

ARCAINE

by

**BRIAN
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ARCANE

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Foreword

“Dude, these contacts kind of burn.”

“They do?”

“Yeah, a little bit.”

“Then take them out, man.”

“No, no, it’s okay. Does it look cool?”

“Yeah, your eyes look nuts, dude. You look possessed, man, seriously.”

“Awesome, let’s do the lighting test then. Roll that camera, bro.”

“You sure? If your eyes burn, you should take the contacts out, whether they look cool or not.”

“Nope, it’s for the movie, man. It’s for the movie.”

When I think of Brian Sweet’s dedication to a project, I think of shitty contact lenses.

Stay with me, now.

This isn’t a knock on the guy. Brian is one of my best and closest friends – someone I’ve known for many, many years. Several of those years were spent huddled around the glow of a computer screen coming up with ideas for movies we could write, shoot, and generate special effects for. None of which were ever realized to completion, I might add (and yeah, I’ve got hours worth of footage on dusty old VHS tapes to prove it). Lots of work, lots of time, lots of effort, lots of outtakes, but alas, no movie.

And we’ve tried. Boy, have we tried.

But, Brian and I just aren’t filmmakers. It’s really that simple. We’re very creative, we love to put ideas into motion, and we both have an impressive, albeit overall useless knowledge of movies. It seemed only natural that we’d

explore the option of actually getting out there and contributing our own ideas to the storytelling medium we both love and cherish so damn much.

But, there's one big problem with that...we suck at it.

We're so-so actors (not horrible, but bad enough that I wouldn't pay the price of admission – not in this economy, anyway). Neither of us have a particularly keen eye behind the camera either. We can frame a shot, but Brian De Palma won't be shaking in his boots about losing his day job to us. Don't get me started on good lighting or sound quality. Ed Wood had better production value than we did. He had pie-plate flying saucers on strings, busty TV hostess, Vampira, and Bela Lugosi in the winter of his life. We had \$5.00 and dime store-bought contact lenses that burned Brian's eyes when he put them in. Not the wisest investment, and probably not the safest either, but as Brian would frequently say when we encountered a set-back, "It's for the movie."

Brian's dedication to anything we attempted to do with a few bucks and some gumption was always something to fall back on. If I got frustrated by something, his excitement over what we were doing kept me motivated. He stayed positive and kept his spirit up when I'd stand there, reading our notes, shaking my head, and wondering how in the hell we were going to pull this next feat off. Everything was attainable to Brian, and if his eyeballs suffered irreparable damage thanks to some cheap-ass contact lenses, then so be it.

But, you grow up, eventually. You get married, you move out of your parent's basement and start working, have kids, and lose all that free time you had to try and make something creative, fun, and full of passion. I'm not saying you can't still go out there and make a movie (or chase whatever dream you've got), people do it all the time, but that precious window of time to get this stuff done dramatically diminishes as you grow older. "Life happens," as I often say. You can make time, but you'll never have the time you had when you lived rent-free with the folks, and your money didn't go toward stacks of bills.

So, seeing as we now were part of the American work force, and had our own families to love and care for, we needed to figure out a new game plan. We needed more experience and money to knock out a decent movie, but what to do in the meantime? What to do with all the ideas that keep our minds off our work, and keep us awake at night?

What about screenwriting? I mean, why not? You write a script and let someone else worry about shooting everything. Awesome! The ideas are

put on paper, and the burden of shooting the film falls on the shoulders of the professionals.

Easy, right? Wow, were we naïve.

In 2005, Brian and I started screenwriting. We bought books that taught us how to structure a story and format the margins to “industry standard” (back before we knew there were programs out there that did that cumbersome stuff for you). We taught ourselves what needs to be written and what needs to be left out, as screenplays simply aren’t written like books. You write only what you see on the screen, hence the title “screen play”. There’s no time, or need, for detailed descriptions of internal turmoil, motives, and subtext. These are things that the cast and director can try and convey on the screen. Your job, essentially, is to write the blueprint for what everyone is going to see on the screen, and you’re not going to see thoughts and hidden meanings. You can’t be as “deep as you want” in a screenplay, you just need to tell a good story in a very minimalist way.

For the writer, that can make things easier, or harder, depending on your style. If you always wrote minimalist, this is a dream come true! Just write what you see, and call it a day. If you’re long-winded, like me (and thanks for continuing to read this, you’re a champ), it takes a level of restraint. When you want to elaborate on the how and why, you need to check yourself at the door and remember that unless you can show it on the screen; you need to drop it out.

But, we learned it. Somehow, through sheer drive and determination, we’ve learned how to correctly write and finish our own screenplays. Over the years, I’ve been lucky to enjoy a small amount of burgeoning success as a horror screenwriter. Contest recognition and some networking have proven that our studies and self-teaching have paid off to a small degree. I’ll continue to write and learn and grow as a screenwriter. It’s something I’m comfortable doing and passionate about. I don’t aim to be anything higher than a successful screenwriter – if I do it, I’ll die a happy man! I don’t particularly enjoy directing or acting. Keep me behind the scenes, and I’ll spin you some tales and be happy as a clam doing it.

Brian’s tactic is a little different. Not content with being “just” a screenwriter, he’s broadened his creativity to other mediums and genres. Brian has written crime dramas, supernatural horror, westerns and thrillers. He’s dabbled in online animation and has had some success in an apocalyptic sci-fi adventure series that he created, wrote, and animated himself for GoAnimate.com. He’s attempted comic books, pod casts, and various other avenues to get his creativity out there, and I admire his tenacity – it’s the same tenacity that kept us working on one doomed “film” after another with

no money or means. It's infectious, his drive and constant need to express and create.

Somehow, some way, he's managed to take all those previous genres, all that dedication and creativity, and turn them into the bubbling amalgam you're holding right now. *Arcane*, in a way, was many, many years in the making. There is a comic book-style hero living within every world Brian has created in every script up to this point. It would seem every story Brian has churned out over the years (a half-dozen or so, easy) has sort of led up to this point, existing together in some form or fashion.

The problem for screenwriters though, is that rarely does the story you wrote wind up on the screen the way you wrote it. Different opinions are brought in, different viewpoints and thought processes, and the story that you slaved over for months (maybe years) is dissected right in front of you, and stripped of its parts. You've got to make peace with the fact that what you write – brilliant though it may be – will likely be re-shaped and molded into something unrecognizable by the time it hits the screen. The people who invest their time and money into your project generally won't take financial risks on some of your more expensive ideas – especially if you're the "new kid" in the business with no former success.

That, of course, is whether they buy your script at all...which itself isn't something that will happen overnight, if at all. Your chances of selling a blockbuster screenplay should be likened to only slightly more likely than winning the Lottery. Except Lottery is all about luck, whereas you can sell a script if you work like hell to do so and study your targets – the overnight success stories are few and far between, but they can happen. Luck plays a part, but you're far more involved in your own success.

That said, with the recent popularity in self-publishing over the years, Brian has taken the screenwriting format a step further and created a script that's written with the details and length discouraged by "industry standards," to provide you with a complete, unedited, and unrestrained vision of his ethereal apocalypse. *Arcane* exists to save what's left of a ruined world, destroyed by a war in Heaven. Plague, famine, and a horde of ghastly, demonic abominations have ravaged the cities – and that doesn't include the power-hungry wack-o's, psycho-Satanic cannibals and blood-thirsty creatures that slither around every turn.

Punctuated by some striking, noir-style artwork by *HorrorHound Magazine* artist and filmmaker, Nathan Thomas Milliner, Brian Sweet's *Arcane* is a fun, frightening, and action-packed fantasy adventure that's sure to please fans of horror, science fiction, and fantasy alike. In *Arcane*, we get a brave, determined hero pushed into his role in much the same way as many of our

favorite comic book characters. He is flanked by equally broad characters with their own personal tragedies and haunting back stories. Each is pushed into acts of bravery above and beyond what a person would be expected to accomplish, living in a world most would choose death over life.

All of these creatures, monsters, and demons could only come from Brian's worst nightmares; things made up of rage, immense strength, fire, brimstone, teeth and hatred, and all hungry for blood. In a landscape this ravaged, Arcane, Grant, Ryan, Emma, Lynn and Paige are desperately needed to keep hope (and mankind in general) alive, and they all get their own stories to shine in, as they battle some truly horrible forces of evil.

All of it is written in a unique, screenplay-format style, to give you the story in his vision – the unproduced movie in script form to conveniently give you every detail, every hard-hitting moment, every jolt, thrill and scare. A chance to live the adventure exactly the way Brian wanted you to visualize it.

So it's with great pleasure that I ask you, dear reader, to sit back, crack open the book and get lost in Brian's apocalyptic adventure. Get lost in his world, his creativity – his dedication to storytelling.

You're in for a wild ride...and you won't even have to wear cheap, eye-searing contact lenses.

Jason S. Marsiglia

June 29, 2012



ARCANE

EXT. CITY - (RAINING) NIGHT

A small streak of bright burning light falls from the sky.

EXT. ALLEY

The small, burning light CRASHES through the edge of a building and SMASHES into the side of a dumpster before finally stopping in the middle of an alley.

As the rain pelts down, steam rises from the light, and is eventually extinguished to reveal a man. Nearby him, large white angel wing feathers sit in a small puddle of blood.

A young girl comes out of a back entrance of a restaurant to dump some trash in the alley's dumpster. This is EMMA.

EMMA

Mister, are you alright?

Spotting the angel wing and the destruction in the alley, she gasps.

EMMA

Are you... are you an angel?

The man looks up. He wears torn clothing, has long black hair, and piercing, blue eyes that suddenly fade white. This is ARCANÉ.

Emma runs over to the restaurant's back door.

EMMA

Papa! Papa, come quick. This man needs our help.

Her father comes out and sees Arcane laying there. He puts his hand to his mouth in shock.

Arcane reaches out toward them.

ARCANE

(softly)

Judgment Day is upon you.

With that said, Arcane passes out.

Emma's father runs over to Arcane to help.

EMMA'S FATHER

Emma, run some warm water and get me my first aid kit.

36 YEARS LATER:

EXT. CITY - NIGHT

A devastated city filled with bums, prostitutes, and shifty eyed people can be seen walking the streets.

GRANT NARRATION

It has been thirty-six years since Judgment Day. A falling city held together by what I believe to be God's unwanted children. When the war left earth and ascended back to the clouds, the Seventh Throne of Heaven was infiltrated by evil Mystics. The unborn souls known as the cherubs, were infected. This caused some humans to bear demon spawns. God's kingdom continues to fight off the plague of demons still pushing their ranks up in the heavens. Until an undecided conclusion is met, the few good left here on earth are in need of some balance, and someone to protect us from the thriving evil that continues to awaken. I am EDWARD GRANT, lead detective of the branch of demon hunters. We are located in the last known human city on earth, New Faith City.

INT. POLICE STATION

The police station is barely operational. Exposed electrical wiring and leaky plumbing can be seen.

A man in his fifties, with whitish-gray hair and a five o'clock shadow sits at a desk. This is Detective GRANT.

A younger, yet gruff, Asian man in his late twenties comes running in the front doors. This is Detective RYAN KAZUTO.

RYAN

Grant!

Grant looks up at Ryan, and can tell by the look on the inexperienced, excited face that they just got a call.

RYAN (CONT'D)

We got one!

Grant reaches into his desk drawer and grabs a large revolver and a handful of bullets with crosses carved at the end of the tips. He tosses on a long, brown duster and follows Ryan out the door.

EXT. CITY STREETS

An old, beat up station wagon reinforced with scrap metal SHOOTs out of the garage. It SCREECHES around pedestrians and abandoned cars, and avoids fallen building rubble left in the streets by the holy war.

They come to a stop in front of a strip club.

The neon sign, of the FULL MOON strip club, barely works as it flickers, "Lad--s".

Grant and Ryan get out of the car.

GRANT

You sure this is it?

Ryan nods and cocks his shotgun, moving closer to the door.

INT. FULL MOON STRIP CLUB

Inside, civilians lay dead. Topless women are sprawled out and bloody in lap dance booths and on stage. Everyone has been slaughtered by a demon spawn.

Ryan and Grant enter, guns ready.

RYAN

Jesus...

Grant runs his finger across the floor, scooping up a glob of green goo.

GRANT

It's still warm. Stay on your toes.

A noise is heard from the other side of the club. Grant and Ryan turn aiming their weapons.

A woman in a silk robe with blood dripping down her leg shuffles down a staircase.

RYAN

Look...

DEMON MOTHER

I'm sorry. I just wanted a child of my own, and I didn't want to go to the hospital. I never thought I'd give birth to a...

Her eyes go wide and mouth agape as she goes to shock.

The demon stands behind her with its claw punched through her back and out her chest.

DEMON MOTHER (CONT'D)

(gurgling)
... monster.

She falls to the ground dead.

Showing off its sharp drooling smile and fiery red eyes, the demon comes into sight.

It leaps and bounds around the room knocking over liquor bottles and wall art.

GRANT

We got a Wall Crawler!

The demon dodges fire from both Ryan and Grant.

Grant runs out of ammo and Ryan is tackled to the ground. He holds his shotgun up keeping the snapping of the demons mouth from ripping him apart.

RYAN

Grant, a little help!

GRANT

Watch your eyes!

Ryan shuts his eyes, and Grant rolls across the floor a small flash incendiary device. It detonates light and the demon is blinded. The Wall Crawler sits up rubbing its eyes.

GRANT

Clear!

Ryan opens his eyes and points his shotgun at the demon's head. The demon regaining his sight, sees the shotgun inches from his face.

RYAN

Peek-a-boo.

Ryan BLASTS the demon's head from its shoulders. Green slime splatters the wall.

GRANT
It seems as if they're getting faster.

RYAN
Still die the same though.

A SCREAM is heard from the back room.

RYAN
What was that?

GRANT
Twin Crawlers.

INT. BACK ROOM

Another demon, in the back room, claws and growls at a closet as someone inside SCREAMS for help.

Grant rolls in another small grenade, only this one EXPLODES small sharp needles. The needles spray throughout the whole room, piercing into walls, furniture, and the demon, nailing it against the closet door

Grant and Ryan walk into the back room looking at all the destruction that the needles caused.

Grant walks up to the demon, which twitches and squeals, and slits its throat with a small, silver dagger.

Ryan bends over and examines the phone cord trailing across the room and under the closet door.

Meanwhile, Grant peels the demon off of the closet door and drops the carcass to the floor.

Ryan opens the closet door with his shotgun ready.

Inside the closet, a fat man with a ponytail sits dead next to the phone.

RYAN
He must have been the one that made the call.

GRANT
Shame, looks like another civilian dead on arrival.

RYAN

Dead on arrival? I heard him
scream, and then the needles...

GRANT

I said dead on arrival. Which means
the demons executed everyone before
we got here.

Grant gives a thin stare to Ryan to let him know his role.

RYAN

(angrily)
Yes sir.

EXT. POLICE STATION FIRING RANGE - DAY

Cadets all line up for instruction at a live ammunition
training course.

A chiseled chin, prestigious looking older man with a
prosthetic arm gives a seminar. This is Captain DALE
ALVAREZ.

DALE

Alright, listen up. This is your
new best friend. We call it your
Peace Maker.

Dale holds up a large futuristic looking gun with finger
print sensors and a second barrel on the bottom for small
shotgun-like blasts.

DALE (CONT'D)

You will all be assigned your own
Peace Maker. I don't care what you
do, but do not, I repeat, do not
mishandle or lose it.

An officer passes out a Peace Maker to each Cadet.

DALE

Do not get ahead of yourself during
the course. You will be armed with
live rounds and facing Class C
demons. Form groups of three.
Remember your training, and enter
on my whistle.

Dale blows his whistle and the first set of Cadets enter the
training course maze. Dale watches the test run through a
monitor set up outside of the maze.

The first three Cadets round a corner and are confronted by a SMOKE EATER, a demon who can ignite fire at will and love to burn everything in sight. This demon has razor sharp talons, drips magma lava from in between its rocky skin, and exhales smoke.

Caught off guard by the demon's bursting flame, the Cadets stumble backward. For the Cadet's safety, the flame is stopped by a thick fire proof and bullet proof piece of glass that surrounding the demon.

DALE

(into a bullhorn)

Group one, you are all crispy marshmallows. Do not expect me to send you flowers, 'cause you are all dead. Leave the maze.

Ryan and Grant walk up to Dale.

GRANT

I keep tellin' you that Smoke Eater needs to be deeper in the maze. Let the Cadet's warm up a little first.

DALE

Ha. Sink or swim. They need to be aware that this is not a game.

(into the bullhorn)

Ladies and gentlemen the first demon is a Smoke Eater. It wants nothing more than to light your ass on fire. If you ever confront one of these, back away slowly and leave the building. A demo crew will be called to bring down the premises it plays in. Group two, hold your fire at the first target, it will not harm you. You may proceed.

Cadet Group Two enters the maze. As directed, they hold their fire when the Smoke Eater blows a flame at the fire proof glass.

They all round the next corner, and encounter an evil looking dog with rotting flesh on a chain. This is a Prowler.

The Cadets form a firing stance, with one man kneeling in front of the other two. They open fire on the Prowler. Most bullets miss, but the ones that find the target rip chunks of the Prowler's dead flesh to shreds.

The Prowler, still standing pulls at the chain trying to get to the Cadets.

DALE

(into the bullhorn)

Time out! Group two, at least one of you is dead, and the other two are badly injured before you are able to take down the Prowler demon. For small quick targets, you should be using your short range shotgun. Leave the maze.

The Prowler begins to regenerate the flesh over the bullet wounds.

DALE

What can I do for you?

GRANT

We were just downtown on call last night.

DALE

I heard. The strip club right?

RYAN

Yeah.

DALE

And what is the report?

GRANT

Twin demon Wall Crawlers. Everyone was dead when we got there. We were able to successfully dispose of them, but now we need a cleanup team down there to avoid a demon Breeder making a nest.

DALE

Sickest thing I've ever seen. Ryan, you ever witness a Breeder making a nest?

RYAN

No sir.

DALE

Breeders aren't generally violent, that is until the nest is created. They stay well hidden throughout the city until there's a hot spot.

RYAN

A hot spot, sir?

DALE

You see, after a demon ravages an area, if the dead aren't disposed of, a Breeder will come and lay her eggs in the bodies of the dead. Then in only a few hours a nest will be created. I'm talking about Class C and Class B demons: Wall Crawlers, Prowlers, Smoke Eaters, and those big ogreish bastards, the Lurkers.

RYAN

But, we haven't had a Lurker in a few years.

DALE

Exactly, and I want to keep it that way. The last one on record took out our South Demon Hunter Military Base. Lurkers have enough strength to flip a tank, and the brainpower of a two year old child. You don't wanna be there when they throw a temper tantrum.

RYAN

What about Class A demons?

GRANT

Kid, we haven't had a Class A demon in this city in over thirty years.

DALE

Thank your lucky stars that the Death Dealers and Mystics are still fighting up in the clouds. Let the angels keep 'em busy.

RYAN

Have you ever killed one?

Grant and Dale both look at each other and look down to the ground.

RYAN

(under his breath)
I guess not.

DALE

If you're ever spotted by one, especially a Death Dealer, you'd be doing yourself a favor putting your gun in your mouth.

GRANT

Once they lay their gaze on you, you'll be instantly paralyzed. All you can do is stare back into their cold, heartless eyes as they rip your soul out.

DALE

Anything else you boys want to report to me?

GRANT

No.

RYAN

No sir.

DALE

Then, beat it.

EXT. RESTAURANT

Grant and Ryan dine alfresco, trying to enjoy a couple nasty looking burgers on the outdoor patio. The restaurant is run down, just like any other building in the city. A mix match of tableware sits on their table including mason jars to drink from and a couple glued together plates.

Ryan peels the bread in half, taking a better look at the meat on his burger.

GRANT

You act like you've never ate rat before.

RYAN

I'll never get used to it.

GRANT

You should. What were you, about five, when cows went extinct?

RYAN

Six.

Ryan closes his eyes, takes a bite, and quickly chews it.

GRANT

Listen kid, you did good back there.

RYAN

What do you mean? You're the one that saved me from that Wall Crawler.

GRANT

That's not what I'm talkin' about.

Grant takes a drink of his beverage and looks at Ryan with a narrow stare.

GRANT

In this day and age, sometimes you got to cut corners. Take fewer risks. Even if that means putting some of the citizens in danger for the greater good.

A babbling religious woman walks by the restaurant speaking in tongues that can't possibly be translated.

GRANT

Especially the kooks that have lost their damn minds.

Ryan's phone vibrates. He looks down and reads it.

RYAN

I got to go. I promised Lynn, I'd pick her up from the hospital. Can you give me a ride back to the station, so I can get my car?

Grant signals to the waiter.

GRANT

I'm glad you were assigned to be my partner, but just realize, I do things a little different than your Cadet training. Remember that. Don't question my orders, and we'll be just fine.

RYAN

Right...

INT. HOSPITAL MATERNITY WARD

Ryan's wife LYNN can be seen running down the hall. She is a beautiful Asian woman in her twenties.

She turns a couple of corners, finally coming to a security door. Lynn scans her badge and the door opens. She runs into the room where two other doctors can be seen monitoring some medical electronic equipment.

INT. VIEWING ROOM MATERNITY WARD

Inside the viewing room, a panel of electronics can be seen. One of the walls in the room is reinforced glass, used to overlook a birthing chamber in the connected room.

LYNN

What's the problem? Where do we stand?

DOCTOR ONE

The mother seems to be having complications.

LYNN

Normal human complications?

DOCTOR TWO

Unfortunately, no. More of the demonic kind.

A doctor and a nurse can be seen in the birthing chamber helping the mother. They're dressed in protective virus suits that most would use for containing an outbreak.

LYNN

Have we run into anything on the sound magnification?

DOCTOR ONE

Yes. We've moved to giving the patient some Pitocin to speed up labor.

Lynn looks over a couple charts in the room while the mother SCREAMS in agonizing pain.

LYNN

Has the demon already reached the birth canal?

DOCTOR ONE
We are preparing the extractor.
We're just waiting for the
anesthesiologist to prep the
patient.

LYNN
There's no time for an Epidural.
Get that demon out of her
immediately! Commence the Cesarean!

The monitors begin to flash and beep.

DOCTOR TWO
The demon is burrowing up the
abdomen.

LYNN
God damn it!

The monitors flat-line, and the mother dies.

Lynn runs over to a microphone.

LYNN
Get out of there now!

The two doctors in the birthing chamber get out of the room
quickly and seal the door behind them.

LYNN
(sadly)
Hit the gas.

The demon BURSTS out of the woman's neck, pouring blood down
to the floor, and scurries around the room. It is an infant
Wall Crawler. It leaps up and sticks to the reinforced glass
like a sucker fish.

LYNN
(annoyed)
I said, hit the fucking gas!

The two doctors insert their keys into the control panel and
turn it at the same time.

A yellow gas is released into the room. The demon's and the
dead woman's skin bubble and melt. The Wall Crawler EXPLODES
into a green mess of goo all over the glass and walls.

Lynn sits down on a chair and slumps over with her hand over
her face.

LYNN
(calmly)
Someone call a cleanup crew,
please.

LATER:

EXT. HOSPITAL

Lynn, waiting outside, sits on the front steps smoking a cigarette.

Ryan pulls up in his car and honks his horn.

INT. CAR (MOVING)

Lynn sits in the passenger seat and looks out the window with sadness in her eyes.

Ryan looks at her and tries to break the uncomfortable silence, but unable to find the right words, he shuts his mouth and pulls back.

A few dark clouds in the sky begin to crackle and fizz light.

RYAN
It looks like the angels and demons
are at it again.

LYNN
Not like it matters.

RYAN
Don't be like that. I realize you
probably had a bad day, but try not
to be a pessimist.

LYNN
I think I've earned the right.
Every day I deal with dying mothers
and those that actually do give
birth to human babies... Bringing
children into this forsaken world,
well, sometimes I think that we
should all just stop breeding and
that would be that.

RYAN
You can't truly believe what you're
saying.

Lynn shakes her head.

RYAN

We have to keep trying. Everyone must --

LYNN

-- Must what? Keep living in this military bubble? Who cares if New Faith City is a protected city. I feel so trapped here.

RYAN

We are all doing our best to make things better, and you don't realize how much worse it was outside of this bubble.

LYNN

I know. I know. The plague alone that the demons brought killed half the world's population, and if we hadn't been quarantined, we'd be just as screwed as those outsiders.

RYAN

If they even exist anymore. Everyone seems to think it's just a desert wasteland outside the walls. Buildings buried in miles and miles of sand as far as the eye can see.

LYNN

Still, don't you ever wonder if more civilizations have been formed out there?

RYAN

All the time, but it's doubtful. It does make you wonder. I mean, the Edge-Land Watchtowers haven't spotted a single demon outside of our city in months.

Gathering himself and trying to build enough courage to tell Lynn something, Ryan runs his fingers through his hair.

RYAN

You know, Captain Alvarez is putting together a team of scouts to go out into the desert, and I was thinking...

LYNN

No way! It's too dangerous.

RYAN

You're the one that just said you hate being trapped in this bubble.

LYNN

I know, but I'm just venting. I would never act on it.

RYAN

Well, it's about time someone does. Our food and water supply are in jeopardy. If not for us, than for our city's children.

LYNN

And the plague...

RYAN

Our harvester robots that we sent out recovered no traces of the outbreak.

LYNN

You get an idea, no matter how dumb it is in your head, and... Whatever, you wanna throw your life away, go be stupid.

RYAN

Just sleep on it. We're talking about the possibility of finding another city, more people, and more resources.

LYNN

I agree that in theory, it could be very beneficial. I just don't know why someone with a wife would be so willing for this mission?

RYAN

Believe me, I am thinking about you and making life better for all of us.

LYNN

I know your heart is in the right place, but I just worry about you and that the only thing you'll find is more death and decay. I kinda like living in the false reality that there is hope out there. If we go looking for it, and there isn't any...

(pauses)

I got a bad headache. Let's just talk about this later.

INT. SEWERS - NIGHT

Down below the city, bald satanic worshippers gather in a candle lit area. They all have the mark of the beast tattooed on the back of their heads. They drag bodies into a pile and pour gasoline on them.

A filthy looking woman, wearing a torn long coat over a stained flower designed summer dress, stands next to the pile of bodies. This is ODESSA.

ODESSA

"I will sweep away everything in all your land," says the LORD. "I will sweep away both people and animals alike. Even the birds of the air and the fish in the sea will die. I will reduce the wicked to heaps of rubble, along with the rest of humanity," says the LORD. Looks like we, the chosen, still stand. And I say, better to reign in Hell then to serve in Heaven!

The Dwellers all let out a cheer of agreement.

ODESSA

The time is upon us. We will take this city and help Lucifer's kin regain control.

Odessa points to one of the Dwellers, who then lights the bodies on fire.

They all kneel and begin to chant, "Beelz-e-bub".

Over and over again they chant. The flame takes on a shape of a face with horns, and like a snake, the flame slithers through the crowd of Dwellers and disappears into the shadows.

After a moment, off in the shadows, the sound of a rising GROWL from a large demon can be heard.

The demon partially steps out of the shadows, keeping its face concealed. What can be seen of this huge Lurker is its greyish rotting skin, and a pattern of etched lacerations all over the creature's body.

MEANWHILE:

INT. CLOCK TOWER

Inside the clock tower, power generators hum as the electricity charges a series of computer monitors and research equipment. Engineering books line the bookshelf on the wall.

A woman, in her early forties, wears a welding mask as she works on some wiring inside a pair of metal angel-like wings.

ARCANE

Hey, Emma?

She lifts up her welding mask and looks over at Arcane, the fallen angel that she befriended years ago. The plague has freckled her face with green spots.

EMMA

Yeah?

Arcane, a well-conditioned former angel who has dark hair and ghostly white eyes. He is shirtless, revealing two scars on his back shoulders from where his angel wings used to be. He holds a sword, and wears an electronically magnetized gauntlet glove over his hand.

ARCANE

I can't seem to get the magnetizer to function. Watch.

Arcane drops the sword into the floor. It pierces into the wood and stands straight up.

He squeezes his thumb and forefinger together on the mechanical gauntlet that turns the magnetic charge on, but the sword doesn't budge.

EMMA

Must be out of sync. I'll take a look at it after I've finished your new wings.

ARCANE

I hope they work a little better than the last pair. I didn't enjoy almost getting blown up.

EMMA

Don't worry, they'll be great. I found a new lightweight alloy from the junk yard to melt and mold.

ARCANE

Fireproof?

EMMA

Of course... Well for a moment or two.

Emma flips down her mask and makes a few more sparks with her welding. She shuts the lid to the wiring and bolts it shut.

She begins to cough under her mask.

ARCANE

That doesn't sound good.

EMMA

It's fine.

ARCANE

I've got to find you a cure. We can't keep prolonging it with antibiotics.

Emma takes off her mask.

EMMA

It's a plague. It's not that simple. Now, are you ready to try these out or not?

ARCANE

Of course, but what about...

Arcane looks down at his gauntlet glove.

EMMA

Here.

Emma tosses a screw driver to him.

EMMA

Turn the bottom right sensor about forty-five degrees clock wise.

Arcane makes the adjustment to the sensor on his glove. Unexpectedly, the sword has a reverse magnetic effect and sinks further into the floorboards.

He looks over to Emma who wears a thin smile on her face.

Arcane takes the glove off and tosses it to her.

ARCANE

Your turn.

EMMA

I'll fix it.

Arcane walks over to a giant, circular window that is the inside part of the clock towers face.

Looking out, a ruined city can be seen, a mere skeleton of what it used to be.

ARCANE

I can't believe it's been over thirty years since everything. Since you and your father took me in. I know how sad everything has become. I just wish I could've done more. Protected you both.

EMMA

He would've been proud. You've kept me safe all this time.

Emma begins to cough.

ARCANE

Not entirely.

Emma lets out another series of coughs.

ARCANE

Have you taken your medication today?

EMMA

I ran out last night.

ARCANE

I'll fly down to Harvey's Drug Store. It'll give me a chance to try out your work.

Emma starts to yawn.

ARCANE

Why don't you take a nap? You look exhausted.

He slips on his robotic gear driven breast plate, and places his sword inside a holder down the spine of the metal contraption. Two clamps lock over the sword, and hold it in place. He shrugs his shoulders and the wings retract back into the shell. He tosses on a long hooded overcoat, and starts to walk off.

INT. HARVEY'S DRUG STORE

The drug store is hardly that. It is more like a trading post or pawn shop. It is filled with trinkets and mostly non-working gadgets.

The front door has been picked and left cracked.

There is no use for security cameras in a land of poverty and demons. There would be no court system to judge a burglar, or operator to answer a 911 call. The best deterrent was a man's gun.

This is why most store owners would set trip wires and live in the loft of their own shop.

At first glance, no one would be willing to waste their time or take their chances getting shot at over flea market junk. However, the backroom, a mini greenhouse where the antibiotics and narcotic plants are stored, would be a thief's treasure. The entrance is concealed behind the counter by a large religious painting. Even if robbed, now a day in a time of questionable religion, no one would have any use for a meaningless painting. A perfect cover.

INT. HARVEY'S DRUG STORE BACKROOM

Avoiding the tripwires that would set off the make-shift alarm system, bells on pulleys, Arcane maneuvers as if he has been here before. Perhaps a keen sense of smell led him to the backroom the first time.

Arcane carefully clips off some of the leaves from the plants and places them in a small satchel. He takes a gardening trowel, and de-roots one of the plants, and removes a small bulb at the root.

As always, he takes care not to damage the plants. He positions the plant back in its pot, patting down the soil around it, and gives it a fresh drink of water from a nearby canister.

Just as he is about to leave the backroom, Arcane spots a single orchid blossomed in all its beauty.

In a trance, he brushes the back of his hand against it.

The room slowly transforms into what appears to be a long dark tunnel that grows and consumes everything. It leads to a wall of brilliant light at the end.

The wall of light rushes closer until nothing else can be seen.

EXT. FARMHOUSE - DAY

A rustic looking farmhouse with a tin roof and wooden rocking chairs on a wraparound porch can be seen.

A younger looking Arcane comes out of a screen door carrying two glasses of lemonade. He makes his way down to a small greenhouse.

INT. GREENHOUSE

The small greenhouse, with amazing colors throughout, contains various plants in all sorts of shapes and sizes.

A heavenly, radiant woman wearing a summer dress kneels down tending to an orchid.

A smile arises on Arcane's face as he begins to sneak up behind her. He presses the beads of condensation from the glass of lemonade up against the back of her neck.

She squirms in shock and turns to look at him.

They both exchange smiles, but nothing more. No words need to be spoken.

INT. HARVEY'S DRUG STORE BACKROOM - NIGHT

Arcane snaps out of his past memory, and leaves the backroom and the drugstore.

MEANWHILE:

INT. APARTMENT HALLWAY - NIGHT

The apartment is run-down. Exposed non-working plumbing can be seen throughout the ceiling. The holes in the walls have

been mended from the inside by whatever scrap the tenant could nail down, adding a tiny bit of privacy.

Grant walks down the hallway.

Kids with ratty, filthy hair and wearing patched clothing sit on the floor and play with their toys, most of which are just like everything else in the building: missing pieces, old, and broken.

GRANT NARRATION

Kids brought into this world...
It's a damn shame. Even if they are fortunate enough to live a long life, there will be no judgment for their souls. Their spirits will just wander around aimlessly until the Holy War draws a conclusion. Sadly, I share the same fate.

INT. GRANT'S APARTMENT

The apartment is mostly empty. A rusted shelving unit filled with books that have either broken bindings or missing pages line it. An uncomfortable looking pull out couch faces a half wall where a working television used to be. Now, it's more of a flowerpot, host to some wilting fern.

A sliding glass door jammed shut with a broken shovel handle and once giving sight to a masterful view, is now the entrance to a death trap. The balcony, broken and barely holding on to the rotted wooden joists attached to the side of the building, is just waiting for the next big gust of wind to take care of it.

Grant tosses his coat on the couch and heads to his kitchen, or there lack of.

The kitchen tile has curled from previous leaks under the floor, and it would be a long time to come before a concern for repair would arise. Gas cans can be seen next to a small generator, resting silently next to a rusted refrigerator.

Grant lifts up each gas can, shakes them, and peeks down inside. Nothing but vapor.

GRANT

Shit...

He opens up the refrigerator and grabs a mason jar of what appears to be homemade alcohol. Unscrewing the top, Grant gives it a sniff test. He shrugs his shoulder and takes a drink. Moments later the bitter beer face cringes upon him.

However, that doesn't stop him from consuming the once cold beverage.

Grant walks to the glass doors and peers outside, eyes thin and brows scrunched.

GRANT NARRATION

Now what old man? What of this world? What of you? Did you think that you'd live this long?

A pale apparition of a small boy walks right in front of Grant. Surely noticed, but apparently not, as he didn't react to it.

Grant plops down on his couch. He opens up his wallet and pulls out a family picture with burnt edges.

The picture is of a small blonde hair boy on the shoulders of a young looking Grant and a beautiful brunette with blue eyes next to them. They seem to have been enjoying a night out at a fair.

Grant looks up directly at two apparitions. This time the small boy is accompanied by what appears to be the same woman and boy from the photo.

The woman leans down and straightens the boy's collar of his ghostly, see-through shirt.

GRANT

I'm sorry, May. If I knew a way for you both to cross, I would've helped by now.

Grant sits up and pulls a children's pop-up book, with singed edges, out from under the couch cushion.

GRANT NARRATION

Is today going to be the day to communicate with my loved ones?

GRANT

Sammy? Sammy, I've got your favorite book.

He tries to tempt the boy to take the book from him, but has no luck. Sammy looks at his mother, not even noticing Grant.

GRANT NARRATION

It's like trying to talk to a damn projector screen every night.

Grant lets out a sigh, and sets the book down on the floor. He rests on the couch and tosses his jacket over him as a blanket.

INT. CHURCH - NIGHT

Most of the pews have been ripped from the floor to be used as firewood. The red carpet down the aisle has been long faded in color from the combination of a leaky roof and sunshine that finds its way through. Candles burn at the front, a pair of confessional booths stand to the side.

INT. CHURCH CONFESSIONAL

A pregnant woman, with sunken eyes from dehydration, sits and talks to a priest.

WOMAN

Father, I don't know what I will do.

PRIEST

What seems to be troubling you my dear?

WOMAN

I am expecting anytime now, but I fear the worst.

PRIEST

Forgive me child, but why haven't you sought out guidance at New Faith Hospital?

WOMAN

As a mother, your baby is your baby no matter what.

PRIEST

What are you saying?

The woman gives no response. Instead, she doubles over gasping for breath.

The priest slides the shutter open and peers into her side of the confessional.

EXT. CONFESSIONAL

The priest stumbles out of the confessional falling to the floor. In a panic, he crab walks backwards while keeping his eyes on the booth.

The blood curdling screams are suddenly silenced by the cracking of bones from the woman's sternum.

Fear and sweat overwhelm the priest. Too scared to get to his feet, he watches a thin layer of blood ooze out from the bottom of the booth.

EXT. CITY BUILDING SKY-RISE

From a bird's-eye view, Arcane catches sight of the priest's shadow yelling and running past one of the windows in the church. Arcane removes his coat and stands at the edge of the building. He then shrugs his shoulders, and the cogs begin to mesh together in rotation and add torque to the contraption. The wings protract.

Silhouetted by the moon, he looks like some sort of heroic gargoyle perched waiting for unsuspecting prey.



INT. CHURCH NURSERY ROOM

The priest hides behind a toddler's crib and clutches his rosary in his palm.

A poster of a teddy bear on the far side of the room begins to melt. A fire has also burned through the plaster on the wall behind it.

Looking in through the smoking hole in the wall is a Smoke Eater demon. It grins, and steam exhales ever so slightly from its mouth.

The priest clamps his eyes shut as hard as he can while whispering a prayer.

The SHATTERING of glass can be heard.

Suddenly, a small baptismal bowl filled with holy water is dumped on the Smoke Eater, extinguishing its flames. The Smoke Eater shrieks in pain and lying on the ground. Its skin bubbles and pops.

The priest opens one eye and looks around. Hesitantly, he walks up to the hole in the wall and carefully peeks out.

With one quick thrust, Arcane sinks his sword into the demon's neck and finishes it off.

Arcane looks over his shoulder at the priest, who is still watching from inside the nursery.

ARCANE

The young lady in the confessional...

PRIEST

I...

ARCANE

Call a cleanup crew before you have yourself a nest.

With that said, Arcane retracts his wings, and casually walks out the front entrance.

The priest attempts to say something a couple times, but stops himself. He rubs his rosary and looks up noticing the shattered glass, evidence of Arcane's heroic entrance into the church.

PRIEST

Thank you, Lord.

INT. CLASSROOM - DAY

The classroom Cadets sit at old, rickety desks, some sipping sludge-like coffee while Dale Alvarez takes the podium.

The chalkboard reads, "Exploration Mission: Operation Salvation".

DALE

This is where I'm supposed to give you all some sort of encouraging speech. Well, that just wouldn't be fair. Beyond those walls of New Faith City rests a land of heartache, despair, and more than likely hopelessness.

Dale untwists a jar of red dirt and slowly pours it onto the table.

DALE

Get to know this nasty stuff. You're going to see a lot of it. Yes, this has been purified, but don't think for a moment that you're safe from the plague just 'cause we sent our bots out there.

Dale holds up a lightweight gas mask that covers only half a person's face.

Ryan sits in the back twirling his pencil in thought.

DALE

I hope that I haven't in the slightest way sugar coated anything. This is a very important mission. Remember your training, keep your peacemaker close, and watch your ass. You all are, beyond a doubt, courageous, and don't need me to stand up here and tell you that. Now, let's get you all started with your briefing. Lieutenant Wallace, they're all yours.

Dale leaves the room.

INT. HALLWAY

Grant sits in the hall tapping his foot, impatiently waiting for Dale. When he spots Dale exiting the classroom, he jumps up and approaches him.

GRANT

You just had to take my new partner
and recruit him for your little
mission didn't you?

DALE

He volunteered.

GRANT

Oh, is that what we're calling it.
So, no persuasion was needed?

DALE

Just a brave young man going to do
a valiant service for our humanity,
that's all.

GRANT

That's all?

Dale stops and narrows his eyes.

DALE

Yes... that is all.

He begins to walk away and snaps his fingers as if a light bulb just went on. He turns back.

DALE

Join the cleanup crew at the church
downtown, and in case I don't see
you, happy hunting, Ed.

Grant mouths the words "son of a bitch."

LATER:

INT. CHURCH

Demon hunters in hazmat suits spot treat the church with bursts of flames followed by a quick extinguishing foam.

Grant sits in the front pew. He ever so carefully opens his overcoat and removes a dented up tin box containing a few cigarettes.

He pulls one out, taps the tip of it on the box, and lights it, all the while, never taking his eyes off a young Cadet interrogating the priest.

With a brief sigh, Grant releases some inhaled smoke. Feeling the need to investigate himself, Grant slowly stands and then approaches the two men.

GRANT
You're a lucky man.

PRIEST
I'm sorry?

Grant doesn't repeat himself. Instead, he looks to the ceiling at the large shattered window.

GRANT
Rain. Haven't seen much in a long time.

Grant takes a long drag of his cigarette and looks over his shoulder.

GRANT
Kid, go see if they need a hand.

The Cadet nods and walks off.

GRANT
And don't touch anything!

Grant notices the rosary in the priest hand.

GRANT
That thing save you last night?

PRIEST
Well, I... I guess so.

GRANT
Not too many of us go toe to toe with a Smoke Eater and live to tell about it.

PRIEST
My prayers must have been --

GRANT
-- Yeah sure they were. Do you play me for a fool? He was here wasn't he?

