

THE PRISONER

PILOT EPISODE: THE EDGE OF WITHIN

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1. INT. CAR ENGINE

Inside the engine. Black valve lifters, cross-bone pistons, manifold fire, blue smoke spooling off hot steel. The powerful roar of a v-8 winding out, blowing blue flame.

Fire cross-fades into the grillwork of a late-modeled black american car.

2. EXT. STREET - NIGHT

From close ahead THE CAMERA LEADS the car pulling slowly away and rising up to hood level. The shining metal and windshield reflect the sky. THE CAMERA STARTS A SLOW ZOOM toward the silhouette of the driver. It STEP-ZOOMS to metallic clangs like giant anvils being beaten in the emptiness of the moon.

CUT TO:

3. EXT. TOY STORE - NIGHT

Christmas carols mew through tinny speakers along the storefront.

R. SMITH, a dark-haired man in his mid-thirties, wearing a black wool overcoat comes out of the store with a shopping bag full of toys.

With animal instinct, his attention is called to something off-screen.

4. SMITH'S POV

The black car comes toward him from the far end of the street. The roar of its engine rising into range.

5. INT. CAR - NIGHT

From the back seat THE CAMERA MOVES in a slow elipse around the driver's head revealing his face.

It is the face we've just seen in the street --- the face of R. Smith. His eyes are clear and blue like polar ice.

6. EXT. TOY STORE - NIGHT

Smith watches a second as the death car bears down on him.

Reflexively, his clear eyes dart about for escape routes.

7. VARIOUS ANGLES

IN QUICK CUTS the faces of hunter and hunted flash across the screen. They are the same man.

8. EXT. TOY STORE - NIGHT

At the last second, Smith heaves the bag of toys and dives out of the car's way as it slams head on into a wall.

A rain of windshield glass like ice crystals shoot forward in slow motion.

9. ANOTHER ANGLE

R. Smith is already on his feet adrenal-jolted into high gear.

From under his coat, he draws his gun and cautiously but quickly advances toward the crash.

10. ANOTHER ANGLE

The front half of the black car is crumpled. Steam and oil spew from the wreck.

The scuffling of feet on the pavement, the sound of heavy breathing, and the maddeningly unperturbed Christmas Carols still play through the tinkling glass and hissing steam. A toy car rolls the last few inches across the pavement and comes to a stop against the curb.

Cautiously R. Smith approaches and opens the "driver's" door, his nine-millimeter at the ready.

Shock shoots through him when a crash test dummy falls lifelessly to the pavement at his feet.

He steps back, unnerved by the strange cloth and fiberglass corpse that had tried to kill him.

Flames now begin to lick from under the car. R. Smith continues to back away.

As the fire engulfs the wreckage, it explodes live napalm -- death bred to cling.

R. Smith ducks and shields his face with his hands when he looks up at the fireball raging in the street and is stunned to see emerging from the fire, engulfed in flames, the crash test dummy.

CUT TO:

11. INT. BEDROOM - C.U. SMITH'S FACE - DAY

His eyes pop open.

12. SMITH'S POV

Seven year old SEAN pushes the toy car up his father's chest toward his face.

Smith grabs it up in the moment he awakens, then relaxes and smiles at his son, breathing hard.

R. SMITH

Sean.

SEAN

Daddy.

13. INT. CONFERENCE ROOM - DAY

At the end of a long table sits a black man in a dark blue suit with gold cufflinks, PAYTON.

PAYTON

What's the problem?

Smith stands at the other end of the table. He throws his security badge down.

SMITH

I quit.

There is a long silence.

PAYTON

Quit.

SMITH

Resign.

Payton cocks his head and looks at Smith from an angle. He holds up his hand.

PAYTON

Your hand can't "resign"
from your arm. Sit down.

Smith sits.

SMITH

I can't do what they're asking
me to do. I'm not a killer.

PAYTON

You've killed before.

SMITH

In self defense.

THE CAMERA RISES to the ceiling and MOVES TOWARD a lighting fixture.

PAYTON

(O.S.)

When you strap on a gun and
step out into the street,
you're going out there to
kill in self-defense. You're
not going out to die ...
You're going out to kill in
self-defense.

14. ANOTHER ANGLE

THE CAMERA MOVES into the lighting fixture. A dying moth, gigantic in the foreground, kicks its legs in the death throws. The sound of its wing beats is magnified to horrific amplitude while beyond it, the two fluorescent tubes stretch into a murderously bright infinity.

PAYTON

(O.S.)

That's non-aggressive violence,
isn't it?

15. ANOTHER ANGLE

Smith has been staring up at the light. He looks down at Payton.

SMITH
I can't hear you anymore,
Payton.

He stands up, shakes his head and turns to leave.

PAYTON
Where are you going?

SMITH
I'm gonna find somebody to
love.

Smith grasps the doorknob. The door is locked. He slowly turns to face Payton.

PAYTON
You can get in, but you can't
get out.

SMITH
You can't keep the door locked
forever.

PAYTON
Who got to you?

Smith kicks the door. It doesn't budge. He turns, grabs one of the heavy chairs from the conference table and smashes it into the door. The chair splinters.

Payton is on his feet.

PAYTON
Who got to you?

SMITH
No one. I just want to quit.

PAYTON
We don't believe you. We know
you better than you know your-
self. I've read your psycho-
logical profile. I've memorized
it chapter and verse. It's like
a psychic fingerprint. It tells
you alot about a person.

Smith reaches into his inside pocket, takes out a vinyl pen holder and removes from it a slender silver pick -- a burglar's tool. He deftly picks the lock in about three seconds, opens the door, casts a cocky look at Payton and starts out.

16. INT. HALLWAY - DAY

Adler is a tall man with a cold, chiseled countenance. He steps directly into Smith's path as he exits the conference room.

Smith relaxes his defenses half-way.

ADLER

What's wrong? What was all that racket in there?

Payton steps into the doorway behind Smith.

PAYTON

That w. Smith cracking up.

SMITH

That was the sound of our relationship splintering, Adler. I quit. No more cloak and dagger. I want a real life.

PAYTON

It's operation six. He doesn't want to do it.

ADLER

If that's your decision. Well ... I think you should talk to the Old Man, first.

PAYTON

He's gonna have to pay for that chair and the ...

ADLER

Back off, Payton.
(to Smith)
Take a walk with me.

17. INT. BASEMENT HALLWAY - DAY

A HAND-HELD CAMERA LEADS/FOLLOWS the two men as they walk down this hallway deep inside the building.

ADLER

What's the problem?

SMITH

I've been having bad dreams lately. At least, I think they're dreams ...

ADLER

The twist to crucifix wakes
fire to speak.

Smith looks at him oddly.

SMITH

What?

Adler shakes his head.

ADLER

I'm sorry I've been suffering
a speech disorder lately. I
meant to say: "It's just a
little farther.

SMITH

Maybe you should quit.

ADLER

I wish I could.

Just then they pass a glass wall. Smith is shocked.
He catches a glimpse of what appears to be his son, Sean.
Someone leads the boy into a room and closes the door.

Smith becomes agitated. Anxiety shoots through him.

SMITH

Hey what ... that's Sean.
What the hell are you doing?
What's he doing here?

Smith looks up and down the hall. There's no door
into the glass room.

ADLER

Well, if you're quitting,
someone's going to have to
take care of the boy.

He grabs Adler by the collar and slams him up against
the wall, leering into his face, but Adler remains
impassive. He makes no effort to defend himself.

ADLER

The Old Man is waiting.

18. INT. OFFICE - DAY

The "Old Man" has long greying hair but there is a power

and intensity behind his eyes which marks him unequivocally as the director of this group.

He sits at his desk while Smith and Adler stand facing him.

SMITH

You have no right to hold my son.

OLD MAN

I do what I have to do. And so will you.

ADLER

You are our top operative, Smith.

OLD MAN

You're going to do this. It's your job.

Smith turns to storm out but realizes he can't go.

OLD MAN

This man you're going to kill is very dangerous and very evil. He is the enemy. You should have no qualms about it. It's all in here.

He slides a dossier across the desk.

ADLER

Do this for old times.

OLD MAN

Do this for the future. We'll take care of you and your son. You'll be free.

