

"Of Souls & Sins"

Written by

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FADE IN:

EXT. CANADIAN PLAINS - SUNSET

Not a cloud overhead, PINPOINTS OF STARS blink into view across the night sky. The FULL MOON illuminates

THE LANDSCAPE BELOW

TWO FIRST NATION PEOPLE, ALGONQUAINS, both wrapped in ANIMAL SKIN CLOAKS, a MALE, his head adorned with five RED FEATHERS, and a WHITE BEADED NECKLACED FEMALE, trek across the plain.

SUPER: "CANADIAN PLAINS, 250 YEARS AGO"

The Male leads, behind him, the Female pulls a DRAG SLED.

OFF SCREEN: a RUMBLING, HISS.

Both glance up at the

NIGHT SKY

A METEOR-LIKE OBJECT streaks across the sky, plummets to the ground a mile away.

Their words in ALGONQUIAN with SUBTITLES:

MALE	SUBTITLES
Gichi Manidoo	<i>Great Spirit</i>

The two Algonquians head off toward the FADING GLOW on the horizon.

EXT. CANADIAN PLAINS - THE CRASH SITE - NIGHT

Larger than humans, ELONGATED HEADS and ARMS, their hands CLAW-LIKE, their LEGS BENT like a dog's hind leg, THREE ALIENS CREATURES, two Adults, one Child, drag themselves from the BURNING WRECKAGE of twisted metal, SPARKING WIRES.

IN THE WRECKAGE

Unable to escape, similar ALIENS BURN, EERIE SCREECHES and HOWLS their last sounds. Face-down on the ground, the Adult Alien lifts his CHARRED HEAD

ALIEN'S POV

Two sets of LEATHER-COVERED FEET walk toward him, stop, the legs bend, kneel down, the Male Algonquian's FACE comes into his view.

MALE
Gichi Manidoo?

He blacks out.

EXT. ALGONQUIAN CAMP - NIGHT

A LARGE fire ROARS. Feet and arms bound, the three Alien Creatures lie nearby.

Members of the TRIBE watch their MEDICINE MAN perform a ceremony over the Alien Creatures. Amongst the Tribe Members, the same Male and Female Algonquian, now joined by their own SON.

The Female Alien's eyes SNAP open, lock on the Algonquian Family, she smiles, closes her eyes, her lips whisper a CHANT.

FEMALE ALIEN
EN-AY, ICHI-CHIO, EN-AY, ICHI-CHIO

The Medicine Man throws up his arm, stops in mid-step, his eyes rivet toward the Chanting female Alien.

MEDICINE MAN
Noo-wah!

The Tribe Members go silent, all eyes on the Female Alien.

FEMALE ALIEN
EN-AY, ICHI-CHIO, EN-AY ICHI-CHIO,
EN-AY, EN-AY, EN-AY-YAH

The Female Alien strains, bends one CLAW-HAND toward

THE ALGONQUIAN FAMILY

All three of them, their BODIES ARCHED in pain, mouths agape, but no sound, they RISE off the ground, the CENTER of their CHESTS GLOWING, small PINPOINTS OF LIGHT encircle them.

EXT. ALGONQUIAN CAMP - LATER

The Algonquian Family stand side-by-side in front of the ROARING FIRE, their eyes a MILKY WHITE. In the fire, the THREE ALIEN BODIES burn.

Encircling the fire, the Tribe Members all kneel, bow their heads to the Algonquian Family. The Female Algonquian smiles, her mouth full of POINTED BLACK TEETH.

INT. RESIDENTIAL HOME - BASEMENT - NIGHT

SUPER: "PRESENT DAY"

OFF SCREEN: a Female Voice CHANTS unfamiliar words.

Down the stairs. Bleak. Filthy. Low light. In one corner, an ELDERLY COUPLE (80s) lie dead, mouths agape, eyes wide and SOLID BLACK, their skin mottled grey.

OFF SCREEN: The CHANTING grows stronger.

Bound and slumped to the floor, a gagged and terrified FELIX MACHADO (12), his eyes dart back and forth between...

MADAME MACHADO (30s), in highly stylized glasses, kneels over a prone MALE (40s) in a RED SHIRT. Her hands held palm-up above him, she chants.

MADAME

EN-AY ICHI-CHIO, EN-AY ICHI-CHIO,
EN-AY, EN-AY, EN-AY-YAH,
EN-AY, EN-AY-I-YO.

Behind her, STIN MACHADO (30s), paces, his face hard, non-smiling, the irritation evident.

STIN

It's taking too long.

OFF SCREEN: A MUFFLED WHUMP from above, then another.

A frantic Felix looks upwards, emits a muffled SCREAM.

FELIX

Help! Down here!

Madame raises her hands higher. Like fireflies, PINPOINTS OF LIGHT swirl up from the Red Shirt Male's chest, his body arches upwards then releases.

FELIX'S POV

The FIREFLY LIGHTS COALESCE into a baseball-like shape over the body, pulse in unison to the rhythmic words.

MADAME
 EN-AY, EN-AY, EN-AY-YAH,
 EN-AY, EN-AY-I-YO.

Madame turns, slowly guides the Ball of Light toward Felix, her gaze locks on him, her PUPILS burn with a WHITE GLAZE. Felix covers back.

OFF SCREEN: HEAVY FOOTSTEPS POUND from above.

Behind Madame, the Red Shirt Male's HANDS SHOOT UP, grip and pull her backwards on top of him. She struggles to maintain the Ball of Light, it's intensity waivers, his grip tightens on her throat.

MADAME (CONT'D)
 No!

Stin RIPS Madame from the death grip, the Ball of Light extinguishes. The Red Shirt Male writhes in pain, his face bulges, bubbles, his body MORPHS, arms grow in length, his hands turn claw-like, then stillness.

STIN
 We must go!

Madame rushes to Felix, kneels, reaches out... Felix stretches his bonds to avoid her touch, her hand brushes across his forehead. In that moment, all his fear, his trembling, cease, his eyes close, he slumps over.

The DOOR at the top of the stairway SHATTERS inward. Stin grabs Madame, pulls her up toward a WINDOW, they squeeze out into the night.

INT. RESIDENTIAL HOME - BASEMENT - NIGHT

Two dark-suited AGENTS, Agent #1 kneels beside the Red Shirt Male, the other over Felix.

AGENT #1
 She didn't finish.

Agent #2 flips Felix face up, examines him. Felix, eyes closed, groans.

KNOX (O.S.)
 Get away from it.

The Agents exchange a look, don't move.

FOOTSTEPS CRUNCH across the dirty floor, Agent #1 looks up at KNOX NOBLE (40s), miss-matched jacket and trousers, he handkerchief-polishes a pair of eyeglasses, ignores the spectacle of death around him; he's seen it before.

KNOX (CONT'D)
Get it to the lab.

AGENT #2
What about the kid?

Knox walks over to the semi-conscious boy, bends down, his fingers trace a RED MARK across Felix's forehead.

KNOX
He's won't remember any of it.

EXT. CITY STREET - NIGHT

An innocuous, unmarked WHITE VAN SCREECHES to a stop on the street, the side door CLUNKS opens, a dazed Felix steps out. The door SLAMS shut, the van speeds off.

FELIX'S POV

Dark, seedy, a row of makeshift CARDBOARD BOX homeless structures along a fence line, three homeless teens, JULIUS, SAL and RIP stand next to a BARREL with a BURNING FIRE. Sal notices Felix, motions with her head.

SAL
Incoming.

Julius and Rip follow her gaze.

JULIUS' POV

Felix backs up, turns, runs. Julius, Sal and Rip give chase.

Rip and Julius pounce, wrestle Felix face down on the ground. Sal stands watch, scans the street. Julius, leans in, sniffs Felix.

JULIUS
No shit on this one...
(to Felix)
...You haven't paid the toll bro.
Everybody's gotta pay the toll.

INT. GOV'T LAB - EXAM ROOM - NIGHT

Disfigured, naked, the Alien body of the Red Shirt Male lies on a steel table. WIRES and TUBES run from his body to BEEPING monitors.

In scrubs, gloves, and a plastic face shield, a fascinated Knox hovers over the corpse, examines the creature's face.

In the zone, Knox is oblivious.

Watching from above in a

GLASS ENCLOSED ROOM

Knox's BOSS, DIRECTOR RACHEL GREUEN (40s), efficient, ruthless, a fraction more emotion on her face than the DEAD creature, she studies Knox, gives nothing away.

DIRECTOR GREUEN'S POV

Knox presses a SYRINGE NEEDLE into the Creature's neck, BLACK LIQUID fills the vial. Director Greuen presses a button on a CONTROL BOARD in front of her, leans in.

DIRECTOR GREUEN
Doctor Noble...

Knox peers up, his eyes unable to adjust, lifts his face shield, removes his glasses.

DIRECTOR GREUEN (CONT'D)
...I need to speak to you, now.

INT. GOV'T LAB - DIR. GREUEN'S OFFICE - NIGHT

Director Greuen closes the door behind Knox, sits at a desk.

Silence.

DIRECTOR GREUEN
How did you get here today.

KNOX
Train.

Director Greuen drops a SET OF CAR KEYS on the desk.

DIRECTOR GREUEN
Take my car. There's been an
accident. She was picking up
Hayley.

Knox's face drops.

KNOX
What about --

DIRECTOR GREUEN
She's still at school. Go straight
to the hospital.

Knox nods.

DIRECTOR GREUEN (CONT'D)
You have to go now.

Knox nods again, stands, takes the car keys, reaches for the
door, turns.

KNOX
Is it an automatic... I can't drive
manual.

An uncharacteristic smile from the Director.

DIRECTOR GREUEN
Automatic. Go.

INT. CITY HOSPITAL - ICU - NIGHT

Knox follows a Nurse to a curtained off area, she pulls the
curtain back to reveal...

Hooked up to a VENTILATOR, tubes fastened to her face, MONICA
NOBLE (30's). Her eyes blackened, swollen shut, her head
bandaged.

Knox stumbles, drops to his knees beside her, sobs.

NURSE
She's in an induced coma Doctor
Noble. Her head injury... it's
severe. The doctors tried...

Knox stands, his fingers reach out, hesitate, hover over her
face.

NURSE (CONT'D)
It's okay...

Knox leans down, gives her a gentle kiss.

KNOX
I'm... so sorry Mon. So sorry.

He embraces her, sobs.

EXT. CITY STREET - NIGHT

His clothes torn, muddied, one shoe only, his face bleeds, Felix shuffles blindly down the middle of the street, his left arm held up across his chest.

FELIX'S POV

Two blocks ahead, a POLICE CAR turns into the street, heads towards him.

Felix freezes in place, HEADLIGHT BEAMS wash across his body.

POLICE OFFICER (O.S.)
(through a speaker)
Hands up, on the ground. Now!

INT. CITY HOSPITAL - ICU - NIGHT (LATER)

Seated next to the bed, Knox pulls the white bedsheet over Monica's ashen-blue face.

OFF SCREEN: A Man COUGHS.

Knox turns, a POLICE OFFICER stares back.

POLICE OFFICER
Doctor Noble?

Knox nods.

POLICE OFFICER (CONT'D)
We found someone for you.

The Police Officer looks right, nods, a FEMALE OFFICER walks into view, HAYLEY NOBLE (8), at her side.

Hayley, her eyes wide, face pale in the stark light, her muddy knees contrast her colored SOCCER UNIFORM.

POLICE OFFICER (CONT'D)
We picked her up at school as soon
as we got the call.

Knox looks at Hayley, reaches out...

POLICE OFFICER (CONT'D)
We'll leave you then --

The Female Officer gives Hayley a pat on the head.

KNOX
Come here baby --

Hayley runs to her father's open arms, they sob in unison.

EXT. KNOX'S HOME - LIVING ROOM - DAY

Like the day, the mood is grey, heavy. MOURNERS crowd the room, shuffle, speak in low tones. Seated on a couch, Knox and Hayley accept condolences.

Director Greuen steps up, kisses Hayley on the cheek, her hand rests on Knox's shoulder.

DIRECTOR GREUEN
She needs you.

KNOX
We're doing okay. Hayley wants to go back to school...
(to Hayley)
Don't you baby girl?

Hayley nods. Director Greuen leans into Knox, whispers.