The priest looks down and then over at the hazmat crew torching the confessional.

Grant whistles to gain the priest's attention.

GRANT

You know he's just a man, don't you? Bleeds like you or I. Not much good comes from him running around slaughtering demons in the middle of the night, especially since we always gotta clean up after him.

PRIEST

I swear to you, I have no idea what his name is, let alone where he sleeps.

GRANT

His name is Arcane. At least, that's what he goes by. We just can't have a vigilante killing demons and leaving a mess for nests to form.

PRIEST

He was the one that told me to call for a cleanup crew.

GRANT

So you spoke to him?

PRIEST

Just in passing.

GRANT

I swear, if I find out you know more than you're leading on, it won't take a Smoke Eater to burn this place down.

Grant flicks a couple butts to the already stained and filthy carpet and walks off.

MEANWHILE IN HEAVEN:

EXT. HEAVENLY WOODS

Brilliant, tall trees stand among a glowing fog.

Beautiful beams of radiant light shine down between the canopies of leaves to the forest floor.

Small glowing orbs stream light as they playfully chase after one another around trees. Tagging one another and dancing about, they play like small children.

One of the orbs is tagged and gives chase after the others before finally catching up to them all just hovering in the same spot, as if in a trance.

Looking over the innocent glowing once playful orbs, further ahead into the woods, death and decay can be seen. It spreads through the bright woods like a plague of darkness. It eats away at the trees and shrivels the leaves.

Further yet into the darkness, angel wings, blood, and body parts are scattered amongst the trees.

Piles of bodies surround a hooded demonic creature kneeling down tasting a glob of angel blood on its razor sharp metal claws. They look like long knives woven around his fingers in rusted wire and dirty cloth. The creature has an ancient Katana sword strapped to his back.

The angel hunter digs its claws into the angel laying in front of him finishing off the job, and the buzzing darkness grows. He looks up showing off a menacing bug-like half mask and sharp teeth underneath.

Frightened, the orbs fly away from the angel hunter and the approaching darkness. One of the slower orbs is caught by the darkness and falls to the ground in a puddle of oil like mud. It tries to flicker and move, but like hot tar, the darkness spreads eating away the orb and finally evaporating it.

LATER:

INT. DINER

Grant sits in a torn, cloth booth stirring a drink.

A large chef behind the counter wipes down a couple glasses with a filthy looking, food stained, dish rag. He epitomizes the meaning of grime in a diner dive.

Ryan walks in and the door chimes ring. He is signaled with a hand gesture from Grant.

The waitress walks over and sets a small menu down for him as he joins.

RYAN
Busy day?

GRANT

You tell me. Hand cramped up from taking so many notes today?

RYAN

Yeah, about that, I know we haven't been partners for long, but I feel this is something I have to do.

GRANT

Water under the bridge, or over the dam, or however you like it. Either way, I have about a week to whip you into shape before you go on your mission looking for the magical oasis.

A small grin forms on Grant's face, and Ryan returns the gesture recognizing the sarcasm.

Ryan takes a quick look at his menu.

RYAN

What's good here?

GRANT

Have you tried their special?

RYAN

Rat?

GRANT

You got it.

Ryan smiles and shakes his head.

GRANT

You know, I actually was a little busy this morning.

RYAN

Yeah?

GRANT

Had to wipe down a church.

RYAN

Oh really?

GRANT

Smoke Eater.

RYAN

Cleanup crew, not a demo crew?

GRANT
We got beat to the punch.

RYAN
That angel guy again?

GRANT
Yup.

Grant takes a sip of his murky drink and cringes in disgust.

RYAN
I know I haven't known you very long, but why do you hate him so much?

GRANT
I have my reasons. Besides, he's just another nut on the streets. He's reckless and endangering everyone with his own demon hunting methods.

RYAN
Yeah, 'cause we wouldn't want to hurt any innocent people while hunting would we?

In mid drink, Grant narrows his stare over the rim of his cup.

Ryan had crossed the line and felt the urge to point out what a hypocrite Grant is considering the strip club incident.

Either way, Grant gets the message, but just as quickly dismisses the comment by tapping his finger on the menu to change the subject.

The door bells chime as a disheveled looking man with fiery red hair and bushy eye brows walks in. He surveys the room as if no one can be trusted. He takes a seat on an old bar stool on the opposite end of the bar, away from Ryan and Grant.

The chef notices the man, and immediately becomes suspicious of his intentions. He walks over to him and slings his dirty rag over his shoulder.

To break the tension in the air, the chef pours the man a drink and slides it his way. The chef tries to get a read on the disheveled man, as the man picks up the drink with no eye contact and takes a sip.

CHEF
What will it be?

The redhead sits there with his eyes welling up with tears. He has a hard time trying not to mix up his thoughts with actual conversation. He takes a big gulp from the drink and can't contain himself any longer.

He sits there lifelessly, not one quiver of the lip or snuffle, just tears streaming down his face. It was almost like someone turned on an emotionless faucet.

CHEF
You alright, Red?

HAROLD
It's Harold not Red... I don't suppose you have an answer to end it all?

CHEF
I sell shitty food. You need a gun, go see a pawn shop.

HAROLD
That's not what I mean.

Harold runs his hand through his grimy hair and scratches his dirty neck.

HAROLD
Wife of twenty years died today.

Harold finishes off his drink and takes a moment to gather him. The chef refills his glass with a pitcher just under the counter.

CHEF
If you're thinking about shooting up the place...

The chef thumbs a sawed off shotgun hidden under the counter.

HAROLD

What? No... I'm just saying I didn't think it was possible for someone to lose their faith in a world where angels and demons have shown themselves. If the day ever comes, how can I look God in the eyes and tell him he is not loved? He's not loved by me. Not anymore.

CHEF

It's tough times. We all have to live 'em.

HAROLD

And then what? Float around like some kind of specter after your last breath? That doesn't sound like a world under a peace loving God.

Harold picks at his fingernail. Not to groom himself, but rather to fixate himself on a thought.

HAROLD

I was supposed to be holding my baby today. I saved for months to buy a cigar. You know how rare those things are?

The chef eases up on the thought of the gun under the counter, realizing the guy just wants to talk and vent a little.

HAROLD

I just wish there was a way to speed this whole waiting process up. Judgment seems like an eternity away. I can't handle the thought my wife wandering limbo.

CHEF

Maybe God wanted a clean canvas, and we messed it all up hiding under a few rocks during the war.

The chef smashes a cockroach with the bottom of his fist and then sweeps it off of the counter.

CHEF

(whispering)

Maybe the eradication of our species is the only way to get results.

HAROLD
Innocent people?

CHEF
(whispering)
Shh...

The chef plugs in a small vinyl record jukebox that sits on the counter. He selects a song to drown out their conversation.

"We Gotta Get Out of This Place" by *The Animals* begins to play.

CHEF
You think it's a bad thing to finish what he already started, or at least try to? I'm talking about setting people free and ending this thing once and for all.

HAROLD
How would that solve things? There is no judgment after death, at least not right now. What difference would it make?

CHEF
Look, I can't get into it here and now, but there are people who have answers for you. You could make a difference.

The chef turns and takes a plate of food that his help prepared for another customer and gives it to Harold.

CHEF
On the house.

The chef slides a card with a street address under Harold's plate of food. The mark of the beast can be seen on the back of the chef's hand, proving he's a recruiter for the satanic Dwellers under the city.

On the other side of the diner, Ryan sets a napkin down on a plate of crumbs. He begins to reach for his drink, but stops.

Ripples from some sort of vibration begin to swim in his cup.

He looks up at Grant, who is studying the streets by watching out the window.

Dozens of rats run the street. Pending danger can be sensed by the vermin.

The vibrations become more violent. Cups rattle off of their hooks and shatter, and the small tabletop jukebox tips over. The playing song begins to skip and sounds quite eerie in a repetitious drone beat.

A car TUMBLES down the street end over end and eventually SMASHES into the building across the street.

Grant and Ryan jump out of the booth and back away from the window.

Grant tries his walkie-talkie, but the battery is dead. He looks at Ryan.

RYAN
I left mine in the car.

Suddenly, another vehicle falls from the sky and crushes Ryan's car.

Ryan turns to the chef wide eyed.

RYAN
Where is it!?

CHEF
What?

RYAN
The siren!?

It is protocol for every establishment to have a hand crank siren for demonic emergencies.

The chef grabs a dusty tarp, and unsheathes the old siren.

He fidgets with the crank trying to attach it, but Ryan loses his cool and jumps over the counter to help.

RYAN
Out of the way!

Ryan jams the crank in and quickly turns it.

It gives off a loud moaning noise resembling an old bomb siren. Soon it catches on, and other shops and buildings begin cranking their sirens in the area.

MEANWHILE:

INT. CLOCK TOWER

Emma nudges Arcane who sleeps on an old mattress. He sits up quickly in surprise.

ARCANE

What? What's wrong?

EMMA

You were dreaming. At least I think you were. I thought you were going to toss yourself off the bed again.

ARCANE

Sorry... Guess I still feel connected to them, and when bad things happen up there I dream about it.

EMMA

You never told me that.

ARCANE

Thought I did.

EMMA

No, think I would have remembered that. Nothing you'd care to share I imagine?

ARCANE

Just more darkness. That and Arioeh.

EMMA

Okay, I don't think I wanna know any more. You've told me enough about him. Plus, I made breakfast and don't need to lose my appetite again.

Emma wheels over a small cart with a stale biscuit, and some sort of oatmeal gruel that looks like it has been mixed with a can of cat food.

ARCANE

You sure it's the stories that make you lose your appetite?

She shakes her head with crinkled nose and a thin smile.

EMMA

Just plug your nose like usual and it won't be so bad.

Arcane sighs, plugs his nose, and tries to eat as much of the oatmeal as he possibly can with one swallow.

EMMA

Anyway, thanks for the meds. I feel much better now.

Arcane looks over her shoulder to the huge clock face window overseeing the city and spots a smoke cloud in the distance over the city.

He leaps up and runs to the window, barely wearing anything as the blanket falls off.

ARCANE

What's going on?

EMMA

I tried to get a look through the telescope, but it wasn't a good angle. Probably just another Smoke Eater demo.

ARCANE

Where's my stuff?

EMMA

Why?

ARCANE

I don't think that smoke is from a demo crew. When they bring down a building it usually has a green tint to it from the Smoke Eater's blood.

EMMA

Then what is it?

Arcane doesn't give an answer. He rubs the back of his neck and processes his thoughts for a moment. He looks back to Emma knowing that whatever caused that is probably big and likely mean.

ARCANE

Stay here.

EXT. CITY STREET

The street looks like a giant bull has made its run through it. Old abandoned cars crushed, shattered glass, and smoking buildings are all that can be seen in every direction.

Around another corner, there is a barricade of demon hunter S.W.A.T. vans.

Dale is on the bullhorn next to Grant, and Ryan rests on a rooftop behind a sniper scope.

Beyond the barricade, some of the S.W.A.T. team, along with citizens, lay dead in the street.

Further ahead, at the dead end, the Lurker stands with his foot resting on the front of a S.W.A.T. car, crushing its front axle, and deflating the tires. He holds a stop sign in one hand as a makeshift axe.

This demon is true evil personified. It is a giant beast of a man built like a tank. It has huge oversized forearms, like a pair of jackhammers, and a body laced with scars and gaping wounds. Certainly, the highlight of its terrifying appearance is the two railroad spikes wrapped with barbed wired sticking out from its shoulders. A stretch of barbed wire strings from the spikes to each corner of its mouth, stretching the monster's menacing gnarly-toothed smile.

The Cadet inside the S.W.A.T. car sits there motionless, too scared to move. The Lurker dares him by letting out a slobbering roar that splashes the windshield.

DALE
(into the bullhorn)
Ryan!? You got the shot, take it!

On top of the nearby building, Ryan lie behind a sniper rifle, but this is no ordinary rifle. Power cords, running to a black electrical box, are attached to it. The gun has a flashing green light on the side showing that it is charged.

Ryan steadies his nerves, takes in a deep breath, and is about to squeeze the trigger when he spots kids looking out the window of the building behind the Lurker.

RYAN
Shit!

Ryan picks up his walkie-talkie.

RYAN
(into the walkie-talkie)
I got no shot! There are children
in the building behind it.

On the ground, Grant grabs the bullhorn.

GRANT
(into the bullhorn)
Kid! Take the damn shot!

The Lurker slams the axe-like stop sign through the windshield and slices the Cadet in half. Blood sprays everywhere.

DALE
Open fire!

The team on street level begins to open fire with their peacemakers. The rounds rip off some of the Lurker's flesh. He howls out a bloodthirsty roar before picking up the crushed car and using it as a shield.

Suddenly, the peacemakers start to sputter out. The green lights on them flicker and then turn red. Ryan's rifle also loses power.

The Lurker tosses the car into the S.W.A.T. van barricade, sending the team scurrying away.

Grant switches to his revolver and unloads on the beast. The S.W.A.T. team tries their shotguns and side arms as well. No use. The Lurker has very thick skin, like that of a rhino with several layers of skin.

In a flash, one of the Lurker's eyes is pierced by Arcane's sword. He swoops down and lands on the street.

Arcane presses his forefinger and thumb together with his mechanical magnetized gauntlet and the sword wiggles itself free. It shoots back to Arcane's grasp.

The Lurker holds his bleeding face and runs to the side of the street, smashes through the building's wall, and exits onto the dead end street.

The gears on Arcane's wings rotate and his wings retract. He takes off on foot, and follows the Lurker.

After Arcane is out of sight, the men on the street gather themselves to figure out a game plan.

DALE
How in the hell did we lose power!?

A Cadet runs up to Dale.

CADET
Sir, we've lost transmission with
Briggs at the power plant.

DALE

We need to head over there and see why we've lost power. Leave Arcane to the Lurker for now.

CADET

Yes sir.

GRANT

That thing is destroying the city like a wrecking ball, and you want us to go check on a few spark plugs?

DALE

God damn it, Grant! What choice do we have? Until we get power back to our artillery, you might as well be shootin' spit wads out here.

Grant grumbles under his breath knowing that Dale is correct.

INT. POWER PLANT

Machines are smoking and overheating. They explode into flames, while engineers lie on the ground dead.

It was all a diversion. Odessa used the Lurker to lure away any resistance while she took down New Faith City's power source, solar power generators transmitting signals and radio waves to the demon hunter's rail guns, otherwise known as their peacekeepers.

She walks around the smoking machines slowly with a cane and a dirty smile on her face.

A plant guard jumps out and points his gun at her.

Odessa's eyes flood with black liquid and become dark as coal. The smile fades from her face, and wrinkles form above her evil scowl.

She slams the cane down to the ground, and it magically liquefies into a pool of hot tar.

Moments later, Shadow Growlers rise from the murky sludge-like tar. These mischievous, gremlin looking creatures take shape. They drip hot tar from their bodies and singe the floor.



The demons lurch toward the guard. He fires off a few shots causing only a few splattering holes. Like a spider web, the holes pull themselves back together, and the Shadow Growlers regenerate their bodies.

One of the Shadow Growlers pounces on the guard, biting him in the shoulder and burning his flesh in the process. The other one joins in and goes for the throat.

They quickly kill the guard and bound back over to Odessa. The guard's flesh in sections are burned right down to the bone as he lay there dead.

Odessa pets one of the Growlers across its head. Her hand sears and smokes, but it doesn't seem to harm her.

She waves her hand down to the ground as if to command a dog to lie down. The Growlers immediately melt down to the floor and form back into her cane.

INT. PARKING STRUCTURE

Many abandoned, rusted, stripped cars can be seen throughout this concrete multi-level structure. Though it is daytime, the parking structure doesn't let in much light. Due to the recent power shortage, the backup lights are very dim creating a lot of shadows. A path of wreckage can be seen from the Lurker. Broken concrete rubble, stepped on crushed cars, and fizzling electrical wires decorate the place in destruction.

Arcane ventures through the darkness carefully with his sword clinched tightly in both hands in front of him. Visibility is only apparent when the occasional electrical spark lights the way.



Suddenly, the sound of screeching rims of an abandoned car can be heard. As it quickly becomes closer and louder, sparks can be seen from the friction between the flat tire rims and the concrete floor.

Arcane leaps to the side dodging it. He looks back as it smashes into a wall.

The worst thing possible happens. The emergency backup lights and sparking electricity from broken wires go dead. The backup generators must have been running on fumes.

In complete darkness, a claustrophobic feeling begins to take over Arcane. Being in the setting alone, not sure which way is up from down, is one thing. Being in that setting with a creature so fierce and nasty is a completely different ball game.

Arcane sweeps his sword on the concrete in front of him causing a small wave of sparks to fly up, like when a hockey player suddenly stops and splashes up ice shavings. Over and over he does this to get some sort of direction.

A roar followed by a loud crashing sound can be heard.

Arcane sweeps his sword, sparking up a little light, and has just has enough time to duck a tumbling car hurled at him. The car CRASHES through the side wall of the parking structure, and allows some sunlight to gleam in.

Arcane gets quickly to his feet only to have his sword knocked from his hand, and then he is scooped up in the Lurkers grasp.

The Lurker growls and clinches Arcane in one hand, slowly squeezing the life out of him. Arcane groans in pain before finally protracting his wings and slicing off the Lurker's hand.

Blood sprays all over as Arcane pries himself free from the severed, twitching hand.

Arcane retracts his wings and rolls between the Lurkers legs to avoid a downward hammer punch that cracks the concrete floor.

As the Lurker thrashes about, Arcane climbs up its back. He holds out his hand pressing his forefinger and thumb together, and his sword quickly shoots back to his magnetic gauntlet glove. In a downward motion, Arcane brings the sword through the back of the Lurker's neck and out the front.

Down like a bleeding sack of potatoes, the Lurker falls. Despite gargling blood in his throat, the Lurker fights its way back to its feet.

Arcane stands there astounded.

ARCANE

Seriously?

The Lurker grabs the blade with its bare hand and begins to slowly push it back out. Bleeding, missing an arm, an eye, it didn't matter, the Lurker was persistent. It wanted nothing more than to rip Arcane apart at any cost.

Arcane reaches down to his boot and unsheathes a small butterfly knife. He swings it open, flips it over, and whips it at the Lurker. It finds its mark in the Lurker's only good eye.

In a blind rage, the Lurker swings his arm around, smashing into anything he can. Cars, walls, and beams all become victim to his destruction. Soon, the parking structure begins to shake. The Lurker has knocked down one too many load bearing beams.

MOMENTS LATER:

EXT. ABANDONED PARKING STRUCTURE

Arcane leaps out of the structure just as it crumbles down on top of itself, causing a huge dust cloud. He stands up and brushes off the dirt. Squinting to make heads or tails of the dust cloud that was once a parking structure, Arcane walks up the hill of wreckage. He presses his thumb and forefinger together on his gauntlet glove calling for his sword. Like a person in a parking lot that forgot where he parked, he wanders aimlessly on the wreckage looking for his property. A tiny bit of debris begins to wobble. Arcane approaches thinking he found his sword. Suddenly, the Lurker's upper body erupts from the pile, sending Arcane back on his heels.

The creature's lungs are filled with blood while it lets out a gurgling eerie moan. The Lurker is immobilized as his lower body is wedged under concrete pillars.

Even after defeat, the creature's stubbornness to die surprises Arcane. He finds there is only one thing left to do: put the fowl beast out of its misery. But he also has to be careful not to get too close. The Lurker still has plenty of adrenaline to crush Arcane like a grape.

Arcane's sword is still fully intact pierced through the Lurker's neck. Arcane begins to walk slowly in a circle around the Lurker calling for his sword. It wiggles and turns following him, but doesn't exit the beast's neck. Eventually, the sword makes a full circle and completely slices the Lurker's head from his shoulders. A gruesome way to go, even for a demon.

Arcane kneels down and watches as the Lurker turns to ash and begins to flake away in the wind.

MEANWHILE:

INT. POWER PLANT

The place is smoldering and left in shambles. Bodies are strewn about.

Grant, Ryan, and other crew members all stand in a circle waiting for orders from Dale.

DALE

We need to get our engineers down here immediately.

RYAN

It couldn't have been a coincidence that this place was hit just as a Lurker appeared.

GRANT

I'd have to agree with the kid on this one. We might be seeing another wave of demons soon, and with no real firepower...

DALE

Cadet!?

One of the Cadets runs over.

DALE

I want you to get in contact with all of the engineers. It is priority one that we get this place operational again pronto.

CADET

Yes sir.

DALE

Grant, I want you to do some old fashioned detective work around here. This was too precise and carefully planned. We need to find whoever did this and make sure once we have the plant operational, that it doesn't happen again.

They both start to walk off before Dale chimes in again.

DALE

Wait? Where do you think you're going?

RYAN

You just said...

DALE

I said Grant, not you.

RYAN

Okay... Well, what am I supposed to do?

DALE

I want you back at headquarters for your last briefing.

RYAN

Briefing on what?

DALE

For your scout mission.

RYAN

That's not for another week.

DALE

Not anymore. You and your team will be leaving tomorrow.

GRANT

Wait a damn minute. The kid isn't ready. Besides, we don't have power. Which means no peacemakers.

DALE

You said it yourself... we may get attacked again, and probably soon. We need to find more resources or even somewhere to evacuate to.

GRANT

This is bullshit! What about demons? How will they defend themselves?

DALE

We have no indication that anything is even out there, but that's just a chance we will have to take.

Grant clinches his fist and grits his teeth.

DALE

I think we might be able to dust off the old crank generator back at H.Q. to operate at least one peacemaker.

GRANT

You got to be fu.... You're a piece of shit, you know that?

DALE

Edward, unless you want to sit here and waste time exchanging nasty looks at one another, either punch me, or get your ass out of my sight.

Grant snarls with a scowl on his face, and turns to walk off hastily.

A Cadet runs up to Dale.

CADET

Sir, the President is on our communicator and would like a few words with you.

DALE

Alright, I'll be right there. Everyone, you know what you have to do, so let's get a move on!

INT. PRESIDENT SUITE

The suite is hardly that. It is merely a high-rise that overlooks most of the city. Not much for luxury, as this place, like everything else, has a leaky roof and shoddy furnishings.

A man in his sixties sits behind a presidential looking desk. He wears an obvious toupee with a bad makeup job to

conceal some of his liver spots. This is New Faith City's President, Mr. Donald Burton.

He seems very animated as he talks to a flickering monitor on his desk. Captain Dale Alvarez is on the other end.

PRESIDENT BURTON

...I don't care, make it happen!
This city is on life support with
energy and we can't afford any more
chaos right now. Get it done!

President Burton slams his fist down on the desk and causes his monitor to flicker a little harder. He then ends the transmission and turns the monitor off. He pulls off his toupee and dabs the sweat from his forehead. His assistant, a slender looking young man with dark black oily hair and a small breathing apparatus around his mouth and nose walks up. This is Henry Plummer, the President's assistant.

HENRY

Sir, you have got to take it easy.

Not more than a second after Henry finishes his statement, President Burton begins a coughing fit.

HENRY

You see...

President Burton gently puts his head down on his desk in exhaustion.

PRESIDENT BURTON

(mumbling)
Get my chair.

Henry rolls a wheel chair over for the president. He braces himself up on his desk with wobbling arms before finally flopping into the wheel chair.

PRESIDENT BURTON

Henry?...

HENRY

Sir?

PRESIDENT BURTON

When I die --

HENRY

-- Sir, don't...

PRESIDENT BURTON

No, listen... When I die, not a word to anyone about me having the plague and being weak. Last thing these people need would be the truth. They need strength and guidance.

HENRY

Don't talk like that sir. You've managed to stay alive with the plague for about five years now.

PRESIDENT BURTON

Everyday becomes more of a task. I'm just saying... promise me.

HENRY

I promise sir.

President Burton holds up his shaking hand to point to the window overseeing the city. Henry accommodates his wish and wheels him over for the view.

Looking out the window, one can see a series of long pipes that run up and attach to the top portion of the dome. The dome covers the entire city and is the only thing that provides safety from the desert wind storms and wretched plague. A funnel-like contraption rests on the outside of the dome's roof to collect rain water. Which then and drains all the way down to a water purifying factory.

PRESIDENT BURTON

Shit... Our luck we'll finally get another rain cloud and not have the power plant operational to filter out the impurities. Last thing we want to do is duplicate my diseased fate for everyone else.

Beyond that, is a drilling rig that is used to establish extraction wells for a large oil rig. This, along with a few other smaller rigs throughout the city, is the only means of oil and they are nearly dried out.

PRESIDENT BURTON

How long do you think we will have our resources intact? Wells are almost dried up.

HENRY

I'm not sure sir. All the more reason for us to keep the idea of exploration open. Just maybe we will find another do --

PRESIDENT BURTON

-- Dome!? Another dome city that survived the war? Doubtful. It's been so many years since we lost transmission with our sister city.

HENRY

How many domes did the army help put in place that didn't make it again?

PRESIDENT BURTON

I'd rather not say. The more I think about it, the more heart ache I have. An entire nation... Hell, an entire world slaughtered. That is if they were lucky enough for a quick death. Other poor bastards were unfortunate enough to breathe in the red sand like me.

President Burton begins to have another coughing spell. Henry runs over to a stack of water jugs and begins shaking them, until he finds one that has a bit of water in it. He pours the president a drink.

President Burton slowly drinks the water to settle his throat. He licks the cup and smacks his lips as if the water was a rare delicacy.

LATER:

EXT. CITY STREET - NIGHT

Harold walks down the side walk. He keeps glancing down to the address on the card that the chef gave him.

He passes a couple of untrustworthy, shifty looking women loitering. On closer inspection, it appears to be a pair of grimy prostitutes, according to their torn fishnet stockings and low-cut leather tops. They solicit Harold as he passes.

PROSTITUTE ONE

Hey baby. I got what you want, if you got a pack of smokes or clean water for an hour of my time?

Harold doesn't pay any attention. He keeps his head down and presses by.

PROSTITUTE TWO

Forget you!

Harold turns the corner, and the prostitutes' bickering becomes faint in the distance.

He looks up again, and there it is. Pearl street.

Harold cautiously enters the dark alley while thumbing a knife in his jacket pocket.

A jar falls from an overflowing garbage can and clangs, echoing down the alley. A pair of glowing cat eyes stare back before finally leaping down and running off.

Harold continues to walk down the alley and notices a large dumpster at the end. It has no wheels on it, and sits completely flat with the ground. On the side of the dumpster is the same insignia that the chef had tattooed on his hand as well as the print on the card he gave Harold.

Harold shoves some old papers off of a milk crate and drags it up to the dumpster. He hops up on it and lifts the lid. Peering in, the dumpster is completely empty of garbage, and instead, it incases a cellar door leading under the alley street.

He hops in the dumpster and pulls up on an iron ring, lifting the door very slowly and carefully. It creaks and opens to a stairwell lit by a few torches.

Harold takes a swallow and walks down the stairwell.

INT. SEWERS

A person in a black robe sits in a chair at the bottom of the stairs.

He raises his hand to stop Harold. Harold holds up his card showing his invitation.

The person in the robe gestures for Harold to follow him down the sewer.

INT. UNDERGROUND TABERNACLE

The tabernacle is like an auditorium. It has stadium stone seating overlooking a pit in the middle. To the side of the pit stands a large gong and a striker. To the other side, an

illuminator in black robe holds a large candle for the ceremony. In the middle, Odessa, dressed in a ceremonial black gown, stands behind an altar with a Baphomet pentagram carved into it. She holds a book filled with satanic scripture.

Harold is quietly ushered in just as the mass is about to start. The chef he met earlier sits in the crowd and waves for him to come over. Harold nods and walks over to take his seat next to the chef.

CHEF

I thought you wouldn't make it.

HAROLD

Wasn't easy to find.

CHEF

Well, glad you made it. After mass, if you like what you hear, I will introduce you to Odessa.

Odessa quiets the crowd as she prepares to deliver her message.

ODESSA

From the despair and agony of thy former direction, thy new path is tonight set forth in all the brilliance of Lucifer's flame. His zephyrs now guide thy steps into the ultimate power which knowledge brings. The blood of those who fail is eternally bright on the jaws of Death, and the hounds of night pursue their hapless.

The crowd chants a few times in unison.

ODESSA

Through this, the black flame of Satan, thou walketh in Hell. Thy senses are awakened to the joy of rebirth. The gates are flung wide and thy passage is heralded by the deathless cries of his guardian beasts. His searing brand shall be evermore emblazoned on thy consciousness, its fiery meaning shall make thee free!

Once again the chant rings out. This time it can only be described as howling words spoken in tongue.

ODESSA

They who walk amongst us who bear
deceit, verily they shall perish in
blindness. Turn thy back on the
vile and despise them, follow the
black flame to unending beauty in
mind and body.

Odessa lights a candle in front of her and unscrews the lid
of a jar of sand. She tosses some of the sand into the flame
and it bursts into a small cloud of smoke like a
firecracker.

ODESSA

In the name of Satan, Lucifer,
Belial, Leviathan, and all the
demons, named and nameless, walkers
in the velvet darkness, harken to
us, O dim and shadowy things,
wraith-like, twisted, half-seen
creatures, glimpsed beyond the
foggy veil of time and spacious
night. Draw near, attend us on this
night of fledgling sovereignty.
Welcome all our new and worthy
sisters and brothers. Your hands
have strength to pull the crumbling
vaults of spurious Heavens down,
and from their shards erect a
monument to your own sweet
indulgence. Your honesty entitles
you to well-deserved dominion o'er
a world filled with frightened,
cowering men.

Everyone in the crowd, besides Harold, stands and chant.

LATER:

The chef brings Harold backstage down a hallway. They
approach a guard that sits in front of a door.

The guard allows the chef and Harold to pass by and enter
the door.

CHEF

Odessa? I've brought someone for
you to meet. I told him you would
have answers.

They close the door behind them and the guard sits back
down.

EXT. CITY EDGE - DAY

The team has gathered at the edge of the city readying themselves to enter the desert wasteland in search of salvation. The crank to the heavy metal door is on a pulley system and being cranked open to the desert outside the city. Lynn wipes tears from her eyes not looking forward to her goodbye speech. Lynn holds onto Ryan and looks as if she has already lost the argument about Ryan staying. He gently brushes her hair off of her forehead and tucks it behind her ear. He leans in and plants a soft kiss on her eyebrow.

RYAN

I have to go. I can't promise --

LYNN

-- Then don't. Be the man you were chosen to be. I will see you, and I love you.

RYAN

I love you too, and I can promise that I will see you later. If not in this life, eventually in the after.

Lynn gives him one final hug before she pushes him away, preparing herself for certain sorrow to come.

He joins the group and watches as the heavy door loudly lifts up.

Blazing light and dust barrel in all at once and force the team to put their goggles on and fasten the small lightweight gas masks to their face.

Lynn and the others that were saying good bye to the team all head into the protected building before the large gusts of wind blow dirt and debris into the area.

Blinding light engulfs the team as they exit the door and the city.

If one hadn't known that a desert lay on the other side of the city, it would look as if they were entering Heaven itself. The light shining in made the gusting dust particles dance and reflect light, like that of tiny glistening spiritual orbs.

Then all at once a large THUD, and that was that. The fate of the team would rest in their own hands, and their journey would begin.

EXT. DESERT

The team gives their equipment one more quick check over, and Ryan discovers a small flask in his breast pocket with E.G engraved on it.

RYAN

Grant...

Grant must have slipped his flask into Ryan's pocket as a way of saying, "good luck kid" without the mushy goodbye.

MEANWHILE: back in the city

EXT. DINER

Grant and a Cadet get out of a car near the diner where Grant first heard the rumblings of the Lurker who attacked the city earlier that day.

Grant holsters his revolver and tosses a spare flashlight to the Cadet.

GRANT

Alright kid, stay close and keep it quiet.

They venture down the street with their flashlights following the Lurkers tracks he left crushed into the street.

CADET

Crazy what happened today huh? I mean, we've studied about those Lurkers but I never thought I'd ever see one.

GRANT

Kid?

CADET

Yeah?

GRANT

Shut your yap.

CADET

Oh, okay.

Grant and the Cadet see a chunk of the building that the Lurker bumped into and demolished.

They pass a couple abandoned department stores before finally tracking the damage to the entrance of an old abandoned movie theater. The entrance is dark, but it certainly looks as if the Lurker smashed his way out of the building from this spot. The marquee can be seen out front high above in between both ticket booths. It displays corroded metals and wires that hang down. It almost looks as if some sort of eerie cave with vines dangling down in front of the entrance.

The Cadet suddenly begins to hiccup from nervousness.

CADET

Are we going in there?

GRANT

Unfortunately. However, you will not. Last thing I need is a hiccupping alarm clock that will surely get us into a fix. Get out of sight and wait ten.

Grant grips his revolver tight while carefully approaching the movie theater.



He shines his light low to the ground, stepping over bricks and other debris.

INT. MOVIE THEATER

Grant enters the old abandoned movie theater. Upon inspection with his flashlight, it's exactly as expected. The place is in shambles. Old empty popcorn tubs lay strewn about. Torn weathered carpeting, and peeling wall paper at every direction, not to mention, all the cobwebs that cover the old movie posters.

There in the middle of the lobby, next to the sad looking concession stand there is a giant hole in the floor.

Grant tip toes up to the edge, weary of falling in, and peers down.

It appears to be a boiler room, but what catches Grant's eye is the large hole in the wall next to the boiler. It looks like an aqueduct leading into the Dweller's home, the sewers.

Grant scratches his head for a moment and goes against his best judgment. He begins to carefully climb down into the boiler room.

He crouches down and looks into the aqueduct before entering.

INT. SEWERS

The aqueduct is bone dry and completely empty as far as Grant's flashlight will shine. However, carvings etched into the walls like cave drawings can be seen. Mostly they are demonic symbols, but one is a bit different than the rest. It is an arrow drawn through an upside down cross. Perhaps it is a directional compass leading to the main Dweller camp.

Grant flips open the cylinder on his revolver and double checks how many bullets he has in the chambers. He pats down his pockets and pulls out a small box of ammo that only contains a several more rounds. He dumps the ammo into his front duster pocket and tosses the ammo box to the ground.

The stench is overwhelming, almost like a bad cologne soaked on a dead animal. Grant buries his nose into the crook of his elbow and forearm.

He suddenly stops in his tracks, hearing someone around the next bend coughing.

Grant looks around the corner and sees a wiry old man pushing a wheelbarrow. The man carries a wooden box with crosses etched into it strapped to his back like a backpack.

The old man whistles and sings to himself.

WIRY OLD MAN

Mamma had scarcely turned her back.
The thumb was in, alack! alack!
The door flew open, in he ran, the
great long legged Scissor man. Oh
children see, the tailor's come,
and caught our little suck-a-thumb.
Snip! Snap! Snip! The scissors go;
And Conrad cries out, Oh! Oh! Oh!
Snip! Snap! Snip! They go so fast;
That both his thumbs are off at
last.

The wiry old man hits a bump and topples over the wheelbarrow, spilling out a pile of rotting human limbs.

Grant's eyes go wide watching secretly from the distance. The wiry old man gathers up the severed feet and hands, tossing them back into the wheelbarrow casually. He stops when he notices a ring on one of the rotting hands. He puts the finger in his mouth and gnaws on it for a bit before finally skinning the finger of the ring. He spits the ring into his own hand to examine it, and then tosses the limb back into the wheelbarrow.

Almost as if a child being tickled, the man goes into a sudden panic of childish laughter before finally placing the ring on his own finger.

CLICK. The kind of sound a large cold revolver drawing back the hammer would make. Grant has his gun pressed to the back of the man's head. The wiry old man becomes a statue except for his one twitching eye.

GRANT

Not a peep.

The man begins to breathe erratically and his large Adam's apple bounces up and down. He starts to drool from the mouth and whimper.

GRANT

What's your name?

FETCH

Mmm... Mmm... My name?

GRANT

Yeah, your name? Or ain't cha got one?

FETCH

They call me Fetch.

GRANT

What's in the box?

FETCH

Nothing. Fetch's safe place.

GRANT

Alright Fetch, we're gonna play a little game. It's called you show me where the Dwellers live. The only rules, you must keep absolutely quiet. If you break these said rules, I bury a bullet into your noggin and toss you in that nasty fucking wheelbarrow.

Fetch's eyes go back and forth.

FETCH

No wheelbarrow. Fetch play game.

GRANT

After you.

LATER:

Fetch hobbles from a bad knee while leading Grant down the pipeline. Rusted man-made holes line the walls of the aqueduct. Inside the holes are empty living quarters. They are filled with makeshift beds out of hanging cargo nets, and old car seat cushions. Pots and pans to boil water sit over fire pits.

GRANT

Where is everyone?

FETCH

Don't know. Maybe Inner Sanctum. Big meeting.

GRANT

Why aren't you there?

FETCH

Fetch told to feed the hounds.

GRANT
You were taking human body parts to
feed some dogs?

FETCH
Only thing Fetch good at. Wanna
see?

Fetch pulls a whistle attached to a necklace out from under his shirt and puts it into his mouth.

Grant clinches his revolver tight and points it at Fetch.

GRANT
You blow that whistle, we're gonna
have a problem.

FETCH
Ah-oh.

GRANT
What do you mean, ah-oh?

Down in the darkness, far behind them, an echoing of growling can be heard. Pairs of small glowing eyes appear. Something devilish approaches. The eyes bounce up and down in the darkness as they close in, like that of a group of Prowler Hell hounds.

Grant turns to Fetch, and to his surprise, he is a contortionist. Fetch has managed to bend and fold his body in order to fit himself into the wooden box that he carried as a backpack. Then he finally closes the hinged lid completely sealing himself inside.

GRANT
Shit...

Grant takes off running, leaving Fetch and his box to the hungry Prowlers.

One of the Prowlers come up to the box and the other two run right by it. The one that came up to the box begins to sniff it with its torn flesh bone exposed nose. The Prowler sneezes when it smells the etching of the cross on the side of the box. It's some sort of enchanted barrier spell keeping the Prowler out. It finally gives up on the box and heads after the other two Prowlers who are in pursuit after Grant.

Up ahead in the aqueduct, the two Prowlers close in on Grant. He turns, while in stride, and cracks off a couple shots. The bullets tear through the rotting Prowler flesh and temporarily slow them down. However, their muscle tissue

links back together like a spider web, and their bodies begin to regenerate.

The third Prowler passes the other two as they finish healing, and catches up to Grant.

It nips at his heels when all of a sudden a loose drainage grate gives way below their feet. They plummet to a mucky reservoir, and splash into it the stagnant, algae covered water.

Grant swims to the surface, and in a panic surveys his surroundings looking for the fallen Prowler.

The Prowler emerges snapping its jaws in dismay. It startles Grant, forcing him to backstroke away from it. The Prowler, with all its hollow muscle cavities, begins to take in the heavy sludgy water like a leaky boat. It can no longer stay afloat at the water's surface, and sinks to the bottom of the deep reservoir.

The other two Prowlers look down on Grant from where the grate broke and gave way. They dare not leap down, but they have no problem letting off a disturbing growl to show off their temper.

Grant swims to the side of the reservoir to a small hatchway, and is able to pull off the mesh screen cover. He lifts himself into the small passage and crawls safely out of the reservoir.

The passage is a small channel used to filter water from the reservoir. It barely has enough space for Grant to slither down on his belly. He manages to shimmy his way to the end of the shaft and press his way out through another mesh screen cover.

INT. INNER SANCTUM

Torches light up the makeshift village that is the Inner Sanctum. Small patched canvas huts surround the area and house the Dwellers from the cold dank environment.

Grant slips in unnoticed and spots a clothesline strung up behind one of the shanties. Old, ratty clothes hang smoking above a smoldering fire. Apparently, the aroma of smoke would be a better choice than the spoiled odor of the wretched sewer.

To the right of the smoker stands an old fashioned ash hopper that was primitively used to make lye soap. However, hogs have been nonexistent for some time, and pig fat was the main ingredient to make lye soap. At another glance to

the left sits a small wooden crate with flesh boiled clean skulls.

Seeing this, Grant goes wide eyed realizing they don't need grease from any pig fat when you can get the same end result from human tissue.

He quickly grabs the clothes hanging on the line and runs behind the small shanty quickly so not to get noticed. Grant reluctantly wraps himself with the rags concealing his identity to blend in with the other Dwellers. Cautiously making his way through the Inner Sanctum, Grant fits in quite well. He adds a small limp to his stride to gain some authenticity of the calcium deficiency most Dwellers have.

A steady harmony can be heard, as if a choir was humming a beautiful song. Grant follows this noise around a few of the shanties, until he realizes his ears have deceived him. Flies buzz everywhere hovering over death and decay of some of the fallen Dwellers. The bodies lie there decaying and ignored by the living like they're nothing more than pots of wilting flowers.

Grant holds his hand over his mouth so not to vomit, and he walks away.

At the end of the Dweller camp, he finds a hole in the wall that gives sight to the connecting room, the tabernacle.

INT. TABERNACLE

Grant enters through the hole in the wall and investigates the tabernacle. Between the sacrificial podium, the candles, the large bell, and all the demonic artwork, it doesn't take Grant long to realize they are hosting séances down here. There is no doubt in his mind that the Lurker was conjured from this society and set forth to wreak havoc among the people living above ground. But, at what gain? Why do these people stay hidden? It couldn't be just because they didn't want to amend to the laws of New Faith City. No, there had to be a bigger picture.

What was it that every single Dweller had in common? Arguably, everyone had turned their back on God for this life, for letting their children die in their arms, and not allowing passage to the other side. Instead, the dead would float in limbo as a specter, punishing their living loved ones. Surely Grant knew of this feeling all too well, but he had his wits about him and wouldn't be easily brainwashed in believing this down here. Down here in the bowels of Hell, they thought to have a better life. Serving for the Devil would not fund the notion of any special privileges once this whole war was over. Besides, Grant knew deep down that

good always prevails, at least in every story that was worth reading as a child.