SMITH

I am free.

OLD MAN

Watch this tape then make up your mind.

He slides a video tape to Smith.

ADLER

Yes, make up your own mind.

SMITH

He just said that.

OLD MAN

This meeting is over. Just do it.

19. C.U. ON STACK OF PHOTOGRAPHS

Black and white eight-by-ten's as Smith sorts through them. They are grainy blow-ups of a rather obscure figure. In none of the photographs is the man clearly visible.

20. ANGLE ON AIR CONDITIONING VENT

The constant whisper of air through the grating. A black ribbon tied to the grating floats on the air currents.

A strange sound begins from below.

21. ANOTHER ANGLE

From a high angle directly above, we look down on Smith as he sits before the flickering cobalt-glow of a television screen.

It's as though the walls were watching him as he watches the tape.

22. ANGLE ON SMITH'S FACE

THE CAMERA CREEPS STEADILY IN while the peculiar sounds emit from the television and the light flickers on his face.

The sound is like distorted pigeon coos and muffled human speech.

23. ANGLE ON MONITOR

On the monitor screen a legend appears:

"The following instructions will lead you to subject: 1. Concentrate on the light."

A blue light appears in the center of the screen.

"2. Relax."

"3. Go where you are going."

The sound changes to a low hum. The sound and light have a hypnotic effect on Smith who relaxes and does as instructed: He goes where he is going.

24. ANGLE ON MONITOR

On the monitor screen, THE CAMERA now moves rapidly down computer generated streets. It's a three-dimensional map of a city. The lacking-in-detail forms correspond to actual buildings, subways, street corners, etc.

The hypothetical video CAMERA MOVES into a building, up a lift and out the door, into a room where a flurry of mysterious subliminal images flicker across the screen.

25. ANOTHER ANGLE

THE CAMERA, like some unseen companion draws closer to Smith's face so that the colors from the video screen can be seen flickering in his eyes.

26. SMITH'S POV

THE CAMERA creeps closer to the video screen as it seems to draw the viewer's senses into it.

The replay of the map runs, now, at an ever accelerating rate with intensified colors and more subliminal built-in triggers -- a face, a breast, an abstract symbol, crash-test dummies, more map. As THE CAMERA MOVES into the grain of the monitor, we

DISSOLVE TO:

27. EXT. AIRPORT - DAY

Smith disembarks from an old DC-3, "Transglobal Aviation" emblazoned on the side. He carries a black Haliburton briefcase.

CUT TO:

28. INT. TAXI CAB - DAY

Smith sits back in the cab looking out the window.

29. SMITH'S POV

Looking up at the buildings as they pass by, the exaggerated angles match corresponding shots seen earlier on the video monitor.

30. INT. SUBWAY CAR - DAY

Not a real subway car - a computer generated interior.² The doors slide open and the CAMERA POV glides out and into the station.

Reality bleeds through as people and concrete and steel dissolve through the computer version of the station.

Smith makes his way up the crowded escalator.

31. EXT. STREET - DAY

With the fixed-gaze of a man on a mission, Smith rounds a corner onto a narrow street.

32. SMITH'S POV

The converging rows of buildings intercut with the corresponding computer generated model he viewed earlier.

33. ANOTHER ANGLE

He comes to a building, oddly non-descript and immensely tall -- a gleaming tower thrust against the sky.

34. INT. BUILDING - DAY

R. Smith crosses quickly to the elevator.

35. INT. ELEVATOR - DAY

Smith presses the button for the thirty-sixth floor.

36. ANGLE ON INDICATOR LIGHTS

The floors click off in rapid succession stopping at thirty-five.

37. ANOTHER ANGLE

Smith presses thirty-six again and again but the elevator refuses to budge. The doors won't open.

38. INT. ELEVATOR SHAFT

From above we look down on the elevator as Smith removes the steel hatch and climbs onto the top of the elevator.

39. ANOTHER ANGLE

Hand over hand he climbs the cable to the thirty-sixth floor.

He swings himself over to the ledge of the elevator door. He reaches up and flips a lever in the upper right hand corner of the door and pries the door open.

40. INT. HALLWAY

He hears distant music - clean, brittle notes on a piano.

He takes from his coat a pistol and goes where he is going -- toward the music.

41. ANOTHER ANGLE

At the end of the hall a door stands slightly ajar. He pushes it open.

42. ANOTHER ANGLE

Silently he enters. It is a large room with tall windows and a shining wooden floor. In the middle of the room a MAN sits, leaning an elbow on the music stand of a grand piano, playing with one hand.

43. INT. ROOM - DAY

Smith takes slow and deliberate aim, his finger tightening

on the trigger when suddenly the man turns and stares right into his eyes. There is no sign of fear.

MAN

I was expecting ... Oh my God.
I know you.

It is the moment of recognition not the leveled gun that causes the Man to blanch.

Smith lowers his weapon a few degrees, assessing.

SMITH

Nice try.

The man stands up, stares at the would-be assassin. Tears fill his eyes.

MAN

God. They've got you, too.
I'm so sorry.

Smith takes aim again.

MAN

(stronger)

If you kill me, you will be their slave. If you don't, you will be their prisoner as I have been these past twenty years.

SMITH

I'm about to set you free.

The man holds one finger up by his face.

MAN

Is blood ...

He moves his finger rapidly across his face to the other side. There is some deprogramming technique involved here.

MAN

... Thicker than Psychwar?

Smith blinks and refocuses his eyes.

SMITH

Blood?

MAN

Do you know who I am?

SMITH

The enemy.

MAN

I am your father.

Smith's concentration is broken and he loosens his grip on the weapon to a barely perceptive degree.

SMITH

I have no father.

MAN

You were born in St. Petersburg. Your mother's name was Nancy. She had the most beautiful green eyes. When you were six you stepped on a nail and it pierced your foot. No doubt, you still have the scar. When you were eight our house burned down while I was away. When you were nine I dissappeared ... and you never saw me again ... until now, son.

He opens his hands as if to receive Smith, an odd expression of expectation and doubt in his face.

SMITH

It's a trick.

MAN

It's the truth.

SMITH

You're lying!

MAN

They are the one's who lie. They didn't tell you, did they? They sent you to kill me. I am your father. They are the enemy. They've invaded your mind. They programmed you -- with images, words, powers. You must be very good. They only force the best to go where they are going.

The Man smiles.

Smith looks confused and distraught as the Psych-program spell is broken.

SMITH

How did you know that? It doesn't make sense. You're just trying to ... save your life.

MAN

My life is not the issue. Your obedience is. They can take my life anytime they want. I am a Prisoner!

SMITH

There aren't any bars on the windows. The prison is your mind!

The Man, sadly standing on the far side of the gulf of incomprehension, shakes his head no, no.

MAN

(softly)

Go ahead, then, kill me.

He smiles and in his smile is such sorrow and courage that Smith begins to disintegrate emotionally. He lets his arm fall limply to his side and walks to the door. The gun slips from his fingers and falls. He looks back at the Man and exits, unknown to himself, into the prison that awaits.

44. EXT. STREET - TWILIGHT

Smith runs out of the building and along the street. It's the same street as before but everything is changed now, radically. An unearthly twilight has fallen.

The street is eerily deserted. All is seen through a slightly wide-angle lens -- distorted subtly. A blue-grey light suffuses the air.

It is as though the thin veneer of normalcy had been stripped from this place revealing the city that was beneath the city -- The reality within the illusion.

The streets and buildings are laid out as before but there is a different spirit to the place, as if the world has shifted a few degrees further on its axis.

A strange wind blows papers down the empty street. Their scraping is unnaturally loud. Comingled with the wind are distant voices, a wailing -- or is it only the wind?

Smith looks up as he moves rapidly along. The sky is blotted out by a thick canopy of roiling clouds. An alluring beauty suffuses the air, yet ominous in its strangeness.

THE CAMERA leads him as he runs trying to retrace his route. To Smith's astonishment, a huge ball, Rover X, rolls into the intersection ahead of him. It moves to block his path as if a conscious being. It won't let him around it. He goes the other way.

Fear has overtaken him. Has his rational mind shattered? Are these distortions objective realities or delusions?