DIRECTOR GREUEN
They're pulling the funding.

Knox frowns. Director Greuen walks away. A Mourner steps up, Knox is distracted, his eyes on the retreating Director.

INT. KNOX'S HOME - KITCHEN - NIGHT

Piles of dirty dishes, open packets of food, rotting fruits cover the counters. Hayley sits on a stool in front of the oven, one oven mitt on. She stares inside the oven.

The oven BUZZER goes off. Hayley opens the oven door, pulls a TRAY OF CHICKEN NUGGETS out.

She serves up two plates of nuggets, places the plates on the dining room table, sits down, waits.

Alone, she eats her nuggets, then takes the other plate

DOWN THE HALLWAY

Into an office. Seated at a desk, his focus on a laptop screen, Knox ignores the food. She waits for him to notice -- he doesn't -- she leaves.

INT. KNOX'S HOME - HAYLEY'S BEDROOM - NIGHT

STUFFED TOYS, books, a desk against one wall, a side table cluttered with SOCCER TROPHIES.

In the middle of the trophies, a FRAMED PHOTO of her with Knox and Monica. Hayley, dressed in her pajamas, picks the photo frame up, kisses it.

HAYLEY
Good night Mommy.

Photo in hand, she walks to her doorway, looks

DOWN THE HALLWAY

At the open office door. Knox sits at a desk, stares at his laptop. On

THE SCREEN

An email message is open, it reads.

"From: Director Greuen"
"To: Doctor Knox Noble, HH Project Head"
"Subject: Hybrid Human Project Shut Down"

"With inconclusive results, all test subjects will be destroyed, and all experiments will cease until further notice."

HAYLEY (O.S.) (CONT'D)
Good night, Daddy.

Knox doesn't respond, doesn't move.

HAYLEY (O.S.) (CONT'D)
Daddy?

Knox reaches out, pushes the office door closed.

INT. GOV'T LAB - EXAM ROOM - NIGHT

With Hayley dressed in a hospital gown, a disheveled Knox lifts her up onto the metal table now fitted with an INCUBATOR CANOPY, he tilts her chin upwards, his bloodshot eyes peer into hers.

HAYLEY
Will it hurt, daddy?

KNOX
No, baby girl, I promise.

Knox kisses her on the forehead, steps over to a

ROLLING SILVER TRAY STAND.

On the tray, a tube of viscous BLUE LIQUID. He pours it into a paper cup, hands it to Hayley.

KNOX (CONT'D)
Drink this, it'll make you feel
better.

Hayley hesitates, takes the cup, swallows the Blue Liquid, makes a face.

HAYLEY
Eck! Tastes like mommy's medicine.

That stings. Knox gently lies Hayley back on the table, attaches lead wires to her head, monitors BEEP to life.

HAYLEY (CONT'D)
It's cold.

KNOX
It'll make you sleepy... that's
okay.

Hayley is peaceful, asleep. Knox takes a moment, observes his SUBJECT - he's back in the zone. He reaches up, pulls down a SUSPENDED MICROPHONE, starts his report.

KNOX (CONT'D)
Subject is eight years of age, no
known allergies or conditions,
first phase aesthetic and prep
solution administered orally...

Knox checks a CLOCK in the room.

KNOX (CONT'D)
...at nine thirty-two p-m. Based
upon previous patients, integration
takes about twenty minutes.

He fastens table straps around her ankles, wrists and head. He preps her arm, places the intravenous drip in, an oxygen mask on her face. He checks the drip levels, the monitors, pulls the canopy over her upper body, seals her inside.

INSIDE THE CANOPY

Hayley takes in a SHARP BREATH, her tiny chest puffs with the effort. Beneath her eyelids, pupils dart back and forth, she trembles.

Knox continues his clinical report.

KNOX (CONT'D)
Alien DNA has been introduced to
the subject --

Hayley's body jiggles, twitches; no control. Her face slowly turns ashen, BLUE FOAM appears at the corners of her mouth. The monitor BEEPS crescendo...

Knox reaches for the canopy shell, stops. Waits.

Hayley continues to rile up, her body now jolts with spasms. Knox RIPS back the canopy shell, grips her shoulders, tries to hold her down.

KNOX (CONT'D)
Hayley? Can you hear me?

Her body CONVULSES, he can't stop it. Knox grabs an ADRENALINE-PEN from the Rolling Silver Tray, JAMS the needle into her neck.

The convulsions continue, unchecked. Hayley's body arches upward, holds for a moment, then CRASHES back down on the table.

Silence, no movement.

INT. GOVT LAB - DIR. GREUEN'S OFFICE - NIGHT

In the doorway, Knox holds Hayley's lifeless body.

At her desk, Director Greuen glances away from Knox to her

LAPTOP SCREEN

RECORDED FOOTAGE of the exam room, now in shambles, the canopy on the floor, lead wires strewn about.

The Director's eyes glued to the screen, she brings a cellphone to her ear.

DIRECTOR GREUEN
(on phone)
Lock the lab down.

INT. GOV'T LAB - MORGUE - NIGHT

Darkness. Silence. Overhead LIGHTS illuminate, stark white, antiseptic, a WALL OF MORTUARY CABINETS.

INSIDE ONE CABINET

In a hospital gown, Hayley's prone, dead body. Her eyes snap open, she gasps. Frantic, she flails around, her eyes work overtime to adjust to blackness.

INTERCUT WITH THE MORGUE/INSIDE THE CABINET

A NIGHT CLEANER rolls in a cart, she removes a METAL BUCKET, it CLANKS on the floor.

Sheer panic takes grip, Hayley bangs, screams.

HAYLEY
Help! Help me. Mummy... Daddy! I
can't see --

The Night Cleaner moves the mop over the floor, the bucket CLANKS, comes within feet of the Cabinets.

MUFFLED screams from within the Cabinet.

The Cleaner STOPS, listens. More MUFFLED SCREAMS, FAINT BANGING.

A horror creeps over her the Cleaner's face, she reaches, pulls on a Cabinet handle, the drawer slides open to reveal...

Hayley jerks upward, eyes wide, terrified.

HAYLEY (CONT'D)
Mommy? -- Mommy?

The Night Cleaner stumbles backwards, drops the mop. Hayley's skin is greyish blue, she shivers, shakes, her manic gaze locks on the Cleaner.

HAYLEY (CONT'D)
Are you my Mommy?

The Cleaner shakes her head, backs away, and flees.

Hayley drops from the Cabinet onto the floor, yelps in pain. Her feet and muscles, cold, unyielding, she crumples to the floor. A moment, she struggles up, wipes her eyes, gingerly stands.

OFF SCREEN: an ALARM.

CEILING STROBES FLASH, terrified, Hayley stumbles/runs, crashes to the floor, back up, bursts into

A HALLWAY

She looks either way, turns right, runs, now more sure on her feet.

UP AHEAD OF HER

A GUARD rounds the corner, SPOTS Hayley.

GUARD
Stop!

Hayley turns, runs in the other direction, pushes through a door to her right, into a

BATHROOM

GUARD (O.S.) (CONT'D)
I said stop!

Frenzied glances, she spots a small window over the toilet, scrambles up and pushes outside.

The bathroom DOOR bursts open, the Guard rushes in, scans the room, locks on the OPEN WINDOW. He stands on the toilet and peers

OUT THE WINDOW

A retreating Hayley races across the DARKENED grounds.

EXT. GOV'T LAB - GROUNDS - PERIMETER FENCE - NIGHT

OFF SCREEN: SHOUTS, VOICED SEARCH COMMANDS.

Hayley, her feet muddy, her hospital gown torn, she glances

BACK TOWARD THE LAB BUILDING

A gigantic FLOOD LIGHT CLUNKS on, the BEAM scans the grounds, grows ever closer.

OFF SCREEN: A METALLIC SNIP, then another.

Hayley spins.

THROUGH THE FENCE

Stin BOLT CUTS a hole in the fence, holds the cut fence apart, motions her to come through.

Hesitant, Hayley glances behind her, the shouts grow LOUDER, closer. She turns back, reaches for the fence...

OFF SCREEN: A GUNSHOT

A BULLET IMPACTS her shoulder, propels her through the fence opening, she buckles to the ground, face down. On her back shoulder, BLOOD BLOOMS into the gown fabric.

Stin scoops her up, disappears into the darkness.

EXT. CITY STREET - NIGHT

Stin moves at pace, Hayley in his arms, he glances behind him then steps onto the street and stops at a

MANHOLE COVER

He checks for cars, lays Hayley down, pulls open the HEAVY cover with ease, looks down the road.

In the distance, POLICE SIRENS.

He climbs into the manhole, stops, gathers up Hayley, drops below ground.

OFF SCREEN: POLICE SIRENS intensify.

At the manhole, Stin's HANDS reappear, pulls the cover closed.

A POLICE CAR SPEEDS past, it's tires CA-CLANK across the manhole cover.

EXT. CITY UNDERGROUND TUNNELS - NIGHT

Stin lumbers down the tunnel, the WOUNDED Hayley in his arms, she passes in and out of consciousness.

Hidden amongst the PILES of rubbish and broken items against the tunnel walls, Felix crouches, hidden, he watches Stin.

As Stin passes, Felix crouches lower, the movement triggers an empty can to RATTLE off the junk pile, the sound echoes off the tunnel walls.

Not breaking stride, Stin walks past the hidden Felix, his lips curl upward in an evil tell.

INT. CITY UNDERGROUND TUNNELS - THE LAIR - BEDROOM - NIGHT

A makeshift room built of CORRUGATED TIN, PLYWOOD SECTIONS, an BED elevated by a CINDERBLOCK base, ornate nightstands on either side. Park Avenue in the homeless world.

An unconscious Hayley lies face down on the bed, her bloody gunshot shoulder exposed, a sizeable hole.

Beside her, Madame holds a GLASS JAR, the LIQUID CONTENTS SWIRL inside, she sprinkles some POWDER into the mix, it REACTS.

She applies the Liquid to the area around

THE OPEN WOUND

A moment... the wound fades.

Hayley moans, her body moves slightly. Madame strokes the hair on the back of her head.

MADAME

You're safe now, my dear. Quite safe.

Nearby, a motionless Stin frowns.

EXT. CITY UNDERGROUND TUNNELS - NIGHT

Dank. Dark. Wet. RATS run amuck.

Felix SPLASH/WALKS along a ten-foot wide tunnel, clings to the wall, his nervous eyes jump behind and in front of him, unsure.

TWENTY YARDS AHEAD

Human SHADOWS dance on the curved tunnel wall, the sound of a bottle BREAKING, a MURMUR of VOICES.

Felix steps forward... looks back...

A SHAPE appears out of the DARK WALL, powerful HANDS grip Felix, one across his mouth, they YANK him back into the dark.

INT. CITY UNDERGROUND TUNNELS - SIDE TUNNEL - NIGHT

A horrified Felix struggles against his assailant, it's useless.

FELIX
(muffled)
No! No!

From behind Felix's head, Stin's FACE leans out, the malice etched in every line.

STIN
I'll kill you here and now.

Felix struggles even more. Stin's eyes turn MILKY WHITE, he leans in. Felix's eye-lids droop closed, his struggles cease.

INT. CITY UNDERGROUND TUNNELS - THE LAIR - THRONE ROOM - NIGHT

A cavernous space, the intersection of several tunnels, an elaborate construction of metal sheets, plywood sections, and assorted junk to create a reception hall encircled by adjacent rooms.

In the center, an elevated platform where a decayed, OVER-SIZED CHAIR, almost throne-like, commands the room.

Seated on it, Madame Machado, Queen of the underground.

The wall behind her adorned with a series of ORNAMENTAL KNIVES and AXES. Down in front of her, a BOX CRATE BENCH supports the unconscious Felix.

STIN (O.S.)
This is a mistake.

Stin steps from the side shadows, his eyes on Madame.

STIN (CONT'D)
He will know us.

Madame ignores him, nods at Felix.

Stin approaches the prone Felix, KICKS the box crate. Felix jostles awake, confused, disoriented, he sits up.

Madame is curious, she leans forward.

MADAME
Young man.

Felix's gaze settles on her, he focuses, but no recognition of who she might be. He tries to stand, Stin's hands JAM him back down.

Startled, Felix looks behind, Stin looms over him. Fearful, Felix turns to Madame.

