

FAITH

"Weakness"

by
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Based on characters created by Joss Whedon
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TEASER

FADE IN:

- 1 INT. ASYLUM - CANTEEN - NIGHT 1
- PAN ACROSS the canteen - it's time for the evening meal, but nobody seems to feel much like eating.
- REFUGEES sit in near silence along the many rows of tables - human and demon, side by side.
- Over by the drinks station is JERRY, making himself a cup of jet black coffee.
- He stirs it and turns to DAWN, standing with her arms folded as she surveys the dining area.
- Jerry leans back against the table, sipping his bitter drink, sharing the silence.
- 2 INT. ASYLUM - GYMNASIUM - NEXT 2
- PAN ACROSS to look into the gym as VI smacks the crap out of a punchbag.
- One already lies in a heap in the corner, and from the way Vi is attacking this new one won't be lasting much longer.
- 3 INT. ASYLUM - ROOM - NEXT 3
- PAN ACROSS and peer into what used to be Rachel's room at the Asylum - not where she lived, just somewhere she stayed.
- LORI is carefully packing away her belongings, folding clothes destined for an open suitcase on the bed.
- 4 INT. ASYLUM - CORRIDOR - NEXT 4
- PAN ACROSS one of the building's long corridors, to find a group of people engaged in discussion:
- BECCA, ROSIE, ANGELIQUE and CARTER, all having what seems like a heated conversation.
- Carter notices something, nudging the others and drawing their attention to:
- FAITH
- Who stands at the far end of the corridor. She glances their way then moves on, head down, without a word.
- The foursome exchange concerned looks before we CUT TO:

5 INT. ASYLUM - OFFICE - NEXT

5

Faith is now behind the desk, scribbling furiously across pages of paperwork.

She doesn't look up as Vi enters, still towelling herself dry from her workout.

FAITH
Unless this is important, it can wait.

VI
It is. But I'll wait.

Faith continues, speeding through the piles of papers - a signature here, a note there.

VI (cont'd)
Wasn't Jerry going to do all that in the morning?

FAITH
I wanted it done now.

Vi watches her work for a few more moments, then pulls up a chair - the SCRAPE it makes making Faith pause mid-flow.

She finally looks up, staring at Vi as she casually takes a seat facing her.

VI
Actually, it is kind of important.

Faith EXHALES, putting her pen down.

VI (cont'd)
First, let me just say that burying yourself in work is not only not going to help, but tomorrow when Jerry comes to do all this you know he's just gonna check everything anyway.
(off frown)
You have doctor's handwriting.

Faith leans back in her chair, throwing up her hands.

FAITH
(tetchy)
What do you want me to say, Vi? Of course I'm trying to stay busy. God knows I can't sleep.

VI
Hey, I was there, remember?

(CONTINUED)

She leans across the desk, her voice softening.

VI (cont'd)
I saw her too.

Faith looks away, not in the mood to deal with this.

VI (cont'd)
But that... that's not why I came
in here.
(beat)
I've been doing a lot of thinking,
you know, after what happened, and
everything else, and I... well, I
was thinking...

She stumbles, at odds with whatever she's trying to
articulate. An impatient Faith lets out another loud breath.

FAITH
Look, Vi, either spit it out, or
just -

Vi starts to reply - but is cut off as the phone RINGS. Faith
glances from it to Vi.

VI
(leans back; relents)
It can wait.

Faith picks up the phone, answering:

FAITH
(into phone)
Hello?

INTERCUT WITH:

And out in the city, huddled round a payphone on a rain-slick
street, is PRYOR. He looks ragged, like he's been in a fight
and lost.

PRYOR
Faith? It's me. Pryor.

Faith sits up, suddenly alert.

FAITH
Why are you -

PRYOR
We don't have time to go through
the motions. Things... my
situation's changed. Drastically.

(CONTINUED)

FAITH

Stop me if this sounds insensitive,
but so god damn what?

PRYOR

Because it means I'm now in a
position to help you with our
mutual problem rather sooner than
I'd anticipated.

(beat)

I need your help, Faith.

Faith hesitates, surprised to hear that, and as she and Vi
share a dubious look, we:

BLACK OUT:

END OF TEASER

ACT ONE

FADE IN:

7 INT. SPECIAL PROJECTS - NIGHT

7

TITLE OVER: TWO HOURS EARLIER

The new location for Pryor's Special Projects Division is still half-in, half-out of boxes, with various items of equipment being hauled around the workshop.

More still wait to be moved into place, plastic sheets covering them. They stand beside flight cases and crates, all clearly marked up.

Pryor stands in the centre of the area, eyes scanning over the bustling activity as he observes his drones in action.

WOODS (O.S.)

Mr. Webb?

He turns to find WOODS waiting for him with a clipboard.

WOODS (cont'd)

Just need your Hancock on these
final shipping orders.

Pryor steps over, clicking a pen to life and scribbling his signature.

PRYOR

(off clipboard)

The constant flow of these things
never seems to end, does it?

WOODS

Not while we keep changing
locations and having to move all
our stuff, sir, no.

Pryor finishes the last form with a flourish, and Woods brings up a PDA.

WOODS (cont'd)

(off PDA)

You asked me to notify you when the
new batch of test results came
back?

Pryor takes the PDA, studies the screen - and his features light up with glee.

PRYOR

I don't believe it...

(CONTINUED)

He hurries off without another word, a bemused Woods calling after him:

WOODS
Uh... shall I maybe let them know
you're coming?
(beat)
Sir?

A door SLAMS off screen. Pryor's long gone. Woods lets out a weary SIGH before we CUT TO:

INT. SPECIAL PROJECTS - LAB - NEXT

More TECHNICIANS look up as Pryor bursts into the room, heading straight for a desk with a row of PCs.

TECHNICIAN #1
Ah, Mr. Webb, good, we've got the -

PRYOR
Did the cells maintain their
integrity?

He's quickly tapping through screen after screen of graphs, images and results, hopping from terminal to terminal.

TECHNICIAN #2
Beyond the threshold.

Pryor turns - this is big news.

TECHNICIAN #2 (cont'd)
(savouring)
Beyond all the thresholds.

Pryor GRINS broadly, darting from the PCs over to a large MICROSCOPE mounted at one station.

PRYOR
(peering into lens)
And the cell regeneration? How did
the reaction levels cope when we
pushed the stimuli past the control
boundaries?

TECHNICIAN #1
As you predicted. Within moments,
division was taking place, and
after a few minutes all damage had
been repaired.

Pryor leans back, processing all this. It seems he can scarcely believe what he's hearing.

PRYOR
(quietly)
We've done it...

He turns to the others, throwing up his arms in victory.

PRYOR (cont'd)
We've done it!

A CHEER sounds from the assembled lab workers, and as Pryor beams from ear to ear, soaking up the applause, we CUT TO:

Pushing through some plastic flaps over another of the entrances into the main area, Pryor is still grinning to himself as Woods falls into step alongside him.

WOODS
So I take it this is the news we
were looking for?

PRYOR
Oh, yes.

Pryor comes to a stop, spinning on his heel to face Woods.

PRYOR (cont'd)
We've made the breakthrough, Woods.

WOODS
The vampire DNA?

PRYOR
All weaknesses. All flaws.
Eliminated.

WOODS
That's... well, that's damn good
news, sir.

PRYOR
I'll say it is!
(counting off)
Fire. Sunlight. Holy water.
Crucifixes. The only one I can't do
anything about is still
decapitation, but, well...

WOODS
If one of our vamps loses his head,
there's not much you can do about
that.

PRYOR
Exactly.

They start to walk on, some of the workers taking notice of Pryor's unusually animated body language.

