



MONSTER

ZERO

PRODUCTIONS

RIFT

"SHATTERPOINT"

EPISODE NUMBER: 1.05

RELEASE DATE: 01/10/08

- TEASER -

FADE IN:

EXT. LOS ANGELES - DAY

A DEMON; bright red skin, long flowing red coat and what looks rather like a skull outside the flesh, is the first thing we're confronted with.

The streets are mercifully quiet in this, the bad side of town. The one or two people that do see our friend here scurry off as they see his frightening form.

He reaches a SEWER ENTRANCE, yanking it open as the heavy metal door GROANS with age.

Once open, the demon wastes no time in walking inside, drawing a sword from his side with a hilt that looks as though it's been fashioned from bone.

CUT TO:

INT. SEWERS - MOMENTS LATER

The demon drops down into the sewer water without complaint, glancing from side to side.

We hear voices nearby, and just off in the distance the faint flickering light from a flame.

Satisfied, the demon approaches with caution, sword held at the ready. He doesn't make a noise as he moves, not even a splash in the water.

He quickly reaches the junction between this tunnel and the one the light originates from.

A quick glance around the corner and he's ready, rounding the corner into:

INT. SEWERS - ALTER - CONTINUOUS

Three HUMANS, two men and a woman, are stood around a flame built atop a small alter erected in a grated off section of the sewers.

They barely acknowledge the demon's presence as he approaches, staring into the flame and MUTTERING something over and over again. An incantation.

Annoyed, he promptly KICKS the large golden bowl in which the fire is burning, causing it to topple over into the water.

That gets their attention.

The flame dies, the scene goes:

BLACK.

We hear the sound of struggle, a sword impacting against the walls, GRUNTING and SNARLING.

All we can see is the demon, his location given away by his slightly glowing red eyes.

That is until:

DEMON
(gruff voice)
Vuur!

A blast of red light generates from the demon's hand, slightly lighting the sewer as it flies from his palm into the ceiling, punching a hole clean through to the surface!

The people he's fighting, sporting wounds from his sword, back away from the light that shines through from the above.

They SNARL at him as he approaches. They try to back away but there's nowhere to run. He quickly HACKS away at two of them, the woman and one of the men, leaving one alive.

Facing death, the man SNICKERS. He RUSHES the demon, impaling himself on its blade. He grabs the demon's clothing, pulling them closer together.

DYING MAN
(harsh, raspy)
It's coming.

His eyes FLASH black and then roll up into his head as he falls away from the blade to join his companions dead on the sewer floor.

The demon looks at the fallen trio, considering the warning, then turns to leave.

EXT. LOS ANGELES - ALLEYWAY - NIGHT

Our demon is now stood in an alleyway opposite "Willy's Bar", watching, waiting for something.

He's joined by another demon, this one a little weedy with dark green skin. Meet BERNIE.

BERNIE
You sure about this?

DEMON
(gruff)
Yes.

He doesn't appear to be paying much attention to his companion, just staring at the doors to Willy's Bar instead.

BERNIE

Listen, Atum, these people, they
have a kind of reputation.

ATUM gives his friend a smirk.

ATUM

As do I. There is no doubt about
it, it is they who must face what
is coming. I intend to stand by
them for it.

BERNIE

(nervous laugh)

If you say so.

(beat)

I should probably...

ATUM

There is no need for you to be
here. If you so wish you may return
home, I will find you when I have
made contact.

Thankful, Bernie runs off into the night, casting a last look
over his shoulder to see his partner once more.

Now alone, Atum reaches for his sheathed sword, placing a
hand on the hilt.

There's a CRACKLE of energy nearby, he's already turning as
he hears it. Nothing. The alleyway is clear until: BANG! A
portal opens in the wall, something flying from it and
SLAMMING Atum into a wall.

The portal closes and Atum falls to one knee. He opens his
eyes, they've changed from a bright red to PITCH BLACK!

He lets out a deafening ROAR that shakes the windows of every
nearby building then runs off into the night.

Demons and humans alike come running into the street from
Willy's, among them MARIA, BEN and ALEX.

ALEX

What was that?

Off their confused faces we:

FADE OUT.

- END OF TEASER -

STARRING

JOHN SIMM
ALEXA DAVALOS
MAX PERLICH
ELISHA CUTHBERT

WITH

JOSH HOLLOWAY
JAMES NESBITT

AND

JEREMY IRONS AS AMARRA

GUEST STARRING

PETER SERAFINOWICZ AS ATUM
GIOVANNI RIBISI AS BERNIE

CREATED BY
DANIEL LOACH

PRODUCER
TOM EAST

WRITTEN BY
DANIEL LOACH

**BASED ON CONCEPTS AND CHARACTERS CREATED BY JOSS WHEDON
(C) MUTANT ENEMY, INC. AND FOX**

- ACT ONE -

FADE IN:

EXT. CEMETERY - NIGHT

PUSH IN through a vast number of graves, over the perfectly cut grass to a MONUMENT in the middle of the graveyard.

An angel with its head bowed, it seems to stare at a patch of dried grass amongst the immaculate green.

We PUSH THROUGH the ground, through the dark soil into:

INT. CAVERN - CONTINUOUS

Alex, Maria, and Ben are fending off a hoard of PREYING MANTIS-like demons. Most of them barely knee height, but one is easily eight feet tall.

It's a nest, and Maria is fighting the mother whilst Ben and Alex handle the smaller demons with swords, slicing through them as they approach. Ben has a bow strapped to his back along with a quiver.

One of them gets through, LEAPING onto Alex's back and digging into his shoulders. It goes to bite down but is quickly SLICED away by Ben.

ALEX
(impressed)
Nicely done.

BEN
Wouldn't be too sure, I think I
gave you a trim.

Alex quickly reaches for the back of his head, checking his hair but is forced to get back on guard as three more demons come in for the kill.

He twirls his blade and slices them each in half, but the numbers don't seem to be getting much lower.

Maria appears to be struggling also, fending off the smaller demons as she takes on the mother.

The queen SWINGS for Maria with her sickle-like arms, giving her the opportunity she needs.

The slayer leaps into the air, using the queen's arm as a step up before delivering a powerful kick to the head.

It does the trick, the queen's head EXPLODING with the impact, unleashing a torrent of brain matter.

Maria lands as the smaller demons quickly begin to rush towards her.

MARIA

Oh. Crap.

She leaps off of the mothers body, bouncing off of the cavern wall and landing not too far away from Alex and Ben.

The two of them seem to be having an easier time of it now, the mantis demons having run off towards their fallen mother.

They finish off the demons before looking at those swarming their mother as they begin to devour her.

MARIA (CONT'D)

Well that's...

BEN

(snickers)

Nothing like a family meal.

He offers a grin but Maria can't help but be a little disgusted.

ALEX

Any idea what we do with them all?

GWEN (O.S.)

I have one.

GWEN steps into the cavern, hands on hips, doing her very best to perfect the entrance she just made.

She spots the demons and her eyes widen.

GWEN (CONT'D)

At least I didn't miss the ugly bug ball? Mind if I -

MARIA

What are you doing here? Whistler-

GWEN

(over her)

Doesn't want us keeping watch over him all the time. He's fine, and the charm on the house should be working so no one's getting in any time soon.

Maria tries to argue, but Ben cuts across her.

BEN

You're right. The more of us out here the better. Four's better than three, right?

GWEN

Glad you agree, seeing as you don't actually have a choice here. Now, if you don't mind.

She flexes her hands, bolts of electricity running across them. She brings her hands in front of her and closes her eyes.

ALEX

I love this part.

She finishes up and DISCHARGES a blast of lightning in the direction of the demons as we:

CUT TO:

EXT. LOS ANGELES - NIGHT

We TRACK across the sky from Downtown LA to the outskirts.

