

STRAIGHT TO INHERITANCE

By

Clark Ransom

clark@clarkransom.com
425.420.0139

FADE IN:

INT. AUSTRIAN ALPS - KINCAID FAMILY CHATEAU - NIGHT

Luxurious, a fireplace large enough to stand inside, a blazing fire, an old turntable plays Austrian Folk Music.

Several ADULTS drink, laugh and joke while THREE YOUNG GIRLS chase one another around the room.

One woman, TABITHA KINCAID (30), alternates between a cigarette and her drink, holds court with three MALE GUESTS.

TABITHA

Rules, rules, rules. That's all you boys talk about. I mean, look what Birk and I had to go through to have Kyle ten years ago. There was enough red tape to strangle an elephant.

One Male Guest raises his hands in mock defeat.

MALE GUEST

You're right. Permission to have a child in today's world is a pain --

TABITHA

A pain? Hah! Men don't have a clue. Hell, without a license it's illegal... you go to jail for Christ's sake. Or worse, you're deported out of the city. Seriously, getting pregnant is hard enough without all that added crap.

MALE GUEST

But don't forget what got us here... why we created the G-O-D.

TABITHA

Yes, yes... too many global buns in the population oven. Don't get me started on the Global Oversight... whatever it's called.

MALE GUEST

Democracy.

TABITHA

Democracy, another crock. Tell that to the poor wretches living in Salvation... or worse in that horrible underground swamp... in... in... something or another.

A FEMALE SERVER passing canapes on a tray passes by.

SERVER

It's called Inferius.

An awkward moment. Tabitha's eyes bounce from the Server to her now silent GUESTS, her best fake grin.

TABITHA

Excuse me a moment.

Tabitha puts her cigarette holding arm around the Server, jerks her to the side, leans into her ear, inches away.

TABITHA (CONT'D)

I don't know who the fuck you are, but we hired you to pass food, honey... not speak. You know... until spoken too... like children? Now, get out.

In tears, the Server skulks away.

TABITHA (CONT'D)

(to herself)

And you wonder why we don't let those types copulate.

Tabitha regains her hostess mode, fakes a laugh, turns back to her Guests.

TABITHA (CONT'D)

I swear, you'd think they'd know their place by now.

Tabitha downs her drink, glances over at the fireplace.

TABITHA (CONT'D)

Kyle, why don't you go play with the girls?

Near the fireplace, KYLE KINCAID (10), already handsome for his age, sits alone, plays with two ALGERNON DOLLS: a MAN and a WOMAN dressed in traditional Alpine Lederhosen.

Kyle ignores her, acts out an imaginary scene with the Dolls.

KYLE
 (man's voice)
 Don't you worry, dear... just jump
 out into the snow.
 (female voice)
 Oh, Birk... I'm so scared. What if
 I fall?

Like real Pinocchio's, the two Dolls move on their own to match his words.

KYLE (CONT'D)
 (male voice)
 Here we go!

Kyle lifts both dolls, both Dolls bend their knees in preparation to jump.

TABITHA (O.S.)
 Honey, put those away and go play.

TABITHA'S POV

Kyle pouts, scoops up the two dolls and runs out of the room.

TABITHA (CONT'D)
 And don't forget mommy and daddy
 are going skiing tomorrow... so you
 best behave!

Unfazed, Tabitha returns to her cocktail and guests.

INT. KINCAID RESIDENCE - BEDROOM - LATER

Kyle stands at a window, heavy outside SNOWFALL. He turns and jumps onto a king-sized bed, several dolls strewn about; the same two from downstairs stare up at him, plus one dressed as a SKI PATROL RESCUER stands up on the pillows.

Kyle continues his pretend game, the Man and Woman Dolls held high, the two Dolls spring from his hands, land on the bed...

KYLE
 Oh, no... avalanche!

The two dolls roll around, simulating a fall down a mountainside.

KYLE (CONT'D)
 Whoosh, Ker-brehhhhh... help! Oh,
 no... save us, save us!

The two Dolls roll off the bed. The Ski Patrol Rescue Doll jabs his ski poles into the bed cover.

SKI PATROL DOLL
Don't worry, son... I'll save them!

The Ski Patrol Rescue Dolls "skis" off the pillows and SHUSHES across the bed cover toward the bed's edge.

EXT. AUSTRIAN ALPS - SKI SLOPE - DAY

SKI PATROL DOLL (V.O.)
We're coming, we're coming! Hold
on!

A steep mountainside, deep and powdery snow, utter quiet. From up the slope, a pair of SKI PATROL RESCUERS SHUSH down the waist-deep snow.

Patrol #1 continues down the slope. Patrol #2 stops, grips a radio mic velcroed to his shoulder, TAPS the transmit key.

PATROL #2
Base, this is Gunther. We've
reached the avalanche site. Still
no sign of any bodies. It's been
over three hours since --

DOWN THE SLOPE

Patrol #1 comes to a stop near an object that protrudes from the snow: THE TIP OF A RED SNOW BOOT, and a few feet away, THE HEEL OF A BLUE SNOW BOOT.

He glances back at Patrol #2, waves.

PATROL #1
Gunther! They are here! Both of
them! Radio the residence that
we've found them.

Patrol #1 drops to his knees and begins a frantic snow dig around the Boot Tip.

UP THE SLOPE

Patrol #2 speaks into the mic.

PATROL #2
Base, Gunther. We have visual...
but no movement.

EXT. KINCAID RESIDENCE - FRONT DRIVE - NIGHT

Heavy snowfall. A black, stretch limo, already snow-covered, idles on the drive. Beside it, RUDY DUMONT, (48) muscular, close hair cut, a Military Ring on one hand, black suit, he brushes snow off the limo roof.

ARLO (O.S.)
Come along, Kyle... you have a long way to go.

Rudy opens the passenger door, turns toward

THE FRONT ENTRY STEPS

Toymaker ARLO KINCAID, (50s), his hair grey and thin, ushers a mute Kyle down the steps toward the Limo. Kyle's arms wrapped tight around the Lederhosen-dressed Dolls, he moves to the open passenger door and climbs

INSIDE THE LIMO

And sits beside his childhood friend, MORI DUMONT (10), plain clothes, a BLUE RIBBON in her hair, she returns a weak smile, Kyle remains silent.

The door SLAMS shut, Kyle winces at the sound.

MORI
I'm sorry... your mom and dad.

Up front, Rudy slips in behind the wheel, glances

IN THE REARVIEW MIRROR

Mori places a hand on Kyle's leg, he flops over, rests his head on her shoulder. She leans in, whispers something in his ear, he nods.

ON THE FRONT STEPS

Arlo watches

THE LIMO

Glide away in the storm.

ARLO (O.S.)
It's all yours now, my boy... all yours.

The SNOW intensifies, the Limo blurs to white.

EXT. NEW HORIZONS CITY - ESTABLISHING SHOT - DAY

SUPER: "NEW HORIZONS CITY - HOME TO THE ELITES, THE 1%"

All contained beneath a MASSIVE GLASS DOME, sprawling across thousands of acres, perfect and perpendicular city streets, gleaming glass buildings, crowded with young and old CITIZENS, all dressed in vibrant colors.

In the domed sky, two-seater flying cars and jet bikes create an intricate web of moving vehicles across the city.

SUPER: "With the population soaring, the Global Oversight Democracy (The G.O.D.) Is created to control that growth..

Part of the G.O.D.'s laws state that becoming pregnant or adopting without a license is illegal and mandate that drinking water is treated with a genetic bacterium that temporarily sterilizes the male sperm.

It is the creation of birth control from you kitchen tap."

INT. KINCAID TOYS - MAIN OFFICE - DAY

Wooden floors, bookcases line the walls, a partner's desk with a chair on each side, one highbacked, puffy chair, comfy... the other more utilitarian, no cushion, uninviting.

MAX (O.S.)

They're fine the way they are. I
don't see any reason to --

Arlo, in a colorful suit and tie, SLAMS his fist on the desk, rises from the puffy chair, his face beet-red, angry.

ARLO

I didn't build this company on
"maybes" or "good enoughs", Max.
Imagination... wonder... that's
what got me here, and what'll keep
us going for decades to come.

Near the window, MAX GRIMES, (50's) dressed in a dingy blue lab coat, his filthy, unkempt long hair tied in a ponytail, glares back.

Under the window, a credenza filled with assorted LIFELIKE ALGERNON DOLLS, each Doll's outfit a career choice: Fireman, Doctor, Cowboy, Dancer, etc.

The Dolls FIDGET, crowd together, fearful eyes all follow Max's movements.

Max moves to the partner's desk, both hands grip it.

MAX

We fucking did this! We found the source coral in the Caribbean, we knew we had a gold mine... knew what it could do to inanimate objects.

ARLO

And you've been well compensated for your part.

MAX

Without me, you don't get those...
(points at dolls)
I don't need you to do it again...
let your imagination wonder about that.

ARLO

Get out!

Max backs towards the door.

MAX

I will, further than you know.

Max exits, SLAMS the door.

UNDER THE WINDOW

The Dolls relax, their eyes track with Arlo, who moves to the window, stares out, his hand unconsciously picks up a PARAMEDIC DOLL who smiles, grips his arm in a familiar and comforting way.

OFF SCREEN: a CLICK then a CREAKING HINGE.

ARLO

The man's becoming unhinged,
unreliable.

RUDY (O.S.)

It's worse than that.

Arlo lowers his head, his eyes glance back toward the wall behind the partner's desk at

A HIDDEN DOOR

Disguised as a BOOKCASE, stands open, behind it, a secret opening.

Rudy steps out, pushes the fake door closed with a CLICK.

Arlo turns back to the window, pets the Paramedic Doll.

RUDY (CONT'D)

He's spending more time here late in the night, alone... working on the equipment.

ARLO

That can be dangerous.

RUDY

Deadly, even.

ARLO

Like I said... a liability.

INT. KINCAID TOYS - FACTORY FLOOR - LATER

Loud, bustling activity. A cavernous workroom, crammed with assembly line MACHINERY that CLANKS, HUMS and WHIRS. WORKERS in blue lab coats tinker, adjust and test. A giant banner suspended from the ceiling reads, "Kincaid Toys: Home of the Algernon Doll"

Conveyor belts convey assorted DOLLS, the size of a small child, from station to station. Other than the outfits, they appear like normal, cloth stuffed objects.

The ever-watchful Rudy stands nearby, a black cap in his hand.

ARLO (O.S.)

What'd you say, Max?

Near the end of one conveyor line, the Dolls pass through a large, twelve-foot, black box on the track, a BLUE-GREEN FLASH of LIGHT rapid fires from within.

On the box's side, the words, "ALGERNON LIFEFORCE".

When they emerge, their appearance has morphed, their skin and features like newborn babes, they visibly move on their own.

Arlo picks a DOCTOR DOLL off the line, touches its cheek.

ARLO'S POV

The Doctor Doll's face responds like a human face, the features react, the doll smiles at him.

DOCTOR DOLL
Hold out your tongue and say
blahhhhhh...

ARLO
Still not right.

MAX (O.S.)
We're behind production. You need
to ramp up.

Arlo holds up the Doctor Doll, sniffs the face. The Doctor Doll's arms move to push his nose away.

DOCTOR DOLL
Now, now... remember, I'm examining
you.

ARLO
No... something's off. Have you
rechecked the coral particle
calibration? The telepathic link
isn't one hundred percent.

Max slinks up behind Arlo, wrench in hand, machine grease
smears his cheek and shirt.

MAX
A dozen times and you know it.
Perfection is boring, Arlo.

Arlo strides over to a pole with a large red button and
PUNCHES it with his palm. ALARMS sound, the machinery halts.

ARLO
Perfection is God's business. I
only want excellence. Recalibrate
the transmission spectrum by
tonight.
(to Rudy)
Get the car... we're going to be
late.

Arlo and Rudy walk out. Max throws the Wrench to the ground.

MAX
Recalibrate my ass.

INT. MOVING BLACK SUV - MOMENTS LATER

Rudy drives, Arlo, in the back seat, lifts an oxygen mask to
his face, inhales, stares out the window.

ARLO
At the first opportunity you get...
is that understood?

IN THE REARVIEW MIRROR

Rudy's eyes stare back.

RUDY
Permanently?

ARLO
Whatever it takes to protect the
future.

IN THE FRONT SEAT

Rudy nods.

RUDY
Understood.

INT. KINCAID TOYS - FACTORY FLOOR - NIGHT

Dark, silent, empty. Near the Life Force Transmitting Box on the track, Max swivels his head, searches the area, then climbs

INSIDE THE BOX

Lying on his back, he works to remove a glass encased-globe from the box's ceiling.

ON THE FACTORY FLOOR

Near the main control panel, a SHADOWED FIGURE.

The Figure's MILITARY RING CLAD hand reaches out, flips up a panel lever, the factory MACHINERY ROARS to life.

A SCREAM echoes from near the

LIFEFORCE BOX

Max's legs extend out one end of the box, kick wildly,

BLUE-GREEN LIGHT FLASHES

The box pulls his body inside.

More FLASHES, his screams now muffled.

The conveyor swallows up his legs and other dolls on the belt.

The BLUE-GREEN FLASHES become strobe-like.

MAX

Get them off me! Get them off me!

The conveyor belt moves

MAX'S LIMP BODY

Out the other end of the Life Force Box. Tangled with dolls, his skin now blue-hued, transformed.

A DOCTOR DAVE DOLL and a PARAMEDIC DOLL, climb up on Max's chest, look him over.

DOCTOR DOLL

Hmmm... this doesn't look good.

PARAMEDIC DOLL

Roger that, Doc. Not sure we can save this one. Too far gone...

(sniffs Max)

...whew! He stinks!

INT. KINCAID TOYS - MAIN OFFICE - MORNING

Arlo stands near a window, the credenza below, their eyes and heads track his movements, his own gaze on something outside.

ARLO

The source coral?

RUDY (O.S)

Another minute, it was all his. We're down for two, maybe three days.

Arlo turns to face Rudy who holds several Glass Encased Globes from the Lifeforce Box, the cracks visible.

RUDY (CONT'D)

I took care of the rest. It'll be twenty years before he ever sees any light again.

Arlo turns back to the window, peers out

ON THE STREET BELOW

A box van, two WHITE-COATED ORDERLIES lift a stretcher into the vehicle's back area. On the stretcher, a strapped down, unconscious Max, his facial skin a light tinge of blue.

The Orderlies SLAM the doors shut, walk to the front of the Van. On the Van's side it reads, "Knightwood Asylum".

EXT. SALVATION VILLAGE - ESTABLISHING SHOT - DAY

On the outskirts of New Horizons, low buildings, industrial blandness, ADULTS crowd the streets, most on foot or dilapidated bicycles. The CITIZENS appear worn, exhausted, mundane. Here, no protective dome.

