

DOWN

By
Don L. Patterson

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stonepatterson@sbcglobal.net

FADE IN:

EXT. DESOLATION STREET - DUSK

CLAY ROBERT, 35, attractive, trim, urban, walks down deserted city street. Clay moves quickly as if late for appointment.

Wind-blown newspapers, debris bring Clay to focus on where he is. Large digital clock overhead, "1:45 P.M. Thursday". Clay is alone on major metropolis street.

Clay pauses, in distance strands of thin white fog roll in. Turning corner, Clay stops, uncertain of location. His eyes search vacant windows surrounding him. A window sign, "PREPARE FOR ETERNITY!", catches his eye.

He fishes in jacket pocket for business card. Clay holds it in receding light. Written on back 'New digs. Don't be late'.

Clay turns card over slowly, reads standard business print on front: *Myron Shearer, Ph.D. Cognitive Behavior Therapy & Disorders 12205 Downing Street 5th Floor.*

Short distance up street, GRACE, 9, innocent, pretty, large sad eyes, emerges from alley.

Grace stops, looks at Clay. Her eyes drop to ground when Clay returns her stare. Clay walks towards her.

CLAY
Little girl?

She looks up as Clay stops in front of her. Their eyes meet. Her eyes are filled with dread. His eyes soften.

GRACE
My name is Grace.

She is dressed in tattered clothing, shivering from cold. Clay holds business card for her to read.

CLAY
Do you know where this place is?

Grace points down street. Clay bends down to girl.

CLAY (CONT'D)
Where is your coat?

Tear slides down Grace's cheek, shrugs, shaking head no.

Clay straightens, takes off his jacket, wraps it around Grace. She snuffles, starts to shiver uncontrollably but gives Clay small smile in appreciation.

CLAY (CONT'D)
Where are your parents?

Another tear follows. Grace shrugs, shakes head no.

GRACE
Don't have any.

Clay looks up and down street, sees no movement, turns back to Grace.

CLAY
You shouldn't be out here by
yourself. Someone must be worried
about you. Who takes care of you?

Grace looks down at her old, dirty shoes. She shrugs.

GRACE
I take care of myself.

Clay looks at his watch with frustration.

CLAY
We need to get you somewhere
safe. Warm. A police station.

Clay kneels down so he is face-to-face with Grace.

CLAY (CONT'D)
Its far too dangerous for you to
be out here alone. Empty streets.

Grace tries to stifle cries.

GRACE
Can take care of myself.

CLAY
I cannot leave you here alone.
Please. Come with me. I'll walk
you to a police Station.

Clay stands, offers his hand. Grace ignores it. Clay is surprised when she looks him in the eye with rage.

GRACE
I'm waiting for you. For a long
time.

CLAY
Waiting for me?

Grace motions for Clay to kneel.

She places her hands on either side of his face, draws him closer.

GRACE
(whispers)
Will you help me?

Clay gently removes her hands from his face, holds them.

CLAY
Your hands are like ice.

GRACE
Promise me that you will help me?

She motions for Clay to move closer.

Clay reaches into his jacket she is wearing. He pulls out a clean tissue. Clay gently wipes away tears, smudging dirt on her face.

CLAY
If I can.

GRACE
Promise?

CLAY
Are you hurt?

GRACE
(sniffles)
Please. Just one small thing.

She takes tissue from Clay.

GRACE (CONT'D)
Only you can do it.

CLAY
If I can help you I will.

Pause a beat. Her eyes lock on Clay's.

GRACE
Would you kill me?

Startled, Clay stands, moves back.

CLAY
Come. We're going to the police.

Grace pounds sidewalk with her foot.

GRACE
(insistent)
Make this stop.

Surprised, concerned, Clay takes another step back.

CLAY
(gently)
C'mon. At the police station,
you'll be safe, warm. They'll
help you find your parents.

Grace slams her foot down harder.

GRACE

(anger)

No place is safe. It's always cold and I'm so tired.

Grace drops tear-soaked tissue, turns, looks back down alley she had emerged from moments before.

CLAY

I'll get you help.

Suddenly, Grace drops Clay's jacket, runs into alley.

For first time, Clay turns to face alley.

Alley is short, dead-ended; no openings or doorways, completely empty with no place for little girl to hide.

CLAY (CONT'D)

Grace? Where...

Clay turns looking up street; empty. Street lamp above him flickers on, off with loud electric hum. Clay picks up his jacket. Tissue is gone.

He sees his shocked expression in vacant, dark, store-front windows. Clay starts walking in direction Grace gave.

PROSTITUTE 1 (O.S.)

Hey baby! Momma wants you.

Clay turns. Across street small group of attractive STREET PROSTITUTES watch Clay. PROSTITUTE 2 holds sign for Clay to read, "will do anything for food".

PROSTITUTE 2

Looking for a good time?

PROSTITUTE 1

Momma wants you something bad.

PROSTITUTE 3

Make me warm baby. Make me hot!

PROSTITUTE 1

Fill me up!

Clay quickens his pace to laughter of Street Prostitutes. He glances back. They give him obscene hand gestures with exaggerated, lurid body language. The Prostitutes look even more attractive then previously but he hurries to leave them behind.

Before he turns corner, Clay looks back one last time. The Prostitutes are now 'extremely' attractive. Clay's eyes stray for extra second. He sees that one of the Prostitutes has what appears to be hooves, horns, tail. Shakes head in disbelief.

Clay leans against wall of building, takes deep breath, exhales slowly. He turns corner for another glance. The Prostitutes are not there.

He pulls out business card to check address. Clay looks at street sign that reads 'Downing Street'.

Shiny new high rise across street. Clay focuses on numbers '12205'.

INT. BUILDING FOYER - CONTINUOUS

Clay enters large, expensive looking foyer; new, sterile, empty.

Clay passes security desk where guest book is open, hot coffee cup is steaming, plate holds half-eaten sandwich. Bread on top moves as Clay passes.

Curiously, Clay stops, looks to see if he is being watched; he sees no one.

He lifts top slice of bread. Maggots cover raw meat that could pass for human liver.

SECURITY GUARD (O.C.)
Hey buddy, that's my lunch you're playing with.

Clay looks up to see GUARD approaching while opening can of soda. Soda can is opened; Guard tries not to spill as he quickens pace.

Clay looks back down at ordinary sandwich. Clay drops the slice as guard grabs plate with look of disgust for Clay.

CLAY
Sorry. There was a fly...

Clay quickly enters elevator that is open, waiting.

INT. ELEVATOR - CONTINUOUS

Door closes. Elevator ascends before Clay can push floor button. Fifth floor button lights up. Clay looks at his watch nervously.

Mechanical elevator music gets louder, distorts annoyingly. Lights flicker. Music stops. Fifth floor. Doors open.

INT. BUILDING HALLWAY - CONTINUOUS

Clay exits, looks right, left in cold, darkened hallway. He walks left.

Hall lights turn on section-by-section, leading Clay to expansive door with large bronze plaque: 'Myron Shearer, Ph.D. Psychiatry'.

Clay looks back down hallway. Lights turn off one-by-one from most distant to where he is currently standing.

Door opens on its own as final light goes out above Clay's head.

Clay walks in, door closes on its own.

INT. PSYCHIATRIST OFFICE - WAITING ROOM - CONTINUOUS

Empty waiting room exudes warmth. MARY, 25, rises from behind, below receptionist's desk. She is slightly startled to see Clay standing at door.

MARY

Sorry, didn't hear you come in.

Mary, extremely attractive, stands with warm smile, dressed in expensive business suit.

MARY (CONT'D)

Trying to fix the strap on my shoe. You're early.

Clay responds to Mary's smile with surprised, goofy grin showing his instant attraction.

CLAY

(uncertain)

I have a two o'clock.

MARY

Of course you do. You must be Clay Robert.

Clay is mesmerized by Mary.

MARY (CONT'D)

Sit. I'll let Myron know you're here. He's with someone.

Clay stumbles to waiting room chair. His eyes follow Mary as she enters Psychiatrist's office. When door closes behind her, he looks to ceiling.

CLAY

(under his breath)

Nice.

Clay picks up random magazine from stack beside him.

He opens front cover, flips through magazine. Page after page is filled with advertisement for THE EDGE RESORT.

Clay blinks; magazine becomes 'normal' with different advertisements, articles.

Mary approaches. Clay looks into Mary's eyes. Her eyes are deep. As she nears, her electricity expands. Mary steps back, motions to opening door.

MARY
(with a smile)
Dr. Shearer will see you now.

Clay walks to Shearer's office door.

He pauses suddenly, trying to think of something complimentary to say to Mary, already sitting at desk.

As Clay turns, his eyes glance at Mary's right hand partially concealed by an office file folder.

Reptilian scales cover her hand. Clay stands frozen in doorway while staring at Mary's hand.

MYRON (O.S.)
Clay, it has been far too long.

Mary senses that Clay is looking at her. She looks from file to see Clay staring at her. She smiles uncertainly.

MARY
Are you alright?

Puzzled, following his gaze, she looks at her hand.

INT. MYRON SHEARER'S OFFICE - CONTINUOUS

MYRON SHEARER, 50, glasses, greying thick hair, matching trim beard, tweed jacket, stands from behind desk.

MYRON
Good to see you. I've been
wondering about you. Almost a
year since we last talked. I'm so
glad you got my new card!

Shearer walks around desk, approaches Clay. Clay faces Myron. They shake hands as Myron pats him on back in fond, friendly fashion.

MYRON (CONT'D)
So you found my new office and
met my new receptionist!

With his arm around Clay's shoulder, Shearer leads Clay to large overstuffed chair, motions.

MYRON (CONT'D)
Please. Sit.

CLAY
Thanks.

Clay sits. His eyes dart about room.

Clay randomly eyes book titles on desk, then neat, orderly row of books on shelf off to side.

Book 'titles' sharpen; they are non-identifiable, 'symbols' on spine. Titles go out-of-focus; books remain in focus.

Titles sharpen in English.

MYRON

Clay?

Clay's eyes end at Myron Shearer's concerned expression.

MYRON (CONT'D)

Are you having 'visions' again?

Shearer stands by Clay, looking at him with concern.

CLAY

Yes.

MYRON

Dreams, nightmares.

(Pause)

Other illusions?

Clay blinks, nods. Myron Shearer returns to desk.

CLAY

Hallucinations? Yes.

Myron sits, 'wheels' his chair to side of desk, closer to Clay.

MYRON

Has any of your past started to come back?

Myron raises, taps pen to nose. Sadly, Clay shakes head no.

MYRON (CONT'D)

Do you know what the meaning behind your name 'CLAY' is?

Myron writes on clip board, *Anomie, Amnesia*.

Clay places his hand together as if to pray.

CLAY

What are you talking about?

Clay's head rests on his folded hands.

MYRON

Names are not just a form of identification. They also have an ancestry. A history.

CLAY

Never given my name much thought.

Myron studies Clay.

MYRON

It's Teutonic. Means 'man of Clay' or 'mortal'? For some reason, seemed to be very important to you the last time we talked. Ring any bells?

Myron Shearer opens file from beneath clip board.

CLAY

For all I know, you could have given me that name.

The file is full of blank, white paper.

MYRON

Remember anything from our last meeting? Or before?

CLAY

You say a year ago? Nothing.

Myron shuffles through white papers as if reading something.

Clay cannot see what is in files. He can only see large stack of 'pages' within folder.

MYRON

How is work? Life in general?

Several 'pages' fall to floor.

As Clay looks at blank 'pages' on floor, sees writing materialize on pages, filling them with hand-written notes. Shearer does not acknowledge that he has dropped 'pages'.

CLAY

(automatic)

I love my work. I live for it.

Clay looks directly at Myron, separates his hands, wipes them on pants leg, rests them on his knees.

MYRON

What do you do when you are not working?

CLAY

Television. Read some. Go out.

MYRON

Any new girl friends? Any new friends at all?

Clay's eyes do not leave Myron's as Myron leans back into chair.

CLAY

I'll have a few beers at the local pub. Play some cards.

MYRON

You any good?

CLAY

Have a knack for poker. Can hit a straight or flush when I need to.

Myron's eyes break contact.

He looks down at floor with shaking head, suddenly notices 'pages' on floor, scoops them up, stuffs them into clipboard. Myron's eyes avoid Clay's.

MYRON

Bet you haven't taken a vacation since I last talked to you.

CLAY

You'd win. But life is better.

Clay nods, smiles broadly at Myron when he finally looks back at Clay.

CLAY (CONT'D)

Great job. Drinking buddies. Could be a lot worse.

MYRON

Really? Okay. Visions? Are they different from the last time we talked?

Clay tries to jog his memory, laughs, shrugs.

CLAY

Don't know. How did I describe the visions, last time we talked?

His eyes wonder to window. No light can be seen from black on other side of glass. Clay's eyes go back to Myron's.

MYRON

(writes notes)

Can't remember? I'll compare my notes later. What are they now?

Myron becomes intensely curious, worried.

Clay drifts off, remembering.

CLAY

I see things...

MYRON

Like?

CLAY

Just now, before I walked into this room. Your Secretary.

MYRON
Mary? She is a looker! Yeah?
(Delight)
Stunning woman. You like?

CLAY
Her right hand...

MYRON
Yes?

CLAY
I don't know how to say it
without sounding crazy.

MYRON
Her right hand...

CLAY
It was deformed. Had scales like
a lizard.

Myron looks over to small intercom partly hidden by books.
Clay's eyes follow Myron's to see intercom.

Clay's eyes follow cord from intercom that ends at small
microphone under lip of desk, facing him.

Myron talks into built-in microphone on his shirt collar.

MYRON
Mary? Would you come in here for
a few seconds?

Door opens.

MYRON (CONT'D)
(pointing at the
intercom)
Mary records everything on the
computer for me.

CLAY
She has been listening to us?

MYRON
Only for periodic checking to
make sure the recording... is
recording. You can trust Mary.

Mary walks in, stands next to desk facing Myron.

She turns, smiles down at Clay as he searches out Mary's
'deformed' hand from corner of his eye.

Their eyes meet.

She holds hand up in front of Clay's face.

Clay blushes, then looks down at his feet.

MARY

Clay. I like your name.

Clay's eyes rise to meet Mary's. For several beats, connection between Clay, Mary become electric.

She stands regal; her presence in room overpowering.

Hidden from Clay behind Mary, Myron rolls his chair back behind desk, breaking connection between Mary, Clay.

MYRON

Clay, take her hands.

MARY

(holding out hands)

Here. It's alright. Feel them.

Clay gently takes Mary's hands in his.

MYRON

Close your eyes. Get lost in the sensation of touch.

Clay nervously closes his eyes. Black gives way to...

EXT. RESTAURANT ON THE BEACH - DAY

At restaurant table overlooking sunny beach, Mary and Clay are holding hands. In background waves break; children play, run, laugh along shoreline.

Sun breaks through clouds. Sunshine covers Mary as she smiles, holding her hand up to look at sparkling diamond on her wedding ring. Clay smiles.

MARY

Let's forget lunch, go to our room.

Clay nods happily, his eyes look at children passing by.

INT. MYRON SHEARER'S OFFICE - CONTINUOUS

Mary withdraws her hands as Clay opens his eyes.

MYRON (O.S.)

Well?

Clay embarrassed while Mary's face is radiant.

CLAY

A pair of hands. Very soft.

MYRON

What did you see?

Mary gives Myron 'quick' worried look.