MADAME (CONT'D)
You are new to our world, so we are patient.

FELIX
Where am I? Who are --

Stin SMACKS the back of Felix's head. Madame GLARES a "stop that" look. Stin steps back, resigned.

MADAME
You are free to go, but you will never return to this place.

Hesitant, Felix stands,

FELIX'S POV

He stares at the wall of KNIVES and AXES, fixates on one knife, it's IVORY HANDLE glistens.

STIN
Scat!

Felix snaps out of it, runs into a nearby tunnel opening.

STIN (CONT'D)
He will be trouble.

MADAME
No matter.

HAYLEY (O.S.)
Mommy?

STIN
I'll go --

MADAME
No.

Madame gathers up a number of VIALS from a side table, stands, moves to a doorway.

INT. CITY UNDERGROUND TUNNELS - THE LAIR - BEDROOM - NIGHT

On the bed, bathed and dressed in a tank-top, the rest of her covered by a sheet, Hayley lies face down, her BULLET WOUND almost healed.

Madame sits beside her, strokes the hair on her forehead.

MADAME
My child.

Hayley smiles, lifts her head, Madame places a VIAL to Hayley's mouth, she drinks. In the

DOORWAY

Stin watches on, a look of disdain.

EXT. KNOX'S HOUSE - FRONT LAWN - DAY

A POLICE OFFICER walks past a FOR SALE sign, a "SOLD" sticker atop it, he supervises MEN who haul furniture and boxes to a MOVING VAN in the street.

Knox, SUITCASE and BACKPACK at his side, PICTURE FRAME from Hayley's room in his hands, looks at a

TOW TRUCK

WINCH a CAR up onto it's back bed.

KNOX'S FACE

Spasms, winces, uncontrolled. He looks down at the picture, removes it, folds it, puts it in his wallet.

He chucks the frame, shoulders the backpack, turns, walks away, rolling suitcase in tow.

SERIES OF SHOTS - LIFE UNDERGROUND.

1. Madame sits with a young Hayley, brushes her hair, Hayley reads a history book with mostly photos. Madame points to a photo in the book, explains who it is.
2. In a long tunnel, Hayley dashes about, splashes in the muck, laughing, her imagination in full swing. Nearby, a watchful Stin, arms crossed, seethes. He's not a baby-sitter.
3. Madame bathing the playful Hayley in a rusty container drum, Hayley flings a bar of soap across the floor. Her eyes follow as it slides to a stop at a pair of booted feet, one boot raises and CRUSHES the soap bar. Hayley looks up at Stin, his face sadistically happy.
4. Back in the long tunnel, Hayley plays alone, she comes upon a darkened side tunnel, peers inside. She glances around, steps inside and vanishes. Stin steps out of a shadowy corner, an evil grin.
5. In the side tunnel, Hayley fumbles along, fear grows on her face. Rats SQUEAK, GIANT BUGS SKITTER, one BUG drops on her head, she opens her mouth to scream... huge hands grab and hold her tight, muffle her scream.
6. Stin, Hayley still in his grip, steps out of the dark side tunnel into the long tunnel, drops her to the wet ground. He looms over her, fists balled up, it passes, he walks away.

EXT./INT. KNOX'S APARTMENT - NIGHT

A derelict suburb, a rundown, two-story apartment block, Knox, his appearance slovenly, walks up to

ONE UNIT DOOR

Fumbles with a door key, then walks

INSIDE

Flicks on a light, INSECTS SCATTER. Dingy, peeling wallpaper, moldy walls, cheap furniture, missing vinyl floor squares; you can SENSE the awful smell.

He drops the backpack, UNZIPS the suitcase, rifles through it, pulls out a BOTTLE OF BOURBON, unscrews the lid, takes a swig, his HAND TREMBLES.

He pulls a cremation URN from the bag, studies it, sets it on the fireplace mantel.

INT. KNOX'S APARTMENT - BEDROOM - NIGHT

Knox sits at the end of his bed, HANDGUN to his head. He kisses the PHOTO of Monica.

KNOX
I'm so sorry my beautiful,
beautiful girls... I'm so --

HIS FINGER

Touches the trigger. He drops the gun, SOBS.

EXT. CITY UNDERGROUND TUNNELS - DAY

The vague yellow light of BATTERY OPERATED LAMPS breaks the darkness. Towards the mouth of the tunnel, a BARREL FIRE burns.

THE BACK OF A GIRL'S SHAVED HEAD

Moves down the tunnel. In a tank top, jeans, sturdy boots, the muscles in the GIRL'S back and shoulders dance as she navigates the scattered TENTS and makeshift houses of HOMELESS DWELLERS.

An OLD MAN sits cross legged outside a tent, a TATTERED SCARF around his neck, he cooks over a tiny flame. He nods at the passing Girl. She nods back. As she nears the

TUNNEL ENTRANCE

HAYLEY
Morning Felix.

Partially hidden in the darkness, Felix (20's), rail thin, scraggly long hair, the same wary look. Spotted, he retreats until totally consumed by the darkness.

Hayley walks on to the tunnel entrance, the glare of the morning sun hits the

HER FACE

Hayley, now 17, squints, her vision adjusts.

JULIUS (O.S.)
Here she is.

Julius, now 20, solid build, greasy, slicked back hair, androgynous look. His face provokes a strong urge to slap it. He and his two minions, Rip and SAL crowd her.

JULIUS (CONT'D)
Hairs gettin' long, bitch. You want me to give it a trim?

Hayley fake smiles. Julius steps closer.

JULIUS (CONT'D)
Don't forget your toll on the way back.

Hayley stands her ground. Julius gets in closer, sniffs her.

JULIUS (CONT'D)
Got that shit stink to her.

Rip and Sal laugh.

JULIUS (CONT'D)
Let me know when you're ready to join the lighters.

His face hovers inches away.

JULIUS (CONT'D)
Don't normally go for this look.

Hayley doesn't flinch. Julius laughs, steps back.

JULIUS (CONT'D)
Off you go baldy.

Hayley steps to the side, bounds up the steep side slope with little effort, almost super-human.

EXT. CITY STREET - DAY

Like a well-choreographed dancer, Hayley weaves her way thru the CROWD. She jumps onto a

STREETCAR

She walks toward a BUSINESS-SUITED MALE (40's), pushes past him, her hand slips into his back pocket, pulls his wallet. She slips out his RAIL CARD, pockets it, cleans it of cash.

She pushes back past him, slips his wallet back. The Male smiles at her, she smiles, a slight flutter of the eyelids.

The Streetcar slows, she steps off into the

STREET

Another Streetcar approaches, she jumps on, scans the crowd, a BUSINESSMAN spots her, smiles. Hayley returns a mischievous grin, moves toward him.

INT. CITY UNDERGROUND TUNNELS - DAY

Felix darts along a small passageway, checks for followers, then grips a large SHEET OF PLYWOOD propped against the wall, slides it to the right to reveal

A THREE FOOT OPENING

He squeezes into it, feet first, grips the plywood sheet, slides it closed.

INSIDE THE THREE FOOT WIDE PASSAGE

Felix belly scoots forward, the passage angles upward, passes another SMALL, GRATE COVERED OPENING, careful to SCOOT around it. A few more feet, the MURMUR of voices fills the passage. He stops, listens, moves on.

He reaches the end, props himself up on his elbows, then removes two BRICKS from the passage wall. A BEAM of light pours in, he lowers his eyes to the opening.

FELIX'S POV

Thirty feet below, the Throne Room. Madam's central chair, it's back toward his view, occupied by her. In front of her, Stin suspends a HOMELESS MAN by the throat, his feet dangle above the ground.

A CONVERSATION, but the words unintelligible as they REVERBERATE off the chamber's brick walls.

Madam extends her left arm out beyond the chair and into view,

THE LEFT HAND

A CLAW, not human. She WAVES it, Stin SNAPS the Homeless Man's neck, drops his limp body to the floor.

Felix GASPS, draws back, a look of disbelief. He hesitates, turns back, and again peers

THROUGH THE OPENING

Below, Madam's arm still outstretched, but the hand now human. Stin and the dead body have vanished.

Felix turns back, a look of confusion at what he has seen, he replaces the two BRICKS, and slides back down the passage.

INT. CITY UNDERGROUND TUNNELS - THE LAIR - THRONE ROOM - DAY

Empty. Quiet. A SHAPE DARTS in the side shadows, a FACE peeks out from behind a cement pillar, it's

FELIX

A quick survey of the room, he rushes across the floor, up onto the elevated dais, stops in front of the WALL OF KNIVES and AXES.

He snatches the IVORY HANDLED KNIFE, shoves it inside his coat, shoots back to the shadows.

EXT. CITY STREET CORNER - DAY

Hayley window shops, sucks on a large FROZEN DRINK. She stops outside a sports store window and peers inside.

HAYLEY'S POV

A pair of NIKE soccer boots. She is drawn to them.

Someone brushes past her.

MEMORY FLASH

A MAN, face unseen, kisses her on the forehead.

BACK TO SCENE

Hayley turns, a MAN in a COAT and FEDORA walks away, plastic bag in hand. Hayley follows.

SERIES OF SHOTS

- Hayley weaves between PEDESTRIANS
- The Man in the Coat crosses the street, she follows.
- His back to her the Man stops in front of a DRUG STORE, puts his bag down, rummages in his pocket for keys.

BACK TO SCENE

Pushed against a store window, Hayley watches the Man unlock and enter the store.

INT. CITY DRUG STORE - BACKROOM - DAY

Knox takes his Coat and Fedora off, slips on a WHITE STORE COAT, makes a coffee.

INT. CITY DRUG STORE - MAIN SHOP FLOOR - DAY

On a step ladder, Knox packs a shelf with supplies. At the

FRONT ENTRANCE

Hayley enters, an ELECTRONIC BELL BUZZES. Knox ignores it, keeps packing.

KNOX

Be with you in a minute.

Hayley moves with stealth to the back room door, turns the handle. Locked.

She pulls out a SWISS ARMY pocket knife, flicks open a TOOL, uses it on the lock, the door CLICKS open. She moves into the

BACK ROOM

It's an addicts' dream, shelves stocked with various packets of DRUGS. She opens her backpack, quickly selects specific Drugs.

INT. CITY DRUG STORE - MAIN SHOP FLOOR - DAY

Knox stocks supplies, oblivious, Hayley moves across the floor, cannot resist, glides near him, her fingers touch his BACK POCKET...

MEMORY FLASH

Knox leans over her, shakes her, appears to be scream at her, but she cannot hear the words.

KNOX (V.O.)

Hey!

BACK TO SCENE

Hayley blinks, lost for a moment, Knox's WALLET in her hand. She looks up, an surprised Knox stares back.

KNOX

What the hell--

Hayley snaps out of it, runs to the

ENTRANCE

And out the door. Knox gives chase.

EXT. CITY STREET - DAY

Hayley ducks in and out between PEDESTRIANS like a PRO FOOTBALLER. Knox, bumps, pushes his way through, meets his match and bounces off a SOLID FEMALE (30's).

She gives him a death stare.

KNOX

Sorry --

KNOX'S POV

Down the street, Hayley bounds onto a

STREETCAR

She turns, a puzzled look.

Knox runs toward her, but the Streetcar moves off.

BEHIND HIM

Another Streetcar approaches.

EXT. CITY STREET - DAY

Hayley jumps from her Streetcar, disappears amongst the Pedestrians. Moments later, a second

STREETCAR

Arrives.

Knox jumps off, runs into the Pedestrians, searches for Hayley. Another twenty yards, his legs falter, his face twitches, the rest of his body follows suit.

He drops to the sidewalk, vomits. Disgusted Pedestrians avoid the mess and the man.

EXT. CITY STREET - SIDE ALLY - DUMPSTER - DAY

Hayley scans for followers, squats, opens Knox's wallet; only five dollars cash.

HAYLEY

Tight ass.

She searches again, pulls out a tatty and creased PHOTO of Knox's wife, Monica. Hayley is MESMERISED by her beauty.

MEMORY FLASH

Monica laughs, kicks a soccer ball to...

KNOX (O.S.)

I see you!

BACK TO SCENE

Hayley looks

DOWN THE ALLY

Knox runs/stumbles toward her.

HAYLEY

Shit!