PRYOR (cont'd)

As you know, I've long theorised that vampires as we know them are descended from a vampiric demon not of this dimension.

WOODS

You have indeed.

PRYOR

And therefore, the various things we know as 'weaknesses' in vampires are borne of innate vulnerabilities in the DNA of those original progenitors.

WOODS

I think this is about the part where you started to lose me...

(off look)

I'm a PA, sir, not a scientist.

Pryor pauses, looking around for something.

PRYOR

Alright, here. Look at this.

He heads for one of the PCs, fingers rattling across the keys until he brings up a series of diagrams - cutaway anatomical images of human and vampire bodies.

PRYOR (cont'd)

We know that vampirism is, in effect, a virus. A vampire's blood obviously contains cells, and when ingested, those hostile cells rapidly multiply and spread throughout the body. Much like white blood cells, they attack the "bad" cells in the body, which in this case is the human body's natural cells. With me so far?

Woods studies the screen as the visuals run through a sequence of animations to illustrate Pryor's points.

WOODS

So far.

PRYOR

This process continues until the vampiric cells are all that is left.

(MORE)

(CONTINUED)

PRYOR (cont'd)

With all the human cells destroyed, the human dies, leaving all the cells - and therefore, the DNA - of the vampiric demon behind. And there's your vampire.

WOODS

Is this what happened to you?

PRYOR

Not quite.

He brings up a fresh screen with more images and data.

PRYOR (cont'd)

The vampiric conversion happens quicker when a person is near death, obviously, because their immune system is too weak to fight back. However, a person can be turned simply from getting vampire blood into their system, much like a blood transferred disease or STD. It just takes a lot longer.

(turns to Woods)

That's what happened to me.

WOODS

I'm with you. So when you say you've finally found a way around vampire weaknesses... you'll have to forgive me, sir, I was never really able to follow much of what you told me about the experiments.

PRYOR

That's alright. I have difficulty following myself sometimes. Let's look at the first - sunlight.

An image of the Sun appears on screen. The human body doesn't react, while the vampire starts to suffer severe burns.

PRYOR (cont'd)

Phototoxicity in its most extreme form. A chemical reaction to ultraviolet rays - but the details are less important than the fact that we've engineered DNA that can resist it.

Another screen appears - an image of a STAKE comes up, with an animation plunging it into the vampire's chest.

PRYOR (cont'd)

Stakes. Specifically, wooden stakes.

(CONTINUED)

WOODS

Another allergic reaction?

PRYOR

Precisely. The wood reacts to the cells of the demon that are coating every orifice of the body. This ties into something else - why blood flows in a vampire? Just because the human host body is dead internally doesn't mean the brain still isn't functioning.

Pryor moves away from the PC, gesturing with his hands as he continues - Woods squints, trying to keep up.

PRYOR (cont'd)

Vampires still feel pain, which means that anatomically there are nerve messages being delivered from the brain to the rest of the body to experience sensations like touch, smell, taste, and pain. All electronic signals sent throughout the body via the nervous system, which is the only body system that still functions. Basically, the heart is still capable of pumping blood, it just doesn't. But blood flow is necessary in some cases, such as when a vampire is wounded. The blood is needed to clot the wound, so the brain tells the heart to pump blood there in order to heal. Since the blood is only flowing for that express purpose, healing is faster.

They start to move on, heading back towards the offices.

PRYOR (cont'd)

when the wood pierces the heart, it's an injury just like any other. The brain sends a message to the circulatory system to start pumping blood to heal the wound. But the chemical reaction of the wound with the vampiric cells in the body is fatal, and the blood flow actually spreads that infection throughout the body. The reaction dissolves every cell in the body from the inside out, turning them all to dust.

(MORE)

(CONTINUED)

PRYOR (cont'd)

The human heart circulates blood to the entire body in a matter of seconds, but since the blood is only flowing to clot the wound in the heart, it's moving a lot faster. So the dusting process that would take about a minute or so actually happens in about two seconds. And bam.

(punches hands together)

Dust.

Pryor smiles proudly as they reach the office. As he steps inside, Woods' own smile fades to a bewildered expression for a beat, before he follows Pryor into:

Pryor heads for his desk, Woods closing the door after them.

PRYOR

Holy water and crucifixes are a little different - those are psychological flaws.

WOODS

They hurt because the vampire thinks it'll hurt?

PRYOR

That's right. And again, that's something we can work around. It's more of a mental than physical ailment, but one that can be conditioned out of the vampires through some selective brain surgery and therapy.

WOODS

Vampires... in therapy?

Pryor smiles as he settles behind his desk, searching through the drawers for something.

PRYOR

An odd image, I know. But it works. We've managed to essentially brainwash a control group into not even flinching when we dump holy water onto them.

WOODS

What about vampire sex?

Pryor stops. He slowly looks back up at Woods.

WOODS (cont'd)
(shrugs)
I'm just saying. Not a weakness,
but... it's never really made a lot
of sense to me.

PRYOR
(wry)
Yes, well... I never said I'd
worked out everything.
(finds something)
Aha!

He hefts up a set of portable HARD DRIVES onto the desk.

PRYOR (cont'd)
Take these down to the archives and
get to work, if you would.

Woods nods, taking the drives and heading back to the door.

PRYOR (cont'd)
And remember - leave nothing
behind. Wilkins can't be left any
opening to reconstruct or continue
my research once we're done.
(beat)
If we're to make anything of this
rebellion, we need to cover our
tracks.

WOODS
I understand, sir.

Woods exits, leaving Pryor to recline in his chair. He
strokes his chin, musing thoughtfully, and as he starts to
GRIN triumphantly again, we CUT TO:

11 INT. ASYLUM - LORI'S ROOM - NIGHT

11

Over at the Asylum, and Lori is writing in a diary as Vi
enters.

VI
Knock, knock.

Lori smiles, not looking up or stopping writing.

LORI
Who's there?

VI
Somebody who needs to have a talk.
Capital 't.'

Lori's smile fades. She puts the pen down and turns to Vi, who steps in and shuts the door behind her.

LORI

Well, that sounded serious.

Vi offers a half-hearted smile, but Lori can see straight through it.

LORI (cont'd)

What's wrong?

VI

I've been thinking... about a few things. Including... that thing.

LORI

Oh.

(more pronounced)

Oh.

Vi pushes away from the door and approaches her.

VI

Yeah, so that's why I'm here...

She runs a hand through Lori's hair, gently running fingers down her cheek. Lori closes her eyes, letting out a little sigh at the touch.

VI (cont'd)

... because we've got a hell of a lot of things to discuss if we're gonna go through with this.

Lori takes Vi's hand, pressing it against her cheek.

LORI

It's the right thing to do, Vi.

VI

But I need to talk to Faith next.

That kills the moment. Lori lets her hand drop.

LORI

Good luck with that.

She turns back to her diary, the mood gone for good.

VI

You don't know that she'll -

LORI

I know exactly what she'll say. In words of four syllables or less.

(MORE)

(CONTINUED)

11 CONTINUED: (2)

11

LORI (cont'd)
Hell, in words of four letters or
less.

Lori tries to keep writing, but Vi reaches over and SNATCHES
the pen away from her.

LORI (cont'd)
Hey! I was -

Vi SNAPS the pen with one hand.

LORI (cont'd)
(beat)
Not using that any more.

Vi raises an eyebrow, and as Lori SIGHS, bowing her head and
nodding as she relents, we CUT TO:

12 INT. SPECIAL PROJECTS - ARCHIVES - NIGHT

12

Down in the server farm within the basement of the building,
Pryor makes his way past rows of tall SERVERS, the black
boxes HUMMING in the air-conditioned atmosphere.

He finds Woods at a terminal mounted in one server, data
scrolling down the screen. One of the hard drives is plugged
into it, lights on its surface flashing.