In that moment, in that thought, Grant would make peace with his maker, and be given another light to his candle within. A soft warmth brushes the back of his neck. It was as if to be suddenly touched by God and given the revelation of knowledge that life still has meaning, a purpose. Faithless ideals would no longer burden him after this experience. The blind can keep their so called salvation and be named a Dweller. Dressing up and living the life as a Dweller, even if for only a moment, was too much for a sane man to take in all at once. Grant needed to get out of this place and report his findings.

Maybe he could bring back the battalion of Cadets to capture these people and wean them off of this existence.

Grant has spent too much thinking and not enough paying attention to his surroundings. Some of the Dwellers have taken notice to him, even with the rags wrapped around him.

They begin to walk towards him, poking and mumbling like a bunch of cavemen.

Grant pushes through the crowd looking for the hole in the wall that will lead him back into the Sanctum.

INT. INNER SANCTUM

Grant fends off the Dwellers who have followed him into the Inner Sanctum, as well as others who now know he is not one of them. Not wanting to shoot them, he clubs a couple with the butt of his revolver. They have now ganged up on him, and are tearing the rags off of Grant. Feeling overrun, he fires a round into the air and the Dwellers begin to scatter. Only one approaching woman with a cane remains.

Appearing from the shadows, Odessa stands before him. She grins, showing off her yellow, stained teeth.

GRANT
Back off lady.

Grant aims his revolver at her, and she doesn't budge. Squinting her eyes back at him, wrinkles take form above her brow.

She whispers something that can't quite be heard.

GRANT
What?

Grant looks down and what was once his revolver appears before him as a snake slithering in his hand.

Startled, he drops it and takes a step back. Looking at her and back down he realizes it was some sort of mind trick, as there was never any snake. His gun lay on the ground and is brushed aside with a sweep of Odessa's cane.

Grant balls up his fists and clinches his teeth ready for a fight. Sweat beads down into his eyes. He quickly wipes his eyes, and now standing before him is not Odessa, but his wife in living flesh. She looks angelic with flowers pinned into her hair.

Grant cannot find the words to say as his bottom lip quivers. He loosens his fists and stands there welling up in a trance. Small rocks float inches above the ground while Odessa works her enchanting magic.

The rest of the Sanctum, under her enchantment, appears as a perfect paradisiacal oasis filled with green hills and wonderful hand stitched tents that the Dwellers live in. They have no idea they are living and dying in this cesspool, for they constantly see Odessa's enchantments.

Odessa, appearing as his wife, touches Grant's forehead and slowly brushes his eyes shut. Just as soon as his eyes are shut, his legs buckle, and Grant along with all the small stones fall to the ground.

EXT. MOVIE THEATER - DUSK

The Cadet pulled the car around and parked in the dark across from the movie theater. He rolls down the window as Grant exits the movie theater and approaches.

CADET

I got worried when you took longer than you said, so I pulled the car around.

Grant doesn't respond, but keeps walking towards the car.

CADET

Man, you look soaked. Everything alright?

Still no response.

CADET

What's wrong with your eyes?

As Grant's face is revealed from the darkness, he appears with completely white smoky dilated eyes, almost like two cloudy crystal balls in his head.

He opens the car door and forcefully pulls the Cadet to the street. The Cadet scrambles to his feet as Grant climbs behind the wheel. The Cadet runs up to the door only to have Grant's revolver pointed at him.

CADET

Grant... What are you doing?

The Cadet slowly backs away with his hands up in the air. Grant screeches away leaving the Cadet to the dark street.

CADET

Son of a bitch! What the Hell...

The Cadet looks around frightened at the thought of what evilness might be waiting in the darkness as he is now forced to walk back to the station.

EXT. DESERT - NIGHT

A camp fire hisses and pops, illuminating the area, as the infantry squad sits with exhausted faces from the long journey in the heat.

Off in the background, Roger, a mid forties mechanic with a horseshoe pattern balding haircut, works on the squad's vehicle. He has his tool box spilled out on the ground as he leans half his body into the Rover tightening something with a crescent wrench.

Next to the Rover transportation vehicle, Gabriel, also known to the crew as Gibbs, monitors a tripod electronic device that tracks satellite signals and contours of the land. He scratches at his pork chop sideburns in thought. Then he pushes his wide-rim black glasses back up his nose, and makes a few more adjustments to his calculations.

The team's medical specialist, Paige, walks around the fire handing out a salve that she made to act as an aloe lotion to aid the team's bad sunburn. She is a very pretty redheaded woman with a lot of spunk. One eyebrow shaven off and replaced with a small thorn vine tattoo. But don't let that fool you. She is very good at her job, and knowledgeable at herbal and allopathic medicine.

By the fire, Blake and Travis, to be mistaken as twins by those who didn't know them, both have boxer's noses after a twelve round fight and a pair of crew-cuts to match. One cleans his guns while the other sharpens a bowie knife by

brushing it back and forth across a leather strap. The both are deep thought and find tranquility in their task.

On the other side of the fire, Clark, a younger guy with messy hair and a pocket full of small watchmaker screwdrivers, tinkers with a small remote control helicopter that has a camera attached to it. He tightens a couple screws down mounting the camera to the top of it before setting it down and playing with his remote control. The remote control helicopter falls to its side and spits some dirt onto a pair of size seventeen combat boots.

The giant of a man that occupies these shoes is Malcolm. Malcolm is a black gentlemen that looks like he could compete in a Mr. Universe contest. If he were to be defined in a dictionary, it would say strong back and thin between the ears. He was the brute force of the team, and solely responsible for carrying the large crank generator for the one peacemaker cannon they have in the party.

A massively devastating weapon, but perhaps a bit primitive compared with the newer models of peacemakers with its manual charge operation and sheer bulkiness, would be their only option as the power plant is down in New Faith City and wouldn't be able to transmit a charge to the newer model peacemaker weapons.

Some of the men think they're better off not relying on a signal so far out of town anyway, and would rather use old fashioned gun powder and sharp steel.

Captain Wallace, however, had bigger issues to worry about, for example, how trustworthy Gibbs and his navigational equipment would be out here in the desert. If they were to take a wrong turn instead of staying true to their course, it could mean an extra day or two worth of rations and water, which was a luxury not to be taken lightly.

Wallace was a Lieutenant back in the city, but Captain Dale Alvarez saw something in him and assigned him to lead this group. Captain Wallace was a quiet man, smaller than most of the crew but excellent in battle strategy and hand to hand combat. He was self-taught in most areas in life, and had a calmness to him even when things might seem a little further from normalcy.

Then there is Ryan Kazuto. His story we already know: ex-partner to Edward Grant, and beloved husband to Lynn Kazuto; but what we, and even he himself, doesn't know is the fire that burns inside him. An eagerness to find salvation for his city at any cost and the determination that he must come home safe to his wife are two things that drive him deep inside. His desire would not be matched by anyone on the team, but that is for them to find out, and him to prove.

INT. CHURCH

The priest lays on the ground with a swollen eye and bloody lip. He is cowering in fear as he is handcuffed to the front section of pews, while Grant is slowly lighting the place on fire with the alter candles.

PRIEST

Please... I don't know where he is,
I swear.

Grant breaks a wooden flag post from its pedestal and proceeds to burn a lions crest fabric at the top of it. He uses it as a torch and now sets the pew that the priest is cuffed to on fire. Slowly it burns, and works its way down the pew heading toward the priest.

PRIEST

Please child. I know this is not
you. Your eyes... You must fight
it.

Grant takes the torch and shakes it close to the priest's face to scare him.

The priest tries to tuck his head down into his chest to avoid the unbearable warmth of the flame.

PRIEST

Alright, alright! Just stop this! I
have a friend that said he deals
old junk parts to him every so
often. I'd check there and see what
he knows.

Grant tosses the torch to the floor

PRIEST

His shop is by that old abandoned
diner, the one with the big donut
sign on the roof. Miles, or
Millie's Place I believe it's
called.

Grant stands there with no emotion on his face, and staring back with those haunted, ghostly possessed eyes.

PRIEST

Okay that's everything I know. Now,
let me go.

Grant tosses the key on the pew just out of reach in the spreading fire.

PRIEST

No!

Grant leaves, and the priest is left there to try to reach the key. The flames eat up more of the pew's wood and become larger by the moment. It would be too hot for him to reach into them to fetch it. The only thing left for him to do, in his final moments, is to repent for his sins before he will burn alive.

EXT. CHURCH

Grant gets in his car to head to his next lead in the search for Arcane.

As the flames take over the church, a faint scream can be heard.

EXT. DESERT

The camp fire is all but hot ambers at this point. Items to keep a fire alive in the desert are scarce and exhausting to find.

Setting up their tents, Ryan goes to spike a post into the ground and hears a clang. He doesn't think anything of it as it's probably a rock, so he scratches into the dirt to dig it up and move it out of the way. As he brushes off some of the dirt, he reveals a highway road buried beneath.

TRAVIS

Whatcha got there?

Ryan scratches away more dirt revealing a faded yellow line that was painted on the road many years ago.

RYAN

It's a road.

TRAVIS

Gibbs!? Get your ass over here and take a look at this.

Gibbs jogs over to them and examines the road. He pushes his glasses back up his nose and scratches his head.

GIBBS

If my readings were right from when I calculated them earlier, this might be Highway Eighty.

Captain Wallace walks over.

WALLACE

What's all the commotion?

TRAVIS

Ryan here found Highway Eighty.
Whatever that means.

WALLACE

You found a highway under our camp?

Wallace takes a look at the old asphalt that lay beneath.

WALLACE

Gabriel, can we run some schematics
on this? It might be useful for us
to follow.

TRAVIS

Why would we follow an old road
that no one has used in years?

WALLACE

Because, roads lead to cities.
Cities that were long ago built when
these roads weren't covered with
sand. There we might find
resources.

RYAN

It is a gamble that they will lead
to any number of the cities that
were destroyed by the war, but it
beats wandering out here without
any clue.

GIBBS

Even if the city was destroyed
years ago, perhaps newer travelers
started rebuilding. A trading post
maybe, or even some sort of water
supply.

WALLACE

It is possible. There still has
been no detection of the plague
according to our readings. If the
plague has finally depleted, who
knows who or what we will find
traveling like us. Keep your eyes
peeled. Not much we can do tonight,
but rest. I want everyone up and
ready at dawn.

EXT. MECHANIC SHOP

Grant reads the store hours sign hanging on the door. The shop has been closed for a couple of hours, but that doesn't stop him from picking the lock and break in.

He slowly opens the door and barely squeezes in to avoid the door chimes hanging just on the inside. Grant pulls a flashlight from his duster and surveys the area, just another, typical oil stained auto shop. Spare parts for cars that will probably never run again lay strewn about.

That's when he spots the old wooden staircase leading to the owner's loft on the second floor. With those white possessed eyes, Grant pulls his revolver out and slowly heads upstairs.

EXT. DESERT - MORNING

Gibbs straps down the last of the supply bags onto their A.T.V. and wipes the sweat from his brow.

PAIGE

I can't believe how hot it is already.

GIBBS

You're telling me.

Wallace walks up.

WALLACE

Alright, everything packed and ready?

LATER:

They are all crammed into the A.T.V. as they drive the dusty desert.

As their navigational guide, Roger sits in front next to Gibbs. He has an old G.P.S. unit that barely works enough to make out highway eighty. It isn't picking up a very good signal, but it should keep them on course for the time being.

ROGER

You sure that thing is accurate?

GIBBS

Nope. But it matches my compass, so at least I know we've been headed in the same direction.

RYAN

Hey, what's that?

Ryan points toward a couple buzzards that hover over something in the distance.

WALLACE

Buzzards? I haven't seen birds in years.

CLARK

Captain? If you allow me a few minutes and have us stop...

WALLACE

Yes, I believe we should.

They stop the vehicle and Clark sets up his small surveillance helicopter. It sputters for a moment before finally ascending into the air.

They are able to pull up the feed on a small monitor Clark carries in his backpack, and watch from the remote control helicopter's point of view.

TRAVIS

What do you think it is?

BLAKE

Something dead most likely, but not sure.

They watch as the helicopter closes in on the target.

PAIGE

What do you see?

CLARK

It's hard to make out, but it looks like some sort of caged animal.

WALLACE

Anything else around?

CLARK

Doesn't seem to be anything or anyone around just the post and ca... Hold on a sec. Jesus...

WALLACE

What is it?

CLARK

There's a little boy in the cage.

Paige holds her hand up to her mouth in shock.

The remote control helicopter hovers in closer for a better look, and the team huddles up next to the monitor with curiosity.

Suddenly the boy moves.

PAIGE

Did you see that!?

CLARK

I'm glad I'm not the only one. He moved, right?

PAIGE

We need to get over there quick.

Wallace hops off the A.T.V. and plunges one of the tent rods into the ground to mark the road they are following. He wants to be sure they can find the path again. He jumps back on and gestures with his hand to punch it. Gibbs starts up the vehicle, and they head over the dunes to retrieve the remote control helicopter and, more importantly, check out the child in the hanging cage.

They slowly drive up and dismount the A.T.V.

WALLACE

Keep a close watch, we are fish in a barrel right now.

Wallace was correct. The hanging cage was surrounded by much taller dunes of sand, making it easy for someone to have a vantage point with a rifle and the ability to spring a trap.

PAIGE

Hello? Are you alright sweetie?

Paige approaches the cage cautiously. She circles it trying to get a good look at the child's face. The child shields his face in fear and shifts away from her in the cage.

PAIGE

It's okay. We're not here to harm you.

RYAN

Shit!

WALLACE

What? What happened?

RYAN

Something under the sand just buzzed by my leg.

GIBBS

Just a sand drift from the wind. I've had to empty my boot several times already 'cause of it.

Paige reaches in the cage to touch the child on his shoulder.

CLARK

What the Hell are you doing?

PAIGE

He's just scared.

She gently touches the child, and instantly it sprawls in an unnatural spider-like fashion on the opposite side of the cage. It has a pair of evil looking serpent hazel eyes and hisses back with a narrow split tip tongue. The demonic child demonstrates a set of tiny jagged piranha looking teeth in a rabid fashion.

PAIGE

Whoa!

Page immediately pulls her hand out from the cage and holds it tightly to her chest knowing that she could have just lost a finger or two from this little creature.

TRAVIS

Okay Wallace... You mind telling us what the fuck that is? I mean it's not like any demon we've ever encountered in combat training.

Travis turns to Wallace who is already running back to the A.T.V.

WALLACE

Run God damn it, run!

He hops onto their vehicle and grabs a shotgun.

TRAVIS

What the Hell...?

BLAKE

What is he doing?

Wallace leans over the side of the vehicle in a panic aiming the gun toward the ground.

RYAN

Shit! There it was again!

A trail of dust shoots up as something small burrows just underneath the sand. It heads toward Paige.

Another one of these hideous childish creatures leaps out from the sand, wide jawed, and lunges at Paige.

It is within inches of her face when Malcolm catches it by its neck and holds it tightly. It squirms to free itself from his tight grasp.

MALCOLM

Bet it still dies like any other demon.

Malcolm squeezes its neck and the little demon let's out an awful shriek, so piercing to the ears that Malcolm is forced to drop it and use both hands to cup his ears.

The Sand Demon takes a bite out of Malcolm's leg and burrows back into the sand. A small puddle of blood forms on the sand. He doesn't even let out a scream. He simply growls and grits his teeth.

MALCOLM

That's 'bout enough of this bullshit.

Malcolm walks toward the A.T.V.

Blood drips from his leg onto the sand.

WALLACE

No, no, no... Wrap your leg up now!
No blood. No blood.

After a few moments, dozens of these little SAND DEMONS come buzzing just underneath the sand toward the small puddle of blood where the bite initially happened.

They begin to pop up from the sand to investigate, and immediately take notice of Wallace's team. In only a few more moments, the team is completely under attack. The team runs frantically from the pursuing Sand Demons while they fire their hand guns.

Blake nails one with a shot right between the eyes, and reloads his clip. In a blink of an eye one of the Sand Demons clamps around his neck with its teeth. Just like a school of piranhas, they all flock to him covering him in a biting frenzy. They wrestle him down to the ground, and just as fast take him under the sand with them.

Ryan leaps and grabs Blake's boot. He pulls and pulls, but finally falls backward. He uprooted Blake's boot and Blake's leg, or the lack of it. It was nearly all gnawed down to the bone.

Ryan drops the leg and scurries backward in a crab walk on his butt and hands trying to get away and get to his feet at the same time.

Back on the A.T.V., Malcolm sits on the ground cranking the generator for their only peacemaker with his foot like a bicycle peddle. He aims the bulky outdated gun aimed down the hill.

He can't get a steady shot, as he also cranks the generator with his foot, but that doesn't stop him.

The team below scatters, as they now have to worry about stupid Malcolm hitting them with stray shots. He manages to kill several of the Sand Demons, but also wounds Paige in the shoulder, wings Gibbs in the knee, and sends one through the side of Travis' lower jaw that blasts out most of his teeth.

WALLACE

Stop, God damn it! You fucking idiot!

Malcolm doesn't stop. Maybe stupidity, maybe just fear, whatever it was, he wouldn't stop firing. The generator fizzes and pops. A small poof of smoke emits from it, and still he doesn't stop.

Wallace puts an end to it. He slams the butt of his shotgun to the back of Malcolm's head knocking him unconscious.

WALLACE

Jesus... Is everyone de --

Wallace is cut short as the generator EXPLODES in a fiery ball of inferno taking out him, Malcolm, and the A.T.V. all in one swift blast.

This leaves Ryan, Gibbs, Paige, Roger, and Clark to fend for themselves with the now re-grouping Sand Demons.

Lying on the ground, Travis gurgles in his own blood and trying to push his jaw back up to his face. He loses way too much blood, and passes out.

Ryan, Clark, and Roger shield Paige and Gibbs from further injury as the Sand Demons close in. They take aim with their firearms, when suddenly someone on top of the dune rides up on a horse. He has bandages wrapped around his head covering everything except a pair of black goggles and a small slit for his mouth.

The horseman blows a whistle, but no noise can be heard. It must be a dog whistle.

With that, the Sand Demons pop up from the sand in agonizing pain. Now it is their turn to hold their ears in pain.

The horseman arms himself with a long bow, and proceeds to take out the remaining four Sand Demons with exceptional aim all the while continuously blowing that whistle.

With the last one pierced by arrow, the horseman casually puts his bow back around his shoulder and sits there mysteriously.

Ryan walks over to the one remaining Sand Demon in the cage, and without second guessing himself, puts a bullet into its skull.

PAIGE

Travis, stay with me. Stay here.

Paige holds her shoulder, all the while comforting Travis in his last moments.

CLARK

He's dead. Leave him be.

RYAN

He's right. Take care of your shoulder, and Gibbs looks pretty bad.

PAIGE

With what? What do you plan for me to use? In case you didn't notice all of our supplies are in that fire along with Wallace and Malcolm.

Ryan looks around at all the dead Sand Demons that are sprawled all over the sand, then back up to the top of the hill where the horseman sits.

ROGER
Hello there!

Ryan jabs Roger in the arm.

RYAN
Shut up...

ROGER
What? He just saved our lives.

CLARK
Ryan's right. We don't have any
clue on his intentions.

They look back up to the hill and spot a small girl with a weathered cowboy hat on. She walks down the hill carrying an old looking rifle with tape wrapped all around it. She has a small backpack with a worn-out rag doll peeking out of it. She grins with a set of dirty, stained teeth, and approaches the group waving her hand as a sign of friendship and innocence. This is DOLLY.

DOLLY
Hi! What's your name?

Dolly steps over Travis who is dead in a puddle of his own blood, and she doesn't even blink an eye. There is not a lick of emotion over the fallen out here.

CLARK
I'm Clark, that's Paige, Ryan
Roger, and Gibbs. What's your name?

DOLLY
I don't know my real name. Pope
calls me Dolly 'cause I always play
with Susie.

CLARK
Who's Susie?

DOLLY
She's my doll, silly.

RYAN
Pope? Is that the man's name that
keeps watch up top the hill?

DOLLY
Yup, that's him. You're the one
that shot the Sand Critter in the
cage, right?

RYAN

Sand Critter? Yeah, I shot that thing in the cage, so what?

DOLLY

Pope won't be happy with that.

RYAN

Why doesn't Pope come down here and speak with me if he's displeased?

DOLLY

He ain't got any reins on his horse, and it might run away. And if he rode it down here, it might not make it back up the hill. The sand is too soft. Perfect for the Sand Critters though.

ROGER

Then maybe we should get out of this spot?

DOLLY

I wouldn't worry, Pope already scared them with his whistle. Might be a few hours before they start back again.

Dolly leans and looks around Clark at Paige who tends to Gibbs' knee.

RYAN

Where did you come from?

DOLLY

From our home.

PAIGE

We need help. Do you have any water or bandages at your home.

DOLLY

Do you want to come over and play?

PAIGE

Um... maybe, but we are injured and need help. How far away is it?

DOLLY

I'm not allowed to tell. I have to ask if you can come over and spend the night first.

Dolly turns and walks back up the hill to talk to Pope. Paige, Ryan, and Gibbs all look at one another in confusion. Why would they save them from the Sand Demons, and then not be sure to bring them home for shelter?

Dolly walks back down the hill with a small sled.

ROGER

What the Hell is she doing?

DOLLY

He said you may come with us, but you have to set all your weapons on this sled.

RYAN

And if not?

DOLLY

Nothing. We'll leave you out here.

The group reluctantly decides they need help and won't survive a night out here otherwise, especially with two out of the group bleeding. The scent would only attract for more of the Sand Demons. They place the weapons on the sled and Dolly straps them down.

She drags them back up the hill to Pope.

ROGER

(to Ryan)

What happens if they decide to ride off with our guns? We'll be screwed.

RYAN

I still got a small piece on my ankle that I didn't give her. I'll put two in the back of his head if they decide to run.

Dolly waves at the top of the hill for them to follow.

Clark and Roger both help Gibbs up the hill, while Ryan trails just shortly behind ready to pull his concealed weapon out if need be.

LATER:

Pope and Gibbs ride on the horse while it pulls the sled of confiscated weapons around thirty or forty feet ahead of the rest of the group.

Dolly walks with the others in back. She is whistling and not even bothered by the heat as much as the others.

CLARK
(to Dolly)
Aren't you tired of walking?

DOLLY
Me, no... I'm used to the heat.

PAIGE
We've been walking for quite a while now, are we close to your camp?

DOLLY
Soon.

Roger drinks the last bit of water that was left in his canteen, and wipes the sweat from his brow.

RYAN
What's the story with the bandages around Pope's head?

DOLLY
Keeps the sun off him. He was already burned bad once. What are those?

Dolly points to Ryan's small gas mask that dangles from his neck.

RYAN
Just in case we run into anything carrying the plague.

DOLLY
The plague?

RYAN
Yeah, it's like a sickness that people used to get from bad sand.

DOLLY
Oh.

Dolly doesn't soak the answer in; she would rather brush her Susie doll's hair with a broken comb.

RYAN
What did you mean by, Pope won't be happy with me?

DOLLY

What?

RYAN

Pope, you said he wouldn't be happy with me because of that caged... "Sand Critter" that I killed.

DOLLY

It took him hours to capture it for bait.

RYAN

Wait, what? Bait?

DOLLY

The Sand Critter likes to cry out for help, and we hunt the ones that come.

ROGER

Who comes? The buzzards?

Dolly doesn't answer. She goes back to whistling and combing her Susie doll's hair.

ROGER

Hey?

RYAN

Leave it be Rodge.

Ryan fully understands the desperation they must go through for a meal, and doesn't want to indulge in this conversation. He would much rather keep his focus on their destination and the teams' lack of weapons.

PAIGE

Hey, look at that.

Up ahead, something in the distance can barely be made out. It looks like some sort of building.

PAIGE

Is that a mirage?

CLARK

No, I see it too.

RYAN

What is it?

DOLLY

That's our home.

It appears to be some sort of abandoned carnival. The buildings are mostly buried in sand. Nothing more can be made out from this far away, but it promises to be shelter, even if run down.

INT. MECHANIC SHOP - DAY

Blood stained footprints can be seen on the staircase that leads up to the loft where the mechanic lives. They track down each step and lead to Grant who wipes his hands clean with a rag. Rolled up in his pocket is a blueprint drawing of Arcane's wings. The mechanic was a third party inventor of the wings that worked hand in hand with Emma.

Grant catches a glimpse of himself in a nearby mirror. He looks completely normal. He is not possessed like he appears to be in person. The mirror image of himself doesn't replicate his movements, instead the mirror Grant pounds at the glass from the inside silently screaming, while the possessed Grant smirks and drops the rag to the floor.

He leaves the shop and opens the passenger door to his car. Rifling through the miscellaneous papers that are in it, he pulls out a map. Grant opens it up and examines it for a moment before circling the clock tower landmark depicted on the map.

EXT. THE RIVER STYX

The boatman, Kharon, guides the boat with a long staff as a younger looking Arcane sits in back suited in his brass and gold plated armor and a satchel filled with something that gives off a radiant glow. Kahron is shrouded in a hooded cloak, and his hands are an indication of the rotten skin beneath.

They travel out of a giant cave guarded by two gargoyle serpents. Once Kharon and the boat are far enough away, the two serpents twist around one another blocking the cave entrance, and then begin to turn back into stone.

Throughout the oily water, pockets of methane build up forming hissing bubbles. Sometimes they get too big and burst into tiny flames.

Beneath the surface of the oily water, trapped souls try to reach up and grab Kharon's staff. He has to frequently shake his staff free from the murky hands.

They eventually reach a very thick fog that engulfs them. Nothing but whiteness can be seen all around them. Then, suddenly they break through. The water, once filled with

darkness, is now a crystal clear lake. A floating palace is up ahead. Surrounding the palace are spectacular, sparkling waterfalls that only increase its magnificence.

LATER:

INT. INFINITE WHITE HALLWAY

The hallway stretches as far as the eye can see. Each apartment door has its own number.

Arcane no longer wears his armor, instead a white gown with a lace pattern at the edges of the sleeves and collar drapes his body.

EXT. FARMHOUSE - DAY

Arcane enters his "apartment" which is no apartment at all. Each one of the doors in the hallway open up to a piece of land personalized to the tenant, their very own slice of Heaven.

Arcane's room contains an old tin roof farm house with the wooden rocking chairs on the porch. Beyond that, a vibrant garden that his beautiful wife enjoys her time tending to can be seen.

He stops for a moment to absorb the warm breeze that blows through the tall grass all around him. A thin smile rises on his face as he closes his eyes and soaks it all in. He looks to the house where his wife gives him a wave before entering the screen door. The screen door recoils shut behind her, and a loud slam is heard.

INT. CLOCK TOWER

Awaking from his dream, Arcane squints at the blinding light coming in through the clock face window. He sits up and rubs his eyes for a moment before noticing a note left on the table.

"Stepped out for a few to check on Mac and see where our shop supplies are. If you're hungry we still have a little bit of leftovers, however we are out of gas and the generator went out, so I wouldn't eat the stuff that needed to be refrigerated.

Love,

Em"

A SLAM is heard from the door leading into the tower room, much like the one which woke Arcane from his dream.

ARCANE

Back so soon? What did you forget?

He stands up and is about to head to the door when suddenly a loud shotgun blast smashes through the door by the knob.

Arcane hits the deck behind the couch as Grant enters the room.

Grant walks in with a menacing look, and scans the room.

GRANT

(in a demonic, woman-like
voice)

Marco...

Grant grins when no one yells back polo, and he proceeds to walk the room.

GRANT

All my demons that I conjure up you
eradicate, and the latest, my
Lurker... You've been a thorn in my
side for too long.

Grant's voice sounds just like Odessa's, who has cursed him.

Under the couch is a small pistol taped to the bottom. Arcane rips it loose, and slides himself out from behind the couch to crack off a shot.

The bullet hits the wall just over Grant's shoulder. Grant doesn't flinch. Being possessed by Odessa, he doesn't care about his life. There would be no ducking for cover.

Arcane realizes it's Grant and doesn't take another shot.

ARCANE

Edward?

Grant takes aim with his shotgun, and Arcane slides back behind the couch to avoid the blast leaving his pistol at the edge of the couch in the open.

GRANT

Should have taken the shot.

ARCANE

Who am I speaking to? Edward or a
Mystic that resides inside his
body?

GRANT
I am Odessa, the seventy-sixth
president of Hell.

ARCANE
Seventy-six? Is that all?

GRANT
You taunt me, foolish mortal?

Grant grits his teeth and approaches the couch. He swings the shotgun around it to take aim at Arcane. However, Arcane is no longer behind the couch.

A lamp gets smashed on the back of Grant's head and the shotgun is kicked from his hand. Grant bleeds from the head, but never winces in pain. He slowly turns to face Arcane.

ARCANE
How 'bout you leave the poor guy
alone and crawl back home witch?

GRANT
I could do that, or I could harvest
a younger body like yourself.

Grant's eyes flutter and take on a reddish hue. Electricity sparks at his fingertips. He reaches up toward Arcane, but nothing happens. The electricity fizzles out.

GRANT
That's impossible...

ARCANE
Is it?

Arcane cocks back and punches Grant square in the nose taking him right off of his feet to the floor. Next, he takes the electrical cord that was attached to the now broken lamp, and ties Grants hands together as Grant blacks out.

LATER:

INT. CLOCK TOWER - NIGHT

Grant slowly wakes up to the sound of Arcane and Emma arguing. He is tied to a chair in the middle of the floor. Sitting in front of him are a couple pairs of car headlights that are wired to an old car battery by jumper cables.

EMMA

He fucking murdered Mac. It was horrible. You didn't see the mutilated body, and I did.

ARCANE

That is enough! You have no right to take this man's life, especially since he is not responsible for his actions right now.

Emma clinches her jaw tight in frustration and she slams a wrench down on the counter. She plops down on the couch giving up the argument.

EMMA

Fine... Do your thing.

Arcane walks over to Grant with his sword in hand and leans in closely. He stares deep into Grant's eyes.

ARCANE

I see you inside there you old hag. Do you finally see me, or has your memory been torn with age?

Grant doesn't respond.

ARCANE (CONT'D)

I visited Legion countless times in the cave of darkness across the river Styx. My job was to retrieve the souls from Purgatory when their time was up. I was a messenger, and I remember you quite well indeed. You tried to provoke me one too many times while I had work to do. That is, until I struck you with my sword in the knee and gave you that hobble.

Grant's eyes become a blaze with rage as Odessa inside him struggles attack Arcane.

ARCANE

Now, what do we do about this dilemma? You don't belong in this man's body.

GRANT

Being inside him, I've learned a few things about your relationship. He has so much hate for you. In fact, if I set him free, most likely he will still have a yearning to smite you.

ARCANE

Perhaps, but we will have to see.

GRANT

You stripped him of his family. You were given the chance to save them and couldn't.

ARCANE

I had no choice.

Grant begins to whimper and his eyes turn back to normal.

GRANT

(in his normal voice)
Why did you let my family die?

ARCANE

I will not play your games. Edward will find himself again.

The possessed glow returns to Grant's eyes and Odessa voices herself again.

GRANT

You fool! If you don't want to play my games, I will devour this man's soul before I leave.

ARCANE

No, no you won't.

GRANT

You taunt me again? Insolence!

ARCANE

Don't you know?

GRANT

Know what!?

ARCANE

That a man's shadow belongs on the outside of his body?

GRANT

Wha --

Before she can finish her sentence, Arcane holds Grants eyes open as Emma flips on the blinding car headlights.

Odessa screams in agony before her shadow spills out of his mouth and plasters itself on the wall.

Arcane thrusts his sword into Odessa's shadow. It twitches in pain before finally flaking away like ash out of a fire and leaving Grant's normal shadow in place.

Emma shuts the car headlights off, and Grant begins to come to.

GRANT

Where am I?

ARCANE

It's a long story?

Grant looks over his shoulder and spots Arcane.

GRANT

You... Untie me now!

ARCANE

Not just yet. Me and you, we got some things to sort out first.

Arcane digs his fingers around Grant's temples, and both of their eyes become cloudy.

INT. UNDERGROUND TABERNACLE

Odessa sits on the floor as one of her brainwashed servants wraps a rag around her bleeding shoulder. She pushes the servant away in anger, and mumbles to herself, embarrassed of Arcane's defeat.

MEANWHILE:

EXT. DESERT CARNIVAL - NIGHT

The carnival stands lonely and weathered in the desert. Most buildings sit crooked and half covered by dirt drifts. The rides have been sand blasted and have been stripped of most of their paint.

The trademark carnival ride, the Ferris Wheel, had been tipped on its side and has smashed into a nearby ring toss booth. The merry-go-round is merely a shell of what it used to be. It has been undressed of most of its steel and parts to reinforce the walls and addition of the fun house.

The inner part of the fun house is Dolly and Pope's shelter from the desert.

On the outside of the fun house, on the exposed wood that wasn't covered by steel, one could see what was once painted clowns and balloons. After so much time in the elements, the wood had chipped and the paintings have faded. Some of the painted clowns are missing heads and limbs, and some are just completely unrecognizable. The rotating barrel, that carnival attendees would walk through and lose their balance, has long been jammed up due to the gusting sand that lodged into the bearings. Next to that is an entrance into the fun house. A small piece of aluminum, on a makeshift track, is used as a sliding door.

Surrounding some of the inner perimeter is a very tall wall of lean-to wood and other metal scrap to keep the sand from drifting and engulfing the rest of the carnival.

INT. FUN HOUSE DINING ROOM

The room is dark, barely lit by flickering melting candles throughout the room.

The group sits at a really long table trying to relax for a moment.

Clark helps Paige with the finishing touches on her bandages around her shoulder.

PAIGE
Ouch, shit...

CLARK
Sorry, if you'd just sit still.

He clasps a pin holding the bandages together.

CLARK
I guess that's it. You sure you got the thing disinfected?

PAIGE
Yeah, the bullet passed right through. No major arteries.

She sighs in thought.

PAIGE (CONT'D)
Can't say that Gibbs is so lucky.
His Patella is completely
shattered.

CLARK
How can you be sure?

PAIGE
I gave him a straight leg raise
test, and his functionality, or the
lack of, shows that he has a
disruption in multiple tendons.
Simply put... He's fucked, and will
never be able to walk right again.

Roger eyeballs their conversation from across the table
rubbing his horseshoe balding head.

ROGER
I should go check on him.

PAIGE
Leave him be. I gave him a small
dose tranquillizer that knocked him
out. He'll probably be screaming
his head off when he wakes up and
his adrenaline wears off.

Ryan distracted, does not pay much attention to their
conversation. Instead, he blankly stares down to the other
end of the very long old wood table they sit at. He focuses
his attention on Pope who sits concealed in shadows at the
end.

CLARK
Ryan? You alright? Ryan!?

Ryan breaks his concentration and looks over at Clark.

CLARK
You haven't said but a few words
since we've been here.

RYAN
Doesn't feel right.

PAIGE
What doesn't?

RYAN
Going on talking and getting
comfortable.

PAIGE

Would you just relax a little. They didn't have to take us in. They could've left us out there to die.

CLARK

She's right, and they have more than enough rooms for us all to sleep in.

ROGER

(jokingly)

Man, the only thing missing is a big meal.

Dolly, wearing an apron three times too big, comes out of the other room pushing a squeaking, metal cart. A big, steaming pot sits on the cart. On a planter next to the pot there is some sort of meat pulled off its bone in heaping piles.

DOLLY

Hope everyone's hungry?

Clark, Paige, and Roger all look at each other in amazement.

PAIGE

That smells delicious. What is it?

DOLLY

We had a couple cans of bean soup we've been saving for a special occasion, and Pope said it's really yummy with some buzzard meat.

ROGER

Shit, I don't mind. I'm hungry enough to eat a horse.

Dolly looks up at Roger with disapproval written across her face.

ROGER

Sorry, not your horse. It's just a saying.

Paige nudges Roger, indicating his need to stop himself from making more foolish comments.

LATER:

Roger pats his belly and burps, while Paige spoons her last bit of soup down.

CLARK
Ryan, you didn't touch your food.

RYAN
Guess I don't have much of an
appetite.

Ryan still watches Pope off in the shadows.

The bandages that covered Pope's face are unraveled and placed in a small soak bucket beside the table. For the most part, he manages to keep his face hidden in shadow as he droolingly slurps down his soup. Every time he takes in a spoonful, he leans ever so slightly forward, but all that comes into view is his raw burnt chin and missing lips.

Meanwhile, Dolly hand washes Pope's head rags in that bucket of murky looking water.

PAIGE
Dolly, I have a couple ointments
left that you could use if you need
them. Or if you'd like me to take a
look at Pope.

DOLLY
No!

Paige is rather shocked at Dolly's response.

DOLLY
Sorry, but he likes things done in
a particular way, and only I am
able to help.

PAIGE
Oh, okay...

Paige looks down at her empty bowl and realizes Dolly didn't eat anything.

PAIGE
Dolly? Aren't you hungry? I didn't
see you eat anything.

DOLLY
I don't much like bean soup.

PAIGE
Well, what about the buzzard meat
on the side? You could have some of
that.

DOLLY

That's not the buzzard meat. The
buzzard meat is in the yucky bean
soup.

Paige, Roger, and Clark who all had a good helping of all
the food, look at one another wide eyed not knowing what the
special ingredient was.

PAIGE

Dolly? If the buzzard meat was only
in the soup, what meat was on the
side?

Dolly shrugs nonchalantly, and replies.

DOLLY

Just some sand critters, of course.

Immediately the three of them begin to hold their mouth
becoming sick.

Clark vomits next to the table.

ROGER

Fucking demons!? You fed us those
little Sand Demons!?

Pope slams his fist down on the table.

DOLLY

Manners... No swearing at the table
please.

Ryan leans over and thumbs his small pistol attached to his
ankle but decides not to pull it just yet. He watches Pope,
and makes sure things don't escalate.

PAIGE

Dolly, why would you feed us
wretched meat?

DOLLY

It's a little dry, but doesn't
taste much different than buzzard.

Clark wipes his mouth from vomiting.

CLARK

It is not common where we come from
to eat demons.

DOLLY

Where you come from?

CLARK
Yeah, New Faith City.

DOLLY
And there are more people living
there?

CLARK
Yes, of course. We were sent out
here to try to find others.

Dolly leans towards Pope, and whispers something in his ear.

DOLLY
And we can go back there with you,
yes?

ROGER
We weren't exactly planning on
going back yet. We were on our way
to check out Searchlight City which
is the other city we used to be in
contact with before the plague and
dust storms hindered our radio
transmissions.

DOLLY
I'll take one of you there tomorrow
and then we may go back to your
city, yes?

PAIGE
Wait? You know how to get there?

DOLLY
Sure. That's where we hunt most of
the buzzards.

CLARK
Why would that be where you hunt
most of the buzzards?

DOLLY
All the dead bodies... The buzzards
like to feed on them.

Clark goes to hurl again, but only dry heaves.

ROGER
Great, so not only did we eat
demons, but buzzards that were
fattened up by dead humans?

DOLLY
Meat's meat.

Paige shuts her eyes and holds her hand to her mouth in queasiness.

PAIGE
No! Meat is not just meat. We don't eat demons, and we certainly don't eat things nourished by humans.

DOLLY
What else do we have to eat out here? Every day I wake up and my tummy isn't growling is a good day. But every day I wake up in this place all alone thinking there is no one else alive is a curse.

Paige scratches her head in thought.

PAIGE
Guess I never thought of it that way. Okay, we will take you back with us as soon as we complete our mission. We have to get to that city. Even though it sounds like they all fell to the war, there may be resources we can use.

Ryan clears his throat as he prepares to talk. Everyone brings their attention on him as he has been so quiet through all of this.

RYAN
You said you'd take one of us. Why just one of us?

DOLLY
Too dangerous.

RYAN
It wouldn't be if you gave us our guns and sent us on our way.

DOLLY
Too dangerous.

RYAN
Yes, you already said that. Why?

DOLLY

The blood. Your friends all have wounds. If their bandages spring a leak, the sand critters will come.

Ryan observes the room.

Paige has a makeshift sling, Gibbs is in no shape to even walk, and that leaves Clark, Roger, and Ryan.

RYAN

I count three of us that are good to go. Clark, Roger and myself.

DOLLY

Clark's the one throwing up, right?

RYAN

Yeah, so?

DOLLY

There's blood is his puke.

Paige looks under the table and spots some red liquid among his vomit.

PAIGE

She's right, Clark. You may have a tear in your stomach lining.

RYAN

Okay fine. Me and Roger will go with you and Pope.

DOLLY

Nope.

RYAN

What do you mean, nope? You said you'd take us there tomorrow.

DOLLY

I didn't say Pope was coming with us. He has preparations to make here.

PAIGE

You don't trust us to leave us alone? We're not going to steal anything. Remember, you brought us here.

DOLLY

Only one person with me. That's the deal.

Dolly takes the rags out of the bucket and wrings them out.

DOLLY

Ready for bed?

LATER:

INT. GUEST ROOM

Gibbs sleeps on a cot with a torn shirt tied to his knee and a makeshift splint. Next to him is a small medical kit that barely has any supplies left. In fact, the only contents are a small half pack of gauze, a nearly empty bottle of hemostatic agent solution to help with blood clotting, and one last syringe of codeine.

The rest of the team all decide to sleep in the same room as him. A couple other small hospital cots occupy the room with rips in the fabric. They are held together by woven electrical wires and old brittle duct tape. Next to them, a single plastic reclining lawn chair, and off to the side of the room, an old spare carnival ride cart can be seen. The double seat cart was used on a track in the house of horrors building. Now, if you let your legs hang over the side, it acts as a small uncomfortable bed.