She pockets the PHOTO, drops the wallet, is up over the dumpster, clears a fence, then drops on the other side and sprints.

Knox follows around the fence, tries to run, but his legs tremble, his lungs heave.

KNOX'S POV

Hayley disappears down into a

STORMWATER DRAIN OPENING

Knox reaches it, struggles, then slips into the drain.

EXT. CITY UNDERGROUND TUNNELS - DAY

Knox walks along a large tunnel

UP AHEAD

A HUGE OPENING leads to a DRAINAGE CANAL beyond.

His pace quickens, he passes a dark side tunnel opening.

OFF SCREEN: a CLANK from within the side opening.

Knox, peers into it, a hesitant step...

JULIUS (O.S.)
You lost?

KNOX'S POV

Just past the huge opening, the daylight shines upon Julius, Rip and Sal. They walk up, surround him.

KNOX
No... I'm looking for a girl--

JULIUS
You're not one of those, are you?

Knox moves to walk past the trio, Julius jumps in front of him, Knox jogs left, but Sal blocks him. Knox hesitates, steps back... bumps into Rip.

JULIUS (CONT'D)
Seeing as you're not from around these parts, I'm gonna give ya a break on the toll.

Julius steps closer, his finger JABS Knox's chest with each word.

JULIUS (CONT'D)
For you. A special. Discounted. Price.

KNOX
My wallet... it was stolen.

Knox points back to the dark side entrance.

KNOX (CONT'D)
She went in there.

JULIUS
Well, you're fucked then.

Julius nods. Rip tears off Knox's coat, searches the pockets, finds his SHOP KEYS, chucks them to Julius.

JULIUS (CONT'D)
(looks at them)
Might come in handy.

Julius pockets the keys. Sal moves in front of Knox, shoves her hands into his front trousers pockets, her face inches from Knox's nose, she grins.

SAL
Nothing down here.

Rip chucks Knox's COAT to the ground.

JULIUS
There're other ways to pay.

Behind them at the

TUNNEL ENTRANCE

Concealed in the darkness, Felix watches.

FELIX'S POV

Julius steps up to Knox, smiles, then head butts him. BLOOD instantly seeps from a DEEP GASH in his head, Knox falters back, his hands go to his head.

Sal steps in, lands a kick to his groin, Knox buckles. From behind, Rip kicks Knox in the ass, Knox smashes face first into the cement.

His body spasms -- he's concussed. The gang laughs, Julius looms over the prone Knox.

JULIUS (CONT'D)
Next time, mister fancy coat, bring
a little something --

A HAND grabs Julius by the collar, jerks him backwards, he GRAVEL-SKIDS across the pavement, screams.

JULIUS' POV

Twenty feet away, Hayley glares back at him.

JULIUS (CONT'D)

You bitch!

Hayley turns her wrath on Sal and Rip.

Rip charges, Hayley side steps, clutches his throat, squeezes, he CHOKES. She drops him, turns to Sal.

Sal squares up.

HAYLEY

It's okay to run.

Sal licks her lips, blinks rapidly, charges. Hayley's right arm catches her at the neck, Sal flips back, SMACKS the ground, her head bounces from the impact.

JULIUS (O.S.)

Not smart, baldy. Not fucking smart.

Hayley turns toward Julius, he struggles to stand, his face gravel-grazed, bloody.

Hayley rapid-walks to him, he stumbles back, she WRENCHES him tight to her face, her left hand JAMS into his front pocket, removes the SHOP KEYS.

She jerks his face up, noses touch.

HAYLEY

Run.

Julius, Sal and Rip flee.

OFF SCREEN: Knox groans, Hayley turns.

HAYLEY'S POV

A face-down Knox, his legs spasm.

HAYLEY (CONT'D)

Shit.

She runs to his body, flips him over, his unconscious face DRENCHED in blood. Hayley lifts him in a fireman's carry, walks back into the tunnel.

INT. CITY UNDERGROUND TUNNELS - DAY

Hayley cleans blood from the Knox's face, his unconscious body propped upright against a debris pile. The head gash is deep, his face ghost white, his breathing shallow and slow.

Hayley finger pulse checks his neck.

HAYLEY

Shit.

She stands, bolts down the tunnel.

INT. CITY UNDERGROUND TUNNELS - DAY

Hayley holds a liquid filled VIAL to Knox's lips, the liquid spills out the sides of his mouth. She repositions his head against her, feeds the liquid to him again, this time successful.

The vial empty, Knox's eyes flutter open, then he sinks back into unconsciousness.

Hayley waits, studies him, she gently pushes the hair from the gash on his forehead. Unsure why, but she likes this man's face. His eyes flick open.

KNOX

Hayley?

Knox falls back into unconsciousness.

EXT. CITY STREET - CITY DRUG STORE ENTRANCE - NIGHT

It's cold. The street is quiet, empty. Slumped against the

DRUG STORE DOOR

Knox, a discolored bandage around his head, his white coat caked in dry blood.

His eyes flicker, he blinks awake, looks around, a moment to gather his bearings. He touches his head, looks at his hand -- dried blood.

A confused Knox struggles up, his hand grips the door frame. He reaches into his pocket, pulls out the shop keys. He opens the door, disappears inside.

INT. UNDERGROUND TUNNELS - THE LAIR - THRONE ROOM - NIGHT

Hayley crosses the vast space, no one else there, she opens a door to a

HALLWAY

Lit by a few lamps, she moves through the first room, a living area of sorts, then to the next room, a

MEAL ROOM

With tables, chairs, benches, pantry storage shelves filled with CANNED ITEMS, BOXED FOOD, etc. Hayley continues, passes into the next room, a

BEDROOM

A large ROUND bed in the center, covered with thick, exotic looking bedding, extravagant pillows. Laying amongst them, a regal Madame in a LONG GOWN.

Hayley moves to her, kneels beside her. Madame places a hand on Hayley's head, closes her eyes.

MADAME

Who is he?

HAYLEY

He works in a drug store.

Hayley takes off her backpack, hands it to Madame, she sets it aside.

MADAME

Why did you waste elixir on an outsider?

HAYLEY

He was dying.

MADAME

We all die. Does he mean something to you?

HAYLEY

I'm not sure... I've seen him before. My childhood I think --

Madame pulls her hand away, sits up.

HAYLEY (CONT'D)

He knows my name.

Madame rises, picks up the backpack, moves to a large antique SAFE against the wall, dials a combination, the heavy door opens. She empties the backpack contents into it, locks it, holds out the empty backpack.

Hayley takes it.

MADAME

Never bring outsiders in. They are cruel... unforgiving... like your parents.

Madame studies Hayley's reaction. Hayley drops her gaze to the floor.

HAYLEY

I'm sorry, Madame. It won't happen again.

Madame moves away, changes out of the long gown for a shorter, more practical one.

MADAME

Stin will be back with food... something hot I hope.

Madame turns to Hayley, holds her by the shoulders, smiles.

MADAME (CONT'D)

Your heart, it will get you in trouble. Those things out there, they cannot be trusted. Look at all these...

She sweeps a hand across the room.

MADAME (CONT'D)

...discarded by the surface dwellers... the lighters, all not good enough. You were not good enough. But here... you are a Goddess.

Madame pulls Hayley in, hugs her tight. Hayley rests her head on Madame's shoulder -- smiles.

INT. CITY UNDERGROUND TUNNELS - THE LAIR - HAYLEY'S BEDROOM - NIGHT

An exhausted Hayley lays in bed, she studies

THE PHOTO

From Knox's wallet, on it, Monica's face.

Hayley smiles.

INT. CITY UNDERGROUND TUNNELS - THE LAIR - MADAME'S BEDROOM - NIGHT

Stin lies on the bed, toothpicks his teeth.

Madame sits at a magnificent TIMBER DESK. In front of her, a series of EMPTY vials and open boxes of DRUGS, she tinkers with a CONTRAPTION, cylindrical in shape.

She pulls it apart, smaller cylindrical objects inside the two halves. She measures out drugs quantities, decants these into the smaller cylindrical objects, adds liquids from other UNMARKED CONTAINERS.

She reassembles and places it on the desk

THE CONTRAPTION

Vibrates slightly. Madame opens a small spout at the top of the contraption, pours the SPARKLING GOLD LIQUID into EMPTY VIALS.

MADAME

He's on the east side, two miles from here.

(beat)

I think it's him.

Stin stops in mid-tooth picking.

STIN

Does she know?

MADAME

She will.

Madame CAPS OFF the now filled VIALS.

MADAME (CONT'D)

Find him.

INT. CITY UNDERGROUND TUNNELS - THE LAIR - THRONE ROOM - DAY

Madame stands in front of the Throne, on the adjacent table, SPARKLING GOLD LIQUID FILLED VIALS. She picks up one, turns forward

IN FRONT OF HER

A single line of HOMELESS PEOPLE, some with broken limbs, some with diseased skin, others cough and wheeze. Near her, at the head of the line, Stin holds a METAL BOWL.

The line shuffles forward. A bald HOMELESS MAN in front, his face riddled with SYPHILLIS SORES, drops COINS into the Metal Bowl, kneels in front of Madam, opens his mouth.

MADAME

Receive this in reverence, take,
drink in remembrance of me, and all
things shall be made whole again.

Madame pours the contents of the Vial into the man's open mouth. He swallows, gazes up at Madame.

HOMELESS MAN

Bless you, Madame. Bless you.

The Homeless Man stands, the next person moves forward.

INT. CITY UNDERGROUND TUNNELS - DAY

The syphilis-faced Homeless Man limps-shuffles down the tunnel, stops.

He gasps, staggers backwards against the tunnel wall, slides to the ground, covers his horrid face with both hands.

From beneath his hands, a WARM GLOW emanates, then subsides. He pulls his hands away from

HIS FACE

The sores now mostly healed, faint scars all that remain.

INT. KNOX'S APARTMENT - BEDROOM - NIGHT

Facing a mirror, Knox admires his clean, collared shirt and long pants, he puts the finishing touches to his combed hair, likes what he sees. The CUT on his head, now pink, the color of newly formed skin.

INT. CITY CAFE - NIGHT

A WAITER places two plates of food down on Knox's table, he devours it. Two booths over, an ATTRACTIVE COUPLE, watch.

Knox spots them, raises his knife and fork, smiles, goes back to eating. The female, BETTY (30's) stands, walks over, takes a seat opposite Knox.

FEMALE

You like to dance?

A surprised Knox looks up at Betty, continues to chew, nods.

In the

BACK CORNER BOOTH

Half hidden from view, Stin watches, sips coffee.

INT. CITY NIGHT CLUB - NIGHT

Colored flashing strobe lights, deep THUMPING music, Knox DANCES. Betty gyrates against him, their eyes locked. NOAH (30's), moves in from behind, runs his hands around Knox's waist, up under his shirt.

Knox smiles, closes his eyes, goes with it.

At the

BAR

Stin sips ice water. A DRUNK MALE, passes, bumps into him, splashes his drink across Stin's chest.

DRUNK

Fuck bro, you gotta watch it.

Stin ignores him, his focus on the dance floor.

DRUNK (CONT'D)

Hey Bro, you owe me a fucking drink.

The Drunk drops a heavy hand on Stin's shoulder.

DRUNK (CONT'D)

Hey fuckwit, I'm --

Stin grabs the Drunk's hand, twists it, a CRACK, the bones in the Drunk's wrist snap like chalk. The Drunk screams, drops to the floor, clutches his mangled wrist. Stin walks away.

INT. BETTY & NOAH'S APARTMENT - BEDROOM - NIGHT

Knox and Noah kiss. Betty pulls Knox's shirt and pants off, throws him back onto the bed, mounts him. Noah hurriedly undresses, joins them...

INT. BETTY & NOAH'S APARTMENT - BEDROOM - EARLY MORNING

Knox wakes, stretches, realizes Noah's foot is across his chest. Snuggled into him, Betty. He gently removes himself from the bed.

MOMENTS LATER

Almost dressed, Knox hops on one foot as he puts his other shoe on, nearly falls, then exits the room.

EXT./INT. BETTY & NOAH'S APARTMENT - EARLY MORNING

With a smile on his face, Knox walks out the main entrance, passes Stin on his way in.

KNOX

Morning.

Stin nods, Knox walks on.

