

D-MEN

Screenplay

By Martin Olson

Based on *Invasion Manual of Earth*

(AKA *Encyclopedia of Hell*)

by Martin Olson

Draft 3

Warner Bros.

Mad Chance Productions

BLACK SCREEN

A CRACK OF THUNDER. A RAINSTORM begins.

FADE IN:

EXT. ROOF OF OLD CATHOLIC CHURCH - RAINING - DAY

Behind razor wire, A WEIRD STONE GARGOYLE stares at us through the downpour. Its body scarred with gang graffiti, its claws extended towards camera. SLOWLY DESCEND the length of a long stained-glass window to --

EXT. STREET - RAINING - DAY

A Pac-Bell van pulls up. Two WORKERS get out with hardhats, work vests, toolbelts. They rope off the sidewalk, pry open a manhole cover and climb down a metal ladder.

INT. SEWER - DAY

Worker 1 reaches the bottom, whips off the hard hat, revealing a striking-looking woman: CLAIRE PADULLA, 25, a buff brunette. Around her is a hard shell no one's been able to crack. Yet.

Worker 2 lands next to her: NATHAN STILES, 25, African-American, an all-or-nothing action-junkie. Reckless. Works hard, plays harder. Stiles feels his pockets.

STILES

Damn.

CLAIRE

What now.

STILES

Left my candy in the van.

CLAIRE

(sighs)

Left bottom vest pocket. Under the wire clippers.

Finds them there. Walking.

STILES

You're a spooky chick, you know that?

CLAIRE

Watch it. I'm not a "chick".

STILES

Don't get high and mighty on me,
just 'cause you got promoted.

CLAIRE

Why not? Technically, I can fire
you.

(beat)

This is it.

They've reached a moldy junction box on a slimy wall. As Stiles uses an electric screwdriver to open it:

STILES

Technically, I can spank your ass.

CLAIRE

I said watch it.

In the box is a keypad. Claire checks a manual, enters a number.

STILES

Look, you got the job because you
can recite that freakin' manual by
heart. Your problem is, you don't
know how to improvise.

CLAIRE

I know how to shut up and do my
job. Do you?

He throws her a look as A FLOOR PANEL OPENS. Whoa. MASSIVE HIGH TECH CIRCUITRY there, more like James Bond than Pac Bell. In the middle of the circuits is AN ANCIENT HATCH etched with weird hieroglyphics attached to a blinking security keypad. THIS LOOKS SERIOUS. They each take out envelopes, rip them open. Each has part of a code which they enter. The hatch opens on hydraulic hinges, RELEASING A RUSH OF FOUL AIR. They both react to the funky breeze.

STILES

I hate the smell of brimstone.

She nods. Now things get stranger as they both whip out ARCANES WEAPONS: 16th century carbines with hi-tech

readouts. They simultaneously hit switches. The guns power up, frost covering their decorative filigree.

Guns poised, THEY PEER into the hole, hear WATER RUSHING, DISTANT GROANS. Stiles flips a switch, lighting up--

AN ANCIENT SUBTERRANEAN WHIRLPOOL

A ladder leads down into a huge stone tank, 100' in diameter, the whirlpool glowing red in the center.

BACK TO SCENE

STILES (CONT'D)

Nothing between us and Hell but 10 feet of Holy Water. Let's move.

Weapons drawn, they descend the ladder.

INT. SUBTERRANEAN TANK - DAY

The ladder leads to an elevated catwalk around the whirlpool. Security cams on the walk aim at the water. On the walls and ceiling, frescos of holy men slaying demons.

Stiles circles the walk, gun poised. Senses something.

STILES

Seal the hatch. Just in case.

Claire hits a button--the HATCH SEALS SHUT. She opens a computer panel, turns off and on a laser grid above the water, does the same to the cameras, checks a readout:

CLAIRE

These cameras went off-line for 12 seconds. Must be a glitch. Everything else checks out.

Stiles looks around, thinking. As he does, he takes out his candy, pours some in his mouth, chews.

STILES

Something feels wrong.

She closes the control panel, listens, hears nothing except Stiles chewing candy.

CLAIRE

Could be your diet. Let's go. Give
me your code.

He scans the room, nods OK, hands her his envelope. She climbs to the top, inputs the code, opens the hatch and exits above. Below, he leans over the railing for one last look.

STILES

Two words for you boys.
(beat)
Try me.

He throws back a mouthful of candy. A SINGLE PIECE OF CANDY falls towards the water. He watches it fall, notices something strange.

THE CANDY - hits the whirlpool BUT DOESN'T MOVE. As if the candy landed on A THIN SUPERNATURAL SCREEN SHOWING A VIDEO OF A SPINNING WHIRLPOOL ON IT...

STILES - hears SCUFFLING below the "screen". His eyes follow the sound. Smiles an ugly smile. PUNCHES THE HATCH BUTTON, SEALING HIMSELF IN AND CLAIRE OUT. HE WANTS THIS FOR HIMSELF.

INT. SEWER - SAME MOMENT

Claire is above closing the toolkit, sees the hatch close and sighs.

CLAIRE

Now what.

Annoyed, she starts to key in the hatch code.

INT. SUBTERRANEAN TANK - SAME MOMENT

Stiles hears another sound below: A CLIP SHOVED IN A GUN. Another grim smile...then...HE LEAPS OVER THE RAILING, FIRING AT THE SCREEN AS HE JUMPS TOWARDS IT FEET-FIRST.

SLO-MO: BULLETS MADE OF ICE PHASE THROUGH HIS GUN BARREL FHUT-FHUT-FHUT-FHUT! AND BLAST A ROW OF SLITS THROUGH THE CANVAS-LIKE SCREEN.

STILES' FEET rip through the screen, shredding it, revealing--

AN EMPTY, DRY TANK...The Water recently drained from a HOLE blasted out of the base. A HOODED FIGURE SHOWING RED EYES, CLAD IN RED HEAD-TO-TOE LIKE A NINJA, FIRES A HELLISH-LOOKING MACHINE GUN, ONE THAT SHOOTS BULLETS MADE OF FIRE.

Stiles flips over the spray of bullets and IN MID-AIR SHOOTS HIM IN THE HEAD. The "ninja" screams and EXPLODES SUPERNATURALLY INTO A SWARM OF BLOOD-RED MOTHS.

UPSHOT ON STILES - Far above him, SHADOWS SKITTER ACROSS THE CEILING. He hears the noise above, looks up to see --

TWO RED-CLAD NINJAS ON GUY-WIRES drop from the ceiling blasting FIRE-BULLETS. Stiles ducks, rolls, fires as --

CLAIRE LEAPS DOWN, lands on the catwalk, BLASTS NINJA 2 who EXPLODES into GREEN AND PURPLE MOTHS. ONLY NINJA 3 LEFT...

STILES

Seal him in!

Claire punches the button, the hatch closes. Ninja 3 leaps onto the catwalk while spraying FIRE BULLETS.

THE RUSTY WALL BOLTS connecting the catwalk--SNAP.

THE CATWALK COLLAPSES as Ninja 3 (named BULAGO) leaps to the ladder, scrambles towards the hatch.

SLO-MO: CHAOS OF TWISTING METAL. CLAIRE CRASHES WITH THE CATWALK. STILES IS KNOCKED DOWN, HIS SHOOTING HAND PINNED, HIS GUN GOING OFF. THE ICE BULLET BADLY GRAZES CLAIRE'S THIGH. Stiles shakes off the twisted metal, crawls to her.

STILES

Sorry. How bad?

She grits her teeth.

CLAIRE

Good thing it's only ice.

They both hear a KEYPAD BEEPING, look up at --

THE CLOSED HATCH - Bulago has input a code. THE HATCH SPRINGS OPEN AND BULAGO ESCAPES.

BACK TO SCENE

STILES
Call for backup.

He leaps up the ladder, jumps through the hatch.

CLAIRE TO RADIO
Agent Padulla at Portal 3. We need
backup immediately.

She sees RED EYES peeking through the hole at the bottom of the tank. She BLASTS them and they duck back into darkness.

INT. SEWER - SAME MOMENT

STILES races through the sewer, turns a corner in time to see Bulago, HIS BODY SUPERNATURALLY COMPRESSED, SQUEEZING INTO A SEWER PIPE. Bulago's shrunken hooded face sneers at Stiles as he disappears into the pipe.

STILES (cont'd)
Damn!

Stiles sprints to the ladder and scrambles up to the manhole.

EXT. STREET - SAME MOMENT

It's stopped raining. Stiles emerges from the manhole, holsters his gun, rushes into the small cathedral.

INT. CATHEDRAL SANCTUARY - SAME MOMENT

Stiles enters the candlelit chapel, scans people scattered in prayer. NOTICES A CURTAIN SWAYING. Draws his gun, pulls back the curtain, revealing restroom doors.

INT. WOMEN'S RESTROOM - THAT MOMENT

An OLD NUN, alone in the restroom, sits inside a stall reading "CATHOLIC MONTHLY". HELLISH GROANS come from the corner stall next to her. The Nun looks at the divider.

OLD NUN
Still battling last night's
burritos, Sister Lazar?

INSIDE - CORNER STALL

Bulago pulls his compressed body from the toilet, his red robe tattered. He pulls off his hood, revealing a HIDEOUS

DEMON WEARING A BIZARRE TELESCOPIC MONOCLE. He rips off gloves revealing CLAWS, spots a VENT above RUSTY PIPES, starts climbing them. The pipes bend, about to break.

INSIDE - NUN'S STALL

The nun waits for a response, but only hears METAL CRUNCHING.

INT. WOMEN'S RESTROOM - CONTINUOUS

Stiles kicks the door open, gets into firing position.

STILES

You'd better flush, you scaly bastard!

The Nun peeks out in fear, then reaches back and flushes.

OLD NUN

Sorry.

STILES

I didn't mean you, sister.
(sniffs)
Do you smell gas?

OLD NUN

That was Sister Lazar. She had that vegetarian burrito and --

STILES

Not that kind of gas.

He hears a HISSING and kicks open --

THE CORNER STALL - The bent pipes crack open, spewing gas.

STILES (CONT'D)

Broken gas main! Get out!

INT. CHAPEL - SAME MOMENT

Stiles runs in yelling, followed by the old nun.

STILES

Gas leak! Everybody out! Now!

The nun hustles people out the main entrance. Stiles, about to run out himself, hears a rustling, looks up at --

THE ARCHED CEILING - Painted like the Sistine Chapel. Stiles spots the open vent and Bulago trying to blend in with a scene of angels. It looks like he has wings.

STILES (CONT'D)

Amateur.

Stiles aims, Bulago sees him and skitters across the ceiling. Stiles fires repeatedly, misses, ice exploding with every shot. Bulago falls, crashes into a row of candles, his tattered robe catching fire. Screaming, he runs in flames towards the Women's Restroom.

STILES (CONT'D)

NO! DON'T GO IN THERE!

Too late. Bulago rushes through the curtains. Stiles dives for the chapel doors. We hear GAS IGNITE then--

EXT. CATHEDRAL - THAT MOMENT

STILES IS BLOWN INTO THE AIR BY AN UNGODLY EXPLOSION. THE STAINED GLASS WINDOWS BLOW OUT, THEN THE CEILING CAVES IN. A crowd gathers amid SIRENS & CHAOS. PAN to a smoking pile of rubble. A figure emerges from it, dusts off. It's Stiles.

INT. SUBTERRANEAN TANK - MINUTES LATER

Stiles climbs down, still dusting himself off. In the tank are a team of BLACK-OP AGENTS, their back-up. AGENT BLAVATSKY, 30, a Russian orthodox priest, questions Claire and takes notes as AGENT VAJRANA, 25, a Hindu monk, bandages Claire's leg. A team operate a pump labeled "HOLY WATER SEALANT", sealing the hole at the base of the tank. Stiles approaches Claire from behind, touches her shoulder.

STILES

I got him. He's history.

She turns around, smiles...

CLAIRE

So are you.

...and PUNCHES STILES IN THE FACE.

TITLE SEQUENCE:

MUSIC BLASTS, PART JAMES BOND, PART GREGORIAN CHANT. UNDER TITLES, TOP SECRET FILES FLASH SHOWING HOW REV. NATHAN STILES AND SISTER CLAIRE PADULLA BECAME BLACK-OP AGENTS. A MONTAGE: STILES (A LUTHERAN MINISTER WHO DATES) AND CLAIRE (A NUN WHO IS CELIBATE) ARE TRAINED IN MARTIAL ARTS AND WEAPONRY TO FIGHT DEMONS AS THEY BECOME... "D-MEN".

DISSOLVE TO:

EXT. MISTY WATERFRONT - OLD WAREHOUSE - NIGHT

THE PAC BELL VAN parks next to a row of vans. Stiles and Claire get out, her leg bandaged. THEY ARE DRESSED IN THEIR "DEFAULT" OUTFITS AS A MINISTER AND A NUN. They argue as they head for an old, ramshackle warehouse:

STILES

And I suppose you never screw up.

CLAIRE

I don't.

STILES

Yeah? Two weeks ago. That stakeout on the east side.

CLAIRE

That was your screw up. You left me alone so you could grovel in your sins of the flesh.

STILES

Sins of the flesh? It was my girlfriend's birthday.

ANOTHER ANGLE

They've reached the warehouse. Claire angrily shoves a card into a slot. The wall opens, revealing a high-tech elevator.

STILES (CONT'D)

See, in my religion the clergy are allowed to have sex like God intended them to.

They enter; the doors close, wall slides back into place.

INT. ELEVATOR GOING DOWN - CONTINUOUS

CLAIRE
Girlfriend? Ha! She was a tramp!

STILES
(furious)
Where do you get off calling my
girlfriend a...
(thinks, shrugs)
Well, maybe you're right about
that one...

INT. UNDERGROUND TUNNEL - DAY

Elevator doors open. Claire storms away down the tunnel as
Stiles hurries after her.

STILES
Wait a minute. Before we go in,
let's get our stories straight.

She stares at him in disbelief.

CLAIRE
Stories straight! Our "story" is
that you sealed the hatch and
locked me out. So you could shoot
fish in a barrel.

STILES
So I got a little gung ho. They're
demons. That's what I do, Sister
Claire. I kill demons.

CLAIRE
No. That's what we do.
(beat)
It's time we split up as partners.

STILES
(a little hesitant)
I'm down with that.

They've reached two iron doors. A green laser shoots from
the door, scanning their right eyes/irises.

FEMALE COMPUTER VOICE
I.D. complete.

The doors slide open and they step into --

INT. S.S.A. SECRET HEADQUARTERS - COMMAND POST - DAY

The SPIRITUAL SECURITY AGENCY is a cavernous complex, archaic and high-tech at the same time. Humming with activity, it looks like a medieval NORAD/NASA/CIA. A GIANT MAP OF THE WORLD shows the location of the 12 HELL PORTALS, including THREE PORTALS LOCATED IN THE U.S.A.

THREE GIANT MONITORS provide closed-circuit monitoring of each U.S. portal (including the one we just visited), all with whirlpool tanks. Some bad-ass Buddhist monks and Nuns wear headsets and man consoles. On the marble floor is the S.S.A. seal: "OBSERVE, CONTAIN, DESTROY."

FOLLOW STILES AND CLAIRE DOWN A CENTRAL WALKWAY

HANDHELD PAN to a group of new agents (Moslems, nuns, Hindus etc.) being given a tour of the command post by Agent Vajrana, whom we saw at the portal.

AGENT VAJRANA

The Spiritual Security Agency has protected mankind from demons for centuries in total secrecy. In the 13th century, the 12 portals to hell were discovered and sealed. Today a union of prayer and heavy artillery keeps the portals secure.

They turn a corner, pass another group. An S.S.A. GUARD is showing new agents PRISON CELLS WITH BARS MADE OF ICE and etched with religious symbols.

S.S.A. GUARD

We keep our demon prisoners here in the "Freeze". Those bars are made of frozen holy water.

Behind bars, demons gnash their teeth and growl in Latin. One grabs the bars, his hands sizzle, he jumps back whimpering.

FOLLOWING STILES AND CLAIRE

They pass another group of new agents watching a big-screen presentation by FATHER FRAKOW, 50, a kindly-looking Dominican monk. The screen images show diagrams of demon anatomy.

FATHER FRAKOW

Thus there are only two ways to kill a demon: by holy water-- sprayed as liquid, frozen as bullets or heated as gas-- or by decapitation.

The screen wipes to an ANIMATED DIAGRAM of a demon arm being severed and reattaching itself to its body.

FATHER FRAKOW (CONT'D)

However, be aware that severed demon limbs are autonomous, and can be reattached if proper heat and pressure are applied...

Frakow sees Stiles and Claire going by and quickly closes:

FATHER FRAKOW

That will suffice for today.
Orientation resumes tomorrow.

Frakow smiles, then hurries off after Stiles and Claire.

INT. AUSTERE EXECUTIVE OFFICE - MINUTES LATER

Claire and Stiles are with CHIEF BRIGHTWATER, 60, a no-nonsense Native American with tribal earrings, pony-tail and an Armani suit. Agent Blavatsky, the Russian Orthodox priest, stands with Frakow. AS STILES IS BEING REAMED.

CHIEF BRIGHTWATER

According to Agent Blavatsky's report, you shot your partner and demolished a cathedral.

STILES

Everybody has a bad day.

CHIEF BRIGHTWATER

Stiles, my friendship with your late father is the only thing stopping me from throwing you out of this Agency. You're on probation as of this second, do you understand?

STILES

Yes, sir.

Claire clears her throat awkwardly.

CLAIR

Chief Brightwater, considering what's happened, I'd like to be reassigned to a different team.

CHIEF BRIGHTWATER

Forget it. Right now we have a crisis on our hands.

