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Story #: E02239

ANGEL

"Smile Time"

Written

&

Directed by

Ben Edlund

SHOOTING DRAFT

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ANGEL

"Smile Time"

CAST LIST

ANGEL.....	David Boreanaz	
WESLEY WYNDAM-PRYCE.....	Alexis Denisof	
CHARLES GUNN.....	J. August Richards	
WINIFRED "FRED" BURKLE.....	Amy Acker	
LORNE.....	Andy Hallett	
SPIKE.....	James Marsters	
KNOX.....	Jonathan M. Woodward	*
NINA.....	Jenny Mollen	*
HARMONY.....	Mercedes McNab	*
DR. SPARROW.....	Marc Vann	*
POLO.....		
FLORA.....		
GROOFUS.....		
RATIO.....		
TOMMY.....		
MOTHER.....		
FRAMKIN.....	David Fury	
HANNAH.....		

ANGEL "Smile Time" 5ADH14 (WHITE) 12/29/03

ANGEL

"Smile Time"

SET LIST

INTERIORS

LOWER MIDDLE CLASS APARTMENT
TV ROOM
WOLFRAM AND HART
FRED'S LAB
LOBBY
NINA'S HOLDING CELL
WESLEY'S OFFICE
ANGEL'S OFFICE/CONFERENCE ROOM
LOBBY
STUDIO BUILDING
CORRIDOR
SMILE TIME OFFICES
(AREA A)
(AREA B)
NARROW CORRIDOR/ANTECHAMBER
SECRET ROOM
FRAMKIN'S OFFICE
GUNN'S CAR
DOCTOR SPARROW'S IMPLANT CHAMBER
SOUND STAGE
SMILE TIME SET
CHILD'S LIVING ROOM

EXTERIORS

WOLFRAM & HART - LATE AFTERNOON
STUDIO LOT - ESTABLISHING - NIGHT
WOLFRAM & HART - PARKING GARAGE - NIGHT
GUNN'S CAR - NIGHT
LOS ANGELES TO W & H - EARLY AM
LOS ANGELES TO W & H - MORNING

ANGEL

"Smile Time"

TEASER

1 INT. LOWER MIDDLE-CLASS APARTMENT - TV ROOM - MORNING 1

MACRO ECU ON TV SCREEN - so close it's just a hypnotic dance of pixels. We hear a HINT OF A RUMBLE, a dark throb which fades after a beat, then:

FLORA (O.S.)

Come on, everybody! It's time to start the show!

POP WIDER - ON TV SET - on screen is an arched gateway which bears the words "SMILE TIME!" -- the TV camera drops down and pushes through the arch to reveal cheerful, cuddly PUPPETS who burst into song:

PUPPETS

*In our secret backyard we can make
your day more fun and less hard --*

The 'secret backyard' is a magical place shaded by a large APPLE TREE (in its branches, a cool multi-leveled TREE-FORT) skirted by a lush, green foam lawn.

PUPPETS

(continuing)

*No more frowning let's get
learning A-B-C's and 1-2-3-4's --*

There are three main puppets -- POLO -- Caucasian boy puppet in purple overalls, FLORA -- Asian girl puppet with daisies in her hair and on her shirt, and GROOFUS -- a muttish, spotted dog puppet with glasses. Also there is RATIO HORNBLOWER, a guy in a full shag bodysuit; he has no mouth, just a trumpet/horn projecting from his face. He TOOTS occasionally to the song.

PUPPETS

(continuing)

*Everything from words to weather
we'll discover them together --*

CAMERA SWINGS 180 degrees to find a 7 YEAR-OLD BOY, who sits, eyes glued to the tube, a thermometer in his mouth.

PUPPETS (O.S.)

*Time to strap your thinking cap on
thinking things are gonna happen --*

CONTINUED

1 CONTINUED:

1

He don't look so good; pale, faint rings under his eyes, sluggish.

His MOTHER (early 30s, not TV beautiful, in a WAITRESS UNIFORM) breezes in, on the phone, and pulls the thermometer from his mouth, checking it as she speaks.