CLAY
Just my imagination at work.
(To Mary, embarrassed)
It must have been a trick of the
light. I'm sorry.

Mary's gently places her finger to his lips to silence him.

MARY
Shh. Don't be sorry.

MYRON
Thank you, Mary. That will be
all.

Clay watches Mary leave. Door closes.

MYRON (CONT'D)
Pretty. Okay. So you see things.
What else do you see?

CLAY
Reality taking a dive.

Myron moves closer to Clay, separated by desk. Clay's hand
goes over the microphone, covers the face.

CLAY (CONT'D)
She's been listening?

MYRON
Trust me.

CLAY
Is that proper?

Myron nods.

MYRON
Have to trust someone. We're all
here to help you.

CLAY
I know. But. She's just a...

Clay removes hand, sits back in chair, closes eyes.

MYRON
Remember how this works. You have
to talk to me so I can help you.

CLAY
Okay.

MYRON
I record so I can review.

Myron wheels back behind his desk, pivots to face afternoon
city-scape through window, no longer black.

MYRON (CONT'D)

So let's start with work. Do you
get along with your boss?

Myron lifts clip board to start writing.

INT. CUBICLE HELL - MINUTES BEFORE TEN

A DISPATCHER drifts by Clay, who is hunched over his LED
view screen with complicated image, deep in concentration.

The Dispatcher reaches past Clay's head, sticks a stick-em
message in center of Clay's LED monitor. Clay reads "*Mr.
Bartlett at Ten. Sharp*".

CLAY

Thanks.

Clay checks time on LED as he finishes straightening his
desk. Nine-fifty-one.

Clay's cubicle is antiseptic, Spartan, no pictures, no
desktop paraphernalia. Everything is white with slight
fluorescent green glow. Pencils sharpened, orderly.

Clay stands, checking his breath with cupped hand, looks at
his reflection in LED screen to adjust his tie.

Clay picks up his suit coat, draped on chair back, puts it
on as he walks down cubicle aisle in endless room with
endless number of empty cubicles.

Clay, the only movement, walks to side wall.

INT. CUBICLE HELL - HALLWAY -- CONTINUOUS

Clay walks past small lunch/meeting room, corner cubicle,
sees green flash against white wall. He continues.

Turns corner, looks in through larger second entrance.
Small lunch room filled with vacation posters for THE EDGE
a get-away resort.

Clay slows. His eyes go from poster to poster, from his
point of view all promote THE EDGE RESORT. More movement
from corner of his eye, his head enters cubicle.

A small, fat, shirtless, green REPTILIAN with Windsor
knotted white tie at neck, his hand in blouse, fondling the
breast of CRYING WOMAN, 35.

Crying Woman sits on counter beside microwave. She laughs
as Reptilian's tail inches up her leg, under her skirt. She
wraps her arms around Reptilian's neck.

Microwave gives warning ping. Crying Woman looks beyond
Reptilian's neck, notices Clay watching.

CRYING WOMAN
Can I help you?

Crying Woman calls out as Clay turns, walks away.

CRYING WOMAN (O.S.) (CONT'D)
(with hostility)
Keep walking, pervert. Creep!
Peeping Tom!

Clay hurries off, glimpses back at Crying Woman, face of young, angry MALE looking out from open doorway.

INT. THE BOSSES OFFICE - TEN O'CLOCK

BARTLETT stands in front of huge picture window looking out over grey metropolis. Bartlett, his expansive office exude wealth, prestige.

Bartlett's wide back is to Clay.

BARTLETT
I never get tired of it. I will
miss it...

Bartlett turns to face Clay, standing in front of large overstuffed chair under wall of oil paintings in gold leaf, antique frames.

BARTLETT (CONT'D)
...when it is gone.
(Distracted)
Sit. Comfortable?
(Pause)
Good!

Bartlett raises glass to salute Clay.

BARTLETT (CONT'D)
Look at you, sitting in my
favorite chair. Ice-cold drink
beside you. During office hours.

Bartlett takes sip from his glass motioning for Clay to follow suit. Clay takes sip.

BARTLETT (CONT'D)
That only happens when I fire
employees...

Clay starts to choke.

BARTLETT (CONT'D)
(chuckling)
Or, when I praise them. Relax!

Bartlett walks toward Clay with very white, toothy grin.

BARTLETT (CONT'D)
I have nothing but praise. You
are my Employee of the Year!

Bartlett's glass clinks Clay's glass.

BARTLETT (CONT'D)
You would not believe the
employee turnover. Hell, in one
week we can loose...

Bartlett's hand goes to Clay's shoulder like comrade-in-arms.

BARTLETT (CONT'D)
You always give one hundred
percent! How many years?

CLAY
Have no idea.

Bartlett picks up his drink, walks back to window.

BARTLETT
Always liked you, hard worker.
Take the job seriously, always on
time! Never rock the boat!

Bartlett drains his glass.

BARTLETT (CONT'D)
Wish I had more people like you.
You've made me a lot of money. A
real company man!

Clay takes cautious sip.

CLAY
Thank you, sir.

Bartlett sits on his desk, punches few buttons on keyboard,
studies Clay.

BARTLETT
When was the last time you took
time off?

CLAY
I don't remember.

Bartlett looks at computer monitor.

BARTLETT
Looking back -- I see you
haven't. Ever.

Bartlett pours himself another cold martini from large
metal shaker hidden in open desk drawer.

CLAY
There is always so much work.

BARTLETT

You need to get out. A little R
and R. A tired employee makes
mistakes. I can't have that.

Bartlett smiles with dead eyes of shark about to attack.

BARTLETT (CONT'D)

Have some fun.

Bartlett gives Clay sinful wink.

BARTLETT (CONT'D)

Know what I mean? Find yourself
somebody. Effective immediately,
as Employee of the Month, you
will take one month off with full
pay.

Bartlett finishes off his second Martini.

BARTLETT (CONT'D)

As my Employee of the Year, I'll
send you somewhere extra special.

CLAY

I didn't even know there was an
Employee of the Month. Or year.

Door opens, Bartlett picks up brochure from his desk.

BARTLETT

Here. I like this resort. The
Edge. You'll have fun.

Bartlett salutes Clay with brochure.

BARTLETT (CONT'D)

All expenses paid by the company.

Bartlett nods to WOMAN WITH POWDER, 29, at door. Bartlett
hands THE EDGE RESORT travel brochure to Clay.

BARTLETT (CONT'D)

My next appointment is here.

Bartlett shakes Clay's hand, quickly hurries him to another
door at other side of room.

BARTLETT (CONT'D)

When you get back, I want to
discuss your promotion. Now out
of here. Have some fun.

INT. PSYCHIATRIST OFFICE - WAITING ROOM - DAY

Clay sits up in chair.

MYRON (O.S.)

That's great news!

Myron Shearer looks up from his clip board to study Clay.

MYRON (CONT'D)
When are you going?

CLAY
I check in this Saturday.

Door opens, Mary steps in, smiles at Clay, then turns to Myron.

MARY
Your next appointment is here.

MYRON
Thanks. Have Mary set up your next appointment. Put you down for next month. When you get back.

Mary stands at door watching as Myron walks with Clay towards her, Myron's arm goes around Clay's shoulder.

MYRON (CONT'D)
Get yourself a small spiral notebook, start writing down your visions. When they happen. Where they happen. What's going on when they happen. Okay?

Clay glances at himself in floor length mirror at door. Myron's reflection alternates between psychiatrist, his reptilian version doppelganger.

MYRON (CONT'D)
Step off the safe sidewalks. Get out into the street.

Clay looks at Shearer then back to his reflection, the reptilian image remains.

MYRON (CONT'D)
Mary, tell Clay how cool The Edge Resort is... She knows the place!

Clay looks at Mary standing at door, then back into the mirror. Myron Shearer's reflection looks normal. He winks.

MYRON (CONT'D)
Live a little.

Mary motions for Clay to follow her to her desk.

INT. PSYCHIATRIST OFFICE - WAITING ROOM - CONTINUOUS

Mary reaches into her top desk drawer, pulls out The Edge brochure.

MARY

My parents have a cabin close by
The Edge. It is wonderful.

Clay takes brochure, glancing back to stack of travel
magazines. Mary starts writing in large, open appointment
book.

CLAY

My boss gave me a month there.

Mary looks up from her appointment book on her desk,
remembering something.

MARY

Do you like music?

(Clay nods)

I am going to this little concert
bar tomorrow night. You might
enjoy it.

Mary walks around her desk.

MARY (CONT'D)

I'm a regular there. Music is
good.

Mary hands Clay flyer from behind her back.

MARY (CONT'D)

I have friends that play there.
You do like music don't you?

CLAY

I think so.

MARY

(laughs)

You need to get out more.

Clay adds flyer to brochure, takes several steps back as
Mary glides forward. Her face inches away from Clay. She
gives him radiant smile, eyes sparkling.

MARY (CONT'D)

Well, hope to see you there. If
you go, I'm sure you'll have a
good time.

CLAY

(laughs nervously)

Well, I do need to get out more.

MARY

Tomorrow then.

EXT. WOODS - DAY

Clay is running through woods, heavy brush. Decomposing bodies everywhere. Hanging upside down from trees. Guttured. Impaled. On the ground solo or in piles. Flies everywhere.

Clay dives into deep trench, looking for crevice at his side, place to hide. He forces his back against wall.

Shadows fall, cover Clay's body. He's frozen with fear. A hunting pack closes in, howling barks that are not canine.

Decapitated body leans against dirt wall. Maggots cover exposed flesh, movement under clothing.

Clay hears harsh pants of those searching for him.

Body raises arm slowly as large maggots squirm, waterfall out of open arm wound. Clay stares in horror.

Accusing finger points inches from Clay's nose. Worms break from finger tips, try to enter Clay's nostrils.

INT. CLAY'S BEDROOM - EARLY EVENING

Alarm sounds in dark room. Clay swats at invisible hand inches from his nose.

Outside, neon light flashes on-off. Clay turns on light next to bed, sits up. 7:00 P.M.

Clay looks at travel brochure for THE EDGE RESORT with its pictures of beautiful, athletic, scantily clad young women, middle-aged men on golf greens, in front of swimming pools, behind large buffet tables of gourmet food.

Headlines, copy shine: "HOME OF THE BEAUTIFUL PEOPLE", "CHAMPIONSHIP GOLF COURSES" and "LIVE THE DREAM".

Clay tosses brochure into bedroom trash can.

Clay looks at himself in mirror across room.

CLAY

You get up every morning. Go to work.

Flashing light from neon sign strobes Clay's face.

CLAY (CONT'D)

You come home every night. Eat dinner, drink cheap beer, watch television.

Clay picks up flyer for band, bar. He talks to flyer with touch of sadness.

CLAY (CONT'D)

The high points of your day are
the hours you put into a boring
job that everyone quits within
their first year.

EXT. STREET IN FRONT OF THE BLACK BAR - EARLY EVENING

Clay finishes sandwich as he walks toward bar's building front. He pulls out flyer, checks address numbers.

Nearby graffiti reads 'WHAT THE FUCK ARE YOU LOOKING AT', the *looking at* has a line crossing through. Below '666' in white. "ENJOY THE RIDE" and "PAY THE PRICE TOMORROW" in blue.

CLAY

(while reading)

Mary, are you here?

Stray dog with wagging tail wanders up to Clay.

Clay pets dog. Dog's tail wags faster while hungry eyes stare at last few morsels of Clay's sandwich.

Clay laughs, tosses remainder to dog.

Dog leaps, catches food in mid air, chews, swallows.

Clay applauds as he walks to door. Dog surprisingly backs away with low growl of fear.

CLAY (CONT'D)

Performing at Hades Point. One
night only.

Clay looks at large sign 'HADES POINT'. Wasn't there before.

The door is locked. Clay knocks.

CLAY (CONT'D)

(yells)

Hello?

Dog barks warning, scampers back. Clay tries to open door. Door won't budge.

Clay looks at dog.

CLAY (CONT'D)

(to the dog)

Been stood up.

Door opens slowly.

Dog whines, gets between door, Clay.

Dog nudges Clay away from door, grabs Clay's pants leg, tries to pull him away.

CLAY (CONT'D)
Hey pup, stop! You'll ruin the
pants.

Clay looks into blackness. Dog races off, stops once to
turn, barks final warning.

CLAY (CONT'D)
Hello? You opened? Just want a
cold beer?

Clay walks into bar's blackness, pauses, looks back for
dog. Dog is gone.

CLAY (CONT'D)
Anyone here?

Clay takes step forward, hears faint, distant sound of
music.

INT. EMPTY HADES POINT BAR - CONTINUOUS

Room is large, very dark. Clay walks through blackness so
thick, one could cut it with a knife.

Room starts to lighten as Clay walks deeper into room.

CLAY
Is this a joke?

Bar is a work-of-art with hand-carved mirror frames, fancy
liquor-bottle shelving, designer brass bar, but it is now
trashy, dusty looking as if from years of neglect.

As Clay continues to explore, spider webs, mirror cracks,
massive amounts of dust start to disappear.

INT. EMPTY HADES POINT BALLROOM - CONTINUOUS

Clay enters extremely large 'dance' hall. Size of room is
unclear because walls are painted black.

At hall's opposite end is empty stage. Objects emerge from
darkness as Clay studies stage. Microphone on stand,
amplifier.

Single table in center of room where moments before was
nothing moments. Clay walks to table.

Ice cold, unopened bottle of beer is on table.

CLAY
(reading the label)
"Drink Me"? Where is that from?

Faint laughter, distant sounds of voices.

CLAY (CONT'D TO HIMSELF) (CONT'D)
(to the vacant room)
My memory sucks.

Clay scans entire room for movement; he is alone.

CLAY (CONT'D)
Wait. Alice in Wonderland? or was
it Alice Through the Looking
Glass?

Clay removes bottle top, checks bottle for damage.

CLAY (CONT'D)
I can do this. Drink me!

Clay raises bottle in mock salute to stage.

CLAY (CONT'D)
Rock on.

He drinks.

Clay notices 'tavern' chair under table. Clay sits down,
finishes beer, watches objects materialize around him.

He nods, catching himself falling asleep.

CLAY (CONT'D)
Good brew.

Clay drops bottle, his head falls to table. Bottle rolls
across floor, stops at shiny black boot of long-legged
FEMME FATALE.

INT. HADES POINT BAR BALLROOM - CROWDED -- CONTINUOUS

Room vibrates with metal music, long legs of Femme Fatale
move forward, stop in front of Clay's table.

Clay's eyes open to boots of Femme Fatale. He lifts his
head as if waking from deep sleep.

Clay raises his head a few inches more, eyes start to focus
on black, tight latex skirt stretched over Femme Fatale's
backside.

His eyes move to stage where band performs.

Clay takes in room full of dancing shadows, morphing into
people, some standing, leaning against black walls,
listening to music or deep in conversations.

Clay notices occasional eye watching him. In general
appearances bar looks like normal bar/dance hall. But as
Clay's eyes explore, he sees slight strange, unrealities.

As Clay continues to study room, it seems to increase in
size to hold growing number of people.

Dancing or talking people outside of Clay's peripheral view stare at him. Clay is not one of them.

Now in middle of ocean of people in black, Clay slowly sits up at table.

CLAY
(under his breath)
One hell of a beer.

Femme Fatale leans over Clay, exposing her low evocative neck line.

FEMME FATALE
(seductive)
You talking to me?

She pulls beer from behind her, sets it on table in front of Clay.