SUPER:

"Salvation Village - the 96% who serve the Elites."

EXT. SALVATION VILLAGE - OPEN MARKET - DAY

Loud, dirty, crowded, yet few CHILDREN. Rows of shoddy market stands, STREET VENDORS hawk unidentifiable food on sticks, used clothing, assorted used wares.

One Stand has a sign that reads, "G.O.D.'S WATER: Get Your 3 Glasses Here".

STREET VENDOR

Three a day, three a day per man.
Get your birth control here!

Rudy inspects an APPLE at a nearby fruit stand, the Vendor keeps a keen eye on him. Beside him, used to the chaos around her, Mori scans the crowd.

MORI

Daddy?

Rudy remains focused on the crappy fruit selection.

MORI (CONT'D)

Why aren't there more here?

Rudy turns, kneels beside Mori, a RED RIBBON in her hair, grips her tiny shoulders.

RUDY

We talked about this before,
remember? God's rules?

MORI

But back in the city, there's lots
of kids like me. Is that where
they all go?

Rudy stands, takes Mori's free hand, leads her down the
street.

RUDY

Salvation has rules we all have to
live by.

Rudy checks the area, spies what he seeks.

RUDY (CONT'D)

Here, c'mon.

Rudy guides Mori over to a large plaque on the side of a
building.

Above the building entrance, the words, "Global Oversight
Democracy" etched in the stone entry archway.

Rudy points to the Plaque, Mori reads.

MORI

Every male must drink three glasses
of God's water each day. God must
grant every woman a license to
legally con... con...

(to Rudy)

Daddy, what's that word?

RUDY

Uh... keep going... almost done.

MORI

(reads)

Couples with children must comply
with all of God's laws for living.
Failure to com... com-ply requires
you to live in Salvation Village.

Confused, Mori turns to Rudy.

MORI (CONT'D)

Did we not comply?

Rudy smiles, puts his arms around Mori.

RUDY

It's where your mommy lived,
remember? She grew up here.

STREET VENDOR (O.S.)
 Hey! Come back here you little
 shit!

Rudy and Mori look back down the street.

RUDY'S POV

A scrappy, BOY (13), STEFAN, in red tennis shoes, apple in hand, runs straight toward them. Behind him, several VENDORS give chase. Stefan darts past, squeezes down into a street culvert drain and disappears.

MORI
 Daddy, where'd that boy go?

RUDY
 It's not important, honey... it's
 not a place you'd ever want to be.

EXT. SALIVATION VILLAGE - THE UNDERGROUND - LATER

Grimey. Dank. Rats rule all.

Stefan skips along the drain tube, his oversized shirt puffy on his small frame, he PARKOURS off the tunnel's curved sides.

He rounds a corner, slows.

UP AHEAD

A concrete wall seals off the tunnel, it's impassable.

He glances back then steps right through the Wall and vanishes.

EXT. INFERIUS CITY - TUNNEL - SAME MOMENT

A long TUNNEL, one end sealed off by the same Concrete Wall.

THE CONCRETE WALL

SHIMMERS, a red tennis-shoed foot appears followed by the whole Stefan. He continues down the tunnel.

EXT. INFERIUS CITY - CITY CENTER - DAY

The size of three football fields, an expansive space filled with tarp tents, ramshackle wood structures, all sprinkled with the FLOTSAM of discarded, broken items.

It resembles more of an emergency response outpost than a city.

Stefan traverses among the CITY DWELLERS, most in some state of filth or poor hygiene. There are CHILDREN everywhere of every age.

MADAM SOUZA (O.S.)
Stefan! You are late.

Stefan pretends to drag his leg as if injured.

STEFAN
But, Madam... I was almost killed.

MADAM SOUZA (40s), her dress almost gypsy-like, it cannot hide her confident look and presence. All eyes turn to her when she approaches.

MADAM SOUZA
Yet... here you are with nothing to show for such daring, my dear.

Stefan smiles, unbuttons his puffy shirt, a DOZEN APPLES cascade to the floor. Madam's scorn softens.

MADAM SOUZA (CONT'D)
Go warm yourself by the fire. Go on, scoot!

Stefan steps up to her, a quick peck on her cheek then runs past. Madam stoops to gather the apples, glances toward the running Stefan, a warm smile.

MADAM SOUZA'S POV

Stefan stops at a group of BOYS gathered around a barrel fire, they drink from used tin cans, laugh and joke.

MADAM SOUZA (CONT'D)
If only they could stay so innocent.

EXT. ALGERNON MANOR - ESTATE GROUNDS GREENHOUSE - DAY

A massive greenhouse, three-story glass walls, filled with palm trees, a waterfall, winding pathways, flowering plants and an abundant variety of vegetation.

CHILDREN'S LAUGHTER echoes from within the dense foliage.

NEAR THE WATERFALL

Young Kyle and Mori splash and romp in the steamy lagoon at the base of the falls.

Mori dunks Kyle who comes up SPUTTERING, but all smiles.

KYLE
You cheated!

MORI
No... I'm just smarter.

She moves to dunk him again, but instead, gives him a quick kiss on the lips.

Startled, Kyle shoves Mori away, an angry look.

KYLE
What'd you do that for?

MORI
Cuz I like you, stupid.

A moment.

MORI (CONT'D)
You're s'posed to kiss me back.
Like they do in the movies.

KYLE
I don't wanna play anymore.

Kyle wades toward the embankment, turns back to Mori.

KYLE (CONT'D)
And don't tell anyone what you did.

Mori watches Kyle storm off down a pathway.

MORI
(calls out)
What's wrong with you? Other boys
like it.

INT. SALVATION VILLAGE - KNIGHTWOOD ASYLUM - MAX'S ROOM - DAY

Beige and boring. A bed, desk, chair, one window with bars on the outside. Max, visibly older, his hair now grey, with arm crutches, his clothes stained, worn, he stares at a FRAMED PHOTO on the desk with a picture of a twenty-something woman.

MAX
 (to himself)
 Ten years is long enough... you
 won't stop me this time.

PRISCILLA (O.S.)
 Uncle Max?

Max turns his head, the side of his face bluish.

He nods at PRISCILLA GRIMES (23), radical hairdo, flashy, mismatched clothes and eyeliner up to her ears, she flashes a cherry-red lipstick grin.

Max goes back to the photo.

PRISCILLA (CONT'D)
 How're you today Uncle Max?

MAX
 No closer to what I deserve.

PRISCILLA
 You said you needed my help. Is
 there something I can do?

MAX
 Not exactly.

Priscilla moves to the couch, sits.

MAX (CONT'D)
 There's something you can be.

PRISCILLA
 I don't under --

Max swings around, faces her, his blue features accentuated by his grey hair.

MAX
 It's time for us to return to the
 toy business.

INT. MAIN OFFICE - DAY

Arlo stares out the office window. Dark circles under his aged eyes, his demeanor sullen, any movement painful, he's much older, worn, his suit plain.

Near the desk, Rudy shakes his head.

RUDY

He's not a child anymore, Arlo,
he's a young man as stubborn as his
father. He won't be that easy to
convince.

ARLO

Then you make him understand.

A perturbed Arlo turns to face Rudy, takes a few steps, he
leans on a desk for support.

ARLO (CONT'D)

How fragile all this... what the
family's done... the bloodline has
to be preserved so --

Arlo falters, a coughing spasm, both hands grip the desk,
Rudy rushes to his side, holds him up.

RUDY

Here... sit down.

Rudy lowers Arlo into a chair, his body pain evident.

RUDY (CONT'D)

We can't ignore this any longer.
Please, let me call doctor --

Arlo waves a dismissive hand.

ARLO

He's useless... Kyle doesn't even
try.

RUDY

Arlo, he's more like you every day.
He sees something he wants, he
takes it... no matter how much it
hurts.

Arlo GRUMPS. A moment.

ARLO

Then we make his choice painless.

INT. ALGERNON MANOR - LIBRARY - EVENING

Two walls of floor-to-ceiling bookcases filled with countless
volumes, overstuffed leather couches, the ubiquitous table
with glass carafes of liquid spirits.

Mori, a GREEN BURETTE in her hair, rushes in carrying a box filled with bottles of alcohol, sets them on the floor near the table of Glass Carafes, inspects the Carafes.

MORI

I just filled this yesterday.

She lifts the Carafe's GLASS STOPPER, gives it a sniff, makes a face.

MORI (CONT'D)

How people drink Scotch is beyond me.

She removes two Bottles of Scotch from the box, one in each hand, unsure which one to use as a refill.

KYLE (O.S.)

The one in your left hand.

Startled, Mori spins, drops one bottle, it SMASHES on the hardwood floor.

MORI

Shit!

She searches the room.

MORI'S POV

Her search stops on the rolling bookcase ladder, she follows it up to where Kyle, now 20, stands near the top, a large book in his hands, he points it at the broken bottle.

KYLE

That was a nineteen twenty-six McCallan. At least the floor'll have an expensive shine.

MORI

I'm so sorry... I didn't know you... oh, God, your grandfather's gonna have a fit.

Mori drops to the floor, picks up broken bits, her face flushed.

MORI (CONT'D)

(to herself)

I'm an idiot.

Up the ladder, Kyle goes back to the Large Book.

KYLE
Doubt he'll even notice.

INT. ALGERNON MANOR - KITCHEN - EVENING

Gleaming, contemporary, appliances and layout, spotless.
Rudy sits at the end of a kitchen island, focused on a LAPTOP
screen, several pill containers on the counter.

Mori storms in, sets the box of liquor bottles down on the
counter with a CRINKLE of broken glass.

MORI
Some days I wanna walk up and slap
the snob out of him.

RUDY
You're not kids anymore, Mori.

Mori puts away the liquor bottles, specific to point the
labels forward, line them up.

MORI
Ever since he came back from that
prep school...

Mori takes the box, dumps the broken glass into the trash.

MORI (CONT'D)
...he's... I don't know... someone
else.

Rudy glances up from the laptop, notices the box.

RUDY
What happened? Did something
break?

Lost in thought, Mori moves toward the door.

MORI
I'll be fine, Dad.

INT. KNIGHTWOOD ASYLUM - DAY

Stefan, now 21, pushes a metal cart laden with linen supplies
and bottled water down a corridor, stops at a door, removes a
few supplies, KNOCKS.

No answer, he pulls a loop of keys from his pocket, UNLOCKS
the door, steps inside.

INT. KNIGHTWOOD ASYLUM - MAX'S ROOM - DAY

Stefan closes the door. At the barred window, Max, in a robe and generic patient pajamas, stares out.

STEFAN

Mornin' Max. I brought your regular stuff today.

MAX

It's not true you know. What they say. It's the medications.

STEFAN

You know I believe you. People see what they want.

MAX

And what do you see, Stefan?

Stefan puts away the clean linens, studies Max.

STEFAN

Opportunity... make things how they should've been.

Max turns his head, a silhouetted blue grin.

MAX

Did you get the codes?

Stefan nods.

MAX (CONT'D)

Good. Once you make contact with him and... do whatever it is you boys do... we can move forward.

STEFAN

Are you sure this is the --

MAX

Just do what I ask and we'll all get our freedom.

INT. ALGERNON MANOR - GARAGE - NIGHT

Two stories, oversized glass garage doors, a catwalk grid overhead, below are two rows of assorted Classic Cars from a 1914 Model T Roadster to a 1990 Maserati. Parked at the end, a current Aston Martin convertible Roadster.

Kyle dashes across the Catwalk Grid, down a spiral staircase to the main floor, jumps into the Aston Martin, STARTS the engine.

MORI (O.S.)

Kyle!

Mori stands at the bottom of the staircase. One of the garage doors slides upwards. Oblivious, sunglasses in place, Kyle shifts the Aston into gear and rolls toward the open door.

AT THE CAR'S PASSENGER SIDE

Mori paces with the car.

MORI (CONT'D)

Kyle!

Startled, Kyle hits the brake, glares at Mori.

KYLE

Jesus... what?

MORI

This afternoon... we're meeting at the clinic... remember?

KYLE

I don't have... can't you just write them a check or something? I've got other plans.

Kyle REVS the engine, the Aston moves a few inches. Mori follows.

MORI

You promised the kids you'd be there. They're counting on --

KYLE

I'll be at the factory if you need me.

Mori watches Kyle accelerates the Aston out of the garage and speeds down the drive.

MORI

I was counting on you.

INT. OUTPOST NIGHTCLUB - NIGHT

Flashing lights, fog-machine smoke in the air, the walls vibrate with POUNDING MUSIC. Older MEN and pretty young BOYS gyrate on the dancefloor.

On one wall, a giant neon sign reads, "The Outpost".

Above, more youthful bodies line the second-floor railing. Drink in hand, staring over the rail, Stefan searches the sweat market below.

STEFAN'S POV

On the dancefloor, a group of FIVE MEN, shirts off, they all undulate around the center of attention: Kyle.

ON THE DANCEFLOOR

The Five Men compete for Kyle's dance attention and he plays with them all. Kyle scans the bodies around him.

KYLE'S POV

A shirtless Stefan, dances a few feet away, his eyes locked on Kyle. A shy smile, his best "come-and-get-me" moves.

STEFAN'S POV

Kyle's gaze lingers a moment, he turns, grabs one Man and pulls his mouth to his. The lip-locked pair dance into a dark corner.

A dejected Stefan moves off the dance floor.

INT. FACTORY FLOOR - NIGHT

Quiet. All the factory workers have gone home. Arlo, a cane in his right hand, shuffles along the assembly line, picks up

A FIREMAN DOLL,

It squirms in his hands as he examines it. Arlo's fingers trace across the Fireman Doll's side stitching, stop, go back, they find an ever-so-slight imperfection.

FIREMAN DOLL

Where's the fire, son?

Arlo wanders over to a large metal chute opening in the floor labeled "Quality Control". Hanging next to it, a sign that reads, "424 DAYS WITH NO ACCIDENTS", the numbers dangle from a spiral band so they can be changed.

He CHUCKS the Fireman Doll into the chute then hits a nearby red button.

FIREMAN DOLL (O.S.) (CONT'D)
Help's on the way...

From within the chute, machinery GRINDS and CREAKS into action.

INT. KINCAID TOYS - BASEMENT - NIGHT

Almost as large a space as the main factory above, a line of machinery, at one end, a bin full of wriggling Dolls feeds the conveyor.

ABOVE THE BIN

An open chute spits out the same Fireman Doll into the pile. The conveyor belt CREAKS, moves dolls from the bin forward and into the jaws of giant shredding blades that mutilate the cloth figures.

INT. FACTORY FLOOR - DAY

A CHEF DOLL in his hands, Kyle and Rudy stand near the Quality Control Chute, study the life-like toy.