INT. CAVES - NIGHT

In the outskirts a fire roars inside one of the many caves cut into the rock face.

Inside is our friend ATUM, pacing around in a circle, holding his head tightly.

ATUM

Cannot allow it to... The body is mine, a tool for...

He straightens, his eyes flicking to black.

ATUM (CONT'D)

(raspy)

No. You do not get control. This body is mine.

His eyes flick to red once more and the demon seems worried again, panicked even.

ATUM (CONT'D)

No. The body was created for a purpose, the shell must suit the purpose or the soul -

He reaches for his sword, draws it and turns the blade towards his chest.

Something seems to stop him from completing his goal however as he drops the sword, falling to his knees.

He bows his head, ashamed.

Slowly, his head rises once more, his eyes black again and a smile coming to his face.

ATUM (CONT'D)

(raspy)

I have no use for a soul. But this mind, so many memories. One may be useful to me.

(beat)

Yes. Yes this is good.

The smile falls.

ATUM (CONT'D)

What is it that you want this body for?

We hear footsteps nearby, his head snaps around.

ATUM (CONT'D)

(raspy)

Revenge.

He stands, collecting his sword before walking towards the cave entrance.

We're high above a beaten path, from here we can see two teens walking along the route, clearly on a date.

Atum looks from the young couple to the hand made sword in his hand-made sword with his pitch black eyes.

ATUM (CONT'D)

Amongst other things.

He licks his lips.

CUT TO:

EXT. LOS ANGELES OUTSKIRTS - MOMENTS LATER

The young couple, AIMEE and MATTHEW are enjoying a little small talk when Matthew rounds her off, forcing her to stop.

She doesn't do anything to resist, allowing him to pull her in close for the kiss.

They break apart after a tender moment and smile at each other. Young love at its finest.

MATTHEW

Been wanting to do that all night.

AIMEE

You took your time. Thought I was going to have to wait forever.

She eyes him up and moves in again, closing her eyes and leaning in only to make contact with the air.

Confused, she opens her eyes and SCREAMS!

Matthew stand a few inches away from her. His mouth hangs open as he GASPS, his eyes wide with pain, his neck stretched somehow.

Behind him is Atum, sword outstretched. He DRIVES the sword forward and it fully penetrates Matthew's neck so that the tip almost reaches Aimee's face.

She falls back SCREAMING once more as Atum withdraws his blade.

Matthew falls to his knees and Atum quickly CLEAVES Matthew in two, slicing him diagonally from shoulder to hip before marching towards Aimee.

ATUM
(mocking, rasping)
Don't cry little girl, it will all
be over soon.

She sobs, looking at Matthew's remains. She's too scared to run now.

ATUM (CONT'D)
Time was you'd be my prey. I'd keep
you safe, kill you just right.

He looks at his hand.

ATUM (CONT'D)
But this. This is all I need for
now.

She struggles to her feet but a flash of the blade later and she stumbles to the ground, the backs of her ankles slashed, completely unable to walk.

She CRIES OUT as he grabs her by the hair and with one last smirk prepares to run her through with his sword.

Fortunately we:

CUT TO:

INT. WILLY'S BAR - NIGHT

The patrons now back inside as if nothing ever happened, WHISTLER is hastily pushed through the crowds by Gwen, Maria, Alex and Ben.

He looks uncomfortable as they reach the bar, quickly glancing from side to side at the demons eyeing him.

WHISTLER

Maybe this wasn't the best idea?

Maria holds up five fingers to the BARMAID as they each take a stool. The brunette barmaid returns a moment later with a tray of glasses containing a bright blue liquid.

Maria pays for the drinks and lifts them off the tray, placing one in front of herself, then one each for the others.

Jovially they quickly neck the drinks, Ben grunting as the alcohol burns his neck, the others managing to keep it just fine, though Alex closes his eyes and shakes his head a little.

Whistler looks down at his still full glass, swirling it gingerly.

WHISTLER (CONT'D)

What is this?

GWEN

Probably better you don't know.
Just remember, three or less if you
want to go home this week.

She hastily orders five more and the barmaid complies, bringing them over.

Again, the gang drink, this time they all wince at the taste. They're already showing signs of being a little worse for wares.

Whistler, on the other hand, now stares down at his two drinks.

MARIA

Oh come on, live a little!

Nervously he raises a glass and sips it, looking disgusted at the taste.

WHISTLER

You drink that?

ALEX

(smug)
Immortal demon and you can't handle
a little mortmix.
(shakes his head)
I'm ashamed.

He reaches for Whistler's untouched glass and drinks. Once done he tries to stand but has to use his hand on the stool for support.

Gwen SNORTS and drags him back to his chair just as the doors swing open dramatically.

Atum stumbles inside, covered in blood and mumbling to himself.

The entire bar watches him as he stumbles around, continuing to mutter to himself.

ATUM
No, cannot find them. Must not...

He turns, sees Whistler and the others and JUMPS a little as though startled.

BEN
Do we know him?

GWEN
No, that face I'd remember. I don't know any red people.

Atum stumbles backwards towards the door and runs back out again. Once he's gone, activity in the bar resumes as normal.

The gang turn back on their stools, except for Whistler who watches the door curiously, and Alex who's having trouble with the concept of turning.

ALEX
Help?

Gwen turns to try and get him back in place when she notices Whistler looking at the doors.

GWEN
There a problem?

WHISTLER
(frowning)
Something about that demon.

GWEN
Had too much to be walking into a bar? Welcome to LA.

He shakes his head.

WHISTLER
No, it's not that. I've seen that before. Two demons in a demon body... they can't hold it all.

Ben and Maria are at attention, Alex wobbles.

MARIA
Should we...

ALEX
Definitely.

He stumbles forwards, Maria catches him.

MARIA
Future reference; two's your limit.
(to Whistler)
Can you take him home?

Whistler looks Alex up and down, not entirely sure but then he looks around at the patrons eyeing the drunken demon hunter hungrily and he nods.

WHISTLER
Take care of it.

They turn and leave, abandoning Whistler to drag a struggling Alex out of the door.

CUT TO:

EXT. NIGHTCLUB - NIGHT

The scene is a little torn up, the streets are abandoned and there's no queues outside. A bouncer lies slumped in a bloody heap on the ground, dead.

Maria, Ben and Gwen, pretty much sobered thanks to good old adrenaline, approach the nightclub with caution.

They stop at a safe distance, keeping an eye open for any signs of trouble.

MARIA
No music.

She's right, we should be able to hear the thumping music from here, but there's nothing.

GWEN
I'd say we found our boy.

BEN
Think we probably should have brought something to fight with?

Gwen's hands crackle.

GWEN
I'm covered.

Maria reaches for her belt and removes two short, curved blades. She hands them to Ben who looks at them, less than impressed.

BEN
 Isn't he a little on the large side
 for these?

MARIA
 Then stay behind me.

She walks over to the metal barriers between what would be the queue and the sidewalk, pulling out two metal rods from it.

MARIA (CONT'D)
 Let's go to work.

FADE TO:

INT. NIGHTCLUB - SAME

Atum has torn the place up. Bodies lie here there and everywhere, blood on the walls, decorations torn from the walls and shards of glass all over the floor.

There, in the middle of it all is Atum, no sign of internal conflict, just the dark black eyes staring down at the face of a whimpering young man as he SNAPS his neck.

He throws the body aside and:

WHAM!

One of Maria's metal poles is lodged firmly into his shoulder.

He spins around, sees the gang approaching and CHUCKLES to himself as he approaches them.

ATUM
 Well well, how good to see you.
 (off Ben)
 Don't recognise him.

The trio look at each other.

GWEN
 We've met?

ATUM
 That we have.

He charges at them, Ben and Gwen dive out of the way leaving Maria to try and cut him off with a palm strike to the face.