Brightwater clicks a remote. A monitor unfolds from the wall showing the S.S.A. SEAL. He clicks to security-cam tapes of TWO OTHER PORTALS, LIKE THE ONE WE SAW, WITH GAPING HOLES BLOWN OPEN AND DRAINED OF HOLY WATER.

CHIEF BRIGHTWATER (CONT'D)

All three U.S. portals were compromised in the same way over the last six months.

FATHER FRAKOW

Most troubling is that our adversaries have intercepted our security codes.

CHIEF BRIGHTWATER

As a result, an unknown number of demons have infiltrated earth. The question is why.

Brightwater clicks off the TV which folds into the wall.

CHIEF BRIGHTWATER (CONT'D)

I want you to return to your parishes and spend the next two days in meditation and prayer.

(beat)

After that, track down and kill those sons of bitches.

CUT TO:

BRIEF MONTAGE - STILES AND CLAIRE WALKING TOGETHER THROUGH THE S.S.A. corridors as we hear from previous scene:

CHIEF BRIGHTWATER V.O.

Because of the importance of this mission, we've upgraded all

weapons. You'll be briefed by
Master Koto of R & D.

INT. R & D - MASTER KOTO'S WEAPONS LAB - DAY

The lab is a strange mix of tapestries, prayer wheels and deadly artillery. MASTER KOTO, 30, a Buddhist monk in an electric wheelchair, IS IN A TARGET-PRACTICE STALL SHOOTING AN ICE-BULLET GLOCK AT DEMON TARGETS. Koto sees Stiles and Claire enter, bows in his chair. They bow back. Koto tosses Stiles the Glock. He hefts it, shoots the target's head off.

STILES

Light-weight. Nice action.

Master Koto, a mute, types to activate a speaker on his wheelchair, a la Stephen Hawking.

KOTO'S ARTIFICIAL VOICE

(like Stephen Hawking's)

Dude, have I got some awesome shit
for you.

Master Koto whirs his chair to a display of new weapons.

KOTO'S ARTIFICIAL VOICE

New and improved Holy water
Grenades, Holy Gas bombs, and a
new prototype for field-testing.
Check it out..

He opens a PANEL revealing A GLASS CYLINDER. IN IT is A SEVERED MEDUSA HEAD WEARING SUNGLASSES AND A TANGLE OF DEAD HAIR-SNAKES. He hits a button; wires ZAP the head making it come alive, sunglasses glowing, mouth hissing, snakes writhing.

KOTO'S ARTIFICIAL VOICE

We obtained the head of a Medusa,
an extinct demon species, and
analyzed the radiation from its
eyes.

He WHIRRS his wheelchair to a GLASS VAT OF WATER. Suspended over it is a SEVERED DEMON CLAW, still alive and twitching.

KOTO'S ARTIFICIAL VOICE

I've synthesized the isotope in a gas delivered by this prototype.

He shows a sleek metal disk the size of a frisbee.

KOTO'S ARTIFICIAL VOICE
When thrown into any liquid, it causes a demon to mineralize.

He hits the disc's power button, throws it into the vat. The disc causes a WHIRLPOOL which emits a PURPLE GAS. THE GAS TURNS THE CLAW TO STONE. Stiles examines the stone claw.

STILES
What if there's no liquid around?

KOTO'S ARTIFICIAL VOICE
Then it won't work.

Stiles tosses the stone claw in the air and BLASTS it to green moths with the ice-glock.

STILES
Then it sucks.

Claire rolls her eyes at Stiles being a macho asshole.

KOTO'S ARTIFICIAL VOICE
Whatever. Now these are really cool.

Koto displays a 5-inch Christian cross, presses a button, AND SPIKES EXTRUDE FROM EACH END. With surprising force, HE HURLS IT AT A DEMON TARGET, IMPALING IT BETWEEN THE EYES.

CLAIRE
May I?

Koto hands her three more crosses. SHE DOES A FLIP AS SHE EXPERTLY HURLS ALL THREE CROSSES INTO THE TARGET'S GROIN. Stiles nods, impressed.

STILES
No wonder you're single.

Koto holds up rosary beads attached to a cross and types:

KOTO'S COMPUTER
Check out these mad props.

He swings it over his head and at the target. IT HISSES AROUND THE TARGET'S NECK LIKE A BOLO AND DECAPITATES IT.

KOTO'S COMPUTER

The best is last.

Koto presses a button. A wall panel opens, revealing TWO BEJEWELLED SWORDS with mystic symbols etched on the blades.

KOTO'S COMPUTER (cont'd)

Ancient Kublai hilts. The favorite head-lopper of the Samurai.

ON STILES AND CLAIRE admiring them.

STILES

Dibs on the red one.

CLAIRE

What are you, ten?

(beat)

I could use one of those at my day job.

EXT. A SEVERE-LOOKING CONVENT - ESTABLISHING - NIGHT

INT. CONVENT CHAPEL - NIGHT

A NUN is alone kneeling in prayer, her face hidden. Someone CLEARS HER THROAT. Startled, the nun looks up revealing it's Claire WHO LIVES IN THE CONVENT.

CLAIRE'S POV - TWO NASTY, CONDESCENDING NUNS, SISTER MARGARET AND SISTER PRUDENCE, GLARE DOWN AT HER.

MOTHER SUPERIOR

Well, well, Sister Claire. Missing once again. Your irregularities give us all great concern. We hope you're praying for forgiveness.

ON CLAIRE - A truth-freak, she makes the truth her excuse.

CLAIR

I'm praying, Sisters, for the strength to fight my demons. Now if you'll excuse me...

She closes her eyes and resumes praying.

ON OLD NUNS - Margaret makes the sign of the cross. Prudence drinks an imaginary shot glass, miming "Claire's a drunk".

INT. MISSION SOUP KITCHEN - DAY

Crowded with homeless tables and in line at the food counter. Being served by an unseen mission worker is TOOTHLESS CARL.

TOOTHLESS CARL

Where ya been, Reverend? Arm-wrestlin' with Satan?

ON MISSION WORKER - IT'S STILES, WEARING THE CROSS AND MINISTER'S FROCK OF A LUTHERAN MINISTER.

STILES

Something like that. What'll it be, Carl? Pea soup or split pea soup?

TOOTHLESS CARL

(groans)

Dontcha know everybody in a pea soup factory pees in the vat?

HECTOR/NEXT MAN IN LINE

Hey, pee gives it a kick. You get salt and pecker at the same time.

The others laugh.

TOOTHLESS CARL

Shut up, Hector.

As Stiles scoops soup into their bowls, he stops, senses someone watching him. His eyes scan the crowded room.

INTERCUT A HOMELESS MAN IN HOODED SWEATS ALONE at A shadowy CORNER TABLE. Face hidden under his hood. Creepy.

Stiles casually removes his apron, hands his ladle to another worker and heads for the door. Through the corner of his eye, he watches the hooded man follow him...

EXT. STREET- SAME MOMENT

We're with the HOODED MAN following Stiles, who turns a corner. The hooded man turns the corner and stops. No sign

of Stiles. Suddenly a hand grabs his neck, yanks him into -
-

EXT. ALLEY - SAME MOMENT

Stiles slams the hooded man into the brick wall, rips off his hood, revealing Bulago with his telescopic monocle. Stiles shoves his gun into Bulago's neck.

STILES

You again.

Stiles pats him down, finds a fire weapon, throws it in a dumpster, cocks his gun.

STILES (cont'd)

Let me guess. They ordered you to kill me. I'm getting too close, right?

BULAGO

You must be psychic.

Suddenly Bulago twists and powerfully whacks Stiles' gun away. Stiles tackles him but Bulago flips Stiles into a dumpster. Bulago pulls Stiles's head out, slams the dumpster cover down HARD on his neck. Stiles explodes out of the dumpster and tackles Bulago. They crash into trash cans. Bulago punches Stiles HARD and sprints into the street. Stiles shakes it off, grabs his gun and rushes after him.

EXT. BUSY SIDEWALK - SAME MOMENT

Stiles catches Bulago and spins him around.

BULAGO

Get away from me! This minister is harassing me!

People are watching. Stiles grabs his Bible, plays the crowd.

STILES

This poor man needs to come back to the mission. Let's talk, brother.

He pulls Bulago behind a bus stop enclosure, shoves the Bible into his mouth to shut him up, shows his S.S.A. badge.

STILES (CONT'D)

Under the terms of the Jericho convention section 46B, amendment 11, all demons apprehended in Earth-Density must be terminated or returned to Hell.

Bulago breaks away from Stiles, who chases him into --

EXT. A BUSY INTERSECTION - BULAGO AND STILES

leap over cars. Stiles tackles him on a car hood and starts pummeling him. People get out of their cars to watch the spectacle: a minister with a cross and Bible, punching a homeless man silly. He realizes they're all watching him.

STILES

Stand back! This poor man is under the influence of a dangerous hallucinogenic. He needs help. He needs love.

(he punches him)

Tough love.

Two tough gangsta-types intervene.

GANGSTA 1

Hey, chill, Rev.

GANGSTA 2

Yeah, don't stress out, dude.

STILES (CONT'D)

This man is possessed. Lord! Help me exorcise this sinner!

Stiles transforms his ass-kicking into an exorcism ritual, slapping Bulago's forehead to drive out demons.

STILES (CONT'D)

Begone, demon!

Bulago headbutts him. Stiles slams him over another car. People look on aghast. AS STILES PUMMELS BULAGO, A WOMAN TAPES THEM ON A CAMCORDER. Bulago knees him in the groin, rips free and bolts into the crowd. FOLLOW HIM ESCAPING,

BECOMING GELATINOUS, DISSOLVING THROUGH A SUBWAY GRATE.
 Stiles leaps onto the grate as Bulago disappears below.

STILES (cont'd)

Damn!

CUT TO:

FULL SCREEN TV - NEWS REPORT SHOWING STILES BEATING BULAGO

NEWS REPORTER V.O.

Today a "Bible Thumper" was thumping something other than the Good Book. Rev. Nathan Stiles of St. Jude's Mission was caught on video beating a homeless man in the middle of rush hour traffic.

The report clicks off. PULL BACK to reveal --

INT. CHIEF BRIGHTWATER'S OFFICE - DAY

The Chief slams the remote on his desk and glares at Stiles and Claire. Frakow looks on sympathetically.

CHIEF BRIGHTWATER

(furious, to Stiles)

This is your idea of being undercover? Blowing up a church and beating up the homeless on TV? Stiles, I'm transferring you to Miracle Investigations.

STILES

You're demoting me?

FATHER FRAKOW

(gently)

You forget that the most important weapons are not brute force, but truth and love.

STILES

Demons don't respond to truth and love.

CHIEF BRIGHTWATER

Stiles, your personal issues have made you a liability.

He's struck a nerve.

STILES
Everyone here has "personal
issues."

FATHER FRAKOW
(gently)
But no one here, Nathan, had a
father murdered by demons.

STILES
That has nothing to do with --
He stops. It has everything to do with it.

CHIEF BRIGHTWATER
I'm sorry, Stiles. Turn in your
weapons and ID tomorrow morning.

Stiles stares at them, then slams his gun, Kublai hilt and
ID on the desk.

STILES
How about right now.

He storms out of the office. Claire looks at Brightwater
and Frakow and shakes her head.

DISSOLVE TO:

EXT. STILES' HOUSE - ESTABLISHING - NIGHT

A modest house on an urban street. CAPTION: ONE WEEK
LATER.

INT. STILES' HOUSE - NIGHT

PAN ROOM - Shelves and stacks of ancient volumes,
engravings of S.S.A. agents through the centuries and of
bizarre weapons used in demon warfare.

PAN PHOTOS ON DESK from happier times, showing STILES AND
HIS FATHER WORKING FOR THE S.S.A. THE LAST ONE SHOWS FATHER
AND SON BOTH DRESSED AS LUTHERAN MINISTERS, SHAKING HANDS
AND SMILING.

Stiles is asleep at his desk. THERE'S A RUSTLING. His eyes
SLIT OPEN. He remains still, but his hand glides to his
ankle holster. Suddenly A BLACK-CLAD "NINJA" attacks.

Stiles instantly draws a gun, TACKLES THE NINJA TO THE FLOOR, HOLDS THE GUN TO HIS HEAD. He rips the hood off, revealing --

CHIEF BRIGHTWATER - smiling at Stiles.

CHIEF BRIGHTWATER
I used to be able to sneak up on you. When you were a kid.

STILES
Well, you're older and clumsier now.

Holsters his gun, pulls the Chief to his feet.

CHIEF BRIGHTWATER
Off the record, we need your help.

Stiles follows the Chief's glance, sees Claire in the shadows, winces.

CLAIRE
It wasn't my idea to come.

CHIEF BRIGHTWATER
It was mine. But as far as you know, we were never here.

STILES
What do you want?

CHIEF BRIGHTWATER
Our most dangerous prisoner in the Freeze is Lord Zyk of Asimoth. A general in the first battle between Hell and the S.S.A back in 1566.

STILES
Yeah, so?

CLAIRE
Lord Zyk hasn't spoken in four hundred years.

STILES
And?

CHIEF BRIGHTWATER

And today he called over a guard
and asked for something.

STILES

What?

CLAIRE

You.

CUT TO:

INT. S.S.A. HEADQUARTERS - CONTROL ROOM - DAY

Stiles and Claire walk to a door labeled "RESEARCH LIBRARY". She uses her ID card to gain him access, then she exits.

INT. S.S.A. LIBRARY - DAY

Books and paintings everywhere on weapons and the occult. Stiles waits at the desk. An OLD NUN staggers out with a heavy, spooky-looking encyclopedia, puts it on the desk.

STILES

Thank you, Sister.

STACKS NUN

Church wrecker.

He picks up the book, sees the title: ENCYCLOPEDIA FROM HELL.

LIBRARY TABLE AREA - LATER

Stiles is seated with the book, flips to the end and reads:

STILES (CONT'D)

"Archdemon Zyk of Asimoth. Chief of Satan's Elite Assassins; former Poet Laureate of Hell; editor of Satan's Invasion Manual of Earth; captured during the unsuccessful invasion of 1566; maximum security prisoner, 1566 to present."

He flips the page to see --

A 16TH CENTURY WOODCUT

depicting LORD ZYK, one hand writing with a quill, the other strangling a bishop. MOVE IN ON ZYK'S FACE as we --

MATCH DISSOLVE TO:

LORD ZYK IN THE FLESH

He still looks like the ancient woodcut, but naked from the waist up. Still he looks regal, charismatic, aloof and EXTREMELY SCARY. His BUFF SHOULDERS AND ARMS are covered with SATANIC PRISON-STYLE TATOOS. His skin has a deep reddish tan, his ears slightly pointed, looking half human, half demon. Around his neck is a PRIMITIVE CRYSTAL AMULET. WIDEN to reveal him seated at a table across from Stiles in --

INT. "THE FREEZE" INTERROGATION CELL - DAY

Ice bars secure the cell. Security cameras on the walls. The room is cold; we see their breath as they talk.

ZYK

You won't be needing that.

Zyk nods at the gun in Stiles' hand.

STILES

I don't need underwear either. But they're good in case of an emergency.

INT. SURVEILLANCE ROOM - SAME MOMENT

Claire, Brightwater, Blavatsky and Frakow watch the interrogation on a monitor. Claire rolls her eyes.

INT. INTERROGATION CELL - SAME MOMENT

STILES

What do you want?

Zyk leans forward, arms folded on the table, his claws shackled. Scary stare.

ZYK

I thought we should meet.

STILES

Why me?

ZYK

I heard about you. That you were like your father. Discreet. When he became head of the Agency, I let him beat me at chess. He was the only one here who understood demonkind.

Zyk's eyes subtly indicate the satanic tattoo on his arm. Stiles glances at the tattoo which supernaturally transforms into the words:

I KNOW A SECRET

Stiles doesn't flinch.

STILES

No kidding.

ZYK'S TATTOO: **ABOUT YOUR FATHER**

ZYK

I never kid.

ZYK'S TATTOO: **MY CELL AT MIDNIGHT**

Stiles takes out his candy, munches, offers it to Zyk.

STILES

Want some?

ZYK'S TATTOO: **TELL NO ONE**

ZYK

I detest candy.

ZYK'S TATTOO: **TRUST NO ONE**

STILES

Is that it?

ZYK

That's it.

Stiles and Zyk exchange a last look. Then both get up and a guard leads Zyk away.

INT. SURVEILLANCE ROOM - SAME MOMENT

Clueless about the tattoos, they watch them leave.

CHIEF BRIGHTWATER

What do they mean, that's it? What the hell just happened?

FATHER FRAKOW

I'm sure Agent Stiles will clear up this mystery.

CLAIRE

Don't be too sure.

INT. CHIEF BRIGHTWATER'S OFFICE - LATER

Brightwater, Frakow, Blavatsky, Claire and Stiles are watching the end of the interrogation video. As it ends:

STILES

You heard what he said. Nothing.

BLAVATSKY

You have no idea what he wanted?

STILES

Look, I came in as a favor. I don't work here anymore, remember?

CHIEF BRIGHTWATER

Technically, that's true. But---

STILES

Which means I can leave anytime I want. Like right now.

Stiles gets up and leaves. Claire drums her fingers.

CLAIRE

I know him. He's up to something.

DISSOLVE TO:

EXT. LAS VEGAS - ESTABLISHING - NIGHT

EXT. LIBERACE'S LAS VEGAS MANSION/MUSEUM - NIGHT

After hours, dark and deserted.

EXT. LIBERACE'S BACK YARD - PIANO-SHAPED POOL - NIGHT

We TRACK slowly towards the edge of the famous, extremely gay pool. EERIE BELLS CHIME. The pool rapidly drains and empties.

Now something oozes up through the drains. It congeals into SIX FIGURES, faces hidden in shawls, four buffed and muscular on horses, two smaller on foot. They leap from the pool which refills with water.