45 INT. SUBWAY - DAY

The subway station through whence he came is now utterly deserted. The graffiti has been replaced by an orderly array of symbols. The most prominent among them is a pennyfarthing (a big victorian bicycle).

He runs to the map of the subway. Above it in six inch black letters: INIS. It is then, through his heavy breathing, that he first notices a soft, but impersonal voice coming over the public address system.

VOICE
(V.O.)

The Zodiac wishes to remind
you ... Trust the Screws,
they care.

The message is repeated in German, Spanish, Hebrew, Japanese, etc. Behind it, secular Christmas songs blare from tinny speakers.

46. ANOTHER ANGLE

A HAND-HELD CAMERA leads Smith as he races up a flight of stairs to the street.

47. EXT. STREET - NIGHT

He bursts into the upper world like a submarine surfacing. The air is filled with the throb of a powerful engine. He looks up at the cloud canopy overhead. From beyond it some great craft is moving, unseen except for the cyclopiian light that tries to burn through the cloud cover.

THE CAMERA MOVES in on his face as the weight of the sky

presses down on him and the cloud-muffled throb of engines grows louder.

48. EXT. ROOFTOP - NIGHT

Out of the overhanging mist, a chopper descends onto a rooftop helipad.

49. EXT. FIRE ESCAPE - NIGHT

Smith clambers up the last section of a fire escape.

He sees a rusty piece of angle iron hanging from the side of the building. He yanks it and breaks it free from the crumbling .. ar.

50. EXT ROOFTOP - NIGHT

While the blades are still turning, a man in a black jumpsuit exits the chopper and goes into a rooftop door.

51. INT. CHOPPER - NIGHT

The PILOT is just shutting his systems down when, suddenly, the door swings open and Smith jumps in wielding a rusty piece of angle iron.

PILOT

Get the hell outta here!

SMITH

Up! Now!

The Pilot throws the door open and starts to flee. Raising the iron to strike, Smith grips the Pilot's jacket and pulls him back. Desperate rage and cold steel are convincing.

The Pilot fumbles for the controls and the chopper lurches into the air.

SMITH

Fly west.

52. EXT. ROOFTOP - NIGHT

The chopper crawls back into the cloud canopy.

DISSOLVE TO:

53. INT. HELICOPTER - NIGHT

From high altitude we see the lights of the city beneath the obscuring cloud cover. It stretches on into the black curve of infinity.

DISSOLVE TO:

54. ANOTHER ANGLE - LATER

The city, like a constellation fallen to earth, passes below them, vast and surreal.

55. C.U. COMPASS

IN CLOSE-UP THE CAMERA PANS the instrument panel. The compass heading is due west. The fuel gauge moves slightly downward. The chronometer clicks off at high speed.

PILOT
(O.S.)

You're gonna get in trouble
for this. You're gonna lose
credits, if you got any.

SMITH
Where the hell are we?

PILOT
We're in the air! Four hours!
I can't go on forever!

SMITH
Keep flying!

DISSOLVE TO:

56. ANOTHER ANGLE - LATER

Passing below, still more of the endless city, from verdant splendor -- back again to topographic oceans of concrete, gleaming spires, magellanic clouds of stars which dust the velvet blackness. A SERIES OF DISSOLVES.

The steady throb of the engine now falters.

19

PILOT

That's it. Outta gas! We're
going down!

END OF ACT I

ACT II

57. EXT. STREET - NIGHT

The chopper gyro-planes to earth, its powerless rotors slowly hacking the air with a rhythmic whoosh. It lands with a jolt.

Smith jumps out of the chopper and runs.

Here, on the streets there are people, but no cars. Along the sidewalk fires burn in oil drums.

He quickly blends with the crowd, his eyes darting wildly about in this wilderness of strangers.

58. INT. DATA-POL CRUISER - NIGHT

Clad in heavy black canvas and leather protective gear adorned with utility belts, buckles, zippers, ammunition, radios, gas masks, the Screws, as these enforcers are known, cruise the streets maintaining order and implementing the will of the Zodiac.

A computer monitor is situated between the two black clad figures. One Screw drives while the other, a cruel-looking man named PENTANGLE, spot-checks the pedestrian traffic with an EM Probe.

NOTE: The Probe is a sensor, which when aimed at an individual, electro-magnetically reads the person's serial number. A central information data file is automatically accessed and the information appears on a data screen.

Pentangle takes aim at a man carrying an umbrella and wearing a baseball cap. An electronic signal indicates contact and the computer springs to life.

59. ANGLE ON MONITOR

The man with the umbrella appears on the screen, his image transforming into a solarized, multi-colored thermalgraphic picture as his serial number prints out over it: 04440157.

Pentangle hits a key on the console and immediately the subject's name and complete history appears -- weight, height, race, birthplace, blood type, tissue type, medical background, personal history, etc.

PENTANGLE

Let's walk around inside
this guy.

While still scanning this individual, Pentangle hits another key and his "X-Plorer IIe" computer goes into "X-Ploratory" mode: A computer generated picture of the skull appears on the screen.'

Pentangle hits keys causing the view to rotate. By the movement of a small joystick, the Screws can explore the subject's body, the bones, the esophagus, his body cavities, etc.

PENTANGLE

Hey, look at that. Lung can r.
Early stages.

DRIVER

Should we tell him?

PENTANGLE

No.

They laugh and keep moving. Their probe randomly finds the next subject. This one a beautiful girl in a short skirt. The implications are frightening.

60. EXT. STREET - NIGHT

Smith moves along, weaving through the people in the street. Though tired, he is running on the adrenaline of a trapped animal looking for a way out.

He comes upon a man lying on the sidewalk, not a bum, but one dressed like the others. He stops. Obviously no one is going to help the man.

SMITH

Are you okay? Can you get up?
Here, give me your hand, I'll
help you.

He grasps the man's hand and starts to help him to his feet. A cake tin the man is holding drops to the ground. With a crash, thousands of ball bearings fly off in all directions.

The flow of the pedestrian traffic is disrupted.

61. INT. DATA-POL CRUISER - NIGHT

The Screws focus their attention and their EM Probe on Smith.

62. ANGLE ON MONITOR

Smith's image goes thermal and his number prints out.

DRIVER

God! Look at that!

The Driver bangs the machine with the side of his fist. Instead of a number appearing, the words, "Bolter-Attack and Retrieve" comes on the screen, with the zodiac symbol beneath it.

PENTANGLE

Let's go!

63. EXT. STREET - NIGHT

THE CAMERA LEADS/FOLLOWS the Screws as they snap on their gas masks and make their way toward Smith.

At the last minute, he realizes what's happening and turns to run. Too late.

Pentangle raises a Knock-U-Out canister the size of a small fire extinguisher and fires a gaseous blast -- so potent that Smith and a half-dozen others are immediately knocked unconscious.

The last thing Smith sees is the monstrous face of a Screw and, then, everything goes black.

64. INT. CONSTELLATOR'S ADJUDICATION CHAMBER - NIGHT

The doors burst open and the screws shove Smith into the room. He has a hood over his head.

They struggle to push him to the center of the room. His clothes are torn as though he's put up a fight.

They yank the hood off.

THE CAMERA MOVES around him in a semi-circle as he stands in a great empty room of marble and granite adorned with the symbols of state.

A few yards away, directly in front of him, a man sits at a large marble-topped desk, behind him on the wall in ten foot high letters: INIS.

He is the CONSTELLATOR.

Smith looks around at the unfamiliar surroundings.

SMITH

Where am I?

CONSTELLATOR

You are here.

SMITH

That must mean I'm there. And who the hell are you? The Wizard of Oz?

One of the Screws slaps him in the thigh with a rubber.

Smith grimaces and lunges at the man but is yanked back by the other Screw.

CONSTELLATOR

When you came away from your father without blood on your hands, you were condemned.

SMITH

Where is he?

CONSTELLATOR

Don't worry. He's here in the near distance.

SMITH

He said ...
(realizes how true)
... we were prisoners.

CONSTELLATOR

The world is a prison.

SMITH

(defiantly)

Listen, I'm entitled to some answers. I'm not going to play your game! Are you working for the Old Man? Is he behind this?