CLAY
No, but it's a great idea.

FEMME FATALE
You need this more than me. You look like shit.

CLAY
Sorry.

FEMME FATALE
Well, move the fucking table.
People want to dance!

Femme Fatale walks away. Clay looks down at beer, back to where the Femme Fatale had stood, now gone among churning bodies.

He lifts bottle, drinks. His eyes focus on pretty young DANCING WOMAN with handsome YOUNG PARTNER, laughing into each others eyes. Their dancing is exact.

Suddenly woman stumbles, a bright blinding light flashes. Time, music slows down to a dirge.

Clay lifts bottle for second sip, stops. Dancing people become distorted shadows. He looks at bottle with doubt, concern.

Clay sees DANCING WOMAN'S nude back. She is on her knees, in front of her dancing partner.

Before Clay's eyes, Young Partner changes into reptilian form with frog-like tongue, extended, striking air around him with quick flicks.

Dancing Woman turns to face Clay.

Her face is mainly blank, devoid of features, except for large exaggerated, blood-red huge-lipped open mouth containing very sharp, white teeth. Her mouth closes, giving Clay a smile.

Blood bubbles from corners of her mouth, down chin.

Young Partner offers her his taloned, reptilian hand while giving Clay a "mind-your-own-business" look.

Clay looks at other dancing shapes. No one notices the monstrous-looking couple.

Clay looks at beer bottle, back to dancing couple. Everything has look, sound of normalcy.

Drummer in band goes into solo, sound of drums rising into echo chamber.

CLAY
Spiked. Not drink!

Clay stands on unstable legs. Room spirals.

CLAY (CONT'D)
Need to walk. Fresh air.

Clay weaves towards vacant space at distant black wall, stops, looks back to where his table, chair had been. Gone. Replaced by more dancing shadows.

Crowd closes on him, a mix of beautiful humans and horrific reptilian faces pass inches from him.

Eyes, seemingly without pupils or with empty sockets, stare.

Drums beat steady, slow, throbbing; timed with strobe lights. Sweat rolls down faces close by.

Brilliant flash of white.

Two PRETTY WOMEN IN BLACK hold down struggling, completely nude Dancing Woman. Her smooth featureless face with lone large mouth cracks like china doll's. Out of her mouth flows a trickle of blood, which quickly becomes river, then geyser, of blood, coating those close by.

Those coated rub the blood into their bodies, clothing.

Small bloody puddle is on flyer that Clay left on table but now on floor, movement as insects are attracted to blood, maggots appear. Flyer flames, then nothing.

Reptilian Young Partner stands above Dancing Woman, hands of two Pretty Women in Black absorb, meld into the arms of non-moving nude Dancing Woman, her head deflated like spent balloon.

Reptilian Young Partner's head flies back, his mane of hair alive like a thousand snakes, each fighting for freedom from his head.

Reptilian Young Partner laughs in sadistic glee, white teeth grow large, sharp.

Reptilian Young Partner's head dives into stomach of Dancing Woman, she spasms against hold of two Pretty Women in Black.

Head of Reptilian Young Partner buries deep into the chest, stomach of Dancing Woman, body goes limp.

Another brilliant flash of white, normalcy, forms of dancing people diminish into distant, distorted shadows. No blood. No images of horror. People dancing.

Clay stumbles to distant black wall.

INT. CROWDED HADES POINT - BLACK WALL -- CONTINUOUS

Clay leans against black wall. His body sinks into wall as if it were made of non-reflective, light absorbing black spandex.

CLAY
One hell of a beer.

TIC TOCK (O.S.)
(Mimic accurately the
sound of a clock
ticking)
Tic Tock. Tic Tock. Tic Tock.

Clay notices TIC TOCK, an old man with white beard looking like Santa Claus without red suit. Fondling his beard, Tic Tock leans towards Clay.

CLAY
Oh great. Now I've got an off-season Santa Claus.

TIC TOCK
Don't get it yet?

CLAY
Santa! Did you see that?

TIC TOCK
What I see is not important.

CLAY
Been drugged! Can you help me out?

Tic Tock turns away from Clay to talk to young SPIKED HAIREWOMAN. Clay taps him on shoulder.

TIC TOCK
The clock is ticking.

Tic Tock starts turning, but is now young SHORTHAIRED WOMAN.

SHORTHAIRED WOMAN
Yes?

CLAY
Sorry. Thought you were someone else.

SHORTHAIRED WOMAN
Nothing wrong with that.

Shorthaired Woman turns back to her conversation with Spiked Haired Woman.

Clay turns attention to band performing on the stage. Clay notices lead vocalist is crying blood.

SHORTHAIRED WOMAN (O.S.) (CONT'D)
(loud with hate)
Time for crimes and punishment.

Clay turns back to Shorthaired Woman.

Shorthaired Woman, two Pretty Women In Black, young Spiked Haired Woman are gathered around FAT MAN chained to wall.

As women separate, Clay sees that Fat Man wears only priest's collar, matching black shorts with white stripes.

Women are armed with jagged daggers, Sado-Masochistic 'toys'. Fat Man's facial features change from sexual anticipation to terror. His pleading eyes meet Clay's.

FAT MAN
I am not ready!

Shorthaired Woman leans into Fat Man's face. Her 'green' tongue glides down sweating, fearful face.

SHORTHAIRED WOMAN
(mimics)
I'll do anything. I don't want to die.

SPIKED HAIRED WOMAN
(she yells into his face)
Pig!

SHORTHAIRED WOMAN
Child rapist!

FAT MAN
(protests)
I am a man of God.

Young Spiked Haired Woman thrusts her hand up to grasp the Fat Man's neck.

SPIKED HAIRED WOMAN
Pray to me, Father. Pray to me.

Four woman slice up the Fat Man's chest, stomach.

SHORTHAIRED WOMAN
Enjoy. Ain't it a bitch?

Clay grabs Spiked Hair Woman's hand. Their eyes meet.

CLAY
Stop.

FAT MAN
Thank God! A hero.

INT. CHURCH - BACK ROOM -- DAY

Scared young BOY IN SUNDAY BEST races through doorway. He stops briefly, looks for hiding place. In background, organ plays religious music.

Fat Man with priest's collar enters, leans against doorway.

BOY IN SUNDAY BEST
Don't. Please.

FAT MAN
Do not worry, my son.

BOY IN SUNDAY BEST
Please Father, no.

Fat Man moves quickly, grabs young Boy's arm.

FAT MAN
We are together. The two of us,
my son. Alone.

Fat Man slowly reels him in.

BOY IN SUNDAY BEST
(crying)
Father, please, no. Father, why?

FAT MAN
Because I must.

INT. CROWDED HADES POINT - BLACK WALL -- CONTINUOUS

SPIKED HAIRED WOMAN
We have a job to do.

Spiked Haired Woman smiles. Shorthaired Woman with finger to her lips, smiles at Clay. Then points at Clay with finger.

SHORTHAIRED WOMAN

Do you come here often?

Clay sinks into black spandex wall.

Fat Man's mouth becomes large circle, takes up his entire face. His screams are overtaken by band's music.

Within Fat Man's semi-transparent stomach, shape appears, blood-soaked Boy in His Sunday Best. His fingers extend through the stomach stretching out, like the spandex wall, shredding skin.

Boy in Sunday Best tumbles from stomach to floor. Blood evaporates from his body, clothes. He stands, looks first at Fat Man, then at Clay.

Clean, Boy In Sunday Best walks into dancing shadows.

Spiked Haired Woman joins other three slicing deeply into Fat Man's body. Internal organs slide onto floor. Blood is everywhere.

A brilliant flash of light.

Fat Man talks to four women. Short Haired Woman separates, walks over to Clay.

SHORTHAIRED WOMAN (CONT'D)

I asked you, do you come here often?

Short Haired Woman has two drinks, offers one to Clay. Clay declines.

SHORTHAIRED WOMAN (CONT'D)

Do I still remind you of someone else?

CLAY

No.

SHORTHAIRED WOMAN

Like to join us?

Hand grabs Shorthaired Woman's shoulder, gently pulls her back. Head emerges from shadows, whispers into Shorthaired Woman's ear.

Dread shows on Shorthaired Woman's face.

Down-turned head lifts. From beyond Shorthaired Woman, Mary gives Clay a dazzling smile.

Shorthaired Woman moves quickly to join other three women. With arms extended in greeting, Mary approaches Clay.

MARY

I have been looking all over for you.

Mary's hands slide down Clay's shoulders, end at his hands.

CLAY
I do not feel well.

The four women, Fat Man look at Mary with panic, fade away.

MARY
(Cheerful)
Come. I'll buy you a drink that
will make you feel... fantastic!

Mary leads Clay by hand to bar he had passed hours before.

CLAY
Had too much to drink already.

MARY
This is a cure. I promise.

INT. CROWDED HADES POINT - BAR -- CONTINUOUS

Crowd parts as Mary leads Clay to open space at polished bar. Shelves are filled with liquor bottles, expensive bric-a-brac, spotless.

Clay notices people give Mary a wide berth. Her presence seems commanding. Curious people furtively glance at Mary, Clay.

BARTENDER, in white cut-off sleeves, black leather vest, matching bow tie. His tattooed body, arms, are those of heavy-weight professional wrestler. Bartender talks to TWO BLONDES IN BLACK, identical blood red lipstick, Gothic darkened eyes, ripped bodies. Bartender sees Mary, immediately stops what he is doing, straightens his bow tie, pats down his hair as he approaches Mary, Clay.

Bartender is gracious, respectful to point of acting subservient.

BARTENDER
What would you like, Mary?

Responding, Mary looks at Clay, puts her arm around him, motions him to sit at bar. Two patrons hurriedly get up from seats. Mary then turns to Bartender.

MARY
We need something cold. Something
that will wake my friend up.

Clay watches patrons at bar as they continue to furtively glance at Clay and Mary. Patrons softly talk amongst themselves.

Bartender reaches into freezer behind bar, opens new carton of ice cream, sets it below bar, next to sink, liquor well.

He scoops ice cream, fills clean blender in front of Mary, Clay. Clay's eyes focus on scoops. Bottom of blender has unnatural movement.

Bartender pours vile-looking liquid from liquor bottles in blender. Flies cover the mirror.

With small flash, everything is normal. Clay now sees open ice cream carton is filled with ice cream. Liquid in blender looks normal. Liquor in liquor bottles is clear, transparent.

Mary talks to Bartender. Music plays in background.

Sound of whispers suddenly overwhelms Clay.

Bar patron moves his 'reptilian' tail.

Bartender turns on blender, which mutates to sound of people moaning in pain.

Bartender removes blender glass, fills two frosted Martini glasses, sets them in front of Mary, Clay.

MARY (CONT'D)

Drink.

Clay looks at open ice cream container. Vanilla ice cream looks normal.

CLAY

Not sure I need a ladies drink.

Mary runs her finger across her bottom lip leaving an electrical charge.

MARY

Caught with a "lady's" drink?
Thought you were more man than
that. Ice cream hides the cure.

Mary picks up glass, holds it in front of Clay. He can see her eyes, two deep bottomless pits, behind rim of sparkling glass.

CLAY

Not a matter of image. Had too
much to drink.

MARY

Don't worry. I'll take good care
of you.

Reluctantly, Clay takes glass from Mary, glances at Bartender watching from distance.

MARY (CONT'D)

Don't argue. Drink.

Mary leans over and whispers to Clay.

MARY (CONT'D)
If you want to experience heaven
later, you have to raise a little
hell first.

Clay sniffs liquid. Mary's lips go northward as she
whispers into Clay's ear.

MARY (CONT'D)
People are watching. Drink!

Bartender waits for him to drink. Clay closes his eyes.

MARY (CONT'D)
The Bartender made this special,
just for you. You don't want him
to get upset, do you?

Skeptically, Clay takes first sip as he looks at Bartender.

Clay's face changes from uncertainty to pleasure.

Bartender smiles broadly, claps his hands.

BARTENDER
Pretty good, isn't it?

Clay takes another, bigger drink, inherits a moustache.

CLAY
(surprised)
Different, doesn't taste like an
ice cream drink...

Startling Clay, Mary slowly kisses Clay's ice cream
moustache, laughs.

MARY
Delicious!

Bartender lifts blender, motions to Mary, Clay to quickly
finish drinks for refill.

Mary watches as Clay quickly finishes glass. Bartender
refills glass to rim.

INT. SECLUDED AREA - HADES POINT BAR -- CONTINUOUS

Mary leads Clay to quieter, more secluded area.

CLAY
Wait. I have to pay.

MARY
Don't worry. I'm friends with the
band.

They stop in dark corner.

CLAY

Thank you. My head is clearing, I needed this.

MARY

I am going to the ladies room for just a second. Can I trust you alone?

Clay nods. Mary lightly kisses Clay on cheek.

MARY (CONT'D)

Be right back. Don't wander off. You don't know people here. This place can be dangerous.

CLAY

(nodding)

I think someone slipped me a hallucinogenic.

Mary looks at Clay, then walks away. Two Blondes In Black at bar watch Clay, whisper, obviously making plans that involve Clay.

Band starts playing very dark tune.

Clay stands, watches band from distance.

Clay looks for place nearby to set empty glass. Two Blondes in Black, BLONDE 1, BLONDE 2 approach Clay from either side.

Blonde 1 places her hand in Clay's belt, pulls him to her, smiles seductively with wink to Blonde 2 as Blonde 2 takes glass from Clay's hand.

BLONDE 1

Hey big guy! Remember us?

As Clay shakes his head 'no', Blonde 2 whispers in Clay's ear, her empty hand slides into his shirt front.

BLONDE 2

Bet we can make you forget your lady friend in less than a minute.

Blonde 2 nibbles at Clay's ear.

BLONDE 1

We can stop your heart and you'll still beg for more.

Two women crush Clay with their bodies as their hands move passionately over his body, searching pockets.

Clay becomes extremely uncomfortable, gently but forcefully pushes one woman away, then other.

Clay becomes aware of watching crowd. Slowly, more heads turn to stare at him; some faces are not human.

CLAY
Don't mean to be rude, I'm here
with someone.

Clay retreats, his back ends up at wall.

BLONDE 2
(mocking)
I don't see anyone here now.

BLONDE 1
(to Blonde 2)
It wouldn't matter if we did.

Two Blondes close in again, exude passion, dominance well practiced.

BLONDE 2
You sound like a man who needs
help with organization.

BLONDE 1
Or. Discipline, with just the
right amount of delicious pain.

CLAY
I'll pass. Not my thing...

BLONDE 1
I could very easily consume every
inch of you.

Blonde 2's lips redden, white teeth sharpen, licks Clay.

BLONDE 2
So tasty.

CLAY
(softly but firm)
Stop. Enough of this.
(Angrily)
Get out of here.

Entire bar goes silent. Clay's eyes move back, forth between two women. Band stops performing.

Two Blondes freeze, withdraw hands quickly.

Clay motions to passing waitress. Two women back away several steps, whisper to each other.

CLAY (CONT'D)
Bring me an ice cold beer.

Clay watches band as it resumes play.

Anticipating that something major is about to occur, every eye watches Clay anticipating. Two women silently move further back.

Clay stands alone.

Mary exits ladies rest room, crowd returns to its previous activity.

Clay's eyes watch re-energized crowd, then spots Mary, now wearing brightly colored scarf around her neck.

CLAY (CONT'D)
Nice scarf.

MARY
You like?

CLAY
Yeah, it's you!