PRYOR
On schedule?

WOODS
Absolutely. I've done two, four and
six already.
(to Pryor)
The even-numbered servers hold all
the really sensitive data.

PRYOR
(nods)
Good work. Once you're done with
those, get them off in the security
van to the rendezvous. I'll send
out the message to all the vampire
nests waiting to hear from us.

Pryor turns to leave, but Woods calls out:

WOODS
Are you sure we can just drop off
Wilkins' radar if we do this, sir?

PRYOR
Why wouldn't we?

WOODS
Because he's the Mayor.

(CONTINUED)

Pryor grins, stepping back over to Woods.

PRYOR

If there's one thing you need to understand about Wilkins, it's that he has a long-standing tradition of underestimating people. Allies and enemies both.

Pryor taps the nearest server.

PRYOR (cont'd)

Once we clear these out, he'll be set back past even square one. By the time he's even worked out how to turn them back on, we'll be dust in the wind. Figuratively speaking.

Pryor lays a comradely hand on Woods' shoulder.

PRYOR (cont'd)

I understand that you're nervous about this, but you can trust me. I've gotten us this far, haven't I?

WOODS

Yes, sir.

PRYOR

I took care of your mother like I promised, didn't I?

WOODS

(smiles)

You did. She says 'hi,' by the way. Says it's the best residential home she's ever been in - and she's been through plenty.

PRYOR

(smiles)

Good to hear it. Even when I was at the Asylum, I understood the value of keeping your colleagues happy by any means necessary. If you prove you're willing to go the extra mile for them, then they'll do the same for you.

Pryor turns to leave again, calling over his shoulder:

PRYOR (cont'd)

Keep at it down here. I'll set the worms loose in the intranet upstairs. Should wipe the system clean inside two hours.

(CONTINUED)

Pryor turns a corner and exits, leaving Woods to his work.

Woods waits a few more beats - then reaches into his jacket and takes out a CELL PHONE.

Dialling a number, he holds it to his ear.

WOODS
(into phone)
It's me. He's started.
(listens)
I understand, sir. I'll have
everything ready for when you get
here.

Woods turns, looking back the way Pryor departed.

WOODS (cont'd)
No, sir, he doesn't suspect a
thing.
(listens)
I'll be ready.

He SNAPS the phone shut, turning back to the servers and continuing to work before we:

BLACK OUT:

END OF ACT ONE

ACT TWO

FADE IN:

13

EXT. GREEN FIELDS - DAY

13

ANGLE ON THE GROUND. Green grass stretching off for miles, blowing gently in a light breeze.

PULL UP to reveal rose-coloured skies with a pair of BLUE SUNS. Rolling green fields, teeming with all sorts of life, and beyond that, a large CITY. The city looks as though it's made from shimmering glass that changes colour.

PAN ACROSS to find ALICE and ROB, Alice reclining on a blanket as Rob unpacks a picnic from a wicker hamper.

ALICE

I'd almost forgotten what it sounded like to not be in New York any more...

ROB

I hear you on that one. No cab drivers yelling in a dozen different dialects, no air conditioning units rattling, no fire trucks or sirens...

He looks round, taking a moment to soak up the serene beauty of this place.

ROB (cont'd)

Yep, Shanti continues to be pretty damn good to us.

Alice sits up, lifting her shades as she looks across the considerable feast Rob is playing out.

ALICE

You do realise there's only two of us, right?

ROB

I do. But this isn't all for us.

Alice looks out across the fields - and there's a group of DEMON REFUGEES clustered a little further along.

They're from a variety of clans and species, but they're all united in awe at the paradise before them.

ALICE

(grins)

I think they like it.

There's a POP - Alice turns to see Rob pouring CHAMPAGNE.

(CONTINUED)

ROB

Then here's to us and them. New beginnings. And to making the best call on where to start moving our refugee population.

ALICE

(takes a glass)
And to cliched speeches?

ROB

Long may they fail to inspire us.

They clink their glasses together. Rob goes to drink, but Alice stops him, lifting her glass again:

ALICE

To Rachel Hagerman.

ROB

(nods; solemn)
Rachel.

ALICE

Friend, colleague... champion.

This time they drink, letting the serious mood wash over them for a beat.

ALICE (cont'd)

Right! Let's get the new arrivals over here and have ourselves a good old-fashioned 'welcome to your new home' picnic then.

Rob grins, placing his fingers in his mouth and WHISTLING to get the refugees' attention.

As they start to lumber over, Rob begins laying out more paper plates of food as we CUT TO:

Pryor is at his PC, copying and deleting large amounts of data. He's watching several progress bars inch their way along his screen, when:

WOODS (O.S.)

Sir?

He looks up - Woods stands in the open doorway.

WOODS (cont'd)

You'd better come out here.

14 CONTINUED:

14

Pryor frowns, tapping a key to pause the file transfers before rising and following Woods out into:

15 INT. SPECIAL PROJECTS - NEXT

15

The main area, where WILKINS and DARK NOA are standing over by the main entrance.

Pryor hesitates at the sight of them, Woods leaning close to whisper urgently to him:

WOODS

Mr. Mayor claims this is just a visit. I don't think he knows what's going on here.

PRYOR

He couldn't.

(beat)

Unless you told him what we were about to do.

WOODS

And we both know I've got too much invested in this for that to be a possibility.

Pryor narrows his eyes, watching Wilkins as he chats casually to lab workers. At his side, Noa scans the shop floor like a sniffer dog looking for game birds.

PRYOR

Then we'd better go and see what he wants.

Pryor approaches Wilkins, who beams jovially as he draws closer.

WILKINS

Pryor! Hope I'm not intruding on anything.

PRYOR

(guarded)

Not especially. Surprise visits aren't like you, Wilkins...

He glances at Noa, who is still sweeping her gaze across the various stations and pieces of equipment.

PRYOR (cont'd)

... so what's the occasion I didn't receive a memo about?

Wilkins steps closer, laying a fatherly hand on Pryor's shoulder. He leads as they start to walk.

(CONTINUED)

WILKINS

Do I need a reason to swing by and see how my favourite researcher is doing?

PRYOR

Officially, no, you don't.

WILKINS

And anyway, wasn't it you yourself who told me a couple of days ago that we were on the verge of a major breakthrough in your projects?

PRYOR

That was before the...

(checks around)

... 'incident.' Cleaning up that particular mess ate into my schedule somewhat.

WILKINS

That's not what I've been hearing.

PRYOR

(suspicious)

From who?

Wilkins gestures to indicate the various workers and technicians milling around them.

WILKINS

Your team! They were just telling me how you've been bouncing off the walls all evening, ever since a set of lab results you'd been waiting on came back.

Pryor studies Wilkins' expression, as though searching for the catch - but eases up after a few moments.

PRYOR

It's the vulnerability trials. That breakthrough I was talking about? I think we've made it.

They stop, Wilkins gripping Pryor by the shoulders.

WILKINS

That's the best news I've heard since Janice told me she'd found some chipotle sauce for my sandwiches this afternoon.

Pryor quirks an eyebrow. Wilkins chuckles, releasing him.

(CONTINUED)

WILKINS (cont'd)
I guess that's only significant if
you know just how much I love my
chipotle...

Laying an arm across Pryor's shoulders, they start to walk
again.

Pryor glances over his shoulder - and sees that Dark Noa has
fallen silently into step a few feet behind them.

WILKINS (cont'd)
So this means that you can start
giving me squads of vamps who are
fully resistant to anything the
Slayers and hunters still
scratching out a living in this
city can throw at them?

PRYOR
Absolutely.

WILKINS
Fantastic.
(beat)
However, I'm afraid one of the
reasons I'm here is to throw a
little dampener on the silver
lining you and your fearless lab
boys just rolled out there.