RYAN

I don't like this at all.

PAIGE

Well, what do we do? Sneak out and try to find that lost city on our own? We are in no position with Gibbs to go anywhere. Plus, we have no reason not to trust them no matter what their eating habits.

CLARK

We all could use a little R and R, and they did give us room and board after all.

RYAN

We can't afford to waste time. Every minute is taxing to everyone in New Faith City. I've decided I will go with Dolly, and I'll be leaving my piece with Roger.

Ryan unstraps his ankle holster and gives his small Kel-Tec P-32 gun to Roger.

RYAN

Don't want things to get harrty for you all while I'm gone, but if they do... Hope this will help persuade the whereabouts of our other guns.

Roger finishes strapping it to his ankle and looks up at Ryan with a sincere look on his face.

ROGER

You be careful out there.

RYAN

I will. You just look after everyone here while I'm gone.

PAIGE

It's been a long day, let's just try to get a few hours of sleep for now.

They all nod in unison and situate themselves in the room as "comfortable" as possible for some shut eye.

YEARS EARLIER:

INT. PSYCH WARD PADDED ROOM - DAY

Arcane sits in the corner of the room asleep. He wears white patient scrubs.

Suddenly, the power goes out and the backup generator kicks on. The electric door echoes a loud click, and Arcane awakens.

He slowly gets up and approaches the door, pushes it open, and exits out into the hallway.

Arcane carefully walks down the empty hallway past an abandoned nurses' station. The overhead fluorescent lights flicker and hum an eerie sound.

Rounding the corner, blood can be seen splattered on the marble floor and walls. At the end of the long hallway, there is a set of glass doors that lead outside.

An odd, reddish color dust storm engulfs everything outside, and eliminates all visibility.

Arcane grabs a long duster jacket that was left behind on a nearby coat rack. He hikes it up over his head and boldly exits into the storm.

INT. ITALIAN RESTAURANT - DAY

A young Emma and her father both hold on to one another under one of the corner restaurant booths. A large commotion takes place in the establishment. Shattering glass, tables and chairs being tossed, and growling can be heard. From their cowering perspective, the only thing that can be seen is the occasional quick glimpse of hairy goat-like demonic legs.

The crashes and growling come to an eerie silence.

Then suddenly, Emma's father is quickly grabbed by the ankles and pulled from underneath the booth and out of sight. He lets out a scream, calling back to his daughter one last time.

Emma closes her eyes so tightly it almost looks painful. She covers her ears from the noise and rocks herself under the booth.

EMMA

(whispering the hymn)

Won't let Satan blow it out. I'm
gonna let it shine, let it shine,
let it shine, let it shine. Let it
shine til Jesus comes. I'm gonna
let it sh --

She is quickly snatched up from under the table by Arcane. He tosses her over his shoulder. She fights a little before realizing who it is.

ARCANE

Keep your eyes shut.

Her curiosity consumes her. What happened to her father? She had to look. What she sees is not pleasant.

On the ground lay a mutilated corpse that once resembled her father. Next to him rests a goat looking demon with nasty matted hair and flies buzzing around it with a large meat cleaver pierced into its skull compliments of Arcane.

Arcane takes her to the back room. On his way, he kicks shut the side door leading to the alley as a man engulfed in flames runs by outside screaming in agony. People on the outside are doomed if they have not found shelter yet.

Emma is brought inside the restaurant's large walk in freezer. Arcane takes the snow shovel that they use to scrape ice from the walls and jams it into the inside of the door, locking them inside.

Luckily there is an internal thermostat that he adjusts so they don't freeze to death. Out of his pocket, Arcane pulls a small container of salt and proceeds to pour it across the bottom of the door. It is said that because salt is a pure substance it can wards off evil.

Emma finds herself in the corner of the freezer squeezed between two shelves next to some hanging salami. Tears stream down her cheeks.

Arcane stands at the freezer door listening to the scratches on the outside.

EMMA'S FATHER

Emma dear, let me in. I'm okay now.
It's your Daddy.

Emma perks up, with confusion on her face. She approaches Arcane who stands in front of the door.

ARCANE

Not a chance! Come on Emma, pray
with me child.

Arcane takes Emma by the hand and leads her away from the door. They both sit on the floor.

ARCANE

Saint Michael the Archangel, defend
us in the day of battle. Be our
safeguard against the wickedness
and the snares of the devil. May
God rebuke him we humbly pray and
do thou O Prince of the Heavenly
Host, cast into Hell Satan and all
the evil spirits who prowl
throughout the world seeking the
ruin of souls. Amen

EMMA

Amen.

The moans and growls of the demons that occupy the restaurant begin to die down until it becomes oddly quiet.

LATER:

They sit on Arcane's trench coat eating from a cold can of ravioli. Arcane cuts slices off the last unspoiled salami and hands a couple of pieces to Emma.

The inside of the freezer has now been converted into a living quarters. Burlap potato sack bags are cut and hung upon jerky wire used to dry out some of the meats in attempt to make their meals last longer. The bags act as room dividers, allowing some privacy for relieving oneself of their bladder.

EMMA

What day is it?

ARCANE

I'm not sure. Maybe Monday, maybe Tuesday. Hard to tell in here.

EMMA

I haven't heard anything in a while.

ARCANE

Yeah, me either.

EMMA

Do you think Papa is up in Heaven now?

Arcane doesn't answer. Instead he slides some food toward her.

ARCANE

Eat up. We will be leaving soon because our food is almost all spoiled.

LATER:

INT. ITALIAN RESTAURANT - NIGHT

Inside the restaurant, blood streaks from bodies that had been dragged outside can be seen.

Emma spots one of her father's shoes sitting there in the middle of the floor.

Surprisingly calm, she goes over to pick it up. She hoists it up with a blank expression on her face, but then spots something on the other side of the room, and drops the shoe back to the floor.

There, sitting in one of the booths on the side of the room is her father. Not mangled, not bloodied, just a mere apparition of his former self. His ghost sits there in the booth re-living some random moment in his life. He looks at his watch and then rests his chin in his hand, as if bored waiting for someone else to show up.

EMMA

Papa? Papa!?

She runs over to him.

ARCANE

Emma...

EMMA

Papa? What happened?

ARCANE

Emma, sweetie...

EMMA

Why won't you talk to me? Are you okay? Papa!?

ARCANE

Emma, your father is dead.

She turns to Arcane with tears streaming down her cheeks, and bottled up anger ready to be released.

EMMA

I know he's dead! I'm not stupid. If this is his spirit, why won't he talk to me? Why hasn't he gone to Heaven?

Arcane doesn't answer. Instead, he walks over to the front window and looks up to the sky.

Thunder echoes and lighting cracks up in the dark clouds.

ARCANE

Something's wrong. I'm not sure what it is, but it seems your father cannot pass right now. I'm not sure anyone can.

EMMA

What does that mean?

ARCANE

It looks like a new battle field
has been chosen, and Rapture has
been delayed.

EMMA

What do we do now?

ARCANE

I don't know.

YEARS LATER:

INT. GRANT'S APARTMENT - DAY

Unlike the present day rundown shell of an apartment, a moderately decent looking apartment can be seen. Just a few things are patched up throughout, including a dictionary serving as a couch leg and a dripping ceiling collecting in a pot below. Other than a few things, the apartment doesn't look too bad after surviving an apocalypse like Judgment Day.

Edward Grant sits on the couch massaging his wife's shoulders, as May sits on the floor half smiling with her eyes closed.

Their son, Sammy, lay on the carpet coloring a picture on an old newspaper.

A loud clanging noise outside the apartment window interrupts their quiet time.

Grant gets up and looks out the window.

Looking out on the city, a large construction site with pipes bellowing smoke can be seen. People are going here and there attempting to rebuild the city with any scrap metal they can strip from cars and other industrial sites.

However, the main focus is the giant dome that is being built to umbrella the city. It will shelter the city from the harsh climate and more importantly the dust storms that bring plague.

MAY

Do you really think that thing will
help?

GRANT

Won't hurt. At least it will keep
the dust storms and plague out.

He pauses in thought for a moment.

GRANT (CONT'D)
Damn demon blood left behind from
the war, who would of thought it
would be so potent?

MAY
What time were you supposed to be
downtown?

Grant looks at his windup wrist watch.

GRANT
Sh...

He stops himself, looking over at Sammy.

GRANT
Shoot...

MAY
Good catch.

Grant smiles and kisses May on the cheek, and then tussles
Sammy's hair before leaving the apartment.

EXT. ROOFTOP - DAY

Grant looks through a pair of binoculars down to New Faith
City's hospital, where President Donald Burton participates
in a ribbon cutting ceremony.

Grant pulls the binoculars away from his face and we see
Arcane standing there with a patched up hang glider beside
him.

GRANT
Looks like they will be opening the
maternity ward soon.

ARCANE
Yup.

GRANT
You act as if it's not a good
thing?

ARCANE
All we are doing is drawing more
attention and creating a risk of a
demon outbreak.

GRANT

I've seen the rooms first hand. They have a fail-safe control system to eliminate any birthed demons, while keeping the mother completely safe. I don't see the risk.

ARCANE

Perhaps in the hospital the risk is minimal, but what about the people that can't afford or have no skills to trade for payment for delivering a baby?

GRANT

I'm not sure I get where you're going with this?

ARCANE

For centuries people have had babies without modern medicine or the use of a hospital. By not allowing everyone to be treated for a proper birthing process, we are just asking for an outbreak of demons being born on the streets.

GRANT

Hmm... Well, I see your point, but President Burton also will be implementing a division of demon hunters to police the city, and he wants me to head up one of the departments.

ARCANE

There will always be dark scary places within the city to host a demon or two. Let's just hope I'm wrong and you guys will be able to minimize the causalities.

GRANT

Not sure that was the reaction I was looking for when I mentioned joining their crew.

ARCANE

You are free to partner up with whomever you wish. I've enjoyed our time spent together fighting the good fight, but if this is your calling, see it through.

GRANT
And what about you?

ARCANE
I will continue to watch the skies,
but most importantly take care of
Emma. She is growing like a weed
and is becoming very ambitious.

GRANT
You guys still holding up in the
abandoned library.

ARCANE
For the time being.

GRANT
And the spot?

Arcane doesn't answer. He looks over the edge of the
building in thought.

GRANT
I'm sorry, that was very blunt of
me.

ARCANE
It's okay... The spot is still
there, and slowly spreading. She
needs a cure, and we haven't made
much progress on one.

The crowd on the street below begins to applaud as President
Burton finishes his speech and cuts the ribbon to the new
hospital ward.

ARCANE
Take care of yourself Edward.

Grant nods, and Arcane leaps off the rooftop, hang-gliding
out of sight.

EXT. ABANDONED TRAIN STATION - NIGHT

ONE MONTH LATER:

Train cars are strewn about on their sides next to a set of
old most covered railroad tracks.

Man-made bridges from scrap metal and miscellaneous planks
of wood can be seen going from box car to box car. This is

an area within the city run by raiders: A colony of the wretched.

Raiders are a despicable breed of New Faith City residents. Some say they are of the cannibalistic nature, but really they are mainly just a bunch of thugs that steal and torment others with scare tactics and black coal smeared war paint.

There has been standoffs between the raiders and the New Faith demon hunters for a while now. This one however, will shape their feud one way or another.

Normally, law enforcement would be the ones to handle the raiders; however due to the lack of manpower, the demon hunters are the only law of the land.

Because the raiders have managed to capture a Lurker demon, their interference was with good reason. This giant, ogreish brute has a huge shock collar around its neck and is held imprisoned within an electric charged pen. Old car batteries are positioned around the pen clamped to the cage and to the old railroad tracks. The Lurker doesn't seem too happy. It growls and snarls, with little choice but to stay within the pen or face electrocution.

The demon hunters, led by Grant, position themselves safe from gun fire behind a couple box cars and gravel piles.

The raiders have situated themselves inside the old train station. A few dead raiders lay on the rotted wood platform that attaches to the small train station building. Windows have been boarded up and a makeshift sliding door has been made from an old boxcar door. There are small openings cut out of the metal door to allow the raiders to peek out with their shotguns and rifles.

Grant communicates with his team while under cover and gives them a strategic plan.

One of the raiders makes a break toward the Lurker's pen to release it, but he is immediately gunned down by one of the squad snipers.

Grant signals to his team and tosses a smoke grenade in front of the station. This allows his team to make a move to get in a better position.

One of the squad members is able to climb up on top of the station undetected. He fires some tear gas down an opening that falls inside the building, and immediately leaps back off avoiding the raiders mad shooting up through the roof.

GRANT

Hold your position for the shooting
gallery!

They all wait for the raiders to leave the building as the smoke fills inside.

Grant looks around uneasy thinking they should have already run out of the station.

Off in the distance, a large piece of tin that lay flat on the ground and is covered by a bit of gravel is slid to the side revealing an underground tunnel.

Coming out of the underground passage, the raiders try to make a break for it.

The squad team notices their escape, and the two groups exchange gunfire.

During the exchange, a raider is lit up from a bombardment of bullets and falls on one of the cables attached to a battery. Doing such, the battery shorts out and the others, like a domino effect, follow in suit. The pen holding the Lurker is no longer charged with electric current.

The Lurker smashes out of the pen, and approaches the fleeing group of raiders nearby. One of the raiders pulls a remote control out of his pocket to keep the Lurker from attacking them, but is too slow. The Lurker picks the raider up with bone crushing force and hoists him up for a snack. The Lurker sinks its teeth in and pulls the raider's head right off his body just as easy as popping a flower from its stem.

The remote control is dropped to the ground and is stepped on by the Lurker's large gnarly foot.

Both the raiders and the demon hunter squad halt from firing at one another and take cover as the Lurker splinters through the makeshift bridges. It then leaps up to one of the boxcars and lets out a blood curdling growl before running off.

GRANT

Booker, you're in charge. I'm
taking Simms and Dante to go after
that Lurker with the crank
generator and the peacemaker
cannon.

LATER:

EXT. SCHOOL PLAYGROUND

Portions of a rusty chain-link fence go around the perimeter of the playground. Beyond that, one can see an equally rusted, filthy merry-go-round that was stepped on and crushed by the Lurker. The inside of the school is still functional, but everything outside has been weathered and worn out due to the treacherous sandstorms the city saw before the dome was complete.

Kids inside the school peek out of the corners of their classroom window in a combination of fear and curiosity.

Unintentionally looking oddly playful, the Lurker sits on top of an old monkey bar dome, which sags almost all the way down to the ground under its weight.

A chain, ripped off of a nearby swing set, is threaded under his collar like a piece of floss. The Lurker pulls and pulls. Finally, the collar snaps off of the beast's neck.

Grant rides shotgun in an old sixties Volkswagen single cab truck, while Simms drives and Dante operates the crank generator in the back flatbed.

They pull up slowly on the opposite side of the playground facing the backside of the Lurker. They position themselves so that they are mostly hidden by a pile of junk and an old dumpster.

Grant cautiously gets out of the truck and is careful not to completely shut his door to make more noise.

GRANT

(whispering to Dante)

We have one shot at this. If we miss and spook it, we'll be on for another chase or worse yet, he'll be chasing us.

Simms gets out of the truck and opens up a hidden compartment on the side of the vehicle that holds the peacemaker cannon. He hands the cord to Dante who attaches it to the generator.

Dante makes a few adjustments and folds out the handle attached to the generator. He then proceeds to crank the handle like some sort of giant jack in the box to build up a charge.

The peacemaker cannon takes on a soft glow.

DANTE

Forty percent. Sixty... Seventy-five... Ninety... Rock-n-Roll.

Simms pulls the trigger and a blast of energy is released. The shot hits the Lurker square in the back and begins to shock the Lurker and hold it in place all the while boiling its skin.

Suddenly, there is a spark and the generator seizes up.

The Lurker rolls off of the monkey bar dome and hits the ground hard. Smoke rises off of its charred body while it convulses and shakes.

GRANT

What the fuck happened!?

DANTE

The generator locked up and overheated.

GRANT

Let's get it going, now!

Dante struggles to rotate the crank. Simms sets the cannon down and hops in the back with Dante and tries to help him with the generator.

The Lurker, on all fours, begins to cough as it's back continues to bubble and fester. In a flash, one of the bubbles on its burnt back pops out a fiery larva that rolls toward the school. The Lurker falls flat to the ground dead.

The larva smolders and begins to morph into an infant Smoke Eater that continues to grow at an alarming rate.

GRANT

Holy shit.

Dante and Simms stop fidgeting with the generator and watch the Smoke Eater press itself up against the brick wall and melt its way into the school.

Grant leaps over the downed chain fence pulling out his revolver and runs frantically toward the school.

GRANT

Sammy! May!

INT. SCHOOL CLASSROOM

Inside the classroom, May Grant is one of the school teachers who is attempting to get a handle on her students. One of which is her and Edward's son, Sammy.

MAY

Children, get away from the window.
We need to assemble and exit the
building as we've practiced during
fire drills.

The students all line up and exit the classroom in single file.

Under the teacher's desk, May unlocks a safe to arm herself with a small handgun. She runs out into the hallway to lead the kids out of the building.

The kids run behind her as she rounds a corner. Alarmed, she slips trying to abruptly stop herself when she spots the Smoke Eater down at the end of the long hallway.



The Smoke Eater doesn't notice May or the students. It presses its hands on a wall and burns its own entrance into an adjoining classroom.

Children screaming along with the sound of roaring flames can be heard.

May waves for the kids to make a break for it. They all run down the hallway passing the fiery hole in the wall and exit the building just as Grant enters.

MAY

Edward?

GRANT

No time. Where is it?

May points in the direction that the Smoke Eater went.

Grant slowly heads up to the hole in the wall and peeks in.

Inside the classroom, smoldering black piles of ash sit that once resembled students and their teacher.

The Smoke Eater perches itself on a desk which scorches beneath its feet. Breathing in and exhaling steam from its nostrils, it is menacing in a whole different way than the Lurker.

Grant cocks his gun and the Smoke Eater becomes aware of his observer. It turns and sends a fireball scorching his way.

Grant hits the deck and is able to dodge the flame. Without looking, he lifts his hand and pops off a couple shots from his revolver.

The Smoke Eater leaps up on top of some ductwork. It burns a hole into the ceiling and enters the room on the second story.

Grant gets to his feet and runs toward the stairwell.

Kids hastily make their way down the stairs, running from the Smoke Eater who now inhabits and terrorizes the second floor.

Grant starts his way up the stairs when he suddenly has to press himself flat against the wall as a teacher caught on fire tumbles down.

His eyes narrow in anger, and he continues up the stairs.

INT. SCHOOL SWIMMING POOL ROOM

The school's swimming pool has not been used in some time. It is all but drained except for a green algae sludge that coats the sides and bottom.

The bleachers are scorched from the Smoke Eater running through. This is about the only light that is given to illuminate the room because the giant skylight above is layered in dirt and grime.

Grant is cautious as he enters the room and tries to watch his back all the while pressing forward. No sight of the Smoke Eater, only the damage left behind.

There, standing underneath the section of the bleachers, the Smoke Eater waits. Down its spine there is a scaly pattern of fire, like that of a cracked volcano with lava oozing down. It has pointed ears like some sort of gargoyle. A bull-like stout nose that exhales smoke, and sunken deep eerie glowing fiery eyes stare back at Grant.

It would appear to be a standoff. Neither one of them makes a move. Grant holds his revolver to his side while, the Smoke Eater drips magma from his hand ready to hurl it like a mischievous child with a snowball.

Just as the tension has almost reached its climax, there is a loud thump on the skylight above. Another thump follows. Finally, a portion of the glass is shattered and a rope is propelled down.

Arcane used his hang-glider to reach the rooftop, and now he descends down the rope.

The Smoke Eater shoots a blast toward Grant who manages to dodge it and crack off a shot hitting the demon in its arm. All the while he loses his balance and tumbles into the pool.

Grant bumps his head on the fall on the bottom of the pool and is rendered momentarily unconscious.

Arcane hits the ground and pulls out of his satchel a glass jar filled with some sort of potassium bicarbonate sand mix. He hurls it at the demon. It explodes into a dusty powder that coats the Smoke Eater and extinguishes its flames temporarily.

The demon begins to solidify, as it tries to take a few steps toward Arcane. Hardening with each second, the Smoke Eater tries to reach out with its claw to pose a threat and re-emit a flame in its palm.

In an instant, Arcane unsheathes a cavalry sword at his side from underneath his long coat, and slices off the demon's hardening hand. In the process, the blade, itself, snaps off of the sword's handle. Arcane casually picks up the broken blade and points it at the one soft spot, the Smoke Eater's eyes.

Down at the bottom of the pool, Grant begins to come to. He rubs his head, which is covered in green sludgy algae.

Not seeing anything from the bottom of the pool, the squealing of the dying Smoke Eater can be heard.

Grant pulls himself up out of the pool to see Arcane standing over a pile of ash and coal.

EXT. SCHOOL

Even though the Smoke Eater had been vanquished, his damage had been done. During the chase the demon had started several fires that continue to grow rapidly.

Simms and Dante can be seen running out of the school carrying coughing children in their arms.

May, along with a couple of the other teachers, gather up the children and start a head count.

MAY

Alan, Karl, Sammy... Sammy?

May looks around for her son who is not in sight. She spots him re-entering the dangerous school.

MAY

Sammy! Stop!

May runs after Sammy and enters the school. Dante tries to stop her but spots a child hanging from the second story window.

DANTE

Hold on kid, I got ya.

Arcane and Grant hang glide down from the rooftop of the school. Hardly a safe landing, they both tumble and the glider breaks into pieces. But that doesn't matter much, because they are safe from the fire.

Simms comes running up to help Grant and Arcane.

SIMMS

Edward, your wife and son...
They're in the building.

Grant fights his way out from under pieces of broken glider.

GRANT

They are what!?

He gets to his feet and starts to run back toward the school before stumbling to his knees in a dizzy spell.

The fall in the pool must have rattled his head pretty good. He tries to get to his feet again only to wobble and fall back to his knees.

Arcane runs up and kneels next to him.

GRANT

My wife and son. You have to help.

Arcane is to his feet and running almost before Grant is able to finish his sentence.

INT. SCHOOL CLASSROOM

The falling debris in the hallway makes exiting the classroom impossible. The smoke fills the room as May tries to smash the window with a chair. Sammy is kneeling down under a desk trying to stay out of the smoke. He clinches his favorite book, the reason for his daring re-entry. It is a book his father gave him for his birthday.

INT. SCHOOL HALLWAY

Arcane runs down the hallway dodging holes in the floor and swatting away small floating pieces of burning paper.

ARCANE

Hello? Hello?

Arcane calls out, but there is no response. He runs down the hallway peeking in through the windows in the classroom doors.

Around the corner, Arcane hurdles a few charred corpses that are unrecognizable; however, due to their lack in size, one could only guess they are children.

He kicks in a door to a classroom and steps to the side bracing himself against the wall as a backdraft shoots out into the hallway with intense power.

Continuing on, he finds himself at a dead end of fiery rubble. Looking passed that, a beam lodges itself against the classroom door in which May and Sammy trapped.

ARCANE

Hold on I'll --

The floor gives out, and Arcane falls through.

INT. BOILER ROOM

Arcane comes crashing down into the boiler room and splashes into a flooded basement.

He is pushed and pinned to the side of the room by more falling debris and the flow of the water. The water rises by the second. Arcane has very little time before the water overtakes him.

EXT. SCHOOL

The building is toast. Unbearable heat keeps everyone at bay. However, Simms and Dante keep Grant from running to certain death to help his family.

One of the small basement windows shatters from the water pressure. Water pours out and Arcane is washed out into the yard. Gasping for air in a coughing fit, he manages to get himself up from the flooded yard and look over his shoulder back to the school.

Before he even has a chance to stand up, the school begins to crumble and collapse on itself, leaving a fiery mess that would surely leave no survivors.

Grant falls to his knees with tears streaming down his face. The crackling of the fire drowns out Grant's uncontrollable sobbing.

10 YEARS LATER:

INT. BAR - NIGHT

The bar has an industrial look about it with exposed pipes and a very dim lit environment. People from the city come here to drown their past and forget about things for at least one night.

The barkeeper looks like someone that was brought straight out of the Wild West. He is an overweight bald man with a

patch on his eye, and gnarly yellow teeth with one gold plated tooth. He wipes down the dirty bar countertop with an equally filthy rag.

On the end of the bar, looking into the bottom of his glass of whiskey for answers, Grant can be seen. He has the look of a beaten man with bloodshot eyes and mostly gray hair. He has a half bottle of whiskey next to an empty shot glass.

The barkeep approaches Grant.

BARKEEP

Think I need to cut you off.

Grant pulls out his revolver and slaps it down on the counter.

No words needed to be said. The barkeep lifts his hands up into the air and walks away.

Grant pours himself another shot.

Meanwhile, on the other side of the establishment, a handful of demon hunters, most of which are young and wet behind the ears, celebrate with rowdiness.

Twisting his head around, Grant watches over his shoulder as the men re-enact with their guns how they were able to slay a couple demons earlier that day. They carry on, laughing and clinking mugs of alcohol.

Grant picks at his teeth with his tongue in temperamental thought. He downs his shot of whiskey and hurls the shot glass at the men having a good time.

The glass shatters right next to their table, and they all freeze from their rambunctious behavior to turn and see who threw it.

Barely able to walk a straight line, Grant approaches their table with the whiskey bottle in hand.

GRANT

Let me give you boys a bit of advice.

DEMON HUNTER

Edward you --

GRANT

Did you just address your superior by his first name? Sit down son before I sit you on the floor.

The demon hunter bites his tongue and allows Grant to continue.

GRANT

So you all managed to survive one more day... Now it's time to celebrate and act like the war is won?

Grant takes a swig out of his bottle, narrows his stare at the men, and continues.

GRANT

You all got your heads up each other's asses. There is no winning this war. You chop one head off the serpent, two more grow back in its place.

He drags a wooden chair over to join them. Grant takes his forearm and slides it across the table, knocking empty bottles and cutlery to the floor.

GRANT

Have a seat, boys. You're making me a little uneasy. I'd like to share something with you.

The demon hunter crew begins to sit back down to listen to Grant, even if he is completely off his rocker.

GRANT

'bout ten years ago I thought things couldn't get worse when I lost my wife and child to a fire caused by a Smoke Eater. But then Hell spread its cheeks and shat out something that would make your skin crawl.

He takes a sip of his whiskey, as the men start to pay more attention to his story and lean in closer.

GRANT

They came out of nowhere... Some thought we had won too many battles and pissed off the evil powers that be. These creatures came when we thought we were making a difference. We thought we were just starting to turn the tide. They were unlike anything we'd ever seen before.

DEMON HUNTER

Are you talking about Death Dealers?

Grant stares at the man for a few seconds not answering his question, but rather letting the man feel even more uncomfortable to the point that he sits back in his chair and breaks eye contact.

GRANT

You ever sit in front of a campfire and just find yourself in a trance, watching the flames dance and take on faces? Imagine looking into this shrouded creature's eyes and seeing just that.

Grant steals one of the nearby shot glasses and pours a shot for himself, but doesn't drink it.

GRANT

Only one problem, you stare back at this creature for too long, you're gonna end up in its collection. I've seen it with my own eyes. Hard to tell if it wears a black shroud or if it is just an extension of its body, like an oily layer of skin that it can peel back.

Grant pours another drink of whiskey in another shot glass and continues his story.

GRANT

I saw one of these Death Dealers spellbind several people at one time. They all looked like lifeless zombies walking out into the street staring back into a black void. The creature would approach them all one by one and that was that.

DEMON HUNTER TWO

What do you mean, that's that?

GRANT

You really insist on knowing what that is?

Grant grabs another shot glass from the table and proceeds to pour another small shot of his whiskey into it.

GRANT

Peeling back the top layer of skin, the Death Dealer had a chain that attached to an hour glass under its shroud... Legend has it that when children were born they, because of Adam and Eve's mistakes, were given a soft spot on the back of their head for temptation and sin to enter. Well, the Death Dealer uses this same entry point to syphon out your soul.

He rubs his chin contemplating rather to finish the story or not, but then decides to advance.

GRANT

But, the fucked up part is when it was done harvesting, you would continue to stand there hollowed out. It was almost like a fire that burned a log from the inside out, leaving a thin layer that appeared to be unscathed.

Grant goes to each shot glass pouring the rest of his whiskey bottle to make them all evenly full.

GRANT

So, drink up gentlemen. Enjoy your celebration, and thank your lucky stars you survived one more day in this messed up world. Maybe not tomorrow, maybe not next year, but sooner than later you will see true Hell like I have. You will wish to have never been born into this. I promise you that.

He stands up, and looks at each one of them.

GRANT

Enjoy the drinks.

Grant leaves the bar with the demon hunters all sitting in silence. Any ray of cheerfulness they had moments ago has now all been evaporated.

INT. CLOCK TOWER - NIGHT

PRESENT DAY:

Breaking the connection with Grant, Arcane falls to his knees.

EMMA

What, that's it? You had your hand on him for like three seconds.

ARCANE

All it takes.

Arcane is nearly out of breath and seemingly drained. Completely exhausted, he looks back up to Grant, who is still tied to the chair.

ARCANE

I don't expect you to forgive me, but at least now you see that I tried to save your family.

Grant sits there quiet with sadness in his eyes.

ARCANE

Emma, untie him.

EMMA

What?

Emma is reluctant, but finally unties Grant.

Once untied, Grant doesn't budge. He sits there with his head slouched into his chest. Finally, he looks over to Arcane.

GRANT

It's been too many stubborn years. What say you and me go and take one more run at this?

Arcane grins.

ARCANE

I like that idea old friend, but for now, I think it's best if we both rest up for the night. You're gonna need to retrace your steps and show me where Odessa is hiding in the morning. She is now the priority.

MEANWHILE:

INT. HAROLD'S APARTMENT

The apartment is completely empty and pristine with no doors, no windows, just a concrete floor and white walls. Harold sits in a wooden chair in complete silence with his hands in his lap. He has an odd stare and a little smirk on his face, almost like he is in a weird happy trance.

The whole room begins to melt away, revealing reality. What appeared as a pristine room is actually a dank dirty room within the Dweller's lair under the city.

Harold is also not alone. In the room are a group of people similar to him, in a trance-like state sitting in chairs.

A small fire illuminates the corner of the room. A fire poker rests with its end directly in the fire brandishing a bright orange glow.

Still bandaged from the wound Arcane inflicted, Odessa still nurses her shoulder. She can't be heard, but she communicates an order to the chef, who wears a thick rawhide glove on one hand and holds onto a sawed off shotgun in the other.

He nods and takes the fire poker out of the flame.

Walking over to the first person in a trance, a thin smile arises on the chef's face. He takes the poker and rests the scalding hot end on the unsuspecting man's arm. It burns and sears his skin. Instantly, the man breaks out of his trance screaming in agony.

The chef nonchalantly aims the shotgun at the man and blasts him in the chest sending him backwards out of the chair. Apparently, he failed the test.

Harold is next. The fire poker is placed on the side of his neck, and his skin bubbles and burns. The chef points the shotgun at Harold, waiting for him to snap out of the trance. After a few moments, nothing happens. Harold remains spellbound.

The chef looks over to Odessa who seems to be intrigued.

CHEF

Awe man... so many contestants
left, and we already found one.

Odessa caresses Harold's cheek and combs her gnarly fingernails through his hair, almost like she found a new pet.

EXT. DESERT CANYON - DAY

Dolly rides on the horse at a slow speed with Ryan walking to the side.

The canyon has many passageways into the mountains and if one didn't know the way, getting lost would be a very good possibility.

Dolly draws back on the reins and halts the horse.

RYAN

What are you doing?

DOLLY

Can't go any further until dusk.

RYAN

Dusk? We'll get lost for sure traveling at night.

DOLLY

It's the only way to know our way. The sun will set, and at the last moment, it will guide us to the right passage.

Ryan scratches his head in frustration, but doesn't say anything. He plops down on a nearby rock and shades his eyes with his hand.

RYAN

Well, let's at least wait in some shade.

LATER:

The horse is tied to a withered Joshua Tree as Dolly and Ryan sit on a small blanket that was packed in the saddle bag. They pass a canteen back and forth and Ryan has a bitter look on his face with each swig.

RYAN

Tastes like old cactus juice.

DOLLY

You get used to it.

Dolly's stomach begins to growl, and she winces in a small bit of pain.

RYAN
You haven't ate anything have you?

DOLLY
I'm fine.

RYAN
You're not fine. That growling stomach would scare a demon.

Ryan reaches into a pouch and pulls out a small bag of dehydrated nuts and seeds.

RYAN
I know it's not much, but it's something.

DOLLY
I said I'm fine!

Dolly's anger takes Ryan by surprise, and he just sits there staring back.

RYAN
Okay, it's there if you want it.

The sun barely shines over the top of the mountains leaking a small amount of rays down into the canyon.

Dolly pulls her Susie doll out of her pocket and places her in her lap to witness the sunset.

DOLLY
It's really pretty isn't it, Susie?

The light from the sun begins to pull out of the canyon floor as it sets behind the mountain. The last bit of light shines on a passageway showing the direction they need to head.

RYAN
Is that it?

DOLLY
Yup.

EXT. DESERT CANYON PASSAGE - NIGHT

They travel the narrow passage through the canyon, this time both Dolly and Ryan walk beside the horse.

The dark walls of the mountain add to the claustrophobic and eerie feeling of their journey. Shadows seem to dance along the rock in the moonlight.

Ryan keeps an eye on his back suspecting that someone is watching them.

RYAN
I don't like this.

DOLLY
I used to be scared of the dark too...

RYAN
No, not that. The fact that someone could sit at the top of the canyon and pick us off like shooting fish in a barrel.

LATER:

They come to a winding section in the passageway, and Ryan seems to be even more on edge.

RYAN
There. Did you see it that time?

Dolly looks puzzled as she looks up surveying the canyon walls.

RYAN
Don't stare. Just keep moving.

DOLLY
I think you're just tired.

RYAN
No, we need to find some sort of cliff or overhang we can get under til morning.

DOLLY
Don't be silly, we can't sleep out here.

RYAN
Not sleep. We need to be covered with our backs to the wall. Nothing can sneak up on us or get a shot that way.

DOLLY
Maybe we should just take a quick
brea--

A gun shot rattles and echoes throughout the canyon, and in an instant, the horse goes down.

RYAN
Shit!

Ryan tosses Dolly over his shoulder and heads to a nearby set of boulders. They duck between them, hoping to avoid the next bullet.

DOLLY
(whispering)
What do think they want?

RYAN
I don't know, but I wish I had one
of my guns that Pope took from me.

Dolly reaches into the satchel that she carries her Susie doll in, and pulls out a hand grenade.

RYAN
Where in the hell did you get that
from?

DOLLY
A while back when we last visited
the city. Pope said it doesn't work
anymore though.

RYAN
A bluff is better than nothing.
Hand it here.

Dolly hands it to him and they sit and wait.

Off in the distance, a small group of people can vaguely be heard talking to one another about the horse. They seem to be getting closer, as the voices get louder.

They all wear old tattered hooded clergy gowns with a lantern emblem sewn on them. Hanging down from their neck is an old clunky gas mask apparatus.

MARAUDER ONE
I told you to hold your shot.

MARAUDER TWO
Damn it, got the thing in the gut.
It stinks like piss.

MARCUS

My name is Marcus, and these very
inconsiderate gentlemen are Cole,
and Ned!

Ryan doesn't take a peek, he remains still with the grenade
clinched in his palm.

MARCUS

Please traveler, do not fear us. We
mean you no trouble. I know you're
still here. Don't make this harder
than it needs to be!

Ryan stands up holding the grenade high with his fingers
clenching the pin.

RYAN

I think that you got me between a
rock and a hard place quite
literally, so I think I'll be
taking those weapons of yours.

COLE

It takes guts to pull that trick.

NED

Hell with 'em, bullet in the head
will put an end to all this chit
chat.

MARCUS

Enough!

Marcus composes himself before looking back to Ryan.

MARCUS

Look stranger, we've been out here
searching for food for some time.
We have starving children to tend
to back home. All we want is your
horse. The meat will feed us for
some time.

Marcus pushes Ned and Cole's guns down from their aim.

MARCUS

You don't want to do this. We saw
you had a little one with you. You
don't want to blow us all up to
feed the buzzards.

RYAN

I think you underestimate my willingness to die and take anyone with me, but it doesn't have to be that way if you would just toss me your guns.

Ned and Cole both begin to whisper into each other's ears.

RYAN

Guns! Now!

Marcus reluctantly tosses his rifle over, then orders his men to follow suit.

Ryan cautiously walks over and picks one up. He pockets the grenade and aims the rifle at the men.

RYAN

You alright, Dolly?

No response.

RYAN

Dolly?

Behind the rock where she was hiding is a pile of dug up sand and a small tunnel.

Ryan has a look of confusion on his face, when he hears the others screaming.

He turns to see Dolly eating away at the horse with razor sharp teeth and a protruding bony spinal cord that tears right through her clothing. Dolly appears to be non-other than a Sand Demon. As she munches on the entrails of the horse, her skin hangs loosely off of her, almost like she is shedding it.

While everyone has their attention on Dolly, Cole picks up one of the guns he tossed to the ground and takes aim. He cracks off a shot but is too nervous and misses. Dolly turns and lets out a hiss before burrowing into the ground in an instant. Some of the loose skin she was shedding gets caught on the top of the tunnel she made, and tears away. Almost like an old melted Halloween mask, some of her facial skin sits on the ground staring back.

Marcus turns to Ryan.

MARCUS

What the Hell did you forsake us with?

Cole aims his gun at Ryan, and Ryan back at him in unison.

RYAN

I didn't. She came with me on her own accord. I had no idea she was a Sand Demon.

NED

Bullshit!

RYAN

Look, we can stand here cussing at one another until she comes back for our hide, or we can find some higher ground.

COLE

Let her come back. I'll --

MARCUS

-- Do nothing, but miss again. No, this man's right, we need to move.

NED

Only one of 'em, and four of us.

RYAN

Yeah, good luck with that. Our team encountered these shitheads and it didn't end well. They hunt in packs and are pretty vicious.

The ground trembles as Dolly tunnels under the dirt heading right at Marcus. Cole spots this and knocks Marcus out of the way just as Dolly spews out from the dirt slashing and biting with her extremely sharp teeth.

She wings Cole in the arm and immediately burrows back under the sand.

COLE

Fuck!

Cole pops a couple shots at the dirt trail that Dolly left behind.

RYAN

Save your ammo. We need to...

Ryan looks around, then up the canyon wall.

RYAN

We need to climb.

NED

Climb?

RYAN

Far as I know these things can dig like a mother, but I've never seen them deal with rock walls.

The sand begins to buzz once again as Dolly makes her way back toward the group.

This time, Ryan takes aim at the zigzagging sand trail wake that Dolly makes. But instead of trying his luck, Ryan switches his aim at the already dead horse lying off to the side, and blasts off a shot. The shot splatters more of the exposed entrails all over the ground.

Dolly's trail changes direction, heading back toward the horse and the fresh blood.

RYAN

Come on!

Ryan tosses the gun over his shoulder, hangs on to its strap, and begins to climb up the canyon wall. The others get going and follow suit.

Climbing up the side of the steep wall can be challenging, but to deal with one pissed off hungry Sand Demon would be another.

Dolly chows down on the bloody horse as even more Sand Demons begin to make their way down the passage up to the horse.

At first, a couple of them scuffle over the carcass, but then Dolly snarls and intimidates them both.

She is big for a Sand Demon. Perhaps this is what they look like as they age and mature, but that doesn't explain her coat of skin that allowed her to look completely human. An evolutionary trait to blend in among her prey? So, would this make Pope a Sand Demon as well? Or would he just house this critter as a pet? All of these thoughts and questions raced through Ryan's head as he climbed to the top of the canyon.

He sits on top catching his breath. Shortly, Ned is the next to pull himself up. A minute later, after losing his grip a couple times, Marcus manages to get a cut up bloody hand over the edge and pull himself up.

RYAN

Hold that hand over the edge to
drip back into the canyon floor
until you can get it wrapped. We
don't need a food trail for 'em.

Cole has a hard time. Completely out of gas, and exerting
all his energy with one good arm, he fumbles with his gun.

RYAN

Hand me your gun.

COLE

Go to Hell.

RYAN

Just give me the damn thing before
you fall.

Cole grumbles and mutters some obscenities under his breath
before finally handing Ryan his gun.

Ryan grabs the gun and uses it to pull Cole the rest of the
way up.

Cole flops over the edge and lay there on his belly
exhausted.

MARCUS

Let's be quick about it, and get
back to camp.

NED

We're takin' the stranger with us?

Marcus looks over at Ryan, who helps Cole to his feet, and
hands him his gun back. Cole sucks up his pride and shakes
Ryan's hand.

MARCUS

What's your name, son?

Ryan doesn't acknowledge him at first while looking back
down to the canyon floor, but then answers.

RYAN

Ryan Kazuto.

Marcus looks back to Ned with a smirk on his face.

MARCUS

Not a stranger anymore Ned. We're
taking mister Kazuto here back with
us.

RYAN

I'm flattered, but think I'll just head my own way.

MARCUS

Nonsense. You saved our lives.

RYAN

Look no offense, but I only got a couple choices here, and neither one of them is going home with some desert marauders.

MARCUS

I can't let you wander out in this wasteland aimlessly, or worse yet, find yourself in a mess with those things.

Marcus eyeballs Ned, who quietly picks up a rock behind Ryan.

MARCUS

So I'm afraid you only got one choice left.

RYAN

Not how I see it.

MARCUS

Shame.

Marcus nods, and Ned whacks Ryan in the back of the head with the rock.

Lights out. Ryan falls to the ground passed out.