INT. BETTY & NOAH'S APARTMENT - BEDROOM - MORNING

Stin stands over the bed, stares down at the sleeping couple.

Stin places his hand on Noah's chest, a RED GLOW spreads outward from the hand. Stin closes his eyes...

EXT. BETTY & NOAH'S APARTMENT - MORNING

Stin pops out from the apartment entrance and onto the sidewalk, move in the same direction Knox went.

INT. BETTY & NOAH'S APARTMENT - BEDROOM - MORNING

Necks broken, Betty and Noah lie in awkward fashion on the bed, eyes frozen wide with terror.

INT. CITY DRUG STORE - MAIN FLOOR - DAY

His injuries near healed, Knox yawns, his left eye twitches, he serves a CUSTOMER.

CUSTOMER

You... okay. Your --

KNOX

Have a nice day.

Knox shoves the medications at him, the customer shakes his head and leaves.

Knox glances at his watch, his hand trembles, it reads "4:49 PM". He struggles to remove his white coat, walks into the

BACK ROOM

Picks up his satchel bag, fills it with box after box of DRUGS from the shelves. He drops a box, leans over, picks it up, WINCES, grabs his lower back.

He moves back out to the

MAIN FLOOR

POPS open the CASH REGISTER drawer, glances up at the SECURITY CAMERA, removes the cash.

EXT. CITY UNDERGROUND TUNNELS - NIGHT

A long, wide tunnel. From the ceiling, Knox descends a ladder to the wet floor. A slow walk down the dim tunnel, his head moves side-to-side, searches. From one of the

DARKEST PARTS

Of the tunnel, Felix watches. Knox moves on, Felix shadows him.

KNOX'S POV

Up ahead, the Old Man, outside his tent, legs crossed. Knox approaches.

KNOX

I'm looking for a girl, shaved head.

The Old Man, his glaucoma-opaque eyes, lock on Knox. Knox pulls a twenty from his pocket, grabs the hand of the man, places it in his palm.

The Old Man's vice-like grip grabs back. Knox pulls back, the Old Man jerks him downward, they are face-to-face. The Old Man's cloudy eyes search Knox's face.

Satisfied, he release Knox. Knox steps back. The Old Man feels out the note, puts it away.

OLD MAN
He can help you.

Knox looks around, he see's nothing.

OLD MAN (CONT'D)
Felix.

From the

DARKNESS

Felix steps forward, his shoulders hunched downward, an attempt to go unnoticed.

OLD MAN (CONT'D)
(to Felix)
He looks for the girl.
(to Knox)
Follow.

Felix turns, moves deeper into the tunnel.

EXT. CITY UNDERGROUND TUNNELS - NIGHT

Knox follows Felix down several tunnels, then down a metal ladder deeper underground and into another

SMALLER TUNNEL

Pitch black. Felix switches on a FLASHLIGHT, it's dull yellow light flickers across his face, blinks out. He SMACKS it, the flashlight comes back life.

They continue for fifty yards, Felix stops, points further down the tunnel.

KNOX
Down there?

Felix nods.

KNOX (CONT'D)
Lead the way.

Felix does not move.

KNOX (CONT'D)
You're not... coming.

Felix holds out the flashlight, Knox hesitates, takes it. One more glance at Felix, Knox moves on alone. A few yards down, he turns, splashes the flashlight in the direction of Felix, but he is gone.

Knox moves on, the brick walls close in. He steps in water, then again.

INT. CITY UNDERGROUND TUNNELS - NIGHT - LATER

Knox SPLASHES down the tunnel, his flashlight of little help.

HAYLEY (O.S.)
I'm not giving it back.

Knox stops dead, panic-points the flashlight all around him, searches the darkness.

KNOX
Give what back?

HAYLEY (O.S.)
The photo.

KNOX
Keep it.
(beat)
I've brought this for you.

Knox holds out his satchel bag. No response. He opens it, pulls out a box of drugs.

KNOX (CONT'D)
I've got CS... collagen... human
growth hormone, some --

Hayley steps out of the darkness. Knox moves to her, holds the bag out.

KNOX (CONT'D)
Whatever you need, I can get it.
Here --

She takes it, looks inside.

KNOX (CONT'D)

Look.

Knox shines the flashlight on his renewed face.

KNOX (CONT'D)

You did this... I think you did
this? That stuff you gave me...
I've never felt better. I --

Knox is at a loss for words.

KNOX (CONT'D)

I need more. Please.

Hayley closes the bag, shoulders it.

HAYLEY

How did you know my name?

KNOX

I don't.

HAYLEY

You called me Hayley.

KNOX

That's... your name?

HAYLEY

How did you know?

KNOX

I didn't. I don't
(beat)
How old are --

STIN (O.S.)

What is it doing here?

Stin steps into what little light there is.

KNOX

I know you... you were at --

STIN

Did you follow me?

KNOX

No... I brought drugs... for
Hayley.

Stin places a hand on Hayley's shoulder, his eyes close
briefly, then open again.

STIN
You want the elixir.

KNOX
Yes... I can pay for it. Look in
there --

An excited Knox points at the satchel.

KNOX (CONT'D)
I can get more... whatever you
need.

One handed, Stin opens the bag, glances sideways at the contents, nods. Hayley shakes her head at Knox, her eyes PLEAD with him to shut up.

Stin's grip on Hayley's shoulder tightens. She winces.

STIN
That's fine Hayley. The man wants
the elixir... a cure. Madame has
many cures.
(to Hayley)
Lead the way.

Stin smiles, points to the darkness, Hayley steps into it, Knox follows, Stin behind him.

KNOX
Thank you. Thank you. This...
elixir, you have no idea how it
changed me. Thank you.

Above them,

HIGH ON THE TUNNEL WALL

A STEEL GRATE. Through it, a shadowed Felix watches.

INT. CITY UNDERGROUND TUNNELS - THE LAIR - THRONE ROOM -
NIGHT

Stin, Hayley, and Knox enter the room, Knox marvels at its ingenuity.

STIN
In here.

Stin opens a door to a

LARGE BATHROOM

No shower, but water DRIPS from a rusty old pipe over a large CAST IRON TUB. On the back wall, bent over a sink, Madame WASHES something in the sink, her LONG GOWN drapes the floor.

She bends up, looks

IN THE MIRROR

Stin, Hayley and Knox reflect back.

MADAME

Towels.

Stin scurries to a pile of PRISTINE WHITE hotel towels, offers her two, she takes one. Still facing the mirror, Madam raises the front of her gown, shoves the towel underneath, a slight movement, then drops it to the floor.

THE TOWEL

Now covered in dark, black blood. Stin hands her the second towel, she repeats the process.

Finished, she straightens her gown, turns, steps away to reveal an

ABORTED FETUS

Fills the sink. Stin places the BLOODIED TOWELS on top of the fetus.

Knox is horrified. Madam takes delight in his reaction.

MADAME (CONT'D)

(to Stin)

Fetch my under garment.

Stin obeys. Knox swallows hard, grows pale.

MADAME (CONT'D)

Don't judge me Doctor Noble. I can hear the glass wall of your house shattering from here.

Stin returns with a pair of BIKE SHORTS, hands them to Madame, she pulls them on under her gown.

MADAME (CONT'D)

That...

(looks to tub)

Has no soul. My child did. You call yourself a father. No father abandons his daughter, kills the child of another.

Madame glides past them and out the door.

STIN

Out.

INT. CITY UNDERGROUND TUNNELS - THE LAIR - THRONE ROOM - NIGHT

Madame sits on the Throne, looks down at her subjects, a royal wave of her hand. Stin shoves Knox towards Madame, forces him onto his knees.

MADAME

So you want more?

Knox swallows hard, nods.

KNOX

I've brought... I can get more.

MADAME

And you think that will bring them back.

Knox shakes his head.

KNOX

I don't --

MADAME

My child. The one you murdered.

A confused Hayley glances at Knox.

MADAME (CONT'D)

(to Hayley)

Oh... you didn't know.

(to Knox)

Survived hundreds of light years, only to be snuffed out by... this.

KNOX

The man in the red shirt --

MADAME
Killed by the man in the white
coat.

Madame reaches over to an adjacent table, picks up a VIAL OF ELIXIR, waves it at Knox.

MADAME (CONT'D)
What will you do?

KNOX
Anything. Whatever you want.

MADAME
Your thirst for a cure is greater
then your thirst for the creation
of hybrid humans.

KNOX
I was reckless, stupid. I was... I
was wrong.

He glances at Hayley.

MADAME
Very wrong, but, it is a cure you
now seek.

Knox nods. Madame closes her eyes, concentrates.

MADAME (CONT'D)
You have a disease... Fields
Disease. You are dying.

Madame opens her eyes, glares down at Knox, he nods, his eyes drop to the floor.

A befuddled Hayley stares at him, her face reflects her mind digesting what she has heard.

MADAME (CONT'D)
I will give you the cure. Stin?

Stin moves to the wall adorned with ORNIMENTAL knives, removes one, approaches Knox.

MADAME (CONT'D)
Take it.

Knox glances from knife to Madame. Stin shakes the knife at Knox.

STIN
Take it.

Knox takes the knife.

MADAME
Now cut your throat.

HAYLEY
No!

Madame lifts a hand toward Hayley.

MADAME
Anything for a cure. This is
yours... what you deserve.

Hayley steps forward.

HAYLEY
You can't --

STIN
Shut the fuck up.

He SMACKS Hayley to the ground.

MADAME
(to Knox)
Ear to ear, my dear. I want to
watch you suffer like my child
suffered.

Knox shakes his head, Stin steps up to him, grabs the hand that holds the knife, jerks it up to Knox's throat. The blade pushes against Knox's skin -- BLOOD weeps.

ON THE THRONE

Madame's CHEEK BONES and FOREHEAD BULGE, CONTORT. Her hairline recedes, eyes turn a MILKY WHITE. She raises her arms skyward, they swell, extend in length, her hands become CLAWS.

A frightened Hayley looks on. Knox's face spasms, his legs buckle.

HAYLEY
What are you --

MADAME
Quiet child! Do you not feel it?

A strangeness moves over Hayley's face, her eyes go MILKY WHITE, she begins her own TRANSFORMATION.

MADAME (CONT'D)
We have been patient, but now...

Madame looks to Stin.

MADAME (CONT'D)
You become what you were intended.

Hayley rivets on

STIN

His body morphs in unison with Madame.

Incredulous at what is happening to her own body, Hayley tilts her head to the side, fixates on STIN. An animal instinct takes over...

She leaps onto Stin's back, clings like a RABID monkey, TEARS at his face with her own CLAW-like hands, RIPS an EYE from his socket.

Unfazed, Stin flicks her off, a hand covers his empty eye socket, BLACK BLOOD oozes between the fingers.

Hayley positions herself between Stin and Knox.

STIN
You fucking human.

Hayley backs up against Knox, pushes him away with her.

Madame takes a step down from her throne, doubles in pain, clutches her stomach, BLOOD seeps through the front of her gown. She cries out.

Stin turns to her, takes a step to assist.

MADAME
Kill him.

INT. CITY UNDERGROUND TUNNELS - NIGHT

Hayley sprints, drags a faltering Knox with her. He stumbles, collapses onto the ground, spasms, his face twitches. He tries to speak, nothing.

Hayley shoots a glance back down

THE DARK TUNNEL

HEAVY FEET POUND, they grow LOUDER.

HAYLEY

Get up!

Knox twitches and spasms. Hayley scoops him up, starts again.

FELIX (O.S.)

Here --

Hayley jerks around. Felix steps from the darkness.

FELIX (CONT'D)

Follow.

Hayley obeys, moves to him. Tucked behind a CEMENT PILON, an OPEN GRATE. Felix motions toward the grate.

HAYLEY

How far down?

FELIX

Six feet maybe --

Hayley lowers Knox into the GRATE OPENING, then releases him. From the open grate, a THUD.

Hayley climbs down, Felix follows, grabs the grate, listens

FROM DOWN THE DARK TUNNEL

The HEAVY FOOTSTEPS almost upon them.

Felix slips below, pulls the grate closed.

IN THE TUNNEL

Stin races past the grate opening. Another twenty yards, he stops, sniffs the air, turns, his alien eyes lock on the

HIDDEN GRATE

That EVIL GRIN creases his face.