One of the smaller figures throws off his shawl, REVEALING BULAGO WITH HIS WEIRD EYEPIECE. He bows to the other small figure...REVEALING AN INCREDIBLY ALLURING, MAGNIFICENT FEMALE DEMON in leather and breast armor...LILITH, THE SHE-BITCH SUCCUBUS OF HELL.

The FOUR BIG FIGURES dismount, drop to their knees with Bulago. Lilith caresses something cradled in her shawl: A LARGE BAT (MINERVA), A PET WHO WEARS OUTFITS THAT MATCH HERS. Minerva perches on her shoulder, PURRS like a kitten. Lilith coos at her.

LILITH

Pretty girl, Minerva.

(screams at Bulago)

Bulago! This ridiculous pool is the only opening you could find?

BULAGO

Forgive me, Queen Lilith, but on such short notice--

LILITH

SHUT UP!

She turns to the FOUR KNEELING FIGURES, each holding their horse's reins, and grows supernaturally to a regal height.

LILITH (CONT'D)

My Four Horsemen of the Apocalypse. I send you on a mission of vital importance to our cause. I call on Pox, demon of plague and malady.

POX rises ominously, dressed for battle like the others, his face composed of writhing centipedes and maggots.

LILITH (CONT'D)

Scourge, demon of famine and
hunger.

SCOURGE rises, a skeletal demon with a hole for a stomach
who wheezes with each breath.

LILITH (CONT'D)
Sack, demon of destruction.

SACK rises, a horned skinhead tattooed with eerie symbols.

LILITH (CONT'D)
And Smirch, demon of blasphemy.

SMIRCH steps forward, even bigger and scarier than the
others, BUT WITH A LISP. He kisses her hand.

SMIRCH
Your magnificence.

Protective, MINERVA GROWLS AND BITES HIS HAND. Smirch
YELPS, pulls his hand away. Lilith slaps Smirch in a fury,
her eyes emitting a terrifying glow.

LILITH
Never touch me!

Smirch falls to his knees as do the others.

LILITH (CONT'D)
Four hundred years ago, Lord Satan
decided to expand the Kingdom of
Hell and invade earth.

As she speaks, INTERCUT BULAGO eyeing a TINY MOTH FLITTING
AROUND HIM. Although he's afraid of Lilith, Bulago is
salivating over the moth. When Lilith isn't looking, his
two-foot long, forked tongue keeps darting out for the
moth.

LILITH (CONT'D)
But the invasion failed due to the
treachery of Zyk of Asimoth, who
stole a black box containing
something necessary for the
invasion. I must have that box,
and only Zyk knows where it is
hidden.

The moth lands on Lilith's breast without her noticing. Bulago impulsively darts his tongue at the moth, BUT HIS TONGUE GETS SNAGGED IN HER BREAST ARMOR. As he tries to yank his tongue free, she grabs her sword, SLICES his tongue in two and KICKS Bulago into the pool.

LILITH (CONT'D)

Tonight, horsemen, we will find the traitor Zyk. For love of Satan, do not fail.

HORSEMEN

For love of Satan, we will not fail.

EXT. SAME MISTY WHARF - SAME S.S.A. WAREHOUSE - NIGHT

CLOSE - SOME CANDY BEING Poured INTO A BLACK GLOVED HAND

WIDEN TO REVEAL STILES - Dressed in cat-burglar black, he's packing his new gun and sword. Chewing candy, he sneaks around the warehouse, jimmys a window open, crawls inside.

INT. DARKENED S.S.A. WAREHOUSE - CONTINUOUS

Stiles clicks on a flashlight, scans a blueprint. Working quickly, he finds an air vent, takes out a metal spray device and sprays a stream of acid around the vent. The acid burns through; he kicks the vent open, crawls inside.

EXT. SAME CONVENT - ESTABLISHING - NIGHT

INT. CLAIRE'S TINY ROOM - NIGHT

A cot, religious paintings, a desk, a computer. In her nun's habit, she's at the computer, playing back the Zyk/Stiles interrogation tape on Final Cut Pro.

STILES ON TAPE

No kidding.

ZYK ON TAPE

I never kid.

STILES ON TAPE

Want some?

ZYK ON TAPE

I detest candy.

She rewinds the same dialogue, this time noticing something. Going frame by frame, she sees Zyk's tattoo change. She blows up the frames, advances them, finally makes out...

CLAIRE

(reads)

"My cell at midnight...Tell no one...Trust no one."

She looks at her watch, starts to call the Chief, decides against it, grabs her coat and races out the door.

INT. S.S.A. ELEVATOR SHAFT - NIGHT

A vent is kicked open and clatters down the shaft. Stiles crawls out, shimmies down the cable to the roof of the elevator. As he checks the blueprint --

CLOSE - HIS SPRAYER - It falls sideways and spurts A FEW DROPS OF ACID ONTO THE CABLE, WHICH STARTS SMOKING. Just enough to be trouble. Later on.

BACK TO SCENE - He folds up the blueprint, finds VENT #2 next to him in the shaft wall, sprays acid around it and climbs inside.

CUT TO:

FULL SCREEN TV - SAME MOMENT - A Hitler speech on the History Channel. Pull back to reveal our locale --

INT. ZYK'S CELL AT THE END OF FREEZE CORRIDOR -- NIGHT

Zyk's in "solitary" and his cell has its own private corridor. BARS OF ICE separate the cell from the corridor. Zyk, in prison clothes, his wrists and ankles shackled, watches TV as he eyeballs the clock. He's tough, but alert.

ON WALL - SMOKING ACID HISSES AROUND A SQUARE OF CEMENT BLOCKS. A FOOT KICKS OUT THE BLOCKS WHICH KNOCK OVER THE TV. Stiles crawls out, his gun on Zyk. Seeing Hitler still on the toppled TV, Stiles blasts the screen with an ice bullet.

STILES

TV will rot your brain.

ZYK

Tsk-tsk. Poor boy. I heard they took away your keys.

STILES

Shut up. I don't have much time. So let me cut right to it.

He puts the gun to Zyk's head.

STILES

I love to kill demons. Love it. I could blast you into a moth pinata, crawl out the way I came and they'd just think you died of old age. So if you have something to say about my Daddy, start talking.

ZYK

Very well. He was killed in a portal raid. By a demon, correct?

STILES

So what.

ZYK

So I know who did it.

CLOSER - STILES - He's burning to know and COCKS HIS GUN.

STILES

Who?

ZYK

You'll have to keep me alive to find out.

INT. S.S.A. FREEZE GUARD STATION - SAME MOMENT - NIGHT

A GUARD pours himself a coffee at a counter. He turns and nearly leaps out of his skin, seeing A HOODED FIGURE in his way. The figure comes closer. IT'S FRAKOW. He smiles gently at the guard.

GUARD

Father Frakow! You scared me half to death.

FRAKOW

Only "half?"

ANGLE FROM BEHIND GUARD'S HEAD

Frakow slowly places his palm across the confused man's face. We hear a GORY CRUNCH...

CUT TO:

POV - RETINAL SCANNER - A MINUTE LATER

Someone's eye fills the frame, doused in green light as it is scanned. The eye pulls back and we see

FRAKOW

holding the guard's eyeball in his hand. The door opens, revealing the long corridor of the cell block. He signals behind him.

ANOTHER ANGLE - THE FOUR HORSEMEN (sans horses) emerge from shadows. THESE GUYS ARE TERRIFYING.

BACK TO SCENE

FATHER FRAKOW
Security systems are off-line for
ten minutes.

Frakow opens a panel of switches which control the cell locks, throws a switch.

FATHER FRAKOW
This unlocks his cell.

Pulls the hood over his head.

FATHER FRAKOW
I must not be seen. You know what
to do. Do it quietly and quickly.
Her Heinous and I will await you
in the limo. Hail Satan.

HORSEMEN
Hail Satan.

Frakow exits. The horsemen head down the corridor.

INT. ZYK'S CELL - SAME MOMENT

Stiles, his gun still at Zyk's head, whips out his KUBLAI SWORD, shoves the blade against Zyk's neck.

STILES

Keeping you alive isn't one of my priorities. If you know who killed my father, talk.

ZYK

Listen to me. The word is out. They're coming to get me. If you don't help me escape, you'll never find out what you want to know.

STILES

Help you escape? My ass.

They hear the CLICK-CLACK of Zyk's cell auto-unlocking.

ZYK

Your sword.

STILES

What?

ZYK

Give me your sword!

The cell door BURSTS OPEN revealing the Horsemen, surprised to see Stiles.

SACK

Who is the human?

POX

You kill him. We'll take the traitor.

They whip out bejeweled swords and rush Zyk and Stiles. Stiles BLASTS them; they deflect the ice with their blades.

ZYK

(to Stiles)

Your sword or you'll never find out.

STILES

Not a chance.

The Horsemen rush them with a terrible battle-cry.

STILES (CONT'D)

Well, maybe just this once.

Stiles tosses his sword to Zyk, who uses it to SLICE his shackles, and --

A BATTLE BEGINS - Sack hacks at Stiles, who ducks, rolls and fires off a round, but Sack deflects each bullet.

Meanwhile Pox, Scourge and Smirch converge on Zyk who fights back with surprising power and swordsmanship. Smirch, very scary but slightly effeminate, is impressed. As they fight:

SMIRCH

(to Zyk)

I forgot you are the master.

ZYK

I try.

POX

Silence! We must hurry! Sack, kill the human at once!

Sack whacks Stiles' gun away. Stiles whips out his acid sprayer and blasts Sack with it. Sack ducks and the acid eats a jagged hole in the ice bars. Sack grabs the sprayer, drinks the acid, belches, his acid breath searing Stiles' eyebrows.

The three horsemen overpower Zyk and shove their blades against his neck. Sack does the same to Stiles. Sack, his breath almost knocking out Stiles, goes in for the kill.

SACK

Die, human.

CLAIRE O.S.

FREEZE!

WHIP PAN TO CLAIRE IN DOORWAY, TWO ICE-GUNS IN HER FISTS.

Pox spins, WHIPS HIS SWORD AT CLAIRE LIKE A JAVELIN. Shit! She ducks, rolls, FIRES as Pox's sword spears the wall. Zyk dives between Smirch's legs, slides to the wall, yanks the sword out and SLASHES AWAY AT POX, SCOURGE AND SMIRCH WITH HELLISH POWER.

THE FIGHT AMPS TO ANOTHER LEVEL:

Claire FIRES at the demons, who deflect with their swords. Stiles KICKS Sack backward to the jagged ice-bars, then

LEAPS ONTO HIS CHEST, FORCING THE ICE SPEARS THROUGH HIS BODY. Sack SHRIEKS and EXPLODES INTO A CLOUD OF BLACK AND ORANGE MOTHS.

Now it's THREE AGAINST THREE. Stiles grabs his sword and gun and the fighting resumes at fever pitch. But the horsemen are too big and force them back against the cell wall.

STILES
Through the hole!

Stiles, Claire and Zyk dive through hole in the cement blocks. Behind the hole, Claire fires into the cell, keeping the demons at bay.

INT. DARK HOLE IN WALL - SAME MOMENT

Stiles snatches the sword from Zyk, jabs him with his gun.

STILES
Even though it goes against every
atom in my body, I'm gonna save
your demon ass. But if it turns
out you're lying about my father--

ZYK
(sing-songy sarcastic)
They're com-ing!

Keeping the gun on Zyk, Stiles drags him into the shadows. Claire covers their exit blasting through the hole, then stops and races after them between the walls.

INT. ZYK'S CELL - SAME MOMENT

The ice bullets stop. The Horsemen, who have been ducking and deflecting the barrage of bullets, charge the hole and SMASH DOWN THE WALL. They push through the crushed wall and, grunting, squeeze through the darkness after our heroes.

INT. SAME ELEVATOR SHAFT - SAME MOMENT

Stiles emerges from VENT #2. The elevator is stopped high above them. Stiles holds onto the shaft ladder as Zyk and Claire come through.

STILES
Follow me.

He scurries up the ladder towards the other opened vent. They keep Zyk covered as they climb.

ON ELEVATOR ABOVE - Suddenly the elevator motor loudly activates and begins WHIRRING DOWN TOWARD THEM.

ON STILES - He realizes if they try to reach the vent above THEY'LL BE CRUSHED BY THE ELEVATOR.

STILES

Down! Down, hurry!

The three race down the ladder, past VENT # 2, as the elevator descends ominously towards them.

ANGLE ON VENT #2 - The elevator WHIRS past the vent. Suddenly the Horsemen SMASH through the vent wall. They lean in and look up the shaft, see nothing above and the elevator descending below. Pox signals them to follow and jumps onto the descending elevator. Scourge and Smirch do the same. But their weight is too much and --

THE CABLE, SMOKING AND BUBBLING FROM THE ACID, SNAPS. The elevator, the Horsemen on top, begins a SCREECHING freefall.

LOWER SHAFT - Stiles, Zyk and Claire reach some closed elevator doors as the elevator plummets toward them! They can't pry them open! Zyk grabs Claire's sword and pries them free. They dive through just as THE ELEVATOR ROARS PAST THEM. They peer out to see the Horsemen riding the elevator down--

INT. ELEVATOR - SAME MOMENT

The elevator CRASHES! The Horsemen burst through the roof to the floor and are engulfed in debris.

EXT. WAREHOUSE AND WHARF - MINUTES LATER

Stiles and Claire hustle Zyk towards the Pac Bell van, their guns shoved in his rib cage. WHIP PAN 500 FT AWAY TO --

EXT./INT. LIMO PARKED IN SHADOWS ON WHARF - SAME MOMENT

Bulago is the driver. Lilith and Frakow are in back. Lilith pets Minerva who nuzzles and purrs, both wearing new matching outfits. Bulago spots Stiles, Claire and Zyk.

BULAGO

Your Heinous, the D-Men have Lord
Zyk!

She silences him with her hand. They watch Stiles and Claire shove Zyk in the van and SCREECH away. Lilith and Frakow smile at one another. Suddenly the THREE REMAINING HORSEMEN, covered with dust, appear at her window and drop to their knees. She opens the window.

POX

My Queen, we allowed Lord Zyk to escape as you asked. But Sack is dead. We beg permission to hunt down the humans who killed him.

LILITH

All in good time.

Lilith gently takes Minerva from her shoulder and points through the window at the receding van.

LILITH (CONT'D)

Minerva, see that van? Smell the flesh inside it?

Minerva SNIFFS through the open window, nods and GROWLS.

MINERVA

Yes, Mistress.

LILITH

The scent, Minerva. Follow the scent.

Lilith releases Minerva into the air. The bat swoops off over the misty wharf.

LILITH (CONT'D)

Lord Zyk will lead us straight to the Black Box. The invasion of Earth cannot begin without it.

(to Frakow)

Now you know what you must do.

FATHER FRAKOW

Yes, my Queen.

LILITH

(to Horsemen)

And you three shall begin phase two. Before our forces invade, you will create Hell on Earth.

HORSEMEN

Yes, my Queen.

EXT. THE MISTY SKY - CRESCENT MOON - SAME MOMENT

We fly with Minerva high in the air as she glides eerily through the mist, following the van.

DISSOLVE TO:

INT. PAC BELL VAN - DRIVING - LATER SAME NIGHT

Claire drives. Zyk sits in the back next to Stiles, who holds the gun on him.

STILES

Open that hat box and take out what's inside.

Zyk opens a box on the floor, removes A MEDIEVAL IRON CAGE HELMET, A RESTRAINING DEVICE. Stiles takes out a remote control device.

STILES (cont'd)

Put it on.

ZYK

You're kidding.

STILES

I never kid.

Stiles cocks his gun. Zyk disgustedly puts it on. Stiles begins locking the helmet shut when Claire stops at a red light. ZYK SUDDENLY PUNCHES STILES HARD, OPENS THE DOOR AND LEAPS OUT OF THE VAN. Claire turns, sees Zyk escaping.

EXT. PAC BELL VAN - SAME MOMENT

Stiles and Claire burst out of the van and start firing as they chase Zyk into --

EXT. MINI-GOLF COURSE NEXT TO ROAD - (NIGHT) SAME MOMENT

With the cage on his head, Zyk vaults over the fence and onto the course. Claire fires at Zyk as Stiles CLICKS the remote.

ON ZYK ESCAPING - Blue sparks blast Zyk's helmet, shocking him. He screams and CRASHES into a MINIATURE HAUNTED HOUSE. A group of nighttime teen golfers scream and run away.

BACK TO SCENE - They finally reach Zyk, who is flopped in the splintered haunted house. His helmet and head are spinning around 360*. Stiles looks down at the remote, impressed.

STILES (CONT'D)

Damn.

INT. S.S.A. HEADQUARTERS - THE FREEZE - NIGHT

Brightwater and Frakow look on at the yellow tape and chalk outline of the murdered Freeze Guard.

CHIEF BRIGHTWATER

First the demons had our hatch codes. Now they know how to shut down our internal cameras. It suggests someone on the inside.

He stares at Frakow. Does he suspect him? Frakow is smooth.

FRAKOW

I'm leading this investigation personally. Go home and rest. We need you tomorrow at 100 percent.

DISSOLVE TO:

INT. CHIEF'S CAR - MOVING - LATE NIGHT

The Chief rides in back. The driver pulls into an alley.

CHIEF BRIGHTWATER

What are you doing?

The driver gestures to A FIGURE waiting in the alley. The Chief gets out and finds himself face to face with Frakow.

FRAKOW

I'm afraid this is a dead end.

Frakow draws his Kublai hilt. Brightwater draws his.

CHIEF BRIGHTWATER

I thought so. Traitor. Let's see
if you're a coward too.

They fight. The Chief, a valiant swordsman, soon has Frakow's neck pinned to the wall. Frakow yells into the shadows:

FRAKOW

Kill him!