MOTHER

Because he's still sick, Ma. He can't keep anything down, he's running a temperature --

PUPPETS (O.S.)

*We'll have fun and play games too
and all because we really like
youuuu --*

The mother is shot in pieces; the boy is the focus, she looms, head cropped out of frame, standing between the boy and the TV. He leans to one side to see past her to the screen --

MOTHER

Well, what am I supposed to do?
My shift starts in half-an-hour--
yes--

KID POV - as it angles past Mom's hip to the TV screen, where the puppets sing on:

PUPPETS

*Every day's a new beginning all
your friends are here and grinning
'cause it's Smi-ile Time!*

Mom crosses frame, heading out of the room.

MOTHER

Ma, I can't. I've asked her to cover for me twice this week...

PUPPETS

*That's right you're on Smi-ile
Time! Oh yes it's time for Smi-
ile--*

Polo stops singing, seems to watch Mom exit. Then he turns to camera -- and to the boy -- addressing him directly.

CONTINUED

1 CONTINUED: (2)

1

POLO

Good. She's gone... OK, Tommy,
you know what to do.

The boy shakes his head, looking a bit fearful. Polo chides him gently.

POLO

(continuing)

Tommy, you should never break a
promise. You don't wanna be a bad
apple, do you? Come on... You
know Smile Time isn't free...

(colder, demanding)

Now get up here and touch it.

The boy gets up and walks slowly toward the set.

POLO

(continuing)

Touch it...

Reluctantly, he puts his hands on the screen.

ON TV SCREEN - the boy's hands laid on it, to either side of Polo's face. DARK MUSIC as KIRLIAN STATIC dances on the screen around the boy's hands.

POLO

(continuing; creepy
ecstasy)

That's right... Oh yeah...

ANGLE UP AT BOY - It's like the TV is drawing something from the boy. We see his face grow more sallow, the rings under his eyes darkening, his skin subtly greying and tightening on his skull (CGI). The boy faints, falling out of shot.

ON TV - as Polo watches him fall and hit the OS floor. Then he looks up with a jolt as--

MOTHER (O.S.)

OK, Tommy... Gramma's gonna be
here in a few hours--

Mom comes back in, looking through her purse (not seeing her son yet).

MOTHER

Listen, I don't want you watching
that crap all--

CONTINUED

ANGEL

"SMILE TIME"

5ADH14

(WHITE)

12/29/03

4.

1 CONTINUED: (3)

1

She looks up and freezes.

HER POV - Tommy laid out on the floor, motionless. Eyes open. An eerie smile frozen on his face...

MOTHER

(continuing)

Oh my God! Tommy!

CUT TO BLACK.

END OF TEASER

ACT ONE

2 EXT. WOLFRAM & HART - LATE AFTERNOON 2

Stock of the building w/ sign.

3 INT. WOLFRAM & HART - FRED'S LAB - CONTINUING 3

FRED is hunkered over a microscope as KNOX enters, carrying a sheaf of medical reports.

KNOX
Courier brought this in-- Looks
medical...

FRED
(taking reports)
Oh, right... good, good.

Fred flips through the top one, checking data against a file that's open on her work area. Knox sits on the edge of the work table.

KNOX
What have you got?

FRED
Mini-epidemic, here in LA. Eleven
children, between the ages of five
and eight, hospitalized for
collapse over the last three
weeks... None of them have woken
up.

KNOX
Hmm... Rogue Sandman?

FRED
(scanning data)
Well... I am working under the
assumption that this thing is
mystical in nature.

KNOX
Why's that?

Fred picks up a black-and-white photo from a small stack and hands it to him.

CONTINUED

3 CONTINUED:

3

KNOX
(continuing)

Right.

INSERT - KNOX POV - on the photo -- shows a SIX-YEAR OLD hooked up to machines and IVs on a hospital bed, eyes glassy, wide smile (a little drool would be nice).

KNOX
(continuing)
Huh... Could be the Joker.
(off Fred's blank)
From the comic books. He poisoned his victims and they died with a permanent smile.

Fred looks back down, flipping through the reports.

FRED
You're saying our suspect is a fictional character --

KNOX
Just trying to think out of the box.