The Constellator rises and comes around the desk.

CONSTELLATOR

You have already tried to escape once. No doubt, you will try many times. But our wall curves in upon itself.

He paces away from Smith, then turns to face him.

CONSTELLATOR

There is a way out for you, though. Tell me your secret and you'll go free -- Back to where you were before you failed.

Smith looks confused. In his eyes he is seen searching for an answer.

SMITH

I don't know what you're talking about. What secret? What do you mean? I don't know what my secret is.

The Constellator studies him.

CONSTELLATOR

In time you will - and you will tell it. And, in the meantime, you are here.

He picks up a sheaf of papers off his desk, walks up to Smith and hands it to him.

CONSTELLATOR

Take these. Read them.

Smith takes the papers and tosses them down defiantly. Mysteriously, they blow across the floor. Smith watches them then his eyes return to the Constellator.

CONSTELLATOR

There are worse places than this.

SMITH

Is that where you're from?

With a flick of his eye, the Constellator signals one of the Screws who brings a package of clothes to Smith.

CONSTELLATOR

I am the Constellator. You are Number Seven.

25

#7

(angrily)

I am not a number. I am a
free man.

CONSTELLATOR

You are Number Seven.

#7

What number are you?

CONSTELLATOR

I work for the Zodiac. My
number is classified.

Number Seven unwraps the clothes. They are different
than the ones he was wearing but they are not any sort of
uniform or obvious prison garb, just plain clothes.

CONSTELLATOR

Now, your stay here can be
very difficult, or ... it can
actually be pleasant. You're
a talented man. We want you
to come work for us. You'd be
an asset. Do special assignments.
Help maintain order.

Number Seven looks around.

#7

I don't think this kind of
"order" is something I'd willingly
help you maintain ... Now is it?

CONSTELLATOR

Little Boy Lost takes himself
so seriously. Well, then, you're
free to walk out that door ...

Number Seven turns and starts to walk away, then ...

CONSTELLATOR

... Number Seven.

The Constellator smiles enigmatically. Number Seven
continues toward the doors and exits.

65. EXT. STREET - DAY

MUSIC plays. A huge sun lamp stands on a roof. TWO WOMEN
sunbathe beneath it. High above, the ever-present canopy

of clouds blots out the sun.

THE CAMERA DESCENDS down the side of a building, coming one by one to windows that look in at the lives of prisoners, the houses of the holy.

When THE CAMERA reaches street level, Number Seven comes into view. He looks out at the street.

66. ANOTHER ANGLE

Two Screws pass in a cruiser. They aim their probe at him but drive on.

Number Seven comes to a phone. He looks around, frantically, then dials a number.

He hears the same soft, impersonal female voice he heard in the subway.

VOICE
(V.O.)

We're sorry. Your number
cannot be completed as dialed.
And remember: Tell the Screws.
They want to know.

Secular Christmas MUSIC starts to play over the receiver. He slams it down.

He walks on and, presently, comes to a bakery. A BAKER is just placing a tray of gingerbread men in the window.

Number Seven is hungry. He goes inside.

67. INT. BAKERY - DAY

Number Seven smiles at the Baker and points at the gingerbread men.

#7
I'd like one of those, please.
Uh ... two.

The Baker fetches the goods. Number Seven starts to reach for his pocket but realizes he has no money.

#7
How much are they?

BAKER
(handing them to #7)
That's two dynes.

#7
Dynes?! If that's money, I
don't have any.

The Baker shakes his head and hits a button. Number Seven's identification number flashes on a computer monitor and the words "transaction rejected - credit balance zero" appear.

The Baker grabs the gingerbread men away.

BAKER
Get outta here! You need
money for food! There's no
such thing as a free snack.

#7
They didn't give me any ...
money.

BAKER
Give you?!

#7
Well, how else am I gonna get
it?

BAKER
Get a job!

Number Seven slaps his forehead.

#7
I turned one down just this
morning.

BAKER
That was a mistake.

#7
I coulda had a whole platoon
of those gingerbread men.
(a beat)
I'm really hungry.

The Baker picks up a rolling pin.

BAKER
Get outta here!

He starts to leave.

BAKER

Hey, wait a minute.

Number Seven turns back. The Baker takes something furtively out of a drawer and slides it over to him.

BAKER

Here's a leg that broke off one of the men.

Number Seven takes it.

#7

Thanks.

BAKER

Don't say nothin' about this. Inventory's really tight.

68. EXT. STREET - DAY

Number Seven sits down on a planter box ledge. Carefully, he takes the gingerbread leg from his pocket and unwraps it.

He's about to pop it into his mouth when he hears a whining sound.

He looks down. It's a mangey little DOG begging for food.

He thinks a second, then:

#7

Get a job!

He puts the ginger bread piece into his mouth, bites off half, thinks a second, then gives the other piece to the dog.

A RAGGED MAN comes running over.

RAGGED MAN

Hey you!

The Ragged Man kicks at the dog which runs away.

RAGGED MAN

What did you do that for?

#7

He was hungry.

RAGGED MAN

Yeah, but we all gotta compete in this food chain. Besides, the Screws exterminate those pests, anyway. So your charity's gone to waste.

Number Seven jumps up, seizes the Ragged Man by the collar, slams him up against the building and screams in his face.

#7

(through gritted teeth)

You tell me something! How did you get here? What's your number?

The Ragged Man looks dumbfounded at the outburst. Number Seven slings him aside.

RAGGED MAN

Oh, I get it. New here, huh?

#7

Temporary is more like it. I'm not staying!

The Ragged Man laughs.

RAGGED MAN

Oh, that's rich! You must know The One.

#7

The One?

RAGGED MAN

The One. The One rules this place. Those old codgers on the Zodiac are just administrators.

#7

How would you know?

RAGGED MAN

Sure, I'm a gnawed old bone now but I used to be a Screw.

He starts cackling. Number Seven watches him a moment then turns in disgust and walks away.

RAGGED MAN

Hey! Where are you going?
You don't have a place to
stay, do ya? You're wearing
your new issue. Don't even
have your first gravy stain.

Number Seven turns back to face him.

RAGGED MAN

Tell you what. You come stay
at my place.

#7

Why?

RAGGED MAN

You're a proud one but you got
nothin', nobody, and no place
to stay.

#7

If you're so smart, why aren't
you rich?

RAGGED MAN

I'm honest. That's why.

#7

I don't trust you. What do
you want?

RAGGED MAN

Information. News from the
outside.

69. EXT. ALLEYWAY - NIGHT

At the end of an alleyway Number Seven and the Ragged Man
warm themselves beside a fire built within the steel rim
of an automobile wheel.

Surrounding them, casting strange shadows on the wall, are
dozens of broken statues.

The Ragged Man is cooking a rat on the end of a stick.

RAGGED MAN

I cure the skins. Sew enough
together, they make a pretty
warm scarf. You'll get used
to life on the streets.

RAGGED MAN

(cont.)

Internal exile, that's what it is.
They just dump ya in here and
you gotta take care of yourself.

He holds out his hand.

RAGGED MAN

By the way, I didn't catch
your number.

#7

Seven.

The Ragged Man whistles.

RAGGED MAN

I'm 68148946.

They shake hands.

#7

What about this ... Zodiac?
Who are they? What is it?

RAGGED MAN

Most people think it's the top,
but it's not. The One rules.
The Zodiac is just twelve men
and women who do the will of
The One. They run
this place
but they don't rule.

#7

What is "The One?"

The Ragged Man looks at him and smiles as though he alone
knows the answer to some great cosmic conundrum.

RAGGED MAN

It's the glint in a man's eye
when he's full of hate. Or in
the emptiness of a face that
has no hope. Number Two and
Number Three are parts of it's
personality.

Number Seven sits back in resignation. These literal
truths sound like riddles to the outsider.

#7

I don't know what you're talking about but I believe you. If you want the truth ask a man who has nothing to lose.

RAGGED MAN

You're alright. Sure you won't have some of this rat meat? Tastes just like veal ... well, almost.

Number Seven shakes his head.

#7

Has anyone ever gotten out of here?

RAGGED MAN

Every day.

#7

How?

RAGGED MAN

They die.