FOUR TERRIFYING SILHOUETTES (BULAGO & THE 3 HORSEMEN ON HORSEBACK) emerge from the shadows. They grab the Chief who fights back heroically. Pox whacks away the Chief's sword. Soon it's all over as the demons envelop and gorge on him.

DISSOLVE TO:

EXT. AUNT POLLY'S COTTAGE IN WOODS - ESTABLISHING - DAY

INT. AUNT POLLY'S LIVING ROOM - DAY

AUNT POLLY, 88, thick glasses, hearing aid, Mississippi accent, proffers a tray of cookies to Stiles and Claire, who are seated at a table. Zyk, still wearing the head-cage, is on the sofa writing on a pad.

AUNT POLLY

How's about some oven baked sugar
cookies?

STILES

(loudly so she can hear)
NO THANKS AUNT POLLY. THANKS FOR
LETTING US STAY, BUT WE HAVE SOME
BUSINESS TO TAKE CARE OF.

She shrugs and offers the tray to Zyk.

AUNT POLLY

You with the head brace. How's
about some sugar cookies?

ZYK

I detest cookies.

STILES

AUNT POLLY, A LITTLE PRIVACY?

She shrugs and waddles out the door. Stiles grabs the phone and dials as Claire keeps the remote on Zyk.

STILES

Chief. Third message. The canary flew the coop but now he's in the cage. We need to talk. Out.

He hangs up. Zyk hands him the sheet he's written.

ZYK

I've made a list of amenities I require while in your custody.

Stiles rips up the list.

ZYK (CONT'D)

Of course the Siberian sturgeon, endangered as it is, is up for discussion.

STILES

Shut up. Let's start again. Why were they trying to kill you?

ZYK

I refuse to answer unless you remove this ridiculous contraption.

Stiles shrugs and nods to Claire, who hits the remote. Jets in the helmet blast Zyk's face with fire. Enraged, Zyk shoots them a terrifying glare.

ZYK

If you do that again, you will both be very, very sorry.

CLAIRE

(mocking)

Do what? You mean...this?

She hits another button. Clamps in the helmet pull Zyk's face into a caricature, then release it with a SNAP. Zyk holds back a scream of fury.

ZYK

Do you ignoramus realize I am the second most powerful entity in Hell?

STILES

(to Claire)

One more time for good luck.

She hits another button. But this time nothing happens. She tries again; nothing. Zyk realizes the remote is broken, locks eyes with her, THEN BOLTS FOR THE OPEN WINDOW.

Claire and Stiles tackle him. He kicks them away and dives through the window. THEY GRAB HIS FEET JUST IN TIME, yank him inside, push him onto the sofa, whip out their guns, and shove them against his caged head.

They all are panting as Aunt Polly enters with a tray of cocktails with little umbrella stirrers.

AUNT POLLY

How's about some booze?

INT. S.S.A. - FRAKOW'S OFFICE - DAY

Frakow is showing a troubled Agent Blavatsky a security cam tape showing Stiles and Claire hustling Zyk into the van.

AGENT BLAVATSKY

I don't understand. Why would Stiles and Padulla betray us?

FRAKOW

Stiles was demoted. Soon after, he and his partner helped a confirmed Archdemon escape. The same night Chief Brightwater was killed. Do you understand?

AGENT BLAVATSKY

Yes sir.

FATHER FRAKOW

They've gone to the other side. I want an All Church Bulletin put out immediately. I need that Archdemon alive. But I'm authorizing the use of deadly force on Agents Stiles and Padulla.

AGENT BLAVATSKY

Deadly force? Sir, with all due respect--

FATHER FRAKOW
Are you questioning my orders?

Blavatsky eyes him suspiciously as Agent Vajrana sticks his head through the door.

AGENT VAJRANA
Sir, it's time.

Frakow rises. MOVE IN ON HIM and a hint of a secret ugly smile.

FATHER FRAKOW
Yes, it's time.

DISSOLVE TO:

INT. S.S.A. CATACOMBS - DAY

A secret hooded torchlit ceremony. We can see no faces, until Frakow removes his hood and speaks to the gathering.

FRAKOW
As you know, our beloved
commander, Chief John Brightwater,
was killed in action.

One by one, the S.S.A. agents remove their hoods.

FRAKOW (CONT'D)
With your blessing, I am ready now
to be ordained in his place.

Dr. Blavatsky holds out an ancient leather-bound bible. Frakow places his hand over it.

FRAKOW (CONT'D)
I, Father Andrew Frakow, do
solemnly swear...

INTERCUT the THREE HORSEMEN swinging into action:

EXT. TOP OF GOLDEN GATE BRIDGE - SAN FRANCISCO - DAY

HORSEMAN POX gallops unseen up the girders to the top on his hell-horse. He ominously surveys the city by the bay.

FRAKOW (V.O.)
... my allegiance to the Forces of
Good and of Peace.

POX CONJURES A HANDFUL OF BLACK POWDER, snorts it, twitches, then SNEEZES with supernatural power. RED DEMON PHLEGM mixes with the powder and EXPLODES forth, permeating the city.

FRAKOW (V.O., CONT'D)
To defend the human race from the
forces of Hell...

EXT. THE HEARTLAND - CORNFIELDS NEXT TO A HILLSIDE - DAY

Scourge gallops astride his horse to the top of the hill and raises his arms. A THUNDEROUS BUZZING SOUND RISES AS MILLIONS OF LOCUSTS FLY FROM HIS ARMPITS and black out the sun, decimating the crops.

FRAKOW (V.O., CONT'D)
To Observe, Contain, and Destroy
all Demons...

EXT. TELEVISION STUDIO GATE - DAY

SMIRCH rides his horse up to the guard shack, SHOOTS HIS TEN TONGUES AROUND THE GUARD'S NECK, STRANGLES HIM, then gallops towards a soundstage.

INT. S.S.A. CATACOMBS - THAT MOMENT

FRAKOW
...until I pass from this earth
into the arms of Heaven. Amen.

CLOSE - FRAKOW'S HAND - Hovering a millimeter above the bible during the oath, HIS HAND GRAZES THE BIBLE AND BURNS LIKE ACID. Wisps of smoke fly unseen off the surface.

INT. AUNT POLLY'S HOUSE - DAY

Stiles, Claire and Zyk are alone drinking cocktails. Zyk, still wearing the cage, sits on the sofa slurping a martini through the straw. Claire aims the remote at him as Stiles talks on the phone.

STILES ON PHONE
Brightwater. The canary's in the
cage. Put down that peace pipe and
get back to me, dude. Over and
out.

Zyk picks up the photo of Stiles and his Dad we saw earlier.

ZYK
I had a healthy hatred for your
father.

He passes his hand over it, closes his eyes, gets a supernatural vibe from the photo.

ZYK (cont'd)
You were very close.

Stiles grabs the picture from him.

STILES
We saved your ass. Now talk.
(re picture)
And you owe me a name.

ZYK
Not until you assist me with one
last little chore.

CLAIRE
We don't make deals with demons.

ZYK
You will this time. You see, I
must retrieve a certain black box,
or the world as you know it will
soon come to an end.

Stiles and Claire exchange skeptical looks. Zyk sips through the straw and chokes.

ZYK
Kindly lose the cage and I'll
explain.

Stiles nods to Claire who unlocks and removes the head-cage. Zyk takes another cocktail and begins pacing.

ZYK
Do you remember the Dark Ages? You
were ripe for invasion then. And
Lord Satan was greedy for more
territory. So in 1560, he sent me
to earth as a spy. I was to find
the 13th portal, one large enough

for Hell's armies to pass through.
And that's when something horrible
happened.

STILES

What?

Zyk pauses, embarrassed.

ZYK

I fell in love.

Stiles and Claire stifle a laugh. Zyk glares at them.

MOVE IN ON ZYK REMEMBERING AS HE PACES

ZYK (cont'd)

The 60's were a magical era. The
1560's. The Summer of Hate. I'd
succeeded in finding a hell portal
large enough for the invasion. I
needed to unwind. So I flew to
Tahiti for the weekend...

DISSOLVE TO:

FLASHBACK - EXT. ZYK GLIDING THROUGH CLOUDS - DAY

SUPERNATURAL WEBBING CONNECTS HIS ARMS AND LEGS as he flies
LIKE A BAT.

FLASHBACK - EXT. TROPICAL BEACH - DAY

He lands on a deserted beach and retracts his webbing.

ZYK V.O.

And that's when I first saw her.

FLASHBACK MONTAGE:

A BEAUTIFUL NATIVE GIRL is surfing alone on a primitive
board. AROUND HER NECK IS THE PRIMITIVE CRYSTAL AMULET WE
SAW AROUND ZYK'S NECK IN THE PRESENT. She wipes out, knocks
her head on a rock. Zyk dives in, carries her limp body to
the beach, gives her mouth to mouth. (Over the flashback,
we hear his revisionist history:)

ZYK V.O. (CONT'D)

She was the most beautiful thing
I'd ever seen. But a tad clumsy.

Fate intervened and I saved her
life.

Awakening in shock to see Zyk in effect kissing her, she
knees him in the groin. He collapses to the sand. She spits
on him and flees into the jungle.

ZYK V.O. (CONT'D)
But my beloved was too shy, too
demure.

He chases her, loses her in the jungle. She drops down from
a palm tree and tries to kill him with a tomahawk. He pins
her to the tree and kisses her. She struggles, then kisses
back.

ZYK V.O. (CONT'D)
When I asked her for a date, she
tactfully refused. But soon she
realized that we were meant for
each other.

At night, they make love on the beach.

BACK TO SCENE

ZYK (CONT'D)
Of course a demon cannot fall in
love. However, I am a half-demon,
the spawn of an arch-demon father
and a human mother. Finding my
beloved threw off my evilibrium.

STILES
What happened to her?

ZYK
I lived with her for six glorious
years. Then, just as I was called
back to prepare for the invasion,
she contracted jungle fever.

FLASHBACK - TAHITIAN HUT

Zyk sits beside the girl's deathbed holding her hand. She
smiles at him, RIPS THE AMULET FROM HER NECK AND GIVES IT
TO ZYK. Zyk takes it as she closes her eyes, and goes
still. Zyk clutches her hand and weeps as if his heart
would break.

ZYK V.O.

Her soul went to Heaven, the one
place I am forbidden to enter. I
would never see my beloved wahine
again, unless I began
doing...good. I knew I'd have to
transform myself. But how long
would that take?

BACK TO SCENE - Stiles and Claire look at each other,
unexpectedly touched by Zyk's story.

STILES

Sometimes it's a long ride home.

ZYK

I couldn't stomach the wait. So I
gritted my teeth and did an
extremely good deed...

FLASHBACK - EXT. DESERT - 1566 - DAY - MONTAGE

Zyk, dressed as a warrior, holds a SMALL EERIE-LOOKING BOX
MADE OF GLASS AND GLOWING WITH MAGICAL HIEROGLYPHICS. Zyk
uses magic to dig a pit, levitate the box to the bottom and
bury it with dirt. He narrates:

ZYK V.O.

I betrayed Satan by stealing a
black box which contained Hell's
most powerful secret weapon. But
after I'd buried it, the powers
that be saw through my "good
deed". You see, I didn't care
about Mankind. I cared only about
getting into Heaven...

Zyk stands proudly, addresses the heavens, arms
outstretched.

ZYK IN FLASHBACK

I've saved mankind and--

He stabs himself in the chest.

ZYK IN FLASHBACK (cont'd)

--I die! Take me to Heaven!

Nothing happens. Zyk plunges a sword through his chest and implores Heaven again:

ZYK IN FLASHBACK (CONT'D)

Take me!

DISSOLVE TO:

SAME DESERT - TIME CUT - DAY

CAPTION: ONE YEAR LATER. Zyk still stands there, arms still outstretched, many swords and daggers now in his chest. He has a long, biblical looking beard, sunburnt, exhausted.

ZYK IN DESERT

Come on!

(beat)

I'm waiting!

Nothing happens.

BACK TO SCENE

ZYK (CONT'D)

I could not live as a hero in Heaven, so I knew I would die as a traitor in Hell. So I allowed myself to be captured by the S.S.A. and placed in protective custody.

CLAIRE

And the black box?

ZYK

Buried in the desert where it would never, ever be found. Coincidentally, the city of Las Vegas was built over it.

CLAIRE

Coincidentally?

ZYK

Well, if the truth be known, some of the evil leaked out of the box and created Las Vegas.

Claire's cross BUZZES. She presses a button and it morphs into a phone. She checks the readout.

CLAIRE

It's a message from Master Koto.

MOVE IN as she listens. Her face goes ashen. She clicks it off and stares at Stiles, TEARS IN HER EYES.

CLAIRE

Stiles. Chief Brightwater is dead.

Stiles too goes ashen.

STILES

Dead?

He sits. Shocked.

STILES

How?

CLAIRE

I don't know. But Frakow's pinning the murder on us.

STILES

We've gotta book.

CLAIRE

Where can we go?

Zyk, looking sympathetic, clears his throat and toasts with his cocktail.

ZYK

Viva Las Vegas?

EXT. AUNT POLLY'S HOUSE - DAY

Stiles, Claire and Zyk wave to Aunt Polly as they take off in the van. Minerva the bat swoops down into shot, tailing them.

EXT. CITY STREETS - PEDESTRIANS PASSING BY - DAY

People are sniffing. A man and his dog sneeze in unison.

EXT. TOP OF GOLDEN GATE BRIDGE - SAN FRANCISCO - DAY

Pox on his hell horse leaps unseen from girder to girder to the top, looks down at the city and smirks.

POX

Disease is everywhere. Their
electronic communications must be
agog with terror.

He conjures a SUPERNATURAL TV SCREEN in midair. It crackles
to life with the MIDDAY NEWS.

ANCHORMAN

C.D.C. reports a mild strain of
the flu sweeping the city. A flu
shot, rest and fluids, and a
little chicken soup should do the
trick.

POX

Mild?! This cannot be! You should
all be dead! In the 13th century I
slaughtered you by the millions!

Enraged, he conjures more BLACK POWDER in his hand, snorts
it, twitches, and is about to blast it like before, WHEN A
FLOCK OF LOW-FLYING GEESE SUDDENLY WHACK INTO HIM, KNOCKING
HIM OFF HIS HORSE AND OVER THE BRIDGE.

POX DAZED AS HE FALLS - He "comes to" midair and, like Zyk
in the flashback, SPROUTS SUPERNATURAL BAT-WEBBING. FOLLOW
HIM as he swoops out of control over the bay towards the
Marin side. Wobbling, he banks low over a pasture where
cows ahead are grazing.

ANOTHER ANGLE - Heading for the rear end of a cow, he tries
to swerve but it's too late and-- SMUUUUKKKK! Pox's head
slams into the cow's rear end, embedded in its backside.

ON COW'S FACE - Its eyes widen.

COW

MOOOOOOO!

ON POX - Struggling to pull out, we hear his muffled
screams.

EXT. THE HEARTLAND - FIELDS OF CROPS - DAY

A cropduster unleashes pesticide over a field filled with
locusts. The cloud dissipates, and with it the locusts.

ON SCOURGE ON HORSEBACK ON THE HILL - Still spewing locusts
from his armpits, he is suddenly coated with pesticide. It

sears his skin like sulfuric acid, and he falls from his horse whimpering and scratching his armpits.

INT. THE JERRY SPRINGER SHOW STUDIO - DAY

JERRY

Today, it's "People Who Think They're From Hell." Let's meet our panel. Orfquel from Syracuse, New York.

ORFQUEL, a trailer-trash moron, enters covered with lame pentagram tattoos. He gives the two-fingered sign of Satan.

ORFQUEL

Dude. Satan rules.

The audience HOOTS and BOOS.

JERRY

More from Orfquel in a moment. Let's meet our other guest, Smirch, a self-proclaimed demon from Hell.

Smirch enters to "BOO'S" and sits next to Orfquel.

JERRY (CONT'D)

Smirch, we understand you want to use this show to curse the masses in order to bring about mayhem and destruction on earth.

More BOO'S and laughter from the crowd.

SMIRCH

That's right, Jerry.
(his casual voice deepens)

In the name of Satan, I hereby curse the scum of humanity, that you may breathe in the rotting stench of death!

The audience laughs, "woos" in faux fright. He rises ominously from his chair.

SMIRCH (CONT'D)

In Satan's name, may your flesh
shrivel, blister and rot in a
hideous web of putrefaction!

The crowd jeers and boo's.

JERRY

All right, sit down, Smirch.

SMIRCH

Be silent, media clown!

A CHAIR sails from the audience and hits Smirch in the
head. Smirch screams over the jeering crowd.

SMIRCH (cont'd)

Fools! Do you not fear Satan's
name? You must fear Him for his
curses to take effect! Understand,
you mindless jackals?!

Smirch grabs Jerry's microphone. STEVE THE BOUNCER grabs
him. Smirch tosses Steve into the crowd and a melee begins.
A guard Tasers Smirch with 20,000 volts. Smirch EXPLODES ON
FIRE and runs shrieking in flames from the studio.

INT. PAC BELL VAN - DRIVING - DAY

Claire drives with Stiles in front, Zyk in back.

STILES

Hey, Zyk, no offense, but I'd
always heard you were some kinda
badass demon. I thought you had
all kinds of powers.

ZYK

There is only one arch-demon as
powerful as myself. Lilith, the
Succubus Queen of Hell. But I told
you. I can't do anything "bad" or
I won't get into Heaven.

STILES

Sounds like you're making excuses.
Maybe after 400 years in the
slammer, you got a little rusty.

Stiles nods to the plastic JESUS stuck to the dash.

STILES (CONT'D)
 Levitate the dashboard Jesus.

CLAIRE
 That's sacrilegious.