INT. CITY UNDERGROUND TUNNELS - TUNNEL ENTRANCE - NIGHT

With Knox over her shoulder, Hayley and Felix sprint out the entrance into the moonlit

STREET

HAYLEY
Car. We need a car.

FELIX
Can you drive?

HAYLEY
Fuck no.

Hayley scans

UP AHEAD

Parked outside a convenience store, a FEMALE (50'S) gets out of a small car.

Hayley, hands Knox over to Felix, breaks into a sprint.

EXT. CITY STREET - CONVENIENCE STORE ENTRANCE - NIGHT

The Female locks her car with a WHOOP! WHOOP! of the KEY FOB, walks toward the store entry.

Hayley rushes up to the FEMALE before she enters the store.

HAYLEY
We need you to drive us.

Startled, the Female recoils.

FEMALE
What? No.

Felix and Knox catch up. The Female takes one long look at the trio.

FEMALE (CONT'D)
Fuck off or I call the cops.

Hayley moves toward her and grabs the Female's coat.

HAYLEY
Please. We're in danger.

Slight of hand Hayley relieves the Female of the Key Fob.

FEMALE
Get off me you filthy bitch!

The ruffled Female shoves Hayley away, goes inside the store.

Hayley, Key Fob in hand, makes for the

CAR

WHOOOP! WHOOP! The car unlocks, they pile in -- Knox sprawled on the back seat -- Hayley in the driver's seat -- Felix in the passenger.

Felix looks at Hayley, she stares at the car dash.

HAYLEY

There's no... key hole.

FELIX

No hole? There's always a hole.

Hayley shakes her head.

KNOX (O.S.)

Push the button... the one that says "start"

Hayley turns to Knox.

HAYLEY

What?

KNOX

(points)

There.

Hayley spots the button, pushes it, the ELECTRIC car starts.

KNOX (CONT'D)

Put it in drive.

HAYLEY

It's not going.

KNOX

It's electric... fuck me.

Felix pushes the gear shift into DRIVE.

KNOX (CONT'D)

On the floor, push the skinny peddle.

Hayley glances down. STOMPS on it. The car lurches forward.

HAYLEY

Fuck!

FELIX

Shit!

Felix holds on for dear life, Knox SLAMS backwards. Hayley glances up in the rear-view mirror at Knox.

HAYLEY (CONT'D)
Shit, you okay?

KNOX
Just go!

Hayley's eyes go wide. Knox sees her look in the MIRROR.

KNOX (CONT'D)
What?

Felix glances at Hayley, sees her look, cranes his head back, looks through the back window

DOWN THE STREET

Stin rushes towards the Electric car, his body MORPHED into half ALIEN, half HUMAN. He reaches out for the bumper of the car.

FELIX
Drive!

HAYLEY
I am!

FELIX
Faster.

HAYLEY'S FOOT

Punches the wrong peddle. The Car comes to a screeching halt. Stin collides hard with the car's trunk, ROLLS up over the roof and SMACKS onto the hood.

With black blood dripping from his nose and mouth, he COCKS a fist upward...

FELIX (CONT'D)
Go, go, go!

Hayley STOMPS the right pedal this time, the car lurches forward, tosses Stin from the hood, he rolls

ACROSS THE PAVEMENT

Like an Olympic gymnast, he's on his feet, gives chase again.

IN THE CAR

Felix swings around, stares out the back window

FELIX'S POV

Stin falls further and further behind, he finally relents, and stops.

Felix turns to Hayley, her head and face physically distorted, eyes milky white.

FELIX (CONT'D)
What are you?

INT. KNOX'S APARTMENT - LIVING ROOM - NIGHT

The front door BURSTS open. Hayley carries a weak Knox, drops him on the couch. Felix enters, moves to corner, shrinks down to the floor.

KNOX
We can't stay here.

HAYLEY
We're not.

Knox's symptoms have subsided, he sits up, breathless.

KNOX
The elixir --

Hayley glares at him.

HAYLEY
Where's my mother?

KNOX
You don't remember?

HAYLEY
I remember you left.

Hayley searches the small apartment.

HAYLEY (CONT'D)
Where is she?

KNOX
Hayley... your mother --

Hayley turns back to Knox, he drops his head in his hands, fights off tears.

KNOX (CONT'D)
She's gone --.

HAYLEY
Did you kill her too?

That stings, Knox jerks up his tear-stained face, it twitches.

KNOX
No. No... it was a car accident...
an accident.

Hayley pulls the PHOTO of the woman from her pocket.

HAYLEY
This is her.

Knox nods. Hayley stares down at the PHOTO.

HAYLEY (CONT'D)
She was beautiful --

KNOX
Like you.

HAYLEY
I don't have mother anymore... and
I don't have a father.

KNOX
I should've never done it.

HAYLEY
But you did... and look at me. I'm
some sort of fucking monster. I
ripped a man's eyeball out.

KNOX
He's Alien... like you.

In the corner, Felix rises up.

FELIX
(to Hayley)
You're... alien? Oh my God... just
like them. I saw her hand --
(to Knox)
Am I..?

A deep breath, Knox glances between the two.

KNOX
No.

FELIX
Then, I'm --

KNOX
You're their son.

Perplexed, Felix looks to Hayley for answers.

HAYLEY
Madame... Stin... his parents?

KNOX
Bodies. Bodies only.
(looks to Felix)
Your parents... they were killed,
used.

Knox tries to stand, but can't.

FELIX
That makes no sense. Stin hates me,
he would have killed me if MADAME --

Hayley makes for the door.

HAYLEY
That's what fathers do, Felix. They
kill their kids.
(beat)
We gotta go.

Knox stands this time, stumbles.

KNOX
He'll kill me.

HAYLEY
Not my problem.

Hayley opens the door, turns back to Knox.

HAYLEY (CONT'D)
Where's she buried?

Knox shakes his head.

KNOX
I didn't --

He moves to the fireplace, takes the CREMATION URN from the mantel, holds it out to Hayley.

KNOX (CONT'D)
That picture... this... it's all I
have left of her.

Hayley storms back to Knox, snatches the urn from him

HAYLEY
Now you have no one. Enjoy that
feeling.

EXT. CITY STREET - NIGHT

Urn in hand, Hayley moves down the street, Felix beside her.

HAYLEY
We have to get as far as we can.

FELIX
Bus?

Hayley nods.

HAYLEY
You have money?

Felix gives her a "you're kidding" look.

HAYLEY (CONT'D)
We'll start there.

Hayley walks on.

FELIX
They'll kill him.

Hayley stops, spins on Felix.

FELIX (CONT'D)
I've seen what he can do to
someone.

HAYLEY
He filled me with D-N-A from a
fucking alien then left me for dead
in a fucking morgue. His own
daughter! I don't give a fuck if
Stin rips his head off and has it
for breakfast.

Felix watches Hayley walk on down the street.

FELIX

I wish I could talk to my father
again.

HAYLEY

Stops, drops her head, closes her eyes, turns back to

FELIX

Tears trickle down his cheeks.

FELIX (CONT'D)

He needs our help... the thing he
has... he won't survive.

She stares hard and long at Felix, looks to the URN in her
hand.

HAYLEY

We need to go to the park.

EXT. CITY PARK - NIGHT

Towering, mature trees populate the pristine park. Scattered
LAMPS shed some light. In the middle, a POND, the HALF MOON
reflects off its still waters.

Hayley and Felix stand by its edge, her Mother's urn in her
grip.

HAYLEY

She always took me swimming.

FELIX

You remember?

HAYLEY

Now... some things. I can see her
in the water, holding me, trying to
teach me --

Hayley struggles back the tears, opens the urn, holds it up
and over the water's edge.

HAYLEY (CONT'D)

Can you say something please?

Felix lowers his head, closes his eyes. Hayley looks to him,
mimics him. Felix clears his throat.

FELIX
Dearly beloved... we are gathered --

HAYLEY
No.

Felix opens one eye, glances at Hayley. She's stares at him. Felix takes up the same pose again, closes his eyes.

FELIX
We did not know you --

HAYLEY
Monica, Mom.

FELIX
We did not know you for long...
Mom, but we wish we did. We wish
you could be here, play with us,
talk to us, love us. But we
understand, you had to move on.
Hayley... I, we... will never
forget you. We will keep you in our
souls and in our hearts. We...

Elbows Hayley, his head motions her forward. Tears trickle down her cheeks, Hayley moves toward the pond.

FELIX (CONT'D)
...we will now lay you to rest in a
place that Hayley knows you
loved.... the water.

Hayley WADES out, stops. She empties the URN'S ASHES into the water.

INT. KNOX'S APARTMENT - BEDROOM - NIGHT

An unstable Knox packs a bag. On top, his HANDGUN. He moves slowly, grimaces with every movement, his arm spasm, then calm, then spasm.

A KNOCK. Knox spins.

KNOX
Hay --

Stin leans against the bedroom door frame, arms crossed, smirk on his face. He has a new EYEBALL -- the eye color no longer matches the other.

STIN
Close. Same DNA... different body.

Knox grabs for the GUN, his hand spasms, he fumbles, drops it, it skids across the floor, out of reach. Stin smirks, moves to Knox, grabs his head, lifts him in the air.

STIN (CONT'D)
Putrid little humans, don't know
when to stop.

Stin tightens his grip on Knox's head, squeezes. Knox cries out.

HAYLEY (O.S.)
Put him down.

Stin smiles at Knox, lets go, Knox crumples to the floor. Stin turns to face Hayley.

Hayley has morphed. She bears a REMARKABLE resemblance to Stin. Elongated arms, claw-like hands, bulging cheek bones and forehead, milky eyes.

STIN
She wants you home. It is time for
your change.

Hayley looks at her claw hands.

HAYLEY
I think I'm there.

Stin steps closer.

STIN
It's only the start. Within hours
you'll no longer be Hayley. You
will be my child.

Hayley glances at Knox collapsed on the floor.

HAYLEY
I already have a father.

STIN
Really.

Stin STOMPS on Knox's leg. It CRACKS, Knox screams. Felix steps in the room, moves toward Knox, Stin SMACKS him away. The BLOW sends Felix into the wall, concussed, he slumps to the floor.

Next to him, Knox's HANDGUN.

STIN (CONT'D)

You will come home to your Mother.
She needs you. Your species needs
you.

Hayley shakes her head.

HAYLEY

I'm not one of... you.

Stin laughs.

STIN

Of course you are. Look at you.

HAYLEY

You have one chance. Leave or I
kill you.

Stin laughs harder.

STIN

Fucking hell. Human kill an Alien?

He shakes his head.

STIN (CONT'D)

Not even a hybrid like you could do
that. It's time to go home child.

Stin turns to Knox, raises his foot above his head.

Hayley CRASH tackles Stin to the ground. They wrestle,
fight, neither gains the edge, the room is destroyed BLOW-BY-
BLOW.

In the MELEE, Felix drags Knox from the room. Stin and Hayley
SMASH through a GLASS SLIDING DOOR onto a

BALCONY

They trade super-human BLOWS, both bleed black blood.

Stin grips Hayley's throat, pushes her against the railing.
She clings to him, glances at the ground twenty feet below,
turns back to Stin.

HAYLEY

You can't kill me.

STIN

I will, if I have to.

HAYLEY

She needs me. That's why I'm still
alive

Hayley relaxes her grip, now held up by Stin's hold on her.

HAYLEY (CONT'D)

Let me go.

STIN

I'll pop your father's head like a
grape. And the boy...

Stin closes his eyes, enjoys the thought.

STIN (CONT'D)

He will be our first meal together
as a family again.

Hayley hooks her legs around Stin's waist, pulls with all her
strength. They tip then free fall over the railing to the

PAVEMENT BELOW

Stin hits first, Hayley on top. Stin grunts with the IMPACT.

Hayley grabs his head, one sharp twist, his neck SNAPS. She
stands, looks down at

STIN'S FACE

BLACK BLOOD gurgles from his lips, he mouths words, no sound.

She raises her foot...

INT. CITY STREET - MOVING CAR - NIGHT

Knox GASPS.

His breathing difficult, his face drenched in sweat. Next to
him, Felix tends to him on the backseat of the moving

ELECTRIC CAR

KNOX

Hayley --

Hayley drives, the overhead street LIGHTS flicker past at
speed. Her face focused, she glances over her shoulder at
Knox.