The rat bursts into flames. The Ragged Man bangs it out on the ground.

RAGGED MAN

Done!

FADE DOWN.

FADE UP:

70. EXT. ALLEYWAY - NIGHT

The fire has burned down to glowing embers.

A HAND-HELD CAMERA CREEPS up through the broken statues to find the face of Number Seven.

Suddenly, the silence fills with a low ominous growling.

Number Seven's eyes open halfway.

71. NUMBER SEVEN'S POV

He sees the shining eyes around him.

72. ANOTHER ANGLE

He remains perfectly still, frozen with fear. Quickly he glances over and sees that the Ragged Man is gone.

The forms congeal out of the darkness -- three large, snarling wolves surround him.

They are about to move in for the kill.

END OF ACT II

ACT III

73. EXT. ALLEY WAY - NIGHT

The wolves slowly circle their prey. Number Seven remains still but hyper-alert.

The lead wolf's lips curl back in a snarl and he comes forward salivating.

A new presence enters the alley. Stepping into the shadowy light, a silhouetted form. A voice speaks out almost like a little girl, a simple declaritive statement without any hint of command.

OCTOBER

Something calls to you.

The wolves glower at the figure for a moment then bound off into the night.

Number Seven sees, now, the source of the voice as she moves into the light -- a beautiful woman. She looks at him, her eyes piercing the darkness almost like the eyes of the wolves.

She moves away. He gets to his feet.

#7

Wait!

74. EXT. STREET - NIGHT

Number Seven catches up with the woman. She keeps walking and he follows her.

#7

Listen! Stop! Hold it a minute! You saved my life.

She stops and smiles.

OCTOBER

Well, maybe.

#7

How'd you do that?

OCTOBER

I don't know. Just ... something came over me. But, anyway, I've got to go.

35

#7

Well ... I ... Uh ... Thanks.

She's about to move on but he just stares at her with this incredible intensity.

OCTOBER

What is it?

#7

I just realized ... You look like someone I used to know ... On the outside.

OCTOBER

That's nice. But I've got to go.

She starts to leave again.

#7

Wait. What's your name?

OCTOBER

Name? You must be new here.

#7

I am. I don't have a job. I don't have a place to stay. Nothing.

OCTOBER

Well, you've got good bone structure.

She smiles.

75. INT. BASEMENT - NIGHT

A door opens and October and Number Seven step into the basement. A furnace sits in the middle of the room, conduits sprouting from it.

OCTOBER

You can stay here for now. There's a cot over there. But you have to be quiet. The people here are part of a literary guild.

He looks questioningly at her.

OCTOBER

Tonight we're transforming Camus'
L'Etranger.

Looking at her, even here, her beauty stirs his blood
mysteriously.

#7

Now, I don't care what your
number is, you must have a
name.

OCTOBER

It's a very private thing, a
name. I'm not sure I should
tell a stranger.

#7

You saved my life. We're
hardly strangers anymore. So,
what is it?

OCTOBER

October.

He breathes in her beauty for a moment.

#7

The month when the leaves all
bleed and dress for death.

She smiles.

OCTOBER

You're a poet.

#7

I was once.

OCTOBER

And now?

#7

I'm a prisoner. Aren't you?

OCTOBER

I don't know. I was born
here.

She climbs the stairs.

OCTOBER

Remember --- quiet.

She exits. Number Seven goes over and starts to lie back on the cot.

76. INT. DATA-POL CRUISER - NIGHT

An X-Plorer IIe monitor picks up the action of Number Seven lying down --- A multi-colored, thermalgraphic image with the number "7" above it.

THE CAMERA PANS AWAY from the monitor to the axe-like face of Pentangle.

In his hand, he holds the EM probe aimed out the car at the basement window.

77. INT. ORPHEUM - NIGHT

A vast interior -- Austere and cold. From overhead the CAMERA LOOKS DIRECTLY DOWN on the semi-circular table of the Zodiac.

Behind the table, the huge ball, ROVER X, can be seen rolling slowly around, circumscribing the room.

78. ANGLE ON CONSTELLATOR

The Constellator addresses the Zodiac.

We have not seen their faces yet and can only imagine what they look like by virtue of the fact that the Constellator has difficulty looking at them directly.

CONSTELLATOR
(nervously)

I am not ineffectual. I am pursuing a plan that will enable Number Seven to discover his secret. That is the necessary first step, isn't it?

Behind him, the huge, slow moving ball rolls past on its orbit around the room.

The Constellator looks up.

79. THE CONSTELLATOR'S POV

The sudden cut to the faces of the Zodiac is a shock. They are old and gnarled like evil haunted trees at the

edge of a swamp. One of them smiles.

ZODIAC ONE

Sometimes love isn't enough.
Sometimes you need a new pair
of shoes.

80. ANGLE ON CONSTELLATOR

A bead of sweat rolls from his temple down the side of his cheek and falls in SLOW MOTION.

81. INT. LITERARY GUILD - DAY

ANGLE ON sentences on a monitor screen. A pre-recorded voice track can be heard reading the words.

VOICE

(V.O.)

In loving her, he loved all
women. In touching her, he
touched everyone.

THE CAMERA PULLS BACK to reveal the entire page.

VOICE

(V.O.)

Don't waste it here, he
thought, in a cheap motel room
with the paint peeling off the
walls and bad art.

A hand reaches into frame to turn the page but the image freezes. Then, at fast speed, the tape runs backward, scan lines slicing the picture. The voice runs backward as well, its tone high-pitched and fluttering.

THE CAMERA CONTINUES BACK to show, first the entire monitor and then, a bank of monitors each showing a different section of a book -- each running forward or backward at different speeds, as a few Literary-Techs scan and edit.

October and Number Seven walk with Dr. Troy, a thin grey-haired man with sharp features.

They move along the bank of monitors.

DR. TROY

The transforming of texts is
part of the work of this unit.
(cont.)

DR. TROY
(cont.)

Words must be incarnated
through higher and higher
planes, through many lives in
order to reach perfection. We
are a subsidiary of the Literary
Guild. But we have a more
important purpose. Curious?

#7

Curious hardly describes it.

OCTOBER

We need you.

#7

Well, I need you, too. But
I'm leaving.

DR. TROY

How? No matter which way you
go, you come back to where you
were. The only way out is to
punch a hole in the wall.

Number Seven's interest is peaked.

#7

The wall? There's a wall
someplace? 'Cause if there is,
I'd like to see it. I'd like
to know.

DR. TROY

The wall is within us.

Number Seven is visibly dissappointed.

#7

Oh. You mean like a...

He forms an inchoate shape with his hands.

#7

(cont.)

...metaphoric wall.

DR. TROY

No. It's real. We want you to
join us. We will make a place
for you. Meanwhile, you can
stay in the basement.

Shyly, October suggests.

OCTOBER
Or you could...stay with me.

82. ANOTHER ANGLE - LATER

Seen from above, Number Seven and October leave the building and walk down the street. THE CAMERA PULLS BACK. It is Dr. Troy's POV.

He turns to a man standing by him. THE CAMERA SWEEPS AROUND to reveal the hatchet-faced Pentangle.

PENTANGLE
What's the problem? Link up with him and get his secret.

DR. TROY
We will. It's a step by step process. It can be dangerous. You don't just go crashing around inside somebody's mind.

He looks back out the window to see the two walking away.

DR. TROY
You've got to get close.

PENTANGLE
Just get it.

83. EXT. STREET - DAY

The wall of the building that backdrops the two as they walk away is covered with posters, official propaganda disseminated by the Zodiac:

"YOUR SECRET IS SAFE WITH US"

"LOVE ISN'T ENOUGH. SOMETIMES YOU NEED A NEW PAIR OF SHOES"

"GO WHERE WE ARE GOING"

"EQUALITY -- A WEDDING VOW"

"LIVE AND LEARN WITHIN TO LIVE WITHOUT"

"WHEN A LEAF FALLS, THINK OF WHAT IT WHISPERS"

Overhead, the cloud canopy shuts out the sun, but Number Seven doesn't notice. The radiance that draws his attention is walking beside him.