STILES
 He's a demon!
 (to Zyk)
 Come on, it's held down by velcro.
 Big arch-demon afraid of a little
 plastic Jesus?

Zyk glares at him, then narrows his eyes, gestures at the statue and mutters:

ZYK
 Yotrembus ad animus, Deos
 Plasticus.

The dashboard Jesus vibrates and then levitates, but--

THE CITY BUS

in front of them does too, RISING TWENTY FEET INTO THE AIR. Claire veers to avoid hitting the bus. Zyk sees his mistake and gestures again. The statue and bus float back down.

ZYK
 You're right. I'm a little rusty.

They're impressed.

STILES
 Damn.

EXT. VEGAS STRIP - DAY

The van pulls over to the curb amid the sleazy splendor.

INT. PAC BELL VAN - SAME MOMENT

Zyk leans into the front between Claire and Stiles and unfolds a MAP OF LAS VEGAS. The radio plays an oldie, "All You Need Is Love" by the Beatles.

ZYK
 Hold hands.

CLAIRE

With him?

ZYK

To locate the box you must
interlock fingers.

Leery of touching, Claire and Stiles awkwardly interlock
the fingers of one hand.

ZYK (cont'd)

What is this, junior high? Both
hands.

Avoiding eye-contact, they hold both hands.

ZYK (cont'd)

Touch the map. Place your other
hands on mine.

They do it. Zyk removes the crystal amulet from his neck
and with his other hand swings it in a circle like a
pendulum.

ZYK (cont'd)

Now slowly scan the map.

Their hands slowly move across the map as the crystal
circles. Zyk speaks slowly:

ZYK (cont'd)

Cold...cold...cold...warm...
getting warmer...

ON CLAIRE AND STILES - Their eyes meet. The radio plays the
chorus to "All You Need Is Love." Obviously touching hands
is meaningful to them but neither wants to show it. In this
intimate moment, Stiles can't help a sarcastic jab.

STILES

First time you held hands with a
man?

CLAIRE

Is that what you think you are?

She angrily stabs a radio button changing the station to
hip hop.

ZYK

Get on with it! You're warm!

Back to business. When their hands reach a point on the map, THE PENDULUM FREEZES SUPERNATURALLY AND RISES INTO THE AIR.

ZYK
Stop! That's it!

Claire reads the map.

CLAIRE
Sand Dunes Hotel Casino.

EXT. "SAND DUNES HOTEL CASINO" - OLD LAS VEGAS - DAY

The old casino is covered with graffiti. A SIGN reads:

CLOSED
THIS BUILDING
IS CONDEMNED

INT. SAND DUNE CASINO FLOOR - EMPTY - DAY

The deserted casino is in disrepair and covered with dust. We hear A RUSTLING. Stiles crashes through a ceiling tile and lands in a heap on the floor. Claire and Zyk appear next to him.

STILES
How'd you get in here?

ZYK
Simple. I conjured the door to open. Now let's get down to business.

He takes out the crystal pendulum, swings it in a circle and uses it like a dowser to find where to dig.

BRIEF MONTAGE - Stiles and Claire follow as Zyk as he narrows in on an area, finally--

ZYK SWINGS THE CRYSTAL OVER THE ROULETTE WHEEL - The crystal swings in a circle, then STOPS AND FLOATS IN THE AIR. Zyk spins the roulette wheel.

ZYK
This is it.

STILES
Let's move the table.

He starts to move the table but Zyk stops him.

ZYK

Stand back.

Stiles and Claire stand back as Zyk closes his eyes and mutters a guttural incantation.

ANOTHER ANGLE - A BLACK STORMING FOG forms around Zyk and envelopes the roulette table. The table slides away and crashes against the wall. The rug rips open revealing a cement floor which begins to crack and crumble. Dirt and mud oozes up through the crack as the hole gets bigger. Now--

BRIEF MONTAGE - ZYK uses the same magical process from the flashback in reverse to dig up and unearth the box. The magical fog screws into the hole, pulling blacker and uglier dirt, bugs and rocks with it. A large object is sucked to the surface covered with dirt, which is blown off revealing a perfectly preserved --

SKELETAL MUMMY OF A RACEHORSE

Sitting on the saddle is the mummy of a Jockey, still in his checkered uniform, riddled with bullet holes.

STILES (CONT'D)

Should've thrown the race, shorty.

Zyk gestures magically and the horse flies into the growing pile of dirt. Now a desk chair emerges from the dirt. Tied to it is the-

CHARRED MUMMY OF A GANGSTER

in a three piece, pin stripe suit, jaws locked open. He has a fifties-era toaster wedged in his crotch.

STILES

Ooh. That's gotta hurt.

Zyk gestures and it flies away as the fog drills deeper. Now Zyk, his eyes closed, feels something.

ZYK

It's here...

He concentrates and gestures as if raising a tremendous weight. A GIANT MASS OF INSECT-COVERED DIRT AND BUGS RISES

FROM THE HOLE. Something under the dirt glows with a ghastly black light. The swirling fog blows away the dirt revealing--

THE SMALL GLASS BLACK BOX

It floats in the air over the hole, a vision of tremendous power, beauty and ugliness as it slowly spins in the fog. THROUGH THE GLASS WE SEE A VORTEX OF BLACK MOTHS WHIRLING AND RADIATING BLACK LIGHT.

BACK TO SCENE

Stiles and Claire step forward staring up at the box, black light reflected off their faces.

STILES

Cool. But I thought hell's secret weapon would have a little more heft to it.

ZYK

You must both leave now.

STILES

Yeah right. And leave you with the bomb?

ZYK

(deadly serious)

It is not a bomb. I lied. What you are looking at is Satan himself.

STILES AND CLAIRE

What?!

ZYK

I lied so that you would help me. In 1566 I locked Satan himself in the box and sealed it with a powerful spell. Obviously this is out of your league. I must insist you leave-- NOW.

Stiles looks at Claire and they both whip out their guns.

CLAIRE

We're not leaving without you and the box.

Zyk looks at them with real anger and he VIOLENTLY SWEEPS HIS ARMS TOWARDS THEM. A BURST OF BLACK MAGIC EXPLODES FROM HIS FINGERS, BLASTING THEM BACKWARDS. They fly through the air, smash HARD against a wall and fall unconscious into an old fountain filled with dirty water. A rat scurries over Stiles and Claire, who are out cold.

ON ZYK - He ignores them and gestures magically. The fog brings the black box into his hands.

We hear the sound of someone SLOWLY CLAPPING.

LILITH O.S.

Bravo.

THREE SWORD BLADES SUDDENLY TIGHTEN AGAINST ZYK'S NECK. WIDEN to reveal--

THE THREE HORSEMEN pinning his neck. Lilith, Frakow and Bulago step out of shadows and approach the pit. Lilith's pet bat Minerva is perched on her shoulder.

LILITH

Open the box.

ZYK

I think not.

LILITH

I was prepared for that. Bulago, the clapper.

Bulago steps forward and reaches into his pants, fishing around his buttocks, and pulls out "the clapper" -- a mechanical truss with a piston-activated vise at its front.

BULAGO

I was keeping it safe, Your Worshipfulness.

She slaps him HARD, grabs the truss and seductively straps it around Zyk's groin.

LILITH (CONT'D)

I believe you invented this lovely device.

She CLAPS her hands once. The pistons force the vise closed with a loud mechanical CLAP. ZYK groans, buckles over. Even Minerva cringes slightly. Lilith claps her hands

twice. The pistons release, and Zyk sighs in relief. Lilith hisses into his face.

LILITH

I warned Lord Satan. Never trust a
half-demon. Now let's make you
half a man.

She claps her hands again and the vise clamps shut again.

LILITH (CONT'D)

How does it feel?

ZYK

(through clenched teeth)
Really, really, bad, actually.

She claps her hands twice and Zyk collapses to the floor. She grabs a fistful of his hair, lifts him up and stares into his eyes. Plumes of smoke drift from her eyes into his.

LILITH

Recite the incantation.

He stares back defiantly, the smoke not penetrating his eyes. She claps and he buckles over, writhing on the ground.

LILITH (CONT'D)

Encore, encore.

She claps again. Again. Lilith glares evilly at Zyk, the black smoke shooting from her eyes into his.

LILITH (CONT'D)

OPEN IT!

The smoke from her eyes turns into jets of fire, scorching Zyk's eyeballs. In utter agony, Zyk resists her with every atom of his being. Furious, Lilith claps five times as the torture device practically rips him apart, leaving him writhing on the floor.

FRAKOW

He'll never talk.

LILITH

But there's another way...

ANOTHER ANGLE - ZYK ALMOST PASSED OUT ON THE FLOOR

Zyk's eyes are clamped shut with the pain. Lilith leans over him, gently touches his head, closes her eyes, concentrates. Dredging something from the depths of his mind, she smiles and slowly rubs her hands over her face...

CLOSE - ZYK'S EYES CLOSED IN PAIN

LILITH O.S.
Open your eyes, m'lord.

Zyk opens his eyes to see--

ZYK'S POV - LILITH'S FACE

has transformed into the face of his BEAUTIFUL TAHITIAN WAHINE. She smiles lovingly at him.

BACK TO SCENE

Zyk, his mind reeling, is stunned, begins to speak, but she shushes him with a finger to his lips.

LILITH AS WAHINE (CONT'D)
Don't speak, dearest, just listen.
Open the box, beloved. Open the
box if you love me. Please...say
the words that will open the
box...

Mad with pain and confusion, his will finally breaks.

ZYK
Spiritum...collectum...protax...

He stops to catch his breath. Seductively, she shoots a curl of smoke from her mouth into his as she gingerly takes the box from him.

LILITH AS WAHINE
(whispers)
Finish it, beloved...

ZYK
...vesper du perniseus, odiosus
vastator.

He passes out on the floor, "the clapper" snapping off next to him. Lilith's eyes are afire as she stares at the box

which begins to vibrate in her hands. She turns to a pedestal holding a roman bust, shoves the bust to the floor, places the box on the pedestal and kneels.

LILITH
COME FORTH MY LORD SATAN!

The demons all kneel and bow their heads in fear as --

THE BLACK BOX OPENS. A VAST SWARM OF BLACK MOTHS EXPLODE FROM THE BOX, FILLING THE ROOM UNTIL THE AIR IS THICK WITH FLUTTERING WINGS. THE MOTHS SWIRL INTO AN INTANGIBLE HUMANOID FORM COMPOSED OF PULSING DARKNESS. Around him, the room has transformed into a hideous Giger-esque version of the casino.

Satan stands to his full magnificent height. HE OPENS HIS FIERY RED EYES and speaks with a TERRIFYING VOICE.

SATAN
Four hundred years...

He looks down at his cowering minions, sees Bulago trembling and hiding his eyes. He SHOOTS HIS FLUTTERING MOTH FINGERS around Bulago's neck, yanks him into the air and RIPS HIM IN HALF. Bulago instantly EXPLODES INTO A MASS OF ORANGE MOTHS which Satan sucks into his mouth.

SATAN
...made me ravenous.

Sated, his amorphous mass moves towards Zyk, who has regained his senses. Zyk lifts his eyes to stare at Satan, who sneers at him and ROARS:

SATAN
YOU BETRAYED ME! WHY?

Zyk staggers to his feet and meets Satan eye to eye.

ZYK
Love.

The word itself is a blasphemy to The Evil One.

SATAN
Lilith was right. Your humanity disgusts me. Traitor. Four hundred years ago you found the 13th portal. Your usefulness is over.

Satan forms TWO SUPERNATURAL SWORDS from his black claws. He raises the swords and sneers at Zyk, who knows this is the end. Zyk smiles at Satan with a strange look of serenity.

ZYK

Thank you.

SLO-MO: SATAN SLICES THE HUGE SWORDS THROUGH THE AIR AND DECAPITATES ZYK. Zyk's half-human body doesn't dissipate like a demon's, but rather falls pathetically to the floor, his head tumbling into shadows.

ZYK'S AMULET FALLS AT LILITH'S FEET. Lilith sees this and whispers to Minerva. The bat swoops down and brings it back to Lilith, who smiles at the glistening crystal.

FOLLOW ZYK'S HEAD as it rolls to a stop next to the fountain where Stiles and Claire are still flopped unconscious.

BACK TO SCENE

Satan kicks Zyk's headless body over on its back.

SATAN

You can't even die like a demon.
(to the kneeling demons)
Rise!

Lilith, Frakow and the three horsemen stand.

SATAN

Where are my legions?

FRAKOW

They stand ready, my Lord.

Furious, Satan shoots a powerful claw around Frakow's neck.

SATAN

WHERE ARE MY LEGIONS? THEY ARE NOT
HERE?

Lilith fearfully speaks up.

LILITH

They are ready to attack, my Lord.
We need only gather our advance

forces and open the portal so that
your legions may --

SATAN
SILENCE!

He drops Frakow to the floor and turns to the Horsemen.

SATAN (CONT'D)
You three. Gather my advance
forces and follow.

HORSEMEN
Yes, my Lord.

CLOSE ON SATAN - His gaseous fingers sensuously touch
Lilith's face.

SATAN
It is time. You and Frakow come
with me.

Satan materializes A HUNDRED HIDEOUS ARMS and transforms
into A BLACK-LIGHT WHIRLWIND which envelopes Lilith and
Frakow. THE BLACK STORM ROARS, shaking the casino, AND
BURSTS THROUGH THE CEILING. The three Horsemen MATERIALIZE
THEIR MAGICAL HORSES and soar up after him.

EXT. SAND DUNES CASINO FROM ABOVE - (DAY) SAME MOMENT

The glowing black whirlwind fills the sky. The Horsemen
gallop through the air away from the storm and into the
distance. The whirlwind flies over the neon landscape of
Las Vegas and disappears into the bloody sunset.

DISSOLVE TO:

INT. SAND DUNES HOTEL CASINO - LATER - DAY

ON STILES AND CLAIRE PASSED OUT IN THE FOUNTAIN

They lie awkwardly in the water, their heads above the surface.
Claire's eyes open. Remembers where she is. Rises suddenly,
sees that she's soaking wet. She sees Stiles next to her with
his head half underwater.

CLAIRE
Stiles!

He's not breathing. She lifts him in a panic and shakes him against the side of the fountain.

CLAIRE

Stiles!

She looks past him to the floor and sees --

ZYK'S LIFELESS HEAD STARING UP AT HER

BACK TO SCENE - Claire gasps in shock and drops Stiles who sinks underwater. Stiles' body jerks and he splashes to the surface coughing up water.

STILES

Wh-what happened?

Claire stares at the head in shock.

CLAIRE

It's Zyk. He's dead.

Stiles follows her gaze, sees the head and staggers to his feet in the water. They get out of the fountain and Stiles picks up the head, looks around dazed.

STILES

Shit. We blew it.

He looks to see tears starting to well in her eyes. She holds it back, seeing the open box on the pedestal.

CLAIRE

The box. Satan must've killed him.

She points across the room. He sees the box and jumps out of the fountain, dropping Zyk's head into the water. She gingerly picks up the head as Stiles goes to the pedestal under the gaping hole in the ceiling. Debris and ZAPPING live wires dangle down to the floor. She follows holding the head.

AT THE PEDESTAL - THE BOX

The lid is open. One black moth flutters out. Instinctively Stiles draws his ice gun and BLASTS the moth to shreds.

STILES

Zyk must've freed Satan, God
dammit!

Claire sees Zyk's headless body, a rat sniffing at the severed neck. She kicks the rat away in disgust, then crosses herself. Stiles looks down at the body. Up at the blown out ceiling. Sees the live wires zapping. An idea forms...

STILES

That's it.

He grabs the head and sweeps the empty box off the pedestal. She catches it before it smashes and yells at him.

CLAIRE

Watch it! What are you doing?

Ignoring her, Stiles sets the head on the pedestal and grabs two live wires. As he yanks the wires down towards the head:

STILES

Something my father taught me on a demon raid.

She grabs his arms to stop him.

CLAIRE

Leave him in peace. It's the right thing to do.

Stiles stops, thinks. He's torn.

STILES

You're right...

(beat)

But sometimes the wrong way is the only way to get the job done.

(to Zyk's head)

Sorry Zyk.

Stiles braces himself and--JAMS THE WIRES INTO THE HEAD'S NECK HOLE. THE WIRES ZAP! THE CIRCUIT CONNECTS WITH A SUPERNATURAL SONIC BOOM! The blast makes Claire drop the box as the two fly backwards splashing into the fountain again. The lights BUZZ and BLACKOUT.

INT. A BRIGHTLY ILLUMINATED CASINO - SAME MOMENT

GERTIE, an old cigarette-smoking crone, yanks the lever on her favorite slot machine and watches as the three numbers

spin and come up THREE CHERRIES. JACKPOT! She excitedly cups her hands under the coin feed-- when suddenly the CASINO BLACKS OUT. SHE SHAKES HER FIST AT THE CEILING.

GERTIE

Damn you!

EXT. AERIAL VIEW OF LAS VEGAS STRIP - SAME MOMENT

The supernatural power surge ripples through the city, causing a rolling blackout that darkens the casinos.

INT. SAND DUNES HOTEL CASINO - SAME MOMENT

STILES AND CLAIRE UNDERWATER IN THE FOUNTAIN - They splash to the surface, see the dimly lit room filled with smoke.

CLAIRE

I told you not to! It's against
God's will!

From across the room, they hear a MONSTROUS GROAN.

STILES

Shh! Listen!

Stiles leaps out of the fountain and rushes through the dim room to the pedestal. Claire is at his side as they see --

ZYK'S HEAD

The smoldering demon head shudders and animates with another TERRIBLE GROAN. Zyk's eyes pop open and he stares at them, down at his body next to the open box, then back at them, looking confused.

ZYK'S HEAD

What happened?

STILES

What do you mean, what happened?
See that body?