KYLE
Seems fine to me.

RUDY
See the lump in the outer skin?
The Bio-integration process should
eliminate those.

Perplexed, Kyle stares harder at the Doll.

KYLE
It's not any bigger than a grain of
sand.

CHEF DOLL
Sand? Of course, I have a recipe
for that? You take two parts --

Rudy takes the Doll, tosses it in the Quality Control Chute.

KYLE
Hey... wait. We could've fixed
that.

RUDY
Perfectly imperfect isn't what your
grandfather expects.

ARLO (O.S.)
Rudy.

Kyle and Rudy glance up at

THE SECOND LEVEL LANDING

Arlo stares back.

ARLO (CONT'D)
Upstairs. Both of you.

INT. MAIN OFFICE - DAY

Arlo, seated behind his desk, Rudy near the door, Kyle paces, his frustration reflected in his waving arms.

KYLE
There has to be another way. You
know I have no interest in... in...
that. I wouldn't even know where
to start.

RUDY
I can help with that part.

KYLE
Really? I know you're like
family... but being my love-making
coach is pushing it.

ARLO
That's enough!

The outburst sends Arlo into a coughing spell. Rudy moves to his side, pours him a glass of water.

RUDY
Your grandfather wants to ensure
his legacy... a life for all those
people downstairs. He's not asking
much.

KYLE
Sorry, I don't do girls and don't
get me started on brats. This is a
waste of time.

Kyle moves toward the office door.

ARLO

Then you get nothing.

Kyle halts, spins around.

KYLE

Nothing? I've had ten years of that. Maybe if I was more like one of your precious little dolls you might give a shit. But hey, you'd likely toss me down the chute with the rest of the rejects that don't stack up. Do you really believe I care about all this?

ARLO

You'd better start. Family's what made us, and family is what'll keep us going... even if all I have left is you. Now, sit down!

Another coughing fit rattles Arlo. Rudy removes a pill bottle, gives two pills to Arlo. Kyle drops into a chair, his eyes on Arlo as he swallows the pills.

KYLE

What's going on? What're those for, Rudy?

RUDY

Kyle, your grandfather... he's --

ARLO

Never mind that.

(to Kyle)

I'll put this in a way you'll understand.

Arlo takes another swig of water, composes himself.

ARLO (CONT'D)

The laws of the G-O-D require an heir with Kincaid blood. No heir, no fortune. And you can go live in Salvation with the rest. How's that for nothing?

Rudy steps back, glances at Kyle, embarrassed. Kyle shakes his head.

KYLE

You're such an asshole.

ARLO

You're welcome. I won't allow you to make the same mistake I did so many years ago.

RUDY

Arlo, you don't need to tell him --

ARLO

I couldn't do it... your father, Birk, he was too weak as well. But no more. You have to be the one who makes things right... for the children.

KYLE

Children? What're you talking about?

ARLO

You've got two weeks to prove the existence of a true heir. Do that, and I'll tell you. Then you can decide if you want to be an asshole like your father and I, or find the balls to do what we were to afraid to do. Christ, son, grow up.

INT. KNIGHTWOOD ASYLUM - MAX'S ROOM - DAY

Stefan paces the room, a calm Max sits on the bed, his mangled blue-toned legs hang over the side, watches.

STEFAN

I mean, don't get me wrong. I've done some bad things, but I'm not like that anymore.

MAX

You do this for me and well... you'll have everything.

STEFAN

I don't need --

MAX

Kyle. The man most wanted by every other man in the city.

That stops Stefan. Max perks up, knows he has him.

STEFAN

He doesn't even know who I am. How could you promise --

Max grabs his arm crutches, struggles up, moves to Stefan, grips his shoulders, eyes locked.

MAX

Because I know what he wants, my boy. You just be where I need you, when I need you... and let sex do the rest.

INT. ALGERNON MANOR - KITCHEN - EVENING

An inhaler in his hand, his breathing labored, seated at the end of the kitchen island, Rudy takes one PUFF, then another. At the kitchen sink, Mori fills a glass with water, a worried look.

MORI

Dad, you should've let me move all those boxes to the attic.

RUDY

It had... it had to be done.

Mori places the glass of water in front of Rudy.

MORI

He's a grown man, Dad... no reason he couldn't've moved his own crap. I mean, seriously. He spends more time with those stupid cars than his own grandfather.

RUDY

Sweetheart, we need to --

Mori squints.

MORI

It's bad news, isn't it?

Rudy PATS the kitchen stool next to him. Mori moves to it and sits.

MORI (CONT'D)

I can do more now. If you need to back off, I can talk to Arlo and --

Rudy downs the glass of water then waves a hand. He takes Mori's hand in his.

RUDY

Whatever happened to that young doctor you were seeing? Emile... Emmet --

MORI

Endicott. And I wasn't seeing him. We met in Inferius at the tent ward. He's a Salvation pediatrician and... wait, what's going on?

RUDY

A doctor could be a good provider, someone you could count on... have a family, a life outside these walls.

Mori pulls her hand away.

MORI

I told you, he wasn't the one for me.

RUDY

Kyle can't give you those things.

MORI

We've moved past all that. We're not kids anymore.

Mori picks up the empty glass, moves back to the sink.

MORI (CONT'D)

Besides, he's not interested in a family like I am. Have you seen him around kids? It's like they're radioactive or something.

Silence. Mori glances over at Rudy. A look passes.

RUDY

Arlo says he has to have a child.

Mori drops the glass, it SHATTERS in the sink.

MORI

What? With who? That can't be. I mean, he... he... he wouldn't even know how to... you know. Believe me, I tried to... wait, what do you mean has to?

RUDY

Arlo, he wants to make sure the business stays in the family... once he's gone. No blood heir, then all this goes to GOD.

Mori grips the sink, almost nauseous.

RUDY (CONT'D)

Honey, I --

Mori flips up her palm, puts Rudy on hold. She recovers.

MORI

He's gonna screw this up, I know it.

INT. ALGERNON MANOR - ESTATE GROUNDS GREENHOUSE - LATER

Near the Waterfall, Kyle sits on a bench, deep in thought. FROGS CROAK, CRICKETS CHIRP.

He picks up a small stone, tosses it out across the lagoon surface, it SPLASH HOPS once then sinks.

MORI (O.S.)

You used to be a lot better.

Kyle doesn't move, a smirk, he shakes his head.

KYLE

I used to be a lot of things.

Mori glides over, sits beside Kyle, she puts his arm around him. They both stare out at the lagoon.

KYLE (CONT'D)

What the hell, Mori? I mean, Arlo's lost it.

Mori nods.

MORI

I think you'd make a great dad.

Kyle laughs.

KYLE

You always wanted that.

A look passes between them.

Uncomfortable, Kyle stands, steps to the lagoon's edge, stares outward.

MORI

You can't drive away from this one, Kyle. You'd lose everything.

KYLE

Yeah, well... not so sure that's a bad thing.

MORI

It would be a bad thing... bad for all the children who need your dolls, bad for all the people who work for you... who believe in you.

Kyle turns to Mori, frustration on his face.

KYLE

I never asked for that. It's... it's too much ---

Mori jumps up, arms crossed.

MORI

Too much! Look around us... all you've ever had is too much. You do what and who you want, go where you want, you're never told no. You have a free choice... the rest of us have to follow the rules.

KYLE

Fuck that. I didn't choose for my parents to die. I didn't choose to like boys over girls... do you know how many times I wish I was straight? Christ! It would make my life... make this so much easier.

Mori rushes Kyle and shoves him into the lagoon with a SPLASH. He comes up in an angry SPUTTER, gapes at his drenched clothes, reaches underwater, pulls off a shoe and dumps the water out.

KYLE (CONT'D)

Do you know how much these shoes cost?

Mori stands at the water's edge, points at Kyle.

MORI
My point exactly!

Mori spins, STOMPS off down the pathway.

MORI (CONT'D)
You just keep throwing stones and
it'll all go away.

KYLE'S POV

Mori walks down the pathway, throws her arms in the air,
emits a loud GROAN.

KYLE
(mutters)
Thank God I'm gay.

EXT. INFERIUS CITY CENTER - DAY

Madam Souza and Mori move down the narrow street, ADULTS and
CHILDREN greet them, wave hello.

MADAM SOUZA
You've done more than most, my
dear.

MORI
It's not enough. We lose as many
as we save, and even those may not
see their eighteenth birthday.

A small GIRL (6), a wrap around her head, runs up to Madam,
who smiles, picks her up in her arms, smiles at Mori.

MADAM SOUZA
You remember Elisa. We were sure
we would lose her that night.

Mori leans in, gives Elisa a tap on the nose.

MORI
Of course I do! How's my little
dancer? Have you been practicing?

Elisa giggles, hides her face in Madam's shoulder.

MADAM SOUZA
The medicine you brought gave her
another chance. We fight the
battles that matter, despite the
efforts of those that live above
us.

They walk a bit.

MORI

There's something I need your help with. It's... unusual.

Madam sets Elisa down, shushes her away.

MADAM SOUZA

Unusual is normal down here.

MORI

I... I need a baby.

Madam freezes, grips Mori's shoulders.

MADAM SOUZA

Child, are you in trouble? Did Kyle do this to you?

MORI

No... no... sorry. Not for me, no. His grandfather wants --

Madam grumps, backs up.

MADAM SOUZA

Arlo Kincaid? The man only wants one thing. Power over the rest of us.

MORI

Madam, it's not like that, no. I think Arlo... he's not well, and he... he knows Kyle won't ever marry, at least not to a woman.

Madam returns a confused look.

MORI (CONT'D)

And yes, he wants to assure the family stays in control.

MADAM SOUZA

I see. An heir apparent to the great toy empire.

MORI

Yes, but Kyle'll never agree to... you know --

MADAM SOUZA

Make a baby?

Mori nods.

Heads down, they walk in focused silence for a few moments.

MADAM SOUZA (CONT'D)
He could pay someone... a
surrogate.

MORI
I thought of that, but where're we
going to find someone discreet
enough? And the laws --

Madam waves a hand.

MADAM SOUZA
Their laws do not apply... we have
our own way of dealing with things
such as this.

STEFAN (O.S.)
Madam?

Madam and Mori turn to see Stefan, still in his Orderly
Uniform, a satchel slung over his shoulder.

STEFAN (CONT'D)
Sorry, I... I didn't mean to --

MADAM SOUZA
It's all right, my dear. Were you
able to get it?

STEFAN
What? Oh, yes.

Stefan opens the Satchel, removes a few medicine vials, hands
them to Madam, then stands there, motionless.

MADAM SOUZA
Was there something else, my dear?

Nervous, Stefan rubs the back of his neck, an unconscious
tick.

STEFAN
Uh... I heard you mention Kyle.

MORI
You know him?

STEFAN
Oh, no... I mean, we've never
met... well, not officially.

(MORE)

STEFAN (CONT'D)

But I know... I mean, everyone knows who he is.

MORI

(to Madam)

Yeah, that's gonna be a problem.

STEFAN

I'm sure there's someone who could help with... you know. I mean, it's just money, right?

INT. ALGERNON MANOR - LIBRARY - NIGHT

Mori watches Kyle pace near a couch, he SNAPS a book shut.

KYLE

Isn't that rich? Me with kids? No way I'm doing it. Fucking nuts.

MORI

Kyle, there's a way to do this. We can get you a --

KYLE

No. I'm not going to... to crawl into bed with some girl I don't even know so grandpa can get his jollies. Not happening. For Christ's sake, can't he just buy a kid or... or... take one of his stupid dolls and go all Geppetto on it!

MORI

You've got to calm down and take this seriously. It has to be a child with your D-N-A.

Kyle pantomimes a scene.

KYLE

Can you make me into a real boy, grandfather? Please?

MORI

Kyle, that's not --

KYLE

I mean, who'd give a shit if he did? Eccentric old fart.

Kyle drops on the couch, lowers his head.

KYLE (CONT'D)
He'd probably be happier with a
fake straight boy anyway. At least
he could control it.

Mori moves to the couch beside Kyle, her hand on his
shoulder.

MORI
Listen to me. It doesn't have to
be like that... well, not the sex
part anyway.

KYLE
What're you talking about? You
know God's rules... man, woman, do
the hokey-pokey and shake one out.
Oh, God, just saying it makes me
wanna throw up.

MORI
Since when've you ever followed the
rules?

Kyle perks up.

MORI (CONT'D)
Uh-huh. So why start now?

KYLE
Go on.

Mori stands, paces.

MORI
We find the right woman, someone
who'll understand that you don't
respond to... uh --

KYLE
Easy there. I can assure you it
responds quite well when properly
motivated.

Mori rolls her eyes.

MORI
We implant her with your sperm, she
has the child, pay her then she
goes away. No one'll care, you get
to be... well, Arlo gets his wish.

Kyle jumps up, hugs Mori. Her hopeful face betrays her
desire at his touch.

KYLE

Oh, my God... that's perfect! I can't believe you're gonna do this for me! And don't worry, I'll talk to your dad... he'll understand.

Mori pulls back, confused.

MORI

Wait... what? No, no, no... I didn't mean... God, no. I could never... no, no.

KYLE

Oh, com'on... it's not like we've never seen each other naked before. No big deal.

MORI

We were ten, Kyle.

KYLE

Trust me, I remember. That's when I knew.

Mori gives a "what're you talking about" look.

KYLE (CONT'D)

That I was gay, you dope. Believe me, I still like playing doctor and all, but I gave up on nurses after that.

MORI

Whatever. Let's stay focused. We have to find someone to be a surrogate, but it has to be someone honest, loves kids, and --

KYLE

Doesn't need all that foreplay crap to get the job done.

Mori looks at the grinning Kyle, shakes her head.

MORI

This is gonna be harder than I thought.

INT. KNIGHTWOOD ASYLUM - MAX'S ROOM - DAY

A surprised Max and Priscilla stare at Stefan.

PRISCILLA

A baby?

STEFAN

That's what she said. It's what
his grandfather wants.

Max spins around on his crutches.

MAX

This is perfect!

(to Priscilla)

They don't know you... you charm
the boy, pop out the heir apparent
and BAM! It's all mine! The
factory, the money... I'll put the
old bastard away just like he did --

Max stops, his eyes lock with Priscilla and Stefan, their
shocked faces say it all.

MAX (CONT'D)

We... I mean we all get what we
want, I can --

Priscilla fumes, moves to the window, stares outside.

STEFAN

Max... I'm not sure I can get her
past --

Max motions for Stefan to leave. Stefan moves to the door,
stops, turns back.

STEFAN (CONT'D)

He's not like what you think. He's
a good person... afraid just like
the rest of us.

MAX

There's nothing good about a
Kincaid.

Max waves him out.