His outer skull CRACKS but it doesn't slow him down and Maria is knocked to the ground.

He turns to Gwen this time, charges for her. Ben chases after him and buries his blades into the demon's back.

Atum ROARS and tries to remove them but somehow Ben manages to hold on.

Unable to remove Ben, Atum continues to charge towards Gwen and she steps aside, him barely stopping in time to avoid impacting the wall.

He turns quickly to face her but Gwen's ready, grabbing the pole still firmly wedged in Atum's shoulder. A blast of electricity flows from her into him.

Ben is thrown across the room as the blast hits him as well. Gwen sees him thrown almost straight out the door and cocks her head to one side.

GWEN
(smiles)
Sorry.

Atum staggers, Ben COUGHS, and Maria finally struggles to her feet, clutching her head from the impact.

GWEN (CONT'D)
Okay, let's finish this.

She charges another blast in her hands, but the stunned Atum suddenly reaches out and grabs her by the neck.

ATUM
Indeed. Let us end it.

He squeezes, Gwen unable to shock him as he gradually chokes the life out her.

There's a sickening SQUELCH as he drops Gwen to the ground, Maria's second metal pole straight through Atum's forehead, pieces of skull and brain matter hanging from the protruding end.

GWEN
(winded)
Thanks for that.
(smiles)
Take your time.

Across the room, Ben manages to stand. He spots the fallen Atum and walks towards his team mates.

BEN
We got him then?

MARIA
(kicks Atum)
Guess so.

There's a SHRIEKING, all three of them fall backwards, wondering what's coming next.

Something flows from Atum's fallen body, a trail of smoke. It moves, takes a humanoid form in the air, like a living shadow.

Gwen and Maria step back, instinctively pulling Ben back with them. They look afraid of it, but it quickly flies past them into the night and vanishes.

BEN

What the bloody hell was that?

Gwen and Maria look at each other to confirm. There's no denying what they've seen.

CUT TO:

INT. ALEX'S APARTMENT

No better than the last time we were here, Alex now occupies the rather messy sofa, sleeping peacefully.

BEN (V.O.)

Well? What was it?

Alex's eyes scrunch up, he groans a little as though he's having a bad dream. His eyes SNAP open. They're BLACK!

MARIA (V.O.)

We've seen one before.

After sitting up, he walks over to a mirror and looks at his face cracking a huge sadistic grin.

GWEN (V.O.)

It's called a Shadowform.

Turning away from the mirror, he walks for the door as he reaches for his coat and we:

FADE OUT.

- END OF ACT ONE -

- ACT TWO -

FADE IN:

EXT. LOS ANGELES STREETS - NIGHT

Alex walks along the busy streets, turning into a back alley.

There's a doorway right in front of him, the wood has been either blown apart or burned. The boards over the destroyed windows are rotting and damp. Whatever happened here happened a long time ago.

Alex clenches his fist and PUNCHES through the rotten wood with relative ease. His hand comes back split and bleeding, but he punches again without showing any sign of pain. The wood falls away.

Wiping the blood on his jeans Alex ducks under the remains of the panels and steps inside.

We TILT UP to where the remains of a neon sign hangs at a slant. We can just about make out what the sign once said:

- CARITAS -

FADE TO:

INT. CARITAS - MOMENTS LATER

Alex steps out from a back room into what appears to be the remains of a nightclub.

Remnants of a bar lie all over the place, pieces of wood, melted glass, destroyed furniture.

Fire or explosion, whatever happened here, the entire building was devastated by it.

At one side of the room is a circular podium, blackened but otherwise untouched in comparison to the rest of the place.

With a little caution, Alex approaches the podium and raises a hand to it.

A black, smoke-like AURA surrounds his hand, and as he reaches out it CRACKLES against a blue aura which seems to be surrounding the area around the podium.

He smirks then PUNCHES through the blue field of energy, gritting his teeth. The energy around the spot SPARKS violently, a wind picking up inside the club.

Alex holds his hand in though the energy runs through him, clearly causing him immense pain.

Finally a PORTAL opens in the air around his hand. Throwing his head back in absolute agony SHRIEKING as his eyes turn black, Alex holds on just a little longer.

The portal appears to shrink, vanishing as quickly as it appeared with one final SHOCKWAVE which throws Alex across the room into the remains of a table.

Moments later he sits up, ignoring the pain with a wide grin on his face. He look victorious as he stands and begins to leave the way he came.

CUT TO:

EXT. WHISTLER'S HOUSE - NIGHT

Ben, Gwen and Maria step out of the house, Whistler stood in the doorway saying his good-byes. Maria and Ben take off first, Gwen staying behind to talk to Whistler.

GWEN

If you hear anything...

WHISTLER

I'll call. Just stay safe, those things are dangerous.

She nods and catches up with her team-mates just in time to see Maria pick up her phone.

MARIA

(into phone)

Hello?

(beat)

One sec.

She bites her lip and looks apologetic.

MARIA (CONT'D)

I've got to go, something's come up.

She turns to leave.

BEN

Do you need any -

Too late, she's already running.

MARIA

(shouting back)

It's fine, I can handle it.

The two remaining heroes look at each other, shrugging, bemused by the behavior of the slayer.

GWEN

Was she always like that?

BEN

No, but then she's been away for a long time. Time changes people.

GWEN

Don't I know it.

They start to walk down the street together, not quite at ease but relatively relaxed.

BEN

Tell me about this "Shadowform".

GWEN

You tell me, it's a kind of vampire, you're a watcher.

He shakes his head.

BEN

Can't say I've heard of them. Heard of something similar, though.

Gwen motions for him to go on as they turn a corner:

EXT. LOS ANGELES STREETS - CONTINUOUS

There's a few people about, but the sun is rising in the distance and most have now given up and gone home.

BEN

There are writings from early Egyptian priests. They said that they were plagued by the *sheut*.

Gwen shakes her head, no bells ringing just yet.

BEN (CONT'D)

Roughly, it means shadow, but from what they say...

(beat)

They said that demons would hide in the darkness, living shadows that would use people to take them from place to place, they feared the sun.

GWEN

Sounds like a garden variety shadow.

BEN

That's what I thought, but when the council was rebuilt a few years ago we acquired some old, obscure texts. Vampire written, referencing the same things. There's been no record of them for thousands of years, but it could be that some survived the centuries. But why now?

Gwen thinks it over, she's not liking what she's hearing and there's obviously something on her mind.

GWEN

It recognized us.

(beat)

When we went through a portal a couple months back the whole city was filled with them.

BEN

And you think one of them followed you back?

She doesn't answer, but her expression gives it all away.

BEN (CONT'D)

The council has a theory. That the vampires we see here, on Earth, aren't the only ones. They think there are different species. Reports from Sunnydale, even Dracula, those sisters at the warehouse, now this. Maybe there's something to the idea.

Gwen shudders, more vampires isn't something she needs to be thinking about.

She stops walking, Ben taking a few steps before he realizes and comes back to her.

GWEN

This is my stop.

He looks up at the building, it's hardly the ritz but he doesn't comment, just smiles politely.

BEN

Then I'll see you tomorrow.

She nods, but doesn't turn to leave. Nor does he.

He notices her expression, she worried, more than you'd expect for the situation. He puts an arm around her and smiles. It helps, a little.

There's an uncomfortable moment, the two heroes just staring at each other for a few moments before Gwen finally tears herself away.

GWEN

Good night.

And she leaves him, opening a rickety old door and moving into the apartment block.

He waits a moment then walks off into the night.

We stay on the empty building for a moment then PAN ROUND to see someone lurking in the shadows, watching what's going on before stepping out into the light.

It's Alex!

He smiles, looks up the apartment block once more then crosses the street as we:

CUT TO:

INT. GWEN'S APARTMENT - MOMENTS LATER

Much better than when we last saw it, Gwen has taken a bit of effort in making the place look respectable with new furniture and a lick of paint. Even so, it's hardly high living.

