm
practicing my game! Tiger's going
to get awfully tetchy with me if I
keep missing this putt.

MARGARET (O.S.)
(over speaker)
Sir, it's Mister Webb over at
Special Projects.

WILKINS
Ah, I see. I suppose that's worth
interrupting me for! All right, put
him through.

PRYOR (O.S.)
(filtered; over speaker)
Mister Mayor.

WILKINS
What can I do for you, Pryor? I've
got a lot on my plate this evening.

He walks back over to the putting practice and starts practicing that swing again.

PRYOR (O.S.)
There's been... an incident.

The club stops swinging and Wilkins grips it a little tighter.

WILKINS
(tense)
Define 'incident.'

PRYOR (O.S.)
(sighs)
We captured Faith and one of her
more recent associates breaking
into Special Projects.

WILKINS
Yes, I did hear about that. I'm not
completely out of the loop, you
know. Did we find out yet where
their new base is?

PRYOR (O.S.)
I'm afraid not. It's... there was a
break in.

WILKINS
Did they manage to break back out?

PRYOR (O.S.)
Yes sir. Along with the others.

WILKINS
Others?

PRYOR (O.S.)
The prisoners.
(beat)
All of them.

Wilkins's tongue runs over his teeth for a moment, then clears his throat.

WILKINS
And Noa?

(CONTINUED)

PRYOR

She'll be fine. I think her pride's more bruised than her body. She should be with you any second.

WILKINS

Thanks for the update, Mister Webb. I'll be in touch.

PRYOR (O.S.)

Yes, sir.

The line goes dead and the sound of the dial tone fades away as the speaker cuts out. Wilkins turns back to his game.

He lines up the club, takes his time then SLAMS the club against the ball, propelling it off of the ground and THROUGH a window with a CRASH.

The door swings open and Dark Noa steps inside.

DARK NOA

Since when do you have a temper?

Wilkins sharply straightens himself up - pulling his tie just a little tighter. There, prim and proper again.

He wears that big smile, but we see straight through it, as always.

WILKINS

Since when did you forget what I'm always telling you about knocking?

DARK NOA

I have very little interest in what you have to say.

She flashes those burning red eyes. He's not intimidated, but he gets her point.

WILKINS

We're going to need more demons for the Special Divisions. And a new facility couldn't hurt.

She nods, and goes to leave before he stops her.

WILKINS (cont'd)

Is it done, by the way?

DARK NOA

(stops, nods)

The last is being dealt with as we speak.

(CONTINUED)

WILKINS

Good, good. I need you deliver a message, if you would be so kind?

He doesn't wait for her agreement, just goes over to his desk and takes out a piece of paper and writes something we can't see.

CU on the paper as he signs it "R.W.III".

ON SCENE as he folds it and hands it to her. She pockets it without reading it.

DARK NOA

Is that all?

WILKINS

That's all.

She turns to leave, but he remembers:

WILKINS (cont'd)

Oh, and could you get Margaret to send in another pack of golf balls on your way out?

He chuckles to himself while Dark Noa turns and walks away. By the time she's gone, he's stopped chuckling, his expression turning grave as we CUT TO:

Resting at last, the team, minus Faith who is still nowhere to be seen, have all collapsed onto the chairs.

There's a relieved silence and Jerry's eyes start to close, he shifts to get more comfortable when -

POP!

Dawn appears in the middle of the room startling the team, Jerry in particular as he clutches at his chest - eyes wide.

RACHEL

Since when do you make a noise when you do that?

DAWN

Sorry, wanted to wake you.

(beat)

Look, all of you come to the control room - I have something to show you.

VI
(sleepily)
Can't it wait?

She starts to sit up, her wounds bandaged over. Lori hovers nearby, reaching a hand out to stop her rising. Vi winces at the touch, and Lori bites her lip.

JERRY
Is this about the...

DAWN
Yeah, thought I'd spread the good news. Get everyone together. See you in ten.

She vanishes with another POP. Reluctantly, with more than a couple of groans, the gang get to their feet and stretch a little.

RACHEL
Is anyone else a little worried about Dawn?

None of them meet her eye or say anything, but it's written all over their faces that they are.

Dawn bubbles with anticipation as Faith joins the rest of the group. Around the room a number of the human, or humanoid, refugees have come along as well.

FAITH
Any particular reason we have to come all the way down here when you wanna make an announcement?

DAWN
(shrugs)
I kinda like it down here, it's... homey.