Stefan closes the door behind him, Max turns toward a teary
Priscilla at the window, her gaze outward.

PRISCILLA

I mean, how the hell am I supposed
to have a baby?

MAX

Who cares? In nine months you can walk away a very rich woman... do whoever you want.

PRISCILLA

Jesus, Aunt Ellen always said you were a fucking bastard. I just never believed it.

Max crutch-scuffs over to Priscilla, his hands on her shoulders, they stare out the window together.

A moment.

PRISCILLA (CONT'D)

Fuck it. What's the plan?

INT. INFERIUS TENT HOSPITAL - EVENING

More like a war zone field hospital, makeshift drapes separate simple cots, no shiny doctors in white lab coats here. Simply people trying to survive.

Madam Souza sits beside a YOUNG BOY on a cot, eyes closed, his breathing ragged, wheezy, she grips his hand in hers.

STEFAN (O.S.)

Is it working?

Madam Souza remains focused on the Young Boy. Stefan sits on the other side of the cot.

MADAM SOUZA

It helped, my dear, but what you brought isn't enough... he needs much more.

STEFAN

I'm sorry.

Another long, raspy breath from the Young Boy. Stefan rises, but Madam reaches out, pulls him back down.

MADAM SOUZA

(whispers)

It doesn't matter now.

Silence other than the Young Boy's labored breathing.

STEFAN

There is something I can do.

Madam's eyes remain locked on the Young Boy.

STEFAN (CONT'D)

I know someone... a friend, someone who can help Kyle.

Madam squints at Stefan.

MADAM SOUZA

And who is this... friend?

STEFAN

I met her... at a club. We, uh, go out dancing, you know. She's my age, pretty for a girl I guess. And she, uh, could use the money.

MADAM SOUZA

Do you trust her?

STEFAN

Of course. She likes kids and I know she can get us exactly what we want.

Madam turns back to the Young Boy.

MADAM SOUZA

Bring her to me. Then we'll see what we can do.

INT. KNIGHTWOOD ASYLUM - MAX'S ROOM - NIGHT

Priscilla, still in her altered Kitty state of dress, pulls a fifth of Bourbon and a paper cup from her purse, pours a shot in the cup, downs it.

PRISCILLA

He'll never do it, you know.

MAX (O.S.)

I'm sure you'll show him you're the best choice. Your Aunt was quite good at it... when she wasn't inside a bottle.

Priscilla pours another shot, contemplates the cup.

PRISCILLA

(mutters)

Sometimes, that's all a girl's got.

MAX (O.S.)
It's what she would've wanted.

Max hobbles out of the bathroom, towel dries his hands, notices the paper cup and mini-bottle.

MAX (CONT'D)
I need you focused Kitty, you can't screw this up too.

PRISCILLA
Whatever. I can handle it and him.

Max surges forward, sweeps away the bottle and cup, they SMASH against the wall. He whips the towel around her neck, jerks her up off the chair, inches from his face.

MAX
Twenty years. Twenty years I've handled it. Just these four walls, no one else. This is it. My chance to take back what's mine.

Max shoves her down in the chair, throws the towel in her face.

MAX (CONT'D)
You keep your shit together, you understand me? Don't fuck it up like your Aunt. Play the part.

Max turns away, Priscilla flips him off.

EXT. OPEN MARKET - DAY

Not as crowded as the morning, some vendor booths are closed or the choices are more limited.

From an alleyway entrance, Madam Souza searches the passing people.

STREET VENDOR (O.S.)
Do your part and follow God's rules. Three a day, three a day per man. Get your birth control here!

DOWN THE STREET

Stefan and Kitty walk toward the Water Vendor, Stefan's eyes scan the crowd. They stop near the Vendor's stand, wait.

PRISCILLA
Not what it used to be... when I
was younger.

MADAM SOUZA (O.S.)
And what would that be?

Stefan and Priscilla spin, a foot away, Madam studies
Priscilla, tilts her head.

MADAM SOUZA (CONT'D)
That childhood memory?

PRISCILLA
What? Oh, yes... well, we all have
those don't we? Some better left
where they ended.

A staredown.

STEFAN
Uh, this is my friend I told you
about... Kitty.

Priscilla breaks into a smile, extends her hand.

PRISCILLA
Kitty, Kitty Green.

Madam ignores the hand, sidesteps past Priscilla.

MADAM SOUZA
Let's walk, shall we, my dears?

Priscilla glances at Stefan who shrugs back. They both catch
up to Madam.

MADAM SOUZA (CONT'D)
Tell me... Kitty wasn't it? What
do you see around us?

Priscilla glances around, a bit confused.

PRISCILLA
Uh... people, buying and selling.

MADAM SOUZA
Look harder.

Priscilla again scans the crowd, concentrates.

PRISCILLA

I see... people trying to get by,
struggling, a sadness in their
eyes.

Madam stops, raises a finger.

MADAM SOUZA

And why is that?

PRISCILLA

I'm not sure what you're --

Madam juts her finger upward.

MADAM SOUZA

Because of them. Those that ignore
us, despise us, never want to be
like us. But they need us. That's
their dirty little secret.

PRISCILLA

I don't think --

MADAM SOUZA

Without us, their precious New
Horizon would be nothing more than
a dark line on an equally dark
world.

PRISCILLA

That's...

(points upward)

...not who I am... not who I want
to be. I'm just like you... like
Stefan, surviving. Isn't that why
we're here? Or am I just wasting
my time?

MADAM SOUZA

Let's hope not... for your sake.

INT. KNIGHTWOOD ASYLUM - CORRIDOR - NIGHT

Stefan leads Max, now in civilian clothes, and Priscilla down
the dim corridor, his head on a swivel, he looks for anyone
else.

MAX

Hurry up!

Stefan stops at an EXIT DOOR, a numbered lock panel glows.
He TAPS two panel numbers, hesitates, turns back to Max.

MAX (CONT'D)

What?

Priscilla reaches out, touches Stefan's arm.

PRISCILLA

Tomorrow. Focus on that, Stefan.
We'll see him then.

A moment.

Stefan turns, finishes the coded number sequence, the trio slips out the door to freedom.

INT. MAIN OFFICE - DAY

A pale Arlo sits behind his desk, on it an oxygen mask tube-linked to a nearby tank. Rudy checks his cellphone.

RUDY

Sometime last night, around two in
the morning.

ARLO

No cameras, no surveillance?

RUDY

It's Salvation, Arlo.

Arlo waves a hand.

ARLO

Why... after all this time? Why
now?

RUDY

I'm not sure, but he couldn't do it
alone.

An agitated Arlo reaches for the oxygen mask, a deep inhale.

ARLO

Find out who. He's still a danger
to our plans.

Rudy turns for the door.

ARLO (CONT'D)

Rudy?

Rudy glances back.

ARLO (CONT'D)
 Make sure he doesn't get hurt.

Rudy turns back to the door.

RUDY
 I always do.

EXT. SALVATION UNDERGROUND TUNNEL - DAY

An uncomfortable Kyle takes it all in, moves to keep up with Mori.

KYLE
 You sure it's safe for us to be
 down here?

Mori stops at a dead end sealed off by a CONCRETE WALL,
 removes a backpack, turns back to Kyle.

MORI
 You've got to get out more.
 There's more to life than guys and
 dolls.

KYLE
 Oh, yeah... this is so much better.
 And please tell me we're not lost.

MORI
 I'm not.

Mori turns, steps through the Concrete Wall. It SHIMMERS,
 her foot the last thing to vanish into it.

KYLE
 What the --

Mori's hand shoots out from the SHIMMERING WALL, grabs Kyle
 by the arm, jerks him forward.

KYLE (CONT'D)
 Holy...

EXT. INFERIUS CITY TUNNEL - SAME MOMENT

Mori pulls all of Kyle through the Shimmering Wall, he falls
 through, hits the ground.

KYLE
 ...shit!

MORI

Told you.

Kyle gawks at the holographic wall.

MORI (CONT'D)

It protects us... makes the kids
feel safe.

Mori turns, plods down the tunnel.

MORI (CONT'D)

Watch your step, we're gonna be
late.

Kyle scrambles to his feet, dusts off his pricy pants.

OFF SCREEN: a loud animal-like SCREECH.

Kyle freezes.

KYLE

What the hell was that?

From down the tunnel, Mori marches on.

MORI

Tunnel rats. C'mon.

Another SCREECH, the SCURRY of CLAWED FEET. Kyle bolts after Mori.

EXT. INFERIUS CITY CENTER - DAY

CHILDREN in ragged clothes run and play, their voices and shouts loud and overwhelming.

Mori, backpack over her shoulder, treads a few feet ahead of Kyle, his gaze sweeps the area.

KYLE

Is it always so... so --

Mori stops, spins back to him.

MORI

Poor? Filthy? Too real for you?

KYLE

Loud... there are so many kids. Do
they all live here?

MORI
No, most of them die here.

That stuns Kyle.

MORI (CONT'D)
Look... Inferius isn't New
Horizons. You ever wonder where
all the unwanted kids go? This is
it... one giant orphan soup bowl
where innocent kids get mixed in
with a heavy dose of life.

KYLE
How do you know so much about it?

Mori shakes her head.

MORI
There's more to living than endless
boys and a garage full of toys.
Don't you see that?

Mori turns, moves ahead.

MORI (CONT'D)
Not everyone has a rich
grandfather.

KYLE
That's not what I meant. And...
it's not like I had a choice.

MORI
Neither did they, Kyle. Hurry up,
I need to check on something before
we meet your new girlfriend.

Mori moves deeper into the Crowd. Kyle calls out.

KYLE
Hey, you know I don't like girls.

A few faces in the Crowd turn toward him. Embarrassed, Kyle
scans the Crowd.

KYLE (CONT'D)
What? Never seen a real homo
before?

Kyle fast-walks after Mori.

EXT./INT. TENT HOSPITAL - MOMENTS LATER

Mori and Kyle approach the hospital tent. Mori stops, turns back to Kyle, removes the backpack.

MORI
You might want to wait out here
while I drop off some supplies.
I'll just be a minute.

Mori slips into the tent.

KYLE
Supplies for what?

Kyle follows Mori

INSIDE THE TENT

And jerks to a halt. Rows and rows of old cots filled with children of every age, some bandaged, some with IV tubes. A few ADULTS tend to the injured and sick.

KYLE (CONT'D)
Oh, my god.

A few cots away, Mori sits beside Elisa, her face now jaundiced, most of her hair gone or thinning.

MORI
Hey, punkin'. Told ya I'd be back.

Elisa smiles, but no other movement or sound. Mori pulls a BALLERINA DOLL from her backpack, lays it on the cot.

The Ballerina Doll lifts her arms, executes a perfect pirouette.

MORI (CONT'D)
Now you have someone to practice
with.

KYLE (O.S.)
She one of ours?

Mori turns, at the end of the cot, Kyle points.

KYLE (CONT'D)
The doll. I don't remember that
one.

Mori turns back to Elisa, smiles, hands her the Ballerina Doll.

MORI
Discarded by your grandfather. She
wasn't perfect enough.
(to Elisa)
Like you!

Mori taps Elisa on the nose. Elisa snuggles the Ballerina Doll, who wraps her tiny arms around her neck.

Elisa closes her eyes. Mori rises, guides Kyle away.

KYLE
Is she going to be --

MORI
Leukemia. And no, she's not.

Kyle turns back to the rows of death, takes it all in.

KYLE
Where are all the doctors... a
proper hospital? People don't die
from leukemia anymore.

MORI
Not in your world, no.

KYLE
But... we have to tell people... my
grandfather can do something about
this.

Mori shakes her head.

MORI
You think the new wing at New
Horizons Memorial came from the
goodness of his heart? That was
guilt, Kyle. He won't lower
himself to this... these kids can't
buy dolls.

Confused, Kyle shakes his head.

KYLE
He's an ass but he's not that
ruthless.

MORI
Bullshit. Go ask him why he walked
away from all this when he had the
chance.

KYLE

He'd never do that, Mori. I know him... he loves kids.

MORI

You know, I thought bringing you here would... I don't know, spark something. But you're just as selfish as he is.

Mori turns and hurries out the tent.

Kyle looks around at all the young faces.

KYLE

I'm not like him... I promise.

EXT. INFERIUS CITY CENTER - LATER

Madam Souza, Stefan and a vamped up Kitty in black Nancy Sinatra Boots wait near a barrel fire. Madam watches the CROWD, CHILDREN run and play.

PRISCILLA

There's so many.

MADAM SOUZA

More reason to not add any more.
But Arlo gets what Arlo wants.

Stefan perks up, points.

STEFAN

There he is!

Mori and Kyle walk toward them, the tension evident. Mori and Madam hug hello.

MORI

Hi, Stefan.

Stefan and Kyle lock eyes.

STEFAN

Hello.

Kyle moves toward Stefan.

KYLE

Uh, I don't think we've met. I'm --

STEFAN

Kyle, I know... I mean... uh, Stef.
We've uh... danced before. The
outpost?

KYLE

Oh, yeah, of course. I do remember
you. I was a bit --

STEFAN

Engaged?

Kyle chuckles.

KYLE

Yeah, well it was a busy night.

MORI

Good God.

Madam Souza steps near Kyle and Stefan.

MADAM SOUZA

You boys can practice dance moves
later. I'd like you to meet the
woman of the hour.

Kyle moves close to Stefan, shoulder to shoulder, his hand
brushes against Stefan's, their fingers play a brief tango.
Stefan's excitement ready to explode.

Priscilla pushes forward, her eyes on Kyle, she takes his
other hand.

PRISCILLA

Kitty... Kitty Green. I'd heard
you were handsome, but my goodness.
Seems such a waste.

MORI

What's that supposed to mean?

PRISCILLA

Oh, well... I mean, the chance to
bring lots and lots of little
Kyle's into the world. What girl
wouldn't jump on that wagon.

MORI

Hold your horses, miss Kitty.
We're not outta the barn yet.

Mori moves between Kyle and Priscilla, breaks her handhold,
her face locks on Priscilla.

A female high noon.

MORI (CONT'D)
Why are you here?

PRISCILLA
Stefan asked if I wanted to --

MORI
What do you gain from this other than nine months of extra weight and morning puke sessions?

PRISCILLA
A chance to get outta this pit. Do something good for a change.

MORI
Somehow I doubt that.

PRISCILLA
Look, honey... if you'd rather --

Kyle puts his hand on Mori's shoulder.

KYLE
Hey, ease up. Stefan vouches for her and Madam here checked her out as well, right? It's not like we have a line of volunteers.

Mori spins on Kyle.

MORI
I'm trying to make sure that --

KYLE
I know what you're doing, Mori... it's who you are. But you're not carrying the ball on this one.

MORI
So now you take responsibility? That's a laugh.