PRYOR
Meaning?

WILKINS
Meaning, I've decided to transfer
your research to one of my other
facilities.

Pryor stops dead, shrugging Wilkins' arm from his shoulders.

PRYOR
'Other facilities'? Since when do
you have 'other' facilities?

WILKINS
I'm the Mayor of New York City,
Pryor. I have my fingers in plenty
of pies, but you don't hear me
telling you about every little one
of those whenever we speak, do you?

Pryor folds his arms. Noa steals into frame behind him.

PRYOR
Why are you doing this?

(CONTINUED)

WILKINS

Because I have other projects I want you to focus your considerable energies on.

PRYOR

There are no other projects I want to focus on. That was our arrangement, or did it slip your mind? I find you a cure or something like it, you let me take it and then our business is done.

(to Noa)

And you can stop skulking around behind me like the world's worst assassin, too.

(taps ears)

Vampire senses, remember?

Noa pouts, stepping up to him - the height difference between them not affecting her level of sass.

NOA

Vampire or not, you so much as blink in a way I don't like, and I'll have you eating your own arm to stop me beating you to mush with it before you can -

WILKINS

Noa, please.

She shoots him a look - not at all happy at having been stopped mid-flow - but concedes, stepping away.

WILKINS (cont'd)

Mr. Webb's right - we did have a deal. Upon completion of his research, his debt to me would be paid and he could walk away.

Wilkins steps up to Pryor.

WILKINS (cont'd)

I'm afraid the deal has changed.

PRYOR

(narrows eyes)

You duplicitous bastard.

WILKINS

(corrects)

You duplicitous bastard, Mr. Mayor to you.

He turns and starts to walk away, calling back:

(CONTINUED)

WILKINS (cont'd)

Have you and your team ready to move out within the hour. I've got an interesting site over in Westchester I'd like you to take a look at.

PRYOR

What about our deal? I did everything you asked!

WILKINS

One hour, Mr. Webb.

Pryor seethes, eyes burning a hole into Wilkins' back as Noa sidles up to him.

NOA

Such a shame when you don't know who you can trust, isn't it?

With a sickly smirk, she follows Wilkins, leaving Pryor, fists clenched with impotent rage, as we CUT TO:

SLAM! A phone is thrown back onto its cradle by SCOTT, before he leans back in his chair and exhales with frustration.

His desk is now pushed up into a corner, a mess of overflowing trays of paperwork, empty coffee cups and takeaway cartons.

He stands and picks up a marker, facing a small whiteboard covered with names, addresses and phone numbers.

The letters 'RH' are at the top of the board, lines connecting them to other names on the list.

Scott crosses out another name, stepping back to examine what he's got so far:

Plenty of lines, but not one of them going to a name that isn't struck through.

He tosses the marker away, placing his hands on top of his head and SIGHING loudly.

VOICE (O.S.)

If you're playing 'Guess Who' over here, then I think you might be winning.

He turns - there's DECADWAY, the department's blonde records clerk. She grins, but Scott's too wired to return it as he sits back down.

DECADWAY

And there's the famous Jacobs
hospitality I've come to know and
love so much.

SCOTT

I'm in the middle of something,
Kristen. Can this wait?

DECADWAY

You're always 'in the middle of
something.'

To prove her point, she dumps an armload of FILES onto his
desk with a decisive THUMP.

DECADWAY (cont'd)

And no, it can't wait.

Scott looks up at her, gets no sympathy and reluctantly
reaches for the folder on top of the pile.

DECADWAY (cont'd)

Look, I know working down on my
turf ain't exactly what you had in
mind when you drew up your five-
year plan, but -

SCOTT

Seriously, Kris. I'm fine.

DECADWAY

No, you're not.

She leans across the desk, pushing the folder down so he
can't hide from her.

DECADWAY (cont'd)

You can talk about if you want to,
you know.

Scott hesitates, meeting her gaze.

DECADWAY (cont'd)

And don't ask me 'who' or 'what.'
Because we both know what 'RH'
stands for.

Scott drops the folder as Decadway takes a seat.

DECADWAY (cont'd)

How long do you think you can work
a case without anybody noticing?

SCOTT

I've managed about a week so far.

(CONTINUED)

DECADWAY

You were put behind that desk for a reason, Scotty, and I'm pretty sure it had something to do with you sticking your nose in where it didn't belong.

SCOTT

Yeah, well... I'm known for that.

He tries to get back to work, but she isn't going anywhere.

SCOTT (cont'd)

What do you want me to say?

DECADWAY

I'm waiting for you to ask me for help.

SCOTT

Thought you just said something about not sticking my nose in?

DECADWAY

Did I? My memory must be slipping in my old age.

Scott studies her for a beat, sizing up if he can trust her - and then opens a desk drawer, taking out two thick files.

SCOTT

(hands them over)

Here's what I've got. And don't say I never gave you a chance to back out of this.

Decadway opens them and starts leafing through the notes, reports and photos within.

SCOTT (cont'd)

Multiple injuries, consistent with restraint, asphyxiation, physical trauma and blunt instruments.

DECADWAY

(nods)

Somebody worked her over pretty good.

Decadway SIGHS as she lifts up a crime scene photo of when Rachel's body was discovered.

DECADWAY (cont'd)

Poor kid... you got any ideas who could've done this? I mean, she was what, a waitress?

(CONTINUED)

SCOTT

A waitress with some pretty powerful enemies.

DECADWAY

Guess her coffee was that bad.

(off Scott's look)

Cheap shot. Sorry.

SCOTT

There are way too many question marks over this. Inconsistencies in the timings of her injuries, DNA evidence that should be there but isn't, and then there's Bruce.

Decadway holds up another photo - this one showing the dead hobo, Bruce.

SCOTT (cont'd)

(nods)

Just another homeless guy, minimal rap sheet for the usual - B&E, petty theft, drunk and disorderly. Except for one consistent thing in all his statements.

He takes something out of another file, reading:

SCOTT (cont'd)

'One thing about living in Manhattan I never could stomach. All the damn vampires.'

Decadway looks up, eyebrows raised.

SCOTT (cont'd)

Every bum worth a nickel these days is talking about vampires and demons like they've known about them for years.

(off file)

Bruce was talking about them twelve years ago.

DECADWAY

You think he was mixed up in all this somehow? Like those Slayers Wilkins keeps warning us about?

SCOTT

The Slayers aren't the problem. Never have been. But this?

(taps file)

This is my connection. Who kills a waitress and a bum?

(CONTINUED)

DECADWAY

You got me. You're the detective.

SCOTT

Somebody high up the chain.
Somebody who needed to stop them
finding something out - or telling
us about something.

DECADWAY

And let me guess - you figure you
know who.

Scott doesn't need to answer. She rises, shaking her head.

DECADWAY (cont'd)

Don't go there, Scott.

SCOTT

I know it was him. His office. His
Task Force. That Noa girl. One of
them. All of them, maybe.

DECADWAY

Scott, I'm saying this as a
friend... let it go.

SCOTT

Tell that to Ann.

Silence falls. Decadway raises her hands - 'I'm done' - and
walks away, leaving Scott to pack away his files.

Pryor is at one of the servers, typing a series of rapid
commands into a terminal - but all he gets back are error
messages.

PRYOR

Come on, you stupid mass-produced
piece of plastic crap...

He HITS the server in frustration, the tower wobbling from
the impact.

He tries again, this time getting the message 'Error 404 -
File Not Found.'

PRYOR (cont'd)

But that's not possible...

WOODS (O.S.)

Looking for these?

He spins - there's Woods, holding up a hard drive.

WOODS (cont'd)

I took the liberty, sir. Hope you don't mind.