She sits on a new looking armchair and relaxes, about to drift off into sleep when there's a KNOCK at the door.

Sighing, she stands and looks at whose on the other side before opening it. Alex is stood on the other side, looking natural.

GWEN

Recovered I see?

ALEX

I heard I missed the fun.

(off look)

Checked in with Whistler.

She nods, then looks a little confused.

GWEN

Why are you here?

ALEX

I just thought I'd come and say hi.

GWEN

It's six in the morning.

He blinks, checks his watch then shrugs.

ALEX
This can't wait.

He takes a step forward, she takes one back, made slightly uncomfortable by his presence.

GWEN
I'm sure it can.

ALEX
Ever wonder why we argue so much?
Why we're always at each others's
throats?

She continues to step back into the apartment but he shows no sign of stopping his advancement.

GWEN
Because you're an ass?

ALEX
Stop kidding yourself.

GWEN
You sure you've recovered, 'cus to
me this sounds like -

He dives for her, pushing her into the nearby counter roughly as she CRIES OUT.

GWEN (CONT'D)
Okay this one you deserve.

She ZAPS him with a small blast of electricity but it doesn't do anything! He just laughs as she struggles.

ALEX
Not enough I'm afraid.

GWEN
If you say so.

She does it again, this time the blast being far larger and he's THROWN from her, hitting the deck hard.

For a moment she doesn't do anything, then realizes Alex isn't moving.

Panicking she kneels beside him and checks his pulse, her eyes widening in fear. She puts her hands around her mouth just as:

ALEX
Gotcha!

He punches her in the face and she rolls to the floor as he stands, putting his foot on her gut and pressing down hard.

She cries out as he grins, a sick look of pleasure on his face as he tortures her.

GWEN

What the hell is wrong with you?

It's only now that he shows her. His eyes turns black, and in that moment she realizes the truth.

GWEN (CONT'D)

Oh God no! Alex.

She CRIES OUT again as he stamps on her gut once more.

ALEX/SHADOWFORM

(rasping)

Remember me?

He walks away from her. Though he's given her ample opportunity, she doesn't move.

She watches him walk towards the drawn curtains and opens them, allowing the light to touch his face. He quints a little, covering his dark eyes, then turns back to her.

ALEX/SHADOWFORM (CONT'D)

The first of my kind to stand in the light.

(beat, bitter)

And the very last of my kind.

(beat, grins)

But not in this world.

Gwen can't believe what she's hearing.

FLASH CUT TO:

EXT. ALTERNATE LOS ANGELES - NIGHT - FLASHBACK

ADAM kneels in front the possessed Initiative leader JOSHUA and places his open palm on Josh's chest.

Immediately a BRIGHT LIGHT emerges from the point of contact. It spreads across his whole body and the Shadowform SCREAMS!

The black form of the shadow-vampire flows from Joshua's body and escapes into the night.

FLASH CUT TO:

INT. GWEN'S APARTMENT - MORNING

He walks towards her and kneels in front of her, grabbing a hold of her chin. It's almost tender, but it just comes across as sinister.

ALEX/SHADOWFORM
Your spell worked. My kind were
wiped away from the world, only I
survived.

He looks away from her, instead gazing into the light outside through the crack in the curtains.

FLASH CUT TO:

EXT. ALTERNATE LOS ANGELES - NIGHT - FLASHBACK

The Shadowform flies off into the night. It stops, sensing something, and turns just in time to see a sphere in the air EXPLODE in a huge blast of light.

It SCREAMS as the light consumes it, and we see others all over the city doing the same.

When the light clears the Shadowform is falling towards the city below, still screaming endlessly as the SUN appears in the sky.

FLASH CUT TO:

INT. GWEN'S APARTMENT - AS BEFORE

Gwen can't help but laugh, much to the fury of the Shadowform as he raises a hand, but it's a bad move.

Gwen rolls to one side as Alex's hand punches through her floorboard. Now caught, it's completely unable to stop Gwen from delivering a KICK to Alex's face.

He's freed from the floorboards and falls back into a small table, knocking it over and taking a vase with it.

Wincing for the fallen vase, Gwen doesn't waste more time than she can afford to and quickly runs out of the apartment.

Alex looks up and gives chase:

CUT TO:

EXT. APARTMENT BLOCK - CORRIDOR

Gwen runs away from her apartment, a quick glance over her shoulder revealing Alex quickly catching up with her.

He's fast, too fast for a human, and quickly catches up. He delivers a blow to the back of her head which causes her to lose balance.

Unable to stop herself from falling, Gwen tries to grab the railing on the nearby stairwell but fails, instead falling down the stairs.

Alex waits before following her, she's stopped a few metres away, knocked out from the fall.

He begins to walk down towards her and just stands over her, watching her breathing for a moment before:

A trail of living smoke leaves him via the mouth, the Shadowform moving from Alex's body to Gwen's.

It gets as far as her lips when it's SHOCKED away, immediately recoiling into Alex, who looks shocked.

ALEX/SHADOWFORM
Well that's interesting.

He eyes Gwen once more and we:

CUT TO:

EXT. LIBRARY - MORNING

Bags under his eyes, Ben approaches the impressive building with a cup of coffee in his hands.

He stops as he reaches the doors, seeing that one of the windows has been smashed and there is a police squad inside the library looking around.

A startled LIBRARIAN is stood outside, biting her fingernails.

BEN
Sorry, what happened here?

She jumps at his voice, calming herself down a little before talking, though her hands are still shaking.

LIBRARIAN
Someone broke in, I was just opening up.

BEN
Someone?

She nods.

BEN (CONT'D)
You're sure? It wasn't...
(quietly)
Something?

Baffled, she chuckles at him.

LIBRARIAN
I'm sure yes. A man, he was, I don't know, normal enough.
(MORE)

LIBRARIAN (CONT'D)
Not the kind to cause trouble by
the way he looked.

BEN
What did he do?

LIBRARIAN
Just put his hand out, something...
energy, in the air, like a storm.

Ben frowns, turning away from her and leaving without a word, she looks a little confused by him but soon gets back to staring into space.

CUT TO:

INT. APARTMENT BLOCK - STAIRWAY - MORNING

Gwen stirs slightly, her hand moving towards her aching head as she tries to push herself off the ground.

GWEN'S POV

A blurry figure is stood over her. She takes a SWIPE for it and:

BERNIE
Hey watch it!

ON SCENE

Bernie, the green demon friend of Atum's is stood over her trying his best to look friendly.

BERNIE (CONT'D)
You could hurt someone!

GWEN
(groggy)
Kinda the idea. Who are you?

BERNIE
Name's Bernie, you killed my friend
last night. I'm here to help.

Confused, Gwen blinks before standing.

CUT TO:

INT. GWEN'S APARTMENT - MOMENTS LATER

The duo enter the apartment and Gwen notices the mess her fight with Alex caused.

BERNIE
Wow, ever clean?

She walks towards the kitchen and begins making herself a cup of coffee. She reaches for a mug.

BERNIE (CONT'D)
I take mine black.

She takes down one mug and pours her milk into it.

GWEN
Start talking.

BERNIE
The demon you killed? Bad call. He was one of the good guys, believe it or not.

GWEN
Didn't seem like it.

She pours her drink and sips, letting the caffeine do its wonders.

BERNIE
I'm guessing your friend didn't either? He usually the heroic type?

GWEN
Sometimes.
(beat)
So the Shadowform takes your friend, why?

BERNIE
Because he found something. Big stirrings, those Shadowforms have been in hiding for hundreds, maybe thousands of years and all of a sudden they're popping up in twos and threes all over the world.

Her mug empty she discards it on top of the television set before taking a seat.