Fred pulls a VALENTINE CARD from in between report pages, with an ironically corny caption and image. She opens it, looks up at Knox.

KNOX
(continuing)
I know. Valentine's was last week. But I didn't take the discount on the card. Even though the cashier begged me to-- No ma'am. I paid full price.

Awkward moment. Fred smiles, handing him the card.

FRED
Oh. That's... We talked about this...

KNOX
Yeah... I was kind of hoping we could talk about it again.

CONTINUED

3 CONTINUED: (2)

3

FRED

(apologetic smile)

I'm sorry, Knox. But you have
work to do.

Fred presses a small RACK OF BLOOD VIALS against Knox's
chest; he takes them.

KNOX

I do?

Fred nods, and she ushers him off--

4 INT. WOLFRAM & HART - LOBBY - LATE AFTERNOON

4

ON ELEVATOR DOORS - as they open, revealing NINA, our
werewolf girl from Ep. 3. She enters the lobby, looking
around, somewhere between sheepish and almost at-home. Then
she smiles, seeing ANGEL as he crosses toward his office,
studying a file.

NINA

Hey!

Angel stops, looks up, and smiles.

ANGEL

Hey. Back for the Wolfram & Hart
bed and breakfast?

As they chat, an EMPLOYEE comes up with a clipboard of
papers -- Angel starts signing them.

NINA

Full moon cycle starts tonight.

(checks watch)

In about... thirty-eight minutes,
actually. Had a little snag
getting out of the house--

He finishes signing and looks up again.

ANGEL

Haven't told your sister yet, huh.

NINA

It's not the sort of subject
that's easy to jump to in
conversation.

(more)

CONTINUED

4 CONTINUED:

4

NINA (cont'd)

"Oh, by the way, Jill, I've been
a werewolf for four months..."

He escorts Nina toward his office.

NINA

(continuing; sighs,
shakes head)

I told her I was going camping in
the desert again. She's starting
to worry I've turned into a New
Age-y, moon-worshipping Wicca
person...

ANGEL

Might be relieved to find out
you're just a werewolf.

They share a small laugh as they reach Harmony's desk.
HARMONY sees them and starts to get up.

HARMONY

Hey there, Nina. We've got your
suite ready--

ANGEL

It's OK, Harmony. I can take her.

Harmony shrugs as Angel leads Nina off.

As they depart from view, GUNN walks up (not seeing them) and
stops at Harmony's desk.

GUNN

Harmony, you get a receipt from
the County Clerk on that filing I
did for the Wayburn case?

HARMONY

Oh, yeah. Clerk's office called.
Said you filed the wrong papers.

GUNN

What?

CONTINUED

4 CONTINUED: (2)

4

HARMONY

(reading her notes)

Yeah. You sent them a Motion for
Change of Venue instead of a
Motion to Dismiss.

(then)

Unless you meant to do that. Some
kinda tricky lawyer maneuvering
you're trying to pull, that it?

GUNN

(unsettled)

Yeah. Keep 'em on their toes.

He turns and walks back to his office, a haunted expression
crosses his face...

5 INT. WOLFRAM & HART - NINA'S HOLDING CELL - LATE AFTERNOON 5

ON DOOR - As Angel and Nina enter.

ANGEL

Seems like you're getting used to
the routine, though--

NINA

(nods, stepping in)

Yeah, in a weird way, I'm starting
to like it.

Angel opens the cage door and she steps in--

NINA

(continuing)

These stay-overs, I mean.

Angel puts his hand on the cage door to close it. She puts
her hand on a bar close to his.

NINA

(continuing)

Not the going all hairy part, but--
I don't know, coming here--
there's always something
interesting going on-- And getting
to see you... I look forward to
that. You. All month, actually...

CONTINUED

5 CONTINUED:

5

ANGEL

Uh huh-- Well, that's... I should probably close the cage.

NINA

What?

ANGEL

Insurance thing--

NINA

Oh. Right. Sorry.

She steps back and he closes the door with a PRISON CLANG.

NINA

(continuing)

Anyway, I was thinking, if you wanted to, we could-- I mean, what are you doing for breakfast tomorrow?