HAYLEY

It's okay Dad. You're gonna be okay. We're gonna get you the elixir.

Knox closes his eyes, relieved.

KNOX

My leg...

Felix looks down at Knox's contorted leg.

EXT. CITY STREET - NIGHT

Car doors SLAM shut.

Hayley and Felix run to the trunk, open it.

HAYLEY'S POV

Jammed in the boot, Stin's body. They pull the corpse out, drag it a few feet, drop it to the ground.

FELIX

She's gonna know.

Hayley looks through the

CAR'S REAR WINDOW

Knox is sprawled out on the back seat, his leg a mess.

HAYLEY

Maybe... it's only got to be for a few seconds. Draw her out.

FELIX

We can't leave Knox here.

HAYLEY

What choice do we have?

Hayley PICKS Stin's corpse up, drapes one of his arms over her shoulder, runs her fingers over Stin's eyes, forces his eyelids CLOSED.

HAYLEY (CONT'D)

How do we look?

FELIX

Like a woman holding a dead alien.

HAYLEY
 Seriously.

FELIX
 I guess, from a distance --

HAYLEY
 Tie his ankle to mine.

Felix runs back to the car, opens the back door, looks down at Knox.

KNOX
 Is Hayley --

Felix leans in, unbuckles Knox's belt.

KNOX (CONT'D)
 Wait a sec... stop --

Felix ignores him, rips his belt off, get up close to Knox.

FELIX
 Take this --

He presses the HANDGUN into Knox's hand.

FELIX (CONT'D)
 Hayley's fine... she's got a
 plan... I think.

INT. CITY UNDERGROUND TUNNELS - NIGHT

With Stin's lifeless leg fastened to hers by Knox's belt, Hayley and Felix move through the darkness.

Seated outside his tent, The Old Man watches them pass.

THE OLD MAN
 She frets for you.

Hayley shoots a look at The Old Man, keeps moving.

Felix brings up the rear.

INT. CITY UNDERGROUND TUNNELS - NIGHT

Felix removes the PLYWOOD cover to his secret tunnel, turns to Hayley.

FELIX
 What if you don't --

HAYLEY

Get it to Dad and get as far away from here as you can. Don't come back, ever.

FELIX

Hayley... I don't think... what if we just --

HAYLEY

I'm not losing him again. I don't care what it takes. You of all people should know that.

Hayley's eyes moisten.

Felix nods, squeezes through the PASSAGE OPENING, slides the plywood closed behind him.

EXT. CITY STREET - NIGHT

A solitary street light throws white light over the

ELECTRIC CAR

Inside, Knox, unable to get comfortable, his leg throbs. He's in and out of a feverish sleep. The car DOOR opens.

KNOX'S POV

The gravel-scabbed face of Julius peers down at him, grin on face, crowded by Sal and Rip.

JULIUS

Look who we've got here, mister fancy coat.

Julius looks to Sal and Rip for recognition of his humor. Forced laughs from both of them.

JULIUS (CONT'D)

Where's that bald girly of yours?

Knox is mute, his eyes barely open. Julius inspects the inside and outside of the car.

JULIUS (CONT'D)

I think you've just paid your toll for the next year.

(looks back at Knox)

Get the fuck out.

Knox tries to sit up.

KNOX
My leg...

JULIUS
Don't give a fuck. Get outta my
car.

Knox shakes his head, his pain unbearable.

KNOX
If I have to move... I'll kill you.

All three burst into laughter. Julius so much, he has tears in his eyes. Looks to Sal and Rip.

JULIUS
Well... I guess I'm gonna die
tonight!

Julius reaches in for Knox, grabs him by the front of the shirt. Knox jams the GUN MUZZLE into Julius' mouth.

KNOX
Now... I don't want to, but I will.

Julius' eyes bulge, Sal and Rip step back.

Knox's hand trembles, half his face twitches, jumps.

KNOX (CONT'D)
You're gonna take your two little
friends... and never --

Knox's finger spasms.

BANG!

A SHOCKED LOOK OF TERROR on Julius' face. Behind him, Sal and Rip stand, covered in blood and SPATTERED BRAIN BITS.

KNOX (CONT'D)
Fuck me.

A DEAD Julius teeters, crashes backwards to the ground.

SAL
You... you shot him?

KNOX
Sorry... I...

Knox levels the gun on Rip and Sal.

KNOX (CONT'D)
Still want your toll?

A frightened Sal and Rip shake their heads.

KNOX (CONT'D)
Run!

INT. CITY UNDERGROUND TUNNELS - NIGHT

Felix moves with absolute familiarity and ease through the three foot passage, reaches the end, lowers himself onto his stomach, removes the bricks and peers into the opening.

FELIX'S POV

The Throne Room darker than normal, Madame paces, mutters in an ALGONQUIAN DIALECT.

She steps up to her Throne, sits, raises her hands palm upwards, CHANTS.

INT. CITY UNDERGROUND TUNNELS - NIGHT

Haley, Stin tied to her, walks/hops forward, advanced rigor mortis makes each step a struggle.

A few feet from the Throne room entry, she STOPS, closes her eyes, concentrates.

IN THE THRONE ROOM

Madame stops her chant, eyelids slowly open.

MADAME
My child... you have come back to
me. Enter.

OUTSIDE THE ENTRY

Hayley's eyes SNAP open. She steps toward the entrance into

THE THRONE ROOM

Madame straightens, her head rotates to the entry, twenty yards away, locks.

Hayley appears, stops, the DEAD Stin by her side.

A SHARP INHALE from Madame, her hands ball into FISTS. A subtle MORPH of her face, her cheek bones and forehead PROTRUDE, her eyes WHITEN.

Hayley's face MIMICS Madame's.

MADAME (CONT'D)
Come in child... come to mother.

HAYLEY
Stin for the elixir.

Madame smiles, tilts her head.

MADAME
You are in no position to haggle
with me, child.

Madame closes her eyes...

MADAME (CONT'D)
He is... not well...

Madame's grin a set of BLACK, pointed teeth.

MADAME (CONT'D)
...oh Stin. You nasty, nasty boy.

Madame opens her eyes.

MADAME (CONT'D)
He will die without the elixir.
This is my proposition. I heal your
father, he is free to leave...
unharmd. In exchange... you. We
complete the transfer, your father
lives. That is fair.

Hayley licks her lips, struggles to stand, hold the corpse upright.

HAYLEY
No. This is what will happen. You
give me the elixir, I give you
Stin. That's it. I leave, my father
leaves.

Hayley unconsciously glances upwards toward

THE CEILING HOLE ABOVE

Felix's EYES peer through the hidden opening, then vanish.

Madame grins, she knows.

MADAME
And if I say no?

Hayley pulls out the IVORY HANDLED KNIFE, holds it to Stin's throat.

HAYLEY
I cut his head off.

Madame nods.

MADAME
Yes... that would make it more difficult. Did you know, child, our souls remain with us for hours. Sometimes days. How long has his body been dead.

A sudden FEAR grips Hayley.

HAYLEY
He's not. He's out cold. I stomped on his head.

Hayley places her hand on his forehead, closes her eyes.

HAYLEY (CONT'D)
He's still very much alive.

Madame's eyes narrow. A smile creeps back onto her face.

MADAME
Really? Let me feel him.

With the blade of her knife she points at FOUR VIALS of golden elixir on the side table.

HAYLEY
Sure... for those.

MADAME
But child, they are my last.

HAYLEY
I don't give a fuck. You can make more.

Madame searches Hayley's face for a hint of bluff.

MADAME
I'm impressed child... you really do mean it.

Madame glides to the vials, picks one up, faces Hayley.
Hayley shakes her head.

HAYLEY

Two.

A deep INHALE from Madame. She pivots, picks up a second.

MADAME

If he is dead... I hope for your
sake his soul still exists.

Madame glides towards Hayley.

HAYLEY

Stop!

Madame stops.

HAYLEY (CONT'D)

Slower... much slower.

Madame moves again, much slower.

INT. CITY UNDERGROUND TUNNELS - HIDDEN PASSAGE - NIGHT

Felix scrambles backwards down the passage, but drops down the

GRATED OPENING

In the floor, head first, he crawls into it. A tight fit, he pushes himself along on his back, he reaches a

FLOOR GRATE

Felix lifts his head, peer through the grate

FELIX'S POV

At ground level, the angle of view only shows the Throne and the side table with two vials of ELIXIR.

HAYLEY (O.S.)

That's close enough!

INT. CITY UNDERGROUND TUNNELS - THE LAIR - THRONE ROOM -
NIGHT

Only a few feet from Hayley, Madame halts.

Anxious, Hayley shifts from foot to foot, she instinctively PUSHES the knife blade harder against Stin's neck.

Madame stops, tilts her head.

MADAME

He does not bleed?

Madame drops the two vials into her pocket, moves back to the wall of KNIVES, selects a large one, turns, confronts Hayley.

MADAME (CONT'D)

Why would you lie to me child?

Now suspicious, Madame SCANS the room.

MADAME (CONT'D)

What are you up to?

Hayley fumbles, flings the belt off her tied leg, drags the dead Stin back towards the tunnel entrance.

HAYLEY

His soul... it still lives within
him.

Hayley gradually MORPHS into her Alien form.

HAYLEY (CONT'D)

You give me the elixir, you can
have the soul.

Madame shakes her head, moves toward Hayley, studies her.

MADAME

There will be only one outcome. Our
species depends on it.

Madame MUTTERS in an Algonquian tongue. Hayley does not understand. Madame's MUTTERINGS grow louder.

Something in Hayley shifts, surges slightly. Confused, she lowers her knife, looks to the ground then up at Madame.

HAYLEY

What're you doing?

Madame MUTTERS, her hands palm up.

Hayley is overcome by some INVISIBLE FORCE, drops the knife, grabs at her face.

HAYLEY (CONT'D)

No... no, stop.

Her Alien features exaggerate, her face bubbles, bulges, her arms grow, her fingers turn to claws. Her thigh muscles expand, her pants RIP apart.

From her torn pants pocket, the

PHOTO OF HER MOTHER

Falls to the ground.

Her knees POP backward in reverse angle.

She SCREECHES, her mouth AGAPE, it exposes long, BLACK POINTED teeth.

Madame MORPHS in unison.

INT. CITY UNDERGROUND TUNNELS - HIDDEN PASSAGE - NIGHT

Felix pops the grate cover off, pulls himself through the tiny opening and into the

THRONE ROOM

The SCREECHES and HOWLS of the morphing women ECHO off the walls, he darts toward the Throne, hides behind it.

TERRIFIED, he grabs the other two VIALS from the table, races back to wall grate opening, scrambles inside.

In his panic, he leaves the grate cover off.

INT. CITY UNDERGROUND TUNNELS - THRONE ROOM - NIGHT

At the throne room entry, a now Alien Madame and Hayley square off, the dead Stin lies behind Hayley, she moves back, her heavy alien foot squishes Stin's head.

Madame SCREAMS, charges, Hayley jumps sideways. Madame's CLAW-HAND engulfs Stin's body, her touch confirms his lifelessness.

An angry SCREECH, her eyes lock on Hayley, BLACK SPIT flies from her mouth. Hayley cowers, retreats, lowers herself to the ground.

Madame stands, her bulk towers over Hayley, her features UNMORPH to Human likeness. She holds out her hands, palm up, CHANTS. From

STIN'S DEAD BODY

A small BALL OF LIGHT rises, hovers then lowers back into Stin. Madame turns, walks to Hayley, places a hand on her head.

MADAME

Not long now my child.

Madame glances at the Throne, the other two vials gone, her eyes move to the OPEN GRATE. She GLIDES to it, disappears into the opening.

EXT. CITY UNDERGROUND TUNNELS - NIGHT

Felix bursts from the tunnel entrance into the moonlight, runs down the street to the

ELECTRIC CAR

And stops. Julius' blood-caked body lies a few feet from the open back door. Felix approaches, steps over the body and peers

INSIDE THE BACK SEAT

A pale Knox lies sprawled out, his hand still holds the gun.

His hands shaking, Felix fumbles out one of the VIALS from his pocket, squeezes in beside Knox, brings the vial to his lips, tips it in. The

GOLD LIQUID

Dribbles out the corners of Knox's mouth. Felix forces Knox's mouth open, empties the vial, clamps his mouth shut.