GWEN
Why?

BERNIE
They sensed something. Kept saying "it's coming".

GWEN
Well they were right. Happen to say anything else?

BERNIE

Just that when it arrived it'd
bring something with it. Something
big.

GWEN

Meaning?

BERNIE

(simply)
The apocalypse.

Gwen turns away, worry being something of an understatement.

GWEN

So why come to me?

BERNIE

No idea, could be the body can't
take much more, and I'm guessing
you're the strongest boys and girls
in Los Angeles. Atum was watching
you for sure.

Though she's a little flattered there's not a lot she can
think to say, but then something hits her.

GWEN

If he left me, he'll go for the
next one down, right? Next
strongest?
(beat)
Maria.

She pulls out her phone and dials a number. Listening,
waiting.

ALEX (O.S.)

(over phone)
Hello Gwen. Maria can't come to the
phone right now.

Her eyes widen.

GWEN

Stay away from her!

ALEX (O.S.)

Too late.

The line goes dead and she quickly calls again. A moment
later the phone is picked up.

BEN (O.S.)

(over phone)
Hello?

GWEN
Get to Maria's. She's in trouble.

BEN (O.S.)
What?

GWEN
(urgent)
Just do it. The Shadowform, it's
Alex.

She shuts the phone and turns to Bernie.

GWEN (CONT'D)
Love to talk but my friend's in
trouble.

BERNIE
I'll come with.

GWEN
Don't slow me up.

She races out the door and straight away Bernie is falling
behind.

CUT TO:

INT. MARIA'S APARTMENT - LATER

Gwen and Ben enter at the same time, arriving at the same
moment somehow, just in time to see Maria facing down Alex,
each holding swords.

They get in close and Maria turns to see Gwen, distracting
her long enough for Alex to relieve her of her sword.

He lunges for her but is knocked off his feet by a BLAST from
Gwen, throwing him into the wall. He's out for the count.

Maria gasps, thankful for the last minute save.

MARIA
He's the Shadowform.

GWEN
I know. You okay?

She nods, a little shaken admittedly, but she's made of tough
stuff.

There's a nearby GRUNT as Ben starts to hoist Alex to his
feet.

BEN
We should get him back to the
house, see what we can find out.

Agreeing, Gwen helps him lift the possessed demon hunter, giving Maria one last caring look.

Taking a deep breath, Maria crosses her arms and watches as her cohorts take Alex out of her apartment.

A thin smile stretches across her face as she begins to follow them, her eyes clouding over until they become completely black.

FADE OUT.

- END OF ACT TWO -

- ACT THREE -

FADE IN:

INT. WHISTLER'S HOUSE - ENTRANCE HALL - DAY

The door swings open and Ben drags Alex into the house, quickly pulling him around the corner and into:

INT. WHISTLER'S HOUSE - STUDY - CONTINUOUS

The fire is burning as ever but Whistler is nowhere to be found. Not taking the time to look around, Ben heaves Alex onto a chair.

GWEN (O.S.)

Here.

He turns around in time to catch the rope Gwen's just thrown to him. He quickly wraps it around Alex, making sure his knots are secure before stepping back.

Maria, minus the black eyes of the Shadowform is doing a great job of looking shaken up as she steps up to Alex.

MARIA

What do we do with him?

Checking his pulse, Gwen shrugs.

GWEN

He's alive at least.

(realising the question)

I don't know. Where's Whistler?

There's still no sign of him anywhere.

BEN

There's another library, I could see if there's anything there that could help us.

MARIA

(frowns)

Since when do they keep...

(off Alex)

These things in libraries?

GWEN

(simply)

It's LA.

Ben heads for the exit quickly but Gwen grabs him by the arm and pulls him back.

GWEN (CONT'D)
Be careful.

Slightly surprised he barely manages a nod as he leaves, the door closing a moment later.

The sound appears to startle Alex as he JOLTS awake. He's disoriented, his eyes darting from side to side and his head hanging slightly to one side.

ALEX
(groggy)
What happened?
(beat)
Why am I tied up?
(grins)
I miss something?

Gwen steps forward and places a hand not far from Alex's face, the sparks around it causing his hair to go static. The threat gets through well enough.

ALEX (CONT'D)
(confused)
What did I do?

GWEN
Drop the act. We know what you are.

ALEX
(beat)
Mind telling me?

She flexes her fingers, the sparks giving Alex a mild shock and he YELPS.

ALEX (CONT'D)
Seriously, what the bloody hell?
(to Maria)
What's going on.

MARIA
You're not Alex.

ALEX
You've lost the sodding plot! Both of you. Where's Ben? Whistler?

GWEN
Ben's gone for research, Whistler -

WHISTLER (O.S.)
Right here.

They turn around and see their fearful leader stood at the door with a plastic bag under his arm.

WHISTLER (CONT'D)
 (re: Alex)
 Is there a reason or...

GWEN
 He's a demon.

ALEX
 (almost whiney)
 I'm not a demon.

Gwen and Maria give him a worried look and he stiffens up, his cool image well and truly destroyed in one sentence.

ALEX (CONT'D)
 (to Whistler)
 Look, just tell them!

WHISTLER
 (to Gwen)
 What is it?

GWEN
 Shadowform crossed over. The experimental one, Joshua's one.

WHISTLER
 You're sure?

GWEN
 (nods)
 Told me as much. Ben's gone to research.

A quick glance to Alex and she moves Whistler to one side, lowering her voice.

GWEN (CONT'D)
 Any way we can be sure the demon's still in there?

Maria raises an eyebrow, not liking the train of thought Gwen is on.

MARIA
 Maybe we should be spending our time working out how to get it out of him.

GWEN
 Already on it.

Not elaborating, Gwen returns to Alex and places a hand on his chest.

GWEN (CONT'D)
 Let's do this the hard way.

Alex's eyes widen as Gwen's face displays nothing but grim determination.

WHISTLER
(warning)
Gwen...

GWEN
(cold)
Got a better idea?
(no answer)
Then this is all I can do.

WHISTLER
Gwen we don't -

GWEN
No. You went away. We can't wait around while some powerful force decides to give a crap, we do what we have to.

WHISTLER
This isn't the way.

GWEN
(distant)
Maybe not... But it's all I've got.

With a slight hint of menace she advances on Alex, her hands sparking as he tries to move away.

Over her shoulder Maria is watching with glee, relishing in what she's about to see.

CUT TO:

INT. CAVES - DAY

Bernie walks around what was once Atum's home. He's trying to hide his emotion but everything about him gives him away, he's mourning for his friend.

The cave is empty more or less, but as Bernie moves towards the back he CRINGES at the sight of something.

We go in for a closer look, human remains lie at the back, the victims of the Shadowform. They've been torn to shreds, great chunks of flesh ripped from the bones.

BERNIE
Jesus. What is this thing?

Ignoring the smell and sight of the victims and begins to rummage amongst a small pile of rocks to one side.

Eventually he removes a box and opens it out, producing a small gold and red AMULET.

He looks it over for a few moments before we:

CUT TO:

INT. WHISTLER'S HOUSE - STUDY - LATER

Ben re-enters the room and sees that Alex is once again passed out, Gwen is sat alone in the corner looking grim.

BEN
(surprised)
He still hasn't woken up?

No answers, he gets the idea though through the slight trickle of blood running down one side of Alex's face and Gwen's stoicism.

MARIA
You found the books you needed?

She looks a little worried, understandably.

MARIA (CONT'D)
Listen I should probably be patrolling right now.

GWEN
(stands)
No. Stay here, could get rough and we'll need all the hands we can get.
(beat)
You got everything you need?

He nods. Whistler is notably quiet, not giving anything away. In fact, he stands and leaves the room silently and no one even notes his leaving.

There's a KNOCKING nearby and though the others look confused, Gwen knows immediately who it is.