PRYOR

Woods? What are you...

Pryor trails off as Wilkins and Noa step into view, standing either side of Woods.

WILKINS

I'll make this easy for you, sport. You get three guesses as to what it is Mr. Woods here has done.

NOA

And the first two don't count.

Pryor sags, fixing his steely gaze on Woods.

PRYOR

After everything we've done... how could you be so blind?

WOODS

Actually, I'd say it was the opposite. I was far-sighted enough to see where your plan was leading - and make sure I wasn't on that train when it went off the rails.

Wilkins chuckles, patting Woods on the shoulder.

WILKINS

Noa? Be a sweetheart and take Mr. Webb into custody, would you? We have all sorts of interesting conversations to look forward to.

Noa advances on Pryor, grinning wickedly as she relishes the impending fight. Pryor tenses up, knowing he's got nowhere to go but through her as we CUT TO:

BLACK OUT:

END OF ACT TWO

ACT THREE

FADE IN:

18

INT. SPECIAL PROJECTS - ARCHIVES - NIGHT

18

Noa continues to advance on Pryor, bringing her hands up and clenching them into fists.

DARK ENERGY starts to crackle around them, wisps of BLACK SMOKE rising from her body. Her eyes turn a deep RED.

DARK NOA

I've been waiting for the chance to do this...

PRYOR

I'll bet you have.

Pryor keeps backing up, Wilkins and Woods watching from further back.

PRYOR (cont'd)

Answer me one question, Noa.

DARK NOA

Will the answer make any difference?

PRYOR

Probably not.

(beat)

How much do you weigh?

Noa cocks her head to one side - and Pryor turns, VAMPS OUT and KICKS the nearest server as hard as he can!

The tower unit BUCKLES against his powerful kick, lurching awkwardly to one side and BASHING into those around it:

All of which COLLAPSE onto Dark Noa before she has time to react, and with a YELP she's buried beneath a heap of processors!

Pryor BOUNDS over the pile before they've even settled, vampire-boosted reflexes sending him SOARING through the air.

He lands before Woods and Wilkins - the latter standing tall while Woods recoils, suddenly very afraid.

PRYOR (cont'd)

(to Woods)

You'd better pray you don't see me coming.

Wilkins and Woods can only watch as Pryor LEAPS over their heads, tearing back out through the exit.

(CONTINUED)

Wilkins turns back to the mound of servers - which EXPLODE outwards as a surge of BLACK ENERGY punches a hole right through them!

Dark Noa rises from within the shattered debris, face twisted into a feral snarl.

WILKINS
(grins)
Go get him, tiger.

With a GRUNT, Noa clambers over the smoking remains of the servers, SHOVING past Woods as she follows Pryor.

WOODS
Should we -

WILKINS
Stand the heck well back? I'd say
so, son.

Wilkins gestures for Woods to exit first, and as he hesitantly obeys, we CUT TO:

Bursting back out onto the main floor, Pryor BARGES past several workers, sending them spiralling to the floor.

Turning and grabbing a large, plastic wrapped piece of equipment, he HEAVES against it.

It starts to topple, Pryor quickly moving on to more bulky items of machinery, leaving an obstacle course in his wake.

TECHNICIAN
Sir? What are you -

BOOM! Power cables are torn loose, showering SPARKS across the area.

Several of the worktops IGNITE as the hot sparks fall across them, sensitive equipment going up in flames.

Pryor never stops moving, bounding across the lab and causing as much damage as possible.

Pushing through the carnage further back comes Noa, not letting the spitting SPARKS or bursts of FLAME slow her down.

A worker stumbles into her path, and with one mighty PUNCH she sends him hurtling back across the floor!

Pryor turns - he's left real carnage behind him, but as Noa starts to heft various fallen pieces of equipment out of her path, Pryor sees it won't stop her for long.

He's halfway across the floor, still doing his best to tear out power cables, kick over packing crates and flight cases and even SMASH fragile lab supplies.

ALARMS start to sound, soon followed by sprays of WATER from overhead as the fire extinguishers kick in.

DARK NOA

Do you honestly think this will
make any sort of difference?

Pryor doesn't answer - he's at a terminal, typing rapidly as another technician approaches, frantic.

TECHNICIAN

Sir! What the hell are you -

Pryor turns and ROARS at the man, sending him scrambling backwards in terror.

Pryor resumes his work, darting away from the PC - leaving a 'Network Erase Initiated' message on the screen.

WIDE SHOT as Pryor continues to leap and bound his way across the cluttered facility floor.

Water is pooling now, battling the raging fires spreading through the facility. Pryor SPLASHES every time he lands.

Behind him, Dark Noa pauses to PUNCH a falling tower of cabinets that threatens to crush her.

BLACK SMOKE trails from her fist as the blow connects - SHATTERING the cabinets in two!

DARK NOA

There's no point in running, Pryor!
There's nothing you can do to stop
this now!

PRYOR

(mutters)
We'll see...

An EXPLOSION rips through a line of generators, sending red hot fragments of metal spearing through the air.

SLOW MOTION as Dark Noa continues to stride forward, the shards of metal raining down all around her.

Two more workers are IMPALED on the razor-sharp fragments, falling to the ground behind her.

RESUME as Pryor makes it to the exit, throwing open the fire doors:

(CONTINUED)

To be confronted by a full squad of TASK FORCE TROOPERS!

TEAM LEADER

Freeze!

They all raise their weapons - shotguns with STAKES loaded into the barrels.

Pryor barely has time to DIVE aside as they OPEN FIRE - a fusillade of stakes streaking past him!

DARK NOA

Don't shoot, you idiots!

Rolling as he lands and ending up back on his feet and running, he's heading for the windows set high into the walls as the Task Force pour into the room.

Noa joins them, the troopers reloading as they hurry after the fleeing Pryor.

TEAM LEADER

Ma'am, should we -

DARK NOA

If one of you so much as scratches him before I've had a chance to get to work, don't expect your family to find enough of you to bury.

The troopers wisely hold back as Noa breaks into a sprint, closing on Pryor.

Pryor slows, sizing up the distance up to the windows - it's a long way to jump, with reinforced glass waiting for him.

DARK NOA (cont'd)

You think you've got anywhere to run to? This is our city, Pryor! There's nowhere you can hide where we can't find you!

He turns - Noa's got him cut off again, this time with the Task Force flanking him on both sides, weapons ready.

PRYOR

I see that the evil lifestyle has really gotten into your DNA, Noa. Before all of this, you'd never have dreamed of making a speech so... cliché.

DARK NOA

Don't try and smart talk your way out of this. You're not leaving this building.

(CONTINUED)

PRYOR
(smirks)
You and what army?

Noa blinks, surprised by his defiance. As she turns to indicate the troopers, she misses Pryor slipping something into his hand.

DARK NOA
(off troopers)
Uh, gee, maybe this one?

PRYOR
What was that? Couldn't hear you
over all this noise.

She opens her mouth to reply - as Pryor lifts his hand to show a small REMOTE there.

He thumbs the single button on it - and a piercing SCREECH sounds across the whole lab!

The troopers fall to their knees, clutching their heads, dropping their guns and howling in pain.

Dark Noa stumbles, suddenly woozy through whatever the noise is - BLOOD trickling from her nose as the noise dies away.

PRYOR (cont'd)
Lesson number one in taking down
somebody already expecting to be
betrayed...

He tosses the remote aside, walking right up to Noa.

PRYOR (cont'd)
... always assume he has more than
one escape plan.

WHACK! He SLUGS her as hard as he can, and Noa is blasted off her feet, flying across the room and SLAMMING into a bank of monitors - which EXPLODE around her!