ANGEL

Oh, you know... drinking blood.

He turns to go.

NINA

Right. Yeah. I should try that sometime.

Angel turns back, gives her a quizzical look.

NINA

(continuing; a bit stammer-y)

I, uh-- I need a lot of iron on my... 'morning afters.' Think it's a 'wolf thing.'

ANGEL

I'll have some steaks sent down, OK?

He heads for the door. She trails off--

NINA

No, I wasn't-- I--

(as he goes)

Sure. Steaks sound good.

CONTINUED

5 CONTINUED: (2)

5

Nina wraps her hands around the bars, then leans her forehead against them, sorta kicking herself.

NINA

(continuing; rueful
mutter)

'I should try that sometime.'

She makes an unhappy-with-herself sound.

6 INT. WOLFRAM & HART - WESLEY'S OFFICE - SUNDOWN

6

WES is at his desk, analyzing some MYSTICAL SCROLLS, looking over a block of very fine text with a jeweler's loupe. Angel stands near his desk, looking out his window.

ANGEL

She asked me to breakfast.

WESLEY

Breakfast. Right. And how did you respond?

ANGEL

Well, of course, I--

(clears throat)

--ignored it completely, changed the subject, and locked her in a cage.

WESLEY

(looks up)

Sorry-- What?

ANGEL

It wasn't just breakfast, Wes. It was breakfast. Here we had this very good, very platonic thing going on -- then out of the blue she goes and--

WESLEY

Are you blind?

(puts down scroll)

Angel, there are things called 'signals.' Odorless, yes, invisible, certainly, but unmistakable-- like the ones she's been casting your way for months.

CONTINUED

6 CONTINUED:

6

ANGEL

No. I would have noticed--

WESLEY

This isn't just from me. This is from the people who know. This is from the ladies.

(off Angel's look)

Fred, Harmony, the girls down in transcription--

ANGEL

The ladies...

WESLEY

As Harmony put it, 'Why else would a chick who's showing up to spend three nights in a jail cell dress like it's a first date?'

ANGEL

She did look great tonight...

(mutters to self)

Oh God. The ladies are right. Nina's down there, right now, turning into a werewolf and-- and liking me.

(Looks to Wes)

I don't-- can't-- I have no time for that kind of thing. I have no right--I mean, we know what happens if--

WESLEY

If what? If you achieve a moment of perfect happiness?

ANGEL

I turn back into Angelus. And we don't want that.

(Wes laughs with disbelief)

What?

WESLEY

Ninety-nine point-nine-nine-ad-infinitum percent of the best relationships in the recorded history of the world have had to make do with acceptable happiness! And even that is a rarity!

CONTINUED

6 CONTINUED: (2)

6

ANGEL

Look, Wes--

WESLEY

Hiding behind that gypsy curse
when there's a beautiful,
engaging--all right, occasionally
hirsute--young woman who might
actually want you! Infuriating!

ANGEL

Wes! It's not going to happen!

WES

Why?!

ANGEL

Because I'm not that guy! That
guy is charming, and funny, and...
emotionally useful--

(shakes head)

I'm the guy in the dark corner
with the blood habit and two
hundred years of psychic baggage--

WESLEY

Get over it!

ANGEL

Why are you yelling?!

WESLEY

Because!

(takes breath; calms)

Angel, if there's a woman out
there, who you find truly
attractive, who you think about,
let's say, most of the time, who
represents even part of what you
think makes the world worth
fighting for... and who doesn't
view you as an entirely sex-less
shoulder to lean on-- Well, you
have to do something about it...

ANGEL

Wait a minute. Who are we talking
about?

ON WES - who's eyes shift as he sees--

CONTINUED

6 CONTINUED: (3)

6

WESLEY

Fred!

Fred walks into the office, carrying a file.

FRED

Hey guys.

(proffers file)

I think I have a case.

Angel and Wes look at her for half a beat, then:

ANGEL / WES

Thank God.

Angel all but tears the file from her hands.