OCTOBER

They're psychics. Dr. Troy is leading us in an attempt to produce a unified thought powerful enough to punch through the wall ... the barrier ... so we can all escape to...

#7

The outside.

OCTOBER

I guess.

He stops and looks at her penetratingly. Who is she? She is magnetic and he is drawn to her mystery.

#7

That's right. You were born here. You've never been outside.

OCTOBER

No. Maybe its just a dream people have. Just something they hope for. But if we didn't have that to look forward to...

Suddenly his lips move toward hers. He stops himself. They both blush.

They start walking again. He stares straight ahead. Is it to her or to himself that he speaks?

#7

Let me tell you something. It's real -- the outside. Don't for a second think it's not. It's as real as ... this.

He jerks a nail out of the wall and hands it to her.

#7

It's as real as ... the most real thing you've ever ... felt.

They look deep into each other's eyes feeling the most

real thing. Then, suddenly as they near the corner, she starts to look uncomfortable.

OCTOBER

Let's cross the street.

They're about to step off the curb when someone calls out.

ZENSETTER

(O.S)

Hey. Your old friends miss you.

They turn. A couple of storefronts up, a kindly looking man -- a cross between Einstein and Edmund Gwen - stands in the doorway of a tiny little shop, The Wolf's Tooth.

ZENSETTER

Aren't you gonna say "hello"?

84. INT. WOLF'S TOOTH - DAY

Number Seven and October stand at a bar behind which Zensetter, the proprietor of this little bookstore and coffee house, pours them demitasses of espresso. Around them, one or two people browse the stacks while another group sit at a table playing "GO" and popping free jelly-beans.

ZENSETTER

You know somebody since they're a little girl and then one day they start sneaking past your bookshop. What's going on?

OCTOBER

I don't know. It was weird.
I ... I don't know.

#7

It was my fault ...
(to October)
... I hope.

He and October know what he's talking about and so does the sensitive Zensetter.

#7

These books, they're .. this
tell you about the outside.
Why isn't this place packed?

ZENSETTER
(concerned)

Oh. I didn't realize ... I should have told you. Patronizing this little shop ... It's ... It goes on your record if they find out.

#7

Oh, I get it. Reading is a form of escape, huh?

He and Zensetter smile at his joke.

OCTOBER
No Zensetter is a physic.

Number Seven looks questioningly.

Zensetter comes from around the bar to walk with them as they explore the shelves of books.

ZENSETTER
I study the plane that falls between matter and spirit.

#7

Oh, sort of an alchemist?

Zensetter laughs. He veritibly glows. There is a warmth and magnetism about him that is instantly likeable.

ZENSETTER
Yes. With the qualification that the overtones of charlatanism don't apply.
(a beat)
Tell me. Do you believe in anything?

#7

Yes.

ZENSETTER
Good. Excuse me.

Zensetter hurries off to help a customer.

THE CAMERA LEADS Number Seven around a shelf of books. He looks surprised.

85. ANOTHER ANGLE

There in front of him, life-like and bristling with power is a wolf --- stuffed.

October steps up beside him so close he can feel her breathing.

#7

They're beautiful ... I've always thought.

She touches his arm in an unexpected way. He turns toward her.

OCTOBER

I know what you feel.

#7

What?

He is drawn into the field of her power.

OCTOBER

You can tell me. I know what it's like to want someone so much ... and not be able to say it.

By degrees their lips move closer.

From his POV he sees her eyes in close-ups intercut with the eyes of the wolf. It's beautiful, not sinister, as some force enfolds the two of them and draws them together in a kiss.

DISSOLVE TO:

86. INT. OCTOBER'S ROOM - NIGHT

Melted wax runs down the side of a candle. THE CAMERA racks focus to the wall beyond where the shadows of October and Number Seven come together in an embrace.

#7

Can people really fall in love this quick? I feel...

The shadow of the woman holds a finger up to the lips of the shadow of the man.

OCTOBER

When something calls to us, we come.

As the shadow images sink down, THE CAMERA PANS to find the two of them in a deeper embrace.

87. INT. DATA-POL CRUISER - NIGHT

ANGLE ON "X-Plorer IIe" monitor screen.

The action of the two lovers lying down is displayed in a multi-colored thermal image on the computer screen.

88. ANOTHER ANGLE

Pentangle turns away from the screen and addresses the driver.

PENTANGLE

You know, they say every time
you have sex it takes a day
off of your life.

DRIVER

So, you actually are giving
yourself to someone ... in a
way.

PENTANGLE

Not me.

89. INT. LITERARY GUILD - DAY

The shot opens on a whirlpool of water.

DISSOLVE TO:

90. A WIDER ANGLE

The members of the Literary Guild stand in the shallow end of an olympic size swimming pool as Dr. Troy leads them in their morning psychic exercise.

91. A HIGH ANGLE

Seen from above the water is perfectly calm but the super-imposed whirlpool dissolves into and out of view as the psychics court down to oblivion.

Number Seven and October are opposite one another in the circle.

GROUP
(in unison)
Four, three, two, one...
One. One. One.

Silence. Then, the communion of psyches is over.

DR. TROY
Good.

Members climb out of the pool as Dr. Troy, October and Number Seven converse in the water.

DR. TROY
How do you feel?

#7
Like neptune and aqualung.

DR. TROY
We have a place for you. One
of our members passed away.
You can move into his room.
Unless, of course...

He looks at October. She and Number Seven exchange glances.

#7
I'm happy where I am.

He smiles. She nods her agreement with just the faintest blush.

OCTOBER
We are.

Dr. Troy leans forward.

DR. TROY
You know, I think we're ready...
to attempt the breakthrough
tomorrow night. What do you
think?

#7
What's wrong with tonight?

DR. TROY
Well, if you feel ...

OCTOBER
(interrupting)
Tomorrow.

Dr. Troy eyes her suspiciously.

DR. TROY
As I said, then. Tomorrow.

92. INT. OCTOBER'S ROOM - NIGHT

Number Seven crawls quietly out of bed. October is sleeping. He raises the window and climbs out onto the fire escape. Two white curtains flutter in the breeze.

93. EXT. FIRE ESCAPE - NIGHT

Through the gauze curtains, we see October. She awakens to find her lover gone.

94. EXT. ZODIAC ORPHEUM - NIGHT

Here the splendor of the administrators is manifest. Searchlights illuminate the gleaming whiteness of the Orpheum, an eclectic architectural masterwork with the elegance of Versailles and the austerity of the Reichstag.

95. INT. HALLWAY - NIGHT

LEAD BY THE CAMERA, Number Seven walks down a long hallway - chandeliers overhead.

96. ANOTHER ANGLE

He reaches the end of the hall. There, in front of him, a small door three feet high. The molding around the top of it like a lentle post is splashed with a streak of blood.

97. INT. CRAWLSPACE - NIGHT

From the other side, the small door swings open and the face of Number Seven looks in. He crawls forward several feet to the end of the space where an iron grating covers the opening.

98. INT. DOME - ANGLE ON GRATING - NIGHT

Number Seven peers through the grating into the place beyond.

99. NUMBER SEVEN'S POV

Through the iron grating we look into a vast interior.

Off in the shadowy distance, the elders of the Zodiac are visible. Their crescent-shaped table of stone encompasses a marble slab on which something small is moving. The members of the Zodiac sit watching. Some of them smoke.

100. ANGLE ON NUMBER SEVEN

He squints to make out the image more clearly.

101. NUMBER SEVEN'S POV

His field of focus moves down toward the slab -- A small baby lying on a wolf's skin holds a tiny featureless, jointed doll like a miniture crash-test dummy.

102. ANOTHER ANGLE

One of the Zodiac members suddenly raises his head, his gaze directed at the iron grate half-way up the far wall.

103. ANGLE ON GRATING

Alarm registers on the face of Number Seven. He's been discovered. Quickly, he backs away.

104. INT. HALLWAY - NIGHT

Number Seven runs back down the hallway the way he came. Suddenly, behind him, he grows aware of a presence. He looks back, keeps running. Then a distant roar, growing louder.

At the far end of the hall the huge ball from the dome room, Rover X, appears, rolling toward him with a rumble that shakes the floor. He runs for his life. It's gaining on him. There's a door at the far end of the hall. He keeps running.