She disappears for a moment or two and returns with BERNIE, who immediately tosses the amulet to Ben.

Turning it over in his hand reveals nothing to Ben who waits for an explanation.

BERNIE
Detection amulet. Atum kept it around, if there's a demon in there it'll let you know.

Maria looks nervous.

MARIA

Why bother? Just cast the spell,
we'll know better that way.

BEN

If he's not strong enough the
feedback from a failed extraction
spell could kill him.

He casts an accusing glance Gwen's way and she does nothing to defend herself.

Taking the amulet in one hand he approaches Alex and Maria starts to panic. She rushes forwards, knocking the amulet from Ben's hand but she CRIES OUT in agony.

The amulet sizzles as it sticks to her hand, burning away as though trying to fuse with her whilst glowing a bright red.

With every ounce of her strength she yanks the amulet free of her and then looks around, realizing the gang have rounded on her.

MARIA

Crap.

She allows her eyes to turn black.

MARIA/SHADOWFORM

Had you going though, didn't I?

Alex starts to wake up and the Shadowform notices, turning to him with a twisted grin.

MARIA/SHADOWFORM (CONT'D)

See what they did to you?

He GROANS in pain and Gwen looks guilty. She manages to control herself though and starts to advance on her possessed friend who quickly ducks behind Alex.

MARIA/SHADOWFORM (CONT'D)

Careful now.

She positions her hands ready to snap his neck.

MARIA/SHADOWFORM (CONT'D)

How sure are you that you can get
me before I..

She jerks her neck to one side, but is soon THROWN off her feet as Gwen sends a blast her way leaving Alex completely unharmed.

GWEN

Pretty sure.
(to Ben)
(MORE)

GWEN (CONT'D)

Get ready.
(to Bernie)
Help him.

She shoves Alex's chair out of the way, it topples to the ground but he doesn't react.

ON MARIA AND GWEN

The two girls start their fight and straight away we see a disadvantage to Gwen. She's slower, weaker, and less capable than Maria, and the Shadowform only widens the gap.

That said, Maria reels from every blow she lands, getting a decent shock from each. A punch to Gwen's gut proves ill thought out as Gwen holds onto the offending fist and delivers a huge shock.

Maria falls to one side, bumping into the weapons cabinet as the door opens. She reaches for a dagger and throws it just as she's hit by another blast from Gwen.

The daggers SLAMS into the wall mere inches from Ben's head, he stops what he's doing to look at it, looks terrified, but keeps reading, he and Bernie chanting in Latin.

GWEN (CONT'D)

Okay, now we have a problem.

She charges at Maria, pinning her to the wall whilst delivering shock after shock. Eventually the Shadowform breaks through and delivers a crippling blow to Gwen's midsection leaving her sprawled on the floor.

Ben looks up, a ball of white light had formed in his hand and he tenses.

BEN

(whispers)
Purgo.

He throws the ball of light and it hits Maria in the chest just as Gwen starts to stand.

The Shadowform SCREAMS as it's forced out of Maria via the mouth. Once expelled it stays in midair whilst Maria's limp form falls to the floor.

It waits a moment before attacking Gwen, trying to take over but it's BLASTED away in a bright white light, her powers shielding her.

The team shield their eyes for a second, the light painfully bright but it soon clears and the Shadowform is gone!

Whistler, meanwhile, has reappeared at the doorway looking thoroughly unimpressed.

WHISTLER

What was that?

GWEN

Just doing our jobs.

Though there's more Whistler wants to say, Gwen isn't interested right now.

She lifts Maria, Ben quickly moving to help her. Gwen smiles, appreciating the gesture, and allows him to hold her.

BEN

I'll get her back safe.

GWEN

Thanks. And nice work.

Bernie raises a hand.

BERNIE

Erm, hello?

GWEN

(smiles)

You too. We'll track that thing down tonight, odds are it'll wait before trying anything again.

BEN

We need to find out exactly what it's planning first.

GWEN

I'll research the club, see what I can find.

He nods and starts to leave, gently dragging Maria alongside him.

Bernie is soon making his way to the door as Gwen cuts Alex free with a knife. She stands the chair up and he sits on it but doesn't look up.

BERNIE

If you don't mind, I'll head out too.

GWEN

Can we contact you? Anything you have for us -

BERNIE

I've got plenty of contacts. I dig anything up I'll get to you, no worries.

GWEN

Thank you.

(beat)

I'm sorry, about your friend.

He lets out a sigh, still not letting himself go into full mourning. It's quite clear though that he doesn't blame her for what happened. With a half smile, he leaves.

Whistler takes one last look at the room, the weapons cabinet lies open, half its contents spilled on the ground, sat on his chair looking vacant, and the walls are half way to being caved in. He leaves, shaking his head.

Finally it's for Gwen to leave. She walks over to where Ben's book has been discarded and picks it up, flicking through the pages as she leaves.

CUT TO:

INT. WHISTLER'S HOUSE - DINING ROOM - LATER

Gwen sits at the table with the book open, studying it intently as Alex walks into the room.

She doesn't look up, certainly doesn't look him in the eye, just focusses hard on what she's doing.

ALEX

You know, torture a bloke and you're meant to say something.

GWEN

I didn't know.

ALEX

Didn't know? That's bloody feeble, didn't know?

GWEN

(meek)

I'm sorry.

ALEX

Too right you're sorry.

She lets her head droop a little, he takes a seat next to her and looks at the book.

ALEX (CONT'D)

Find anything useful?

His expression has softened a little, he's not friendly but he's holding no grudges.

GWEN
(shakes head)
Not a lot.

ALEX
Well you're in luck. I know what
it's doing, and more importantly, I
know how to stop it.

Surprised doesn't quite cover it, but he starts to fill in
the blanks before she can ask.

ALEX (CONT'D)
It got into my head, had a poke
around myself while it was in
there.

GWEN
And?

ALEX
Most Shadowforms take a host that's
already dead, they can't take
anyone living and can only be
killed outside of the body or by
light. This one's different.

Realizing it may not be useful any more Gwen slams the book
shut and turns to face Alex, giving him her full attention.

GWEN
It can take living hosts, we
already -

ALEX
It can only take a living host.
Kill the host and it's forced out.

GWEN
So how do we kill it?

ALEX
We have to bind it, it can't leave
it dies with the body. Problem
being it can only take each host
once, and the longer it's in there
the less time it can stay in there
before the host regains control.
That's why it left me, had to.

Remembering something, Gwen quickly flicks through the book
until she finds the page she needs.

GWEN
There's something here.

He looks the page over and nods.

ALEX
That'll do it. But we're going to
have to do it soon.

GWEN
Why?

ALEX
Because what it's got planned... We
can't let it pull it off.

Before he can explain we:

CUT TO:

INT. MARIA'S APARTMENT - BEDROOM - DAY

Maria is still asleep as Ben lowers onto her bed gently,
resting her head on the pillow.

She stirs, her eyes opening slightly though she still appears
a little woozy.

MARIA
What happened?

BEN
It doesn't matter, it's taken care
of.

She relaxes a little, her mind put at ease slightly.

MARIA
(sleepy)
I should be helping.

BEN
(smiling)
It's fine. Go to sleep.

She tries to sit up but she's completely drained, falling
back onto the pillow and drifting off.

BEN (CONT'D)
That's it.

He reaches under her, loosening the pillow slightly until it
comes out from under her.

BEN/SHADOWFORM
Sleep.

His eyes turn black as he slams the pillow down on the
sleeping slayer's face! He grits his teeth as she starts to
struggle and we:

BLACK OUT.

- END OF ACT THREE -

- ACT FOUR -

FADE IN:

INT. MARIA'S APARTMENT - BEDROOM - DAY

Resume.