ZYK'S HEAD

I know what "happened." I mean, I
thought I was going to paradise.
But there was just...grayness...
nothingness.

Claire crosses herself.

CLAIRE

You were in purgatory. A place for those not ready for heaven.

ZYK'S HEAD

(realizing the truth)

Of course...Lilith tricked me.

(sighs)

I released Satan.

STILES

Looks like you gotta get Satan back in the box if you wanna see your girl again.

CLAIRE

Where is Satan now?

ZYK'S HEAD

Headed for the portal. The invasion has begun.

STILES

Which portal.

ZYK'S HEAD

"The" portal.

CLAIRE

How far?

ZYK'S HEAD

An hour as the crow flies.

STILES

We'll need a chopper.

CLOSE - ZYK

ZYK'S HEAD

No. This is my last opportunity. Take the box and do exactly as I say. I'll take you there myself.

(beat)

Actually...you'll take me.

CUT TO:

EXT. DEKKER ARMY BASE/MISSILE COMMAND - WASHINGTON STATE -
ESTABLISHING - DAY

The wilderness base is nestled at the foot of a mountain range. Next to the command center is a missile silo. Electric fences and a small elite force guard the perimeter.

MOVE IN ON FRONT GATE - TWO GUARDS are patrolling the gate. They stop to have a smoke and look up at the sky, a storm brewing, the sky blackening.

GUARD 1

Damn. I just washed the captain's Hummer.

GUARD 2

Sucker.

LIGHTNING CRACKS through the blackening sky, startling them.

GUARD 1

Whoa.

GUARD 2

Don't worry. The odds of being hit by lightning are like two million to one.

SUDDENLY TWO BOLTS OF LIGHTNING BLAST THEM TO CINDERS AND SMOKE. The THREE HORSEMEN emerge from the smoke mounted on their steeds from hell.

POX

Three million, but who's counting.

The Horsemen slash their swords through the electric fence which EXPLODES into a ruin of crackling twisted metal. THIRTY DEMON WARRIORS--SATAN'S BADASS ADVANCE FORCES--march through the gate.

THE BLACK SKY DESCENDS IN A WHIRLWIND AND ENGULFS THE GATE. SECURITY ALARMS GO OFF.

ON GUARD BARRACKS - A FRANTIC TROOP OF SOLDIERS rush from the building with automatic weapons. They stop in their tracks in front of the demons now kneeling around the whirlwind.

SOLDIER 1

What the hell is this?!

THE WHIRLWIND CONGEALS INTO SATAN, WHO SWEEPS HIS ARMS AT THE SOLDIERS WHO INCINERATE INTO PILES OF ASHES.

Lilith and Frakow materialize behind Satan. Minerva sits on Lilith's shoulder. The Horsemen and demons part as Satan walks through them towards the gate, INCINERATING SOLDIERS AS THEY RUSH OUT FIRING AT THEM. Satan turns to the Horsemen.

SATAN

Kill anyone who tries to enter.

Satan, followed by Lilith and Frakow, heads for the main entrance labeled "MISSILE COMMAND". As he walks, everything in his wake transforms into moldy Giger-esque ruins.

ON HORSEMEN AND WARRIORS

The Horsemen nod at the demons who spread out in a military line to guard the perimeter.

ON SATAN REACHING THE MAIN ENTRANCE

He gestures, BLASTS OPEN THE DOORS and enters, followed by Lilith and Frakow. The doors SLAM SHUT behind them.

EXT. AERIAL VIEW OF LAS VEGAS STRIP - DAY - SAME MOMENT

TRUCK PAST A ROW OF CASINOS, THEIR NEON SIGNS FLASHING BACK TO LIFE as the rolling blackout is repaired.

STOP ON A CASINO ENTRANCE crowded with people swarming out. GERTIE, the old lady gambler, is yelling as she's led out by LANCE, her tiny husband. They're in a group of THIRTY SENIOR CITIZEN GAMBLERS getting on a bus. In the group are TWO ELDERLY ELVIS IMPERSONATORS.

GERTIE

You're a bunch of crooks, you sons of bitches!

LANCE

Shut up, Gertie and get on the bus.

Grumbling, she gets on the bus. The doors close and the bus rumbles down the Strip.

INT. BUS - MOVING - DAY - SAME MOMENT

The thirty seniors and Elvises kick back in their seats when the bus suddenly SCREECHES TO A STOP. Through the windshield we see Stiles and Claire in the street stopping the bus. Outside Claire yells at the driver:

CLAIRE
FBI! OPEN THE DOORS!

The startled elderly driver opens the doors. Claire jumps on, flashing her fake ID at the driver and seniors. SHE'S CARRYING SOMETHING BULBOUS UNDER HER COAT.

CLAIRE V.O. (CONT'D)
Everyone off! We're commandeering
this bus on a matter of national
security!

GERTIE
What?! Try another bus, lady! I
just lost my last nickel on this
junket and this bus is taking me
back to my hotel!

The other seniors grumble in agreement.

CLOSE ON CLAIRE

as the BULBOUS MASS in her coat whispers to her. She peeks in revealing ZYK'S HEAD.

ZYK'S HEAD
(sotto)
Let them stay. They will be
useful. But first they must sleep.

Zyk closes his eyes and concentrates:

ZYK'S HEAD O.S. (CONT'D)
Vespah...sonambulus...geriatricus!

BACK TO SCENE

The seniors and the driver all instantly fall asleep. Stiles yells up from the bottom of the bus stairs.

STILES
Hey, are we on or off? This
sucker's heavy.

ZYK'S HEAD

(to Claire)
Hand me to Stiles and drive North.

She signals Stiles to get on. Stiles climbs on board carrying ZYK'S BODY ROLLED IN A RUG OVER HIS SHOULDERS.

STILES
About time.

He sees the busload of sleeping seniors.

STILES (CONT'D)
Whoa. Musta been at a Vanilla Ice concert.

CLAIRE
Shut up and take Zyk. Hurry up.

He grabs Zyk's head and takes two empty seats up front across from the driver. Claire drags the driver to another empty seat, starts up the bus and peels out.

ON STILES

He unrolls the body, props it up on the seat next to him and puts Zyk's head on his lap.

ZYK'S HEAD
Get the heat ready and be careful.

Stiles takes a portable hair drier from his jacket.

STILES
I got it down. My Dad showed me this trick when I was a kid.

Stiles steadies the body and JAMS Zyk's head into the neck hole, making Zyk neck-less.

ZYK'S HEAD
Mmmff! Gently, you cretin! I thought you knew how to do this!

STILES
Well, actually, I just heard about it at bedtime.

Stiles removes the head and tries again, this time gingerly.

ZYK'S HEAD

Now apply pressure and heat.

Holding the head steady, Stiles grabs the drier and starts to heat up the neck. As he does, the bus jolts and Stiles accidentally squashes Zyk's head down into the chest.

ZYK'S HEAD

Mmmfff!

Stiles pulls the head up.

STILES

(to Claire)

Learn to drive!

CLAIRE

Hold on. I'm taking the freeway north.

ZYK'S HEAD

Let me make this easier on you.

(closes his eyes,
concentrates)

Yotrembus ad animus, vehicula
Greyhoundicus.

EXT. BUS - MOVING - DAY - THAT MOMENT

The bus rises into the air and soars high over the freeway.

INT. THE ONLY OTHER CAR ON THE FREEWAY - DAY - THAT MOMENT

Three PIERCED AND TATTOOED PUNKS are blasting KORN and air drumming. Only the driver sees the bus in front of them rise and disappear into the cloud.

PUNK DRIVER

HOLY SHIT! You see that? The bus
took off! It just flew!

PUNK PASSENGER

You're such an asshole.

The passengers start punching the driver.

PUNK DRIVER

I saw it, bitch! I saw it!

A violent Korn-scored fistfight begins as they drive.

CUT TO:

INT. DEKKER ARMY BASE - MISSILE COMMAND - TIME CUT - DAY

The SECURITY ALARM BLARES as SATAN'S GHASTLY FORM strides through corridors and checkpoints, BLASTING BLACK MAGIC at SOLDIERS RUSHING IN, instantly turning them into PILES OF ASHES or PUDDLES OF MELTED FLESH. Lilith and Frakow hurry after him, killing any soldiers he misses with fire-bullets.

FOLLOW Satan, Lilith, Frakow bursting through doors labeled:

RESTRICTED AREA
MISSILE CONTROL ROOM
NO UNAUTHORIZED PERSONNEL

INT. MISSILE CONTROL ROOM - CONTINUOUS

More soldiers come at them firing automatic weapons. Satan and the demons destroy them en masse as they barrel through the room.

ONE VAST GLASS WALL reveals an adjacent MISSILE SILO next to the control room with TEN ICBM MISSILES poised in firing position.

A dozen COMPUTER OPERATORS with headsets at the controls duck in fear under benches and chairs. Satan destroys all but TWO TERRIFIED SCIENTISTS cowering under the controls, then waves his arms and levitates them into the air. He gestures again and the techies's bodies start contorting tortuously.

SATAN
REPROGRAM ALL MISSILES TO NEW
COORDINATES OR DIE.

SCIENTIST 1
Okay! Okay!

SCIENTIST 2
Just don't kill us!

SATAN
Cowardly sacs of gore.

He gestures with contempt and the scientists crash to the floor. He gestures again and the ALARM stops.

SATAN

Frakow. Find the coordinates these pigs require.

FRAKOW

Yes, your lordship.

Frakow grabs the trembling scientists from the floor and shoves them into their chairs.

FRAKOW

You will redirect all missiles to Mount St. Helens volcano. Find the coordinates now.

SCIENTIST 1

Yes, sir.

SATAN TURNS TO LILITH

His eerie pulsing hand again caresses her cheek.

SATAN

Four hundred years and you are still as beautiful.

LILITH

Thank you, my lord.

He pulls her closer and caresses her neck. Minerva purrs in simpatico with her mistress.

SATAN

And during those six hundred years...you consorted with no other demons?

A ripple of fear crosses her face. And Minerva's. Lilith tries to smile.

LILITH

No, m'lord. I would never betray you.

Satan suddenly GRABS LILITH BY THE NECK, CHOKING HER.

SATAN

LIAR!

He grabs a fistful of her hair and yanks her head back, exposing ZYK'S CRYSTAL NECKLACE around her neck.

SATAN

Did you think I did not see you take Lord Zyk's amulet? Were you with the traitor after he locked me in the box?

LILITH

(choking)

No. I swear. I live only for you, m'lord.

Satan RIPS THE AMULET FROM HER THROAT AND THROWS IT TO THE FLOOR. He pulls her body tightly to his and hisses hatefully:

SATAN

Then die only for me, Lilith.

He smiles and begins to strangle her. Terrified, Minerva swoops away to safety. Lilith gasps, choking to death, when a SECURITY ALARM SOUNDS.

FRAKOW O.S.

My lord!

BACK TO SCENE

Satan drops Lilith to the floor where she clutches her throat, gasping for breath. He turns to Frakow, who smiles nervously.

FRAKOW

The missiles have been reprogrammed, your majesty.

The alarm stops and we hear a FEMALE COMPUTER VOICE on the loudspeaker:

FEMALE COMPUTER VOICE

Attention personnel. Missiles engaged. Ignition in one hour.

SATAN

(to Lilith)

Then even one as worthless as YOU-

-

Satan yanks Lilith to her feet by the hair.

SATAN (CONT'D)

--may still serve a purpose. Send a message to my Generals in Hell. Tell them to begin Operation Triple-Six and gather our legions beneath the 13th portal. In one hour the invasion of earth will begin.

Satan KISSES Lilith, then cruelly shoves her away.

ON LILITH - She signals Minerva, who lights on her shoulder and purrs.

LILITH

(to Minerva; hoarsely)
You heard our lord's orders?

Minerva nods.

MINERVA

Yes, Mistress.

LILITH

When you've given them the invasion command, fly safely back to me. Go, my darling.

Minerva SWOOPS OUT OF THE CONTROL ROOM and down the long corridors littered with destroyed and deformed soldiers.

EXT. BUS - SOARING THROUGH CLOUDS - ESTABLISHING - DAY

INT. BUS - MOVING- SAME MOMENT

Claire is still "driving", the seniors still sleeping. Stiles is seated behind her using the hair drier on Zyk's neck as he holds Zyk's head in place.

STILES

This is the second time I saved your scaly behind. We had a deal, remember?

ZYK

Ah yes, your father. I heard rumors in prison. That he was killed by a demon disguised as

human. Someone who worked through the hierarchy of the Spiritual Security Agency.

STILES

The name.

ZYK

Consider. The best disguise for a demon is to be the most sincere, the sweetest, the kindest...

An unlikely thought hits Stiles.

STILES

Not Father Frakow. Not him.

Zyk nods, dead serious.

ZYK

The most brutal and deadly of arch-demons.

Stiles is stunned. His face darkens.

STILES

I'll kill him.

ZYK

Be careful of him. And of my neck.

Stiles has been heating Zyk's neck wound which now magically heals. His head connected, ZYK RUBS HIS NECK, REALIZES HIS NECKLACE IS GONE.

ZYK

The amulet.

STILES

Long gone, dude. You can't wear a necklace with no neck.

ZYK

(troubled)

Yes, of course.

(lying)

Well, no matter. Still, if you happen to see it laying about...

Claire looks over to see Zyk healed.

CLAIRE

Glad to see you finally have your
head on straight. Any ideas yet
where we're going?

ZYK

Northwest. To Mount St. Helens.
The largest hell portal on earth.

He stretches.

ZYK (CONT'D)

Now that Satan is free, it feels
as if my powers have greatly
magnified.

Zyk concentrates and a BALL OF RED SMOKE materializes in
his hands. In it we see an eerie FISH-EYE VIEW OF SATAN IN
THE MISSILE COMMAND POST.

ZYK (CONT'D)

I can concentrate on his power and
guide us towards him...

Zyk closes his eyes and concentrates.

EXT. BUS FLYING - SAME MOMENT

The bus banks to the left.

ZYK V.O.

He is not far. In fact, we will be
there very soon...

MINERVA THE BAT PASSES THE BUS FLYING IN THE OPPOSITE
DIRECTION. Minerva stops to double-take at the bus, shrugs
and swoops past camera.

DISSOLVE TO:

EXT. SKY OVER LAS VEGAS - MINUTES LATER

FOLLOW MINERVA as she soars through a cloud, looks down and
then begins a dive towards earth. FOLLOW HER DOWN towards -
-

EXT. LIBERACE'S BACK YARD - PIANO-SHAPED POOL - DAY

FOLLOW MINERVA - We dive into the pool, magically dissolve
through the drain and ROCKET WITH HER DOWN A LONG CRAGGY

TUNNEL TOWARDS THE EARTH'S CORE. There's a BURST OF FIRE and we dive into it, hearing the EXPRESSIONISTIC SOUND OF HELL'S ARMIES MARCHING as we --

DISSOLVE TO:

EXT. WOODS - DAY

The bus descends from a cloud into the woods. It floats over a road sign: "DEKKER MISSILE BASE AHEAD - NO TRESPASSING." FOLLOW BUS as it touches down in a clearing hidden by trees.

INT. BUS - THAT MOMENT

Stiles and Claire watch tensely as ZYK DISSIPATES THE RED BALL OF SMOKE SHOWING SATAN and concentrates on guiding the bus to a stop. The seniors are still snoring peacefully.

STILES

Damn. He's got an army base?

CLAIRE

What's his plan?

ZYK

His plan is simple. To open the portal.

Zyk materializes some HELLISH OPERA-GLASS BINOCULARS, opens a bus window and peers at --

BINOCULARS VIEW - BASE PERIMETER THROUGH THE TREES

The phalanx of demons guard the building. Our view ZOOMS IN on the charred and melted fence and a sign: "MISSILE COMMAND - NUCLEAR MATERIALS - RESTRICTED AREA."

ZYK V.O.

And he's going to blow it open with the missiles you idiots created.

BACK TO SCENE

STILES

He's gonna nuke the portal?!

CLAIRE

What about the radiation?

ZYK
 Demons thrive on nuclear
 radiation. To them it's like a hit
 of ecstasy.

Zyk hands Stiles the binoculars as they hear the BASE
 LOUDSPEAKER SYSTEM in the distance:

FEMALE COMPUTER VOICE
 Missile launch in thirty minutes.
 All unauthorized personnel
 evacuate the area.

Claire crosses herself.

CLAIRE
 My God.

As Stiles looks through the binoculars:

STILES
 Looks like we need to get past
 thirty bad-ass demons.

CLAIRE
 How? There's only three of us.

CLOSE - ZYK

ZYK
 Correction. We have thirty bad-
 asses of our own.

CUT TO:

EXT. DEKKER ARMY BASE - FRONT GATE - MINUTES LATER

The demons and Horsemen walk the perimeter, standing guard.

FEMALE COMPUTER VOICE
 Missile launch in twenty minutes.
 All unauthorized personnel
 evacuate the area.

Suddenly the bus SOARS into view and lands parallel to the
 broken fence, the bus door facing away from the base. Zyk,
 Stiles and Claire hop out and Zyk gestures magically at the
 bus.

A SUPERNATURAL LASER instantly peels the side of the bus open like a can-opener. Zyk concentrates, gestures. The THIRTY SENIORS and TWO ELVISES leap in precise unison to the ground and stand at attention in two rows. GLEAMING SWORDS AND SHIELDS MATERIALIZE IN THEIR HANDS.

Zyk makes powerful gestures, magically controlling the senior's movements as they "Bear arms" in unison.

ZYK

I've put them on Automatic Kill.

He gestures and the seniors about-face like a well-oiled military machine.

STILES

Now this is cool.

ON HORSEMEN AND DEMON GUARDS

SCOURGE

Interlopers!

Pox unsheathes his fiery sword.