Pryor turns back towards the windows, bracing himself against one foot - before he starts to run.

SLOW MOTION again as Pryor charges forward, water, smoke and flames all around him.

He LEAPS into the air, arms outstretched - and he GRABS the ledge of the nearest window!

RESUME as he pulls himself up, the recovering troopers down below quickly scooping up their guns.

(CONTINUED)

TEAM LEADER

Fire at will!

Pryor uses his momentum to BARGE into the window as he swings up - just as more STAKES come hurtling towards him!

The combined impacts SHATTER the window, and Pryor sails through and out into the open!

ON THE TEAM LEADER as he lowers his weapon, CURSING under his breath - before he suddenly STIFFENS with a GASP.

He looks down - and Dark Noa's bloody FIST is protruding through his chest!

DARK NOA

See, I'm almost positive I said something about 'so much as a scratch'...

She pulls her hand back with a wet SQUELCH, and the trooper crumples to the floor.

Noa pushes her errant hair back - smearing his BLOOD across her face - and looks up to the window.

DARK NOA (cont'd)

(narrows eyes)

Run as fast as you can, Pryor... you know I'm coming.

She turns and marches away, leaving the stunned troopers gawping at their fallen leader.

Wilkins and Woods have finally caught up amidst the carnage left behind, Woods breaking away to go to a terminal.

WILKINS

You said you'd take care of him before things got messy.

He indicates the chaotic lab - workers and technicians running round, trying to put out fires and right toppled equipment.

Wilkins wipes water from his face before spreading his hands to Noa - 'well?'

DARK NOA

We obviously have different levels of 'messy' we're prepared to tolerate.

WOODS (O.S.)

No, no... no!

(CONTINUED)

They turn - Woods BANGS his fist against the keyboard in frustration.

WILKINS

Do we, perchance, have another problem?

WOODS

He initiated a system-wide reformat of the network servers - all the stuff I hadn't gotten to backing up yet. The research notes, test results, DNA codings... everything!

WILKINS

And for those of us still clinging to the English language?

WOODS

He wiped the slate clean, sir. Anything that I didn't get onto those hard drives... it's all gone. He must have had another back door to delete his work that I didn't know about.

Wilkins pauses - and the water sprinklers finally turn off. He looks up, still wiping excess water from his person.

WILKINS

This'd be the part where you tell me you can fix this, Mr. Woods.

WOODS

(off terminal)

I... there's nothing to fix! It's all gone!

He turns back - to find Wilkins suddenly towering over him.

WILKINS

(dead serious)

I repeat - this is the part where you tell me you can fix this.

Woods GULPS, his eyes flicking to Dark Noa - who looks ready to tear him apart just for something to do.

WOODS

I'll fix this. Sir.

WILKINS

(all smiles again)

Excellent!

He PATS Woods on the shoulder and moves away.

(CONTINUED)

WILKINS (cont'd)

(to Noa)

You'd better take a few more squads
and get out there. He won't have
covered much ground by now, so you
should be able to -

DARK NOA

I have a better idea.

She GRABS a technician as they hurry past, pulling him to her
eye level.

DARK NOA (cont'd)

Contact the laboratory. Tell them
we're going to need every subject
they have for an immediate field
test.

TECHNICIAN

Y-yes, yes, ma'am.

She releases him, and he scurries away.

DARK NOA

Time to found out just how big a
breakthrough Pryor managed to make.

Wilkins grins, liking the sound of this plan as we CUT TO:

Faith and Vi, catching back up to their earlier discussion.

VI

But that... that's not why I came
in here.

(beat)

I've been doing a lot of thinking,
you know, after what happened, and
everything else, and I... well, I
was thinking...

She stumbles, at odds with whatever she's trying to
articulate. An impatient Faith lets out another loud breath.

FAITH

Look, Vi, either spit it out, or
just -

Vi starts to reply - but is cut off as the phone RINGS. Faith
glances from it to Vi.

VI

(leans back; relents)
It can wait.

(CONTINUED)

Faith picks up the phone, answering:

FAITH
(into phone)
Hello?

INTERCUT WITH:

EXT. STREET - NIGHT

And out in the city, huddled round a payphone on a rain-slick street, is PRYOR. And now we know why he looks so ragged.

PRYOR
Faith? It's me. Pryor.

Faith sits up, suddenly alert.

FAITH
Why are you -

PRYOR
We don't have time to go through
the motions. Things... my
situation's changed. Drastically.

FAITH
Stop me if this sounds insensitive,
but so god damn what?

PRYOR
Because it means I'm now in a
position to help you with our
mutual problem rather sooner than
I'd anticipated.
(beat)
I need your help, Faith.

Faith hesitates, surprised to hear that, and as she and Vi share a dubious look, we CUT TO:

EXT. ROOFTOP - NIGHT

The rain's still coming down as Faith climbs up a fire escape and onto a rooftop overlooking Midtown.

She pulls her jacket close, hair already slick as she makes her way towards the shelter of a collection of CHIMNEYS and POWER GENERATORS.

FAITH
(calling out)
Alright, I'm here.

PRYOR (O.S.)
I was half expecting you not to be.

(CONTINUED)

She turns - Pryor slides smoothly out of the shadows.

FAITH

We had a deal, remember?

Pryor nods, wise enough to keep his distance as we:

WHITE OUT:

Back with Faith and Pryor in his previous office. She sits opposite him in a steel chair.

PRYOR

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.

FAITH

(beat)

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.

FAITH (cont'd)

So talk.

PRYOR

What if I were to tell you I'm already in contact with several groups of vampires across New York, all of whom have pledged their assistance in bringing down Wilkins' administration?

FAITH

I'd probably think you were lying.

PRYOR

And if I also told you that I'm in the process of gathering enough incriminating evidence on abuses of power, instigated by the Task Force and the Mayor's office, to put everyone in City Hall away for a very long time.

Faith doesn't respond. This is starting to sink in.

PRYOR (cont'd)
I don't think for one second that
Wilkins is going to honour the deal
we made.

(off look)
I help him with this research, and
when I'm done I get to walk free.

FAITH
(dry)
Wilkins, a backstabber? Who knew?

PRYOR
So when the inevitable betrayal
comes, I'd like to think I can
count on your support.

He leans back, gesturing to the facility visible outside.

PRYOR (cont'd)
I won't be here forever. And I've
made plenty of provisions for when
I'm not. Whether you're a part of
those or not... that's all up to
you. All I ask is that you consider
it. Call it a favour to what used
to be an old friend.

Faith looks down, processing all this as Pryor waits for an
answer - before an off screen EXPLOSION disturbs the scene,
and we:

WHITE OUT:

Back with Pryor and Faith on the rain-swept rooftop.

PRYOR
So do you have an answer for me
now?

FAITH
Maybe. How about you tell me what
you're running from first?

PRYOR
Things I'd rather stay one step
ahead of.

FAITH
You gotta see this from my side,
Pryor. I saw the things you did in
that 'Special Projects' hellhole.
The experiments?

(CONTINUED)

PRYOR

I stand by what I did. A means to an end. One of the unfortunate luxuries of my... conditions is the inability to feel anything remotely moral about what I've been doing.

FAITH

See, it's when you come out with crap like that that I'm thinking I should just walk away.

To prove her point, she turns on her heel and manages three steps before:

PRYOR

I can prove Wilkins killed Rachel.

Faith stops. Doesn't turn round.

PRYOR (cont'd)

All the evidence you'd need.

(beat)

Would that be enough?

She slowly turns to face him, her expression giving away the sudden shift in her opinion:

When a chorus of bestial ROARS echoes up towards them from the street below!

Pryor tenses, hurrying to the edge of the rooftop. Frowning, Faith follows him, looking down to see:

IN THE ALLEY BELOW, a large pack of VAMPIRES scampering rapidly towards them, looking half-crazed already as they close in on the building.