FRED

Children's epidemic -- seven kids, comatose, each with a semi-rictus of the facial muscles -- but I haven't been able to isolate a causative agent--

Wes stands, moves around his desk to Fred's side. She hands him a second copy of the file; he opens it.

WESLEY

You think it's mystical.

FRED

I've been down the strictly physiological route, number-crunched all the victims' charts, even had our hospital contacts send blood samples.

As she goes on, Angel checks and re-checks the various reports.

FRED

(continuing; hands file to him)

I've pulled their plasma apart; no indicators on the cellular or sub-cellular level--

ANGEL

TV.

CONTINUED

6 CONTINUED: (4)

6

FRED

What?

Angel flips through some of the documents in the file, re-checking.

ANGEL

Parents said all the kids collapsed between seven and... looks like seven-thirty a.m. And all of them in front of the TV.

FRED

Huh. That could be something. But I'd still like to get a handle on the pathology--

ANGEL

Good--

Angel nods and strides out of Wes' office, fully on mission.

ANGEL (cont'd)

I'll follow up on this lead-- Gonna have to clear my schedule. These kids need help--

Fred and Wes watch him walking across the lobby (OS).

FRED

Wow. He really jumped on that one.

WES

Yes. He is a bit jumpy. He's realized that Nina has feelings for him--

FRED

Oh. Right. Took long enough.

(Wes nods)

-By the way... my car is in the shop again. So I was thinking--

WES

Of course--

Wes picks up his phone, dials, as Fred goes on.

FRED

--maybe you and I, we, could--

CONTINUED

ANGEL

"Smile Time"

(BLUE)

1/3/04

-15A*.

6 CONTINUED: (5)

6

Wes cuts her off with a raised finger--

CONTINUED

6 CONTINUED: (6)

6

WESLEY

(into phone)

Yes, Ms. Burkle needs a driver to
take her home tonight. That's
right--511 Windward Circle...

ON FRED - who frowns, watching Wes miss the point.

LORNE (PRE-LAP)

Oh, the signals are there, Jefe, loud
and clear--

7 INT. WOLFRAM & HART - ANGEL'S OFFICE - SHORT TIME LATER 7

Lorne sits with Fred's file open in his hands. Angel is at
his desk, massaging the headache from his brow.

LORNE

Nina definitely wants a piece of
Angel-cake. Question is, what are
you going to do about it?

ANGEL

(looks up)

Lorne? Can we get back to the job?
Please?

LORNE

Your wish, dreamboat, my command.
(looks over file)
So...

Lorne studies one of the photos.

LORNE (cont'd)

Haven't heard anything on the
grapevine. I know most of the
showrunners in town, and none of them
are up to this sort of big league
sinister--

(thinks on it)

Huh. Seven to seven-thirty?

(Angel nods)

Well, that would be funny.

(looks up)

You know, if it wasn't.

ANGEL

What?

CONTINUED

ANGEL

"Smile Time"

(BLUE)

1/3/04

17*.

7 CONTINUED:

7

LORNE

Very popular kids' show in the SoCal regional market. It's in the right time slot, it has the right demographic--

*

*

ANGEL

What's it called?

*

*

Lorne holds up the photo--

*

LORNE

'Smile Time.'

*

*

Off Angel's reaction--

8 EXT. STUDIO LOT - ESTABLISHING - NIGHT

8

9 INT. STUDIO BUILDING - CORRIDOR - NIGHT

9

Angel turns a corner at the end of a long hallway, heads toward camera -- He stops as a door opens ahead of him -- on it is a sign that reads 'SMILE TIME PRODUCTIONS'.

A JANITOR steps out, pushing a wheeled trash barrel into the corridor. He turns and passes right by Angel, as if he doesn't see him. Angel notes his ZOMBIEFIED STARE.

Angel goes to the Smile Time door, steps in --

A10 INT. SMILE TIME OFFICES - NIGHT

A10

Angel enters the darkened main area of the production office. SMILE TIME PROMO POSTERS and PUPPET PROPPERY adorn. He walks through the area, scanning for anything unusual--

His ears prick up as he hears a MUTED LOW RUMBLE from further in the office. As he passes by a wall clock [it reads 12:30 am], the low RUMBLE THROBS, and we PUSH IN on Angel. It seems to effect him a bit; he sways, touches his brow, freezes for a beat, then recovers. CAMERA GLIDES BACK. The wall clock now reads 3:05 am. He sees this, shakes off the effect and continues.