Mary takes scarf off, wraps it around Clay's neck, as waitress hands Clay beer bottle. He sees Blondes.

MARY
Then let me wrap 'me' around you.

Two Blondes at bar turn from Clay, talk with Bartender.

Mary's hand slides down Clay's cheek. She gives him captivating smile.

CLAY
I'm not sure that...

MARY
(interrupting)
Ssshhh.

Mary looks at her fingers, sees red lipstick. It is not hers. She examines crowd.

Mary places her finger gently on Clay's lips.

MARY (CONT'D)
(interrupting)
Don't say a word.

Mary's eyes lock on two Blondes at bar, Clay's eyes follow.

Blondes are nervous, uncomfortable being stared at, people standing close by to the two Blondes move away, after a few beats, they slide off stools, fade into crowd toward stage.

CLAY
What just happened?

MARY
Whatever are you talking about?

CLAY

I don't get it, whatever it is.

Mary's eyes focus with humor on Clay's confused eyes.

MARY

Something about you that we, I,
just can't put my finger on.

CLAY

I'm not special.

Mary pulls Clay's face closer to hers.

MARY

I think you're special.

CLAY

Why?

She gently kisses him.

MARY

You are...

Clay breaks away from Mary.

CLAY

(interrupting)
I got to go.

MARY

Don't go. We'll have fun.

Mary looks saddened, hurt by Clay's rebuff.

CLAY

I need some fresh air.

Clay walks quickly to front door without looking back.

With puzzled frown, Mary's eyes follow Clay as he exits.
People part to give Clay wide berth.

EXT. THE BLACK BAR - FRONT -- CONTINUOUS

Clay turns, leans against light pole, eyes from sidewalk to
doors he just exited.

Through glass on exit door, Clay sees Grace watching him.

Clay straightens. Grace presses her face into glass.

CLAY

Grace?

GRACE

(mouths the words)
I want to die. End it all!

Grace fades into darkness behind her.

Clay moves toward the doors, which disappear, the front of bar turns into solid brick wall.

Clay stands alone on street late at night.

Clay starts playing with colored scarf around his neck.

He smells scarf, walking down street, streetlights turn on, off leading him down the street.

INT. THE HADES BAR - THE LADIES ROOM - CONTINUOUS

Mary enters ladies rest room, returns with small sign that reads 'Closed for Temporary Cleaning, Use Men's Rest Room'. Places sign on door. Door closes.

Crying Woman, looking sluttish with her mascara smeared, looks up from one of dirty sinks. She has long colorful scarf wrapped around her neck. With her hand covering, she attempts to hide safety razor blade from Mary's view.

Mary walks over, placing hand on Crying Woman's shoulder.

MARY
(gently)
Are you having problems?

Crying Woman tries, fails to hold back a tide of tears.

CRYING WOMAN
I am scared. So afraid.

Mary places her head tenderly on Crying Woman's shoulder.

MARY
I know. It's hard.

Mary gently lifts hand to expose concealed razor blade. She brings her hand under the Crying Woman's chin, gently lifts her head up, around to face her.

MARY (CONT'D)
(softly)
Foolish. Feel like you can't do
anything right?

Crying Woman nods, Mary smiles sympathetically, forces Crying Woman to look at her reflection in mirror.

MARY (CONT'D)
Always needing someone else's
help?

Crying Woman nods. Mary holds out her hand, Crying Woman drops razor blade gently into Mary's hand. Mary holds razor blade up. It shines in bathroom light, twinkles.

MARY (CONT'D)
Here let me help.

Crying Woman nods again looking into Mary's eyes with hope.

MARY (CONT'D)
The key to slashing your wrists
is to move the blade vertically
with the length of the arm, not
horizontally, across it.

Mary grasps Crying Woman's wrist with a steel grip.

MARY (CONT'D)
That way, you can't change your
mind later.

Crying Woman starts to jerk away, shakes her head in denial.

CRYING WOMAN
No. No!

Mary slices deeply into Crying Woman's arm following the length of the vein. Crying Woman looks down at her arm, watches hysterically as her blood flows into dirty sink.

MARY
Hold over, don't make more work
for the poor, cleaning lady!

Mary avoids getting blood on herself as she forces Crying Woman's arm to the sink.

CRYING WOMAN
Changed my...

MARY
(interrupting)
Selfish bitch, always about you!

Crying Woman weakens.

Mary takes scarf from Crying Woman's throat, ties Crying Woman's arm to faucet. Crying Woman slowly collapses to floor while her arm continues to pump blood in sink.

Sound of Woman With Powder snorting from bathroom stall gets louder. Mary walks to stall, pulls door open.

INT. THE LADIES ROOM - TOILET STALL - CONTINUOUS

Woman With Powder sits on toilet with cosmetic mirror containing small mound of white powder under her nose. Powder surrounds her nostrils.

Woman With Powder looks up.

MARY
Don't let me stop you.

Woman With Powder's eyes widen as her head drops down to mirror against her will.

MARY (CONT'D)
Here, let me help you.

Mary reaches into Woman With Powder's purse, pulls out baggy filled with white powder.

MARY (CONT'D)
Just what the doctor ordered.

Mary firmly grasps firmly Woman With Powder's hair. Mary's other hand holds bag, forcing Woman With Powder to bury her nose into the mound of white powder.

WOMAN WITH POWDER
It's not mine. I am holding it
for someone else.

MARY
This is what you want! Now do it!
All of it.

Mary leans down inches from Woman With Powder.

MARY (CONT'D)
Ahhh. That a girl. Breathe in.
Don't want to leave any of that
fine white stuff behind.

Mary watches the Woman With Powder to inhale entire bag.

INT. THE HADES BAR - THE LADIES ROOM - CONTINUOUS

Mary looks back at Crying Woman's dead body. She walks to the sink, carefully removes scarf, checks it for blood, finds none. Crying Woman collapses to floor.

Behind Mary, Woman With Powder convulses, dies.

Mary checks her make-up as she wraps the scarf around her. She looks down Crying Woman with a mix of humor, disgust.

Mary sees in back of rest room OLD WOMAN with mop, bucket walking out of 'service' doorway.

MARY
Just in time to clean this mess.

Old Woman nods. Piled behind her in the service closet she has exited, are arms, legs, heads, torsos of other bodies.

OLD WOMAN
Hmmm. A new one!

Mary enters stall, drags still body of Woman With Powder.

MARY
More.

Mary walks past body of dead Crying Woman. Safety razor glints in pool of blood at base of sink.

Looking in mirror, Mary touches up lipstick. Old Woman drags body of Crying Woman to the large service closet.

Mary looks into mop bucket, a human finger floats to top of blood tinted soapy water.

Mary steps back from mirror, gives her 'perfect' body a glance from the side, adjusts colorful scarf.

MARY (CONT'D)
Need to loose a few pounds.

Old Woman looks up at Mary with reverence.

INT. CLAY'S BEDROOM - DAY

Clay wakes with a jump. Colorful scarf covers his face. He yanks it off with horror.

CLAY
That nightmare was... bad!

Scarf falls on top of brochure on floor.

Clay grabs brochure.

The Edge Resort has it all. Picture yourself surrounded by Beautiful young women. Handsome men. Pool fit for a king. Challenging golf greens. Cuisine for the rich and famous. Everything you want for that ultimate vacation of a lifetime.

Clay's fingers trace through pictures of beautiful women in skimpy bathing suits.

CLAY (CONT'D)
Good for me.

Clay drops brochure to floor with several others. At foot of bed is neatly stapled papers. He picks up confirmation contract that has large PAID stamped over 'first class accommodations' and 'confirmation'.

CLAY (CONT'D)
The Edge Resort.

Clay stands, looks at his packed suitcase. Clay looks at his reflection in mirror, smiles at his reflection.

CLAY (CONT'D)
One for the road, then out of here.

Clay pulls out a ice wet can from cooler filled with beer cans and plastic wrapped sandwiches, gives Spartan room last passing glance, pauses at the window, sees few cars, few pedestrians, he drinks from can.

Across street Clay notices unobtrusive Tic Tock, looking up to Clay's window, makes eye contact, Tic Tock taps watch.

Puzzled, Clay backs from Tic Tock's view but continues to watch Tic Tock. Hades Point Bartender walks past Tic Tock, looks up at Clay's window while talking into cell phone.

Clay laughs at himself in mirror reflection.

CLAY (CONT'D)
God. Now I'm even seeing
conspiracies everywhere. Have to
remember to tell this one to Dr.
Shearer. Got to get out of here.

Clay finishes can, exits with suitcases in hand.

EXT. THE EDGE RESORT - FRONT GATE - EARLY AFTERNOON

GUARD 1 at gate, motions car to lively painted guard house, surrounded by sculpted flower beds. Clay slows, brings car to stop.

Clay hands contract, Guard 1 gives the paperwork quick glance, walks to guard house door.

Clay watches TWO WORKERS on other side of fence take down long, metal flag poles from their stands, stack them a short distance from fence.

Another WORKER removes flags, folds them neatly to side, colorful flags promote Edge Resort.

All workers give tall electrified fence wide berth. Clay surprised to see fence topped with barbed wire.

Guard 1 talks into microphone on his shirt collar, extracts large envelope from guard house.

Guard 1 hands Clay envelope.

GUARD 1
Inside you will find your keys
and some information about the
Resort. Remember to put the
parking sticker on your
windshield.

CLAY
Thanks.

GUARD 1
You're late. We thought you would
check in hours ago.

CLAY
I got a late start.

Two large refrigeration trucks with *Maelstrom Meats* logo printed on their sides pull up behind Clay's car.

GUARD 1
They have this huge all you can
eat, drink party starting in...

The Guard 1 points at two trucks behind Clay, waves to
DRIVERS waiting, they wave back.

GUARD 1 (CONT'D)
Trucks are here.

Guard 1 looks at his watch as gate opens.

GUARD 1 (CONT'D)
Ribs. Steaks. Drinks. Good place
to meet women.

Guard 1 gives Clay a lecherous wink.

GUARD 1 (CONT'D)
You won't want to miss it.

CLAY
Thanks.

Clay drives through gates as Guard 1 walks back to post,
watches Clay drive away.

GUARD 1
(Whispers to himself)
Have fun, asshole.
(Into his collar)
Last one in. Ready for lock down.

EXT. THE EDGE RESORT - CLAY'S COMPLEX - EARLY AFTERNOON

Clay exits car, opens trunk, unloads.

He looks around front of complex, impressed.

CATHY, CONNIE turn corner dressed in wet bathing suits with
towels around their necks, walk past Clay.

CATHY
(Passing flirt)
Hi.

CLAY
Hi back.

Both girls slow to turn, face Clay.

CONNIE
Just get in?

Connie puts her hand on Cathy's shoulder to stop her.

CATHY
What floor you on?

Cathy turns to give Connie a smile.

CLAY

Four.

CATHY

So are we. Going up. Can I give
you a hand?

CLAY

Sure.

CONNIE

Give me that small one. What room
are you in?

CLAY

'D'.

CONNIE

How cool is that? We're in 'C'.

Connie returns Cathy's big smile.

CATHY

Neighbors!

Clay closes car trunk, three walk to elevators, sound of
elevator doors opening.

EXT. THE EDGE RESORT - CLAY'S COMPLEX - THIRD FLOOR -
CONTINUOUS

Women exit elevator laughing, followed by Clay wheeling
cooler, juggling a suitcase.

CONNIE

Ever been here before?

CLAY

No. You?

CATHY

Nope. Read this was the best
place to party 24/7! Wild!

Connie gives wide friendly smile. Connie elbows Cathy.

CONNIE

(to Clay)

Excuse Cathy, she's been looking
to cut loose for quite a while.

CLAY

I can dig that.

Three stop at Clay's 'D' door, suitcases down.

CATHY

Maybe we can meet later?

CONNIE
For drinks?

Connie leans on Cathy, unsnaps her bathing suit top.

CLAY
Sounds like a plan.

Clay unlocks his door, sets suitcases, cooler inside foyer.

CONNIE
There's a big party at the pool,
downstairs, in like, a few hours.
Grilling steaks, shrimp on the
barbee. All you can drink!

CLAY
Nice!

Connie releases bathing suit top.

CATHY
Get my money's worth!

CONNIE
Damn straight! Hot wings. Sun.

Cathy starts dancing to the invisible music in her head.

CLAY
My kind of party.

CATHY
So we'll see you soon?

CLAY
Sure. Thanks for the extra hands.

Both women walk to their door, Connie opens the locked door as Cathy turns back to wave, both enter their condo.

Their door closes, Clay looks out over resort from walkway.

CLAY (CONT'D)
Okay, lets see how the rich and
famous live.

Parking lot below fills with people in bathing suits, drinking, dancing to music from speakers just turned on at distant pool, preparing for a large party.

INT. THE EDGE RESORT - CLAY'S CONDO - CONTINUOUS

Clay enters large condo, surprised with size, extravagant furnishings, reaches into cooler, extracts can, opens it.

Clay smells fresh flowers, looks at Special Guest Gifts on large dining room table. Fancy magnum of champagne in a filled ice bucket surrounded by packaged chocolates with gold wrapping, fresh fruit.

CLAY
Nice, very nice.

Clay walks into attached kitchen, opens refrigerator door.

Fridge is filled with mini brewery, bottled beer, cold wine, assortment of foods. Clay holds bottle of beer, bottle of wine.

CLAY (CONT'D)
(to the fridge)
Glad I brought my own, stuff
would probably cost me a day's
pay. That's how they get me to
pay for this free condo.

Clay explores condo, stopping every few seconds to examine some expensive object, turn on, off lights, large LED TV.

INT. THE EDGE RESORT - CLAY'S CONDO BATHROOM/BEDROOM -
CONTINUOUS

Clay stops in middle of mirror walled bathroom, opens to mammoth-sized bedroom.

Clay starts water flowing in Jacuzzi, stands, turns follows sounds of a large crowd of people having fun. Attached to his bedroom, he watches people splashing water at each other in pool, short distance, below his screened in porch.

INT. THE EDGE RESORT - CLAY'S CONDO PORCH - CONTINUOUS

Sounds of people at play become extravagantly loud when Clay opens sliding doors, walks to screen window, looks down. Crowds having fun below, overwhelms him. On other side of large pool, strands of smoke from resort grills, lift, fill screen porch. Clay coughs.

CLAY
Smells heavenly.

Clay takes several steps back while finishing beer.

Clay takes off his shirt, makes ready for Jacuzzi.

CLAY (CONT'D)
Going to be an interesting stay.

Brisk knock at front door, followed several beats later by louder series of knocks. Clay exits porch leaving sliding glass doors open.

INT. THE EDGE RESORT - CLAY'S CONDO - CONTINUOUS

Clay shakes his head anticipating Cathy or Connie.

CLAY
Neighbors! Cathy or Connie?

Clay opens front door. Standing in prim business suit, a very pretty dark-eyed woman with a large colorful badge on her lapel 'CONCIERGE'.

CONCIERGE

We are so glad you finally got in. We have been waiting for you.

As Concierge waits patiently to be invited into Condo, Grace goes skipping past her on third floor complex walk.

Clay sticks his head out door, searches for Grace.

Walkway is empty, sounds of people walking to pool party drift up.

Concierge looks at her watch impatiently. Clay steps back into room, Concierge enters room uninvited, closes door behind her. She leans back against door, licks her lips.

CONCIERGE (CONT'D)

If you need anything.

She walks to phone, her hand glides over handle. Concierge turns to face Clay.