PRYOR (cont'd)

We're too late.

He straightens, turning to Faith.

PRYOR (cont'd)

I'm afraid you're about to find out exactly what I've been up to all this time.

Alarmed, Faith looks back down at the incoming vamps, as we:

BLACK OUT:

END OF ACT THREE

ACT FOUR

FADE IN:

25

EXT. ROOFTOP - NIGHT

25

Faith backs away from the edge of the roof, looking round for more exits - not a lot of options.

FAITH

What do we do? Stay and fight or
make a run for it?

PRYOR

I'm afraid neither would do us much
good.

Faith angrily marches up to him, SHOVING him round to face her.

FAITH

Hey! If you're serious about doing
this, then figure something out!

More HOWLS reverberate up from the streets below - and the fire escape starts to RATTLE as the first wave of vampires reach it.

Pryor glances towards the steel ladder, then calmly rolls his jacket sleeves up.

PRYOR

I'll fight. You run.

He reaches into his jacket - taking out a handful of MEMORY STICKS. He pushes them into Faith's hands.

FAITH

What's -

PRYOR

Information. It's not much, I
didn't have the time to download
everything I wanted to from my
network before Woods sprang his
little mutiny, but it'll help.

Pryor turns towards the fire escape, Faith hesitating.

PRYOR (cont'd)

You probably don't want to have to
see this.

He exhales, rolling his shoulders - then VAMPS OUT. He turns to Faith, who can't suppress a SHIVER at the sight of him.

(CONTINUED)

PRYOR (cont'd)

Go!

HANDS appear at the edge of the roof as the first few VAMPIRES haul themselves into view.

Pryor POUNCES for them with a SNARL, a fist PUNCHING one straight off the roof even as his other hand RAKES claw-like nails across the next.

Faith backs away, genuinely torn - stay and fight or run for it? Pryor seems to be managing okay...

But as half a dozen more vampires claw their way up onto the roof - too many for Pryor to hold back - she turns and RUNS.

ON PRYOR as he loses himself in the fight - the vampires seem bigger, tougher than usual, soaking up his blows.

Through sheer weight of numbers they start to drive him back, more climbing up onto the roof every second.

He risks a glance back - and sees Faith sprinting towards the other edge of the rooftop.

ON FAITH as she tries to judge the gap across to the next roof - then as she reaches the edge, she JUMPS!

Her arms windmill as she sails across open air - and she lands on the adjacent rooftop, ROLLING to a stop.

She looks back, flicking her hair over her shoulder - as three vampires LEAP effortlessly over the gap!

Faith grimaces, pulling a STAKE from her jacket and striking a pose, ready to meet them.

The vamps rush her but she's ready, SNAP-KICKING one and cartwheeling him to the floor. She rotates on her heel, pushing up and DROP-KICKING the second.

She lands in a crouch before the third, driving an UPPER CUT into his chin that sends the vamp stumbling back.

She's ready with the stake, spinning again to add extra momentum as she DRIVES it into his chest:

The vamp stumbles back, GRUNTING with pain - but no dust!

FAITH

What the -

POW! The vampire SOCKS her and she goes flying, hitting the hard gravel of the roof with a THUMP.

(CONTINUED)

The vampire LEERS over her, its two comrades recovering as Faith reels...

ON PRYOR, still engaged and now battling half a dozen vampires - with several more slipping past him in pursuit of Faith!

PRYOR

No... no!

Trying to aid her escape, he GRABS one of the vamps and HURLS her bodily towards two of the fleeing opponents.

They're knocked over like bowling pins, SKIDDING across the roof - and one of them pitches over the edge with a SHRIEK!

Pryor takes a series of PUNCHES for losing his focus, one of the vamps slipping behind him to GRAPPLE him, pinning his arms back.

Two more start HAMMERING powerful punches into his stomach, Pryor taking too big a battering to fight back.

ON FAITH, recovering with a neat FLIP, staying low and SWEEPING her leg round to take down two of the vamps.

She takes her moment and breaks from the fight, desperately scanning the rooftop for anything she can use.

She spots a bundle of CABLES running into a FUSE BOX and SLIDES across the roof to get to them, TEARING them free.

One vamp LUNGES for her but she turns and JABS the sparking ends of exposed cable into a PUDDLE as the vamp steps in it - the vamp lets out a HOWL of pain, convulsing with the current.

Faith pushes herself up and leaps for the nearby fire escape, pausing just as she starts to descend:

She gets a brief glimpse of PRYOR, still taking a pounding - before she quickly starts to climb down the ladder.

ON PRYOR as he takes another GUT PUNCH, doubling over - but he turns this into a FLIP, throwing the vampire holding him up and over.

Wriggling free of his grip, he pauses to STAMP brutally on the face of the downed vamp.

As the horde of vamps around him recovers, Pryor turns and races for the rooftop edge:

And LEAPS out into the night, dropping out of view. A few more vampires follow suit, bounding out into space and plummeting after him.

26 EXT. ALLEYWAY - NEXT

26

Faith clatters down the fire escape, KICKING the final ladder loose and SLIDING down it, dropping to street level.

She looks up - her three vamps are still in pursuit, with more now appearing over the lip of the roof.

She puts her head down and runs, tearing round a corner and out of sight.

The vamps reach the street in no time at all, almost dropping to all fours like dogs in their haste to catch her:

27 EXT. STREET - CONTINUOUS

27

But as they reach the open street, there's no sign of Faith. There are several YELPS of alarm from a handful of passersby, who quickly run from the scene.

The vamps scan the street, SNIFFING the air for any trace of her as they fan out, advancing.

ANGLE ON a manhole cover, slightly out of position.

28 INT. SEWER TUNNEL - NEXT

28

And down in the murky depths of the sewer, PAN ALONG a trough of filthy, foamy sewer water - to find Faith, submerged up to her nose.

She hears the vamps moving overhead but stays still and silent, waiting for them to move on as we CUT TO:

29 INT. ASYLUM - CANTEEN - NIGHT

29

Back at the Asylum, and an angry shouting match has developed - Vi and Lori on one side, Jerry and Dawn on the other.

JERRY

I can't believe you're seriously considering this!

DAWN

(to Lori)

What the hell did you do to her?

LORI

Me do to her? It's because of you people that she's in this mess to begin with!

VI

(to Lori; scolding)

Hey! Not the answer!

(CONTINUED)

FAITH (O.S.)
The hell's all this?

They turn - Faith stands in the doorway, filthy with assorted refuse and dripping wet.

JERRY
Faith!

He starts towards her - then pulls up sharply, grimacing.

JERRY (cont'd)
Where have you -

FAITH
Sewer tunnel. Only way I could make sure they lost my scent.

She stomps into the room, leaving muddy footprints behind.

DAWN
Make sure who lost your scent?

FAITH
Doesn't matter. What's goin' on?

JERRY
Violet seems to think this is an ideal time for her and Lori to pack their bags and go home.

VI
That's not what this is!

DAWN
I thought you'd gotten all this out of your system last time?

VI
(stung)
'Out of my system'? Gotten all what out, exactly?

LORI
You know what she means.

VI
(sharp)
Maybe I need it explaining.

Dawn starts to reply, but Faith just holds a hand over her mouth. She can't make contact, but Dawn gets the hint.

FAITH
Either I get an explanation, or you two get to clean my jacket.

(CONTINUED)

Vi and Lori exchange a look. Lori nods.

LORI
Tell her.

FAITH
Tell me what?

VI
I... we're leaving.

FAITH
(beat)
Leaving where? The Asylum?

VI
New York. City and state.

FAITH
Now? Are you out of your damn mind?