MARCUS

Draw blood?

Ned shakes his head no.

MARCUS

Good. Let's get him home.

INT. TIN HUT MARAUDER'S CAMP - MORNING

Ryan wakes to a sore head and bound hands. His eyes squint to make heads or tails of what happened and his whereabouts.

Ned walks in with some tan looking liquid that he claims is his homemade moonshine.

NED
Sorry 'bout the noggin'. Have a
shot of this.

Ryan squints and struggles to get his wrists free that are
tied behind his back.

NED
The more you struggle the more them
ropes gonna burn.

Ned takes a swig of his moonshine and snarls when his brain
catches up to the nastiness he's tossing down his gullet.

He sizes up Ryan and plops down on an old milk crate beside
him.

NED
Shame I had to hit you upside the
head, but we ain't got a blind fold
for ya.

RYAN
What the fuck are you yapping
about, hillbilly?

Ned takes another gulp of his nasty homemade booze while
soaking in Ryan's snide remark, and it dribbles down his
scruffy beard.

NED
We got the next best thing to
paradise here and we aim to keep it
that way.

He wipes his dripping chin, and continues.

NED
Some kind of miracle has taken
place here. That's the only way it
can be explained.

RYAN
Enough of your rambling. Let me go,
or get to the point.

NED
Marcus says our Governor wants to
speak with you sooner than later.

Ned helps Ryan to his feet and takes him outside of the hut.

EXT. GAS LANTERN DISTRICT

Ryan was taken to a village right in the middle of an oil refinery. Oil derricks can be seen pumping, and machines are drilling. A swamp of oil sits on the rocky surface flooding a big area of the village. Perhaps an early attempt at the derricks had turned to catastrophe, but now it seems if they have rebuilt on higher ground.

A grid of wires is strung like telephone lines to the huts and the surrounding buildings. The wires are fed from a system of solar panels that are tended to and slightly turned every hour by one of the villagers for direct sunlight.

Ryan is taken outside where Marcus stands by a railing chewing on small whittled down piece of wood like a toothpick.

MARCUS

Ned, why is he still tied up?

Ned doesn't know how to answer the question.

MARCUS

He's not a prisoner here.

RYAN

Could have fooled me.

Marcus reaches into his pocket and pulls out a small knife. Extending it, he approaches Ryan.

With Ned holding on to him, Ryan squirms a bit, but Marcus cuts the rope that binds his hands. Still unsure about their intentions, he pauses, while Marcus puts the knife back away.

Suddenly, Ryan turns and knees Ned in the nuts, then knocks him completely to the ground with a solid punch to the jaw.

He turns, and Marcus presses a pistol to his head to end the scuffle.

MARCUS

We don't want to shed your blood
and end your valuable life. You
have an opportunity here.

RYAN

For what?

Marcus holds his free hand up as if to say calm down, while he holsters his pistol.

MARCUS

We apologize deeply for how we brought you here and certainly for shooting your horse. But look at it this way, had we not shot your horse would you have ever found out you were traveling with a Sand Demon?

Letting what was said sink in, Ryan relaxes his stance.

MARCUS

The opportunity you have here is to start a new. To exist within a society of people that have the resources to make a good life... Well, at least a better life. I'll give you the tour later, but first, I'd like to take you to meet our Governor.

LATER:

Marcus brings Ryan to a bridge that leads to a large hut on top of a tower above the old oil covered section of the village.

RYAN

Not the safest spot for your governor to set up his place, right over an oil swamp.

MARCUS

Abbott says it's a constant reminder and motivator to his previous failed attempts. Now Gov. Sandhurst assures us things will be different as we bring in more recruits.

RYAN

Recruits?

MARCUS

He'll explain more. Go on, the bridge is completely safe.

Ryan eyeballs the building across the small bridge then back to Marcus.

Marcus nods and waves his hand in a get going kind of way.

Ryan cautiously makes his way over the wooden suspension bridge. Looking down, he can see the oil bubbling, popping, and fizzing. He reaches the hut's main door, and proceeds to knock.

Gov. Sandhurst's shuffling can be heard as he makes his way to the door. Two scuffs and a thump, then two more scuffs and another thump.

Ryan looks back for a moment before the old rusty metallic door creaks open.

Governor Abbott Sandhurst stands there. He's an older gentleman with slicked back gray hair, a walking cane, and a pair of sunglasses to conceal his blind, whitish eyes.

ABBOTT
Come in my boy, please.

LATER:

INT. THE GOVERNOR'S HUT - DAY

The hut is decorated with hundreds of books, blueprints, and other academic paraphernalia. Some of which have been converted to braille.

Abbott adjusts the vents on an old stove heater.

ABBOTT
Quite the invention... running a steam pipe up from the oil pit. I don't even need wood to keep warm. Of course the release valves are important and necessary to filter out the toxins and keep the thing from overheating. Have a seat.

Abbott listens for Ryan to scoot a chair out before continuing.

ABBOTT
I am the governor of this wonderful place, Abbott Sandhurst, and I've been told you are Ryan Kazuto, the famous demon hunter from the dome city.

He opens the slates in a window to let in some light.

ABBOTT

Out there in the Gas Lantern District, we have put together a society of people who strive to survive and build. We have an armory, a water treatment plant, an infirmary...

Even though blind, Abbott points out the window knowing where things are located on the premises like the back of his hand.

ABBOTT

...couple hangers for our larger vehicles, and of course our oil refinery. We are constantly trying to expand, but to do that we need to venture into Searchlight City.

Ryan's attention peaks after hearing that Abbott knows of New Faith City's sister city, Searchlight.

ABBOTT

We've been pretty fortunate to be able to send runners in for small parts and supplies, but we believe that there might be a bigger resource in there that we could use. The only problem is that it is extremely dangerous and will draw attention.

RYAN

Draw attention to who?

ABBOTT

All the demons that live there. That's where you come into play.

RYAN

How so?

ABBOTT

You have the experience as a professional demon hunter do you not?

RYAN

I do.

ABBOTT

Well, we would like you to train some of our men and teach them the tricks so we can expand our operation. More importantly, we want to bring back a device.

RYAN

Look, it takes years to properly train someone. If you could just allow me transportation back to my squad and artillery, maybe we could share some resources? The sand demon that chased us out of the canyon... she along with another took me and my friends into their place, and I fear she may return to them.

Abbott puts his ear up to a wrist watch he wears and proceeds to wind it.

ABBOTT

Not that I have been able to tell the time in a while, but it's still a habit to keep it wound.

He finishes winding it and listens again for it to tick. A thin smile grows on his face.

ABBOTT

There she is. You know, I've always heard that it's only a matter of time before life lets you know which one you are.

RYAN

I don't follow.

ABBOTT

A coward or a hero? There are certain things in life that define us all. It always happens, whether we like it or not, and... it is only a matter of time.

Abbott taps his cane against a nearby chair before sitting down.

ABBOTT

True sacrifice and the willingness to surrender to certain death doesn't always mean it is the cowards path, or easy way out.

Reminding Ryan that he is blind, he taps at the side of his eye.

ABBOTT

I have this handicap to remind myself of when things went sour and now live with this constant reminder of failure. But our people appreciate my strength to press on, and through that, we will triumph. Your friends will find their way. You are given this opportunity to help not a few people, but mankind.

Ryan takes a moment, and narrows his eyes at Abbott.

RYAN

Why is it so important that we visit Searchlight if it now homes nothing but demons?

ABBOTT

A while back we were in communication with them, and my dear friend, Doctor Vernon Birch. Well, we lost contact with the city and hope for survivors. However, up until that point, Birch and I were working on a project we called Operation Phoenix. It was a device that, in theory, could control precipitation by seeding the clouds with silver iodine.

RYAN

What happened?

ABBOTT

We lost transmission with them, and they were overrun by hordes of demons. I've got to believe the weather machine is still intact. Birch was a paranoid man, and I'm almost sure that he stored it under lock and chain.

RYAN

Almost sure? That's a good reason to chance it.

ABBOTT

It is when this machine could
change all of our lives. We could
wash away death and plague from the
soil and begin to harvest once
again.

Ryan scratches his chin in thought.

MEANWHILE:

INT. NEW FAITH CITY SEWERS

Grant leads Arcane down the very same aqueduct he traveled
when he was chased by Prowlers and found the Inner Sanctum.

Grant recognizes the upside-down cross with the arrow
through it marking on the wall, so he is sure they are on
the right track.

GRANT

Think it's this way.

ARCANE

You don't remember?

GRANT

Got a little turned around last
time, and I'm still a little foggy
from that hag possessing me.

ARCANE

Listen... did you hear that?

Grant listens.

GRANT

I didn't hear anything, what did it
soun--

Grant pauses again, only this time he hears what sounds like
a squeaking wheel.

GRANT

(under his breath)
Fetch...

Approaching from around the corner is Fetch. The gangly
contortionist can be seen pushing a wheelbarrow and carrying
his wooden enchanted box with the crosses etched into it.

FETCH

(singing)

Little Willie with a taste for
gore, nailed little sister to the
bathroom door. Mother said with
humor quaint. "Careful Bill don't
mar the paint."

Fetch stops and begins to dig his dirty finger into his nose to pick it, then goes back to pushing the wheelbarrow and singing the demented nursery rhyme.

FETCH

(singing)

Willie looking in the gun, pulls
the trigger just for fun. Mother
says in tones so pained, "Willie is
so scatter-brained."

Just as soon as Fetch finishes his song, the butt of Grant's revolver finds his chin with a CRACK.

Fetch hits the ground and goes for his whistle that hangs around his neck to call the Prowler hellhounds once again.

Before he gets the whistle to his lips, Grant plunges the barrel of his revolver into his mouth like a pacifier.

GRANT

Not this time. This time you're
going to show us the way to the
camp.

With his free hand, he tears the whistle from the chain necklace around Fetch's neck and pockets it.

LATER:

INT. INNER SANCTUM

Fetch leads Arcane and Grant into the Dweller village.

The village of shanties, flies, and decay appears to be empty. There is not a single Dweller in sight.

GRANT

(to Fetch)

Where is everyone?

Arcane looks around seeing something that Grant doesn't see.

GRANT
What's wrong?

ARCANE
Everything.

Fetch hits the ground and begins to cower.

Reaching into a small satchel at his hip, Arcane pulls out a bag of some sort of white rosin powder.

ARCANE
Remember our visit at the foundry
years ago?

GRANT
Darklings...

Grant pulls out his revolver.

GRANT
Ready when you are.

Arcane unsheathes his sword and gets into an offensive stance. Then, he tosses the rosin bag into the air.

Like a clay pigeon tossed into the air, Grant takes aim and fires. The bag explodes and the rosin falls from the sky. In doing so, a concealing spell has been broken, and dozens upon dozens of Dwellers can now be seen surrounding Grant and Arcane.

The Dwellers have chains, pipes, boards with nails in them, and proceed in a bloodthirsty trance to kill.

The first Dweller comes in spinning a chain and whips it at Arcane. It wraps around his sword, but doesn't knock it loose. Arcane pulls the Dweller in using the chain, and catches the Dweller with a quick straight punch. The Dweller is taken off his feet and lands hard on his back.

Arcane swings the sword, and the chain slides off and strikes another approaching Dweller. It momentarily stuns the Dweller long enough for Grant to plug a bullet right into the Dweller's leg, but now the Dwellers begin to come several at a time.

Grant pulls a small remote from his pocket and holds it up into the air. The small red button on it beeps and the charging Dwellers slow up in confusion. He presses the button and a section in the ceiling explodes and caves in. The Dwellers scatter to dodge the falling rubble.

Up above, on street level, Dale and a squad of demon hunters followed Grant's signal and set a detonation blast to create an entry point.

Moments later, the demon hunters begin to repel down ropes into the Inner Sanctum. They take aim with non-lethal bullets, nets, and tear gas, and begin to capture the Dwellers.

Fetch tries to get up and run, but is tripped by Arcane. Fetch stumbles and falls into Grant before hitting the ground.

GRANT

Stay put!

Fetch begins to smile with a nasty mouthful of yellow teeth.

GRANT

What's so funny?

Fetch opens up his clinched fist to reveal in his palm the whistle. When he stumbled into Grant, he picked his pocket, and got the whistle back. Before Grant can act, Fetch places the whistle in his mouth and puffs his cheeks to blow.

Suddenly, a bullet finds its mark square in the center of Fetch's head from Grant's revolver, and the whistle falls from his mouth to the ground.

ARCANE

We should be going.

GRANT

It's okay, I don't think he --

Before finishing his sentence, growling begins to ring out from the shadows. The red, glowing eyes take shape, and a couple of Prowler hellhounds step forth.

GRANT

Not again.

ARCANE

I got this. Help your team round up the Dwellers.

The two Prowlers growl and approach, but Arcane takes out a small vial of liquid and proceeds to pour some on his clothing. The smell of the liquid attracts the Prowlers like some sort of pheromone, and they turn away from the Dwellers and the demon hunter squad and head straight for Arcane.

Arcane picks up Fetch's enchanted wooden backpack box. He smashes it, keeping one of the straps attached to a chunk of wood, and uses it as a makeshift shield.

A Prowler leaps glaring its rotting flesh and jagged teeth, trying to take a bite out of Arcane. He is able to block it to the side with the shield. The Prowler hits the ground and paws at its nose sneezing.

The second Prowler quickly goes in for the attack, but Arcane side steps and parries with his sword, and slices the dog in half. It immediately begins to regenerate as its intestines link back together and pull its two halves whole again.

Arcane rummages through his satchel looking for something to aid him in this fight, but is quickly forced to duck the other Prowler who springs at him.

Back to his feet, Arcane continues to search his satchel. Finally, he has it. Not a moment too soon, he pulls out a small bundle of tightly wound sage and vigorously smears it up and down the blade of his sword. One of the Prowlers takes a bite out of the strap attached to the shield. The shield falls to the ground no longer serving any use without a handle.

Arcane swiftly boots the dog away. Just as it is about to get back to its feet, Arcane's sword is thrown into the beast's side, pinning it back down to the ground. The sage on the sword burns the dog from the inside out. No regeneration takes place, as the dog completely dissolves into a festering pile of slime.

The other Prowler has fully regenerated itself, and lunges. Arcane activates his gauntlet magnet with his thumb and forefinger and his sword shoots back into his palm just in the nick of time.

The dog lays on top of Arcane with the sword pierced through the front of its neck and out the back. It nips at Arcane for a moment before realizing it's been slain. It instantly erodes into a puddle of ooze that drenches over Arcane. Covered in the slime, he sits up and begins to wipe himself clean.

ARCANE

Okay, this has been fun.

Grant walks over and lends Arcane a hand to his feet.

GRANT

We got everyone, but no leads on Odessa.

ARCANE

You're the detective. You'll have to keep searching, or perhaps one of Dwellers could help with answers.

Dale Alvarez repels down from the hole in the ceiling, and Grant walks over to him.

DALE

Edward, good work. So this is where the rebels live, eh?

Dale notices Arcane in the distance and stops himself.

DALE

Is that...

GRANT

Arcane? Sure is.

DALE

Hmm... Never seen him up close before. Thought he'd be bigger.

All business, Grant ignores Dale.

GRANT

No sign of her.

DALE

I'll assign a team to sweep the sewers. I'm sure something will turn up. In the meantime, maybe you can get a few answers out of one of the captured Dwellers?

GRANT

With all due respect, I'd be better suited digging for leads than interrogating a bunch of people that don't have their wits about them.

Dale ponders for a moment, and crinkles his nose in disgust. A sudden odor finds his nostrils, and it isn't very pleasant.

DALE

Tell you what... you got 'til tonight to "dig" all you want, and then I want you downtown. We're hauling the Dwellers to New Faith Hospital to check their vitals and try to clear their heads. One of them has to know something.

Grant nods and walks back to Arcane.

LATER:

INT. NEW FAITH HOSPITAL

The hospital is even more hectic than usual. The Dwellers have all been brought here by the demon hunters by orders of Captain Alvarez. The majority of them are strapped down to any and all beds in the I.C.U., the E.R., the O.R., even the doctor's lounge. Any spare room has been used up, as well as all of the I.V. drips in order to replenish the malnourished.

For the beds that don't have straps, handcuffs, duct-tape, electrical wiring, and medical tubing are used to tie the people down. The Dwellers are very unstable and dangerous, and the personnel working isn't about to start taking risks.

Lynn Kazuto walks by flipping through a chart as she approaches Dale Alvarez.

LYNN

A simple I.V. filled with some electrolytes isn't going to solve all the problems. I mean, we are dealing with Tetanus, Leptospirosis, Toxoplasmosis, and Hepatitis... Need I go on? We barely even have enough penicillin to give to a dozen people.

DALE

That won't be necessary. Maybe there has been some confusion on my part. I don't give a damn about these people, and I certainly don't want you to waste any of our precious medicine. I simply want you to do whatever is minimally necessary to get at least one of these people coherent enough to question.

LYNN
What kind of questions?

DALE
That's not necessary for you to know.

Dale turns and walks away.

LYNN
How about my husband?

Without breaking stride and without turning back, Dale answers.

DALE
No communication as of yet. I'll keep you posted.

One of the doctors runs up to Lynn needing advice on a patient, and Lynn gets her focus off of Dale and back on her work. She follows the doctor to aid her.

EXT. DESERT CARNIVAL - DAY

A dust storm blows about. Pope can be seen wearing a pair of goggles over his bandaged head and a sewn together tethered poncho to reduce the wind and dust.

With great effort, he pushes a handcart that has a pair of skis attached to the bottom to help in the desert sand. On the handcart are numerous five gallon buckets. Pope pushes the cart toward an old brick well. He finally manages to get to the top of the hill and ties the cart off to a hook on the side of a well so that it doesn't slide away. Pope pops the lids off of the buckets, one by one, and begins emptying the contents down the well.

Whatever it is, it sounds sludgy, as some of it splatters on the inside wall of the well.

About fifty yards away, a fruit cellar door is propped open with a cinder block. Dusty stairs lead down a long way into the darkness beneath the desert.

INT. FRUIT CELLAR

Moans can be heard at the bottom of the steps inside the fruit cellar.

A spark can be seen only for a moment. Then another, but this time it stays lit. They are coming from a blowtorch lit

by Dolly. She has returned back home, and is still in the form of the Sand Demon. She appears with her bony spinal cord protruding right through her clothing, and half her skin on her face that hasn't shed completely off. It is barely hanging on and gives the appearance that half her human face is melting right off. Her other eye is presented more like a serpent, with an extra thin eye lid that blinks like a crocodile.

She holds the blowtorch in her hand, and smiles with her razor sharp teeth. Dolly turns the blowtorch and begins to light the candles in the room.

This is no fruit cellar. This is a chamber used to preserve meat. Each cell contains decomposing, fly swarming humans.

The first cell contains captured travelers missing a limb or a set of toes. The cells get worse and worse going down the line until the last cell containing Roger from Ryan's old squad. He lay there unconscious and is missing both arms and both legs. He is just a torso with a head. His wounds have been cauterized shut with the blowtorch.

It seems the prisoners are kept alive as long as possible to preserve their meat down here in the cool cellar. No electricity or refrigeration is needed.

It is clear now that Pope is a cannibal just like Dolly, but what isn't clear is which one is in charge.

In the far cell, Gibbs sits there missing a piece of his ear. He holds a rag to his head, but at this point it's mostly dry blood. Still hobbling from his leg injury, he tries not to move too much. His glasses, which he's so known for pushing up the brim of his nose all the time, are broken. Half a pair sits on his face and wrap around his one and only good ear.

Clark sits there in the same cell. He tucks his small pocket screwdriver back into his sock to conceal it from Dolly. Scratch marks can be seen on the inside part of the lock in a failed attempt to escape.

Paige isn't in a cell, but she is right down there in the cellar with them shackled with a chain to the wall. She is dressed up in a summer dress with messy caked on makeup and a ribbon in her hair. Her tears, streaming down her cheeks, have smudged her mascara.

PAIGE

What do you want from us? Let us go!

Dolly looks back over her bony shoulder, but doesn't respond with much except a snarl.

Roger begins to wake in his cell, and immediately begins whimpering in agony when he realizes he is limbless.

PAIGE

For fuck sake... Look at him, you monsters! Just end his misery and shoot him in the head already.

DOLLY

Shoot him like he shot Pope? No it won't be that easy silly Susie.

Dolly walks over to Paige, who backs away. Her monstrous, scaly hand caresses Paige's cheek.

DOLLY

I made you look so pretty, haven't I Susie? Oh, but Susie, it looks like we will have to re-do your makeup. You've gone and messed it all up.

PAIGE

(under her breath)
Why do you keep calling me that?

DOLLY

'cause my old Susie doll wasn't fun anymore. She never talked back to me.

Dolly playfully flicks Paige in the nose and heads back to the other side of the room.

Moments later, Pope comes down the stairs. He takes off his poncho and carefully hangs it on a bloodstained hook nearby.

Dolly wheels over a squeaky cart with some surgeons tools on it. She stops and tilts her head to the side noticing something on Pope.

A small hole can be seen in Pope's abdomen where apparently Clark had shot him with Ryan's small handgun. A bandage barely dangles, no longer covering his wound. The weird thing is, Pope sheds no blood. In fact, instead, a tiny bit of sand leaks from his wound to the floor.

DOLLY

(sighs)

You're leaking again.

She takes a wad of gauze and thumbs it into his opening sealing anymore of his sand-like entrails from leaking.

DOLLY

Remember what he said. The deal...
Lose all that sand and you're time
is up.

Dolly turns to Clark and Gibbs in their cell.

DOLLY

Silly fool got himself lost in the
desert years ago. Prayed, prayed,
and prayed. Then, when he was just
about to die in the scalding heat,
made a deal and sold his most prize
possession. And now he is obligated
to be caretaker to me and my
babies.

Dolly pauses for a moment in thought. Her bony spinal cord sinks back into her body, and she slowly crunches and manipulates her bone structure to retake form of the young child she once appeared as. Only thing is, her face and skin that are torn off will take days to rejuvenate.

CLARK

What next then?

DOLLY

A dinner engagement. A true feast
before our journey.

Clark looks at Gibbs, who has yet to look away from Dolly with his deadpan stare.

CLARK

Hmm... I take it we are your main
course? Well bitch, you're gonna
have to come in this cell to get
us, and I plan on taking your eye.
At least one of them.

DOLLY
Presumptuous statement. An eye, a
tooth, a scale... It matters
little. One way or another you'll
end up on our plate.

CLARK
And what about Paige?

DOLLY
Who?

CLARK
I'm not playing your game.

DOLLY
Oh, you mean Susie? She will be
showing us to your city.

PAIGE
What? Why?

DOLLY
Big appetite.

PAIGE
I'd rather you kill us all than
show you back to all our people.

DOLLY
We shall see.



Dolly opens one of the cells that contains a drugged up prisoner. The prisoner is wearing shredded clothes and bruises from the fight he must have put up when being caught.

Pope grabs the man and slings him over his shoulder. He carries the man to an adjoining room. Dolly follows pushing the cart of medical instruments.

INT. TORTURE ROOM

Dolly straps the victim to a chair in the middle of a blood stained room. Hooks, chains, saws, and other stained dirty tools can be seen hung on the wall. She waves some smelling salt under the man's nose, and he snaps out of it.

Immediately, he frantically looks around realizing he is now the one in the torture room just like many before.

He stops when he notices Pope. Pope begins to unravel his bandages from around his head. While only looking at the back of Pope's head, the man sitting in front of him has a reaction that explains what a horrific sight it really is.

Meanwhile, Dolly cranks an old phonograph. Placing the needle down on the vinyl, "Mr. Sandman" by *The Chordettes* begins to play.

Pope opens a small, tin container on the cart. It contains a set of evil looking cannibalistic sharpened dentures. He plops them into his mouth and chomps down a couple times clicking the teeth.

INT. FRUIT CELLAR

Back in the main room, the man's pain filled screams can be heard.

Clark immediately takes the screw driver out from his sock and frantically attempts to pick the lock to his cell once again.

LATER:

Though the scratch marks are deeper on Clark's cell lock, he still has yet to free himself. The handle of the screw driver has broken off, and it sits in pieces on the ground.

Clark lay there holding his hands over his ears with his eyes clinched tightly.

"Mr. Sandman" continues to ring out over what is now whimpering from the adjoining room.

The song ends, but shortly after a squeaking noise can be heard. Dolly keeps cranking the phonograph player and

continues to play the same song over and over again while the torture and dismembering of body parts commences.

PAIGE

Enough! Enough, God dammit! Enough!

Tears stream down Paige's cheeks, and her mascara runs down her face even more than before.

The phonograph from the other room suddenly stops as if someone lifted the needle.

Moments later, Dolly walks out from the torture room.

She has an old apron tied around her and a pair of goggles with blood splatter on them. She lifts the goggles to the top of her head and calmly walks over to Paige.

DOLLY

Did you call for me my dear Susie?

PAIGE

Enough... I'll show you to the city.

GIBBS

What? No! Are you fuckin' crazy?

PAIGE

As long as...

Dolly smiles and leans in.

DOLLY

Yes?

PAIGE

As long as no one else here gets hurt, and we leave now.

Clark rocks back and forth in his cell holding his head in frustration.

CLARK

My family! My Wife and two little girls... You'd send this monster to our city for a buffet?

GIBBS

Take a look at Roger you bitch!
Take a long look. You want our friends and family to end up looking like that?

Dolly gently grabs Paige's chin and turns her so she is looking into her eyes.

DOLLY

No more blood will be spilled. You will take us there then, yes?

Paige looks around the room to see Gibbs and Clark gripping the bars in their cell, and shooting back a deathly stare.

PAIGE

Yes.

DOLLY

Very good.

With that said, Dolly jams a needle into Paige's neck just below the chin.

PAIGE

What are you doi...

Her voice becomes filled with fluid and she passes out.

EXT. GAS LANTERN DISTRICT - DAY

Alongside of a rocky hill, some of the Gas Lanterners partake in weapon training.

RYAN

Keep it tight to your body or you're gonna break your shoulder.

Some of the people aren't half bad, but others couldn't hit the broad side of a barn.

RYAN

Remember, take a deep breath before squeezing the trigger. Don't pull it. You don't want to jerk your finger with a quick pull or your bullets will be in the dirt.

MARCUS

Ryan, I think when Abbott wanted you to train some of our people, he didn't mean on the basics. We need to know some of your demon hunting training and the demon's weaknesses.

RYAN

Cart before the horse will get you killed. These people aren't ready. If we are going to go to Searchlight, we need to keep to a small group. This is just a means for me to weed out some of the people for the advanced training.

MARCUS

And when will that start?

RYAN

Unfortunately, we don't have much time, so I will do my best to cram three weeks of training into a day, but it might be meaningless.

MARCUS

Why is that?

RYAN

All the training in the world won't prepare you for the fear that comes with a demon encounter.

MEANWHILE:

INT. TABERNACLE - DAY

Grant and Arcane continue their investigation under the streets of New Faith City. They find themselves trying to turn over a few stones in the Dweller's tabernacle for a lead.

Arcane sorts through scrolls next to the alter, while Grant takes a seat in exhaustion.

GRANT

We've been at this for a while now, and I've found nothing but dead ends.

Grant stops himself when he notices Arcane frantically flipping through scroll after scroll.

GRANT

You can read that? Looked like Latin.

ARCANE

Each scroll is a mix of different languages. Very difficult to decipher.

Just then, whimpering can be heard from somewhere hidden within the wall.

Both Arcane and Grant look, then look at one another.

GRANT

Did you just...

Arcane nods, and then proceeds to put his ear to the wall for a listen. He takes a step back and notices a small gap at the bottom of the wall. A hidden door.

Grant arms himself with his revolver, while Arcane runs his sword across the wall looking for a seam. After finding one, he wedges his sword into it and pries the door open.

A glimmer of light enters into the small room behind the door to reveal a pregnant woman sweating profusely. She is in labor.

GRANT

Who are you?

The woman replies, "DAWN" after finding her breath.

GRANT

Alright Dawn, we're going to help you out of there, but I don't want you to try anything.

Dawn nods.

Arcane grabs Dawn from behind her arms and drags her out of the dark room into the tabernacle. He takes off his long coat and rests it behind her head.

GRANT

What are you doing?

ARCANE

We don't have time to take her anywhere, she is ready.

GRANT

Wait a damn minute, how do we know...

Grant aims his revolver at Dawn.

ARCANE
What are you doing?

GRANT
Last thing we need is her giving
birth to a Wall Crawler or Smoke
Eater.

DAWN
No! It's my baby.

Arcane calmly steps in the way and places his hand on the
woman's stomach.

ARCANE
Put your gun down Edward. You don't
need to kill any more innocent
people.

GRANT
But how do you know she...

ARCANE
It's human, trust me.

Grant reluctantly holsters his weapon.

GRANT
You've done this before?

ARCANE
With cattle.

GRANT
Oh, great. What do you need from
me?

ARCANE
We need some clean water, and a
clean article of clothing.

Grant takes off his jacket and turns it inside out. He then
reaches into his back pocket and pulls out a flask of
alcohol.

GRANT
'bout the cleanest it's gonna get.

Arcane rolls his eyes and holds his hand out to take the
flask and jacket.

MEANWHILE:

EXT. DESERT - DAY

A satchel sits in the sand spilling out its contents. Among them are a canteen, a compass, a can of spam, and a hooded poncho.

Beyond that, a horse is tied to a dead ironwood tree stump. The horse licks at Paige's head and wakes her. She wakes up groggy and tries to absorb her new whereabouts, all the while pushing the horse's face away.

She is all alone in the desert with minimal supplies and nothing but rolling sand hills as far as the eye can see.

Paige shoots up to her feet looking around for Dolly or Pope. They wanted Paige to lead them to New Faith City, but are nowhere to be found. Paige isn't dumb, she suspects something is wrong. They wouldn't just release her to the desert and not follow.

Pope is a hunter and tracker. She already knows this based on the first encounter with the Sand Demons when he saved her crew.

She gathers the supplies, and shoves them back into the satchel.

PAIGE

Easy girl...

She cautiously approaches the horse and checks the saddle for anything useful. She finds one more jug of water for the horse attached to the saddle.

Still dressed up like Dolly's Susie doll, Paige needs to cover up from the desert heat, so she puts on the hooded poncho despite the stink that reeks off of it.

LATER:

Riding on horseback, Paige checks her compass, and takes a tiny sip of water. She halts the horse and hops off. Unstrapping the water jug from the saddle, she gives the horse a drink.

She looks at her compass once again and notices some sand inside of it that is blocking the needle. Paige blows it out and taps the side of it to get rid of the grit.

Once the needle is free of debris, it spins around pointing in another direction.

PAIGE
Shit... We've been going in
circles.

Just then, she notices her own old tracks along with another set of horse tracks and some tilled up sand.

Her eyes go wide realizing she is being followed by Pope on horseback and Dolly digging beneath the sand.

She looks around, but doesn't spot anyone in sight. Suddenly, it hits her. She knows what she needs to do.

Paige opens the lid to the Spam and feeds it to the horse.

PAIGE
I know, I know... You guys probably
don't like this kind of stuff very
much, but it's all I've got.

She pets the horse down its nose.

PAIGE
I'm sorry dear, but you must do
this.

She then gives the horse another big drink from the jug of water.

Paige takes her poncho off and ties it low on her body so that it drags in the sand behind her.

She loosens the strap on the saddle so it will bounce when the horse runs. Then, Paige takes the jagged lid from the spam tin can and fastens it underneath the saddle so that it pokes the horse in the side.

She gives it one good swat, and the horse takes off. The saddle bounces on its back and continues poking the horse to make it continue galloping, almost like if someone wedged something on a car's gas pedal to send it off with no driver.

Paige runs with her heavy poncho dragging and covering up her footprints behind her. She hides herself on the other side of a sand dune and waits.

Minutes later, sure enough, Pope comes galloping following the tracks of the horse. Alongside him, beneath the ground, Dolly buzzsaws through the sand. They both follow Paige's horse thinking that she is still riding it.

Paige peeks over the hill of the sand dune to see if it's clear. She takes a deep breath before getting to her feet and jogging in the opposite direction.

EXT. SEARCHLIGHT CITY - NIGHT

Just outside the city of Searchlight on the cliffs, a pickup truck with crates of fireworks in the bed pulls up to a dusty halt. Following shortly after, a few small dune buggies, carrying members of the Gas Lantern District, drive up.

Ryan, Marcus, Ned, Cole and a few other Gas Lanterners step out of their vehicles and kneel down by the edge of the cliff.

They begin to pass a single set of night vision binoculars back and forth.

It appears as if the city was ravaged by demons many years ago. They, like New Faith City, attempted to construct a dome to incase itself; however, it must have been mostly destroyed in the battle, as it stands with giant cracks about it.

Telephone poles are all tipped and broken on the destroyed concrete that once resembled the city's streets. Dead looking ivy drapes out of the skeleton buildings, and a graveyard of cars and busses can be spotted. Some of the vehicles are tipped on their side, and some are smashed up pretty good by fallen debris and telephone poles.

Ryan takes the binoculars, and after a moment notices something leaping and bounding from car to car. A Wall Crawler. And just like a roach, where there's one, there's more.

RYAN
Plan's changed.

MARCUS
What? What do you mean changed?

Cole walks over to the pickup truck where Abbott still sits in the passenger seat and whispers something to him. Abbott is helped out of the vehicle and escorted over to Ryan.

ABBOTT
Now's not the time to be getting cold feet.

RYAN

I don't have cold feet. We just have to be smart about making our way in. There are Wall Crawlers.

NED

Shit, is that all? We had a couple of those things last year. One bullet to the head will do it just fine.

RYAN

This is exactly what I mean. Ned, you shoot a Wall Crawler and alert something even meaner within the city. I swear I'll put that bullet in your head before we're all killed.

Ned takes a step back.

ABBOTT

What do you propose?

LATER:

A few Wall Crawlers dig their noses into piles of trash looking for something to munch on. They stop suddenly when they notice a light come on in a nearby school bus. They snarl and leap around quickly making their way to the school bus.

Once inside the bus, the Wall Crawlers all stand huddled around a small flashlight that has a windup timer Jerry-rigged to the flashlight's wiring, a perfect diversion. Ryan and a small team consisting of Ned, Cole, Marcus, and two other Gas Lanterners, Miller and Reynolds, all slip into a nearby building stealthily.

INT. RESEARCH FACILITY - NIGHT

Once in the building, they lock and jam the door behind them with a small piece of rope from Ned's backpack.

Marcus and Cole scout the room for any other possible threats, and it seems they are all alone.

Ryan unrolls a blueprint, all the while holding a small flashlight in his mouth. He looks up trying to get the lay of the room and the whereabouts of the safe containing Dr. Vernon Birch's weather device.

RYAN

Looks like it's down a level. The sub-basement perhaps.

COLE

How 'bout this?

Cole finds an elevator behind a stack of scrap metal and boxes.

RYAN

You can take the death trap. I'd like to find the stairs.

Miller peeks through a small window on a door on the other side of the room.

MILLER

Guys, I think I found the stairs.

Miller looks back out the window, and suddenly slumps down below the window to hide from view. He quickly turns off his flashlight. The rest of the crew take notice to his panic, and shut their flashlights off as well. They all crouch behind random items in the room to get out of sight.

On the other side of the door, a snarling demon fogs up the window. It lingers there for a moment before moving on down the stairwell.

In fear, Miller crawls backwards away from the door.

RYAN

(whispering)

Looks like we need to go down the elevator, power or not.

LATER:

The elevator door has been pried open, and one by one they begin to climb down the cable and down the shaft.

INT. SUB-BASEMENT

They all cautiously enter the basement. To their surprise, it's a giant open room filled with abandoned cobweb laced medical and research equipment.

RYAN

Keep your eyes peeled. We're sitting ducks in here.

Exploring the room, they all spread out. Ryan goes over to a desk that sits on the right side of the room.

Sitting in the chair is a skeleton wearing a dusty lab coat. A journal sits on the desk.

Ryan dusts off the skeleton's lab coat, and his patch reads, "Dr. Birch".

RYAN

Looks like we found Birch.

A couple of the guys cringe when they notice the skeleton.

RYAN

Keep looking for this device. I have no clue how small it might be.

Ryan then spots a journal that belonged to Birch, and begins to quickly read a little of it.

"Entry 406

Today is the last night of Searchlight's existence. The demons have infiltrated the city. I've managed to submerge myself down here in an effort to complete my work. I think I'm safe for now, although my rations will soon run out.

- Dr Vernon Birch"

"Entry 407

Although my work is nearing completion, the screams of the people in the upper floors of the research facility have been wearing on my conscience. Should I have opened the door and brought them down? It was said those left behind after the Day of Judgment, that evil would take on the voices of your loved ones to try and coax you out of hiding.

- Dr Vernon Birch"

Ryan flips ahead in the journal a few pages.

"Entry 423

My work is complete. The power is touch and go, but I think I've calculated its pattern and will be able to give it a go this week. Food rations are depleted. Rats... We have rats down here. Maybe I could catch one for supper. The voices have stopped calling from the vents. Now my head swells in pain. Oh, what I'd give for some migraine pills.

- Dr Vernon Birch"

"Entry 430

They're mocking me. Whispers echo in my head. I can't make out exactly what they are saying, but I just know they're harassing. These little shits have been taunting me ever since there was a power surge and I fried Phoenix's main circuit board. It will never fly at this rate. I have failed.

- Birch"

"Entry 432

I've made a new eight legged friend today. He was shy at first, but now Eugene won't shut up. He goes outside slipping through the cracks. He tells me I'm safe here.

- Vern"

"Entry 433

We've had our first disagreement. Eugene is against me eating rats. I said, well you eat flies. How are we that much different? Eugene got mad and bit me.

Dr. V. Birch"

"Entry 435

I'm feeling sick and my arm is infected from Eugene's bite. I caught a fly for a peace offering, but Eugene hasn't come back. I really don't feel well.

Vernon Birch"

"Entry 437

It's spreading. I no longer have movement in my arm. This is not good. The infection has started to discolor my chest. I've had shortness of breath and my vision has blurred. I fear this may be my last entry. If someone finds me deceased, please deliver my weather machine schematics and any technology you see fit to the Gas Lanterners, specifically Governor Abbott Sandhurst. It is of the utmost importance that our work continue.

Goodbye,

Vernon Stanley Birch"

MARCUS
Find something?

RYAN

Not really. Poor guy lost his mind
trapped down here.

Ryan begins to thumb through some old files in the drawer. He drops one of the schematic forms on the ground, and when he goes to retrieve it, he notices a seam along the floor board under the desk.

He rolls back a section of a large oval rug and notices a handle. He pulls it up revealing an ignition switch with a key.

Curiosity gets the best of him, and he turns the key. Nothing happens. He then calls for Reynolds to come over with his backpack that contains a set of jumper cables and a used car battery.

They dismantle the casing around a nearby power generator and hook up the jumpers. Once more, Ryan turns the key. Lights begin to flicker and juice is back on.

Suddenly, the ground begins to shake.

MARCUS

What the Hell is going on?

Two large doors on the floor slide open, and rising out of a hydraulic haze of steam and dust is a big vehicle with tank-like belt driven wheels. Sitting on the top of vehicle is a huge metal ball with wires and miniature satellites flashing.

Could this be the machine that Doctor Vernon Birch had been working on? Phoenix?

MALCOLM

What did you do?

COLE

What is that thing?

RYAN

I don't know. You think that's what
we're looking for?

REYNOLDS

God, I hope not. It's huge.

REYNOLDS

Let's get what we need and get out
of here.

RYAN

Unfortunately, I think that big sphere on top of that vehicle is what we're looking for.

NED

You sure?

COLE

There is no way we can transport that out of here.

RYAN

Got the schematics right here. We might be able to strip the device for just its main components, then rebuild it with these blueprints back in New Faith City.

LATER:

Ryan looks inside a small tin rusted toolbox for a moment before shutting it.

MARCUS

Are you sure that's all we need?

RYAN

I think so. I've gone over the blueprints several times, and most of it can be recreated with junk from a scrap yard, but this little thing... There are so many working components. The prints say that it's for seeding the clouds. Some sort of Silver Iodide explosive.

NED

How does that work?

RYAN

Well Ned, why don't you pull up a chair and I'll begin the lecture. Seriously? Let's get this back to able hands and forget about all the time wasting questions that no one here has the answers to.

MARCUS

He's right. Let's figure a way out of this place.

Miller walks over to the elevator and presses the button. The lights flash for each floor as the elevator makes its way down to their level.

MILLER

Hey, 'least we won't have to take
the stai--

The elevator doors open and a set of hairy giant spider legs shoot out of the elevator and whip around Miller. He is swept into the elevator with the demonic creature hissing inside.

Marcus and Ned, closest to the elevator, both aim their weapons but can't quite get a clear shot. With all the chaos going on inside the elevator, buttons must have been pressed, because the doors close and the elevator begins to rise.

Miller's screams become more and more faint as the elevator becomes further away.

NED

Miller...

COLE

What the fuck!?!

MARCUS

My thoughts exactly. Ryan?

RYAN

Looks like we just met Eugene.

MARCUS

Who?

NED

It's coming back down!

Reynolds runs over to the car battery and unhooks the jumper cables to cut the power. The elevator stops half way between their floor and the one above.

RYAN

I've never seen a Wall Crawler that
big. It must be a queen.

There is a moment of silence before pounding can be heard in the elevator. It begins to dent from the inside and bend open.

The giant Wall Crawler attempts to pry the doors apart. It snarls and hisses while reaching out trying to get at the

group. Being in between floors, it can't quite get out but it manages to shoot out a web grabbing a hold of Reynolds.

Reynolds hits the ground with his legs covered in webbing, and the creature begins reeling him in like a fish.