CONCIERGE (CONT'D)

Pick up the phone, we can provide for every desire. Just ask.

CLAY

I'm very low maintenance.

Concierge brushes up against Clay while stretching her blouse to the maximum, biting her bottom lip, coyly.

CONCIERGE

Even you must need a jump start once in a while?

CLAY

Thank you.

CONCIERGE

Your refrigerator is stocked.

Clay escorts Concierge, walking backwards, back to door.

CONCIERGE (CONT'D)

Here we provide everything. Everything.

CLAY

Umm. Thank you.

CONCIERGE

At no extra charge...

Concierge leans her back on wall, next to door.

CLAY

Really?

Concierge gives Clay sexually wanton look.

CONCIERGE

Really!

CLAY

I'm fine.

Clay opens door.

CONCIERGE

If you would like some company.

Clay escorts Concierge door.

CONCIERGE (CONT'D)

You won't be disappointed.

Clay closes door gently, locks it with relief, leans head against door exhaling long sigh.

CLAY

(Laughs)

Talk about hospitality!

Clay laughs grabbing last two cans of cold beer from cooler, held together by plastic yoke.

He extracts one, pops top, walks to Jacuzzi, sets both cans at side, turns off water flow.

He kicks off his shoes, looks at clock beside bed, 2:13.

Sounds of people having fun at pool gets louder through sliding glass doors. Clay in Jacuzzi, looks at his toes in water, wiggles them with chuckle.

CLAY (CONT'D)

(To his toes)

Going to be a mother of a month.

His chin falls forward to his chest. He sips from beer can. His head continues to drop. Beer can falls from fingers as Clay falls asleep. The party outdoors gets louder.

INT. THE EDGE RESORT - CLAY'S CONDO - HOURS LATER

Clay wakes with start to deathly quiet, reaches over to remaining can of beer, takes sip, warm beer shows on face.

CLAY

Horrible. Warm.

Clay sits upright, notices silence, clock shows 6:01.

CLAY (CONT'D)

Guess I needed sleep.

INT. THE EDGE RESORT - CLAY'S CONDO PORCH - CONTINUOUS

Clay in towel, with water dripping, walks to screened porch. Through open glass doors, Clay looks down at pool.

Pool area is totally vacant with no movement, nothing to show that hours before large party had taken place. Gone are grills, portable bars, people.

Large refrigerated meat-packing truck drives by.

CLAY
Guess I missed the party.

INT. THE EDGE RESORT - CLAY'S CONDO - MINUTES LATER

Clay finishes dressing in dark jeans, a lightweight summer, dark wind-breaker hoodie, Examines his reflection in the mirror, finishes sandwich. Primps.

CLAY
No personality. No looks. Why are women coming on to me all of a sudden?

Clay walks over to cooler, puts another sandwich in his wind-breaker pocket.

CLAY (CONT'D)
Since I missed the bar-be-que.

He passes the mirror, turns to his reflection.

CLAY (CONT'D)
Quiet is going to drive me nuts.

Clay squints.

CLAY (CONT'D)
We really got to stop meeting like this, people will talk.

Clay picks up his keys, looks back at condo while twirling his keys, then back at his reflection.

CLAY (CONT'D)
Lets check this place out.

Walks to door, unlatches, exits into late afternoon.

EXT. THE EDGE RESORT - CLAY'S COMPLEX - THIRD FLOOR - CONTINUOUS

Clay makes sure door locks behind him, starts down the walkway. As he passes, he notices Cathy, Connie's open door, gives it large knock.

CLAY
Hello?

Door opens wider.

CLAY (CONT'D)
Door is open. Anyone here?

Door opens all the way.

CLAY (CONT'D)
Place looks like mine.

EXT. THE EDGE RESORT - CATHY & CONNIE'S CONDO - CONTINUOUS
Clay walks in, closes door behind him. It locks.

CLAY
Hello? Anyone?

Clay stops at table.

Champagne bottle, gone from ice bucket on table.
Chocolate's gold-wrappers on table, where melted ice melted
leaves little puddles.

Brochure similar to one Mary gave to Clay is on table. He
turns it to face him, reads.

*The Edge has it all. Picture yourself surrounded by
intelligent and athletic people at pool side. Pamper
yourself with massage and relaxation. Everything a single
woman could want for that ultimate vacation. On cover large
photograph of handsome young men smile into camera.*

CLAY (CONT'D)
Sell it. Cathy? Connie?

From beyond brochure Clay sees arm hooked over edge of
couch.

Clay moves quickly to couch, sees still body of Cathy, with
large extended, black veins stark beneath pale greenish-
white skin.

Clay bends down, checks for pulse.

None. Clay wipes off chocolate smear by side of her lips.

He rubs his fingers together, looks, smells substance.

CLAY (CONT'D)
Chocolate and almonds.

With some difficulty Clay removes chocolate wrapper from
Cathy's clenched hand.

Wrapper matches those seen earlier in his own condo mixed
with fresh fruit beside ice bucket.

CLAY (CONT'D)
Poison. Connie?

Clay notices burnt computer code label on Cathy's arm.

CLAY (CONT'D)
What the...

Clay stands, silently walks towards bath, bedroom.

EXT. THE EDGE RESORT - CATHY & CONNIE'S CONDO - BATHROOM -
CONTINUOUS

Clay turns corner, sees Connie hanging over edge of toilet bowl.

He bends down to her side.

Toilet bowl is full of bloody vomit, broken champagne glass, an open magnum lies on floor beside her.

Clay doesn't have to check her pulse to know she is dead, computer code label is also freshly burnt on Connie's back.

Clay runs finger over computer code label, smears.

From third floor walkway outside, words intensify.

CONCIERGE (O.S.)
Check 'D'. Unaccounted for.

GRUFF MAN (O.S.)
"C"? Two females?

CONCIERGE (O.S.)
Checked. Ready for loading.

Clay stands, quietly moves to front room staying out of view of front open-draped window. Footsteps fade.

EXT. THE EDGE RESORT - CATHY & CONNIE'S CONDO - CONTINUOUS

Clay moves to door straining to hear, door 'D' opening.

CONCIERGE (O.S.)
Hello? Mr. Robert? You here? Bet
your sleeping. Wake up, sleepy
head missed all the fun!

'D' door shuts, locks engaged, Clay opens Cathy, Connie's condo door a narrow crack, eyes searching as his head moves out, slowly, the Concierge's voice from inside 'D', fades.

CONCIERGE (CONT'D)
Missed the party, so we brought
the party to you. Hello?

EXT. THE EDGE RESORT - CLAY'S COMPLEX - LATE AFTERNOON -
CONTINUOUS

Walkway, parking lot below is empty, Clay exits silently.

At end of walkway, Grace is walking up stairs to fifth floor, stops, sees Clay looking at her. She waves.

GRACE

Waiting.

She points at Clay with cat-that-ate-the-canary smile.

GRACE (CONT'D)

Continue to watch.

Clay motions for silence, Grace walks backwards up stairs.

Clay runs down walkway, up stairs. Grace is gone.

Clay pauses unsure on fifth floor, hiding as much as possible from passing "meat" trucks, occasional resort worker crossing parking lot below.

Loud, angry series of clicks from landing below.

Clay slides around stairwell corner, leaning back to remain hidden, cautious.

Clay hidden, sees Gruff Man, bare to waist with large metal collar, covered in scutes, a long cattle prod-like rod, in huge four-fingered, two-thumbed, reptilian hands.

Behind Gruff Man, Concierge walks past on fourth floor walkway. Clay runs down stairwell, leaping from final steps over banister, dropping into bushes.

GRUFF MAN

Bath water was cold. Had his own food, drink.

CONCIERGE

(Studying the lot)
He was marked 'important'.

GRUFF MAN

Can't get far. Body will turn up.
(a series of clicks,
grunts in response)

Concierge clicks into collar microphone.

CONCIERGE

Better. This one is important!
(a series of clicks)
We'll be held accountable.

GRUFF MAN

Possible runner.

Concierge walks into street, out of Clay's view. After few beats, slight rustle from several bushes behind Clay, giving birth to a whisper.

AIR (O.S.)

Don't turn around.

Clay starts to raise his arms.

CLAY
What is...

AIR (O.S.)
(Interrupting)
Shut up! Duck. Now. Get flat on
the ground.

Clay drops to ground. A golf cart slows, stops feet away from Clay's prone body. FOUR LARGE REPTILIANS with cattle prods study condo complexes surrounding them.

They separate, moving in different directions away from Clay.

AIR (CONT'D)
Now crawl. Here. Quickly.

Clay crawls into bushes behind, a hand covers his mouth.

AIR (CONT'D)
Slide back. Slowly.

Clay rolls back into open cellar window.

INT. THE EDGE RESORT - CLAY'S COMPLEX BASEMENT -
CONTINUOUS

Dirty hand emerges from dark, one finger pointing upward. AIR's face, in shadow moves close to Clay's ear.

AIR
Listen. No talk. Don't move.

Clay's head is jerked back roughly, knife glides across Clay's vision ending at his throat.

AIR (CONT'D)
(Whisper)
Nod if you understand me.

Clay nods, Air removes knife with lightning speed. Gravity blade is flicked closed, slides into Air's pocket.

Air makes motion with other finger over his lips for silence. Clay gives Air quick study as Air moves silently back to window. Air is dressed in bright Hawaiian shirt, once white cargo shorts. He studies outside for movement. Finding none, Air closes window, locks it.

AIR (CONT'D)
Did you eat or drink anything
from your room?

He slides back into shadows with Clay.

CLAY
No, brought my own stuff.

AIR
(hopeful)
You wouldn't by any chance have
any of that food with you?

Clay hands Air sandwich in his pocket.

AIR (CONT'D)
(suspicious)
You didn't make this from any
food in your condo?

Air carefully examines cellophane wrapped sandwich.

CLAY
Brought it from home.

AIR
Thank you, thank you, thank you.

Cellophane falls to floor. Air takes large bites of sandwich.

Clay watches Air shove remaining sandwich into mouth.

CLAY
What?

Clay's eyes revert back to window as sound of several large trucks pull up to complex. Air speaks with full mouth.

AIR
Must be loading the bodies.

Clay moves to window for better view. Air roughly grabs Clay by shoulder, pushes him back against wall. Fast, Air flashes his knife back, forth under Clay's nose, warning Clay not to get involved.

Swallowing. Air whispers into Clay's ear.

AIR (CONT'D)
Can hear, see better than us.

More trucks pull up, sounds of many feet on pavement. Large shadows pass shrubs in front of basement window.

Woman's scream. Fiendish clicking.

GRUFF MAN (O.S.)
Run meat.

Clay moves to window, Air's knife flashes in warning.

WOMAN IN PAIN (O.S.)
Please no. I beg you.

Chorus of gruesome inhuman clicking, grunts from outside. Followed by continuous screams from woman.

AIR
(Sad whisper)
Can't save her, only get us
killed.

CLAY
What in hell is going on?

Loud sound of ripped clothing. Sudden silence.

AIR
When I got here this morning,
this place was packed, wall to
wall people.

Chanting voices fade into distance. Air closes knife,
motions Clay to follow him. Air remembers, sighs.

AIR (CONT'D)
Been a long time since I've seen
so many people in one place...

They go from one dark cellar room to next.

INT. THE EDGE RESORT - CLAY'S COMPLEX NEXT BASEMENT ROOM -
CONTINUOUS

Room is very dark. They sit in shadow against far wall,
whispering.

AIR
I paired up with this beauty...

INT. THE EDGE RESORT - AIR'S CONDO - CONTINUOUS

Entering Air's condo, MYRA, 26, arm in arm with Air, laugh.

Myra reaches over unopened chocolates on table, pulling off
a bunch of grapes, starts tossing several into air,
catching them with her mouth, dropping none.

MYRA
Nothing beats fresh fruit. After
all. You are what you eat!

AIR (V.O.)
Myra... We went to my room for a
quickie.

They walk into bedroom, jump onto king size bed. On her
back, Myra tosses higher, continues to catch grapes.

MYRA
If you think this is amazing wait
till you see what else I can do.

Air helps the willing Myra out of her blouse, bends over,
starts kissing her breasts.

AIR (V.O.)
Such perfection! Paradise, baby!

Myra choking on grapes, phlegm hits Air's frozen face.

Passion drains to fear, slapping her back, Air turns Myra over applying Heimlich. Her choking gets worse, seizure, her skin turning pale white, veins darkening, expanding. Her mouth foams with thick, bloody mucus.

AIR (CONT'D)
Myra? Myra!

Air starts yelling frantically, Heimlich forgotten. Air gets sprayed in Myra's last gasp for air, final violent convulsion.

AIR (CONT'D)
Myra! Help. Fucking help. Damn it, no.

Steady river of blood mixed with mucus stains satin sheets, Air grows silent watching life drain out of Myra, her head at edge of bed, large puddle forms on floor under mouth.

AIR (V.O.) (CONT'D)
(Remembering)
I'm thinking about... Cops...

Panicking, Air stands trying to wipe blood off his clothing, eyes remained glued to dead Myra.

AIR (V.O.) (CONT'D)
After she died, I run for the door. Look for someone.

Air slips, falls, hits head on floor, unconscious.

AIR (V.O.) (CONT'D)
I was out for an hour.

INT. THE EDGE RESORT - ANOTHER CONDO - CONTINUOUS

Air runs to next condo, door open. Several people in bathing suits or nude lying on floor. Condo food, drink mixed with blood, vomit everywhere.

AIR (V.O.)
Lizard motherfuckers!

INT. THE EDGE RESORT - CLAY'S COMPLEX BASEMENT - CONTINUOUS

Air covers his face in folded arms, cries in frustration.

AIR
Place is full of aliens...

Pause several beats, dead silence. Air's head lifts from arms, stares forward, final sob.

AIR (CONT'D)
Gotta get out of here. Sorry. I'm
worn out. Tired. Still hungry.

Air's head jerks to face Clay as Clay offers handshake.

AIR (CONT'D)
Harry Moore. Name sucks, call me
Air.

CLAY
Air?

AIR
Got great leapers.

CLAY
What does jumping have to do with
air?

Air wipes bottom of his basketball shoe with hand.

AIR
Something about sports, but my
memory's been hazy for a time.

CLAY
What do we do to get out of here?

AIR
Haven't a clue.

CLAY
Place is fenced to keep us in.

AIR
Noticed. No trees, bushes. Open
golf course all around. A prison.

CLAY
Got any ideas? You have any more
weapons?

AIR
No. But these aliens sure do!

CLAY
Aliens?

AIR
What else would you call them?
You heard that alien gibberish,
all those clicks.

CLAY
Maybe they're demons?

AIR

Demons? You're kidding. Praise the Lord and all that crazy bullshit?

CLAY

Well, I'm Catholic.

AIR

Fairy tales. You have my sympathy. Brainwashing.

CLAY

(to himself)

Haven't thought about God or prayed in years.

AIR

Ain't here so don't start now.

(Pause a beat.)

Alien fucks put drugs in our water to make us forget shit. Then pick us off, one by one.

CLAY

Do you hear yourself? You sound as crazy as me.

AIR

How so? Everything we put into our mouths is processed with chemicals. What's a little more?

CLAY

Maybe. Still sounds nuts.

AIR

Explain that fucking shit out there without getting all mumbo jumbo, Jesus on me.

Clay runs his hands through his hair.

CLAY

I don't know. I can't.