Fumed, Mori skulks a few steps away.

MADAM SOUZA
I think it would be best if the two of you had a chance to talk with one another...
(glances at Mori)
Alone. I'll play chaperone. That work for everyone?

Nods from all but Mori, her arms crossed, a scowl her answer.

Twenty yards away, Rudy watches, half-hidden behind a pile of debris.

RUDY'S POV

The group strolls away, Madam, her arm around Mori, Priscilla, then Kyle and Stefan side-by-side, the two men joke and smile with one another like old friends.

INT. MADAM'S TENT - DAY

Madam fusses over a hot plate and kettle. The furnishings are "cleanish", and a few even match.

MADAM SOUZA

You need to give him some time.
This place is a lot to take in.

MORI

Why can't he see it? I mean, it's
in his face... plain as day what
needs to happen.

Madam fills two cups with steaming liquid and sets one down in front of Mori.

MADAM SOUZA

I assume we're talking about the
children my dear.

MORI

What? Of course I... I... crap.

Mori takes a cup, sips her tea.

MADAM SOUZA

I know how difficult this is...
seeing the two of them.

Mori sighs.

MORI

You can feel it as well, right?
It's just wrong.

MADAM SOUZA

After all this time, are you
surprised he likes Stefan?

MORI

What? No... well, a little. It's this girl.

MADAM SOUZA

Ah, yes... she is a bit of a shadow... hard to define.

MORI

And you found nothing on her?

MADAM SOUZA

Nothing bad. In fact, we found very little.

Mori takes another sip.

MORI

That's even worse.

INT. PRISCILLA'S APARTMENT - EVENING

Spartan, one room with a bathroom, couch and a Murphy Bed, cheap photos and posters of animals plaster the walls.

Max, now dressed in normal clothes, but still disheveled. His legs fitted with metal braces, he limps toward the couch. On it,

A SUPERMODEL DOLL

SUPERMODEL DOLL

Hi. My name's Whitney, Whitney Corsicana. What's your name?

She smiles, winks at him. Max picks her up.

SUPERMODEL DOLL (CONT'D)

Oh, good... you want to play?

Max hobbles to the open window and tosses her out. He returns to the couch, his focus on an open laptop on the coffee table.

PRISCILLA (O.S.)

How'd they fit?

Max glances down at the metal leg braces, grimaces.

MAX

All right, I guess.

He moves a leg up and down, tests them.

PRISCILLA (O.S.)
I thought they'd make things
easier.

Max goes back to the laptop screen.

MAX
If she's anything like Rudy, don't
underestimate her.

PRISCILLA (O.S.)
I can handle miss holier-than-thou,
don't worry. She's got a thing for
him... I can use that.

MAX
Whatever you do, it has to be
believable. The boy may play
stupid, but he's still got Kincaid
blood. Arlo puts on the whole
benevolent, love all the children
bullshit, but given the choice,
he'd cut off Pinocchio's nose and
toss it to the beaver colony.

Priscilla steps out of the bathroom, her seductive outfit
accented by her natural curves, her false eyelashes longer
than her skirt. She's dressed to kill.

PRISCILLA
Think this'll straighten him out?

Max admires her transformation, he wobbles up, smiles.

MAX
The boys'll never know what hit
'em.

Priscilla glances at the couch, then scans the room.

PRISCILLA
Did you see Whitney? She's usually
on the couch.

MAX
She had to go out.

INT. ALGERNON MANOR - ARLO'S ROOM - NIGHT

A few lamps illuminate the room. In one corner, a STUDIO
GRAND PIANO, the lid covered with an array of old
photographs. Rudy peers at one, studies

THE PICTURE

A much younger Max, all smiles, his wife next to him, the identical image of Priscilla.

RUDY
You're sure?

ARLO (O.S.)
(wheezing)
After the incident, his wife left him. She felt as betrayed as I did.

Rudy sets the picture down, steps over to an ornate, four-poster bed occupied by the prone Arlo, an oxygen mask over his face, his appearance thinner, gaunt.

RUDY
Did she ever visit him at Knightwood?

ARLO
Why would she? The man was... is psychotic. Her sister spent more time with him than she did.

Rudy considers, glances back at the photos.

RUDY
Did she? They could've --

ARLO
A family conjugal visit?

Arlo laughs, then moves into coughing spasms. It subsides, Rudy hands him a glass of water.

ARLO (CONT'D)
To fuck? I'll grant you, her sister was a looker, but at her age, it wouldn't have mattered.

RUDY
You found a way to create an heir. Why not Max? I saw her, she could be --

ARLO
Impossible.

RUDY
Yet, they all met in the market today. Kyle, Mori, Souza...

(MORE)

RUDY (CONT'D)
 (points at the picture)
 ...a younger version of her and
 another young man. This was
 planned, Arlo.

Arlo GRUMPS, takes a hit from his oxygen mask.

ARLO
 Souza isn't a problem, a nuisance,
 but not a problem. Find out if
 this girl is a threat to us... who
 she is.

RUDY
 And the young man?

ARLO
 Knowing my grandson, likely just
 another boy rung on his ladder of
 conquest.

INT. OUTPOST NIGHTCLUB - NIGHT

A packed dance floor, the music pulses, laser lights flash
 across exposed flesh.

Kyle and Stefan, both shirtless, dance together, their mutual
 attraction etched in huge grins. Kyle moves closer, his arms
 up over Stefan's shoulders, he pulls him in, a passionate
 kiss.

Priscilla's head, then shoulders, rises between the two
 entangled men, her own body gyrates to match their movements.
 The two men pull back, all three dance the night away.

INT. ALGERNON MANOR - KITCHEN - MORNING

Mori sips a cup of coffee at the table. At the counter,
 Rudy, his back to her, pours a cup for himself.

RUDY
 Mori, if you're in trouble, I need
 to know.

MORI
 It's... complicated.

Rudy turns to face her.

RUDY
 Lying will do that.

MORI
I... we're fine. It's just...
there's someone else.

RUDY
And your intuition says you can't
trust her.

Mori stares back, perplexed. Rudy waves his coffee cup hand.

RUDY (CONT'D)
Intuition.

Rudy sits beside Mori.

RUDY (CONT'D)
You've been protecting him your
whole life. At some point, he's
gotta take responsibility.

MORI
I know... I know.

A moment of coffee concentration.

MORI (CONT'D)
Do you still have access to G-O-D
records? Births, deaths, that sort
of thing?

RUDY
Some. But I'd need a name or --

MORI
Kitty. Kitty Green. Though I'm
not even sure of that.

RUDY
Let me see what I can find.

Mori stands, heads for the hallway.

MORI
I'll go talk with him, try to slow
things down.

RUDY
Let me know when you find him. He
didn't come home again last night,
third time this week.

Mori turns, considers.

RUDY (CONT'D)

You know what he likes to do...
he's usually back here before
breakfast. Just not like him.

MORI

The factory?

Rudy shakes his head.

RUDY

No one's seen him. Should we be
worried? I can speak with Arlo --

Mori raises a hand.

MORI

I have a good idea where he is.

INT. INFERIUS CITY - STEFAN'S TENT - MORNING

Mixed furniture, mattress atop box springs, yet tidy and
clean... for a tent home. Beneath the bed covers, Kyle
spoons Stefan, both naked, hungover.

Kyle's fingers trace a delicate line across Stefan's bare
shoulder and arm.

KYLE

(to himself)

What am I going to do with you?

Stefan wakes, remains still, enjoys the moment.

STEFAN

Well, the first thing we're gonna
do is work on your ancient disco
dance moves.

Kyle gives him a playful SMACK, jumps out of bed, faces
Stefan, gyrates his hips, sings a ditty.

KYLE

Boom, cha-ca, boom, cha-ca, boom
cha-ca, wow, wow!

Stefan watches in amusement.

STEFAN

So now you're a go-go boy?

Kyle dives on top of Stefan, the two mock-wrestle, Kyle pins
Stefan's arms above his head, smiles.

KYLE
Ancient my ass.

Kyle leans in, a long kiss, then rolls Stefan and the sheets on top of him.

KYLE (CONT'D)
You ready for go-go boy to do his pole dance?

STEFAN
As long as you want.

Stefan arches back, Kyle grins up at him.

KYLE
Boom cha-ca, wow, wow.

INT. PRISCILLA'S APARTMENT - MORNING

Bleary-eyed, her hair a bedhead sculpture, Priscilla makes her way to the coffee maker, pours a cup, lifts it to her lips...

MAX (O.S.)
What the fuck are you doing?

Startled, she sputters the coffee, turns to the bathroom door, Max glares back.

MAX (CONT'D)
Why aren't you in bed with that schmuck?

PRISCILLA
I... I wasn't invited.

Max moves towards her, a toothbrush in his hand, he lunges, shoves Priscilla up against the counter, the coffee pot SHATTERS, hot coffee splashes down her backside.

Priscilla struggles against him, arms flail.

PRISCILLA (CONT'D)
Max! Stop it! It's burning... stop it!

Max jabs the end of the toothbrush up against her neck, pushes inward, his face inches from hers.

MAX
You had one job... just one! And you let a boy take your place!

PRISCILLA
It's not like that... I... I --

Max pushes the toothbrush harder, breaks the skin. Priscilla lashes out at him, but he's too strong.

MAX
Just like those stupid dolls,
useless.

PRISCILLA
I... I have a plan... we've got an
appointment!

MAX
For what?

PRISCILLA
The bank... the sperm bank.
Tomorrow morning.

Max calms a bit, pulls back, points the toothbrush at her face.

MAX
If you fuck this up again...

PRISCILLA
I won't... Jesus... I've got him
right where I need him.

INT. STEFAN'S TENT - LATER

Kyle and Stefan lay in bed, Kyle spoons Stefan.

KYLE
Do you like living down here? I
mean, do you ever get away from
it... go somewhere?

STEFAN
Not often. We all count on one
another too much. I bring as many
supplies as I can from work --

KYLE
You mean you steal as many as you
can.

STEFAN
Well... yes. If I didn't --

KYLE
I get it, it's okay. We all do
what we have to sometimes.

Stefan turns to face Kyle.

STEFAN
What about you? I know you must
have a place you go... someone to
talk to.

KYLE
I did... but not anymore. Between
boarding schools, private tutors...
I didn't have many friends.

STEFAN
Mister rich and popular? I'd think
you'd be surrounded by them.

Kyle leans back, gazes up at the tent ceiling.

KYLE
I am. But not for what you think.

STEFAN
So... where'd you go when you need
to... you know... make sure you're
not being a complete idiot?

KYLE
The factory. I'd spend hours down
in the basement with all the other
misfits... pretend I was saving
them from the evil shredder.

STEFAN
Did it help?

Kyle smiles, turns back toward Stefan.

KYLE
Seems to be working. What about
you?

STEFAN
I'm exactly where I've always
wanted to be.

KYLE
There goes my reputation.

Kyle pulls the covers up over them, the two sheeted figures
intertwine.

INT. TENT HOSPITAL - DAY

Kyle sits on the cot beside Elisa, her eyes closed, little movement. The Ballerina doll sits cross-legged on the cot near him, her gaze matches Kyle's.

BALLERINA DOLL

She talks in her sleep. Wants to
be a dancer... like me.

Kyle brushes Elisa's hair back from her forehead, a gentle touch.

KYLE

I don't think that's possible.
She's very sick.

The Ballerina Dolls pouts at Kyle.

BALLERINA DOLL

Look at me... I was just cloth and
sawdust, then the blue light saved
me.

KYLE

I wish it were that easy.

BALLERINA DOLL

Oh, I guess it was worth a try.

Kyle studies the Ballerina Doll then scans the room, all the cots filled with damaged children. A thought hits him, he flips back to the Ballerina Doll.

KYLE

Wait, what do you mean it was worth
a try?

BALLERINA DOLL

The blue light. I thought when
they tried it on them it might have
helped... like it did us.

KYLE

Who would've... Mori said Arlo had
a chance to do something, but
walked away.

Kyle jumps up.

KYLE (CONT'D)

What the family didn't have the
balls to do... what still needs to
be done.

BALLERINA DOLL
Can you help her?

Kyle stares down at Elisa.

KYLE
I can do more than that. I'm gonna
make sure she can dance again...
(to Ballerina Doll)
Just as good as you!

EXT. INFERIUS CITY CENTER - LATER

Mori strolls with Madam Souza.

MORI
And you're sure?

MADAM SOUZA
I've never seen Stefan happier.

They walk on, the Tent Hospital up ahead. Madam watches Mori.

MADAM SOUZA (CONT'D)
The two of you have been friends a
long time.

MORI
Yes... ever since his parents were
killed.

MADAM SOUZA
And you never...

Mori stops, locks on Madam.

MORI
What? Oh, no... well, I certainly
tried, but... you know, not his
type.

MADAM SOUZA
And this Kitty person, she is?

MORI
I know what you're thinking, but
no, that would be too weird...
after all this time.

MADAM SOUZA
Love takes many forms, not all of
them physical.

(MORE)

MADAM SOUZA (CONT'D)

I have been surprised by what some will do for it.

Mori blushes, crosses her arms.

MORI

Let's just focus on making sure his type is who she says she is. I need to go check on Elisa.

Mori heads toward the Tent Hospital and steps inside. At the same moment, Stefan comes around a corner, a cardboard box of groceries in his arms, he spies Madam, goes to her.

STEFAN

Morning!

Madam eyes the box's contents.

MADAM SOUZA

Shopping for two now?

Stefan falters, a blush.

STEFAN

Yeah, never thought I'd be doing this for anyone, especially Kyle. Hope I don't screw it up.

MADAM SOUZA

Stef, he's the one that should be worried. He's lucky to be with someone so honest and trusting. It's what I love most about you.

STEFAN

You know he's decided to do it.

MADAM SOUZA

So soon? With this girl... when?

STEFAN

Next couple of days. He said he had to talk to --

Madam spins, foots it toward the tent hospital, waves a hand.

MADAM SOUZA

I'm sure he's happy you found someone he can trust with his child!

Stefan's smile fades.

STEFAN
Me too... shit.

INT. TENT HOSPITAL - MOMENTS LATER

Mori sits on Elisa's bed, her breathing shallow.

The Ballerina Doll sits on her pillow, her hands under her chin, she frowns.

Madam approaches, rests her hand on Mori's shoulder.

MORI
This shouldn't be happening... not to her.

MADAM SOUZA
You've done all you can my dear.

Mori stands, brushes tears away.

MORI
I need to find a way to get her to New Horizon Memorial. I know they could do something.

BALLERINA DOLL
That's what I told him!

Mori scrutinizes the Doll.

MORI
Told who?

BALLERINA DOLL
Your friend, the nice man.

MADAM SOUZA
Mori, there's something you should know. Kyle, he's --

Oblivious, Mori jumps up, hastens toward the tent exit, her back to Madam.