FELIX

Swallow. Swallow it! For fucks sake.

Felix shakes Knox, no response. Panicked, he pulls the other vial out, rips the lid off, empties it into Knox's mouth.

FELIX (CONT'D)
Please Knox, please. Please wake
up.

Felix collapses on Knox, cries. GOLDEN LIQUID dribbles from Knox's mouth.

OUTSIDE THE ELECTRIC CAR

A silent Madame watches.

INT. CITY UNDERGROUND TUNNELS - THRONE ROOM ENTRY - NIGHT

Madame shoves Felix, he stumbles to his knees. To his left, Monica's PHOTO. He grabs it, slips it in a pocket.

MADAME
Get up.

Felix stands, walks into the

THRONE ROOM

Madame follows.

A supplicated Hayley sits to one side of the Throne, her morphed head tilts at the sight of Felix. Madame pushes past Felix, moves to Hayley, sits at the

THRONE

She strokes Hayley's head. Madame looks over at

STIN'S DEAD BODY

Propped up against the wall. Madame closes her eyes.

MADAME (CONT'D)
You long for you father.

She opens her eyes, stares directly at Felix.

MADAME (CONT'D)
I can reunite you with him.

Puzzled, Felix falters.

FELIX
My parents... they're dead.

Madame shakes her head.

MADAME
Look at me child. Look closely.

Felix studies Madame's face.

MADAME (CONT'D)
Would you like to remember?

Felix nods.

MADAME (CONT'D)
Come to me.

Felix moves to her.

MADAME (CONT'D)
Kneel.

Felix obeys. Madame wipes her INDEX finger across his forehead, a RED MARK WELTS up. Felix's face is lax. Slowly, he looks up at Madame...

Tears of joy and sadness trickle down his face.

FELIX
Mother --

Felix stands, reaches out to embrace her, a swift kick, Madame sends Felix backwards across the floor.

MADAME
You are not my son.

She turns to Hayley.

MADAME (CONT'D)
My son is in her. Soon, he will cross over. Our species will be whole again... strong again.

Madame stands.

MADAME (CONT'D)
But first --

She moves to Stin's body, turns back to Felix.

MADAME (CONT'D)
Come, sit with your father.

Felix walks to them, stands over Stin's body, wipes at tears.

FELIX
This is my Father?

MADAME
Yes child... it is. And you can be
with him... for your natural life.
Would you like that?

Felix stares at the body, leans in, hugs it. Then moves away,
faces Madame.

FELIX
I'm ready.

Madame motions downward. Felix lies next to Stin's body.

MADAME
Close your eyes... think of all
those beautiful memories I have
given you. Soon, you will be living
them again.

Felix closes his eyes.

Madame begins to CHANT, her hands HOVER above Stin's chest, a

BALL OF LIGHT

Appears, faint at first, grows in intensity. Madame's hands
guide it from his chest, it floats toward Felix, hovers over
his chest, the white light ILLUMINATES Felix's face.

Sensing the HEAT, Felix opens his eyes -- PANIC grips him.

FELIX
(whispers)
Hayley --

FELIX'S POV

Hayley, almost back to human form, shakes her head, stands,
takes it all in. In a haze, she steps off the elevated dais,
holds up her hands, the final remnants of the CLAWS evolve
into human fingers.

She turns to the wall of

KNIVES

Reaches out, takes one, turns to

MADAME

Who continues to CHANT, eyes closed, the BALL OF LIGHT lowers into Felix's chest, his body vibrates and jolts.

Beside him, Stin's body now a mummified corpse.

Hayley steps up behind Madame, raises the KNIFE. She PLUNGES it into Madame's back.

Surprised, Madame's eyes POP open.

The BALL OF LIGHT jumps up into her hand.

Felix's body relaxes, he's unconscious.

With her other hand, Madame reaches for the embedded knife in her back; she cannot gain a grip. She locks on Hayley, the BALL OF LIGHT hovers in the palm of her hand.

MADAME

My child --

HAYLEY

I am not your child.

Madame smiles, squeezes her shoulder blades together, the knife OOZES out, CLATTERS to the floor.

MADAME

Enough.

Madame MORPHS into full alien form, crouches in a pounce, HOWLS at Hayley, BLACK SPITTLE flies at Hayley. She looks away, stands her ground, the BLACK SPRAY SPLATTERS her face.

Hayley starts to MORPH into Alien form, she steps backwards.

Felix comes to, leaps to his feet, throws himself at Hayley. Hayley GRABS him by the shirt, lifts him in the air, her distorted face inches away, she SCREECHES at him.

Morphed Madame bares her teeth in glee.

A helpless Felix gropes for his pocket, rips out the

PHOTO

Of Monica, holds it to Hayley's face. She tilts her head, makes a strange CLICKING and POPPING noise.

Her CLAWED HAND takes the PHOTO, focuses on it. Her features begin to MORPH back to human form.

HAYLEY

Mother...

A single TEAR dribbles from her eye, recognition sets in, she kisses the photo, places it in her pocket.

Hayley turns and POUNCES on Madame, RIPS and TEARS at Madame's face and head. Hayley MORPHS again, grows larger than before. The two part Alien, part Human, HOWL and SCREECH, the sounds deafening.

Felix covers his ears, drops to the floor, his head between his knees.

One hand holds the BALL OF LIGHT, Madame fights with the other. The Creatures battle across the room, trading BLOWS, pitching one another around like rag dolls.

Felix scrambles against a wall. Hayley grips Madame's arm, twists...

SNAP!

Madame HOWLS, Hayley jumps back, Madame retreats against a wall, the BALL OF LIGHT balanced in her hand.

Hayley moves on her.

MADAME

You don't want to do this. You
destroy me... you end your species.

Hayley looks herself up and down.

HAYLEY

End this?

She nods.

HAYLEY (CONT'D)

I'm in.

Desperate, Madame makes a dash for Felix. Hayley grabs her by the neck, squeezes, Madame HOWLS.

CRACK

Madame collapses on the ground. Hayley stands over her.

Madame and Hayley's bodies both shrink to human form. Felix steps up beside Hayley. Madame stares up, GURGLES, her eyes blink between the two.

Her good arm flops to the side, the BALL OF LIGHT FADES away. Her voice weak, her eyes lock on Felix.

MADAME

Felix... my son.

Felix frowns, leans down.

MADAME (CONT'D)

I am your mother. You cannot let this happen.

Madame's face is peaceful, nothing like the Madame of old. He cradles her.

FELIX

Mom... is that you?

Her voice now different, kinder, softer.

MADAME

Remember your father... the circus?

FELIX

Yes... yes I do.

MADAME

You loved the horses... how they looked... so graceful, so beautiful.

Felix nods.

MADAME (CONT'D)

They remind me of you... beautiful, graceful in every way. Your father and I loved you so much. I want you to know that --

Madame lets out a long breath, her eyes glaze.

FELIX

Mom?

Felix cradles her, SOBS. Hayley places her hand on his shoulder.

HAYLEY

We have to go.

Felix looks up, wipes away tears.

FELIX

What about her soul?

HAYLEY

In a few hours, it'll be dead. We have to go, Dad needs us. You got the elixir to him?

Felix looks at her -- he does not know what to say.

HAYLEY (CONT'D)

Felix. You got the elixir to Dad? Tell me you did... please --

Hayley turns, runs out of the room. Felix takes one more look at Madame, then runs after her.

EXT. CITY STREET - MORNING

Hayley SPRINTS down the street to the

ELECTRIC CAR

Reaches into the back seat, hugs Knox's ashen body.

HAYLEY

No. No. Please... not again. I can't do this. I can't do this again!

OUTSIDE THE CAR

Felix runs up, stops at Julius' dead body, glances over to the open car door, his face hardens, his fists ball up.

He drags/rolls Julius' body toward a STORM DRAIN OPENING, shoves it inside, the body's bulk jams halfway in. Felix pounds the body with his foot...

FELIX

Pay. The. Toll, mother fucker.

Julius' body SQUISHS and vanishes down the hole.

Satisfied, Felix rushes to

THE OPEN BACK DOOR

In the backseat, Hayley sits beside the dead Knox.

FELIX (CONT'D)

Hayley.

No response.

FELIX (CONT'D)

Hayley.

Hayley spins her face to Felix.

HAYLEY

What! What the fuck do you want Felix? You want the elixir too? You want to be alone like me... have nobody. Why don't you just fuck off. Everybody I touch...

She looks back at Knox.

FELIX

Use me.

HAYLEY

I want him back Felix. I want my father back.

FELIX

You can. I'll give you my body.

Hayley stops, looks at him, his offer sinks in.

HAYLEY

You --

FELIX

No reason to stick around.

HAYLEY

You have me.

FELIX

That means a lot... I know you mean it. You're the first person since my parents died that I let in, the first that treated me with kindness.

Hayley shakes her head.

FELIX (CONT'D)
Think about it. You have a chance
to put your Father in me. Is his
soul still there?

Hayley nods, tears up.

HAYLEY
Yes... I can sense it.

FELIX
Then do it. It's how it has to
be... you know it.

Hayley draws in a breath, exits the car, grabs Felix in a
hug, holds him tight.

HAYLEY
I love you, Felix.

Hayley steps back, a questioning look.

Felix nods.

FELIX
Never felt so sure in my life.

Hayley hugs him again, kisses him on the cheek.

HAYLEY
Thank you.

This time, Felix hugs Hayley, kisses her on the cheek, turns
then sits cross-legged on the street.

HAYLEY (CONT'D)
What are you doing?

FELIX
I don't know, getting ready?

As gently as she can, Hayley pulls Knox's body from the car's
backseat, lays him next to Felix, leans in and kisses Knox's
cheek.

HAYLEY
See you soon, Dad.

Hayley turns to Felix.

HAYLEY (CONT'D)
I hope you remember me when your...
you know --

FELIX
How could I ever forget you...
Baldy.

Hayley smiles.

HAYLEY
Okay... lets do this.

FELIX
Do you know what your doing?

HAYLEY
Nope... but it can't be any harder
then driving a fucking car.

Hayley smiles, places her hand on Knox's chest, closes her eyes.

Her body morphs, slowly, slightly.

Felix closes his eyes, swallows hard.

Hayley MUTTERS/CHANTS in ALGONQUIAN.

She holds her hands over Knox's chest, PINPOINTS OF LIGHT swirl upwards, then merge into a BRIGHT BALL OF LIGHT. She DIRECTS it from his chest to a hover position above Felix.

Felix scrunches his eyes shut, lays back.

The BRIGHT BALL OF LIGHT floats downward, melts into Felix's chest, its GLOW engulfs his upper torso. Felix's body vibrates, ARCHES up then down, the LIGHT vanishes.

Hayley's eyes snap open, rivet on Knox's body, now shriveled and grey. She leans down, kisses his forehead, then turns to the prone Felix.

HAYLEY'S POV

Felix looks PEACEFUL. His eyelids FLUTTER, open, he BLINKS, a smile of recognition.

FELIX
Baby girl...

BLACK SCREEN

EXT. CITY STREET - MORNING

A POLICE CAR parked near Knox's dead body, the Electric Car gone. The Old Man, TATTERED SCARF around his neck, POPS out MILKY WHITE CONTACTS from his eyes.

He pockets them, raises a CELLPHONE to his ear.

He surveys the scene, takes it all in.

OLD MAN
(to phone)
We've recovered the last body. The other two are on the move.

EXT. RURAL HIGHWAY - MORNING

A BLACK SUV weaves through LIGHT TRAFFIC

INT. HIGHWAY - BLACK SUV - MORNING

Agent #2 drives, Agent #1 and Director Greuen in the back seat, a CELLPHONE to her ear. Her eyes stare straight ahead and out

THE WINDSHIELD

Fifty yards ahead, the Electric Car rolls down the highway.

DIRECTOR GREUEN
(to phone)
I know exactly where they're going.

She TAPS the Phone OFF. Beside her, Agent #1 stares at a laptop

ON THE SCREEN

A SATELLITE MAP of the highway and surrounding area, a SMALL GREEN DOT BLIPS, moves up the highway.

AGENT #1
They should make the burial site by midnight.

DIRECTOR GREUEN
Is everything ready?

AGENT #1

The hybrid's activated. He knows
what to do.

FADE OUT.