POX

Kill everyone and ask questions
later! Advance!

The demon guards cock their FIRE-WEAPONS and rush with terrible war cries towards the hole in the fence where the bus is parked.

ANOTHER ANGLE - TOP OF BUS

Suddenly--and in perfect unison--the TWO ELVISES LEAP ONTO THE BUS' ROOF brandishing their swords; the SENIOR WARRIORS leap behind them, swords swinging in unison.

THE DEMONS STOP AT THE HOLE IN THE FENCE, momentarily taken aback by this weird sight, AS --

THE ELVISES - LEADING THE SENIORS WITH THEIR OWN TERRIBLE WAR CRY, LEAP FROM THE BUS AND CHARGE THE DEMONS.

THE SENIORS leap after them, SLASHING AND HACKING THE DEMONS IN UNISON LIKE IDENTICALLY-PROGRAMMED MARTIAL ARTS ROBOTS. THE DEMONS BLAST them WITH fire-bullets WHICH ricochet OFF the Seniors' shields. The demons ARE PUSHED BACK AS --

ZYK, STILES AND CLAIRE leap onto the bus, dive over the fence, tackle the three Horsemen off their steeds and begin battling them.

THE ELVISES AND SENIORS KICK ASS! Demons are exploding into moths as their heads and limbs are lopped off left and right.

ON ZYK AND SMIRCH SWORD-FIGHTING

Zyk drives Smirch back against a Coke machine. Smirch ducks Zyk's powerful sword which slashes the machine, unleashing coke all over Smirch. Finally Zyk IMPALES HIM INTO THE MACHINE. Smirch EXPLODES into a mess of moths and fizz.

ON STILES AND CLAIRE

Stiles fights Pox as Claire fights Scourge. A deadly martial arts wire fight ensues.

Claire somersaults as she chucks three cross-shaped "nun-chucks" FUT-FUT-FUT! hitting Scourge's groin.

The crosses emit jets of Holy Water gas, engulfing Scourge who SHRIEKS and EXPLODES INTO A FLUTTER OF MOTHS.

Stiles is cornered by Pox, who WHACKS away Stiles' gun and sword. Stiles dives between his legs. Before Stiles can roll away, Pox pins him with his boot and sneers:

POX

This is for Sack.

Pox draws back his sword. Stiles grabs Koto's ROSARY BOLO from his belt and swings it up with all his might. It HISSES around Pox's neck -- AND BEHEADS HIM.

ON SENIORS AND ELVISES

They kill the last of the demons and, one by one, suddenly freeze like run-down robots. Claire and Stiles, out of breath, follow Zyk into shot. Stiles waves his hand in front of a senior's face.

STILES

What happened to Gramps?

ZYK

When they ran out of demons to kill, their programs froze.

FEMALE COMPUTER VOICE
Missile launch in ten minutes. All
unauthorized personnel evacuate
the area.

ZYK
(re seniors)
They will be useless against Lord
Satan...

Zyk gestures. SMOKE SHOOTS FROM HIS FINGERS AND ENGULFS THE
SENIORS--WHO DISAPPEAR...

INT. BUS BY FENCE - SAME MOMENT

...AND REAPPEAR IN THEIR SEATS as the bus magically repairs
itself, starts up and begins driving by itself. The
Driver's hands magically take the wheel. The driver and the
seniors awaken, unable to remember what happened.

LANCE
Huh. Musta fallen asleep. Hey
driver, where are we?

The driver scratches his head, sees a road sign for an
INDIAN RESERVATION.

DRIVER
There's a reservation casino
ahead. Who wants a pit stop?

SENIORS
I do!

INT. DEKKER ARMY BASE - FACING EXIT DOORS - DAY

ACTION MUSIC as the DOORS BURST OPEN and Zyk, Stiles and
Claire, weapons drawn, walk briskly down the corridor
looking like a bad-ass team if there ever was one. Without
breaking stride, Claire speed-dials her cross-phone:

CLAIRE
Agent Padulla with a Code Red. I'm
at Dekker Army Base in Washington
state. We need choppers, swat
team, anything you've got. A full
invasion is in progress.

She hangs up the cross as Zyk holds out his hand.

ZYK
The black box.

Still walking, Stiles gives it to him.

STILES
How you gonna get Satan back in
that little box?

ZYK
The same way I did 400 years ago.
Fighting dirty.

INT. MISSILE COMMAND CENTER - MOMENTS LATER

Satan, Lilith and Frakow stand behind the two scientists
operating the computer consoles.

ON SATAN

SATAN
When the portal is opened, this
world will run red with rivers of
blood.

He closes his eyes, concentrates.

SATAN (CONT'D)
My forces draw near...

He holds out his hands. A LUMINOUS BALL OF RED SMOKE
materializes between them. He opens his eyes, stares into -
-

THE BALL OF SMOKE

In it appears an eerie FISH-EYE PANORAMA OF THE
UNDERGROUND ARMIES OF HELL, AS MILLIONS OF DEMON "NINJA"
FORCES CONVERGE AROUND A VAST SUBTERRANEAN WATERFALL OF
LAVA.

SATAN O.S.
They have received my command and
converged beneath the crater. Even
before it explodes open, my
advance forces will pour through
the cracks to begin the invasion
of this weak and sickly world.

BACK TO SCENE

FEMALE COMPUTER VOICE
Missile launch in four minutes.

Satan smiles with inexpressible evil and DISSIPATES THE BALL.

Suddenly the doors BURST OPEN. It's Zyk, Stiles and Claire, weapons drawn.

STILES
Stop the countdown!

Frakow and Lilith spin and BLAST their fire-weapons. Satan laughs as Zyk, Stiles and Claire duck behind a console, dodging fire-bullets and shooting ice-bullets.

BEHIND CONSOLE - Zyk shoots as he slides across the floor. His face lands next to the AMULET NECKLACE that Satan dropped on the floor. Zyk grabs it, stuffs it in his pocket and jumps up, firing ice-bullets point-blank at Satan. As the others fight --

SATAN - calmly bats away the bullets.

SATAN
Why it's the traitor, Zyk of Asimoth. He lost his head at the craps table...

Satan sneers and TRANSFORMS HIS HAND INTO A GHASTLY SABRE.

SATAN
..now he's back for a slice of the action.

Satan slices at him. Zyk flips and faces off with him, TRANSFORMING HIS OWN HAND INTO AN IDENTICAL SABRE.

SATAN
Monkey see, monkey do. That's what comes of being a half-breed.

Satan SLASHES at Zyk, who TACKLES SATAN, SLAMMING him AGAINST THE 6" THICK glass TO THE SILO. SATAN'S BODY heat BURNS THROUGH the glass like butter, AND THEY GO CRASHING INTO --

INT. MISSILE SILO - CONTINUOUS

An underground "tank" holds the huge missiles upright, their noses level with the silo floor. Satan and Zyk land on the noses of adjacent missiles and CLASH sabres. As they fight:

ZYK

I may be half demon. But I've learned my human side is more powerful than you.

Satan laughs derisively.

SATAN

You're delusional. I killed you once. Now I'll kill you again.

Satan DOUBLES THE SIZE OF HIS SABRE-ARM and SLASHES at Zyk. Zyk vaults and tackles Satan again. Their sabres morph back into claws as they roll across the floor strangling each other.

INT. CONTROL ROOM - SAME MOMENT

Stiles and Claire fight Frakow and Lilith, firing and slashing at each other in the most definitive martial arts fight of the film. Claire fires and ducks behind a row of computers where the two scientists are hiding.

CLAIRE

What are you doing?! Shut down those missiles!

SCIENTIST 1

But he'll kill us.

Stiles jumps into frame as he fires at the demons.

STILES

If those missiles go off, I'll kill you.

The scientists look at each other nervously.

FEMALE COMPUTER VOICE

Missile launch in three minutes.

The two start punching buttons to turn off the missiles.

BEHIND THE ROW OF COMPUTERS

A hand comes in and yanks Claire out by her collar. It's Frakow, who puts his fire-gun to her head, looks at Stiles.

FRAKOW
 (to Stiles)
 Be a good Lutheran and drop the
 gun.

The scientists duck under the bench again.

STILES
 If you touch her I'll --

CLAIRE
 Stiles. The missiles.

Frakow shoves the gun deeper into her head and sneers.

FRAKOW
 Oh I'll do more than touch her.

His finger tightens on the trigger.

STILES SEES HE'S ABOUT TO KILL HER AND DROPS HIS GUN.
 Lilith comes out from cover and smiles.

LILITH
 (to Frakow)
 What fun. Why don't you do her
 right as the missiles blast off?

ANGLE ON OPEN CONTROL ROOM DOORS - MINERVA swoops into the room flying low towards Lilith.

CLOSE ON STILES - His eyes get crazy with a crazy idea.

BACK TO SCENE - As Minerva passes, Stiles jumps like a wide receiver, "intercepts" Minerva then grabs the first thing he finds--A RULER--and puts it to the bat's throat.

FRAKOW
 What are you going to do, measure
 it to death?

LILITH
 Let go of my baby!

Minerva whimpers. Lilith's eyes glow a terrifying red. She cocks her gun against the other side of Claire's head.

LILITH (CONT'D)
 (to Stiles)
 GIVE HER TO ME!

CLOSE - STILES' HAND

Playing along, he DROPS THE ruler, SECRETLY UNCLIPS A HOLY WATER GRENADE FROM HIS belt AND SLIDES IT UNDER MINERVA'S BAT OUTFIT.

FEMALE COMPUTER VOICE
 Missile launch in two minutes.

BACK TO SCENE

Stiles frees Minerva who flies to Lilith's shoulder, nuzzles and purrs.

STILES
 Looks like we lose.

FRAKOW
 Humans always lose. Your father,
 for example. It was so easy to
 kill one so trusting. And even
 easier to kill you.

Stiles shows the GRENADE PIN in his hand. Frakow and Lilith stare at it, then at each other.

STILES
 One thousand one, one thousand
 two...

Realizing what happened, Lilith frantically rips the dress from Minerva, WHO FLIES AWAY TO SAFETY just as --

KA-BOOM!

THE GRENADE IN MINERVA'S DRESS DETONATES MIGHTILY IN HER HANDS, RADIATING HOLY WATER GAS THAT ALMOST BLOWS THE ARCH-DEMONS' HEADS OFF. They scream, THEIR FACES MELTING INTO HIDEOUS CARICATURES...finally EXPLODING INTO SWARMS OF MOTHS.

CUT TO:

INT. MISSILE SILO - SATAN FIGHTS ZYK - SAME MOMENT

Satan is winning. He throws Zyk against the opposite wall of the silo. SATAN ELONGATES HIS ARM ACROSS THE ROOM, GRABS ZYK'S THROAT AND PINS HIM AGAINST THE WALL FROM A DISTANCE.

SATAN
(sarcastic)
My, your human side is so
powerful. Goodbye, Zyk of Asimoth.

Satan's face TURNS BLACK WITH HATRED and his free hand SHOTS A MASSIVE BLAST OF DEADLY MAGIC AT ZYK.

ON ZYK - Thinking fast, he grabs the CRYSTAL AMULET from his pocket and holds it up. THE CRYSTAL DEFLECTS THE BLAST, WHICH RICOCHETS BACK TO SATAN, BLASTING HIM WITH HIS OWN MAGIC.

SATAN staggers backwards, releasing his claw from Zyk's throat, his body convulsing from his own hideous magic. Zyk collapses clutching his throat, gasping for breath.

INT. CONTROL ROOM - SAME MOMENT

Claire and Stiles yank the scientists from under the bench.

STILES
Did you stop the missiles?

SCIENTIST 1
All but one. It won't shut down.

He flips a switch on and off, but it has no effect.

CLAIRE
Stand back.

She and Stiles draw normal guns and start blasting the panel.

INT. SILO - SAME MOMENT

Zapped by his own magic, Satan leans against the wall in a daze. Zyk, still on the floor, sees his chance. He whips out the BLACK BOX, CROAKS THE SPELL, GESTURES AT SATAN...

ZYK
Debilitas...satanus...caiteeff!

FINGERS OF BLACK LIGHT SHOOT FROM THE BOX AND SURROUND SATAN. As he "comes to", the black fingers CRUSH HIM AND

PULL HIM INTO THE BLACK BOX. Weakened, he STRUGGLES BUT it's too late.

SATAN
NOOOOOOOO!

SATAN SHRIEKS AS HE IS SUCKED GROTESQUELY INTO THE BOX...IT SEALS MAGICALLY, TRAPPING HIM INSIDE. Zyk stuffs the box in his pocket and staggers to his feet.

FEMALE COMPUTER VOICE
Missiles 2 through 10 off-line.
Missile 1 active.

Missile 1 rises hydraulically from the tank. THE ROOF WHIRS OPEN AND THE FEMALE COMPUTER VOICE BEGINS THE COUNTDOWN.

FEMALE COMPUTER VOICE
Ten seconds to missile launch.

Zyk yells through the broken glass to the control room.

ZYK
STOP THE MISSILE!

FEMALE COMPUTER VOICE
Ten...nine...

INTERCUT Stiles and Claire - They've stopped blasting, but the countdown continues as they yell back and forth.

STILES
WE CAN'T! IT'S BROKEN!

ZYK
"BROKEN"? WHAT DO YOU MEAN
"BROKEN"?

He holds up the box.

ZYK (CONT'D)
HE'S IN THE BOX! NOW STOP THE
MISSILE OR A BILLION DEMONS WILL
BE RELEASED AND MANKIND WILL BE
SLAUGHTERED!

CLAIRE
ZYK, WE CAN'T STOP IT!

The silo begins to rumble.

ZYK
 (furious)
 ALL RIGHT! I'LL DEAL WITH THE
 MISSILE! YOU SEAL THE PORTAL! NOW
 THAT THEY KNOW ITS LOCATION...

Zyk starts climbing Missile 1 as he yells over the noise.

ZYK (CONT'D)
 ...THE FORCES OF HELL WILL DO
 ANYTHING TO GET THROUGH!

FEMALE COMPUTER VOICE
 Three...Two...One...Zero...

Zyk rips open a large panel near the top of the missile and squeezes into a recess, his head sticking out, as --

THE ROOM ROCKS AS THE MISSILE BLASTS OFF WITH ZYK IN IT.
 The engine's fiery impact blows out what's left of the glass and knocks everybody in the control room to the floor.

UPSHOT - THE MISSILE ROARS INTO THE SKY

ON CLAIRE AND STILES

They watch tensely as Zyk and the missile disappear above behind a massive plume of smoke.

STILES
 (significantly)
 Later, Zyk...

CLAIRE
 He won't make it...will he?

Stiles shakes his head grimly.

STILES
 No. He's headed home. Now we gotta stop those bastards from heading here.

INT. CONTROL ROOM - DOORS - SAME MOMENT

Agent Blavatsky bursts in with a swat team.

AGENT BLAVATSKY
 Freeze!

(to Stiles and Claire)
What happened?!

CLAIRE
It's the invasion! Blavatsky, we
need a fleet of choppers!

AGENT BLAVATSKY
They're waiting outside. Where's
Father Frakow?

Stiles flicks a dead moth off his chest.

STILES
Check the nearest bug zapper.

CLAIRE
(to Blavatsky)
Frakow was a mole. The invasion is
through Mount St. Helens. We've
got to get there immediately.

EXT. EARTH'S ATMOSPHERE - SOARING MISSILE - SAME MOMENT

Blasted with wind and g-force, Zyk gestures magically. A
PROTECTIVE GLOWING BUBBLE forms around him like a cockpit.

THE MISSILE reaches its apogee and starts its descent.

ZYK IN BUBBLE - He concentrates and gestures mightily...

ON MISSILE - Zyk's MAGICAL ENERGY BLASTS from his claws,
causing electrical discharge to CRACKLE up and down the
length of the fuselage.

INTERCUT Zyk sweating as he conjures with all of his might
to pull the missile upwards...

ON THE MISSILE - ITS NOSE SLOWLY PULLING UP AND AWAY FROM
EARTH...NOW HEADING STRAIGHT UP...CLIMBING FASTER with a
sonic roar...THE NOSE GLOWS RED...The ELECTRIC CRACKLING
reaches its peak...NOW: PANELS BLOW OUT FROM THE BOTTOM-UP
IN A LINE OF SMALL EXPLOSIONS, ABOUT TO REACH ZYK...

ZYK SEES THAT THE MISSILE IS ABOUT TO EXPLODE AND LEAPS
THROUGH THE BUBBLE INTO THE AIR.

THE ENTIRE MISSILE EXPLODES!

ON ZYK- The blast and wreckage propel him earthward, as...

THE BOX, PULSING WITH BLACK LIGHT, TUMBLES OUT OF HIS POCKET...

ZYK desperately grabs for it, fumbles, finally succeeds, but is WHACKED with a piece of fuselage which knocks the box from his hands.

ON BOX - Plummeting earthward, CRACKLING WITH LIGHTNING, the sky around it darkening as it falls.

DETERMINED TO GET BACK THE BOX, Zyk extrudes his webbing and dives after it like a bat out of hell. We see Mount St. Helens miles and miles below as Zyk dive-bombs after the box.

EXT. MOUNT ST. HELENS SMOKING CRATER - SAME MOMENT

The crater's rim is five to ten feet across. PUSH INTO CRATER FILLED WITH LAVA. One by one, RED-CLAD DEMON NINJAS emerge from the lava... bodies smoking... weapons slung over their backs...CRAWLING UP THE VOLCANO WALLS...

EXT. CLEAR BLUE SKY - SAME MOMENT

A CROSS FORMATION OF HELICOPTERS heads for the crater.

INT. BLAVATSKY'S CHOPPER - MOVING - SAME MOMENT

Blavatsky pilots as Claire loads their arsenal with ice clips preparing for the fight of their lives. Stiles, using Zyk's supernatural binoculars, peers towards the crater...