He's drawn in closer and closer towards the beast. Ryan breaks into a case on the wall and removes the fireman's axe from inside. He chops Reynolds free from the strings of web, and then he turns and hurls the axe at the demon.

Although it sticks in him, the axe doesn't kill the giant Wall Crawler, it merely pisses it off more.

Ned and Cole open fire and empty round after round into the Wall Crawler until it is nothing more than a green pulp of guts dripping out of the broken elevator. They continue firing even though the creature has been executed.

RYAN

Enough!

MARCUS

Hold your fire!

RYAN

Stop!

They finally stop.

RYAN

You idiots!

NED

What?

Coming to check out the noise, echoes of regular size Wall Crawlers and various other demons ring out through the vents.

MARCUS

That's what!

They immediately start to tip tables and barricade the vents along the wall as quickly as they can. To buy them a little time, they pile on anything they can get their hands on.

Marcus, Ned, and Cole all get their weapons ready knowing that this will probably be their last stand.

With nowhere to escape, Ryan runs over to the elevator filled with squishy demon guts, and peers in.

RYAN

Come on, I need a boost.

They all pile in to the elevator. It's pretty much unavoidable, the green slime from the bullet shredded demon gets all over them as they attempt to give Ryan a boost.

Ryan reaches to open the hatch at the top of the elevator, and that's when Marcus and Cole both lose their footing in the slippery slime. They tumble to the floor of the elevator.

They get up to make another attempt at the hatch, but all of a sudden the elevator begins to shake.

Looking up, they realize the Wall Crawlers have begun hitting the top of the elevator.

RYAN

Shit! We can't go that way.

The cables holding the elevator begin to snap and pop as they are severed by the weight inside the shoddy elevator. The elevator drops about ten feet before crashing.

Everyone in the elevator tumbles around as the elevator crashes on the bottom of the shaft.

Just when they thought it was all over, it shakes and the ground begins to quake. The elevator falls even further.

INT. CATACOMBS

Dust settles, and the men crawl out of the wreckage.

Ryan lays on his back to catch his breath. He pulls a small flashlight out of his pocket.

Shinning the light up, Ryan realizes they have submerged themselves into a cavern below the basement of the facility. A giant hole in the ceiling of the cave can be seen at least twenty feet up.

He lowers the flashlight, trying to find the men, when he spots a dead Wall Crawler that had been on top of the elevator during its decent. It was crushed by rocks and other debris.

Ryan shines his light over to the other side and spots Marcus, Ned, and Cole. Surprisingly, all are okay besides some bumps and scraps.

Coughing and dusting themselves off, they all get to their feet except for Ned who buckles and falls back down. He has shattered something in his leg on the fall, and now winces in pain.

COLE
Where are we?

Marcus tends to Ned.

MARCUS
Ryan, little light over here. Ned's hurt.

NED
Damn it! I think it's broke.

MARCUS
Hold still.

Marcus picks up Ned's rifle, or what is left of it anyway. It was bent in the fall, so he takes off his belt and ties the gun on his leg like a splint.

Ryan finds Miller's body and his walkie-talkie attached.

RYAN
I found Miller.

He rips his shirt sleeve, and using it as a rope, ties his own walkie-talkie to Miller's walkie-talkie so that they are face to face. He flips them both on and a squealing noise from frequency interference blasts and echoes loudly.

COLE
Ryan, what are you doing?

RYAN
Just shut up and watch.

Ryan pitches the walkie-talkies up into the hole in the ceiling. It lands teetering on the edge of the hole, but stays put.

RYAN
That should buy us some time to, so we can see where this cave takes us.

COLE
Time?

RYAN

The loud frequency you're hearing right now... they don't seem to like it very much. Just a temporary deterrent incase anymore want to follow down the shaft.

Marcus gets into Ned's backpack and pulls out a flare. He lights it and gives it a toss off in the distance. It rolls for a bit before revealing a wall of skulls.

With further exploration, they see that the skulls lace the walls of the cave.

RYAN

Oh my God...

MARCUS

What is it?

RYAN

I've always heard of these, but I thought they were just stories.

MARCUS

Again, what?

RYAN

We have stumbled right into a Breeder's lair.

COLE

A Breeder?

RYAN

Breeders are mother to all class of demons. It's been said that they'll create nests among the dead, and you REALLY don't want to be around when the eggs hatch.

MARCUS

What's the plan?

RYAN

Starting to wish I didn't toss that walkie-talkie up into the hole... We have no choice now. We keep quiet and press on.

LATER:

They venture on, keeping close to one another, and with only two flashlights between the group.

The winding passageway leads to a large open cavern. Once a little further into the open area, their nerves begin to get unsettled, like something is watching them.

Then there in front of them is another human standing there motionless.

MARCUS

Sir?

No answer.

MARCUS

Sir, are you alone down here?

Still no answer, so they cautiously approach.

Marcus goes to touch the man on his arm, and half of the man's body crumbles like ash.

MARCUS

Whoa!

He jumps back not knowing why or what just happened.

Ryan shines his flashlight around and spots dozens and dozens of humans. They are a variety of ages, and some are children. They all stand there petrified. They seem to be unscathed at first glance, but after the one that crumbled, it appears that they are all dead, and have been hallowed out. It's almost like a charred log in a fire pit that seems normal until you poke it with a stick.

RYAN

They've been combusted from the inside out.

COLE

What did this, a Breeder?

RYAN

No, much worse. A Death Dealer.

MARCUS

You've got to be kidding me?

RYAN

Not to worry, Dealer's all went north to fight against the angels. This looks like the aftermath of one.

NED

All these people down here hidin'
from the war... Damn shame.

Ryan holds up the tin tool box with the Phoenix component in it.

RYAN

Let's just find our way out of here
with the device quickly.

REYNOLDS

Hey!

Out of the flashlight's path, Reynolds lets out a yelp as a chattering, clicking noise runs by.

He catches up to the group.

RYAN

What's wrong?

REYNOLDS

There's something over there in the
darkness.

Reynolds points in the direction.

Marcus lights a flare, and tosses it. Immediately after, he readies his gun. A brief shriek of some sort of demon is let out as it scurries away from the flare.

Reynolds and Ned open fire blindly into the dark wasting ammo and chewing holes into the standing petrified dead people. They stop and listen. The chattering noise circles them. Echoing off of the emptiness of the catacomb, they can't get a good fix on it. Reynolds quickly tries to get his gun from around his shoulder, but the strap gets caught and snagged.

Something grabs him from behind and drags him off in the distance. His screams then end abruptly. Ryan and crew run with their flashlights and guns ready after Reynolds. They find his gun with the stock chewed right through. Pressing on, they reach a wall.

There before them is one hideous demon, a Breeder. It looks over its shoulder with a long irregular neck and crab-like pincers that feed its mouth. It has large bulbous eyes that stare back at the men.

The Breeder has Reynolds in pieces holding his leg for another bite. The Breeder's tail looks more like a beak on a squid than any other type of tail.

The beak begins to separate open revealing sharp teeth, and taking on a shape like that of a starfish. Down its spine numerous eyes blink open, and suddenly the creature begins to convulse. The demon's second mouth, at its tail end, spews out a large, slimy egg.



The men blast their weapons, tearing the demon to shreds, and splattering his innards on the stone wall.

Gun smoke and exhaling with a sense of calmness fills the air.

The guys approach the carcass, when all of the sudden the egg begins to quake.

A small demon cracks out from the top of the shell, only to eat a few bullets.

They all take a peek at what's left of Reynolds before turning away in disgust. Ryan however, notices the wall behind the dead Breeder and all the holes from their bullets. Through the holes another room can be seen.

Ryan walks up to the wall and takes a peek through.

MARCUS

Our way out?

RYAN

Can't tell. It's too dark.

Marcus tosses Ryan his flashlight to shine through.

RYAN

Hmm... Help me with this wall.

They all begin to push the broken wall. After a few attempts, it finally crumbles to the other side.

NED

Here, it's the last one, make it count.

Ned hands Ryan the last of the flares. Ryan lights it and hurls it.

There it is, now lit by the sparking of the flare, an old rusted ladder that leads up to a manhole cover. One problem, it rests on the other end of the room, and the floor is layered with slimy un-hatched Breeder eggs.

Marcus slaps another clip of rounds into his rifle.

MARCUS

Well, figures.

Marcus starts to walk to the ladder carefully treading around the eggs.

A couple of the eggs shake a little, which momentarily halts Marcus with his rifle gripped tightly. They settle back down, and Marcus slowly continues.

The rest of group follows. They weave in and around the eggs with great caution and strategic foot placement.

Marcus makes it to the ladder and begins to climb up when he hears Ned let out a shout.

Ned wasn't careful enough and stepped right into one of the eggs. He closes his eyes tightly waiting for sudden doom from the little creature inside, but nothing of the sort happens.

COLE

You alright?

NED

This one was must have been emp --

Ned cuts his sentence short, and begins screaming.

The egg wasn't empty at all. The little demon inside begins to buzzsaw through his leg. Ned falls backwards lifting a stump that once was his foot from the shell. He fires wildly as he falls, and a stray bullet hits Marcus right in the head. Marcus slumps over on the ladder dead.

Ryan aims inside the broken shell, and plugs a couple into the demon that gnawed off Ned's ankle. He turns and surveys the room to see that, like a domino effect, the rest of the eggs have begun to shake and crack.

RYAN

Come on!

Ryan tries to pick Ned up to carry him, while Cole makes a break for the ladder.

NED

Go! Get out of here!

Ned screams in pain and fights Ryan from picking him up, well knowing that he won't be able to carry him up the ladder.

Ryan grabs the old tin toolbox containing the Phoenix device from Ned, and then attempts to make his way out.

Cole pulls Marcus' body from the ladder and frantically climbs up. He manages to get the manhole cover slid to the side and looks back down to Ryan who has just reached the ladder.

COLE
Throw me the container!

A gun shot rings out. A demon that was approaching Ryan from behind was gunned down by Ned who still lays on his back in agony.

Ryan looks back up to Cole.

COLE
Come on, toss it up!

Ryan is about to toss it up to Cole when a Wall Crawler from on top street level swiftly pulls him up through the open manhole cover.

He is dragged up and out of sight, and now Ryan is left with the decision to deal with all the hatching eggs, or the one way out. Then he sees it. On Marcus' dead body, his walkie-talkie.

RYAN
(into the walkie)
Abbott!? Abbott!?

Crackling can be heard, and then finally through the walkie, Abbott's voice is heard.

ABBOTT
Everything okay? Did you find it?

RYAN
Shoot 'em! For fuck sake, set off
the fireworks now!

A few seconds go by and the loud thundering booms of fireworks can be heard shooting over the city.

More and more of the hatchlings crack from their shell. One by one the small demons pounce on Ned. Ned manages to waste a couple of them before he is fully engulfed by these hungry baby demons.

A few more of them head for Ryan.

Nipping at his heels as he climbs, Ryan almost drops the container, but manages to escape by sliding the manhole cover shut once he is at the surface.

EXT. SEARCHLIGHT CITY - STREET LEVEL

Ryan notices the large booming colorful fireworks in the sky, and the Wall Crawlers off in the distance that were

chewing up Cole's body. They now stare in a daze at the bright bold colors in the dark sky.

He doesn't enjoy the spectacle for too long. No telling what would be the last firework fired, so Ryan hightails it with the toolbox with tucked tightly beneath his arm.

LATER:

Ryan, exhausted, walks up some rocky terrain towards the fireworks truck and Abbott.

A couple of the Gas Lanterners, that stayed behind to help Abbott with communication and the fireworks, smother the smoke the best they can to keep from creating a homing beacon for demons.

RYAN

"Wash away death and plague." I hope you're right, because if this thing turns out to be nothing more than a paperweight, you have a lot of explaining to do to all the men that went in there with me that are now dead.

Ryan sets the tool box at Abbott's feet and wipes the sweat from his brow. He walks passed Abbott bumping shoulders with him in the process.

MEANWHILE:

EXT. DESERT - NIGHT

A full moon lights up the desert in an eerie, blue hue.

Exhausted from her journey, Paige tosses the now empty water jug to the ground and pockets the compass as the desert carnival is within sight.

She has returned for her friends.

Approaching the fruit cellar, she passes the well. She stops in her tracks when she hears growling and hissing echoing up the dark hole.

Paige slowly rounds the well not turning her back to it until she is a ways from it.

She gets to the fruit cellar and notices that there are multiple pad locks on it.

PAIGE

Damn it...

Walking through the deserted carnival is very haunting. The wind howls, and the old standing metal structures, especially the flapping roof on some of the snack stands, give off a chattering unnerving sound.

Looking to the side there, next to the fun-house rolling barrel, is the metal sliding door that leads into Pope and Dolly's shelter. And once again, locks, giant rusted padlocks.

A little further down the wall, Paige spots an abandoned car sitting in front of a window that leads into the place. The car is locked just like everything else.

Paige picks up a piece of scrap metal, and she smashes the window into the car open. She crawls in and rolls the passenger side window open to reveal the boarded up window into the place. Paige lays on her back and kicks the boards in.

INT. FUN HOUSE

She cautiously enters the fun house, and it takes a moment for her eyes to adjust in the dark room. Paige holds onto the metal rod she used to smash the window tightly, not knowing what dangers lay ahead.

Once Paige's eyes adjust, and she is able to see her surroundings, she notices a bunch of clutter. The inside of this place seems almost like a hoarder's home. Trinkets and clothes are stacked in piles. The belongings, no doubt, were those of the unsuspecting abducted travelers over the years.

Hesitantly, she enters the connecting room to reveal a bedroom.

Piles of junk clutter the room just like the previous room, but this room also contains a spring exposed mattress sitting in the middle of the room.

Just when Paige is about to turn back around out of the room, she notices a stack of magazines. They're still bound by plastic straps, but that's not what catches her eye.

The title on the magazine reads, "Little Kelly Koontz is taken by pneumonia and devastates the acting community." Then below the title a picture of Kelly who is a spitting image of Dolly.

Has the Sand Demon Queen found a way to evolve and mimic her body to look like little Kelly? This is all the more reason why Pope and Dolly cannot reach New Faith City. She would be able to camouflage herself and be near impossible to hunt down for the demon hunters.

Paige goes back into the room she was just in and is startled when she hears something just outside the shelter. She takes a peek through the corner of the window. To her surprise, she sees a horse breathing hard and emitting hot steam. But not just any horse, her horse. The horse she sent off aimlessly in the desert to throw off Dolly and Pope. It has found its way back home like a dog, which means Pope and Dolly surely had to be close behind.

Paige scrambles to find something better to arm herself with. To her shock, a gun rack stands against the wall to her left. She takes a bolt action rifle from the rack and looks for ammo. There is a lock box located just below, but it is locked. Paige takes the butt of the gun and whacks at the lock over and over again. Finally, the lock breaks free and she opens it. There is nothing much in the box, only a couple shotgun shells that don't go with any gun on the rack. But, there is a set of keys. Perhaps for the cellar?

Galloping from a horse can be heard approaching outside.

Paige notices, among the garbage, a handle to an antique Samurai sword. She pulls it from the rubbish to reveal a half broken sword.

She pockets the keys, keeps the sword, places the gun back on the rack, and finds a spot in the room to bury herself in garbage to keep hidden.

Soon after, Dolly and Pope come in.

DOLLY

How could you let her get away?

Pope gestures to a set of extra reins in his hands from Paige's horse.

DOLLY

Wow, we found her horse, and you call yourself a tracker? You...
You...

Dolly growls in frustration.

DOLLY

Just go tend to your chores before I dispose of you for good. You're worthless.

Pope obeys and walks outside.

Dolly paces the room with her human layer of skin barely dangling off of her face and arm, which exposes her horrific demonic crocodile scales.

She lets out a scream of rage that rattles the whole place, and even scurries the cockroaches.

Something catches her attention, and she immediately becomes entranced. Dolly begins to sniff and picks up the scent of something. She follows it throughout the room like a bloodhound before finally snapping her claw into a pile of papers and trash and pulling out a rat for consumption.

She breaks the rat's neck and then dislodges her jaw like a snake before tossing it down.

On the other side of the room, amongst a bunch of broken wooden crates and clothing, an eyeball can be seen peeking from a hole. Paige stays quiet gripping the half broken Samurai sword tightly.

Dolly sits down on the floor belching and grunting. She sits for a moment picking at her teeth like a fat man after a T-bone steak.

She pulls her little Susie doll from her pocket and stares at it, but then she loses control of herself, pops the doll's head off, and tosses the body. It hits the crates that Paige is hiding behind. Suddenly, she catches a whiff of something again, and is set on the prowl.

Hidden out of sight, Paige tenses her grip on the sword as Dolly closes in.

Suddenly, Pope runs in and breaks Dolly's concentration. He motions with his first two fingers in a walking manner signaling that there are travelers approaching.

Dolly snarls before tossing on her hooded raincoat and exiting the shelter with Pope.

Within seconds, galloping of Pope's horse can be heard as they head to greet the oncoming travelers. They become fainter as they travel further away.

Paige slowly comes out of hiding, and then tip toes to the window to see if the coast is clear.

LATER:

Paige walks to the cellar with the set of keys in one hand, and the sword in the other. She constantly looks over her shoulder.

Trying to find the one that fits, she fumbles with the keys. Down to only a few left on the huge set, she finally hears the CLICK. The padlock falls.

INT. CELLAR

Paige enters the dark cellar and is punched in the face by the awful rotting smell. She pulls her dirty poncho over her nose and grabs a hanging flashlight on the wall. With a couple taps to the side of it, and the light flickers on.

She makes it to the bottom of the cellar, and shines the flashlight from side to side to examine the cages that keep all the prisoners.

Paige's eyes go wide, her knees buckle, and she collapses to the floor. Everything can be read by her expression, all of the prisoners had been slaughtered. Dolly never intended to keep her promise. She murdered every one of the prisoners, and then they ate as much as they could in order to sustain them on their journey following Paige to New Faith City.

In an instant, Paige totally loses it. She looks up, and her eye twitches. Revenge would be her fuel at all costs.

Paige grabs a couple of severed arms that were left to rot after the cannibalistic meal. She stuffs them in an old dusty duffle bag she found in the room. She wanders into the adjoining torture room, and immediately spots a rusty bear trap amongst some chains.

LATER:

Pope and Dolly make their way back to the carnival slowly. Pope leads his horse that drags a couple of squirming sacks. These were, no doubt, new captives for dinner.

Dolly stops in her tracks sniffing wildly. Then, she notices a blood trail leading up to the well. She snarls her teeth and runs up to the well to see a set of hands hanging inside it.

A thin evil smile rises on her face. She approaches with drool dripping down from her sharp teeth, anticipating lunch.

Suddenly, a squeaky loud CLAP, and Dolly is sent into a full on SHRIEK. A bear trap, hidden under the sand, was

positioned next to the well, and the two severed arms were used as bait.

The bear trap is attached to a chain which is lassoed around the well for an anchor and padlocked.

Pope tries and tries to pry the trap open, but it's too rusty. Dolly pulls and fights like a marlin on a fishing pole. She attempts to dig into the sand to get away, but the trap and anchor are too tight, and she resurfaces out of breath.

All at once, lights from the nearby carnival flicker on, and the faint sound of a gas powered generator can be heard humming.

Pope stops trying to free Dolly and is momentarily distracted by the half working and sparking electricity within the carnival.

DOLLY

Find her!

Pope leaves Dolly to go capture Paige.

He walks through the carnival listening to eerie animatronic clowns that giggle and spark when they try to move. He then passes a couple of old game stands before finally coming up to their old generator that is hooked to the main power supply.

The generator spits and sputters as it doesn't have much fuel poured into it. The empty gas lay on the ground. In sequence, the lights dim before finally going out. That is, except for one section of the park. One building still stands with its lights lit up, "Merlin's Magical Mirror Maze."

This catches Pope's attention, and couldn't have been by happenstance that this one building still has power. Perhaps it was left on to lure Pope. And that is exactly what it does.

Pope unsheathes his large bowie knife and wanders into the building.

INT. MIRROR MAZE

Pope makes his way through the twisting and turning maze, startled by his own reflection a couple of times. Paige's reflection can be seen on occasion taunting Pope to strike at the glass. Glass shatters, and as the shards sprinkle down they slice open cuts on Pope's arm and torso.

Instead of blood, these little cuts are deep enough to allow for small amounts of sand within Pope to leak out. Paige must have remembered Pope and Dolly's conversation from earlier. Pope sold his soul for immortality, as long as he keeps the spellbound sand inside him.

Again Paige's reflection can be seen running by, and again Pope smashes his knife into the glass.

With every shattering of the glass and every cut that Pope receives, he becomes weaker. There are too many cuts to be able to hold it all in with his free hand. Spilling a sand trail, Pope continues to look for Paige.

He rounds a corner and stops in his tracks when he realizes he has finally cornered Paige at a dead end, but she doesn't seem to mind. She stands there with the half broken Samurai sword and holds a rock behind her back.

Pope slowly approaches and becomes centered under a section of glass on the ceiling.

Paige hurls the rock and smashes the glass, and Pope is rained down upon with large chunks of glass.

Pope stumbles, falling to his butt, and sits up against the wall with huge amounts of sand flowing out of his lacerations. She methodically walks over to Pope, and lifts his chin up with the sword by placing it in his mouth.

With her spare hand, she takes his goggles off of his head and looks him in his deep black eyes before thrusting the sword to the back of his mouth and out the back of his head.

Pulling the sword free, Pope falls over in a pool of his own sand as he deflates like a torn bean bag.

LATER:

Dolly is still anchored to the well with the bear trap. She sits in the sand next to the well, exhausted and completely out of breath from struggling.

Paige causally walks up the hill wearing Pope's goggles around her neck, and the broken samurai sword tied to her back. She has the small blowtorch they used in the cellar in her pocket, and a small gas container in her hand. She sets down the gas can and picks up Pope's bow and arrow from amongst his supplies that he left, and approaches Dolly.

Dolly barely has enough strength to lift her arms when Paige reaches in and tears the whistle she wears around her neck from her.

Paige remembers that this is the whistle that Pope blew when they first were introduced. The high pitch frequency, like a dog whistle, kept the Sand Demons at bay.

PAIGE

I was thinking about torturing you
before I kill you, but seeing how
you're indigenous to Hell, my
effort in comparison just won't
live up to those expectations now
will they?

Paige loads an arrow on the bow, and slowly draws it back.

PAIGE

On second thought...

She releases the arrow, and it pierces into Dolly's jugular. Dolly spits up blood, and awful spluttering noises come out of her wind pipe.

Paige walks around the well and releases the padlock with her key. She then reels the chain, hand over hand, pulling Dolly up over the edge and plummeting her down into the well. The fowl sounds of growling, biting, and snarling of the baby Sand Demons can be heard at the bottom of the well. Dolly is ripped apart by her own, abandoned babies.

Paige waits a second, relishing the moment, before pouring the remainder of the gas from the container down the well. She then takes the small blowtorch out and lights it. Paige tosses the torch down the well, and it bounces off the walls on the way down igniting quick bursts of fire. It finally reaches the bottom, and for a brief moment the sand demon babies can be seen. They look very light in pigment and soft like an exoskeleton, but it doesn't take long before they're all engulfed in an inferno of flames which burn them all to a crisp.

She walks over to the squirming sacks that Dolly and Pope were dragging with them.

PAIGE

Are you okay? Hold on I'll get you
out.

Paige unties the drawstrings and starts to unzip it when a claw shoots out trying to get at her. The claw crabs her by the shirt, but Paige retaliates stomping with her boot to neutralize the threat. The claw releases her and she falls to her butt backpedaling.

She blows at the whistle and squeals shout out from the Sand Demons within the bags. The claw retracts back inside, and Paige jumps to it, zipping it back up.

It wasn't prisoners after all. Dolly and Pope had captured a few loose Sand Demon babies and were going to toss them back into the well to grow. This was their original plan, to grow a family, before they learned about New Faith City's existence.

Paige takes a breath to gather. She then takes the bags, one by one, squirming and all, and dumps them down into the fire pit of a well.

She ties the whistle around her neck and sets off back into the shelter for supplies.

MANY YEARS AGO IN HEAVEN:

EXT. FARMHOUSE - DAY

Arcane's wife tends to a couple bird feeders in the yard.

She carefully fills the wooden feeders with a bucket of seed, and then sits on the five gallon bucket to watch.

A dozen or so feet away from her is a magnificent blue maple tree, at least that's what it appeared to be before she poured the seed. Suddenly, the leaves begin to quiver and unfold. They are no leaves at all, but gorgeous blue song birds that formed the round shape of the tree.

Sure enough, these beautiful birds swoop down and feed and sing their hypnotic, melodious chirping songs. It sounds so soothing. Arcane's wife can't help but smile. Even though she has probably watched and heard this a hundred times, it never gets old.

Guess that's the joy of one's personal Heaven, the means to create whatever you want for endless enjoyment. In their case, a farmhouse, flowers, warm breezes, and these odd song birds that would never exist on earth. Arcane walks from the farmhouse carrying a small tray of ice tea and a handful of thin cookies.

Suddenly he falls to his knees, dropping the tray, and spilling the food and beverages.

The song birds get spooked and fly back to the tree forming the shape of all the leaves. Arcane's wife turns, and runs over to help.

ARCANE

It's time. I've been drafted.

He winces as two angel wings pop and snap out of his back tearing through his gown.

LATER:

EXT. GRAIN FIELD HEAVEN

The grains sway in the warm Heaven's breeze almost like a dance. There are rolling hills to one direction that lead to the giant lake with a floating palace and waterfall. In the other direction, lay the woods that are now shrouded in darkness from Arioch's wake of destruction. He is seen walking the rolling hills with the darkness following him. Numerous angels that have tried his hand lay torn in agony from his sharp claws and sword.

One angel can be spotted up in the sky with his armor glistening in the light. He lands to reveal his identity as Arcane.

ARIOCH

You are but one... Stand aside, and I will allow you to serve among us.

ARCANE

No.

ARIOCH

Then you will fall like the rest.

ARCANE

I know.

A thin smile arises on Arioch's demonic masked face. Arioch starts to draw his Katana sword, but instead decides to re-sheathe it.

ARIOCH

I have a better idea for one that claims to be so bold.

He reaches under his cloak to pull out a war horn, and proceeds to blow into it. A loud bellow shouts out.

Moments later, the darkness that had been following Arioch through the woods and off in the distance in the grain field, begins to buzz. It wasn't just some shadow shrouding the land, but instead hundreds of thousands of swarming

bugs. They all start to collect, forming a giant walking creature of bugs.

ARIOCH
Oh, how delightful.



Arcane draws his sword and gets ready.

The swarm creature bounds over Arioch, who sits to watch the spectacle, and lands. A bunch of locust detach on impact only to swarm back together as the creature leans toward Arcane menacingly.

Arcane ducks the creature's huge sweeping arm. He counters the attack by slicing his sword through the creature.

His sword now has a bunch of greenish color of locust guts and body parts dripping from it, but it does little to the creature. The swarm stays intact, as if nothing had happened.

The swarm punts Arcane like a football sending him hurling into the sky. Arcane opens his wings and catches his balance in midair. He shakes his head after being rattled and dives back down toward the grain field.

ARIOCH

Too bad. I was just starting to
enjo --

Ariochs sentence is cut short when Arcane comes out of nowhere downward plunging his sword into the top of the swarm creature's head.

The swarm breaks apart, and floods the surrounding area.

Arcane rises to his feet and points his sword at Arioch, who simply laughs in joy while clapping.

ARIOCH

Very formidable, champion.

Arioch once again pulls the war horn out and calls a second time.

The swarm gathers, but this time they form right around Arcane placing him right inside the creature's belly. His sword falls to the field as hungry locusts begin to gnaw and chew at a screaming Arcane.

ARIOCH

Wait!

The belly on the swarm creature separates, allowing a visual of Arcane. He has cuts all over him from the bites, and his wings have a bunch of holes in them.

ARIOCH

You have boasted some arrogance that I have not yet seen. For this, a true punishment is in order. I will send you to live among his flock and watch helplessly as the apocalypse eats away all that is around you.

The swarm reforms around Arcane, buzzing and chomping. Then suddenly, the swarm relinquishes him to fall to the ground as they all disperse.

Arcane lays there shredded, missing almost both his angel wings completely, too hurt to even stand.

Arioch walks over to Arcane and grasps the nubs on his back that once resembled wings and violently uproots them out of his body like a weed in a flower box.

Arcane begins to sink into the ground, and eventually disappears.

ARIOCH

Welcome back to mortality.

In the sky, a streak of bright light that is Arcane crashes down into a raining alley among a city to then be found by Emma exiting her father's restaurant.

PRESENT TIME:

INT. NEW FAITH HOSPITAL WAITING ROOM - NIGHT

Arcane suddenly wakes from his nightmare in the corner of the waiting room. Everyone is in their seats watching him, and whispering about him.

GRANT

Cane?

No answer, as Grant's voice is a bit foggy and deaf to Arcane's ears. He continues to look around the waiting room watching people who are sick and in pain that are more curious about him than themselves.

GRANT

Arcane!?

Arcane snaps out of it, and looks to Grant who just got word from one of the doctors.

GRANT

Dead end. Dawn is too out of it to answer any questions tonight. The nurses said to come back tomorrow when she has recovered from delivery.

EXT. NEW FAITH HOSPITAL

They exit the hospital walking down the steps, and Arcane grabs Grant by the arm as Grant loses his balance.

ARCANE

Wait.

Grant has a puzzled look about him.

ARCANE

You need rest.

GRANT

I'm fine, come on. We might be able to dig up a couple more leads on Odessa.

ARCANE

No, you don't understand. You're weak and vulnerable.

GRANT

To what?

ARCANE

To attract more demons.

GRANT

Come again?

ARCANE

Your body still has impurities left behind from Odessa that will attract demons.

GRANT

Great, so I'm a walking magnet?

ARCANE

For a short while you will be.

GRANT

And to remedy this?

ARCANE
Nothing, it will pass. But maybe
for tonight you should stay at my
place.

GRANT
Out of the question.

ARCANE
It wasn't a question.

Contemplating his decision, Grant rubs his eyes.

GRANT
Fine, your place it is. A regular
old slumber party. Come morning we
need to be back here for
interrogation, but first we need to
swing by my place for a few things.

LATER:

INT. GRANT'S APARTMENT COMPLEX - NIGHT

Grant and Arcane enter the shoddy building. Crying children can be heard through the large decaying holes in the walls leading into other tenant's rooms. In crude fashion, children's artwork, made with ash, is displayed on the walls. One drawing is a stick family, and one of the parents is depicted a halo above his head.

They trudge up the long, winding staircase to reach Grant's floor.

GRANT
Why in the Hell doesn't he or "she"
help?

ARCANE
I'm sorry?

GRANT
God... All this. The hungered, the
pain.

ARCANE

There will be a Heaven for those who starved miserably, and a Hell for those who had plenty to eat and did not share. Do you really think the children who died with empty bellies won't laugh and play in paradise, while the emperors who died drunk and fat won't cry in torment? Do you really think we are to rot in the ground, and there we will remain never gaining any kind of justice or redemption? Then you do not know anything of God.

GRANT

You're right, I know nothing of him nor his absence while his world is destroyed, and our loved ones remain to torment us. Enlighten me.

ARCANE

After the great flood, God gave man this dominion to tend to, a second chance to not plunder. All of man's decisions would now rest at a fork in the road of free will, to live their life but to ultimately have to choose the correct path. Mortals would be tried on earth, not by God, but by the alluring grandeur the Devil would offer.

GRANT

So we have an all-powerful God that stands by idle, while the Devil provokes us with catastrophes and rids us of our babies? I'd like to have a talk with him one day.

ARCANE

Play your cards right, and you just might. It would take me a century to explain the balance of life and I would barely scratch the surface. You'll just have to wait and have faith.

GRANT

One thing I struggle wrapping my head around the most however, is why you are here? For the most part, human like the rest of us. If this is one giant game of chess, why have you been demoted to play the part of the pawn?

ARCANE

I am no savior or second son sent to help if that is what you're getting at. I have continued to fail, and now my role is the same just as everyone else.

GRANT

What might that be?

ARCANE

I'll let you know when I find out.

INT. GRANT'S APARTMENT

Grant drags a locked trunk out of the closet; meanwhile Arcane sits on the couch watching the two apparitions, May and Sammy, Grant's deceased wife and son.

They, like every day at this hour, re-enact the same scenario. May leans down and adjusts Sammy's collar on his shirt as if to help him get ready for some sort of event.

ARCANE

You didn't need to pick up a few things, did you?

GRANT

Yes I did, I have a couple guns and ammo in this trunk that I... Look I figured you could help me speak to them.

ARCANE

Out of the question.

GRANT

If this is what it's gonna take, then so be it.

Grant reaches into his duster giving off the impression that he is about to pull his gun on Arcane, but instead takes his belt with holster off so that he can fall to his knees to beg.

GRANT

I have never begged for anything in my miserable life, but if there's anything you can do... Please for the love of God... I miss my little boy and my wife. They...

Grant stops and sinks his head into his chest sobbing uncontrollably. He lifts it back up, and looks straight in Arcane's eyes with tears streaming down his face.

GRANT

They were my everything. They are my everything.

Arcane gently puts his hand on Grant's shoulder to calm him.

ARCANE

I'll see what I can do.

GRANT

Thank you, thank you.

ARCANE

Don't thank me yet, I haven't done this in years, and it really does a number on me.

GRANT

So how does this work? Will she speak through you?

ARCANE

Not exactly. I'll need a few items first.

He scans the room with his eyes.

ARCANE

That wine bottle over there.

GRANT

It's empty.

ARCANE

I just need the cork.

LATER:

Arcane sits on the couch. He has threaded a shoelace through the wine bottle cork and waits as Grant struggles to get his wedding band off of his finger.

Finally it slides off, and Arcane takes it and ties it to the end of the shoelace.

Sitting on the floor in front of him is a plastic tub full of water.

ARCANE

And some of that old dirt from your flower pot on the counter.

Grant uproots the dead plant and scoops a handful of dirt.

ARCANE

Into the water with it.

Grant dumps the dirt into the tub of water making it completely dark and cloudy.

GRANT

Now what?

ARCANE

I go fishing.

GRANT

Fishing?

ARCANE

Shh... I'll need complete silence.

Arcane takes the shoelace and dangles it over the murky water like a pendulum. The wedding band skims the water but never completely dips in. Arcane whispers something over and over again, before finally letting the ring submerge into the cloudy water.

The cork from the wine bottle acts as a fishing bobber.

The anticipation is eating away at Grant.

Steady as a rock, Arcane sits patiently waiting.

A small ripple forms around the cork as if something is nibbling. Then suddenly the cork is pulled down below the water. Arcane snaps his free hand down into the tub of water as if to catch something.

A scream is heard from the corner of the room.

Grant turns to see May next to Sammy screaming. She begins to become solid, no longer an apparition. A foggy looking hand grasps her by the wrist.

GRANT
That's your hand. You're bringing
her back!

ARCANE
I can't hold her for long. Say your
peace quickly!

Grant leaps to his feet and hops over to May and embraces
her with deep passion only a loving husband could.

GRANT
Cupcake, I've missed you so much.

MAY
Eddie? Where have you been?

She looks around for a moment confused.

MAY
Where am I, and what have you done
to our apartment?

Grant can't help but laugh through his tears.

GRANT
I'll clean it up don't worry.
Listen Sweetie, I haven't got that
much time.

May looks at Grant with concern.

MAY
What is it, dear?

GRANT
Honey, you have passed on. Both you
and Sammy.

She places her hand to her mouth listening intently.

GRANT
But it's okay, everything is going
to be okay. You and Sammy are going
to be okay. I promise.

SAMMY
Dad?

Out from behind May, holding her hand, peeks Sammy. Grant's
voice cracks fighting off the lump in his throat.

GRANT
Sammy... My boy...

He wraps his arms around his son and lifts him up to his chest. He grips him tight not wanting to ever let go. He trembles with mixed emotions of sadness and joy.

GRANT
Son, I love you.

ARCANE
I'm losing it.

Grant kneels and quickly slides his hand under the couch cushion to pull out Sammy's favorite pop-up book that he rescued from the fire debris. The one, that for so many years, he has tried to hand to his boy every night. He has always failed in the past, but this time he would not.

Sammy takes the book and smiles.

SAMMY
Hey, I've been looking for that.

May embraces her husband while he remains kneeled on the floor. She wraps her arm behind Grant's head and holds him to her stomach.

Then suddenly, Arcane splashes the water and falls back into the couch. Grant falls forward passing through May as she returns to her spirit form. He lands on his hands whimpering and beating his fist on the floor.

ARCANE
Edward, look.

Grant looks up to see a new scene that his wife and kid will be re-enacting. They both sit on the floor as she reads the pop-up book to Sammy. Smiles rise on both of their faces.

GRANT
Thank you. Thank...you.

Arcane and Grant exchange a brief smile at one another to finally put an end to their feud once and for all just before Arcane passes out from exhaustion.

He re-positions Arcane flat on the couch, and covers him up with his coat. Grant turns back to watch his wife and son, and for once, this miserable man would smile as well.

EXT. DESERT CARNIVAL - MORNING

A couple of all terrain dune buggies and a Humvee can be seen parked on the outer section of the carnival as numerous

Gas Lanterners return from a search. Ryan sits a few feet in front of the cellar.

One of the men speaks with Abbott off in the distance. Then, Abbott is escorted over to Ryan.

Ryan runs his hands through his hair, while tapping his pistol on his leg.

ABBOTT

I'm sorry, Mister Kazuto, but we must be leaving now. There is nothing left for us here. There is no sign of this Paige woman you speak of.

RYAN

I should have been here. I... You persuaded me to run off to Searchlight, when I should've come back here.

ABBOTT

The bigger picture, like we had discussed. Sacrifice a few to save humanity. We had no idea that things would have gone this wrong.

Ryan springs up with his gun drawn on Abbott. Abbott hears the click of the hammer, and holds out his hand to calm Ryan.

ABBOTT

Careful of your next move. I did not kill your friends down in that room.

RYAN

I used to have a partner that would think the same way that you do. He would never risk his neck to save one or two if the "bigger picture" was so readily available.

ABBOTT

He sounds like a very rational person.

RYAN

No, he is a coward just like you. You say you are only thinking about saving humanity, when the exact purpose of it is to have compassion and thus be humane. You are no different. Like him, you might as well be just as bad as these demons.

ABBOTT

I don't have to listen to your nonsensical theories. I am here for a purpose! I am here to help my people survive, and for generations to move on! If you can't see that, than you are more blind than even I.

Ryan slowly lets the hammer down and holsters his weapon.

ABBOTT

We will be heading back to your city of New Faith. You mentioned there being technology that we would be able to use to sort out the Phoenix device, and I advise you to tag along. That is, unless you care to stay here and sort yourself out?

Ryan grits his teeth knowing the only way home is hitching a ride with a power hungry blind man.

EXT. DESERT - DAY

Paige rides on her horse. Through her newly acquired goggles, her eyes get heavier and heavier from heat exhaustion. She takes her canteen out and presses it to her dry cracked lips.

Suddenly, a rattlesnake crosses her path, and the horse is spooked and bucks Paige from the mount. Oddly, the snake is now nowhere in sight.

The horse takes off in a mad sprint leaving Paige to battle the heat on her own. Paige is left with only her sword strapped around her shoulder and a spilled canteen.

Paige scrambles over to the tipped over canteen which is losing water by the second. She scoops it from the wet desert sand beneath, but it loses most of its contents in the process.

PAIGE

Shit...

She dusts herself off and begins to trudge through the sand. There is still no sign of the rattlesnake that startled her horse.

LATER:

Paige rests in the shade of a large cactus knowing the inevitable will come. She will surely die out here in the wastelands of the desert. And if she is lucky enough to survive through the day, she would certainly freeze to death during the night. All of her supplies would be attached to the horse's saddle.

Was this a mirage? A man just appeared out from the shadow of the cactus.

He is an albino man, with white long hair and totally pale skin. He wears a straw fedora with an unbuttoned collar shirt and a pair of dress pants. Strangely, he wears no shoes or socks.

PAIGE

Who are you? Where did you come from?

LUCIFER

I am known by many names, and where I came from is the black hole in most people's nightmares.

Paige slowly reaches for her sword, but is so exhausted she struggles to even unsheathe it.

LUCIFER

You cannot strike me down child, but I am here to make peace with you. Your own personal genie.

PAIGE

Go away and let me die. I know who you are, and I've seen what you can do.

LUCIFER

You know what I can do? Do you now?

He waves his hand towards her canteen, which then starts to overflow with cool refreshing water.

She tosses it at his feet. The water spills on his toes and instantly begins to sizzle like his feet are hot as coals.

LUCIFER

My dear, you think I had something to do with the destruction of this land? You are sadly mistaken. Just as I am mistaken as the bad guy.

Trying to clear her head, Paige rubs her eyes. She thinks that she might be talking to herself.

LUCIFER

In order for there to be good, bad must exist. And those that are bad, I punish. But once in a while, one of my birdies end up flying the coop. Sometimes they cause a bit of a stir. This time more than usual, as they started a holy war.

He shakes his head in disapproval.

PAIGE

If you're so good, then why not play the warden and take back your prisoners?

LUCIFER

I agree. It has gotten out of hand, but all will be sorted out soon enough. But right now, right here, it might just be your lucky day. As I stated, I'm not the bad guy that you've heard all about in the Bible. Eve wanted that apple, and she was going to take it one way or another. I tried to stop her, I swear.

Paige closes her eyes tight, and then opens them again. The heat is so unbearable.

LUCIFER

I can do a lot more than fill your water jug. How about I help you so that you never have to be afraid again? I'm talking about immortality.

PAIGE

So I can be just like Pope who you stuffed full of sand like some sort of rag doll?