MADAM SOUZA (CONT'D)
Where're you going?

MORI
Convince him to do something about it.

She flies out of the tent. Madam shakes her head.

MADAM SOUZA
Too late for that, my dear.

INT. PRISCILLA'S APARTMENT - DAY

On the couch, Max leans back, claps his hands together, next to him, Priscilla smiles.

MAX
So soon? That's better than I'd hoped. You're sure he's gonna do it?

PRISCILLA
I'm positive I'll be positive with his child.

Max sits up.

MAX
What about Mori? She could still screw this up.

PRISCILLA
I took care of that. Us girls have a secret weapon.

Max looks at her, eyebrows arched.

PRISCILLA (CONT'D)
What we all hate but love to dole out.

INT. ALGERNON MANOR - KITCHEN - DAY

Mori stands at one end of the table, arms crossed. At the other end, Kyle makes a sandwich.

MORI
You can't be serious? We don't know enough about her. She... she could be some sort of crazed killer or... or --

KYLE
I didn't believe it.

MORI
What? That she's hiding something?

KYLE
She said you'd react this way.

MORI
What's that supposed to mean?

Kyle adds another item to the sandwich, tops it off with a final slice of bread.

KYLE
That I didn't choose you.

Mori freezes.

MORI
That has nothing to do with --

Kyle slams his fist on the table.

KYLE
We've been friends a long time,
Mori... but that's it.

He picks up half the sandwich.

KYLE (CONT'D)
It's just business, that's all.

He slips past her toward the door, waves the half-sandwich.

KYLE (CONT'D)
You can have what's left if you
want.

And he's gone.

MORI
The hell it is.

INT. ARLO'S ROOM - MOMENTS LATER

Arlo is seated in a lounge chair near the window, oxygen tank by his side, he gazes outside.

OFF SCREEN: A KNOCK, then the CREAK of a DOOR opening.

Without turning...

ARLO
Who's there?

Mori moves up and walks to his side. Arlo tilts his head up, smiles, takes Mori's hand.

ARLO (CONT'D)
I was hoping you'd come. Please,
sit, join me.

Mori pulls up a desk chair, Arlo's gaze returns to the window view outside.

MORI
Can I get you anything?

ARLO
I hope so.

Mori tilts her head, a quizzical look.

ARLO (CONT'D)
Rudy tells me you're spending more
time at the hospital.

MORI
It's not enough.

Arlo nods.

ARLO
Yes, it never seems so, does it?
No matter how much you try.

MORI
Arlo, there's something I need to
ask... some advice if I could.

Arlo turns toward her.

ARLO
I know you still love him... would
do anything.

MORI
What? Well... yes, I... but that's
not what I was --

ARLO
Let me tell you a family secret.
The Kincaid men are assholes. We
know it, but we ignore it...
usually at the worst moments.
Kyle's no different, well... not in
that way.
(he grins)
And he's going to need you by his
side once I'm gone.

MORI

Well, of course... as long as he
wants me there.

Arlo turns back to stare out the window.

ARLO

Just remember... assholes need a
good kick in the asshole every now
and then. Promise me you'll do
that.

MORI

You read my mind.

INT. STEFAN'S TENT - NIGHT

Seated at a makeshift table, Kyle polishes off the last few
bites from a dinner plate, his gaze on Stefan across from
him.

KYLE

Sexy and he cooks. You're
certainly not what I expected.

Stefan stands, removes the empty plates to a washtub, his
back to Kyle.

STEFAN

We all have our secrets.

Kyle moves up behind Stefan, wraps his arms around him.

KYLE

Speaking of... I have one myself.

Kyle flips Stefan around, a playful smile.

STEFAN

Oh, no... please don't tell me
you're actually straight.

Kyle leans in, a quick kiss.

KYLE

I'm in love with you.

A moment, a speechless Stefan stares back.

KYLE (CONT'D)

Uh... too soon?

STEFAN

No... I... uh... I love you too.

KYLE

Then why the face? If you're worried about what my grandfather will say, it doesn't matter... I mean not much longer anyway.

Stefan pulls back, sulks over to the table.

KYLE (CONT'D)

What's wrong? I thought you'd be happy. Is it my past... the other boys? None of that matters... it was stupid kid stuff.

STEFAN

No... there're things about me you don't... you should know.

Stefan turns back to Kyle.

STEFAN (CONT'D)

Growing up here... it's different. You do things to... to survive. Things other people might not understand.

Kyle embraces Stefan.

KYLE

Stef, I get it... trust me. If you knew half the shit I've done, well...

Kyle pulls back, his hands on Stefan's shoulders.

KYLE (CONT'D)

After tomorrow, that won't matter anymore. I'll drop my boys into a tube and they'll get to work making Kyle junior. Arlo's happy, our life together can be whatever we want. Just you and me.

Stefan manages a smile.

STEFAN

And Kyle junior.

Kyle laughs, hugs Stefan.

KYLE

Whatever you want, babe. Nothing
can stand in our way.

INT. ARLO'S ROOM - NIGHT

Arlo lies in bed, oxygen mask in place. Rudy beside him.

ARLO

(through his mask)
There's no question?

RUDY

I'm sorry, no. Her real name is
Priscilla. She thinks Max is her
uncle... has no idea.

ARLO

He always was a liar. You're
prepared to stop this?

RUDY

I'm speaking with Mori in the
morning.

Arlo coughs, struggles to breathe.

ARLO

I don't want this to come between
the two of you. Blame me. She'll
believe that.

RUDY

What about Kyle? Now that he
knows?

ARLO

He's stronger than I thought.
He'll do the right thing.

INT. ALGERNON MANOR - KITCHEN - DAY

Rudy sits at the table, coffee cup in hand.

OFF SCREEN: a door SLAMS.

Mori steams in, removes her satchel, drops her car keys on
the table.

RUDY

How'd it go yesterday?

MORI
He won't change his mind. Said it
was just business. What a load of
crap.

RUDY
Sounds familiar.

Rudy moves to the counter, refills his cup.

MORI
Why he believes her is beyond me.

RUDY
Would it help if he knew who she
really is?

MORI
You found something?

Rudy sits, nods for Mori to do the same. Mori glances up at
the wall clock.

MORI (CONT'D)
There's not much time left. If you
know something --

RUDY
Her name's Priscilla, Priscilla
Grimes.

Mori tilts her head, thinks.

MORI
As in Max?

Rudy nods. A shocked Mori jumps up, grabs her keys and
satchel.

RUDY
Mori, Max is very dangerous. If
she's anything like him --

MORI
So am I. The little bitch isn't
gonna take him away from me.

Mori exits the kitchen.

EXT. SALVATION OPEN MARKET - DAY

Kyle moves along the street, lost in thought. He passes the Water Vendor who leans out, a bottle of birth control water in his hand.

STREET VENDOR
Had your three bottles today?

Kyle waves a hand.

KYLE
Sorry, never touch the stuff. It's bad for my liver.

STREET VENDOR
God says you gotta do it, son. His laws keep us all safe.

KYLE
Uh-huh. Trust me, I know how to be safe.

PRISCILLA (O.S.)
Hey, hot stuff!

Kyle glances down the street. Priscilla makes her way toward him, her heels CLICK, CLICK, CLICK on the pavement. She stops in front of him, a quick peck on his cheek.

PRISCILLA (CONT'D)
I was beginning to worry you had backed out.

KYLE
I never back out. I always finish what I start.

PRISCILLA
Well... good. Let's go make a baby!

Priscilla locks arms with Kyle and they walk down the street.

EXT. INFERIUS CITY CENTER - DAY

Mori runs, dodges the crowd and turns down a narrow passage.

INT. STEFAN'S TENT - MOMENTS LATER

Mori pushes through the tent flap opening, jerks to a stop. A surprised Stefan stares back.

STEFAN

Uh... hey.

MORI

Where is he?

STEFAN

Kyle? Today's the big day! He left to go meet Kitty down at the fertility clinic.

MORI

Shit!

Mori spins, shoots out the tent flaps. Stefan hurries over and sticks his head

OUTSIDE THE TENT.

STEFAN'S POV

Mori runs down the passage.

STEFAN

What's wrong?

Without looking back, Mori answers.

MORI

It's all bullshit!

INT. FERTILITY CLINIC - DONOR ROOM - DAY

A bit dodgy, run down, the furniture and fixtures seem used, worn out. Priscilla, in a ubiquitous hospital gown, sits on a rusty exam table, swipes the screen of an ancient iPad.

ON THE IPAD SCREEN

Photos of nude men in pornographic poses.

She frowns at the screen.

PRISCILLA

Ouch! Looks like a friggin' Gila monster.

(calls out)

What'd you do if a guy is more than you can handle?

The bathroom door cracks open, Kyle's face peers through.

KYLE

I'm trying to concentrate here.

Priscilla turns the porno photo toward Kyle. Kyle glances at it then back at Priscilla.

KYLE (CONT'D)

Is that supposed to be motivating?

PRISCILLA

Just trying to be helpful.

KYLE

I can handle it.

Priscilla glances at the porno photo.

PRISCILLA

You're a better man than me.

Kyle SLAMS the door.

PRISCILLA (CONT'D)

(mutters)

You boys are so sensitive.

KYLE

(muffled)

I heard that!

The main door opens, in steps a NURSE, she eyeballs Priscilla and the iPad, a disparaging look.

PRISCILLA

Oh, I'm sorry. Did you need your personal photos back?

The Nurse ignores her, glances at the wall clock.

NURSE

You've only got the room for another fifteen minutes. After that, you'll have to reschedule.

Something SLAMS against the other side of the bathroom door. From behind the closed door...

KYLE (O.S.)

Here we go... Here we go!

NURSE

Oh, maybe not.

Another SLAM against the door.

KYLE (O.S.)
Oh... my... god!

PRISCILLA
Damn, I think I need a cigarette.

Silence.

From behind the bathroom door, SINK WATER FLOWS, the sound of HAPPY WHISTLING.

The bathroom door pops open, Kyle, wrapped in his own hospital gown, steps out, a big smile and then some.

KYLE
All done with my part.

NURSE
Miss Green, if you'll lie down,
I'll retrieve the sample and we can
wrap this up.

The Nurse moves past Kyle into the bathroom, comes back out with a glass vial of sperm, moves to an exam tray table and retrieves a large, stainless syringe.

She eyeballs Kyle.

NURSE (CONT'D)
Are you staying for this part?

Kyle cringes.

KYLE
God, no. I'll be outside.

Kyle steps out the main door. The Nurse's eyes go from the closed door to Priscilla.

NURSE
It's not too late to back out.

Priscilla smiles.

INT. FERTILITY CLINIC - RECEPTION - DAY

Still in his robe, Kyle takes a seat. Several other MEN in white robes occupy chairs, all silent. There are two other doors marked "DONOR RM #2, DONOR RM #3."

Kyle surveys the group.

KYLE
You boys come here often?

Kyle glances up near the ceiling, notices a surveillance camera in each corner.

KYLE (CONT'D)
God, I hope they don't have those
in the bathrooms... know what I
mean?

Another door labeled "EXIT" FLIES open and Mori rushes into the room, stops, her eyes lock on Kyle, takes it all in.

MORI
Please tell me you haven't --

Kyle grins, pleased with himself.

KYLE
Just like I practiced!

MORI
Where is she?

Kyle nods toward the door labeled, "DONOR RM #1".

KYLE
Door number one.

Mori rushes past him, throws open the #1 door and runs

INSIDE THE DONOR ROOM

Priscilla lies back on the exam table, the Nurse has the sperm vial held upside down, about to push the stainless syringe needle into the vial.

MORI
Drop that sperm!

The Nurse spins around, Priscilla sits up, Kyle comes in behind Mori, bumps into her.

NURSE
You can't be in here!

PRISCILLA
What the --

Kyle SLAMS the door closed.

KYLE
Mori, what the hell's going on?

Mori's gaze never leaves the syringe or Priscilla.

MORI

Why don't you ask pretty Kitty? Go ahead, ask her what she's really doing here.

KYLE

Mori, if this is about you and me, I --

MORI

What were you and Max going to do? Claim the heir and control Kincaid Toys?

KYLE

(to Priscilla)

What's that supposed to mean?

Priscilla smiles, slips to the floor, all pretense gone.

PRISCILLA

(to Mori)

My, my, my. Haven't we been busy. Fooling this stupid idiot was easy. But you... Max was right, I should've dealt with you first.

NURSE

I'm calling security.

Priscilla grabs the syringe from the Nurse, shoves her backward into the cryovac sperm containers, her head SMACKS the rim and she's out.

Mori takes a step toward Priscilla.

Priscilla lifts her hospital gown, jabs the syringe underneath between her legs.

PRISCILLA

One more step and these boys are going to happy town.

The Nurse stirs, eyes open, she kicks out at Priscilla's foot, makes contact. Priscilla cries out in pain.

In that instant, Mori lunges.

In the struggle, the sperm vial's knocked out of Priscilla's hand, rolls along the floor, the two women crash into the cryovac containers.

Both containers are knocked over, their vial contents spewed and scattered everywhere, most are cracked and shattered.

Mori slips on the sticky floor, falls. Kyle races to her side.

KYLE

Mori!

Priscilla sees her chance, dashes out the door with the vial of Kyle's sperm.

NURSE

Stop! That belongs to God!

OFF SCREEN: an ALARM.

NURSE (CONT'D)

(to Kyle)

You'll go to jail... both of you!

Kyle helps Mori up, they run out the door.

INT. MADAM'S TENT - LATER

On the bed, Kyle attends to Mori, holds a damp towel against her head, blood spots dot the towel. Across from them, a focused Madam scans her cellphone.

MORI

You think I need stitches?

Kyle leans in, pulls back the towel.

KYLE

Looks like it's closed up now.

MADAM SOUZA

That is the least of your worries.

Kyle and Mori glance at Madam who hands them her cellphone.

On the screen it reads, "G.O.D.'s Sperm Destroyed by Gay Man". G.O.D. Agents also seek unknown woman".

MORI

Unknown my ass.

Alongside the headline, a PHOTO of Kyle and Mori snapped at the moment they sprinted from the Donor Room, their faces almost concealed, but identifiable.

KYLE
 Jesus... there goes my inheritance.

MADAM SOUZA
 For now, I think it best you stay
 here. We can keep you safe.

MORI
 And then what?

KYLE
 We'll think of something. We just
 have to know how.

INT./EXT. PRISCILLA'S APARTMENT - EVENING

Max stares out the window and

DOWN ON THE STREET BELOW

A cluster of UNIFORMED MEN AND WOMEN, work through the CROWD,
 stop and question people. One Uniformed Man holds out a
 blurry PHOTO to an OLDER WOMAN.