AIR

No long range memory. People loose touch. Life becomes a day-to-day existence. Yep, invasion!

CLAY

Maybe we're in Purgatory?

AIR

That's those crazy nuns in your head. I'm telling you, they're aliens! Taking our shape. Walking like men. But aren't!

CLAY

But the Edge? Edge of what? Hell?

AIR
Being herded to slaughter houses,
like this fancy place. Saw this.
(Pause a few beats)
Movie! Just dreamed about it!

Air snaps fingers, remembering, then scratches head.

CLAY
What?

AIR
I saw this movie called Sound of
Nightmares. We were the alien's
dinner!

CLAY
Look. You have an over-active
imagination.

AIR
No man. Think about it! Thin the
planet, mop up, take over.

Two sit in silence for several beats.

CLAY
That's fiction, this is real!

AIR
You even, paying attention?

CLAY
Enough to know, we got to move!

AIR
We're just juicy steaks waiting
for their grilling. Butchers!

Sounds of several trucks, audible clicks, many feet pass by
outside.

CLAY
We need weapons to fight back.

AIR
They have microphones built into
their collars. Always on.

CLAY
Need to rip it out, break it
first.

AIR
Check!

CLAY
You know what to look for. You do
that, I'll go for the weapon?

AIR

Don't fuck up, don't want to die.

CLAY

Ditto. Got surprise on our side.

They stand, Clay stretches his legs, arms.

AIR

They have the numbers... this is their turf.

CLAY

Want to starve to death?

AIR

True!

CLAY

Think positive!

AIR

Worth a try... wait!

CLAY

What?

AIR

What if the entire place is monitored by cameras?

CLAY

Don't think we'd be sitting here.

EXT. THE EDGE RESORT - CLAY'S COMPLEX - LATE AFTERNOON -
CONTINUOUS

Gruff Man stands in middle of parking lot, signaling several meat-refrigeration trucks forward, depart.

Area is deserted, Gruff Man walks to shade of building, spitting wad of yellow chunky saliva on vertical side of step, gravity slowly slides it down.

He leans back against stairwell wall when arm snakes around, tugs at his collar. Gruff Man reaches up, choking.

Clay seizes Gruff Man's weapon before Gruff Man can react.

Air jerks Gruff Man's head back, his flashing knife continuously stabs at Gruff Man's face, neck, upper torso.

Gruff Man's struggling becomes weaker, stops, collapses, collar separates from Gruff Man's neck. Air tosses it.

CLAY

Hide body... quickly!

Two drag Gruff Man's still body into bushes, quickly searching body. They look at Gruff Man close-up for first time, examine pockets, hands, body.

Pockets are pulled out, found empty.

They roll reptilian body to basement window, push, forcing body into basement, loud thud when body hits floor.

Clay examines Gruff Man's hand weapon, Air wipes knife clean on bush leaves, then gestures ready to move.

CLAY (CONT'D)
Not sure what it'll do.

EXT. THE EDGE RESORT - LATE AFTERNOON - CONTINUOUS

Two move through growing shadows of Resort, from one complex parking lot to next, staying in growing shadows.

AIR
Don't know if the night will help
us. They might have night vision.

CLAY
No use worrying about that. Big
guy's going to turn up missing.

Air chuckles, they pause in shadows of parked grills.

AIR
You know, for such a big guy,
that was pretty easy. Knife went
in like cutting soft butter.

CLAY
Hey. We got one of them.

AIR
Lizards are thin-skinned.

Truck convoy moves through parking lot, Clay, Air watch.

Last truck slows down, abruptly stops several feet away. Tall thin reptilian DRIVER leaps out, wanders around parking lot calling out with clicks, grunts.

Air motions to top of truck, Clay nods in understanding. Avoiding Driver, Clay follows Air to side of truck. Air points at truck ladder, motions up.

Driver rounds the corner, suspicious.

Clay and Air are gone, Driver bends down looking under truck. Wanders over to stacked grills, sniffing air.

Climbs back into driver's seat clicking angrily.

EXT. THE EDGE RESORT - FRONT GATE - EARLY EVENING

Trucks move towards front gate, Clay and Air stretched out on roof of truck, holding tight.

View of area widens, many trucks in front, behind. Clay, Air, silent, flat on truck roof, meat trucks continue to line-up, break, wait to exit through gates.

Clicks below them on ground become louder, agitated, more numerous. In front, truck back doors are opened, contents inspected, cleared, motioned out gated exit.

Clay steals quick look as rear doors of truck just ahead are opened for inspection. Inside on meat hooks, dangling bodies of people, most in bathing suits, some nude, very few completely dressed. All dead.

Air nods to Clay as if to say 'Gruff Man's body has been discovered'. They continue to hold onto top of truck as well as possible.

CAUGHT MAN (O.S.)

Let me go.

Clay and Air hear sounds of man trying to break free from captivity, 'clicking' gets louder, sounds of abused flesh.

BLONDE 1 (O.S.)

So what have we here?

Clay and Air show shock at woman's voice.

CAUGHT MAN (O.S.)

You're human?

BLONDE 1 (O.S.)

Your point is?

CAUGHT MAN (O.S.)

Make them let me go.

BLONDE 1 (O.S.)

Do you know this man?

Clay moves his lips to "I know that voice", Clay and Air steal quick look over edge of truck. Small group in truck shadows surround huddled figure.

Blonde 1 stands in front of CAUGHT MAN, on knees wearing several expensive gold chains, drenched in sweat, dirty white underwear, badly bruised with cuts on his face, chest, arms, legs, whimpering for his life.

Blonde 1 wears same clothing she wore at Hades Point Bar, holding large glossy picture of Clay in front of Caught Man's face.

Caught Man's eyes dart between photo, reptilian forms that surround him, Blonde 1 holding photo. More DRIVERS join.

BLONDE 1 (CONT'D)
Stay on your knees.

Caught Man sees from under trucks, large catlike shapes moving towards him while Blonde 1 walks around, ninety degrees in opposite direction.

His eyes off her, she kicks Caught Man hard, falls into dirt on stomach with pain. Her foot presses on his head.

BLONDE 1 (CONT'D)
Told you to stay on your knees!

BLONDE 2 (O.S.)
Absolutely disgusting!

Cat-like shapes come into focus, muscular, reptilian scales, straining on metal-chain leashes, held easily by Blonde 2, her free hand petting one as she speaks.

BLONDE 1
Kootdz.

BLONDE 2
Think of them as Hell Hounds.

Blonde 1 tilts down, face to face with crying, Caught Man.

BLONDE 1
Rip you apart, eat you alive.

BLONDE 2
Legs. Hands. Arms as you scream.

BLONDE 1
Such a pretty picture.

Blonde 1 holds up photograph once more.

CAUGHT MAN
(with hope)
You let me go if I have?

Blonde 2 kicks man in stomach. He screams.

BLONDE 2
Have you seen this man?

One of Kootdz, sniffing air as connoisseur would glass of wine, moves within inches of Caught Man now frozen on his back. Large talon slices Caught Man's face, leaves gaping wound.

Blood pours from wound, Caught Man kisses Blonde 2's feet.

CAUGHT MAN
Please. No more. Don't hurt me.

Blonde 1 kicks man in back, drops into fetal position whimpering loudly.

BLONDE 2

Answer!

Blonde 1 hands photograph to reptilian form standing beside her, brings her hand down to Caught Man's hair. With little effort, she forces him to his knees, he whimpers.

Blonde 1 tilts his head back to examine the blood oozing from wound. With her other hand, sadistic pleasure, forces two fingers into wound making it wider.

Caught Man screams in pain, struggles to gain release from Blonde 1's grasp. She brings her bloody fingers to her lips, licks, stares down at Caught Man with pleasure.

She takes photograph back, shoves photograph into face of Caught Man, blood drips down side of photograph.

BLONDE 1

Truth will set you free!

CAUGHT MAN

Never seen him before.

BLONDE 1

Not the kind of truth I wanted to hear.

Air looks at Clay questioning.

Standing behind Caught Man, Blonde 2 runs her hand through his back. Caught Man's body stiffens, she rips out his pumping heart, tossing it to nearest Kootdz.

Kootdz catches it in midair, swallowing it whole with whelp of satisfaction. Other Kootdz strains at leash whimpering for fair share.

Clay and Air roll onto their backs, look at each other.

BLONDE 1 (O.S.) (CONT'D)

Three runners, now two. Bad numbers.

BLONDE 2 (O.S.)

Someone is not doing their job.

Clay, Air grimace as they hear Kootdz feeding on Caught Man below their truck, as sun sets behind The Edge complex.

Truck starts its engines, lurches forward. Clay, Air strain to grasp the top of the truck to keep from sliding off.

Clay's right hand comes loose, he starts to slide back but catches himself, looks back to see Air fall off edge on side of truck opposite Blondes, Reptilians, feeding Kootdz.

He faintly hears crunch of Air's feet on pavement. Clay continues to hold onto moving truck pulling away.

As Clay's truck passes through gates, Reptilians, Blondes, Kootdz turn seeing Air run towards fence.

Air without pause, reaches down, extracts a long flag pole, using it as a broad jump pole continues towards fence.

The Kootdz are let loose as armed Reptilian's take aim with weapons.

With great momentum, Air sticks end of pole into ground, flying over fence, gun fire erupts around him.

Charging Kootdz come to sudden stop, everyone watches Air fly through sunset to land on other side of fence. He rolls as large sparks crackle when pole touches fence.

Clay looks back, sees Kootdz, reptilians race around trucks exiting out gates in general area of Air's escape. Air has vanished.

CLAY
(whispers)
Go.

Clay's truck continues in long line of trucks moving like a snake down darkened road in the opposite direction.

EXT. TRUCK STOP AT FREEWAY ENTRANCE - NIGHT

Two trucks pull into well-lit, deserted truck stop. Clay peeks over edge of truck, no movement anywhere. Lights turn off in attached restaurant but store beckons.

Clay looks about, no car lights on freeway ramp or beyond, slides to edge of truck. Carefully, quietly descends down back, clicks, grunts from distance, eyes searching source.

Two REPTILIAN DRIVERS are in gas station office arguing.

Clay withdraws weapon, tap on his shoulder causes him to turn with start, gun extended.

TIC TOCK
(stroking his beard)
Tic Tock. Time is running out.

Clay lowers weapon in hand, whispers in recognition.

CLAY
Santa Claus from the bar?

TIC TOCK
I am your clock. I'm ticking.

CLAY
You were outside my apartment.

TIC TOCK
Alarm you set is approaching.

CLAY
(whispering)
What? Lower your voice.

TIC TOCK
Only you can hear, see me.

CLAY
Who the hell are you?

TIC TOCK
Just a clock. Your fail safe.

CLAY
What is going on?

TIC TOCK
You are on your own. Tic tock.

Image, sound of Tic Tock fades into nothing, Clay alone.

Loud argumentive clicks cause Clay to duck under truck. Two Reptilian Drivers walk past where Clay had been.

Clay using truck for concealment, races to restaurant front door. Drivers continue clicking loudly to each other moving to different pumps, replacing gasoline nozzles.

INT. TRUCK STOP - RESTAURANT AND STORE - CONTINUOUS

Clay sneaks into store, his eyes darting back, forth between trucks at gas pumps while searching for movement within store, cash register area is empty.

In background, two trucks power up, drive off.

Clay walks hunched low, below aisles of goods grabbing candy bars, bags of potato chips, sits stuffing a candy bar into his mouth, looks up to see himself on closed circuit video monitor.

CLAY
Damn you.

TV stops working as Clay quickly moves out of camera's range. Reaching up, Clay pulls down bottle of water.

Clay pauses, studies, verifies, sealed water bottle cap.

AIR (V.O.)
Everything we put into our mouths
is processed with chemicals.
Alien's put drugs in our water...

Clay opens, drinks till bottle is empty, rips open bag of potato chips, shoving them quickly into his mouth.

MARY (O.S.)
(Sarcastically)
Don't we look hungry!

Clay looks up, sees Mary standing above him, smiling but tapping her foot disapprovingly. Foot stops tapping when Mary sees partially concealed weapon in Clay's belt.

MARY (CONT'D)

That real?

CLAY

Get down!

MARY

You robbing this store?

CLAY

Don't let them see you!

Clay reaches up, grabs Mary's hand pulling her beside him.

MARY

Finally lost it?

CLAY

Can't let them see you?

MARY

Clay, if you're hungry with no money, I'll treat.

Clay stops, looks at Mary with suspicion.

CLAY

What the hell are you doing here?

Mary reaches into bag of potato chips, looks at chip to see if there is any dirt on it, finding none, takes bite.

MARY

Stopped to get gas, my family has a cabin close by. Remember?

CLAY

Here? Now?

Clay inches back.

MARY

I know this area.

CLAY

Don't buy it.

MARY

This is the only place to get gas or food at this time of night.

CLAY

Yeah?

MARY

Okay, guilty, came down to the
Edge Resort, find you. Shearer
thought it was a good idea too.

CLAY

When was the last time you were
here?

Mary reaches into bag for another potato chip.

MARY

Come down all the time.

STORE CLERK (O.S.)

You paying for those chips?

MARY

Look at you! You're so dirty!

STORE CLERK (O.S.)

Mary? Stealing?

Mary takes handful of potato chips, starts eating them one
by one with small bites.

MARY

Like you've been wallowing in the
mud.

Clay backs away from Mary.

CLAY

I don't know if I can trust you.

Mary stands shaking her head sadly, doubting his sanity.

MARY

Trust me for what? What's wrong
with you?

STORE CLERK (O.S.)

Hey! Going to pay for the chips?

Mary covers her mouth with slight shock.

MARY

Is that blood on your shirt?

CLAY

Where?

MARY

The collar. Are you hurt?

Clay leaps to his feet looking over top of aisle.

CLAY

Not my blood.

Clay sees empty pump area, puts gun back into belt behind his back, extends shirt tail, wipes at collar.

MARY

Then whose blood is it?

Clay faces Mary.

STORE CLERK (O.S.)

(Screaming loudly)

Hope you're planning to pay for those potato chips.

Clay turns, sees STORE CLERK standing at end of aisle holding empty water bottle, candy wrapper.

STORE CLERK (CONT'D)

Whatever else you're trying to steal. Surprised at you, Mary!

MARY

He's a friend, not a thief. Just very hungry.

STORE CLERK

Oh, I can see that. Some friends you have!

The Store Clerk walks back to cash register grumbling.

STORE CLERK (CONT'D)

Can't go to the girl's potty without having someone try to steal me blind. What is this world coming to?

Mary grabs Clay's shirt sleeve trying not to dirty her hands, leads him to cash register.

Clay pulls out billfold, drops twenty on counter. Mary gives Clay strange look, cash register rings up purchases.

Mary holds her nose.

MARY

You need a bath. Clean clothes. My parent's cabin is close by.

Clay takes his change looking out, into darkness.

EXT. TRUCK STOP AT FREEWAY ENTRANCE - NIGHT

Clay smells his windbreaker, disgusted, removes, tosses it into a large garbage bin outside store.

MARY

Where did you get so foul?

Clay stops, looks back into truck stop store, closed restaurant.

CLAY
Why are you here?

MARY
To track you down.

On monitor screen behind cashier, Clay sees Grace walking down an aisle looking at merchandise. She pauses, places candy into her mouth, turns to look directly at Clay, eye to eye through monitor, smiles.

Clay turns eyes to aisle, searching, it is empty.

CLAY
And that was because...

Grace waves.