In the last split-second he glances back over his shoulder as the huge sphere blots out the light and rolls over him with a shriek.

105. INT. OCTOBER'S ROOM - NIGHT

Number Seven awakens with a start. He jerks upright and gasps for breath. After a second or two he realizes that October is gone. He looks toward the open window. The curtains flutter in the wind like the empty sleeves of a ghost.

106. INT. WOLF'S TOOTH - NIGHT

In a back room behind closed doors, Zensetter and a small group of men and women meet in secret.

CONSPIRATOR

So what Burkes did is he assigned each one of these notes a numerical value...

A buzzer sounds. The men look up, startled. Zensetter gives a nod toward a secret exit.

107. INT. BOOKSHOP - NIGHT

Zensetter opens the front door. It's October. She's nervous.

ZENSETTER

What's this?

OCTOBER

I have to talk to you. Something happened.

ZENSETTER

Come in. Tell me.

He locks the door behind her. She is trembling, on the verge of tears.

OCTOBER

I think I know why I always passed by your shop. It's kind of hard to say... Something's trying to keep me from talking right now. I'm not myself. Do you know what I mean?

ZENSETTER

What? What are you saying?

OCTOBER

When I started to love him,
that's when I remembered who
I was. I realized I was
different than before and
then I remembered who I was.

She sobs. He leads her toward the back of the shop.

ZENSETTER

Now calm down and give me
information.

OCTOBER

I think that another mind has
been controlling me. It tried
to use me to make me seduce
Number Seven so I could give
him to the enemy. But ...

ZENSETTER

Go on.

OCTOBER

I was its instrument. But I
started to feel love. Now I
know what I'm doing. What is
it? It's close to the One.
It's evil. What is it,
Zensetter?

ZENSETTER

I fear that you may have been
eclipsed.

OCTOBER

What's that?

ZENSETTER

The spirits of some of those
close to the One can parasitically
infest your consciousness. Take
over your mind. Eclipse... you.

In a sudden burst of uncharacteristic courseness, she
laughs and scowls.

OCTOBER

You're crazy, Zensetter!
You're a lying pig!

She slaps him hard in the face. He grasps her hand and
clutches it tightly. Clearly this outburst is the

manifestation of the alien spirit that inhabits her. Then, her own spirit reasserts itself.

At this moment she is like a frightened little girl.

OCTOBER

Am I sick? Am I going to die?

His firm grasp on her shoulder is reassuring. His voice is calm.

ZENSETTER

Come with me.

He opens a heavy door and they go downstairs.

108. INT. ZENSETTER'S LAB - NIGHT

Several focused beams of light cut through the darkness of the room. It is the lab not of a scientist but a physic, its equipment and symbols being oriented not so much toward measurement as toward transmutation.

October sits in a chair with wolves' heads on the armrests. Taking a small knife, Zensetter cuts off a piece of her hair and places it in a mortar.

ZENSETTER

You got the record in the mail and started to listen to it and that's when you first noticed the change?

Her answers are short and breathy.

OCTOBER

Unh huh. Unh huh.

He sprinkles some powder into the mortar and lights it with a match. Her hair burns to blue ash.

ZENSETTER

But these feelings of love have awakened you to your circumstance.

OCTOBER

Yes.

A new tear glistens from her eye. With a small glass rod Zensetter plucks the tear from her cheek and drops it in a vial. Next, he pours in the ashes of her hair.

109. ANOTHER ANGLE

Zensetter takes from his cabinet a glass beaker which glows in his hand like a piece of fallen star.

ZENSETTER

Now, let us see what flesh
and blood conceal.

Wearing a pair of dark welder's goggles, he pours the glowing liquid into the vial and holds it up to October.

ZENSETTER

Star fire ... your ashes ...
your tears. Drink this.

She takes it into her trembling hand and drinks it down.

Immediately, intense white light suffuses the air around her. She stands up, violently knocking the heavy chair aside.

This was not on the program.

ZENSETTER

No. What ...

He pulls the goggles back.

110. ZENSETTER'S POV

An aura of red light shot through with spikes of gold surrounds October and, faintly, a grotesque face shines through her own with eyes like emptiness --- like nothingness.

111. ANOTHER ANGLE

Zensetter's heart stands still as three syllables struggle from his mouth.

ZENSETTER

Num-ber three.

The air is gone. With a deafening roar, a cyclonic wind starts ripping through the lab. Blue lightning and yellow sulphur-smoke, the stench of hell and the shriek of annihilation rack the room spewing cosmic shrapnel.

Zensetter is blown off his feet by the blast.

The whirlwind sucks everything into its vacuum and bends the tiny lab with its abysmal light.

Zensetter is slammed against the wall and spat to the floor, unconscious, perhaps dead.

A strange groan like the earth winding down at the end of time twists slowly through the violated air.

A torn page from a book floats slowly to the floor like a falling leaf.

112. INT. STAIRWELL - NIGHT

umber Seven is pulling on a coat as he descends the stairs.

On the landing below, October steps into view. They both stop. There is a long beat.

#7

I was coming to look for you.
I was asleep. I woke up. You
were gone.

She steps up to him, takes hold of his hands, and smiles just the way a woman would who was touched that someone would worry.

OCTOBER

I'm here now.

Together, the two of them ascend the stairs. An evil MUSIC walks beside them.

END ACT III

ACT IV

113. INT. LITERARY GUILD - NIGHT

As if a pendulum suspended from a chain, THE CAMERA swings in on face after face in an erratic pattern around the circle formed by the psychics.

As THE CAMERA moves in on the face of Number Seven, there appear behind him in sudden illumination various images:

A BURNING SCARECROW;
A COLLAPSING BUILDING, the smoke and dust of which actually engulf the room;
A FLOCK OF BIRDS on a patch of sky torn from this world.

In a succession of quick cuts we see other fragments: Hands joined together, faces, the psychics eyes closed or rolled back in their heads.

THE CAMERA SPINS AND FACES BECOME A BLUR. The sound of a hollow, wailing wind fills the room.

THE CAMERA STOPS and moves in on the face of October. Her eyes are wide open and stare straight into the lens.

Silence.

Then, she shouts.

OCTOBER

Stop!

The spell is broken, the communion shattered, the circuitry abruptly cut.

OCTOBER

(to #7)

They want your secret ... so
they can tell it to you ... so
you can give it up!

Dr. Troy's face reddens with rage. He lunges for her.

Number Seven grabs him from behind and yanks him off her.

Several others grab Number Seven and the group crashes to the floor as October breaks free, runs out the door, and into the night.

Number Seven fights to free himself from the clammy grip of

these psych-zombies. Their hands tear at him like brambles as he struggles toward the door.

114. EXT. STREET --NIGHT

THE CAMERA LEADS October as she runs down the street.

THE POV is low and in front of her. One by one, the street lights, like cold, white planets, appear over her head.

There are only her footsteps on the concrete and her heavy breathing.

115. ANOTHER ANGLE

She runs down into the subway.

116. INT. SUBWAY - NIGHT

The omnipresent official secular Christmas music blares over the tinny P.A.

October comes running onto the empty boarding platform. Behind her, the booted footsteps of two Screws clatter down the stairs, gas mask - monster faces, their Knock-U-Out cannister at the ready.

Far down the tracks, a train can be heard approaching.

October jumps down on the tracks and races to the platform on the other side.

The Screws are right behind her.

117. ANOTHER ANGLE

Number Seven runs down into the subway and out on the platform.

118. ANOTHER ANGLE

October stops short. On the stairs ahead of her, with a cruel casualness, Pentangle appears.

119. ANOTHER ANGLE

Number Seven grabs a newspaper rack, hoists it above his

head and hurls it at one of the Screws down on the track.

The projectile knocks the Screw down face first. The train has now come into view. The second Screw tries to help his fallen comrade.

October looks back. Her eyes meet the eyes of her lover. They lock together. There can be no doubt that, at this instant, it is really her -- not the spirit that eclipsed her.

Time stands still while the tunnel fills with the roar of engines.

The train blasts past, crushing the two Screws beneath its wheels and cutting the lovers off from each other with its hurtling steel.