LUCIFER

Surely you're misinformed. Pope wasn't rewarded, he was punished. He was an evil person with evil intentions. You on the other hand... You are pure of heart and a genuine person. I could do no harm to a young lady like yourself. You will be rewarded my dear. All you have to do is give me a sign, and I will take your torment away once and for all.

PAIGE

You want a sign?

LUCIFER

Yes, that's all I need.

Paige struggles, but raises her arm, balls her fist, and flips Lucifer the bird.

PAIGE

How's that for a sign? Go feed on someone else's poor soul.

Lucifer leans in.

LUCIFER

Night's coming in soon. Gonna be one cold evening. Terrible thing for a person to sweat so much during the day, and then be exposed to such a harsh cold climate afterward. Hypothermia...not a pleasant way to go. In fact, very painful. But hey, if that's the path you choose to take, so be it. But if you change your mind and want a piece of salvation, and the only shot you have at seeing your family again... I suggest you re-think things. I'll be around and check back in once you mull it over a bit more.

INT. HOSPITAL ENTRANCE - DAY

Wearing a long leather jacket, Harold walks into the hospital. He has the branding from the fire poker on the side of his neck and his eyes are glazed over with a strange glowing hue. He remains in the same trance that Odessa put him in.

The power is on reserve, so there are no metal detectors. People are escorted to the side and patted down.

SECURITY OFFICER

Okay buddy, we need you to take off the jacket and put your arms straight out to the side.

Harold takes his jacket off, and to everyone's amazement, he is loaded with weapons. A bullet proof vest beneath his coat with various holsters of side arms and a large shot gun.

SECURITY OFFICER

Put down th--

The guard is BLASTED off of his feet, followed by the next guard. People scream and run away. Some get gunned down, while Harold aims at more security guards.

Harold enters the main hallway into the E.R.

Stopping in his tracks, he is stunned as a bullet finds its mark right through his head.

A security guard in the hall holsters his weapon while calling for assistance on his walkie-talkie. It is not protocol for a guard to put his gun away like that. Normally, they continue their aim while approaching the perp, but in this case it was a for sure shot. He couldn't have been more than five feet from Harold. Clearly, a head shot meant he was dead.

That is not the case. Harold springs up with a hole in his head and takes aim on the guard who now fumbles with his walkie in fear.

Another guard falls to Harold's gun fire. Those eyes... Those glowing eyes. Those are the same eyes Grant had when Odessa had possessed his body, and as long as Harold's heart continues pumping blood he would be a pinball of chaos bouncing through the hospital ending lives. But for what purpose?

Harold enters a room that has a bunch of the Dwellers tied to their beds. He begins to unstrap them.

Meanwhile, out in the lobby, people try and try to exit the facility, but the doors are jammed shut. One man attempts to shatter the glass with a chair. He winds up and smashes it against the glass, but a strange force-field pulses and shocks the man backward. A glow ripples along the glass.

The man's clothing smolders while he lay in a daze on the ground.

INT. HOSPITAL MATERNITY WING LOUNGE

This portion of the hospital is busy as usual. People are being bussed around by the shorthanded staff. In fact, it is so busy that some of the patients have spilled into the staff lounge.

On a quick break, Lynn is seen sitting at a table in the corner of the room. She rubs her eyes hoping to rid her stress and splitting headache.

Across the table from her, another female doctor thumbs through document after document Lynn's current patients.

LYNN

Just stop. Please just stop.

DOCTOR

What's wrong?

LYNN

Everything! We were barely operational before the power plant was attacked. Then, to top things off we get a wave of all those Dwellers who we can't do anything for because we are just about out of medical supplies. And to top everything off, I have no word on my husband, Ryan.

DOCTOR

I'm sure everything will be fine.

LYNN

Captain Dale Alvarez won't give me a straight answer on things. All I can do is hope and pray that he is okay, and it's killing me.

A moment of silence, before the deafening sound of a shotgun blast rings out.

LYNN

What was that?

Panicked people run for their lives in the hallway and passed the lounge door. The patients in the lounge all run out into the hallway and make a break for it.

The doctor that was talking with Lynn launches to her feet and heads for the door. She spots Harold heading down the hall, and turns to get back into the lounge when another

BLAST is heard. She flops lifelessly to the floor, shot in the back, with her blood spilling into the lounge.

Lynn turns her head side to side trying to figure out what to do or where to hide. There is only one way in and one way out.

She opens the cabinet below the sink and shoves a few cleaning supplies to the side before jumping into the constricted space. She shuts the small cabinet door just as Harold enters the room.

INT. UNDER THE SINK

Complete darkness. Lynn is careful not to breathe too loudly or make a peep. She listens to heavy footsteps pacing the room. They get closer and closer.

Then suddenly, the faucet comes on and splashing water can be heard.

Looking through the small crack between the doors, Lynn can see Harold splashing water in his face to wash the blood from his eyes that trickles down from his bullet hole in his forehead. Then, the water begins to sputter from the faucet.

Harold holds his palm up to his head in attempt to hold in some of the blood, even though he has no chance of survival. In fact, Harold is already dead, but his possessor, Odessa, is having trouble navigating her assassin without his sight.

There, on the other side of the room, a roll of duct tape used for patching up some exposed plumbing sits on the table.

Harold wraps his forehead a few times with the duct tape, covering the head wound and also pulling back his skin. This gives his already creepy glowing eyes an even more homicidal look by showing all of the white around his eyes.

He racks the shotgun and heads back into the hallway on the prowl.

Lynn peeks out of the cabinet and slowly climbs out. She's been shaken by all of this, and holds her hand to her mouth further examining her doctor friend in the doorway.

She checks the coast in the hallway and heads in the opposite direction that Harold went.

LATER:

INT. HOSPITAL LOBBY

Lynn goes for the exit, but stops in her tracks and dives out of sight behind the check-in counter. One of the Dwellers paces the entrance with a pistol Harold gave them.

A few casualties lay on the floor already and there is no need to make it one more by going for the exit so carelessly. It's a good thing too, because unbeknownst to Lynn, a force field enchantment is blocking the door.

A firefighter's axe in a glass case and an extinguisher can be spotted on the wall close to Lynn.

The man paces around the corner and hears the shattering of glass. He comes running over to the desk to see the shards of glass on the floor and an empty case.

The Dweller turns only to get sprayed in the face with the fire extinguisher. He flails about for a moment, then out from the fog the axe is swung right at him. He manages to barely get his arm up to try to block it, but the blade pierces through the barrel of his pistol and sinks into his chest. He falls to the floor with his gun shattered in two and the large axe sunk into his chest cavity.

Lynn picks up the broken gun.

LYNN

Damn it.

The gun would be no use to her. She places one foot on the man and rocks the axe back and forth. A suction-like KER-PLOP noise sounds off as the axe lifts out from the man's chest.

A look of disgust rises on Lynn's face. She goes for the exit and reaches out for the door not knowing that it will shock her to a crisp like those before her.

That's when it dawns on her. Above her a sign reads "Children's Wing", and an arrow points in the direction.

She lets out a sigh, knowing that she couldn't have that on her conscience. She grips the axe tight and heads off toward the Children's Wing.

LATER:

INT. GIFT SHOP

The hospital gift shop is completely run down and hasn't been used in years. Old boxes of expired chocolate sit on the shelves, and dusty looking "get well soon" cards line the walls.

Lynn ducks inside to hide an armed Dweller who walks by. Once he has passed, she slides out into the hallway and sneaks through a set of double doors leading into the Children's Wing.

She locks the doors behind her with her set of keys, ducks down, and peeks back out the window. The coast is clear. She wasn't noticed.

She runs down the hallway checking each door to make sure they are locked. The ones that aren't locked, she locks with her keys.

She turns and spots Adam, a small boy of seven years old.

ADAM

What's going on? Where are all the nurses?

LYNN

Come on. We need to get you back to your room.

She takes Adam by the hand and leads him to one of the doors she just locked. Lynn fumbles with the keys before noticing a Dweller kicking at the double doors that she locked at the end of the hallway. He has spotted them through the double doors' window.

Lynn realizes she doesn't have time to fiddle with the keys, and pulls Adam with her to a nearby storage closet.

Moments after they hide in the storage closet around the corner, the Dweller kicks in the double doors and begins to look for Lynn.

INT. THE STORAGE CLOSET

The storage closet is a dead end. They are stuck in this small ten by ten space, and listening as the Dweller's footsteps get closer.

Lynn looks around for anything to help them, when she notices a duct register plate that is up above them.

Banging on the closet door, the Dweller knows they are hiding inside. Kicking, scratching, clawing at the door, the Dweller is persistent to enter.

Lynn leans down eye level with a terrified Adam.

LYNN

What's your name?

ADAM

Adam.

LYNN

Adam, you're going to have to be a big boy now. I need you to be strong and crawl into that vent.

She pries it open with her axe blade, and helps boost Adam up on the shelves to reach the vent.

LYNN

Okay buddy, I need for you to go all the way to the end. That will lead you to the nursery, and there's no way they can get in there because it has reinforced doors and you can stay out of sight. Stay there no matter what.

Loud banging continues on the storage door rocking one set of hinges loose. It won't be long before the door comes free.

LYNN

Hurry!

Adam crawls into the vent with haste.

Lynn hears more frantic banging on the door, then a loud thump, followed by heavy breathing.

Lynn grips her axe tight as she walks toward the door. She puts her head on the door listening to the Dweller on the other side. He appears to be out of breath and sitting down.

She takes a step back, measures a spot on the door to aim, and swings the axe. It pierces into the door and hits the Dweller on the other side. A brief yelp is let out followed by a trickle of blood seeping through around the blade of the axe stuck in the door.

Lynn waits a moment and puts her head back to the door to listen. The breathing has stopped.

She struggles to push the door open because of the dead Dweller on the other side. When she is finally able to get it open, she notices he has dropped his handgun. Lynn slowly reaches down to pick it up and jumps when the Dweller gasps and has a muscle spasm. Lynn snatches the gun and reacts without hesitation by BLASTING a round into him.

He was already dead, but Lynn wasn't taking any chances.

She walks back into the storage room and calls out toward the vent.

LYNN

Adam? Adam, can you hear me?

No answer.

LYNN

Shit...

MEANWHILE:

Close by, in the Maternity Wing, Harold hears the gunshot. He had been instructing the Dwellers to drag the dead bodies into and up the stairwell.

He waits for all the Dwellers to exit into the stairwell, and he begins to walk toward Lynn's gunfire in the nearby wing.

Lynn runs down the hall and enters a locked surveillance room using her keys.

INT. SURVEILLANCE ROOM

The room has several black and white monitors but only a couple of them flicker on due to the backup power. The monitors catch the Dwellers' every move. They are wandering the halls, murdering, and dragging bodies down the hallways.

Lynn fiddles with an old Ham Radio, changing the frequency trying to find someone in the area who can help.

Finally, she picks up on a frequency.

LYNN

We are under attack here at the hospital! Is anyone out there? We need help.

Over and over she repeats this on different frequencies.

DALE

This is Captain Dale Alvarez of the Demon Hunter Division. I have received your distress call, and we will be sending a unit.

LYNN

No, you don't understand. All of the Dwellers are loose and armed. It's a shooting gallery down here.

DALE

We'll be there right away. Stay quiet and safe.

LYNN

Light a fire under your ass, and hurry.

Lynn then spots Harold on one of the monitors as he approaches the nursery. The other monitor shows Adam wandering aimlessly in the nursery. Adam's curiosity gets the best of him when he unlocks the nursery door. Adam steps out of the nursery and immediately back peddles when he catches sight of Harold. He tries to shut the door, but due to the shortage in power, the sliding door jams up about five inches from fully being closed.

She holds her hand to her mouth knowing that Adam could very well be in a lot of trouble.

INT. NURSERY

Adam runs to the other side of the nursery looking for another exit. Harold reaches his arm in through the gap in the doorway unable to squeeze his whole body through.

Harold struggles, and the cracking of bones can be heard as Odessa's puppet begins breaking his ribs trying to fit through with not a sign of pain on his face. He is possessed, and is more like a machine at this point.

Adam tries to climb back up to the vent that he dropped down from, but he can't quite reach it.

Harold is finally able to reach the button and open the door. He walks in wobbling from his broken bones, and takes aim with his shotgun.

Adam closes his eyes tightly and flinches when he hears a gun fire. He peeks and sees Harold down on the ground with Lynn standing with a smoking gun behind him.

She steps over his body walking toward Adam, and sticks her hand out.

LYNN

Time to go.

Adam lets out a gasp and points. Harold stands up to take aim with his shotgun as Lynn turns and unloads her pistol into Harold's body. She sprays bullets all over him: one in his knee cap, one in his cheek, one in his arm, and the rest in his chest or missing entirely. Harold drops once again.

Lynn hears the click from her empty magazine, and then flips it over like a hammer. She keeps her eyes on Harold, who lay in a heap on the ground, and approaches nervously to grab his shotgun.

Her eyes go wide when Harold gets to his feet. He stands up like a marionette puppet on strings, and drags his foot as he walks toward Lynn, leaving the gun on the ground.

She turns to Adam.

LYNN

Now's your chance, get out of here!

Harold backhands Lynn across the room with supernatural force.

Adam runs around the two and exits the room.

Lynn crawls to a locked door that leads to a small hallway into the birthing chamber. She juggles her keys trying to unlock it quickly.

She manages to unlock it just as Harold reaches her.

INT. BIRTHING CHAMBER HALLWAY

Lynn is kicked into the hallway just as she opens the door, and she slides on the floor.

Harold continues his shuffling towards Lynn who winces in pain on her stomach.

The hallway has two air sealed doors at each end, and one glass wall that has the viewing control room on the other side.

Adam finds himself in the viewing room watching Harold stalk Lynn.

Lynn pounds on the air sealed doors, while Adam just starts flipping switches trying to help her. He eventually hits the correct button and the air sealed doors open. Lynn enters and yells to Adam.

LYNN

Don't close it. Let him come in,
and then shut it.

Harold lumbers after her, and enters the room as well.

LYNN

Now! Hit the one to the right!

Adam complies, and the doors shut.

LYNN

Now, the one below that one.

She stands on the opposite side of the birthing chamber at another set of air sealed doors, but they don't open.

The power begins to flicker and goes out.

LYNN

You've got to be joking.

ADAM

I'm pressing it! I'm pressing it!

LYNN

There's a wheel on the panel behind
you. Turn that, and pump the lever
next to it.

He goes over and tries, but it's stuck.

ADAM

It's stuck!

LYNN

There's a...

She dodges Harold swiping at her.

LYNN

There's a crowbar in the toolbox
underneath. You need to get that
wheel to turn.

Adam grabs the crowbar out of the toolbox and lodges it into the wheel giving him leverage, and is able to turn the wheel. He then pumps the lever several times, and the power supply comes back on.

Lynn tosses a small tub of medical incision tools at Harold.

LYNN
Try that button again!

He presses the button and the doors open for Lynn's escape.

She leaps over the table in the middle of the room, but Harold grabs her lab coat. Lynn twists and turns removing her coat and making Harold fall backward to the floor. She manages to escape, and Adam shuts the door behind her, trapping Harold in the room.

Lynn makes her way around the corner and enters the viewing room with Adam.

Harold slams his fist into the viewing glass window, and a tiny crack forms.

LYNN
See that key over there in the console?

Adam nods.

LYNN
Turn it on three.

Lynn grips the other key in front of her on the console.

LYNN
One...Two...Three!

They both turn the keys at the same time, and gas is released into the chamber.

It begins to bubble and melt Harold's skin. He stands there eerily with no emotion as he evaporates.

Adam can't take it. He is terrified and starts to cry then grabs a hold of Lynn for a hug.

Lynn holds him so he doesn't see any more of Harold wasting away.

LYNN
It's okay, you're safe now.

INT. APARTMENT BUILDING

In an apartment building next to the hospital, Odessa's shadow slithers back into the room where her body sits on an old sofa.

The chef stands at the window with a pair of binoculars looking down on the hospital when he is startled suddenly. Odessa springs up off of the couch gasping for air.

CHEF

Odessa? Are you okay, what happened?

Becoming the outlet for her frustration, she shoots him a glare and instantly hypnotizes him. He casually opens up the apartment window and tumbles to his death.

ODESSA

You want something done right...

Odessa mumbles to herself trailing off her sentence. She grabs her cane and leaves the apartment.

EXT. STREET LEVEL

At the front of the hospital, the Demon Hunters have arrived and look for a way in. On the ground, one member is burnt to a crisp after trying to enter and getting zapped by the force-field.

CADET

Captain, you're needed in the communications van.

Dale Alvarez follows and enters the van, and they close the doors behind them. Odessa sees this from a nearby alleyway and gets an idea. She takes her hooded cloak, flips it inside out, and then puts it back on.

Nonchalantly, she walks through the crowd of Demon Hunters. Some of the Cadets even give her a nod back as she passes by. In their perspective, she appears as Captain Alvarez.

She walks right up to the force-field, turns, and takes the cloak off. Then she slams her cane down on the ground, and those oily ferocious Shadow Growlers are summoned. They bubble and ooze up from the ground taking on their shape.

Some of the Cadets see this, and are sent into a panic. Odessa points her finger, and the Growlers take chase after the Hunters.

Odessa turns back to the force-field and opens it like a curtain, then enters the hospital.

INT. GRANT'S APARTMENT

Grant comes out of his bedroom yawning and displaying some heavy looking eyes. He tightens his holster at his side and looks over at Arcane who still is passed out on the couch covered with Grant's long coat.

GRANT
Rise and shine Cane.

Arcane doesn't budge.

Grant walks over and removes his coat that Arcane is using as a blanket, and still no response.

GRANT
Arcane? Hey, wake up. We got to head back down to the hospital.

Grant shakes Arcane, but is unable to wake him up.

GRANT
Arcane! Arcane!?

Grant put's his fingers to Arcane's neck checking his pulse. Realizing he is still alive, Grant scratches the back of his head wondering what to do.

LATER:

EXT. GRANT'S APARTMENT COMPLEX

Outside of the complex, Grant be seen dragging Arcane backwards from underneath his arms. He drags him to the street where his car is parked, and finally manages to get him in.

Once inside the driver's seat, Grant turns the key, and nothing. The engine never turns over, and his car won't start.

GRANT
Shit!

In his rearview mirror, he notices an old shopping cart next to the building.

LATER:

Totally exhausted, Grant pushes Arcane down the street in the shopping cart. One of the tires on the cart keeps

getting locked up, and at this rate it will take forever to wheel Arcane down to the hospital.

He then notices the clock tower not too far off.

MEANWHILE:

EXT. DESERT

Ryan, Abbott, and the rest of the Gas Lanterners can be seen riding in the all-terrain dune buggies and the Humvee through the desert. They stop, and Ryan gets out of the Humvee. He noticed a Samurai sword stuck into the sand. Over the next bank of sand, he spots her.

Paige lays in the shade of a cactus not moving. Ryan runs up to her and falls to his knees. He scoops her deceased body up from the sand and carries her back to the Humvee.

ABBOTT

What was it? Where did you go.

RYAN

Scoot over!

Abbott slides over in the seat, and Ryan places Paige's body in the Humvee.

Even though he is blind, Abbott senses the presence of another body being loaded into the vehicle.

ABBOTT

Who is that?

Ryan wipes a tear from his eye and punches Abbott square in the face knocking him out. Ryan then pulls his gun out at the driver.

RYAN

This was my friend, and she deserves a proper burial. We are still going to New Faith City, and you know damn well Abbott deserved that.

The driver nods and slowly turns back to the steering wheel. Ryan puts his gun away and runs his fingers through Paige's hair. Her spirit stands by the sword watching the vehicles pull away. Even though enticed by the Devil to spare her life, she chose death rather than one day becoming his property.

INT. CLOCK TOWER

Both Emma and Grant carry Arcane to an old patched up mattress.

EMMA

How long has he been like this?

Emma unstraps him of his wings, and slides a pillow underneath his head.

GRANT

Through the night. Like I said, he just fainted after he helped me communicate with my family.

Emma shoots a look at him knowing that this sort of task takes a lot out of Arcane.

EMMA

He's done this once before to help me talk with my father.

GRANT

So he's gonna be okay?

EMMA

Took a couple days before he had his strength back completely.

Emma goes through one of her large tool boxes to finally pull out an instant ice pack. She twists and turns it mixing the water and ammonium nitrate making the pack freezing cold. She slides it down Arcane's shirt and places it in his arm pit. His eyes shoot open for a moment and then go back to being closed.

GRANT

Thought you had him there.

EMMA

It's going to be a process to wake him. I got a couple other tricks.

GRANT

Well, I hate to drop him off and leave, but I was supposed to be down at the hospital for some questioning.

EMMA

You haven't heard?

GRANT

Heard what?

EMMA

I picked it up on this old police scanner. The hospital is locked down. Apparently, some maniac went on a shooting spree, and the Demon Hunters can't find a way in.

Not needing to hear anymore, Grant tosses on his coat and heads out in a hurry.

EMMA

You're welcome!

Still suffering from the sickness she got from the plague, Emma begins to have a tiny coughing fit. She manages to catch her breath and turns back to tend to Arcane.

EXT. NEW FAITH HOSPITAL ROOFTOP

On the rooftop, Odessa has all the Dwellers drag the dead bodies into one giant pile which are then set on fire. All the Dwellers form a giant ring around the pile holding hands. Odessa leads them all in a chant.

After a couple of minutes, the clouds begin to rumble and turn black. Day turns to night in an eerie fashion. The winds pick up, and a vortex starts to form. Electricity shocks and pulsates through the forming vortex as it touches down on the pile of dead.

Bellowing sounds of demonic shrieking can be heard, they pierce the ears of everyone on the roof top except for Odessa. All of the Dwellers that were holding hands are now holding their bleeding ears. A couple of them stumble off the side of the rooftop falling to their deaths. The others are not so lucky, as their eardrums pop and they all hemorrhage to their demise.

Just like that, the windy vortex dissipates and in its place a crystallized wormhole that pulses a giant ring of glowing energy up and down appears.

A shooting ball of light falls down the wormhole and hits the rooftop of the hospital, shattering some of the domes glass. Chunks of glass rain down, and out of the smoke walks Arioeh.

Following his descent, more than a few dozen balls of light collide down. Then, out of the smoke, come Death Dealers and a horde of Wall Crawlers.

The Wall Crawlers leap and bound down the side of the building headed towards the ground.

Arioch points, and the Death Dealers glide by him heading for the edge of the rooftop.

As they all step over the edge of the rooftop they disappear, and the only thing that can be seen is the torn black cloaks that they wear. The cloaks gradually fall to street level like leaves caught in the wind. After making a flattened impact on the ground, the cloaks rise up and take on their original shape with the Dealers reappearing.

The Dealers glide off in different directions throughout the city absorbing the Living souls in the city. Loved ones, men, women, and children, alike, all begin to fall victim to the hypnotic Dealers. One by one, the citizens are absorbed and contained in the large hour glasses the Dealers wear like talismans.

BACK ON THE HOSPITAL ROOFTOP

Arioch and Odessa look over the edge of the building. They watch as the dead are absorbed and the living scurry away like bugs.

ARIOCH

You have done well to open the gateway, so we can repopulate the army.

ODESSA

I am pleased that you have arrived, but I must say, I am surprised. I was expecting Father.

ARIOCH

Silly girl. He had nothing to do with this. Your release to work here, the infiltration of the holy kingdom, this war... This is all my doing.

ODESSA

I don't understand...

ARIOCH

You don't have to. You're but just a pawn in this game.

Odessa has a look of confusion on her face.

ARIOCH

This has taken me centuries of planning and plotting, and Lucifer has dared me to play out this game thinking that I will not succeed. But where he has failed, I will not.

ODESSA

What is the endgame?

ARIOCH

The endgame my dear is simple. I am sick of playing second fiddle to him while he does not let his legions of anxious followers get out and stretch their legs. They all deserve a leader, one that doesn't sit by idly wasting time whispering influences in these mortal's ears hoping to darken their souls. I will be the one that will take charge and create a new wonderful world at any expense.

ODESSA

You will destroy the balance?

ARIOCH

Balance? You call all of us stuck in that pit beneath God's sandal balance!? The coward you call father of the underworld does nothing about it?

Odessa doesn't answer.

ARIOCH

I can sense your allegiance will not be shaken. Unfortunately, for you, there will be no choice. Soon I will be more powerful than any God.

She narrows her eyes tightening her grip on her cane.

ARIOCH

If you insist on doing this, I assure you it --

Odessa interrupts him mid-sentence, turns, and shoots a shockwave of electricity at Arioch. He doesn't even bother to try to get out of the way. Instead, the electricity is

absorbed throughout Arioch's body. His eyes slowly open as sparks fizzle out on his metal bug-like mask.

ARIOCH

Mmm... That was exhilarating.

A single centipede crawls out from one of his mask's eye holes and slithers back underneath by his mouth.

In a blink of an eye, Arioch has drawn his Katana sword. He stands there for a moment, and then re-sheathes it.

Odessa has a puzzled look about her, but then realizes he was able to strike her in that split second to end her life.

Her cane has been cut right through, comes apart, and drops to the ground. Then, the top half of her body slides off of itself, and it falls from the rooftop.

Arioch kicks her lower half off to follow. The force field fades with Odessa's departure. Also, her Shadow Growlers that had been giving chase to the Demon Hunters all begin to melt away into puddles of bubbling tar. Even though they are safe from the vicious Shadow Growlers, the Death Dealers will prove to be much more of a feat to overcome.

INT. ABANDONED BUILDING

Some of the citizens, along with a few Demon Hunter Cadets, take shelter in this abandoned YMCA building. They barricade the doors to the gymnasium, while the Hunters peek out a window overlooking the street on the other side of the room.

Fear has taken over all of them. More than a couple dozen people are hiding in this dark gym, and they are all holding their breath careful to not make a peep.

Just outside, the ghostly moans of the Dealers can be heard. Like an alluring Siren hypnotizes sailors, these Dealers do the same thing. They draw out people from alleys and cars who attempt to hide. Then, they empty the people of their souls and leave their bodies still standing and intact on the street like hollowed logs.

One of the Cadets that watch out the window gets hypnotized. He turns with ghostly white eyes and walks toward the door to try to exit. When the others see he is trying to remove the barricade, they stop him. They hold him down on the ground while he struggles and screams to be let free.

The struggle has made too much noise, and they are found out. The window shatters into the gym and two frayed cloaks

breeze in. Everyone stops to look as the two cloaks rise up from the floor and the Dealers appear under them.

Like a domino effect, one by one, everyone in the room is caught in a trance as they obtain those ghostly white eyes. They all walk like mindless zombies toward the Dealers to meet their doom.

INT. SURVEILLANCE VAN (MOVING)

Captain Dale Alvarez fires his gun out the back of the van as the doors flap back and forth from the frantic driving. The van is being pursued by gliding Death Dealers. Dale's bullets tear shreds through their cloaks, but do little to slow them down.

Suddenly, a cloak slaps on the front windshield, and blinds the driver. The van swerves and ramps up an abandoned car. It flips down the street and comes to a screeching halt on its side.

Dale can be seen, barely awake, lying on the ground looking up at the approaching Dealers. His head is caked in blood from tumbling in the back of the van and ultimately being tossed onto the street during the accident. He winces in pain trying to move, but he has sustained too many broken bones. Just like that, his eyes glaze over white.

The Dealer reaches down with his old, brittle tree branch looking hand and begins to drain Dale of his life-force. Sand fills the Death Dealer's hour glass talisman.

MEANWHILE:

INT. BURNED DOWN CHURCH

The church has burned down to its foundation. Only the brick walls and a few scorched items inside are intact. Grant watches out through a crack in a stain glass window to the street for a moment before returning to sit in what is left of the front pew. He looks up to a fire damaged statue of Jesus.

GRANT

God... I know things are really crazy right now... Looks like we are under attack once again. So, I ask you, if you've got some sort of divine plan, we sure could use it about now. I've been a fool weakened by my lust for revenge which allowed me to get possessed and do all those bad things I did. All the innocent people I've ended, I just wanted to say how sorry I am. If you could find it in yourself to forgive me and give me another chance to help these people, I sure would appreciate it. They are not all bad, just misguided as I once was. I pray this in your son's name, Amen.

Grant sits there for a moment wondering what to do. He is completely useless against the Death Dealers, just like everyone else. Last time, the people got lucky. But now with the population dwindling so low, it would only take a couple waves of Dealers to completely wipe the city out. His fear would be that there would be no out lasting them by hiding this time. There just aren't enough resources for it or another city to flee to.

INT. CLOCK TOWER STAIRWELL

Wall Crawlers leap and bound up the walls of the stairwell headed up to the top of the clock tower. They pass a censor and are picked up on surveillance.

CLOCK TOWER LOFT

Emma picks up the intruders on her monitors and rushes over to Arcane who is still unconscious on the couch. She straps his wings on his back and clasps his new rocket propulsion boots to his feet. Quickly, she gathers up a bunch of gadgets and packs them up in a duffle bag. Emma double checks the monitors to watch as the Wall Crawlers continue to make their way up the stairwell.

EMMA

(to Arcane)

All these years you've protected me. Well, I think it's about time I return the favor.



Outside the loft doors, the Wall Crawlers stir and gather. They chew and claw their way through the door and spill into the loft. They all stop for a second as they spot Emma

leaning against the front end of a car hooked up to a series of batteries. This is the same one they used to exorcise Odessa out from Grant's body. She blows a bubble of chewing gum, and holds on to a flame thrower ready for them.

She flips a switch, and blinding, bright lights cast upon the Wall Crawlers. They shriek and cover their eyes momentarily. Emma takes advantage of this and begins to hit them with her flame thrower.

Some of the Wall Crawlers are blown back into the stairwell by the flames. Others get blasted up against the wall and are engulfed in a burning inferno. Their limbs melt and shrivel, and they let out a gurgling hiss as pops and fizzes are heard.

EMMA

(to Arcane)

Anytime you wanna wake up is fine
by me.

Another wave of Wall Crawlers enter. This time, some of them crawl upside down on the ceiling like spiders. Emma does her best to spray all of them, but a couple get in close.

She stumbles backward, not noticing one of them until the last second. Her gun puffs, and the pilot light blows out. Again and again, she attempts to re-light it, but the snarling Wall Crawler creeps in closer chattering its teeth.

It leaps at Emma, and she turns her head. Green slime splatters on her. She peeks out the corner of her eye to see a weakened Arcane with his sword pierced through the demon.

She gets the pilot light lit and takes aim at Arcane. He kneels out of the way, and she blasts a burst of fire at a couple approaching Wall Crawlers that were coming up behind Arcane.

They are safe for now, but the fire damage is extreme and becoming out of control. Some of the Wall Crawlers have bounced around the room while on fire, and have spread it throughout the loft. The most unfortunate luck is the Wall Crawlers that were blasted back into the stairwell. They have perished and block the one and only exit with a blaze of hungry fire.

Emma is completely out of fuel. She takes off the flame thrower and tosses it to the floor.

Arcane is still very weak and leans on his sword like a cane.

ARCANE

We need to get out of here.

EMMA

Zip line?

ARCANE

I guess we have no choice. I am too weak to carry you in flight.

Emma pulls at a tarp that sits next to the glass clock face revealing an old whaling harpoon looking contraption on a tripod underneath.

ARCANE

You sure that thing still works?

EMMA

Only one way to find out.

The flames get more intense as the clock tower fire backs them in a corner.

Emma cranks at a wheel on the side of the gun to lower the projectile. She pulls hard on the trigger, and the spear blasts out and shatters the glass of the clock tower face. It finds its mark by slamming into the building across the street and creating a zip line for them to attempt an escape.

She clips a mountain climber clip to her duffle bag and then to the zip line. She lets it slide across the way to the other building.

ARCANE

What was that?

EMMA

Just some necessities. Come on, it seems safe... enough.

Emma has an old rusted zip line trolley that she fastens to the line. She gives Arcane one last look while harnessing herself to it with her belt, then she leaps out. She slides about half way when the wheels on her trolley lock up and she is stuck suspended in between the two buildings.

Flailing and kicking, she tries to get the trolley to continue rolling. She is very high in the air and starting to lose her grip on the belt.

Arcane winces in pain lifting himself up to the edge to look down on her. He notices she is just about to plummet to her

death, unless he can do something. Unfortunately, he is too weak to swoop down and grab her.

He eyeballs a window on the other building and where she is positioned on the zip line.

ARCANE

Hang on tight!

Arcane cuts the zip line with his sword allowing Emma to swing the rest of the way. She crashes through the window and into the abandoned library building across the street.

Arcane opens his wings, and is just about to jump into a glide out of the building when a Wall Crawler jumps on his back.

They both tumble as they wrestle each other during the descent to the street below. Arcane manages to thumb the creature's eye to break the hold. He is lucky enough to pull up at the last second, and glide only a mere few feet to the street surface. The Wall Crawler wasn't as fortunate, as it splatters on the pavement below.

Arcane still not having enough strength to get into full flight, skips on the pavement like a rock thrown across a lake until he eventually tumbles end over end and crashes into an old abandoned hardware storefront window.

INT. HARDWARE STORE

Arcane shakes the cobwebs out of his head from the crash. Luckily, he only suffered from some bruises and small cuts from the landing and glass window.

A Death Dealer had witnessed the crash and glides up to the window. The shrouded creature comes into the building and slowly approaches Arcane, who sits in a pile of tools from broken shelves.

In his weakened state, Arcane is prone to being hypnotized by the Dealer, so the creature closes in for a better view. It reaches its brittle branch-like arm down toward him, but is interrupted by gun fire. Dozens of bullet holes shred through the back of the creature. Arcane dives behind a metal rack to get out of the way.

ARCANE

Hold your fire!

A voice is heard from just outside.

GRANT
Arcane? Is that you?

Arcane peeks over the metal rack to see Grant along with Ryan and a few of the Gas Lanterners with smoking guns.

GRANT
Hot damn, it is you, and you're awake. Look who I found wondering into town with a few new friends.

Ryan nods.

ARCANE
What are you doing here?

GRANT
Well, we were coming up to your loft to see you and possibly get some help with Emma and her expertise, but then we saw the fire.

Not fazed by the guns at all, the Dealer pops up with a bullet hole laced shroud. Arcane quickly activates his magnetic gauntlet and his sword is called to him. In midair, it cracks into the Dealer on the way back. The Death Dealer falls to the ground from the blunt force of the sword handle.

Arcane walks over to the Dealer and picks up the sword. Instead of stabbing the creature, he cuts the chain to the hour glass talisman free from around its neck. Abruptly, almost like stealing the Dealer's source of power, the Dealer turns a greyish color like a dying tree. Then Arcane plunges his sword into it, and it begins to break apart like brittle termite infested wood.

ARCANE
As you were saying?

GRANT
That's exactly what I was talkin' about. Your handy gadgets... These guys brought us something. I guess they said it was for making rain clouds, but I think it looks more like a bomb. Maybe we could use it somehow, or at least Emma could take a look at it?

Then a thought hits Grant and he turns to look at the burning clock tower.

GRANT

Oh shit... please tell me she made it out of there?

ARCANE

She did, but we got separated.

RYAN

Take this with you. I have to go.

They look at Ryan puzzled as Ryan hands Arcane the tool box with Phoenix device in it.

RYAN

Lynn... She wasn't home, so I can only guess that she's at the hospital.

GRANT

That thing was taken over by Odessa, at least that was the last call I got before communication got severed.

Ryan looks at Grant with hardened eyes, not like the young wet behind the ears Cadet Grant once knew, but a man that has seen some things and is up for a fight.

GRANT

Alright kid, the Hell with it. Today is a perfect day to die. I got your back.

RYAN

No. You stay here and help. If I travel alone, I'll draw less attention. Especially from these things.

ARCANE

Here.

Arcane hands Ryan the hour glass talisman that he cut from the Dealer's neck.

RYAN

What's this?

ARCANE

A few tricks that I learned. Tie it around your neck, and toss this over your shoulders.

Then he tosses the Dealers cloak that lay on the ground to Ryan.

RYAN

A little dress up isn't going to get me far.

GRANT

Trust him kid, I've seen him do some amazing shit.

RYAN

Glad to see you two on speaking terms again, by the way.

GRANT

Can't hold on to anger forever. Now go on, put the damn thing on.

After tying the talisman around his neck, Ryan slings the cloak on his back. He gradually takes on the appearance of a Death Dealer, only with a set of blue glowing eyes.

Grant draws his gun, only to have it pushed back down by Arcane.

Arcane flips the hour glass over that Ryan wears and sand begins to slowly trickle to the bottom.

ARCANE

You go get your wife, and get out of there. Just don't be wearing that when the sand all falls to the bottom.

GRANT

What happens then?

ARCANE

He will have a good long while to get used to that look.

GRANT

You heard the man, get your ass in gear.

Just like that, Ryan's Death Dealer body disappears, and the cloak acts as it is caught in huge gust of wind and pulled down the street.

INT. ABANDONED LIBRARY

Many torn books litter the floors of this multi-story building. Old Victorian pillars are cracked and barely hold up areas of the sinking ceiling. The floors aren't much better, as some of the wood planks are missing and one could look straight down to the floor below.

Emma can be seen brushing glass off of her due to her entrance through the glass window. She holds her stomach for a moment and coughs up a bit of blood. She pulls a chunk of glass from her side and holds her hand on the spot to apply pressure. She wipes her mouth and carefully makes her way through aisles and aisle of large book shelves.

Peeling a series of cobwebs aside, she enters down a hallway.

Clicking can be heard on the wooden floor from somewhere up ahead out of sight.

Emma hears this and hops into a tall cabinet. The door of the cabinet barely shuts, and the bottom hinges broke, so a crack for her to look out of would be available.

The clicking becomes louder and louder until the creature comes into sight where she can see that the clicking was from the talons on the feet of a Smoke Eater. Drooling a hot magma-like substance from its mouth, it singes and eats away at the wooden floor.

The Smoke Eater stops for a moment sniffing the area. It must have caught the scent of the dripping blood from Emma's cut.

Just when the Smoke Eater turns to look through the crack where it would spot Emma, a baby Wall Crawler wakes up within the cabinet.

The chattering of its teeth can be heard in the dark cabinet right behind Emma. She quickly kicks the door off its hinge into the Smoke Eater and jumps out of the cabinet to run down the hall.

The Wall Crawler jumps out of the cabinet to give chase after her, but gets in the way of a ball of fire that the Smoke Eater shoots. The Wall Crawler falls to the ground in a heap of flames. The Smoke Eater bounds through the flame of the burning Wall Crawler on the ground, and continues after Emma.

Emma runs down the hallway, rounding corner after corner, and holding her injured side. She looks back over her shoulder and ends up running into Arcane. He can tell by the

look on her face that she is injured and being chased. He unsheathes his sword from his back. He gets a good tight grip and times it perfectly. He swings the sword around the corner, and decapitates the Smoke Eater's head from its body.

She embraces him with a hug and a sigh of relief, only to be interrupted with another one of her coughing fits.

ARCANE

Are you okay?

She looks at Arcane right in the eye with sincerity in her voice.

EMMA

I wouldn't have lasted this long if it wasn't for you.

Grant comes up to join them after running up all of the stairs. He doubles over to catch his breath.

GRANT

You all alright?

EMMA

It won't be long now.

GRANT

What are you talking about? What is she talking about?

Then he spots the blood on her hand and her side. The puncture must have been deep.

She coughs violently spitting up a ton of blood. Blood then trickles out from her nose. Emma collapses to the floor, but Arcane catches her so that her head doesn't hit.

Arcane holds her in his arms on the floor.

EMMA

At least I didn't wither away from that damn plague.

Arcane wipes the blood from her mouth and nose, and picks her up to carry her.

GRANT

Hey, what about this?

Grant opens the tool box and shows her. She smiles as if to see a brilliant piece of glowing mechanical wonderment.

EMMA
It's beautiful.

She looks back to Arcane.

EMMA
I have always loved you, and I'm not afraid. I know you will end this, and we will see each other again in Heaven.

Arcane's eyes become watery, as he holds her knowing her end is here.

And with that said, Emma closes her eyes for the last time.

Arcane closes his eyes.

ARCANE
O God, who hast doomed all men to die, and hast concealed from all the hour of their death, that I may pass my days in the practice of holiness and justice, and that I may be made worthy to quit this world in the peace of a good conscience, and in the embrace of Thy love, through Christ our Lord.
Amen.

Grant is in a loss for words, stunned by the sudden death of Emma.

GRANT
Amen.

He places his hand on Arcane's shoulder.

GRANT
She would have wanted us to fight to our last breath. Let's put an end to this.

Arcane nods as a single tear streams down his face. He places her sitting up against the wall and stands up.

He removes his sword from the wall and clamps it to his mechanical holster down the spine of his back.

ARCANE
I won't let you down. We will all see each other again, I promise.

INT. NEW FAITH HOSPITAL

Ryan enters the hospital disguised as a Death Dealer. He glides down the hallway passing casualties and a group of Death Dealers.

One of the Death Dealers suspects him and follows him through the set of doors and into the maternity wing.

The Death Dealer catches up to Ryan and swoops in front of him for a better look. The Dealer looks down and notices Ryan's talisman that is activated and pouring sand to the bottom part of the hour glass. He then notices Ryan's blue eyes.

Ryan bends his tree-like arm and forms a point with his long twig fingers. He plunges it through the neck of the Death Dealer. The necklace that holds the talisman hourglass is broken in the process, and falls to the floor. It hits the ground and shatters releasing a moaning spirit in the form of some mist. The human spirit that was trapped in the hourglass disappears as all the mist fades away. Like last time, the Dealer begins to take on a grayish color like a dying tree.

Ryan breaks his arm free, collapsing the Dealer to a pile of ash.