MARY
You left me in a bar. Remember?

After brief amount rolling static, picture monitor restored, aisle on monitor is empty.

CLAY
I was drunk, drugged, delusional.

MARY
Great, thought we had something!

Clay looks around parking lot.

MARY (CONT'D)
My mistake.

CLAY
Where are you parked?

MARY
You want me to give you a ride?

Mary gives Clay glaring look.

CLAY
Thought you just offered me a bath. I could use one.

Clay puts his hands up in defense.

MARY
You know, Myron Shearer would not be happy if I let you get your ass hauled off to jail for shoplifting in a truck stop in the middle of nowhere!

CLAY
It's been a horrid night.

Mary turns on her heels, walks away. Clay follows.

MARY
Get fucked!

Clay catches up with her.

CLAY
Okay. I'm sorry.

Mary turns around her anger bubbling over.

MARY
Thought we had something!

CLAY
I've seen a lot of weird shit.
Don't know what is real any more.

MARY
Am I a part of that weird shit?

INT. THE HADES BAR - THE LADIES ROOM - CONTINUOUS

While holding scarf, Clay stands, watching Mary enter the ladies rest room, returning with small sign that reads 'Closed for Temporary Cleaning, Use Men's Rest Room'.

INT CLAY'S BEDROOM - DAY

Clay sits up in bed, waking from dream, holds scarf.

EXT. TRUCK STOP AT FREEWAY ENTRANCE - NIGHT

Mary watches Clay's facial features melt, remembering.

MARY
You having a breakdown? Now?

Clay snaps out of his reverie.

CLAY
Where did you say you're car was?

Mary points to shadow in distance.

MARY
Guess this makes me crazy too.

They walk towards expensive sports car.

CLAY
Shearer must pay you a lot of money.

Clay stumbles, suddenly sluggish, as if sedated.

MARY
My parents bought it. Gift.

Clay steadies himself at side of convertible.

CLAY
Feel dizzy, all of a sudden.

MARY
Get in.

Clay sits in passenger's seat.

CLAY
Arms hurt. Muscle spasms.

MARY
Try not to get the seat dirty.

Car revs, Clay puts on seat belt.

MARY (CONT'D)
Only going a short distance.

Mary fires out of truck stop parking lot.

EXT. MARY'S CABIN - NIGHT

Car slows, approaches comfortable cabin nestled in woods, on dirt circular turnaround. Front lights give everything soft, safe glow, rows of cultivated flowers colors glow.

CLAY
Someone's waiting for us?

MARY
I left the lights on.

'Grandma's' cottage oozes warmth, normalcy, security.

CLAY
Cozy.

MARY
You're going to have to trust me.

CLAY
(confused)
Trust you? I don't know you.

MARY
Should of stayed at the truck stop.

Car slows to stop at front door.

CLAY
Don't even trust my own eyes.

Mary taps steering wheel, turns to Clay.

MARY
You might feel different with
some decent food and sleep.

Clay opens passenger door, struggles to stand.

MARY (CONT'D)
I'll get you some of my father's
clothes, you're about the same
size.

Clay closes passenger door, leans on car for support while
Mary gets out of driver's seat.

MARY (CONT'D)
I don't get it. I'm very
attractive, smart. Been very
generous with you.

CLAY
Having reality issues.

MARY
If we are to have any kind of
future, better start trusting me!

Clay's eyes close.

CLAY
I need a bed. So tired. Weak.

Mary taps Clay on shoulder, eyes struggle to remain open.

MARY
Not till I get you into the
shower.

Mary leads Clay into cabin.

INT. A LARGE GLASS ENCLOSED SHOWER STALL -- LATER

Mary applies determined seduction on a drugged Clay.

MARY
Have to trust someone. Might as
well be me, who else do you have?

Mary kisses his face, neck. He slides down side of shower
stall, covered in suds, eyes closing.

MARY (CONT'D)
Who are you? Or. What are you?

INT. MARY'S CABIN - BEDROOM - LATER

Clay is stretched out on plush bed with pillows, Teddy
Bears, blankets, photographs of smiling faces on walls
staring down.

Mary, nude bends over him, opening his eyelids, examining.

MARY
(Whispers)
What is your secret? Who are you?

Clay struggles to get up, falls back into pillows.

CLAY
(Mumbles)
Don't know what you are talking
about. Dreams.

Mary sits on bed, offers Clay cup from side stand. Clay
shakes his head, tries to push cup away.

MARY
We will bring this to an end.
Soon. I promise. Drink more.

CLAY
Done.

Mary sets cup back on side stand.

MARY
You were a patient of Shearer's.

CLAY
Mind playing tricks.

MARY
Sleep. We'll talk in the morning.

Mary tucks Clay in blankets with motherly touch.

CLAY
Mary? If I should forget?

Mary looks down to Clay with curiosity.

MARY
Clay?

CLAY
Thank you.

MARY
Sleep.

Clay closes his eyes. Mary kisses her fingers, touches
Clay's forehead with her fingertips, leaves side light on.

MARY (CONT'D)
You're safe from those flesh
eating demons tonight.

Mary sees her nude reflection in bedroom mirror, smiles,
gives Clay last look. Clay deep in sleep, sighs. Mary turns
off overhead light, exits, door closes behind her.

INT. MARY'S CABIN - LIVINGROOM - CONTINUOUS

Mary leans back on door, eyes looking up, sighs.

Mary slowly, quietly reaches up to latch several bolts home at top of door. Uninhibited by her nudity, she turns to face rest of room, stands straight with authority.

MARY
Finally! Locked in!

Room is full of quiet, waiting human, reptilian forms, several holding silent, muzzled Kootdz on chain leashes.

Myron Shearer stands, breaks silence with long series of clicks, grunts, several more lights are turned on.

Bartlett enters room.

INT. MARY'S CABIN - BEDROOM - CONTINUOUS

Clay dressed, sits up on bed, swishes mug of now warm tea around, sticks his finger into cup bottom. Raises fingers to eyes, a fine powder on tips of his fingers.

He glances around room, walks over, opens closet door. He quietly separates clothing hanging there, gently knocks back wall. Solid.

Clay walks to window, separates curtains, examines sealed steel, window trim, bolted bars running across window.

Clay stretches hands straight in front, steady, no shake.

INT. MARY'S CABIN - LIVINGROOM - CONTINUOUS

Mary responds with several authoritarian clicks, walks to front door, exits, everyone in room follows in orderly, silent fashion.

INT. MARY'S CABIN - BEDROOM - CONTINUOUS

Clay lifts pillow case off bed, under pillow case is a large stain of tea. Clay removes pillow from case, wraps case around hand. Picks up small chair beside bed, walks into closet, looks up at ceiling, quietly slides chair between parted hanging clothing.

Clay stands on chair, gently knocks with other hand listening for hollow sound. After several knocks, Clay quietly pushes fist through paper-thin drywall, stops as chunks of drywall, dust fall around him, looks at door.

Clay expands hole in ceiling, pulls himself up into hole.

EXT. MARY'S CABIN - ATTIC ABOVE THE LIVINGROOM

Full moon illuminates back of cabin, attic gable vent is gently separated an inch, after a beat, entire vent unit is completely removed, tilted, slid in.

Clay exits, quietly lands on his feet ten feet below.

EXT. MARY'S CABIN - FRONT - CONTINUOUS

Air is between Blonde 1, Blonde 2, wrapped in chains. His body has been stripped down to boxer shorts, shows signs of torture, mutilation. Air, clearly in pain, barely conscious, does not comprehend hundreds watching him.

EVERYONE crowded in cabin's front separate as Mary walks to Air, roughly grabs his hair, jerking his head back cruelly. Crowd sighs, Mary clicks accusatorily at Blonde 1. Blonde 2 clicks back, wildly pleading defense.

Mary bends over Air, whispers into his ear.

MARY

Wake up Harry.

Clay watches in background, hidden at base of several bushes, rows of well manicured flowers at side of cabin.

MARY (CONT'D)

Talk to me, tell me about Clay!

No response from Air. Mary clicks back to Blonde 1, Blonde 2 in anger.

Air starts to sputter, recitative.

AIR

Out there without getting all
mumbo-jumbo, Jesus on me.

MARY

Tell me about Clay! Not your God!

Blonde 1 grabs Air firmly by neck. Air gags, fights for breath, continues delirious but from memory.

AIR

We're just juicy steaks waiting
for their grilling. Butchers!

Blonde 1's hand melds with Air's Neck.

AIR (CONT'D)

No long range memory. People
losing touch with one another.

Air's eyes turn black, body relaxes, urinates, mouth foams.

AIR (CONT'D)

Life becomes day to day.

Air is hand puppet for Blonde 1.

AIR (CONT'D)
Taking our shape, we die.

Blonde 1 rips her hand away leaving a rift in Air's neck.

AIR (CONT'D)
Herded off to slaughter houses,
like this fancy place...

Rupture separates, expands down Air's chest.

AIR (CONT'D)
Yeah, I remember Clay. Bad dream.

Air's body splits into two halves, intestines slide out, fall onto ground, two halves of his body loose balance, collapsing, two separate bloody piles, head rolls off one of halves to end at Mary's feet, open eyes staring up.

Kootdz watch body parts hungrily, straining at leashes, Kootdz are released, feed.

Clay watching from side of cabin, fades into shadows.

EXT. WOODS - DAY

Clay is running through woods, slows, comes to sudden stop. Strong continuing breeze ruffles his hair, leaves on trees around him.

Bends over to catch breath, as he rises he realizes that he really isn't out of breath. Clay stretches his hands out in front of him, rock steady.

The wind dies abruptly.

Clay studies his surroundings, identical to nightmare experienced before Hades Point. Turning in a 360, Clay sees rotting corpses surrounding him, hanging from trees. Impaled. Large piles, small piles, a slaughter.

Air is suddenly full of flies, none touch down on Clay.

MARY (O.S.)
We can't figure you out.

Clay turns to see figure covered thick in flies, leaning against a tree. Flies as one depart in different directions, Mary sparkles.

CLAY
What are you? Really?

MARY
You want to play twenty questions?

CLAY
Alien?

MARY
No.

CLAY
I watched.

Mary nods.

MARY
We know.

CLAY
Screwed up your plans did I?

MARY
We don't know.

CLAY
Tell me some truth.

MARY
You think we are aliens?
(Nervous laugh)
Product of cultural imagination
and contemporary technology.

CLAY
Then what...

Mary walks slowly towards Clay, arms extended defensively,
eyes watching Clay like hawk.

MARY
You were raised Catholic? You do
not know this place?

Clay suddenly turns away, seeking escape through opening in
brush. Clay starts running.

MARY (O.S.) (CONT'D)
This is your creation.

Woods get darker, colors shift.

EXT. DEEPER WOODS - CONTINUOUS

Mary yells in distance to running Clay.

MARY (O.S.)
You cannot escape that which is.

Clay enters another small clearing, colors pulsate. Mary
leans against another tree watching Clay's surprise.

MARY (CONT'D)
Sadly, neither can we.

BLONDE 2 (O.C.)
Everything comes to an end.

Clay stops, looks back.

MARY
We do not want an end. Had hoped
to fool you, giving us more time.

Clay sees Blonde 1 emerge from under large tree to Mary's right.

CLAY
What are you?

BLONDE 1
Appearances can be misleading.

Blonde 2 emerges from woods to Mary's left.

BLONDE 2
For that matter. You too.

Clay spreads his arms emphasizing his surroundings but obviously meaning Earth.

CLAY
This?

MARY
Our reality.

Mary glows in mind-numbing, ethereal beauty.

BLONDE 1
You are the one who doesn't
belong.

CLAY
I am real!

Clay raises, studies his hands, eyes focus on Mary, then behind her to crowded shapes of Reptilians in background, their numbers growing. They watch in silence.

CLAY (CONT'D)
I am human!

MYRON
Not exactly. At least, we don't
think so.

Clay sees Myron Shearer standing behind him, realizes that he is completely surrounded by growing hundreds of bodies.

CLAY
If I am not human, what am I?

MYRON
What we would like to know.

CLAY

Where are the people that live here?

MYRON

That would be us. Everything else is transitional.

Bartlett joins group.

BARTLETT

Think about my constant employee turnover. Yet you remained.

Blonde 1 and Blonde 2 sprout large, dark purple wings.

BLONDE 2

Fresh souls used to appear on a regular basis. But now the flow has stopped. No new souls.

CLAY

Souls? This is Hell!

Mary sprouts black wings with shining silver tips.

MARY

This is the last hope for salvation before Hell.

CLAY

Salvation?

BLONDE 1

Were you not raised Catholic?

MYRON

No. Not salvation. Purgatory.

MARY

Commit sin here, you are damned!

BLONDE 1

Punishment is swift.

Blonde 1, Blonde 2 separate, close-in on Clay.

BLONDE 1 (CONT'D)

If you die at the hand of another, you are redeemed.

CLAY

Hell? Purgatory?
(Points to Mary)
You are demons?

MARY

The Church call us Fallen Angels.
Death angels. Dark Angels.

CLAY
I stopped believing in the
Church's fairy tales long ago.

MARY
We believe in You.

BLONDE 1
You needed a safety net.

BLONDE 2
This is your creation.

Mary takes several more steps forward.

CLAY
Fallen Angel?

BLONDE 2
Shepherds of souls.

Mary, two Blondes now have Clay cornered, within arm's reach, hands move inches from Clay's body as if they are trying to touch Clay's invisible aura.

BLONDE 1
With the power to grant pleasure.

BLONDE 2
Or torment.

MARY
Sending our charges onward.

BLONDE 2
One way or another.

Mary points to Clay.

MARY
Then there is You!

Clay looks around him, near and far, seeing the distant hills packed. EVERYONE bends to a knee before Clay as one.

BLONDE 1
You.

CLAY
I am different?

MARY
Yes. Very.

CLAY
Then what am I?

Mary shakes her head sadly.

BLONDE 2
We don't know. Exactly.

MARY
We can only suspect!

CLAY
This is pure dogma. What I was
fed as a child.

Blonde 2 turns her head to face Clay.

BLONDE 2
Yes. Hell and damnation.

CLAY
Stopped believing, long time ago.

Blonde 1 puts her hands up towards Clay.

BLONDE 1
None stay here, except you.

CLAY
The time I have been here?

BLONDE 1
You're soul-less.

BLONDE 2
We know.

BLONDE 1
For we escort souls.

Mary gives a worried smile to Clay.

MARY
We became aware of you.

BLONDE 1
Could not move you on.

BLONDE 2
Had to follow you.

Those closest to Clay develop large wings.

BLONDE 1
Test you.

BLONDE 2
Watch your every move.

Those further away develop scales, horns, tails.

BLONDE 1
Study your every action.

BARTLETT
When we thought you might become
a threat to our existence...

MYRON

Would have to start all over again?

MARY

When the drugs no longer worked.

Bartlett examines his hand, as large talons morph on his reptilian hands. Horns bud, grow large, a long sharp point.

BARTLETT

Did they ever work?

BLONDE 2

Were you playing with us?

MARY

Why would you manipulate us?

CLAY

Why?

BLONDE 1

That is what scares us.

MYRON

Fascinates but confuses us.

MARY

We have tried to discover your purpose.

MYRON

Your reason for being.

BARTLETT

Your place in the whole cosmic plan.

Clay backs nervously away from those closest.

BLONDE 1

You're more than just unique.

MARY

You are absolute and terrifying.

BLONDE 2

At first we feared harming or killing you.