120. NUMBER SEVEN'S POV

Number Seven waits and watches. The train never even slows.

When it passes, October and Pentangle have vanished. The platform is empty. The inane Christmas music flows back as the clatter of wheels recedes into the dark distance of the subway tunnel.

121. WOLF'S TOOTH - NIGHT

Number Seven and Zensetter walk through the wreckage of the lab. Zensetter uses a cane to steady himself. Number Seven is extremely agitated.

#7

They must have her. I... What can we do? I don't know where else to turn.

ZENSETTER

She had been eclipsed by Number Three. She was struggling against it. I tried to help her. I know this, she loved you... loves you despite everything. It was not her but the evil one within her that tried to help them find your secret.

Number Seven picks up a strip of wooden wreckage.

#7

What is this damn secret!?
(cont.)

57

#7

(cont.)

What secret could be worth
so much?

He snaps the wood in two.

ZENSETTER

The secret is that part of you
which remains when everything
else is destroyed. It is your
link to the creator. It's not
the secret, itself, but your
willingness to give it to them.
That's what they care about.

#7

Well I'll never give it to
them. Never!

ZENSETTER

If you knew it now and they
would trade you her life for
it, would you give it to them?

This stops Number Seven cold. A beat.

#7

(mumbles)

I'm glad I don't know.

Zensetter hobbles over and sits down at a table.

ZENSETTER

Perhaps the process of discovering
our secret ... reveals the secret's
worth to us ... and gives us the
strength to hold on to it ... to
resist.

#7

They said if I gave thim my secret
I'd go free. Is it that everyone
here resists? Have they all kept
their secrets?

Zensetter shakes his head no.

ZENSETTER

If you give them your secret
they reward you by erasing your
memory of the outside -- or for
(cont.)

ZENSETTER
(cont.)

those born here -- their
imagination of the place, their
faith in it is destroyed.

#7

The bastards. They have no
right.

Zensetter leans forward looking at Number Seven intently.

ZENSETTER

I asked you if you believed
in anything and you said "yes".

Number Seven looks up.

#7

Freedom.

ZENSETTER

What can make us free except
to not surrender?

He lays something on the table and slides it across to Number
Seven.

#7

What's that?

ZENSETTER

A symbol. There are millions
of souls here. Some are without
hope. Some deny that they are
in prison. Others simply don't
know. A few believe as I do: We
will be free. We call ourselves
The New Nation. We want you to
join with us.

Number Seven picks the object up.

122. CLOSE UP ON OBJECT

It is a ring showing the image of a pine tree with a star
in the background.

123. ANOTHER ANGLE

#7

A tree? A star?

ZENSETTER

The outside ... where wolves
run free among the evergreens.

#7

Listen is there a way out of
here or is this just a game
you people play?

ZENSETTER

Even if there were no way out,
wouldn't it be a worthwhile game?
We know the Constellator asked
you to join the authority. We
want you to work for them. It's
what we always needed -- a man
on the inside.

#7

You don't understand, I'm not
going to be here that long.
I'm going home. Anybody I
can take with me I gladly will.
But I'm goin' or I'll die
trying.

He hands back the ring but Zensetter refuses it.

ZENSETTER

Yes, of course. But in the
meantime, keep it. It could
be more difficult than you
think and you might change your
mind about helping us.

#7

You're a stubborn man.

ZENSETTER

Like you. Be with us, but work
for them. If one day you
decide to really fight, put that
ring on. Consecrate your cause.
When you do, a leader will
appear.

Number Seven puts the ring in his pocket and starts to go.

#7

Yeah. I'll remember that.
Listen, thanks for...

Suddenly, a high-pitched metal scream like chain saws
rips the air. Plaster dust rains from above.

They watch, frozen, as the big teeth cutter-blades gnaw through the ceiling.

As they run for the stairs, Pentangle and two Screws drop into view from above.

Instinctively, Number Seven spins around and charges. He does a flying double jump kick that sends Pentangle crashing, then strikes at both the other Screws at once - one with a karate blow, the other with a karate side kick.

Zensetter makes it up the ladder and out of the room.

Pentangle fires a blast from his Knock-U-Out canister at the same instant slapping his gas mask over his face.

Number Seven and the two unprotected Screws are knocked out as the high pressure blast clouds the room with noxious fog.

124. NUMBER SEVEN'S POV

The last thing he sees through the blue-white haze is the black-masked face of triumphant Pentangle.

125. INT. HALLWAY

THE CAMERA TRACKS toward two stainless steel doors which fly open before us. We enter the morgue.

126. INT. MORGUE

THE CAMERA CONTINUES its forward path stopping within inches of a shrouded body on a stainless steel table.

127. ANOTHER ANGLE

Two Screws have hold of Number Seven. Pentangle jerks the sheet off the body and forces Number Seven's face down close to the face of the dead October.

128. NUMBER SEVEN'S POV

THE CAMERA MOVES IN on the face of October, still beautiful though pallorous and cold.

129. IN SUBLIMINAL CUTS:

SEAN'S FACE

CRASH-TEST DUMMY

WOLF'S EYE

Accelerate to the face of October.

130. ANOTHER ANGLE

By the hair, Pentangle yanks Number Seven upright.

#7

You killed her!

PENTANGLE

She killed herself.

#7

You lie!

PENTANGLE

To free herself from Number
Three. He would have left
anyway when he was through
with her. He always does.

Overcome with despair, Number Seven casts his eyes upward
into the merciless glare of a surgical lamp.

WE STEP-ZOOM into the brightness. In a SLOW DISSOLVE a pine
tree on a hilltop - a star behind - shows through.

OCTOBER

(V.O)

Something calls to you...
From the edge of within.

Then, all goes black.

131. INT. CONSTELLATOR'S ADJUDICATION CHAMBER

Two black-clad Screws flank the door to the adjudication
chamber. From just inches above the floor, THE CAMERA
CREEPS toward the door which from this perspective looks
immense.

The door flies open. Number Seven walks in. He is pale
and drawn as though, perhaps, he has spent time in solitary.

He walks to the center of the room. Nearby, the Constellator stands, his back to Seven, his hands resting on the desk as he stares down at his reflection in the black marble.

CONSTELLATOR

(without turning)

Yes, Number Seven, you asked to see the constellator.

#7

(flatly)

I'll work for you. Just leave me alone.

The Constellator turns. It's the axe-faced Pentangle. Seven's eyes flicker with surprise.

PENTANGLE

Looks like we both got new jobs.

He smiles with a cool, malevolent satisfaction.

#7

And we have each other to thank.

132. EXT. PARK - DAY

THE CAMERA MOVES rapidly above a sea of falling leaves, like the low-to-earth P.O.V. of a wolf.

133. ANOTHER ANGLE

October walks amidst a rain of falling leaves. She looks at something in her hand. It's the nail Number Seven gave her. Tears fill her eyes.

134. ANOTHER ANGLE

A Data-pol cruiser glides past.

135. EXT. STREET - DAY

Seven is let out of a Data-Pol Cruiser. He carries a large black duffle bag over his shoulder that matches the uniform's of the Screws.

One of the Screws in the cruiser hands him something ... a key.

The cruiser pulls away.

136. INT. STAIRWELL

Seven reaches the top of the landing.

137. CLOSE UP ON THE DOOR LOCK

As the key is inserted, the door pushes open.

138. INT. ROOM

He walks in. In this large space the wood floors shine. It is completely empty except for a grand piano which sits in the middle of the room.

It is exactly like the room in which he found his father.

A chill runs through him.

Leaving the door half open, he walks to the piano and sits. He plays a few brittle notes. They echo through the emptiness of the room.

He stops. He takes something from his pocket. A CLOSE UP reveals it to be the ring Zensetter gave him. He contemplates it for a few seconds. Then, with a deliberateness that underscores his purpose, he places it on his finger --- and, slowly, makes a fist.

The door creaks. Seven turns as it swings slowly open.

Standing in the door, bathed by the light from beyond, is the silhouette of someone.

As THE CAMERA moves toward the dark form, it moves slightly into the light revealing half a face. It is the face of Number Six.

139. ANOTHER ANGLE

ON THE FACE of Number Seven we:

. FADE OUT

THE END