Maria manages to force Ben away just enough to break free of his grip and get up out of bed, forcing him towards the door and into:

INT. MARIA'S APARTMENT - CONTINUOUS

She's running on adrenaline and she used most of her strength getting up, already wobbly on her feet. The Shadowform smirks, far from impressed.

BEN/SHADOWFORM

Well done. Still, won't do you much good. You can't even stand.

Just then the door to Maria's bedroom is KICKED open revealing Alex and Gwen on the other side.

Ben smacks Maria away, knocking over a number of her possessions are knocked over to a chorus of SMASHES and CRASHING.

He lunges at Alex, knocking the demon hunter into more of Maria's things, crushing a coffee table.

GWEN

(daring him)

Just try that with me.

He swings, she catches and charges a blast. Sparks fly but, nothing.

GWEN (CONT'D)

Crap.

Her powers failing her, she tries a punch but it has no effect and she too is cast aside causing more damage.

Alex and Gwen get to their feet and face the gloating Shadowform in Ben's body.

GWEN (CONT'D)

Why are you doing this?

BEN/SHADOWFORM

(snaps, angered)

Why do you think?

No answer. He quells the rage inside him and breaks out a sadistic grin.

BEN/SHADOWFORM (CONT'D)

What you did to me? To all of my people. This is just my revenge dears. I have nothing against this world, but you...

(warning)

You're going to suffer for what you did.

They look nervous, Maria tries to stand once more but she hasn't the strength.

BEN/SHADOWFORM (CONT'D)

The whole world destroyed by the same people who killed my kind.

With another smirk he races out of the door. Alex goes to follow but Gwen holds him back.

GWEN

We need you. You know what he's planning.

Reluctantly he nods and moves to comfort his team mate with Gwen at his side.

INT. WHISTLER'S HOUSE - DINING ROOM - LATER

Everyone, including Bernie, has assembled, minus Ben of course.

ALEX

I still have one or two of that thing's memories.

(to Maria)

That's probably why it was so keen to kill us both after we were no more use to it.

Maria takes little comfort in that knowledge.

A map of the city has been spread out on the table and the group stand around as Alex circles a number of locations.

ALEX (CONT'D)

As we all know there are hot spots in the city for going from dimension to dimension.

We ZOOM IN on each, a CEMETERY, the areas around CARITAS, and WILLY'S BAR where the nightclub stands. In addition there's a HOTEL, a LIBRARY and an area right beside a BRIDGE. Finally, a WAREHOUSE district is circled.

ALEX (CONT'D)

The city has seven of them. He's going to open them, all of them, at once.

He allows Bernie to take over.

BERNIE

Atum didn't frighten easy, but he knew something was coming and it scared the hell out of him. You open one hot spot, things can go bad, open seven... Any of you ever been to a hellmouth?

None of them answer, but they all acknowledge the term and are well aware of what he's talking about.

BERNIE (CONT'D)

Seven, together, this close to each other... that's like every hellmouth that ever there was opening up at the same moment, and our boy is going to have complete control over what happens. We're talking powers of a God.

WHISTLER

The Shadowform takes control of each hot spot via the host, then takes the power with it when it moves.

Impressed, Bernie and Alex both nod.

BERNIE

Everyone on the streets is talking about the end of the world. They're not wrong.

Alex quickly crosses off the nightclub, the library, and Caritas.

ALEX

These are the places he could be going. Those three are gone, so it's one of the other four.

Gwen frowns and points at the hotel.

GWEN

I know this place.

ALEX

So did he, but he won't be going there, not yet.

(MORE)

ALEX (CONT'D)
Some sort of mystical protection
that he can't break through.

She then moves to the cemetery.

ALEX (CONT'D)
Where we killed the bugs, I know.
Good news is they already did a
number on the place when they came
here.
(points)
The warehouse district, recognise
it?

Gwen closes her eyes and nods.

ALEX (CONT'D)
Where Drake was hiding out. That's
drained too most likely, which
leaves us...

He points to the underpass.

GWEN
You're sure?

ALEX
Absolutely.

They turn to Whistler, awaiting his approval to go for it.

WHISTLER
Do you even have a plan?

Maria, Alex and Gwen look a little nervous about saying it.

MARIA
(biting his lip)
We'll explain on the way.

Whistler stiffens up, he's not going to like it.

CUT TO:

EXT. UNDERPASS - NIGHT

Ben, still possessed, is already at the underpass, the energy
crackling around him as the portal begins to open.

He's sweating profusely, this one taking a little more than
the others we've seen.

MARIA (O.S.)
Need a hand?

He turns just in time to be floored by Maria as he smacks her
Watcher across the jaw.

The energy dies down and the Shadowform SCREAMS in anger, the shrill sound completely out of place coming from the watcher.

BEN/SHADOWFORM

You think this will stop me?

As Maria approaches him Ben leaps to his feet, taking her clean off her feet with an uppercut.

He turns just in time to dodge a swipe from Alex, dodging the blow before returning with one of his own which connects easily.

BEN/SHADOWFORM (CONT'D)

You're all so slow, something
happen to you?

He's hit by a blast from behind and Gwen steps up to him.

GWEN

Not me.

She quickly looks over her shoulder. Bernie is holding the book from before, reading aloud as a small pendant which glows softly.

Ben grabs Gwen's ankle and drags her to the ground. She lands awkwardly giving him the time he needs to get back to his feet, just in time to engage Maria and Alex.

The latter throws a punch and is thrown down to the ground as it's caught whilst Maria's is merely blocked.

BEN/SHADOWFORM

This body never moved better.

Alex manages to sweep Ben's legs out from under him then rolls on top, PUNCHING him in the face once before he's thrown off.

Bernie stops chanting, the pendant has stopped glowing and is now blood red.

Ben stands up and cracks his neck just as Bernie steps up behind in and drops the pendant over Ben's head. The Shadowform possessed watcher turns.

BEN/SHADOWFORM (CONT'D)

What did you think that'd do?

He grabs Bernie by the neck.

BERNIE

(chuckles)

See you in hell you son of a-

SNAP!

Bernie's neck goes the way of a twig as Ben discards his limp body.

GWEN

No!

BEN/SHADOWFORM

(grinning)

Oh I'm afraid it's a yes.

He takes a step forward then stops, he's looking a little woozy. Guessing the reason he pulls the pendant free.

GWEN

Too late.

The pendant falls to the floor but Ben only looks worse than before, stumbling as he approaches.

GWEN (CONT'D)

That thing there, binding spell.

Knowing what this means, Ben looks suddenly worried.

GWEN (CONT'D)

Keeps you in that body, and that -

(hits him)

Means we can kill you.

She lumps him round the side of the head and soon she's on top of him, holding him up by his shirt.

GWEN (CONT'D)

Ready to die?

BEN/SHADOWFORM

You're bluffing.

Her jaw tightens, she doesn't want to do it. Maria and Alex step into frame, watching her, the same regret on their faces as on hers.

GWEN

This is war. We have to make sacrifices.

Ben's face drops, his eyes change from black to his human eyes.

BEN

Gwen, don't!

Too late, she places a hand on his chest and JOLTS him. His eyes turn black again as his chest HEAVES.

He seizes for a moment, Gwen stepping off and watching in terror as Ben's body struggles. Alex turns Maria away as tears start to fall.

Finally, Ben falls still. The black in his eyes fade away and he's dead.

MARIA

Is it... done?

Gwen nods. They stand over Ben's body for a moment until a trickle of black smoke escapes his mouth, the Shadowform is gone.

GWEN

Good.

She quickly kneels back beside Ben's body and rubs her hands together.

GWEN (CONT'D)

Let's hope this works.

She jolts him, his body lifting off the ground a little, but nothing more. Maria sobs. Gwen tries again. Again. Again.

Still nothing.

GWEN (CONT'D)

Come on!