With his keen hearing, he tracks the THROBBING RUMBLE, which leads to a LARGE FILING CABINET. He puts his hand to it. Then he pushes at the side.

CONTINUED

ANGEL

"Smile Time"

(BLUE)

1/3/04

17A*..

A10 CONTINUED:

A10

It SLIDES to one side effortlessly, revealing A GAPING HOLE
torn into the wall behind. Angel steps into--

B10 INT. NARROW CORRIDOR/ANTECHAMBER - NIGHT

B10

RUMBLING grows louder as he moves forward into TOTAL BLACKNESS.

After a beat, a BARE BULB FLICKERS ON -- illuminating a rusted steel door. A mounted sign says 'DON'T'. (The corridor has widened into a dark, trash-strewn ANTECHAMBER.)

On the door, a HEAVY PADLOCK. Angel SNAPS IT off. He slides the heavy door to one side. The RUMBLE grows almost DEAFENING. Stale air rushes from inside. Angel steps in.

10 INT. SECRET ROOM - NIGHT

10

At the rear center of the room, apparently hovering about six feet off the floor, is a large, rusted, dark brown METAL EGG SHAPE. Seems like the source of the rumble. Beneath it, a man sits, hunched over in an office chair. He is silhouetted, and a tattered, stained towel is draped over his head. His arms hang limply between his legs. His hands give an occasional twitch and flutter (a little Jacob's Ladder). His head twitches once, and a low whisper issues out from under the towel:

SEATED MAN

You shouldn't... be... here...

The RUMBLE turns into A ROAR. The strange egg-shape is split open by a smile-shaped crescent of BLINDING LIGHT.

The light sears into Angel, BLASTING HIM BACKWARD out of frame.

11 INT. NARROW CORRIDOR/ANTECHAMBER - CONTINUOUS

11

Angel sails out of the darkened hallway, slamming into a large stack of TRASH AND BOXES, disappearing into their tumbling mass.

ON BOX PILE - a little smoke trailing up. After a tense beat, the boxes stir, and Angel's hand reaches up. His FELT-Y THREE-FINGERED PUPPET HAND!

Angel IS A PUPPET!!! He clears some boxes away, recovering until he notices the strangeness of his hand.

His eyes track up his arm to his body, which he starts to feel over with his hands. Then he feels his face in mounting alarm. Then his nose. Starting to panic a little, he pulls at his nose and it COMES OFF WITH A VELCRO RIP!

CONTINUED

ANGEL

"SMILE TIME"

5ADH14

(WHITE)

12/29/03

19.

11 CONTINUED:

11

He looks at it in shock:

ANGEL

What the f--

CUT TO BLACK.

END OF ACT ONE

ACT TWO

12 OMITTED 12
AND AND
13 13

14 INT. WOLFRAM & HART - FRED'S LAB - MORNING 14

CLOSE ON computer screen, which cycles through a Matrix-y string of numbers.

Fred is back at it, scribbling notes furiously, as the phone on her work table rings. She hits speaker.

FRED
(resumes scribbling)
Practical Science.

ANGEL (O.S.)
(on speaker)
Uh... Fred?

FRED
Oh, hi Angel-- Listen, about the epidemic? Might not be mystical after all--

ANGEL (O.S.)
Uh... Do you think you could--

FRED
Knox found a systemic endocrine dysfunction common in all the children; similar to the effects of an obscure rain-forest pathogen. So I put a call in to the CDC and--

ANGEL (O.S.)
-FRED! Believe me! It's mystical!

15 INT. WOLFRAM & HART - ANGEL'S OFFICE/CONFERENCE ROOM - 15
MORNING

Fred enters, followed by Wes and Gunn. They see Angel's chair at his desk, turned away from them.

FRED
Angel? You all right?