Lori angrily steps forward.

LORI
Don't talk to her like that!

FAITH
(facing off)
Oh, please, take one more step.

JERRY
This is ridiculous! Vi, you have to stop and look at what you're about to do here. Really consider all the consequences.

VI
You don't think I have? That I haven't spent months going over this? This exact conversation?

FAITH
Is this about Rachel?

Silence falls. She went there.

FAITH (cont'd)
It is, isn't it? This is about Rachel getting killed, and you not being able to handle it.

VI
That - it's not -

FAITH

You don't think we're all hurting
'cause of that? She was one of us,
Vi. Family. Of course it cut me up,
seeing her dumped in some alley
like a piece of trash.

(beat)

That's why I'm hitting every damn
thing that gets in my way twice as
hard now. I ain't running from it.

Vi holds Faith's steely gaze. Lori looks from one to the
other.

VI

I tried to tell you.

FAITH

When?

VI

Plenty of times. Earlier tonight,
even, before you went running off
out to God only knows where.

FAITH

I was meeting Pryor.

Again, the room stops for a beat. All eyes on Faith.

DAWN

What? Where?

FAITH

Few blocks away. Seems he ain't
working for Wilkins anymore. Gave
me these.

She reaches into her jacket, fishing out the memory sticks.

FAITH (cont'd)

Said there's plenty of intel on
there we can use.

She tosses them to Jerry. He catches them, wincing - they're
still damp and pretty stinky.

FAITH (cont'd)

So yeah, to answer your question,
it was pretty damn important. Also
got jumped by a bunch of... super
vamps, or something. Pryor says
he's been working on that kind of
thing for Wilkins, only now he's
finished the project, his
contract's been terminated.

(CONTINUED)

LORI

Why should any of that affect us?

FAITH

Because I fought a few of those
vamps hand to hand. Damn near tore
me into strips small enough to make
a Happy Meal. They've got plenty of
them to throw around already.

(to Vi)

Still think this is the time to go?

Vi bows her head, exhaling slowly.

VI

Yes.

She looks up, meeting Faith's eyes.

FAITH

Then screw you.

Jerry and Dawn gape as Faith turns on her heel and marches
towards the door.

JERRY

Faith?

DAWN

You can't just let her -

FAITH

(whirls round)

No! She wants to chicken out, fine.
Let her go play house with whatever
the hell you think you two got
going on here.

Lori reacts to the sting, hands on her hips.

FAITH (cont'd)

I'll be here. With the people I can
trust.

Faith starts to leave again, but Lori calls out:

LORI

It was Dawn's fault the other
orderlies got killed.

Faith stops. Slowly turns to face Lori. Even Vi is looking
shocked. Dawn blanches, squirming painfully.

LORI (cont'd)

Oh, yeah, bet she didn't tell you
that did she?

(CONTINUED)

DAWN
(shakes head)
Don't...

LORI
Yeah, she missed one of the bugs
Wilkins' team put on the place, and
when she used her Gateway mojo to
find them, she led the Task Force
right to their front door.

Faith is silent for a long beat. She looks to Dawn - who
can't even look at her. All the confirmation she needs.

LORI (cont'd)
So who trusts who now?

Vi lays a hand on Lori's shoulder, trying to pull her back.

VI
Lori...

LORI
(shrugs it away)
You know what sickens me about you,
Faith? How you couldn't give two
craps about the people around you.
You expect them to run, fetch and
die for you, and for what? What's
the prize?

VI
Lori! Let's just go!

LORI
There is no prize! We all know it.
We beat Wilkins, someone twice as
bad takes his place. We burn down a
vamp nest, three more spring up the
next night. We put our necks and
asses out there, night after night,
trying to save people too blind to
know any better from things their
tiny little brains couldn't even
comprehend, and what thanks do we
get? What recognition?
(beat)
Zero Tolerance! Squads of men with
guns, patrolling the streets and
hunting us like we were the enemy!
You're really gonna stand there and
tell me that's worth all our lives?

Faith steps back in between Jerry and Dawn. Folds her arms.

FAITH

Yeah. I am.

Lori bristles, grabbing two of the bags on the table.

LORI

Then screw you right back.

(to Vi)

We're done. I'll be outside. Taxi's waiting.

She turns and marches away. Vi hesitates, unable to look up at Faith and the others as she takes her own bags.

FAITH

You walk out that door this time,
Vi, ain't no coming back. No
'welcome home' banners. You had
your chance to sort your crap out.
You're either in this 'til the
finish or you leave and don't
bother looking back.

Vi pauses again - then lifts her bags and walks out without another word, following Lori.

Nobody speaks for an agonisingly long time, Dawn tensed up tight as she turns to Faith and finally mumbles:

DAWN

I - I didn't know -

Faith turns and walks away, not even looking at her. Dawn sags as Jerry steps up to her.

JERRY

She'll come round. You couldn't
have known. Faith helped check for
those bugs too, remember?

Dawn is trembling - TEARS rolling down her cheeks as she fights to hold in the sobs.

JERRY (cont'd)

It's not your fault.

At that, Dawn lets out a choked SOB before she POPS out of sight, leaving Jerry alone in the canteen.

JERRY (cont'd)

(exhales)

Damn it...

He looks appropriately lost as we CUT TO:

30 INT. ASYLUM - FAITH'S ROOM - NEXT

30

Faith barges into her room, tearing off her jacket and TOSSING it aside.

She paces for a few moments, fists bunched up - before with a YELL she turns and KICKS the wall, denting the plaster!

Her anger doesn't subside, Faith SWEEPING her belongings off a dresser and HEAVING the bed frame up, trashing her room Slayer style in a matter of seconds.

The rage passes, leaving Faith shaking, chest heaving as she gulps down air, trying to fight back the red mist.

JERRY (O.S.)
You've got mail.

She turns - Jerry's in the doorway, holding a LAPTOP.

JERRY (cont'd)
Safe to come in?

Faith shrugs, righting a chair and stepping back.

FAITH
Whatever.

He moves cautiously inside, opening up the laptop and placing it on the desktop.

JERRY
(as he types)
Dawn mentioned to me you hadn't even switched this on since last week.

FAITH
Computers and me don't mix.

JERRY
(ignoring her)
You know, even with Wilkins' glammers sending out texts, calls and e-mails that were meant to keep her from snooping, Buffy was starting to get a little suspicious of the relative lack of contact from Dawn.

The laptop CHIMES as it finishes booting up.

JERRY (cont'd)
Dawn says she e-mails her at least every other day now, just to make sure she knows things are okay.
(MORE)

(CONTINUED)

JERRY (cont'd)
(beat)
Relatively speaking, I mean.

He opens up the e-mail software, stepping back. Faith finally looks over - and sees several dozen new e-mails scroll in.

JERRY (cont'd)
Dawn seems to think it's a helpful distraction whenever she's got too much on her mind to process.

He steps over to her, laying a gentle hand on her shoulder.

JERRY (cont'd)
So get distracted.

With that, he exits, leaving Faith staring at the laptop. After a few moments, she pulls up the chair and sits.

Her eyes run down the list of e-mails, only half-heartedly taking them in - until she stops on one:

It's from NOA.

Frowning, Faith double-clicks to open it up - ON SCREEN, several thick paragraphs of text appear.

ON FAITH as she reads down the page, alternately surprised, intrigued - and then horrified at what she sees.

FAITH
God, Noa... I'm so sorry...

Faith leans back in the chair, hands behind her head as her mind tries to process this latest bombshell.

She leans forward, putting her head into her hands before running them back through her hair.

PULL BACK from the view in the corridor outside of Faith in her chair, the weight of the world pressing down on her shoulders, before we:

BLACK OUT:

END OF SHOW