Again she zaps him. Once more. Again.

Ben GASPS! His eyes come into focus and he looks around in fear and confusion.

BEN

What happened?

Relieved, the gang smile at each other then turn to Ben, all three of them helping him up.

We PAN to one side, to where the portal nearly opened as a thin trail of energy runs through the air before dissipating.

INT. WHISTLER'S HOUSE - STUDY - NIGHT

Everyone looks exhausted, Ben especially, all except Whistler of course who merely looks pissed off to high heaven. The team is waiting for him to talk.

GWEN

Whistler...

WHISTLER

Shut up.

Startled, she backs off.

WHISTLER (CONT'D)
This is what you think you're meant
to be doing? Kill first ask
questions later? Torture?

Alex raises his hand

WHISTLER (CONT'D)
Something to say?

Quickly, Alex retreats.

WHISTLER (CONT'D)
I chose the best. I wasn't looking
to see the worst of you.

BEN
Actually you didn't choose me.

WHISTLER
(rounds on him)
No, I didn't. And yet you're still
here.

MARIA
Hey! Why shouldn't he be here?

WHISTLER
Three. They told me three or we'd
lose one. Tonight was a warning.

This time it's Gwen's turn to take a shot.

GWEN
One? Lose one? How many have we
lost so far? Do you even remember?

No answer.

GWEN (CONT'D)
Well?

WHISTLER
Seventeen.

The number staggers Gwen, it hits the others too but for her
it's worse.

WHISTLER (CONT'D)
You thought you were the first? You
thought you were really the best?
The very best?

ALEX
You're out of line!

WHISTLER

Don't even get me started on -

His temper rising, Alex throws a punch. It doesn't connect, Whistler, with blinding speed catches the punch and pushes Alex away.

Staggered, the others take a step back.

WHISTLER (CONT'D)

Get out of my house.

GWEN

What?

WHISTLER

You heard me. Tomorrow, new day,
new start. Tonight? Out.

Not needing to be told a third time the group quickly files out of the room as Whistler finally relaxes.

WHISTLER (CONT'D)

(to himself)

That went well.

He slumps in a chair and we:

CUT TO:

EXT. WHISTLER'S HOUSE - NIGHT

Still a little stunned by their confrontation they all stand on the sidewalk just outside the house.

MARIA

What d'you think happened to all
that energy? Those "hot spots",
they just go back to normal now?

Nobody has an actual answer.

GWEN

Probably. Once that thing died...

She doesn't seem too confident, but it's been a long enough day to warrant leaving it there.

ALEX

So. Good night?

GWEN

Yeah. See you all in the morning.

They turn to leave when Ben looks up.

BEN
No. You won't.

They quickly turn back and now it's Ben that's center of attention, everyone waiting for the explanation.

MARIA
What do you mean exactly?

BEN
I'm leaving.

Alex has to stop himself laughing, gesturing to the house.

ALEX
Over that? He was just blowing off steam.

BEN
No. While I was at the library I got a call. Nearly got thrown out for answering... The Council have ordered me back. There's nothing I can say.

ALEX
What does it mean?

MARIA
(quiet, distant)
They'll send someone else to track me down...

BEN
No.

She brightens up.

BEN (CONT'D)
They think you've moved on, that I'm wasting my time.

ALEX
And you're leaving tonight?

BEN
(nods)
Ticket's sitting in my apartment, need to get it and get to the airport.

Beat. They're processing the information. After a moment's silence Alex offers Ben his hand and they shake before pulling each other into a hug. Manly hug that is.

When they step back there's recognition there, respect between the two men as Alex finally turns and leaves.

Gwen smiles but doesn't say anything as she follows Alex, leaving the Slayer and her Watcher alone.

MARIA
So this is goodbye?

BEN
For a while.

She brings him in for a hug, he grunts as she squeezes and she quickly relinquishes her grip.

MARIA
Thank you. For everything.

BEN
Anytime.

MARIA
You coming back any time soon?

BEN
Oh, I imagine so. The world's falling apart and Los Angeles is at the center of it, can't imagine I'll be away for long.

Once more he brings her close for a hug before he too turns and leaves.

Maria watches him go, her face falling as he turns a corner and goes out of sight. Soft MUSIC begins to play as we:

FADE TO:

- MONTAGE -

.1.

Ben approaches the bus stop, taking a seat on the bench. He stares into nothingness, clutching a plane ticket tightly.

.2.

Maria looks around her apartment, she looks devastated at the mess.

Resolve rising in her, she begins to clean the place up, starting with a smashed lamp, picking up the pieces and tossing aside the SLASHED shade to go with it.

.3.

Arms folded, Gwen walks through the streets. The very picture of solitude, she makes no contact with any of the late night party goers out there with her.

.4.

Alex walks back into his apartment, shrugging off his jacket.

He looks down at the table by the door, specifically the answering machine. A light is flashing. A little confused he pressed the button and:

MACHINE
(over music)
You have one new message.

The sound of the message itself is drowned out by the music, but even Alex doesn't hear much as he snatches up his sword and coat, leaving immediately.

.5.

Whistler opens Ben's book from before, turning to a page displaying five crude drawing of five humanoid demons around a central pillar of light.

With a frown he closes the book and leans back in his chair, resting his hands over his tired eyes.

.6.

Now surrounded in the remains of her apartment, Maria begins to break down in tears. She holds herself tightly.

Something distracts her. On the floor beside her is her cell phone, moving slowly along the laminate as it vibrates.

With a quick check of the number she flips the phone open and answers, wiping her tears away. A steely calm quickly takes her and she sits up straight, nods and closes the phone.

.7.

Alex walks alone in a construction yard. Something catches his attention off-screen and he turns, drawing his sword.

There's nothing there, but he doesn't lower his guard even for a second.

.8.

Maria walks alone in the park. It's a wide open space so we can see exactly how alone she is, there's not a soul to be seen.

The music fades away, and we're at the END of our MONTAGE.

EXT. PARK - NIGHT

Looking around for something, Maria looks annoyed at being called out in the middle of the night.

MARIA

Just knock it off already!

We see a figure behind her. She turns, it's the BLACK COAT MAN, once more his face is hidden in the shadows that seem to surround him.

MARIA (CONT'D)

What is it?

BLACK COAT MAN

We haven't got much time.

MARIA

Tell me about it. I've got things to do, just tell me what you want so I can get back to my life, okay?

There's a tense moment, Maria's far from in the mood but we get the impression that the BCM doesn't appreciate that tone.

After a moment Maria backs down a little and motions for him to carry on.

BLACK COAT MAN

The construction yard downtown, the one they're rebuilding the Finn Institute on.

MARIA

What about it?

BLACK COAT MAN

Your friend is in trouble.

Shocked, Maria listens intently whilst we:

FADE TO:

EXT. CONSTRUCTION YARD - NIGHT

Alex walks alone, his senses finely tuned for any movement or sound anywhere nearby. He grips his short sword tightly, ready to strike at a moment's notice.

DRAKE (O.S.)

So you got my message?

DRAKE walks towards Alex, his own sword already drawn, aching for blood.

ALEX

You thought I wouldn't come?

Drake raises his sword, Alex follows suit. The mortal enemies circle, gearing up for the fight.

DRAKE

Never even crossed my mind.

ALEX

This ends. Tonight.

A smirk, Drake brings his sword close to his face, a weak defensive that Alex doesn't fall for.

DRAKE

After you.

Still not falling for it, Alex himself slips into a defensive position. For the moment it's a stalemate.

Drake moves first, bringing his sword down before raising it to slash against Alex's front leg. Alex blocks down then ELBOWS Drake in the face.

Wiping the blood away from his split lip, Drake prepares to attack again. He dashes in, Alex comes running to meet him.

Before their blades can crash together however, we:

BLACK OUT.

- END OF EPISODE -