He doesn't stick around. He knows that his hourglass sand is running out, and the last thing he would ever want is to become one of these tree-like creatures under a cloak. He needs to get a move on and find Lynn quick.

EXT. NEW FAITH HOSPITAL ROOFTOP

Like a flock of birds, the cloaks float up to the rooftop of the hospital. One by one, they land flat then rise to take form underneath their cloaks.

Arioch stands with one foot at the edge of the rooftop overseeing the city. He turns to notice all of the Death Dealers coming to bring their findings. Arioch draws his sword and slits his palm. The Dealers open the top of their hourglasses and bring them, one by one, over to him. Arioch clinches his fist and drips blood from his cut into the collected sand from the people of New Faith. The sand turns black and begins to bubble like hot tar.

He orders some of the Dealers to re-enter the beam of light through the portal to deliver their load into Heaven. The other Dealers are ordered to stay in the city, and their load would be used for another task. They cap their containers and float away off of the rooftop.

EXT. HEAVEN BATTLEFIELD

There is a massive field where angels and demons alike have fallen in battle. Their bodies are strewn about as the war continues. Currently, the demonic ghouls are trying to gain entrance into one of the floating castles nested on a piece of floating land above a lake.

The castle is the fourth throne of Heaven and home to the Dominions. The Dominions are the hierarchy of celestial beings. They regulate the duties of lower angels. It is extremely rare that they make themselves physically known to humans, but they play an important role in Heaven's balance.

The Dominions look like humans with a pair of feathered wings, much like the common representation of angels. However, they are distinguished from other groups by the wielding orbs of light fastened to the heads of their scepters.

The demonic ghouls attempt to climb up the castle with grappling hooks, but are either shot down by arrows of light by angels or blasted by the scepters of the Dominion beings.

Wave after wave of the ghouls march toward the castle.

Arioch's Death Dealers arrive through the portal and dump their hourglasses onto the dead ghouls. The tainted souls bring new life to the ghouls, and they rise to go to battle once again.

MEANWHILE IN NEW FAITH CITY:

Gas Lanterners, New Faith City citizens, along with Arcane and Grant stand on the street watching as the cloaks fly by in the sky overhead. It is a very menacing sight as they flock together like eerie birds.

GRANT

Where do you think they're going?

ARCANE

I don't know, but I sense he is here.

GRANT

Who, the Devil?

ARCANE

It has never been about the Devil. Ariocho, the defiant president of Hell, is behind it all. If I had to guess, he wants to make Earth his new domain, totally separate from Heaven and Hell, but using both of them to create it.

EXT. DESERT NEW FAITH CITY GATED ENTRANCE

Just outside New Faith, the Gas Lanterners' Humvee and dune- buggies are all parked. The only people still left in the Humvee are Paige's body and Abbott. Just waking up, Abbott rubs his head from the punch that Ryan had given him.

The gate out of the city had been left cracked open when Ryan and crew re-entered. Now, the cloaks all fly out into the desert through the gate like a bunch of bats coming out of a cave.

Abbott hears the flutters and is confused as to what the sound was.

ABBOTT

Hello? Hey everyone? What's going on?

Because Abbott is blind, he cannot see the Death Dealers landing off in the distance in the desert. He is also unaware that he was left in the vehicle alone for his own safety and that the crew would be returning for him.

Hearing the Death Dealers, Abbott stumbles out of the Humvee.

The Death Dealers all are grouped in a circle. They dump their hourglasses filled with the black ooze onto the desert soil. After a moment, the black patch of ooze begins to bubble and pop. It then sinks into the soil.

Abbott continues to walk toward them not knowing the threat. Suddenly, the earth starts to quake and Abbott wobbles and falls to the ground.

Giant ant hills rise up from the ground. All sorts of creepy crawlies come spouting out. Everything from locust to beetles to wasps, and many other types of flying insects buzz around. They all swirl about until the sound of a war horn bellows.

It bellows so loud that most of the dome that covers the city starts to crack and rain down on the city.

The swarm flies right through Abbott on the way to the city. A brief scream from Abbott is heard. As they finish flying by him, all that remains is a skeleton. In an instant, they have devoured him for a snack.

EXT. NEW FAITH CITY SHOPPING DISTRICT

People that weren't taken by the soul devouring Death Dealers hide out in their shops.

The swarm buzzes down the street in a fierce black cloud. Windows are shattered and people are dragged out of their hiding places. The insects take the shape of the same huge demonic creature that Arioch had fighting by his side in the fields in Heaven.

The Swarm Creature holds people up to swallow them whole. After being engulfed into the creature's belly, chomping and popping can be heard just like a giant blender. The Swarm separates back into the flying cloud for a moment to hover further down the street, leaving all the digested human bones scattered about.

MEANWHILE ON A NEARBY ROOFTOP:

Arcane opens up the duffle bag that Emma packed and reveals a handful of flash grenades and a pair of rocket propulsion boots.

Grant looks through a pair of binoculars at the Swarm creature stomping through the city.

ARCANE

I have to do something.

GRANT

That giant bug demon... how in the world do we stop it?

Arcane walks over to the small toolbox and takes out the Phoenix device. It is shaped like a mechanical sphere. It holds a vial of Silver Iodine liquid inside, which is used for cloud seeding to creating rain. Attached all around it, fiber optic cables that are powered by light can be seen. However, since Arioch's arrival, the sky has become very dark so the fibers lay like a wilted flower.

ARCANE

I think I have an idea.

INT. NEW FAITH HOSPITAL CAFETERIA

In the cafeteria, Lynn hides with Adam behind the food serving counter. So far, they've been lucky to avoid the few Death Dealers still within the hospital, but now one is tracking them.

One Death Dealer is in the cafeteria and has caught the scent. He approaches and stops. A moment later, Adam shoots up out of hiding with his eyes glossed over totally enchanted by the Dealer. Lynn tries to pull him back down, but a very strong force is pulling him away from her.

LYNN

Adam! No!

Lynn tries to hold him from walking over to the Dealer. She struggles sliding on her heels holding on to him. She closes her eyes, and lets out a grunt of fatigue. Then suddenly, she flops backward with Adam as if the force pulling him had just let go.

She opens her eyes to see yet another Death Dealer standing there. The one that was after them falls to the floor in a pile of ash killed by the new Dealer in the room. Could they be fighting over collecting Lynn and Adam's souls?

Lynn notices something different about this Death Dealer. He has bright blue eyes, and doesn't seem to be confrontational. Despite this, Lynn still backpedals holding Adam in her arms.

The Death Dealer looks down to the sand in his hourglass, and realizes that it has almost run out.

He takes the necklace off, removes the cloak, and drops it to the ground. Slowly, Lynn's husband Ryan starts to appear.

They both run to each other and tightly embrace in a hug. Before they can exchange pleasantries, a voice can be heard from the other side of the room.

ARIOCH

That is very touching.

There Arioch stands holding a rotten apple that he picked up out of a basket near the old checkout registers.

He takes a big bite and then picks a worm from his teeth. He looks at the worm for a moment before re-inserting it into his mouth, and sucking it down like a noodle. He tosses the apple over his shoulder and sits back on the checkout stand casually.

ARIOCH

How unfortunate for you three to have not just accepted your fate with one of my Dealers. Now, I fear you will certainly not like what I plan on doing to you.

Arioch ponders for a moment tapping his razor sharp claws on the counter. Then, he begins to scratch at the side of the register making an awful high pitch noise.

ARIOCH

I could always use a new pet, how about three headed hydra... no a three headed worm? Hmm... perhaps the three headed concept is a little dramatic. Plus, I don't like cleaning up after pets. Okay then, it's settled.

RYAN

What's settled?

Ryan draws his gun on Arioch.

ARIOCH

(mocking)

Oh no not that! Anything but that!

Ryan shoots a couple rounds into Arioch, which he simply absorbs without causing any damage.

ARIOCH

Yummy, but a little heavy in lead for my diet. What I was going to say before I was rudely interrupted, was that it is settled. I shall simply slaughter the three of you, but I shall start with the boy right before your eyes.

Arioch hops off the counter and skips a few steps over to them in a playful manner before stopping and unsheathing his sword.

Then all of a sudden, he twitches his head and holds his hand to his ear. A high pitch frequency, like a dog whistle, irritates Arioch. He shakes it off and begins to walk toward Ryan. Again, he stops abruptly growling and holding his head. He swirls his sword around a couple times in one hand and holsters it in his sheath.

ARIOCH
A rain-check perhaps.

Arioch walks out of the cafeteria to pursue whatever is making that noise.

MEANWHILE:

EXT. ABANDONED ZOO

All the poles throughout the park are equipped with dozens of horn speakers which amplify a very high pitch interference.

INT. ABANDONED ZOO MAINTENANCE SHACK

Inside the small shack is a console that controls most of the electronics to the park, including the P.A. system. Arcane has created an electromagnetic interference by using his magnetic gauntlet and wiring it directly to the microphone feed.

GRANT
Do think that noise will draw him here?

ARCANE
We'll have to wait and see. It always works with worms to get them to surface. Just be ready, and get in position until my signal.

MEANWHILE - A COUPLE MILES AWAY:

Headed for the abandoned zoo, the Swarm carries Arioch like a tidal wave down the street.

Approaching the gate to the zoo, the Swarm doesn't slow down. It breaks right through, places Arioch gently on the ground, and then swirls around Arioch like a sandstorm.

Standing up the path a bit, Arcane can be seen waiting and watching.

ARIOCH
Who dares to summon me with such noise? Show yourself!

Arcane steps out from the shadows.

ARIOCH

I remember you. How has life been down here the past twenty or so years?

Arcane draws his sword, but says nothing.

ARIOCH

Come now, don't be a poor sport about all this.

Arcane still doesn't answer. Instead, he grits his teeth and approaches while activating his magnetic gauntlet.

ARIOCH

Wow, very high tech. What do you plan to do wi--

Arioch's sentence is cut short as he is forced to dodge Arcane's hurled sword. The sword sticks in the wall behind Arioch.

ARIOCH

Nice try. My turn.

Arioch pulls out his war horn and is about to blow it to assemble the Swarm into the giant creature.

A gun shot rings out. The war horn gets shattered right in Arioch's hand. Grant, from a high vantage point, used a sniper rifle to put a bullet into it.

Arioch brushes off the shards that remain in his hand and looks over to Arcane. He tries the war horn again. The noise that comes out of the war horn sputters and doesn't make much sound. The Swarm tries to form into the giant creature, but is disorganized and doesn't hold form. They go back to swirling about.

ARCANE

Shame... Looks like you'll have to get your own hands dirty this time.

Arioch starts a lightning fast sprint toward Arcane while drawing his sword. He leaps off of a couple boulders that border the sidewalk springing him into the air for an aerial attack. He swings his sword down at Arcane.

Arcane presses his finger and thumb together activating his magnetic gauntlet, but instead of his own sword returning, Arioch's sword is pulled right out of his hand spinning for Arcane to grab out of midair. Just as Arcane grabs the sword, Arioch ends up falling right on to the sword

pierces right through Arioch's stomach, which spills out a couple dozen dead bugs to the ground.

Arioch looks up at Arcane while holding his stomach in pain.

ARIOCH

Nice technology, but it's going to take more than that to kill me, mortal.

He pulls the sword out of his stomach and struggles to his feet.

Arcane holds his finger and thumb together longer this time for his gauntlet to call for his own sword. It starts to wiggle free from the concrete wall.

ARCANE

Oh, I knew it wouldn't kill you.

Arioch has a look of confusion on his face for a moment, but then he gets it. No mortal weapons could harm him, but his own sword could. In fact, it did more than just injure him, it brought him to the same level of vulnerability as everyone else. His only advantage, still making him a huge threat, is his ability to heal his own wounds with his demonic powers.

ARIOCH

You won't get me a second time.

Arioch swings his sword, but not nearly moving as fast as he could before he was stabbed with his own sword. Arcane is able to side step and dodge his attack. He is then forced to duck the next attack, and finally wiggles his sword free from the concrete wall with his gauntlet. It soars over to Arcane just in time to block another strike by Arioch. A loud clang is heard as they both try to overpower each other with their swords.

Arcane quickly protracts his mechanical wings, and knocks Arioch backward off his feet landing hard on his back.

Dusting himself off, Arioch stands to his feet.

ARIOCH

Got anymore tricks up your --

Another gunshot from Grant's vantage point wings Arioch in the shoulder.

ARIOCH

Almost forgot about that.

Arioch pulls three black pebbles out of his pocket and tosses them into the lion's abandoned habitat. The pebbles bounce a couple yards before finally burrowing into the sand.

The ground starts to shake, and then giant prickly vines shoot up out of the soil. They grow at an alarming rate. Rooting under the ground, they spread throughout the park popping up and wrapping around buildings and crushing them with great constricting force.

Up in the security watch tower on the hill, Grant is forced to jump out of the window as the tower is crushed by one of the vines. Grant violently tumbles down the hill reaching the bottom, but breaking his arm in the process.

ARCANE

Grant!?

Arcane activates his rocket propulsion boots to fly over and scoop Grant up. He soars into the air, avoiding the growing deadly vines that whip around, to get himself and Grant out of danger. Once out the vines' reach, Arcane glides using his wings to a nearby building within the zoo. He lands on the roof and drops Grant off.

GRANT

Leave me be dammit, just finish this.

Arioch starts to turn and head back out of the zoo, when around the enormous vines, Arcane comes gliding right at him. He retracts his wings just before he collides into him.

INT. SOUVENIR SHOP

They both come crashing through the wall entering Harry the Hippo's souvenir shop.

Rolling to a stop, Arioch ends up on top. He scratches Arcane's face with his razor sharp claws. Arcane grabs a snow globe from the wreckage and smashes it on the side of Arioch's head in retaliation, and then kicks him off.

They both get to their feet. Arcane calls for his sword.

Arioch flips a table of old dusty toys, as a distraction, while he strikes with his Katana. Arcane gets his arm up in the nick of time, but doesn't block it with his sword. He blocks it with his gauntlet.

The gauntlet starts to smoke and malfunction. It reverses its magnetic polarity, and makes the sword hard for Arcane to hold on to. It wants to jump right out of his hand.

Arioch laughs.

ARIOCH

Cheap foreign parts... Shame, they don't make 'em like they used to.

Arcane struggles to hang onto his sword while blocking a flurry of attacks by Arioch and his Katana.

EXT. SOUVENIR SHOP

Arcane is tossed out of a glass window and rolls to the guard rails of the old hippo exhibit. Surprisingly, he still holds onto his sword. The water in the moat on the other side of the guard rail is just about all evaporated. There is a long drop to only about three feet of water.

Arioch slashes, and Arcane blocks it with his sword while pinned up against the railing. Arioch tries to shove Arcane over.

ARIOCH

Just accept your fate and die, weakling.

Arcane punches Arioch in the face, which cracks his mask. A chunk of the mask falls off, and reveals a shadow of squirming and wiggling insects at Arioch's cheek bone.

This angers Arioch, and he pushes Arcane even harder, leaning him half way over the railing.

ARIOCH

You amuse me mortal.

A small centipede droops off of Arioch's face, inches from Arcane, with its creepy pincers snapping.

ARIOCH

When I become your master, you will have a special place in my kingdom. Your carcass will serve as nourishment for all of my maggots.

Arcane lifts his boot up, rotates his foot in a clockwise circle and activates his rocket propulsion. A burst of fire shoots out and scorches the exposed portion of Arioch's face.

Arioch, now blind in one eye and dripping dead charred bugs from his face, is enraged.

He swings his Katana wildly and misses a ducking Arcane. Arcane rolls around him, and positions himself so Arioch is up against the railing.

Arioch turns back to look, after missing him with his attack, and sees that Arcane has his sword pointed back like an armed slingshot. Arcane lets go, and the malfunction in his magnetic gauntlet makes the sword shoot out of his hand like a harpoon. The sword pierces right in the middle of Arioch's chest, and the momentum flips him over the railing. He falls about forty feet down before hitting the shallow water.

Arcane looks down on Arioch, knocked out and floating face down in the water, with his sword stuck in him.

ARCANE

You talk too much.

Arcane takes off his sparking and smoldering gauntlet and tosses it over the edge.

After a moment, Arioch begins to shake. Soon, he separates into thousands of bugs leaving his shroud of clothing floating in the water. The only thing solid is his skull. The bugs swim to the edge of the water then begin to carry his skull and scale up the wall of the moat. Completely vertical, they push the skull to the top without a problem.

ARCANE

You've got to be kidding me!

Once back up from the moat, the bugs coat his skull and form his face. He then seems to grow up from the ground as the bugs form his body and limbs.

After becoming whole again, Arioch leaps out of the habitat over the moat and climbs back over the railing to return to the park.

Arcane runs back through the souvenir shop and heads back to the zoo's concourse.

He spots Arioch standing in front of an old vending stand in the concourse. The merchandise once sold at this specific stand was Didgeridoos. Arioch grabs one of these long, Australian, wooden musical instruments and blows. A loud bellow can be heard, just like when his war horn was in working order.

The ground quakes and shakes, and the Swarm, that was just a swirl of bugs in the air, fly down to Arioch. Like a sand storm, they all cyclone around him. The bugs that hold his body together start to flake off and join the swirling ones surrounding him. The giant Swarm Creature takes shape once again, only this time, absorbing Arioch in the process to become one.

The creature lets out a ferocious growl spitting some bugs out of its mouth like saliva. Only, they just crawl back to the monster to join again at its feet.

A CRACK and an ECHO claps though the air.

The Swarm's head explodes, but with only bugs for a skull, the creature regenerates the wound as the bugs collect and regroup.

GRANT

Shit, I was aiming for his skull.

ARCANE

It's in there somewhere.

Grant takes another shot, hitting the creature in the stomach, but there is still no skull as the bugs fill back in the hole. He tosses his revolver to weaponless Arcane lost his sword in the moat. They both continue to fire at the charging creature. After gunfire doesn't work, Arcane takes one of his flash grenades out and hurls it at the monster. It detonates a blast of blinding light that stuns the Swarm and momentarily blinds him.

Once the Swarm is able to see again, it looks down and Grant and Arcane are nowhere in sight. They have run behind an old food concession building to rethink their strategy.

The Swarm smashes through a nearby medical building looking for them. All of a sudden he stops to notice the albino man with long white hair and no shoes perched on top of a park directory sign.

LUCIFER

Not going quite as planned, I see.
These humans are a little more
resilient than you anticipated
aren't they?

The Swarm of bugs opens up at the creature's knee to reveal Arioch's skull.

ARIOCH

Just a minor setback, but nothing I won't be able to handle. What do you want?

LUCIFER

I think the game is over, and all must return to what it once was.

ARIOCH

You have no jurisdiction over me. You gave me my freedom to play this game.

LUCIFER

You're right, but I still hold the contracts to all of your minions.

ARIOCH

You wouldn't.

LUCIFER

I could snap my fingers and bring them all back to the abyss leaving you to this game alone. You are so eager to dive into this and upset the balance of life and death, good and bad... You will surely fall flat on your face. There are rules that you must abide by. You might think you're winning--

Arioch can't take anymore. He is enraged and smashes the directory that Lucifer sits on. Out of the dust, Lucifer then appears standing very casual behind the Swarm smiling devilishly.

LUCIFER

You have only given these people hope by attacking them and bringing our existence to light. Now knowing that a Heaven and Hell exists, it will take me centuries to make them forget again. People will be overwhelmingly peaceful which will make my business extremely slow downstairs.

Grant peeks around the building that they are taking cover behind to see The Swarm standing there and Arioch talking to himself. Lucifer cannot be seen.

GRANT
(to Arcane)
He's lost it, just standing there
talking to himself.

ARCANE
He's not alone.

GRANT
What?

ARCANE
We need to act now that we have a
moment. I have a plan, but it won't
end well.

Grant has a look of confusion on his face.

ARCANE
I think I know a way to stop the
Swarm and collapse the gateway.

GRANT
That's good, what's the problem?

ARCANE
It's going to be a one way ticket
for me.

GRANT
You can't.

ARCANE
Arioch is a part of the Swarm right
now. It's the only way to kill two
birds with one stone.

GRANT
Yeah, but...

ARCANE
I've already made up my mind, I
don't see another option. Let me
have the contraption.

Arcane holds his hand out to Grant. Grant takes off his long
coat and reveals a satchel strapped over his shoulder.
Inside the satchel is the Phoenix device. He hands the bag
over to Arcane.

LUCIFER

(to Arioach)

You will return to me with your tail between your legs. You just don't see it yet. And if I'm losing business, you better believe you will be the one to keep me entertained.

With that said, a puff of smoke and the Devil disappears.

Shooting up into the air using his rocket propulsion boots, Arcane soars. The Swarm spots him and leaps into the air to try to swat at him, but Arcane is just out of reach. The Swarm creature lands back on the ground, and watches Arcane up in the air.

Arcane tosses down another one of his flash grenades, which leaves only one more on his person. The grenade explodes, but does no damage to the monster. Instead, it just angers him.

The Swarm remolds its body and forms two gargoyle-looking wings. This time, the creature is able to leap into the air in flight rather than separate into thousands of individual swarming bugs. It flaps its wings and gives chase after Arcane.

Arcane leads the creature through the streets, swerving around cars and other obstacles. The Swarm doesn't bother. It flips the vehicles and smashes through anything in its way trying to catch Arcane.

He flies right through a skeleton of a building and out the other side. The swarm demolishes the foundation and sends the building crashing down to the street.

New Faith City Hospital is in sight, and the beacon of light still shines bright up into the sky. The gateway remains open for demons to come and go once gathered by Arioach.

Arcane ascends, headed for the top of the light beacon. His rocket propulsion boots begin to sputter, and the Swarm starts to gain on him. These boots were merely a prototype, as Emma never intended them to be put to use quite yet.

He opens his mechanical wings to help, but they are more for a glide than anything. He is able to lock his arms into a mechanism on the wings for a slow flapping action.

Still, the Swarm is right on his heels. It reaches out for him and grabs a hold of his leg. Immediately, the bugs start gnawing at Arcane's leg, and chew a portion of it right down

to the bone. Arcane lets out a yell, but manages to escape the grasp as his rocket propulsion kicks on again.

Climbing and climbing into the sky, following the beacon of light right up to the top of the dome, he releases his arms from his wings and removes the Phoenix device from the satchel around his body.

Solar powered, the Phoenix device is activated by the light beacon. All the tentacle looking fiber optics take on a glow that charge the sphere in the middle. But how to detonate it? The final flash grenade should do the trick.

With Arcane's other hand, he pulls out the flash grenade.

Arcane is almost at the top of the light beacon to the glowing ringed gateway, but his rocket propulsion boots finally quit for good on him. The Swarm wraps itself around his waist and begins eating him alive. His lower half is practically dissolved by the thousands and thousands of hungry bugs.

In a final act of desperation, Arcane pulls the pin to the grenade with his teeth and reaches the grenade and the Phoenix device both out toward the gateway.

Arioch, inside the swarm, sees this and breaks free from the Swarm, and plummets down toward the ground in an attempt to save himself from the blast.

From street level, Grant looks up and spots a blast in the sky followed by a burning shock wave that spreads a ring of blinding light. The beacon of light fades away, and the gateway is closed. The city's dome shakes and starts to crumble. Everyone still on the streets, including Grant, take cover the best they can. Some run into buildings, and some dive in abandoned cars to take cover from the falling glass. Some people aren't so lucky and get impaled by the glass. Grant ends up hopping into a dumpster, barely dodging the falling debris.

Plummeting from the sky, Arioch crashes into the top of an old rusty school bus and shatters some of the windows from the force in the process.

Following Arioch is the swarm. Tens of thousands of bugs rain down on the city splatting on the street already dead.

Then, Arcane's mechanical wings all broken apart in pieces fall down and clang to the ground, but there is no sign of Arcane.

Another rumble is heard from the sky, and something that hasn't happened in a long time happens. Rain clouds form

above the now opened dome, and it begins to rain down on the city. The Phoenix device and the cloud seeding worked with the explosion and Arcanes sacrifice.

It rains harder and harder. A full on thunder storm takes place and it begins to downpour.

EXT. HEAVEN BATTLEFIELD

The explosion that Arcane made with the Phoenix device sends his dead body through the portal and forces his spirit to pass over into Heaven. It then closes behind him.

His spirit rises up from his dead, lifeless body and is approached by a few demonic ghouls that were headed for the floating castle when they spotted him. They snarl and run more like gorillas than humans. They have fiery eyes and protruding boney spines. The ghouls carry primitive weapons, including scimitars and war hammers.

Arcane rolls out of the way a hammer and ducks a sharp blade of a scimitar. He grabs a hold of one of the ghouls arms and breaks it over his shoulder while disarming him. He picks up the hammer and uppercuts the third ghoul coming in for an attack, knocking it for a back-flip.

He twirls the war hammer around his body, blocking a strike from a scimitar aimed for his back. Arcane creates some space by swinging the long war hammer around his body. He then breaks the handle of the war hammer over his knee giving him two weapons, a small hammer and a sharp staff-like spear.

Arcane dodges an oncoming attack from one of the ghouls and cracks it in the head with the hammer, which stops it right in its tracks. He hurls the make-shift spear at the second ghoul, which catches it right in the chest and drops it permanently. The third ghoul turns and begins to run away. Arcane chucks the hammer. It flies through the air, end over end, until it SMASHES into the fleeing ghoul in the back of the head, and putting an exclamation point to this three on one attack.

From the sky, landing next to Arcane, drops Archangel Remiel. Archangel Remiel wears war scorn armor and has a look of defeat on his face.

REMIEL

Are you the one that closed the portal?

ARCANE

I... I guess so.

REMIEL

There have been several portals opened throughout this realm by the one that calls himself Arioch. Many of our thrones have been threatened, but you are the first to successfully close one of these portals. I fear that Arioch will continue to find a way to open more gateways and flood us with tainted souls. We simply can't keep up.

ARCANE

Wait? The explosion... I didn't kill him?

REMIEL

I am afraid not, but I see a whole lot more fight in you, which means the observers have warranted you a quest and have given me a message for me to deliver.

Arcane doesn't quite get it, but listens intently.

REMIEL

I will no longer be the guiding light to the faithful. I am worn from battle, so you will be trusted with this. You must go back and finish things.

ARCANE

How do I get back?

REMIEL

I know a way, but it won't be easy.

LATER:

EXT. THE RIVER STYX

The boatman, Kharon, uses his long staff to guide the boat through the water as Arcane sits in front.

Arcane seems much different than the last time he sat in this boat. He has no brass, no gold armor, and no angel wings. He has much more of a peasant demeanor on him.

Floating towards the giant cave that is guarded by two stone gargoyle serpents, the temperature begins to drastically change and Arcane's breath can be seen.

The serpents open up the passage for them to travel. Once the boat passes through, the serpents twist back around one another creating a stone gate.

They enter the lake of souls. There is oily, murky water with trapped souls beneath and pockets of methane popping hissing bubbles as far as the eye can see.

Arcane pulls a small jewel that Remiel gave him out of his pocket. Like a compass, the jewel shimmers in the direction they need to travel.

They travel onward, as the jewel gets brighter and brighter like playing a game of hot and cold.

Suddenly, the jewel seems to leap from Arcane's hand all by itself, or at least that is what was first thought. It sinks into the dark abyss, and the glow fades the deeper it travels.

Lucifer comes into view holding his hand out revealing that he made the jewel pop out of Arcane's hand. He walks on top of the murky water of souls, and approaches Arcane.

LUCIFER

Oops, butterfingers.

Arcane looks stunned, not knowing what to do or say.

LUCIFER

Jesus walks on water, I on the lake of souls, no big deal.

Lucifer reaches into his pocket and pulls out tin of cigarettes. He takes one out and lights it with one of the popping flames of methane on the water's surface. Then he proceeds to take a good, long drag and narrows his eyes at Arcane.

LUCIFER

You're after the sword of the spirit. Sadly, that relic never served me much use after I stole it, so I cast the worthless thing in the bottom of this pit. I only assume that is what you are after.

ARCANE

What is your involvement in all this?

LUCIFER

Me? None. Your God and I made a pact to not get involved. He believes that the faithful can and will prevail without his help. I on the other hand enjoy a good game, and think he is a hilarious fool. He thinks that by abandoning his power it will make the will of man and angel stronger.

Lucifer takes another drag from his cigarette and flicks it into the murky water that he stands on.

ARCANE

By you daring and taunting me and making me lose my compass, aren't you getting involved and breaking your deal?

Through Lucifer's cockiness he knocked the jewel out of Arcane's hand not even thinking that he was getting involved.

LUCIFER

Doesn't matter. Down here in the darkness, God isn't present.

Arcane stands up and edges the end of the boat looking down where the jewel dropped.

LUCIFER

What are you doing?

ARCANE

God is everywhere and sees everything. I am taking a leap of faith.

He dives into the oily water and is tangled in souls. The boatman tosses back his hood to reveal himself as Jesus. He holds his hand out and clears a path in the murky water all the way down to the bottom.

Arcane swims down and down in the tunnel of crystal clear water surrounded by the darkness of souls.

Jesus turns his eyes to Lucifer.

JESUS

Let it be.

His words carry the winds of a hurricane sweeping Lucifer in a tumble, skipping him like a stone on the dark water, and eventually tossing him like a rag doll out of sight.

Once Arcane reaches the bottom, he grips the glass sword and pulls at it like an underwater version of *The Sword in the Stone*. He closes his eyes, tightens his grip, and pulls the sword free. A light cascades around Arcane, illuminating him with a new pair of gold armor and a new pair of angel wings. Then suddenly, both he and the sword vanish.

EXT. CITY STREET (RAINING)

All would not yet be won. There are still are many stray demons throughout the city, not to mention, the loose Death Dealers. Then, biggest problem of all happens. Ariocho slowly picks himself up from the wreckage. He is a little wobbly in standing up because the bugs that make up his body are a little shook up, but eventually they all form together making him whole again.

He steps out of the twisted metal to the street, and looks up to the hospital that no longer has the beacon of light to the gateway. He is boiling mad knowing that the only person that could bring another gateway for him to get back was Odessa, whom he killed. He will remain trapped here on Earth.

ARIOCH

Is that the best you have? That was barely a fight! And now he leaves you all alone! I think I will be settling down here for a good long while now!

His body breaks apart, and like a wave of bugs, he scurries over to the side of the street. He re-forms and grabs hold of a young child who was kneeled behind a car. Ariocho lifts the girl up by the collar, and looks at her right in the eyes.

ARIOCH

I will turn this world into something much much worse than Hell, and you may call me master. Eventually, I will find a way back, and then I will have my army.

Oddly, the girl doesn't seem scared, she just looks back with courage.

ARIOCH

You do not fear me?

ARCANE

The war is over, and you have lost.
Even the little girl knows it.

The rain parts and a beam of sunshine gleams down to the street. Arioch looks over and sees Arcane standing there. He looks very triumphant, glistening in holy armor with a new set of angel wings and armed with a sword made of glass.

ARIOCH

How are you alive?

He growls in anger. Arcane has reappeared after being in Heaven for some time, but it has seemed like only a few minutes here on Earth.

ARIOCH

You come to threaten me with the sword of spirits? Such a worthless and fragile sword. I pulled those wings off once, I can do it again!

Arioch drops the girl and heads to Arcane in an attempt to attack him. He has his bugs on his arm mold like clay into a sharp axe and he takes a swing. Arcane easily side steps it while drawing the sword of spirits. He tilts the sword on an angle and glints a blinding light that he sends in into Arioch's eyes.

Arcane punches Arioch with the handle of his sword and knocks him off of his feet. The bugs scatter for a moment, only to crawl back to his body.

Arioch, quick to his feet, tries a flurry of attacks, changing the shape of both his arms from anything from blades to hammers. None even come close to Arcane. He moves incredibly fast and is able to dodge the attacks with ease.

Arcane protracts one of his wings and is able to bend it in front of him as a shield to block some hungry insects Arioch threw as a desperate attempt to blind him. The bugs bounce off of the wing, and Arcane retaliates with a quick swipe with his sword which cuts Arioch's legs from him.

Arioch stumbles and falls to his belly, where he has to wait for the bugs to all rejoin again so that he can stand.

ARIOCH

How long is this going to go on
before you except your fate? You
cannot cut me down with such a toy.

ARCANE

You're right for once. No sense of
wasting any more time.

Arcane retracts his wing and holds his sword in front of his face. He closes his eyes, then one by one, the souls still trapped here on earth including Dale, Paige, Emma, and the crew that were caught by the desert cannibals, all come walking out of the walls of the surrounding buildings and approach.

Arioch watches as the souls surround them both in great numbers. They all take on a bright, radiant glow, and turn into small orbs.

Then suddenly, they all shoot at Arcane's sword, giving off a light trail in their wake. Attaching themselves to his sword, like a moth to a flame, all the orbs generate a glow that is blinding to the human eye before finally being absorbed into the glass sword.

Arioch lunges at Arcane, and Arcane pierces the blade into the belly of Arioch. Momentarily stunned, Arioch looks down as the blade remains in his stomach, and a smile rises on his face. He thinks no damage was done.

Arcane smiles back just before he drops his elbow on the sword, which shatters it in half with the tip still inside Arioch.

ARIOCH

Is that all you got?

Arcane holds up his end of the glass sword to reveal that none of the orbs in it. All of them are in the tip of the blade that was broken off inside Arioch's body.

ARCANE

Empty.

Arioch grips his stomach, trying to dig the tip of the blade out, and oddly his body starts to harden and petrify. After a moment of fighting it, Arioch's whole body is covered in a hard shell.

Cracks start to form on the hardened shell, and through the cracks, bright light starts to shine out. It becomes brighter and brighter as more cracks form, until an explosion of light is emitted. The orbs ate away all the bugs inside, and nothing is left except for his skull that falls to the ground.

A black puddle of bubbling, hot tar forms on the street. Lucifer rises up from it. He carries a body bag over his shoulder, and walks over to Ariocho's skull.

Lucifer sets the bag down on the ground and unzips it to reveal a cadaver missing a head. Very Shakespearian-like, he scoops the skull off of the ground and holds it at eye level.

He places the skull in the bag by positioning it back on the shoulders of the headless cadaver. Suddenly, the skull attaches to the body and skin and hair begin to mysteriously grow.

A frightened looking man in a frayed robe looks up at the Devil. Ariocho tries to get up and out of the bag, but chains suddenly shoot around it keeping him secure.

LUCIFER

(to Arcane)

Don't get too big of a head. Where there is light and good, darkness and evil must also inhabit. A balance of power secures my existence.

ARCANE

Perhaps, but through your arrogance of letting this game be played, you've encouraged humanity to find their faith in God and Heaven.

Lucifer grabs the end of the bag angrily and starts to drag it back to the small tar pit he appeared from. All the other demons, including the Death Dealers, remaining in the city follow him as Lucifer whistles like a pied piper leading them all into the tar pit. Ariocho screams, knowing the torture that awaits him.

After all of the demons submerge into the tar pit, it slowly closes up.

Grant, Ryan, Lynn and others all come out in the street to feel the cool rain that continues to pour down and examine their new, demonless city.

Arcane smiles as he walks over to Grant. He calmly places his hand on Grant's shoulder.

ARCANE

The war is now over.

Grant follows Arcane's eyes and turns around to spot his wife and son. They both walk over to Arcane.

ARCANE

Be at peace with yourself and do not worry. I will now be everyone's guiding light and take them home.

Grant smiles and tears of joy fill up in his eyes as Arcane takes Grant's son by the hand and leads him, along with all of the lost souls, into the light.

It takes a while for all of the glowing orbs to follow into the light and be washed away, but eventually they all get their turn before the beam of sunlight fades. The clouds rejoin and the sunlight has completely disappeared.

Ryan and Lynn walk over to Grant and help him up off his knees.

RYAN

Things are going to be different now. This is a new beginning for us all. It is a true blessing that we can never forget and that we must pass on to generations after us.

YEARS LATER:

EXT. OUTSKIRTS OF NEW FAITH CITY - DAY

What was once a desolate desert surrounding the dome city is now a small village of hand built homes from materials harvested from the city. They have themselves a functioning society. Lush green grass is starting to take over the desert terrain. Also, standing tall is a wind turbine to power their electric needs and purifying drums for catching rain water. People are starting over, building, and coming together as one.

The city that once stood inside the dome is now being used as one massive greenhouse. The giant killer vines that Ariocho had planted with his seeds to cause evil have since turned into a great supply of edible vegetables and fruits.

Next to the town on a hill, is a newly constructed cemetery. Throughout the cemetery, many different monuments, headstones, and other grave markers can be seen. Fulfilling his promise, Ryan had found a spot for Paige's final resting spot. Her body would rest under a beautiful hand carved bench with a flower design etched into the wood. Emma also had a spot in the cemetery. Her plot consists of a tall, metal angelic statue welded together with a pair of mechanical wings from parts gathered from Arcane's old pair. Under a willow tree, in the shade, there is a tombstone that

reads, "Edward James Grant." Then below that it reads, "Hero and loving husband, born again in faith, and on his way home."

Looking much older, Lynn and Ryan walk up holding their five year old son's hand.

Now that the war is over, the seventh throne to Heaven is free from infection, and mothers are completely safe to once again have children of their own.

RYAN

Ben, do you want to set it on the ground?

Ryan's son Ben sets a drawing he made of a stick figure family in the clouds on the plot.

LYNN

That's very nice of you Benji.

Ryan places a of couple rocks on the corners of it, so it wouldn't blow away.

BENJI

Can I draw another one for him next week?

Ryan and Lynn smile and nod.

RYAN

Sure son, sure son.

Throughout the cemetery, Benji has placed hundreds of his handmade art crafts by all the grave markers.

Lynn takes Benji by the hand and they begin to walk out of the cemetery, while Ryan remains at Grant's headstone.

RYAN

Well Grant, today's your one year anniversary. I hope that you've finally found your family and your happiness. You were a true staple in building this new community and helping the future generations to come. You turned out to be my best friend and will be sorely missed. I know that one day we will meet again. Until then, take care old friend.

Off in the distance, Benji waves for his dad. Ryan smiles knowing that he is loved and that he will be able to raise his child with his faith and honor in a demon-free world.

INT. WAREHOUSE HEAVEN

This warehouse is completely white and clean, with no windows. Everything is very well organized. The only thing filling the vast warehouse are rows and rows of hyperbaric chambers filled with fluid. A monitor above each chamber can be seen, while doctors walk the rows and fill out charts.

A siren goes off, and the doctors all run. Several of them gather at one chamber where the monitor flickers like a winning slot machine.

One of the doctors wipes the frost off of the name plate on the foot of the chamber to reveal a name, Arcane.

They begin to hug each other and cheer in celebration.

Finally, another doctor comes over dragging some sort of large hose from a spool out from under the floor. He attaches the end of the hose to the chamber and begins to type something on a fold down keyboard below the monitor.

The chamber is filled with steam, and shortly after, the glass top hatch slides open. When the fog clears the doctors all stand over Arcane who is hooked up to a bunch of cables, wires, and sensors. Most of which are hooked to his head measuring his brainwaves.

Arcane slowly opens his eyes.

ARCANE

I can't see.

One doctor approaches Arcane smiling. He shines a small flashlight into Arcane's eyes to run a sight test. He pats his hand on Arcane's chest as if to say good job.

NEIL

It'll come back to you.

ARCANE

Neil, is that you?

NEIL

Yeah, it's me pal.

ARCANE
How many runs did you put me
through?

Neil hesitates.

ARCANE
Neil?

NEIL
Over a hundred.

ARCANE
I have tried and failed in this
fate machine over a hundred times?

NEIL
Look at it this way, it's over now.
You have successfully chosen the
correct path to end it. Now we just
have to wait for the war to start.

ARCANE
It felt a little sloppy, like I
allowed too many deaths.

NEIL
They will all be in good hands, you
know that.

ARCANE
I know, just felt like I could do
better.

NEIL
We have thousands of other angels
playing this destiny generator, and
a win is a win. Be happy that you
are the first, because as of now,
you are the only one.

ARCANE
Believe me, I'm ecstatic to finally
be getting my wings, even if I have
to let them get ripped from me by
Arioch to put the plan in motion.
How long do we have?

NEIL
We've estimated a couple months
from now.

ARCANE
And my wife?

NEIL
She's waiting for you.

EXT. FARMHOUSE HEAVEN

Arcane walks from his farmhouse down the hill to his greenhouse carrying a couple glasses of cold lemonade. He passes his magical maple tree where the blue birds sit perched like leaves.

INT. GREENHOUSE HEAVEN

He casually approaches his wife who sits at the end of the greenhouse tending to a potted orchid.

Arcane presses the cold beverage to the back of her neck, and the condensation surprises her. She shuts her eyes and smiles, knowing her husband has returned.

A OF COUPLE MONTHS LATER:

EXT. GRAIN FIELD HEAVEN

ARIOCH
You have boasted some arrogance
that I have not yet seen. For this,
a true punishment is in order. I
will send you to live among his
flock and watch helplessly as the
apocalypse eats away all that is
around you.

The swarm reforms around Arcane, buzzing and chomping. Then suddenly, the swarm relinquishes him to fall to the ground as they all disperse.

Arcane lays there shredded, missing almost both his angel wings completely, too hurt to even stand.

Arioch walks over to Arcane and grasps the nubs on his back that once resembled wings, but notices Arcane smiling back at him.

ARIOCH
You smile?

ARCANE

God's chess game has already been
decided, you just don't see it yet.
By the blessing of the righteous,
the city will be strong, and in the
destruction of the evil it will
rejoice.

ARIOCH

We shall see.

ARCANE

I have already seen, and you are
blind.

Arioch begins to pull Arcane's wings out.

EXT. NEW FAITH CITY

In the sky, a streak of bright light falls like a shooting
star. This is the glimmer of hope that humanity needs, even
if they don't know it yet.