BINOCULARS VIEW IN CRATER - A hundred DEMON SOLDIERS have crawled from the lava and up the sides.

STILES V.O.

Dude! They're coming through!

BACK TO SCENE

BLAVATSKY ON HEADSET

Airborne S.S.A., we're coming in for a hit. Stand by for COBRA CROSS. On my mark.
3,2,1...execute!

EXT. BLUE SKY ABOVE CRATER - SAME MOMENT

In one fluid motion, THE HOLY CROSS FORMATION REACHES MT. ST. HELENS AND GOES VERTICAL over the crater like a 300' cross.

180* PAN as the Cobra Cross formation of choppers swoops over the smoking crater and accelerates down towards it.

INT. BLAVATSKY'S CHOPPER - THAT MOMENT

BLAVATSKY ON HEADSET

All right D-Men. Smoke 'em if you got 'em.

He opens the safety cover off a red switch and flips it.

INTERCUT - CHOPPER AFTER CHOPPER - THAT MOMENT

50-CALIBER GATTLING GUNS hydraulically retract from the sides of the choppers, dry ice smoke spilling off them from the frozen holy water magazines.

EXT. CRATER - THAT MOMENT

The choppers surround the crater, strafing it. Demons scaling the crater EXPLODE into moths. A hundred demons on the rim take cover behind rocks and blast the choppers with fire-bullets and rockets. One chopper is hit and EXPLODES.

INT. BLAVATSKY'S CHOPPER - THAT MOMENT

Blavatsky, Stiles and Claire BLAST at the demons below.

EXT. SKY MILES ABOVE - SAME MOMENT - Zyk chases the falling box IN THE EYE OF THE BLACK STORM SWIRLING AROUND IT...

INT. CHOPPER #2 - THAT MOMENT

CHOPPER PILOT KALI, a cigar-chomping Sergeant Rock of a guy, except that he's a BALD BUDDHIST MONK, sees A DEMON leap onto his landing gear. KALI SLIDES THE DOOR OPEN, WHIPS OUT HIS 273 AND QUICKLY DISPATCHES THE DEMON. SIX MORE DEMONS JUMP ONTO THE LANDING GEAR AND BEGIN SHAKING IT AND BLASTING THE BLADES. Kali fights for control of the wobbling craft.

CHOPPER PILOT KALI

May day! I'm going down! But I'm taking some scum with me!

His chopper dives straight for the center of the crater, the demons hanging on. Chomping on his cigar, HE CRASHES INTO THE LAVA, THE EXPLOSION BLASTING THEM ALL TO BITS.

INT. BLAVATSKY'S CHOPPER - THAT MOMENT

Wreckage and blast waves rock the chopper.

STILES

Damn!

Blavatsky levels off. Stiles leans out as he fires.

SLO-MO: STILES IS HIT IN THE SHOULDER. THE IMPACT KNOCKS HIM OUT OF THE CHOPPER. FOLLOW HIM falling and landing HARD ON THE VOLCANO'S EDGE, WOUNDED, THE WIND KNOCKED OUT OF HIM.

ON CLAIRE IN CHOPPER

CLAIRE

STILES!

In a fury, she GRABS A GUN IN EACH FIST and starts BLASTING DEMONS TO COVER STILES.

CLAIRE

EAT MY ICE, YOU FAITHLESS VERMIN!

The demons retaliate in a barrage of fire bullets. Suddenly Blavatsky's chopper and another close to it are HIT and START TO SMOKE. They yell over the battle:

AGENT BLAVATSKY

Claire, we're taking too much damage. We have to abort.

CLAIRE

We have to get Stiles.

AGENT BLAVATSKY

Negative. Another hit and we're dead.

She stares down at Stiles lying helpless.

CLAIRE

(to herself)

Time to improvise.

She throws on a harness, snaps a winch line onto it.

CLAIRE
BRING ME DOWN AS FAR AS YOU CAN.

AGENT BLAVATSKY
Dammit, Claire, I can't cover you!

She grabs an artillery bag, glares at him and AND SLIDES OUT OF THE CHOPPER. Blavatsky slams the controls and curses.

EXT. CHOPPER - SAME MOMENT

Blavatsky covers her with his guns as he banks dangerously close to enemy fire. The closest he can get to Stiles' body is a hundred feet. Claire lowers herself on the winch. Still high above the ground, she unsnaps the harness and leaps to --

EXT. CRATER EDGE - SAME MOMENT

100' from Stiles, Claire lands on crumbling rock and starts SLIDING OFF THE OUTSIDE EDGE.

At the last second she grabs a hanging root and saves herself, dangling over a deadly drop.

A SNEERING DEMON WEARING TWO TELESCOPIC EYEPIECES peeks over the edge, whirrs his eyepiece, points a gun at her head.

SNEERING DEMON
Now I see you.

Claire WHIPS TWO CROSS NUN-CHUCKS through his eyepieces into his eyes. The demon shrieks and falls back into the crater.

CLAIRE
Now you don't.

She pulls herself up WHEN A DEMON BLASTS HER IN BOTH LEGS. She collapses, draws her gun and ICES THE DEMON. Now-- A LINE OF DEMONS CRAWL OVER THE RIM NEAR HER. She crawls behind a rock to hide as the demons start BLASTING the choppers.

EXT. SKY ABOVE CRATER - SAME MOMENT

BOOM! ANOTHER CHOPPER is hit and CRASHES INTO THE FOREST.

INT. BLAVATSKY'S CHOPPER - SAME MOMENT

AGENT BLAVATSKY ON HEADSET
 Abort for repairs. Regroup and
 mount another attack. Let's move!

EXT. BATTALION OF CHOPPERS - SAME MOMENT

The choppers retreat through a strangely darkening sky.
 HYPER-ZOOM (CGI) STRAIGHT UP TO--

EXT. DARKENING SKY MILES ABOVE CRATER - SAME MOMENT

OUR ZOOM STOPS ON A DIME to see the falling Box carrying
 the BLACK STORM with it as lightning and thunder fills the
 sky. It WHOOSHES past us with Zyk close behind, his claw
 extended towards it. ZYK CLOSES IN, LIGHTNING BLASTING
 AROUND HIM.

EXT. RIM OF CRATER - SAME MOMENT

THE DEMON WARRIORS see the choppers retreating and unleash
 a GHASTLY VICTORY CRY. PANDEMONIUM ECHOES EERILY THROUGH
 THE CRATER as the storm begins to rise.

FOUR CHEERING DEMONS climb out of the crater and find
 Stiles staring at them woozily. Demon One sniffs him, licks
 Stiles' head and grins.

DEMON ONE
 Rule #1. Always eat the enemy.

This wakes Stiles up. He COLD-COCKS Demon Two, who falls
 backwards screaming into the lava. Suddenly snapping out of
 it, Stiles jumps to his feet to take them on.

STILES
 Eat this.

He punches and kicks two demons into the crater, but SIX
 MORE DEMONS GRAB HIM and lift him over their heads,
 cackling.

DEMON ONE
 Let's make some human soup!

Chanting "Human soup!", the three pick him up as Stiles
 struggles, but there are too many of them.

ON CLAIRE - She peeks over the rock to see what's going on.

HER POV - Stiles is kicking and struggling as the demons try to hold onto his arms and legs to swing him into the crater.

CLAIRE - She grabs the artillery bag but misjudges and the bag slides down the edge. She grabs the bottom of the bag AND ALL HER WEAPONS AND AMMO FALL OUT INTO THE MOUNTAINOUS ABYSS.

She watches them fall, breathing hard, eyes wide. NO WEAPONS! In a panic. Feels her pockets. Nothing. Checks the empty bag. Nothing. Wait...something in a side pocket..she pulls out...

KOTO'S PROTOTYPE DISC

Looking sleek and ominous, labeled "MEDUSA DISC".

BACK TO SCENE

She sees the chanting demons swinging Stiles by the arms and legs, about to toss him into the lava. She presses the disc's ON button. Red lights blink around it and nozzles shoot out the sides. A readout blinks "ARMED". She grabs the disc firmly, aims, AND THROWS IT. FOLLOW IT SAILING INTO THE VAST CRATER LIKE A FRISBEE FROM HELL...

INT. CRATER - THAT MOMENT

The Disc hits the center of the lava. A beat. Then the lava starts bubbling...and churning...A VORTEX FORMS, GROWING MORE POWERFUL, ITS BUBBLES BURSTING AND RELEASING EERIE FINGERS OF THICK PURPLE GAS UP THE CRATER WALLS...

THE THICK GAS RISES LIKE A MIST THROUGH THE HUNDREDS OF DEMONS SCALING THE CRATER WALLS...ONE BY ONE THEY SHRIEK AS THE GAS "FREEZES" THEM INTO STONE, MELDING THEM LIKE STATUES INTO THE CRATER WALLS.

EXT. CRATER'S EDGE - STILES SWUNG BY SIX DEMONS

LIGHTNING FLASHES AND THUNDER CRACKS ABOVE THEM. AN INSTANT BEFORE HE'S CHUCKED OVER THE SIDE, THE GAS HITS THEM AND THEY HARDEN INTO GHASTLY DEMON GARGOYLES.

Stiles yelps, thinking he's had it, then pauses, looks down, waves his hand in front of their stone faces.

STILES

Damn.

ON CLAIRE crawling towards him.

CLAIRE

Stiles! Are you all right?

LIGHTNING CRACKS, illuminating her eerily in the purple mist. He jumps down off the frozen demons, staggers over to her, sits down next to her against a rock. They're both exhausted.

STILES

Damn. Forgot my candy.

CLAIRE

Far right vest pocket. Under your Dad's photo.

Finds them there. Impressed. Has a mouthful.

STILES

You saved my ass from the frying pan, girl.

He sees her wounds, rips his shirt and ties her legs, stops and suddenly plants a full-lipped, feeling kiss on her. She pulls away, stunned.

STILES

We did it, Agent Padulla. The invasion is history.

She smiles...

CLAIRE

So are you.

...and PUNCHES STILES IN THE FACE.

LIGHTNING SEARS THE SCREEN! WE ARE NOW--

HIGH ABOVE THE CRATER - IN THE THUNDERSTORM - SAME MOMENT

Pulsing with evil, the box falls through the toroidal storm whirling around it, towards the forest next to the crater.

ON ZYK - Diving down, he closes in on the box...almost has it...he stretches and...

CLOSE - HIS CLAW SNATCHES THE BOX - HE'S GOT IT!

ON ZYK - HOLDING THE BOX tightly, he soars WITH HIS WEBBING TOWARDS THE CRATER.

ZYK
 (to the Box)
 This time I'll bury you where you
 belong...in hell.

STORM OVER VOLCANO - Zyk rockets through the scythes of lightning and flies over the crater.

ON CRATER'S EDGE - CLAIRE AND STILES - SAME MOMENT

The storm is raging around Stiles, knocked to the ground by Claire and rubbing his jaw. She kicks him.

CLAIRE
 Don't ever touch me again!

Suddenly the wind blows her into his arms and they roll together across the rim, finally holding onto a rock. Holding each other for protection, they peek up at the crazy storm.

STILES
 What the hell?!

ON ZYK - Holding the box tightly, he winds up to throw it down into the vortex of lava, when-- A SPIRE OF PURPLE GAS HITS HIM! HE GAGS AS HIS FACE, HIS LIMBS, HIS WEBBING START TO FREEZE!

ON THE BOX - FALLING OF OUT HIS HAND, IT PLUMMETS INTO THE CENTER OF THE BUBBLING WHIRLPOOL. AS IT DOES, THE BOX PULLS THE ENTIRE STORM IN WITH IT, SUCKING IT DOWN LIKE A FIERY TOILET FLUSH FROM HELL. WE HEAR SATAN IN SUPERNATURAL AGONY:

SATAN V.O.
 NOOOOOOO!

ON ZYK - TURNING TO STONE, HE DROPS INTO THE CRATER AND VANISHES INTO THE BLACK CYCLONE.

INTERCUT STILES AND CLAIRE huddled behind the rock.

A SONIC BOOM SHAKES THE SCREEN AS THE STORM SPIRALS INTO THE LAVA AND VANISHES INTO HELL. THE VORTEX QUIETS AS...

ABOVE...BEAUTIFULLY, THE SKY HAS BEEN RIPPED FREE OF BLACKNESS AND IS AGAIN A CRYSTAL CLEAR BLUE SKY.

STILES AND CLAIRE HUDDLED TOGETHER - The storm gone, they look up in amazement. But don't move. And hold each other longer than they need to. He looks into her eyes.

STILES

Something just happened.

CLAIRE

I know... I think Zyk finally did something good.

STILES

I didn't mean something happened to him. I meant to us.

CLAIRE

I know.

She looks in his eyes. They are about to kiss...but at the last lingering second...just as their lips are about to touch...THEY BOTH SIMULTANEOUSLY SNAP OUT OF IT.

STILES AND CLAIRE

Naaahhh...

...And hear a delicate CLINKING sound. They listen.

CLAIRE

What's that?

Follow the sound to the crater, look over the edge & see --

A PARTIALLY FROZEN ZYK - HANGING BY HIS CLOTHES FROM THE CLAWS OF A DEMON FROZEN INTO THE CRATER wall. HIS AMULET IS CLINKING AGAINST THE STONE DEMON.

CLAIRE

Stiles, it's Zyk!

DISSOLVE TO:

EXT. CRATER'S EDGE - MINUTES LATER

The crater is a hubbub of activity. A chopper hovers hanging down a winch. Stiles and Claire are hauling up Zyk onto the crater's edge. Behind them agents and equipment

are sealing the volcano, building a vast Holy Water tank in the crater.

ON STILES AND CLAIRE LEANING OVER ZYK'S BODY - Zyk's head, torso and claws have turned to stone, but other parts have not. She listens for a heart beat.

STILES

Demons don't have hearts.

CLAIRE

But he's half human. Look!

She points at his cracked stone finger, revealing under it, not a claw, BUT A HUMAN FINGER...THE FINGER TWITCHING...

CLAIRE

He's alive!

STILES

Let me see that...

Stiles looks at the finger, then takes a rock and starts slamming it against Zyk's stone face. She stops him.

CLAIRE

What are you doing?!

STILES

Grab a rock!

Zyk's stone face cracks, revealing human flesh beneath. She excitedly grabs a rock and helps him crumble the mask of stone covering Zyk-- NOW TRANSFORMED INTO A HUMAN BEING.

THE SATANIC PRISON TATTOOS, COVERING HIS CHEST, SHOULDERS AND ARMS, supernaturally "lift" from his now-human flesh like swarms of black moths and eerily fly away.

Stiles puts his ear to Zyk's chest.

STILES

You're right. He has a heart.

Claire's eyes well up with tears and she crosses herself.

CLAIRE

A miracle.

STILES

The Medusa gas only kills demons.
So it must've killed just his
demon half.

(to Zyk)

Zyk! Wake up!

Zyk's eyes flutter open, focus groggily on Stiles and Claire.

STILES

Sorry, man. We were kinda hopin'
you made it to...you know.

ZYK

I did make it. I saw her. We held
each other.

He sits up, looks up at them with clear, human eyes, with a gentleness they haven't seen in him before.

ZYK (CONT'D)

I had a choice. I knew they'd be
back. And that I could help.

(beat)

And that she'd wait for me.

STILES

Like I said, sometimes it's a long
ride home.

INT. THE NATIVE AMERICAN CASINO - DAY

CLOSE ON A NEWSPAPER MACHINE WITH HEADLINE:

FREAK STORM GOOSES VOLCANO
Feds Reinforce Mt. St. Helens

PAN TO SLOT MACHINE COMING UP "7-7-7" - JACKPOT!

PULL BACK to reveal Gertie filling her pockets with silver dollars. She screams above:

GERTIE

There is a God!

INT. SPIRITUAL SECURITY AGENCY - LATER - DAY

A vast international assembly has gathered for a ceremony of honor, like the ceremony at the end of STAR WARS. Blavatsky, now in charge, bestows medals on a wounded

Claire, Stiles and Zyk, all dressed in formal S.S.A. uniforms--INCLUDING ZYK.

BLAVATSKY

For your courage and valor in the war against evil, Agents Padulla and Stiles, I award you the Brightwater Medal for Heroism.

Agent Vajrana pins the medals on them.

BLAVATSKY

And to you, Lord Zyk of Asimoth, for risking your life to find and contain Satan, we award you our highest honor, the S.S.A. Peace Prize, for saving all mankind.

Vajrana gives Zyk his medal. Claire, Stiles and Zyk smile at each other and turn to face the assembly, who rise in thunderous applause for the three heroes.

DISSOLVE TO:

EXT. MOUNT ST. HELENS - RAINING - NIGHT

The construction site is closed for the night. Razor wire rings the crater. MINERVA THE BAT SWOOPS THROUGH THE RAIN AND INTO CRATER.

INT. CRATER - SAME MOMENT

Minerva perches on the claw of a STONE DEMON EMBEDDED IN THE CRATER WALL. HIS stone CLAWS are EXTENDED TOWARDS US, LIKE THE GARGOYLE IN THE first SHOT OF THE MOVIE. She shakes the rain off and PURRS.

Suddenly-- THE DEMON'S STONE EYES CRACK OPEN!

MINERVA SHRIEKS, SOARS RIGHT AT CAMERA AND FLIES O.S.

MOVE IN ON THE DEMON'S EYES GLOWING RED, BURNING BLINDING RED HOLES INTO THE FILM ITSELF...ENGULFING THE ENTIRE SCREEN WHICH BURSTS INTO A SHEET OF FLAMES.

WE HEAR DEMONS CACKLING WITH LAUGHTer AS CREDITS ROLL OVER THE FLAMING SCREEN, AND WE...

FADE OUT.