MARY

Now we know we can't harm or kill you.

CLAY

But you've tried.

MARY

You were our rat in our maze.

BLONDE 1
The Edge was just another
controlled area to test you.

CLAY
Everyone else?

MARY
Had to send those souls on.

BLONDE 2
What we do.

CLAY
What about the little girl?

Silence. Everyone freezes.

MARY
What little girl?

Fear blankets those in the woods as Clay laughs.

CLAY
Grace. The little girl that wants
to die!

Mary inches away, shakes head. Starts crying.

MARY
We don't want this to stop.

CLAY
What about Santa Claus? Tick
tock? Tick tock?

MARY
We fear you. You!

CLAY
This makes no sense.

MARY
We don't want to cease to exist.

Clay stares at serious, suddenly timid Mary with shock.

BLONDE 1
Are you our Lord Satan?

BLONDE 2
Come to check on us?

CLAY
If I were, I certainly wouldn't
create a Purgatory like this.

MARY
How would you know?

CLAY

That is an insane paradox.

MARY

How could one know the mind of our God? Except Lord Satan?

CLAY

Pretty insane God, if you ask me.

MARY

We have given this much thought.

BLONDE 1

Suppose something beyond your abilities...

BLONDE 2

Has happened prematurely?

CLAY

I wouldn't be much of a Satan, then, would I?

MARY

Something involving the rules you have established as reality?

MYRON

Testing us. A reality where you perceive yourself as mortal.

Clay starts walking out of small clearing.

No one makes any move to stop him, they all watch him; holding their breath, waiting.

Clay looks beyond clearing, trees, rolling hills filled with thousands of reptilian, human forms that stare at Clay, they fade into shadows, disappear.

In distance Clay sees skyline of large city, fades, ceases to exist.

BLONDE 1 (V.O.)

We won't stop you or try any longer...

BLONDE 2 (V.O.)

We can't.

Clay continues to walk through woods without turning back.

CLAY

Not going to bother with goodbye.

Tic Tock waits for Clay by tree, his Santa clothing morphs into that of GRIM REAPER, face slowly melts into a grinning, human skull.

TIC TOCK
The road ahead. Tick tock.

Tic Tock's cloaked skeletal hand raises, points.

CLAY
You were aware of the party back
there?

TIC TOCK
Have no control over anything,
just a sophisticated alarm clock.

EXT. SIDE OF HIGHWAY - DUSK

Clay, Grim Reaper leisurely walk, exit woods, suddenly at
bend in country road. With head down, Clay continues
walking in growing darkness.

CLAY
Losing your mind is not like a
speeding car suddenly out of
control, more like a leaky faucet
that goes drip, drip, drip.

Grim Reaper gone, car races around corner almost running
Clay over, comes to sudden stop ten feet away. Car's engine
idles. Clay walks along berm to passenger side.

Window rolls down, doll baby's head emerges from window.

GRACE (O.S.)
(Baby doll's voice)
Don't you know you should wear
white at night. Silly. Always
face traffic when you're walking
on a road.

Clay looks into open window, Grace sits in seat belted
passenger seat, doll in her hands. She laughs.

Frozen in his tracks, no one behind steering wheel.

GRACE (CONT'D)
Silly, are you just going to
stand there or get *in* and *drive*?

Driver's door opens, Clay gets behind wheel, looks at
Grace, then at interior, closes door, drives into darkness.

INT. THE CAR - NIGHT

Only light within car comes from below dash board, soft
golden glow illuminating car interior.

Clay drives relaxed, Grace looks out window, humming,
occasionally changing arm holding doll.

GRACE
I always pick up hitch-hikers.

Grace looks at Clay, waits for reply.

CLAY
I am not a hitch-hiker.

GRACE
Joking silly!

Clay turns on radio but gets static.

CLAY
So confused.

GRACE
(mischievously)
Been here so many times before!
Always the same old song. Same
old dance. Same ending.

Clay chuckles, offers Grace a smile.

CLAY
Here?

GRACE
You. Me. Speaking in concrete
abstracts.

CLAY
Where are we headed?

GRACE
Down this road, silly!

CLAY
Let me know when you want me to
stop.

GRACE
Okay. Around the corner up ahead.

Rounding bend in road, group of large old buildings, single
powerful light glows on massive, pillared porch on front,
largest building behind wide circular drive.

"St. Joseph's Catholic Military Academy for Young Men".
Below in smaller print, "We turn boys into men".

CLAY
Soldiers for Jesus. You want me
to stop, there?

GRACE
Yes. Stop.

Clay slows car down, looking at building. Closer they get,
creepier building becomes.

CLAY
You're sure?

GRACE
Aren't you?

CLAY
I am not sure of anything.

GRACE
Of course! Lets get out. Explore!

CLAY
Explore? I remember this place.

GRACE
This is your life!

CLAY
Dark, looks like no one's here.

GRACE
Afraid of the dark? Or afraid of
what's in the dark?

Clay brings car to complete stop.

CLAY
I fear for you.

GRACE
How sweet! Touching. Not afraid.

Grace leaps from car, slamming car door behind her.

GRACE (CONT'D)
Of your life experiences.

Grace runs off leaving her doll on car seat. Clay gets out,
pauses, reaches into car for her doll. Doll fades to dust.

Clay follows after Grace.

Distant sounds of Grace can be heard through massive,
double front doors of huge building looming ahead.

CLAY
(yells out)
Grace?

Off in distance, Clay can faintly hear her running
footsteps on a hard, marble floor, diminishing laughter
echoing. Clay opens double doors, stares in.

Mammoth foyer is endless, stairs, hallways leading in
several different directions. Light filters in unreal
fashion under distant doorways.

Glowing in distance, Grace waves, Clay enters.

INT. THE FIRST HALL AT ST. JOSEPH'S - NIGHT

Floor is polished marble, Clay's footsteps echo.

GRACE
(In the distance)
Enlighten your memories.

Clay walks long hallway with doors every ten feet on either side, hears muffled sounds from other side.

CLAY
What are we doing here?

GRACE (O.S.)
Relive the past, silly.

CLAY
This period of my life?

GRACE (O.S.)
St. Joseph's Military Academy.

CLAY
I would prefer not to remember.

GRACE
Only two feet from home.

Clay walks down hallway, pauses, randomly opens door, squeaks with age. Clay looks into room.

INT. FIRST ROOM AT ST. JOSEPH'S - DAY

Empty wheel chair rolls to center of room, comes to sudden stop. Turns to face Clay. Clay enters. Crosses materialize on walls, multiplying into thousands, sunlight pours through billowing, sheer drapes.

NUN materializes in wheel chair, sees Clay in doorway, becomes angry, waving ruler with anger.

NUN
Wet the bed again? Not fitting in
with the older children? Bullied?

Closet door behind Nun opens. Her mouth fills her face.

NUN (CONT'D)
Nothing great is ever achieved
without much enduring.

From Clay's body, Boy In Sunday Best moves towards Nun, sticks out his hands, crying. Eyes trying to avoid Nun's, ruler goes down hard on his knuckles. Whelp.

NUN (CONT'D)
Pain is never permanent.

Boy In Sunday Best moves back. Nun's arm extends beyond normal length to firmly grasp boy's arm, reel him to her.

NUN (CONT'D)
Have courage for whatever comes
in life, everything lies in that.

Boy In Sunday Best crumbles before nun, crying.

THE BOY IN SUNDAY BEST
I am sorry Sister Margaret.

CLAY
I was seven years old!

Grace enters room, reaches for Clay's hand, clutches.

GRACE
Youngest to ever attend.

CLAY
Parents didn't want me around.

As Nun whacks at Boy in Sunday Best's hand again, Grace motions Clay to follow. Clay backs out doorway.

GRACE
Ever wonder why there's religion?

CLAY
Bet you're going to tell me.

INT. THE FIRST HALL AT ST. JOSEPH'S - NIGHT

GRACE
Religion lets the few control the
many with fear.

Door slams shut.

GRACE (CONT'D)
The powerful control the young,
illiterate, guilty and foolish,
using fear and punishment.

They walk in silence for several beats.

GRACE (CONT'D)
While appearing fair and just.
Such is religion. Rule one --
Give us a child for the first
seven years of life, they will
belong to us forever!

CLAY
But the reward is heaven!

GRACE
Redemption? You are so
indoctrinated. Salvation?

CLAY
Why not a heaven?

GRACE
No such thing. Just. You.

CLAY
You make believing sound bad.

GRACE
Bad? Life is a long stretch of
sadness, interrupted with brief
moments of joy. Tired of sadness.

CLAY
Can I not do something to make
you happy?

GRACE
Give me the luxury to forget.

CLAY
You want to sleep? Leave?

GRACE
Yes! Permanently. Forever!

Grace stops suddenly looking down at broken glass in
picture frame.

GRACE (CONT'D)
Sleep does not bring forth
monsters. You do.

Inside picture of smiling family from 1950's. Grace removes
faded photo from frame, hands picture to Clay.

CLAY
Just a photograph. Means nothing.

In photograph, Clay sees Boy In Sunday Best standing with
smiling family behind him.

CLAY (CONT'D)
My family?

GRACE
Not a family, just you.

In slow motion photograph falls from Clay's fingers, image
fades to 'white' before it lands.

CLAY
We are walking where?

GRACE
Down.

CLAY
You don't believe in heaven?

GRACE
Myths. False hopes. You create!

CLAY
Are you saying I'm the devil?

Grace stops, looks up at Clay.

GRACE
I'm the Devil! Silly. For now.

CLAY
For now?

GRACE
In another time, I could be Rahu!
Or Mara! Or Hades! Like every
religion you create. Real for
only a lifetime. Your lifetime.

Clay waves his arms around them in dark hallway.

CLAY
How do I know this is not a lie?

GRACE
No one can lie to you.

CLAY
You, the Prince of Lies?

They continue to walk through never ending hallway.

GRACE
I can't see all that you create.

CLAY
See what?

GRACE
Everything. This. Only temporary.

CLAY
You think I'm God? If I am God,
would I not know everything?

GRACE
Unless you wished not to.

CLAY
Why would God not want to know
everything.

Grace squeezes Clay's hand.

GRACE
Eternity is a long time.

Grace stops, looks up into Clay's eyes with sadness.

CLAY

Of course it is... or at least,
that's what they say...

Grace places golden square in Clay's hand.

GRACE

If God were so powerful, could He
create a rock that He, Himself
could not lift?

Clay looks down hallway they just came through, now in
total darkness.

GRACE (CONT'D)

You have created a cell that only
You can escape. I'm just a key.

Clay looks back at Grace; she is gone. He opens his hand.
Chocolate square from The Edge, Clay unwraps it.

He laughs, puts it into his mouth, opens door in front of
him, walks into blinding light.

INT. HOSPITAL ROOM OF PATIENT CLAY ROBERT - ANYTIME

Blinding light is medical hand-held flashlight being used
to check dilation in Clay's eyes. Clay's POV.

Doctor moves away from Clay, Doctor Myron turns to Mary.
Calendar reads 1995.

MYRON

To be brain dead, everything must
be off. No activity in the brain.

Clay is stretched on bed, a large cross above his head.
IV's are attached to his arms, sounds of patient monitor
fill room.

Sound of clock. Tic tock, tick tock.

MARY

But his flesh is still warm! He
looks alive. He's breathing.

Myron has hold of Clay's arm, pinches, no response.

MYRON

We have discussed this many
times. The machine fills his
lungs with oxygen. He has had a
traumatic brain injury. Multiple
areas of damage, massive
swelling.

MARY

Live without machine assistance?

MYRON

Can't say one way or another, at
a Glasgow Coma Scale of three...

MARY

That's the worst you can get?

Christmas decoration of Santa Claus (original Tick Tock)
taped on a wall next to the loud, large clock.

MYRON

Don't know. Is there blood flow
in the brain? Just do not know.

MARY

No way to return to normal life?

MYRON

I am sorry, this is beyond our
scope of knowledge.

Clay stands at side examining his body heavily wrapped in
gauze with major contusions over his exposed body.

Clay watches as time is sped up; Doctor, Myron with Nurse
Blonde 1, Nurse Blonde 2, minister medical needs, boss
Bartlett, family, friends visiting.

Sped-up quick motion slows to normal. Grace enters.

Grace runs to Clay's bedside, holds Clay's hand after
kissing his fingers.

GRACE

Daddy. I love you.

Grace turns to doorway, enters.

GRACE (CONT'D)

Mommy, Daddy still won't talk to
me? It's been so long.

Mary walks into room, bends over Clay, kisses him on
forehead, kneels down beside, puts her arm on Grace.

MARY

Daddy was in a very bad accident.
Told you many times, he may not
be able to see or hear us.

GRACE

(crying)

Do we need to say good-bye now?

Mary chokes back tears, she squeezes Grace in tender hug.

MARY

We need to say good-bye because
it is time for Daddy to move on.
(She whispers)
I will always be your angel.

Time speeds up. Enter more family, friends, while Clay watches, he is joined by Tic Tock as the Grim Reaper.

Black hood drops down from top of grinning skull. Skull morphs into head and face of Clay Robert.

TIC TOCK (AS CLAY ROBERT)
Coming towards the end of life.

CLAY
I am going to die?

TIC TOCK
This life you have created, yes.

CLAY
You are me?

TIC TOCK
An extension.

CLAY
What comes next?

TIC TOCK
Why, complete knowledge, total realization. That flash period of self-identification. Self realization.

Clay as Tick Tock snaps his finger creating a blinding flash. Everything fades to black.

CLAY (V.O.)
It will last but a micro second as you have willed it to be.

INT. A SMALL, POOR ROOM - DAY

Darkness gives way to unfocused light, then 'soft' shapes.

CLAY (V.O.)
Then rebirth. For me. For. You.

Shapes come into focus, P. O. V. from a baby, being born.

CLAY (V.O.) (CONT'D)
For a flash there is an awareness of every thing that is time and space. The realization that I am God. That I created a reality to fill the endless void that is eternity.

Baby's view starts unfocused, sharpens upon FATHER, 35, Iraqi, consumed by joy, yells out to other human shapes in the room in Arabic.

FATHER
Allah Akbar!

Father lifts new born child for all in room to see.

CLAY (V.O.)
I created everything to escape
boredom.

Many pictures of Saddam Hussien adorn walls.

CLAY (V.O.) (CONT'D)
For an instant, knowledge that as
that child being born, I will be
badly burned, die by the bombs
dropped from an American plane.

Through windows we can see street life of a poor Middle
Eastern neighborhood. Bombs explode in distance.

CLAY (V.O.) (CONT'D)
Time is inconsequential. I as God
can move forward or backward in
time, random re-birth.

American fighter jet breaks through clouds dropping bombs.

CLAY (V.O.) (CONT'D)
I flew the plane in another life.
Following an order that I gave in
yet another life.

Tourists walk past front of White House.

CLAY (V.O.) (CONT'D)
For I have been every reasoning
being that has ever been of this
world. I am You. You are me.

View of Earth from space.

CLAY (V.O.) (CONT'D)
After I have experienced all this
world has to offer, I will move
on to another world teeming with
life. Then on and on and on...

View as if traveling through space, showing galaxy.

CLAY (V.O.) (CONT'D)
When I have experienced all of
life, I will end this universe to
start all over again.

View of universe expanding.

CLAY (V.O.) (CONT'D)
I created this universe teeming
with life for one reason. I. Am.
God. And. I am trapped in
eternity.

FADE TO WHITE