UNIFORMED MAN
 Agents of God. Have you seen this
 man or woman?

The Older Woman looks, shakes her head.

BACK IN THE APARTMENT

OFF SCREEN: a KEY UNLOCKS a door

Max turns to the main door, it opens, Priscilla rushes
 inside, SLAMS it shut, her hands held behind her back, she
 faces Max, exhausted, out of breath.

MAX
 What the hell happened? There're
 agents everywhere. Please tell me
 you got it done.

Priscilla smiles, holds out the stainless syringe.

PRISCILLA
 Almost.

Max stares at the syringe.

MAX
 How long has it been like that?

PRISCILLA

I had to use the back alleys... to
avoid being stopped.

Max fumbles toward her, his face stern, unforgiving. He rips
the syringe from her grasp, wraps his hands around it.

A moment.

He SLINGS the syringe against the bathroom door, it CRACKS
apart, the viscous contents ooze down the door.

MAX

It's useless. Your fat sweaty
hands killed it. I told you... if
you screwed this up, I'd --

Max rages. Any nearby loose object thrown or SMASHED.

Priscilla runs to the bathroom, SLAMS and LOCKS the door.

Max turns, moves to the bathroom door, BANGS one hand against
it, his blows splatter sperm.

PRISCILLA (O.S.)

(muffled)

Uncle Max! Stop it! I didn't
know!

MAX

You stupid girl! You're just like
your aunt... she betrayed me too.

Max gapes at his sperm-covered hands.

MAX (CONT'D)

It's gone... all gone.

Max sobs, slides to the floor in a heap.

A moment.

The bathroom door lock CLICKS open, a cautious Priscilla
steps out, kneels beside Max.

PRISCILLA

I promise you, we'll find a way. I
owe that bitch a favor.

INT. TENT HOSPITAL - DAY

Kyle rambles among the cots of injured children, passes the one where Elisa had been, now empty except for the Ballerina Doll.

The Doll stares up at Kyle.

BALLERINA DOLL

Where'd she go mister nice man? I
don't like being alone.

YOUNG BOY (O.S.)

She left it.

Kyle turns to the cot across from Elisa's. In it, a Young Boy, his arm and leg in casts, both adorned with stickers and funny drawings.

The Young Boy stares back.

YOUNG BOY (CONT'D)

They took her this morning.

Kyle moves toward the Young Boy, points at the casts.

KYLE

Looks like you've got lots of
friends. Can I sit with you?

The Young Boy nods, Kyle sits on the cot's edge.

YOUNG BOY

Did you know Elisa?

Kyle glances over at the cot with the Ballerina Doll.

KYLE

No, but I have a good friend who's
going to miss her.

YOUNG BOY

You mean Miss Mori?

KYLE

Yes, how'd you know that?

The Young Boy smiles, points to a drawing on his leg cast.

YOUNG BOY

She did that one. It's a
sunflower. She likes sunflowers.
She's here almost every day. She
helps us get well.

KYLE

Yeah, she's good at fixin' things.

Kyle admires the Young Boy's arm cast.

KYLE'S POV

The name "Mattie" scrawled in several places.

KYLE (CONT'D)

So... how 'bout you, Mattie... you almost fixed?

YOUNG BOY

Kinda, it's not as bad as last time. My bones aren't very strong.

KYLE

Oh... they break like glass does.

The Young Boy nods.

KYLE (CONT'D)

What about medicine?

YOUNG BOY

Mom says we aren't allowed to have that.

Kyle glances around at all the sick kids in the tent.

KYLE

(to himself)

Yeah, been hearing that a lot.

Kyle snaps back, stands.

KYLE (CONT'D)

I have to go see my friend. Is it okay if I talk with you again, Mattie?

YOUNG BOY

Sure. I'll be here.

Kyle takes a few steps.

YOUNG BOY (O.S.) (CONT'D)

You can take her if you want.

Kyle turns back, smiles at the Young Boy who points over at the Ballerina Doll.

YOUNG BOY (CONT'D)
To Miss Mori.

Kyle moves over, picks up the Ballerina Doll, then slow-walks past all the kid-filled cots and out the tent.

INT. ARLO'S ROOM - DAY

Eyes closed, oxygen mask in place, Arlo lies prone in his bed. A DOCTOR sits on the bed beside him, takes his pulse.

RUDY (O.S.)
How long?

The Doctor stands, turns to face Rudy.

DOCTOR
Two... maybe three days at most.
He's comfortable... doesn't feel
it.

RUDY
Give me a moment with him.

The Doctor leaves the room, Rudy sits beside Arlo, his hand on Arlo's chest.

RUDY (CONT'D)
Mori stopped Max and Priscilla.
But they're in danger. The G.O.D.
is still pursuing them.

His speech raspy, broken, Arlo strains to speak.

ARLO
Must... have... heir.

RUDY
You're out of time, Arlo. There's
no one else who could carry the
child.

Arlo emits a hoarse chuckle through the mask, a slight grin, he taps Rudy's arm with his finger.

ARLO
Family.

INT. STEFAN'S TENT - LATER

Deep in thought, Kyle sits on the bed, the Ballerina Doll in his hands.

OFF SCREEN: loud SHOUTS, POLICE WHISTLES BLOW.

Stefan rushes in through the tent flaps then zips them shut.

KYLE

Don't worry, they're not after you.
You didn't do anything wrong.

Concerned, Stefan sits beside Kyle, the Ballerina Doll moves off to the side.

STEFAN

There wasn't anything you could've
done.

Kyle jumps up, anger in his voice.

KYLE

Bullshit! Those kids... they don't
have to suffer like that. There're
medical procedures, drugs that can
save them.

STEFAN

But they don't live in New
Horizons.

Kyle paces.

KYLE

Something has to be done. It's not
right.

OFF SCREEN: More SHOUTS from outside.

STEFAN

Kyle... it's... it's my fault.

KYLE

What? No... you do what you can
for them. At least you try.

Nervous, Stefan stands.

STEFAN

I knew about Priscilla. What she
was doing.

Kyle locks onto Stefan. A moment.

KYLE

How could you --

STEFAN

Max... he... he said I could get close to... if I helped him get out. I just wanted to be with you.

KYLE

Be with me? How stupid can you be?

STEFAN

I... I love you.

KYLE

Give me a break. When you love someone you don't cost them their future, maybe even the company... I believed you, in us. Jesus.

Kyle turns away.

KYLE (CONT'D)

I've screwed it up again.

Stefan moves to Kyle, a hand on his shoulder.

STEFAN

Please don't --

Kyle flips his hand away, moves to the tent flaps, UNZIPS them and steps out, then pokes his head back inside.

KYLE

I have to go talk with my grandfather... try and explain. I won't be back... ever.

Kyle's head slips outside. He's gone.

EXT. INFERIUS CITY - CITY CENTER - MOMENTS LATER

Kyle fast walks down the street, a phone to his ear.

KYLE

I need to see him now, just make it happen.

Kyle stops, listens to the phone, nods.

KYLE (CONT'D)

All right, I'll meet you there in an hour.

Kyle TAPS the phone off.

EXT. SALVATION CITY - OPEN MARKET - SAME MOMENT

RUDY

Kyle, wait. I need to tell you --

Rudy lowers a phone from his ear, scans the crowd then hurries a few feet to an apartment building entrance and slips inside.

INT. SALVATION - MORI'S APARTMENT - DAY

Mori sits alone at a table. Rudy bursts in, closes and locks the door. Startled, Mori stands.

MORI

What's wrong? Is Kyle okay?

RUDY

You're not safe here. You should come to the house with me. I can protect you there until we figure this out.

MORI

I need to find Kyle first. What Stefan did was stupid, but he got conned by Max just like us. I know Kyle... he loves Stef.

RUDY

And his grandfather. I'm sure he's safe... we don't have much time left.

Mori stands, goes to the window, peers out.

RUDY (CONT'D)

I have to get back to Arlo, someone should be there by his side. Promise me you'll come to the house once you find him.

MORI

I will. There's one place he used to hide out when he was upset.

EXT. SALVATION OPEN MARKET - MOMENTS LATER

Mori and Rudy move down the street, they stay to the side as concealed as possible. A block away, Madam Souza spots them, lifts her hand, opens her mouth to shout at them, then stops, her eyes locked on something else.

MADAM'S POV

Rudy and Mori split up, Rudy moves across the street. Behind them, a HOODED MAN and a BLONDE WOMAN in dark sunglasses follow Mori. The Blond Woman glances back toward Madam.

Madam Souza GASPS.

The Blonde is Priscilla.

INT. STEFAN'S TENT - LATER

Stefan, his face tear-streaked, drawn, stares at Madam Souza.

STEFAN

You're sure it was her?

MADAM SOUZA

Yes, no question. Same slutty boots. The man with her, I haven't seen him before. He looked like a sewer rat.

STEFAN

Max. They're after something, but what I don't know.

MADAM SOUZA

You said he could be unpredictable. Do you think she's in danger?

STEFAN

Worse. If she's going to Kyle, then they both are.

MADAM SOUZA

But we don't know where she's going.

Stefan paces.

STEFAN

No, but I can guess where Kyle would be. And Mori would know as well. I'm going to need your help.

MADAM SOUZA

We can't go to the police.

Stefan smiles.

STEFAN

No, but we do have friends.

INT. ARLO'S BEDROOM - DAY

The prone Arlo stares up at Kyle, assorted Dolls sit on the bed beside him, he waves a weak hand.

ARLO

That was fifty years ago... it was different then... wasn't done.

KYLE

It's what you built the company on, Arlo. What you fight for.

Arlo glances at a Doctor Doll beside him who makes a sad face, his tiny hand pats Arlo's arm.

ARLO

So you do understand.

KYLE

What you should've done, yes, not why you and dad didn't even try. Jesus, when I think of all those times he'd give me whatever I wanted... when he could've helped those kids --

Arlo looks back up at Kyle, an angry look.

ARLO

Don't you dare. You have no idea what he did for those people... no one does, not even now. You've been there. What do you think has made them safe all this time? Your father put all he could into keeping Inferius hidden.

KYLE

From what? He despised them, hell, he and mom openly joked about it.

Arlo rises...

ARLO

Your father was protecting her!

KYLE

What?

ARLO

Your mother's family. Their home.

Arlo spasms into a coughing fit, lies back, it subsides.

Silence.

A shocked Kyle sits on the bed beside Arlo.

KYLE

Do you need something... should I
call --

Arlo waves a hand.

ARLO

Too late for that.

Arlo takes Kyle's hand in his.

ARLO (CONT'D)

Your father loved her so much. He
didn't care what people said. I
told him it was a mistake, but
Tabitha was all he wanted. So,
they snuck away, got married then I
helped him set up a private trust
to provide basic services and
support to her family.

(chuckles)

Her mother wasn't pleased either,
but your dad could be a real
charmer... much like yourself.

KYLE

Are you saying the family still
lives there? They never left?

Arlo pats Kyle's hand.

ARLO

Only Tabitha's mother remains.
She's a fighter, that one... puts
on a good show. Says someone has
to stay and protect them from all
of us horrible rich people. God,
sometimes even I believe her.

KYLE

All this time, dad said her family
all died during the plague years.

ARLO

Your father inherited his
bullshitting gene from me.

A moment, Kyle digests the news.

ARLO (CONT'D)
 Funny, she says the same about you.

KYLE
 She's met me?

Arlo nods.

KYLE (CONT'D)
 But the only woman I know down
 there is --

ARLO
 Is your maternal grandmother.

INT. BASEMENT - DAY

Kyle sits in a chair, he holds a Fireman Doll, studies it.
 It's two right arms hard to miss.

KYLE
 Two rights don't make it wrong.

OFF SCREEN: a door SLAMS, FOOTSTEPS from above.

MORI (O.S.)
 Kyle? Hello? Are you here?

Kyle stands and places the Fireman Doll in the imperfect doll
 pile, his eyes on the pile of dolls.

KYLE
 This stops now.

INT. FACTORY FLOOR - MOMENTS LATER

Mori heads for the stairs that lead up to the office.

KYLE (O.S.)
 How'd you know?

Mori stops, turns toward Kyle, he stands near a railed
 opening with stairs that lead down. Mori rushes over to him,
 hugs him.

MORI
 Thank goodness you're okay. I've
 been looking everywhere. I knew
 you'd be here... where you always
 went when you --

KYLE
Screwed things up.

Mori pulls back.

MORI
When you needed time.

Kyle moves away, sits on the conveyor machines, several assorted DOLLS lie on the belt.

Kyle's presence wakes them, they rise, yawn, rub their eyes.

KYLE
Yeah, well... I screwed that up too. I'm outta time. I've wasted so much, Mori... caught up in who I was instead of who I should be... what I could do.

MORI
It's not too late, Kyle. You can fix this... I know how to --

KYLE
Arlo won't last another day and I don't have time to find another surrogate. It's over.

Mori sits beside him. Several Dolls stand, walk over beside Kyle and Mori, snuggle in beside them. A NURSE DOLL lays her head against Kyle's arm.

MORI
Remember that day in the limo outside the chateau? All the snow, we were in the backseat, you laid your head on my shoulder.

KYLE
Worst day of my life... until now.

MORI
You remember what I said?

Kyle thinks a moment.

KYLE
You said, you can't go back and change the beginning, but you can start where you are --

MORI
And change the ending.

KYLE
I don't understand.

Mori jumps up, paces.

MORI
You still need an heir, and someone
you trust to carry it... no strings
attached.

Mori stretches out her arms, smiles.

KYLE
You're serious? But you said not in
a million years --

MORI
It's where we are, so we rewrite
the ending.

Kyle jumps up, hugs then kisses Mori. The Dolls jump up, a few give fist-bumps to one another in celebration.

KYLE
Uh... just so we're clear... I
don't have to --

MORI
God no! Why ruin what we've got
with sex!

They laugh and hug one another. The Dolls do the same.

PRISCILLA (O.S.)
Well, well, well... pretty boy
finally found his mate.

Kyle and Mori spin toward the voice. Hands on her hips, a coil of rope in one hand, Priscilla stares back.

The Dolls all fall limp, play opossum.

PRISCILLA (CONT'D)
Hello, bitch. Shoulda known I find
you here with all his other stuffed
friends.

Kyle moves in front of Mori, picks up a lead pipe from the floor, advances on Priscilla.

MAX (O.S.)
Just like your grandfather...
predictable.

Kyle's head jerks right.

A Hooded Man points a gun at Kyle's chest. He reaches up, pulls back the hood to reveal himself; it's Papa Smurf himself, Max.

INT. ARLO'S ROOM - DAY

Rudy sits on the bed beside Arlo. Arlo's chest an imperceptible up and down movement.