The rest look around, dusty, gloomy, a little eerie with the glow of the Gateway... they're not seeing it.

DAWN (cont'd)
Anyway...
(excitable)
Today is a good day.

Faith and Lori look each other up and down, their wounds say otherwise.

DAWN (cont'd)
You remember I was looking for the
others? Danny, Sarah, Lewis?

PUNK DAWN (O.S.)
Get on with it!

Punk Dawn now holds a cigarette in hand, which Faith and
Jerry observe with extreme disapproval.

PUNK DAWN (cont'd)
What, I can't do props?

FAITH
Not unless you want prop cancer and
for me to tell your prop sister.

The cigarette vanishes.

PUNK DAWN
(under her breath)
Hypocrites.

FAITH
You were saying?

JERRY
(quickly)
She found them!

Dawn looks a little hurt, her thunder well and truly stolen,
but Jerry just shrugs.

JERRY (cont'd)
Thought I'd speed things up. That's
what you were going to say, right?

DAWN
(brightening)
Anyway, look!

She brings up three screens in the air, and the smile comes
crashing down.

Gasps ring out all around, Faith double takes, Vi bows her
head and Lori holds her close.

The screens show three murder scenes:

DANNY, bloodied and beaten - unmoving and fully dressed in
his bathtub, a bookend sits not far away, his hair and blood
all over it.

The charred remains of SARAH's hand in the blackened shell of
a house, the bodies of her family not far away.

(CONTINUED)

LEWIS lies on his now crimson bed, alone. A single bullet hole through his head - eyes still open, wide in shock.

VI

What...

The view in Lewis' room changes to show his bedroom wall, showered in blood - words written in it with a finger - "Three Down, Firecracker! R.W.III"

FAITH

Son of a...

Jerry just stares at the screens then looks at Dawn.

JERRY

Take them down.

One by one the refugees in the background file out, not saying a word.

Dawn does nothing, her eyes glaze over, not crying - just despondent.

JERRY (cont'd)

Dawn?

He glances over at Punk Dawn, but she's mimicking the expression of the original. Around the room, other Dawns appear - all of them, and each of them wears Dawn's lifeless expression.

JERRY (cont'd)

(harsher)

Dawn!

She snaps to her senses, quickly shutting the screens down as the other versions of herself disappear.

Finally, tears start to flow.

DAWN

(sobbing)

They're...

JERRY

(quietly)

I know.

DAWN

But how? How could he have found them? I... I was careful!

FAITH

We got all the bugs, didn't we?

(CONTINUED)

DAWN

Yes! I checked! There was no way he could've piggybacked any of my signals. No way.

JERRY

Well, something sure as hell found out. Dawn, you need to run a full diagnostic. Make sure you didn't miss something.

DAWN

(dazed)

Right, right...

Faith steps forward. Fists clenched.

FAITH

We'll get him back. We're done. From now on we're together, we fight together, we die together. But not before that bastard's in hell.

Nobody attempts to question her. Vi watches, stunned at her resilience.

A few personal items litter the recently occupied room, but for the most part Vi seems to have maintained the spartan way of life.

The door opens and she walks in with Lori, looking exhausted. She collapses onto the bed, with Lori taking up a seat next to her.

LORI

You okay?

VI

(smiles)

I think so.

Vi sits up as Lori runs her hand gently, affectionately even through her hair. Eventually her hand rests on her cheek.

LORI

I'd better make sure...

She leans in. Vi hesitates - then gently embraces Lori for a KISS. It's a tender one - Vi's still pretty banged up. They pull apart, Lori SIGHING happily.

LORI (cont'd)

Wanted to do that all day.

Vi looks away, a little embarrassed.

LORI (cont'd)
You know, it's been a while since
we...

Her hands runs away from Vi's face, down to her shoulder then
along her side finally resting upon her leg.

VI
Yeah, um... not tonight. Still
kinda sore all over, you know?

LORI
Oh. Oh, okay. Uh... you just wanna
go to sleep?

VI
Yeah.
(beat)
Alone.

LORI
You... you're sure? I could sleep
in the chair, make sure you don't
need anything in the night...

VI
Lori. Seriously. I just need a
night's rest. Okay? I'll see you in
the morning.

Disappointed but understanding, Lori nods and kisses Vi on
the forehead. She rises, heading for the door.

LORI
See you tomorrow.

With a last smile, she slips outside. ON VI as her own smile
falls. She looks worried. Confused. Lost.

BLACK OUT:

END OF SHOW