RUDY

You'd be proud of him, Arlo. This whole thing... it's done something to him... he's seeing a world outside that needs him.

ARLO

(whispers)

I asked too much... too late.

RUDY

No, we did this together... the best way we could.

Rudy glances at the wall clock. Several DOLLS from around the room crawl up on the bed next to Arlo. Their tiny faces sad, their movements respectful not wanting to disturb Arlo.

RUDY (CONT'D)

They should've been here by now.

Arlo grips Rudy's arm.

Rudy leans down, Arlo whispers something in his ear. Rudy nods, pulls back up.

RUDY (CONT'D)

It's the right thing. I'll make sure they understand what has to be done.

Arlo nods, his grip falls from Rudy's arm, his head tilts to one side. The ebb and flow of mask oxygen no longer fogs the inside.

Rudy removes the mask.

RUDY (CONT'D)

Goodbye, my friend.

The Dolls around Arlo all lean in and do their best to hug him goodbye.

INT. FACTORY FLOOR - DAY

Max moves towards Kyle, his gait hindered by the metal braces, yet the gun never wavers on its target.

PRISCILLA

Uncle Max, meet Arlo's grandson and man of the hour... Kyle.

MAX

We're wasting time. Let's get to it. Both of you...
 (points the gun downward)
 ...on the floor.

Kyle and Mori sit, Kyle's eyes never leave Max. Max moves in, the gun inches from Kyle's head.

Mori scans

THE FACTORY FLOOR

In stealth mode, several Dolls dart in and out of hiding places, two FIREMEN DOLLS stop to whisper to one another, point to the other side of the factory.

Mori follows their look to a stairwell opening in the factory floor.

In the stairway opening

THE TINY HEADS OF A POLICEMAN DOLL AND A PARAMEDIC DOLL

Peek above the opening. The Policeman Doll gives a "thumbs up" sign. Mori nods at them.

PRISCILLA

Don't worry, honey... no one's coming to save you.

Priscilla takes the rope, moves to tie Mori's hands. Satisfied, she nods to Max. Max waves the gun upward.

MAX

Get up. It's time to finish what we started.

Max shoves the gun in Kyle's back, moves him toward the stairs leading up to the office.

MORI

Good luck getting anything out of him. He's tougher than you think.

Max marches Kyle up the stairs and they disappear inside the office.

Priscilla laughs, leans into Mori's face.

PRISCILLA

Now, I think I owe you a favor,
sweetie.

Priscilla pulls back and SLAPS Mori.

EXT. INFERIUS UNDERGROUND TUNNEL - DAY

Stefan leads a LARGE GROUP OF KIDS down the tunnel, they run toward the concrete dead-end and one-by-one they all jump through the SHIMMERING WALL.

INT. MAIN OFFICE - SAME MOMENT

OFF SCREEN: Mori SCREAMS.

Kyle spins toward the door, Max brings up the gun and SMACKS him across the face.

MAX

Sit down!

Max shoves the gun into Kyle's gut. Kyle doubles over, grips the desk, then drops into the desk chair. Blood seeps from a gash on his left cheek.

KYLE

Okay, okay... just don't hurt her.

Max grins, reaches under his sweatshirt, pulls out an iPad, tosses it at Kyle, it lands face up in his lap.

Kyle views

THE IPAD

Several nude photos of hunky men in leather outfits adorn the first page.

KYLE (CONT'D)

You've got to be kidding. Leather
makes me chafe.

Kyle glances back up at Max who now holds a small vial in his hand. He shakes it. Kyle's sarcastic grin fades.

MAX

Time to fill 'er up with leaded.

Max tosses the vial to Kyle who almost drops it. He stares at the small vial.

KYLE

Not very optimistic are you?

MAX

I'll be right outside. You've got ten minutes.

KYLE

Or what?

Max cocks the gun, points it at one of the many Algernon Dolls that line the wall credenza under the window.

The Dolls all frown, raise their tiny hands.

BLAM!

The head of a DOCTOR DOLL EXPLODES in a ball of stuffing.

KYLE (CONT'D)

I'll be done in five.

Max exits the office, the door closes behind him. Kyle sets down the vial, picks up the iPad, starts flipping pages, stops on one page.

KYLE (CONT'D)

All right, mister Matt Huge, let's see what you got.

EXT. KINCAID TOYS - HILLSIDE - EVENING

Just outside the Factory, a craggy hillside pocked with giant boulders and massive trees. From an opening between the boulders, Stefan emerges trailed by the Group of Kids.

They race across the field, Stefan stops, kneels beside a grated covering, heaves back the grate, and drops down into the opening.

INT. MAIN OFFICE - EVENING

Kyle focuses on the photo, a zipper UNZIPS, he adjusts his posture in the chair, leans back.

KYLE
All right, come to poppa.

RUDY (O.S.)
Kyle!

Startled, Kyle jumps up, the magazine hits the floor. He spins around toward the wall.

KYLE
Jesus!

On the wall, the fake bookcase stands wide open, from the passage, Rudy stares back at him, a perplexed look, his eyes look down then back up to Kyle.

RUDY
Don't you ever stop?

KYLE
No... wait... it's not what you --

RUDY
Zip it and follow me.

Rudy vanishes back into the passage. Kyle glances back at the office door.

KYLE
(calls out)
Almost done!

MAX (O.S.)
Five minutes!

Kyle turns, and walks/waddles toward the bookcase door.

KYLE
Why are straight men always in such a hurry?

RUDY (O.S.)
Hurry up!

Kyle ZIPS up his pants and ducks into the hidden passage.

INT. KINCAID TOYS - HIDDEN PASSAGE - EVENING

Cramped, dark, narrow. Rudy leads the way, a flashlight in his hand, they creep along.

KYLE
What is this thing?

RUDY

Arlo had it built after the incident. He never quit worrying about Max coming back... what he might do.

KYLE

Well, he was right about that.

Rudy turns back to Kyle, the flashlight in his face.

RUDY

We don't have much time. I'll get you to the basement, then you hide at the stairway opening and wait.

KYLE

Wait for what?

Rudy turns, tramps forward.

KYLE (CONT'D)

Uh, you do have a plan, right?

RUDY

I'll let you know in a minute.

INT. FACTORY FLOOR - NIGHT

Mori lies on her side, blood drips from a cut on her lip.

MORI'S POV

Priscilla's black boots walk by. Beyond them, the stairwell opening that leads down to the basement.

PRISCILLA (O.S.)

Let me know as soon as he's done.
I've got the syringe ready.

MAX (O.S.)

Two minutes.

From the stairwell opening, Kyle's head pops up, his eyes lock on the prone Mori, he smiles. The Fireman Doll pops up beside Kyle, grins at Mori.

KYLE'S POV

Mori lies on her side, her eyes wide with surprise. She mouths the words, "what are you doing?" Kyle shrugs then mouths back, "don't move."

MORI'S POV

Kyle and the Fireman Doll's heads drop back down below. From above, Priscilla's face drops into her view, she frowns.

PRISCILLA
Who're you talking to?

Priscilla turns her head to follow Mori's gaze, she goes over to the stairway opening and peers down inside.

MAX (O.S.)
Time's up!

Priscilla glances up at

THE OFFICE DOOR

Max UNLOCKS the door, steps in, then rushes back out.

MAX (CONT'D)
He's gone!

Priscilla glances at Mori then back down at the stairwell opening, a grin creeps up on her face.

PRISCILLA
Down here!

Priscilla races down the open stairwell.

MORI
Kyle! Run!

OFF SCREEN: RUNNING FOOTSTEPS.

Hands grip Mori's shoulders.

MORI (CONT'D)
Let go of me you asshole!

Rudy leans down into her view.

RUDY
Hold still... let me untie you.

He does, Mori rolls onto her back, Rudy smiles, stands, his hand outstretched to help her up.

MORI'S POV

Up above by the office door, his arm rested against the railing, Max takes aim on Rudy.

BLAM!

MORI

No!

Rudy's eyes go wide, a RED STAIN BLOOMS on the front of his shirt, he CRUMPLES to the floor.

INT. BASEMENT - NIGHT

OFF SCREEN: a SCREAM from above.

Priscilla, moves off the last step, her grinning white teeth gleam in the dim light.

PRISCILLA

Hear that, Romeo... sounds to me
like Juliet fell off her uppity
balcony.

Priscilla spies an oversized machine wrench, picks it up with both hands, advances a few steps, unafraid.

PRISCILLA (CONT'D)

C'mon, you big sissy. Let's do it
here, right now. You know how to
do it with a girl, don't 'cha?

A RUSTLING noise. Priscilla locks her gaze on

A DARK CORNER

A SMALL BOY steps forward, in his hands, behind him, ten DOLLS move forward with him, all angry looks.

Each Doll imperfect in some way: a missing eye, a tear here or there. These are the discarded dolls from the shredding bin.

Priscilla, caught off guard, stops.

PRISCILLA (CONT'D)

Who the hell are you?

The Small Boy slow-walks toward her, the Imperfect Dolls fan out.

From her right, two more SMALL CHILDREN step into the light and join the Imperfect Dolls.

She's surrounded.

Uncertain, Priscilla raises the wrench, takes a step back.

PRISCILLA (CONT'D)
Get back... all of you!

Suddenly, from every dark basement corner, KIDS and DOLLS of all types rush forward and pounce on Priscilla.

PRISCILLA (CONT'D)
Get away! Get them away!

She screams, drops to the ground, a wave of Kids and Dolls engulf her, pin her to the ground.

Stefan steps out from the shadows, looms over the weeping, writhing, doll-covered Priscilla.

STEFAN
You finally got what you came for.

A manic Priscilla strains against the weight upon her.

PRISCILLA
Max! Max! Don't let them --

Stefan nods at a LIBRARIAN DOLL who shoves her hand into Priscilla's mouth, her shouts muffled. She's furious.

The Librarian Doll lifts her other hand to her lips, leers at Priscilla and SHUSHES her.

ON THE FACTORY FLOOR

Mori sits beside the prone Rudy, his eyes closed, but still alive. Max, his gun trained on Mori, backs toward the stairwell opening.

MAX
Priscilla? Get up here.

Silence. Max backs up to the edge, his legs almost mechanical in movement, his gaze on Mori, he takes a quick glance down the dark stairwell.

He sees something, leans over a bit, peers down into the darkness.

MAX (CONT'D)
Priscilla? Is that --

A huge GROUP OF KIDS AND IMPERFECT DOLLS burst upward from the stairwell, Stefan and Kyle with them, they clamor onto Max like ants on a victim.

Max raises the gun...

Kyle grips his hand, forces the gun toward the ceiling...

BLAM!

Kyle RIPS the gun from Max's grip.

The onslaught of Kids and Dolls close in around Max, their momentum pushing him across the factory floor.

Max stumbles backward, he cranes his head around to try and see where he's going. His feet near the edge of the large chute labeled "Quality Control".

MAX (CONT'D)

No! Stop!

Kyle, Stefan and the group of Kids and Dolls surge, Max tips, flails his arms in the air, he plummets down into the chute.

MAX (CONT'D)

Shi...iiii....t.....

Kyle reaches over and SMACKS the Red Button.

From below, MACHINERY GRINDS, SHREDDING BLADES WHOOSH, a final SCREAM.

Kyle reaches over to the ACCIDENT SIGN that now reads, "432 DAYS WITHOUT AN ACCIDENT", and flips the numbers back to "000".

All the Kids cheer, the Imperfect Dolls are joined by the other Dolls, they form a ring around Kyle and Stefan.

Kyle and Stefan run over to Mori and Rudy. Cradled in Mori's arms, Rudy opens his eyes, a weak grin.

RUDY

I'm so sorry... Arlo... he's gone.

KYLE

We tried... but --

Rudy manages to lift his hand.

RUDY

He knew... had one last request of you.

Perplexed, Kyle watches Rudy, his lips mouthing some words, but weak whispers.

Kyle leans down, his ear near Rudy's lips, he listens. Kyle leans back up, a smile across his face, he puts his arm around Mori.

KYLE

I think we can manage that.

EXT. SALVATION OPEN MARKET - DAY

Hundreds of CITIZENS, CHILDREN, and STUFFY DIGNITARIES, all gather around a raised platform with a central podium, they are in mid-APPLAUD.

Behind the platform, the building entrance draped by a huge TARP.

At the podium, Rudy raises his arms for the Crowd to quiet down, a slight wince at the effort. He continues his speech.

RUDY

Thank you, thank you. Let me now introduce the reason we are all here. Ladies, gentlemen, and kids of all ages, please welcome Kyle and Mori Kincaid.

The Crowd BURSTS into APPLAUSE and CHEERS. Kyle steps up on the platform, turns, and helps a pregnant Mori up the steps. They approach the podium, wave to the Crowd.

Kyle steps up to the Podium mic, the Crowd calms down.

KYLE

Thank you, Rudy. First, I'd like to thank the High Council of New Horizons for joining us today.

He points at three well-dressed Dignitaries in the crowd, motions for them to join him on the platform. Light APPLAUSE as the out-of-place threesome step up on the dais.

KYLE (CONT'D)

And of course, the citizens of Salvation Village for allowing us to be here today.

(beat)

But most of all, the reason all of us are here... the children of Inferius.

The Crowd ERUPTS with delight.

KYLE (CONT'D)

But before we continue, I'd like a few other people to join us and be recognized for all their dedication and sacrifice.

Kyle motions to the platform's side.

The Crowd applauds, HOOTS and WHISTLE as Madam Souza, Stefan and the same KIDS who helped with the rescue at the toy factory, and a contingent of DOLLS all crowd onto the platform.

The dais now filled with people from all three classes of society, perfect and not so perfect Dolls.

With Mori beside him, Kyle continues.

KYLE (CONT'D)

Whether you contributed to, worked on or have volunteered your time for this project, you should all be proud of what we... all of us together... have achieved. Our hope, our vision, is that this is only the first of many steps we will take on our journey of uniting, sharing and most importantly, caring for one another no matter our differences.

The Crowd applauds. Kyle turns back toward the huge tarp covered entrance, raises his hand. All eyes turn with him.

He slices his hand downward, the tarp drops away to reveal a beautiful building, an arched entrance with the words, "THE DUMONT CARE CENTER FOR CHILDREN" etched above it.

The Crowd goes wild, Kyle hugs Mori, turns, embraces Stefan and plants a huge kiss. Dolls and Kids cry and hug as well.

EXT. SALVATION CITY - DUMONT CARE CENTER ENTRANCE - LATER

At the entrance sides, Kyle, Mori, Rudy, Stefan and Madam Souza are lined up, handing out ALGERNON DOLLS as adults and children stream inside.

SUPER:

"These people ask for just the same thing: fairness, and fairness only. This is, so far as in my power, and all others, shall have. - Abraham Lincoln"

FADE OUT.