CONTINUED

15 CONTINUED:

15

GUNN

You sounded a little weird on the phone--

WESLEY

Yes. Is there a problem?

ANGEL

Oh, there's a problem...

Angel's chair turns around, revealing PUPPET ANGEL to the others.

GUNN

Whoa.

WESLEY

Angel-- Is that... you?

Angel nods grimly.

FRED

Oh my God-- Angel-- You're... cute.

Fred comes around the corner of his desk.

ANGEL

Fred-- Don't--

FRED

But the little hands, and the hair--

She touches the hair. Angel frowns at her caress.

ANGEL

You're fired.

Lorne enters.

LORNE

Sorry I'm late, gang. Now what's the big--

(sees Angel, blurts:)

Puppet.

Angel looks at his hands grimly. He gives a big PUPPET SIGH.

CONTINUED

15 CONTINUED: (2)

15

ANGEL

Thought so. Still don't have a reflection, so I just took a shot in the dark--

WESLEY

Angel-- What happened?

ANGEL

I'm not sure-- I went over to Smile Time last night. I think their office is under some kind of spell-- I could feel it trying to get at me... I shook it off, but then I met this guy with a towel over his head... and something exploded, and I woke up like this.

WESLEY

Clearly a hex... or some sort of powerful warding magic...

LORNE

Yeah. Or maybe it's another epidemic-- You know... some kind of puppet... cancer...

ANGEL

I do not have puppet cancer!

Angel takes a breath, calming, then--

ANGEL (cont'd)

Come on, guys, this is a serious situation. I'm a puppet, and there are children's lives at--

(sees desk clock;

GASPS)

It's Smile Time!

Angel drops down out of his chair, disappearing behind his desk. CAMERA PANS along the desk to catch him as he rounds its corner, then LEADS HIM (in a bust shot) as he rushes through the others toward the conference room.

He picks up the TV remote off of a chair (far side of office, closer to conference room partition) and hits the power. The TV PANEL SLIDES OPEN--

The TV comes on, static filling screen, display and menu captions flashing on and off.

CONTINUED

ANGEL

"Smile Time"

(BLUE)

1/3/04

22A*.

15 CONTINUED: (3)

15

Angel growls at his useless puppet digits, shaking the control frantically--

CONTINUED

15 CONTINUED: (3)

15

ANGEL
(continuing)
STUPID PLASTIC PIECE OF CRAP!

He turns, sees the others watching him--

ANGEL
(continuing)
What?!

LORNE
(gently takes remote)
Angel, it's OK--

WESLEY
It's possible this transformation
may have altered your stress-
response mechanism--

ANGEL
What?!

GUNN
No, I get it-- He's saying that
you have the proportionate
excitability of a puppet your
size--

Angel is perplexed -- Lorne tunes in to "Smile Time."
ON TV - Flora sits by Polo, who hangs his head dismally.

FLORA
Aww. Polo, what's wrong?

POLO
I dunno. I guess I'm just not
feeling very good about myself
right now...

Angel watches with furrowed brow as the others step in around
him, also watching.

ON TV - Groofus enters frame by Polo and Flora. He has a TOY
GUITAR strapped to him.

GROOFUS
Hey there! Looks like Polo has a
case of the grumpies.

CONTINUED

15 CONTINUED: (5)

15

FLORA

He sure does, Groofus. That mean old Mr. Fish-and-Chips said that Polo won't win the race tomorrow, no matter how hard he tries.

POLO

(miserable nod)

Uh-huh. And I feel just awful. What if Mr. Fish-and-Chips is right?

SMASH CUT (ON TV) TO Ratio, staring at camera. He TOOTS his horn.

Fred is at Angel's desk, on the phone down to the lab.

FRED

Tracy-- record the program that's running on channel twelve right now. Use everything, I'm going to need a full spectrum analysis--

Angel in a shot with the TV and its puppets looming above him. Groofus takes hold of his guitar.

GROOFUS

Say, Flora, I think we know a song that will make Polo feel better.

FLORA

I think you're right, Groofus!

Groofus starts strumming and the pair sing:

GROOFUS / FLORA

Self esteem is for everybody / Self esteem is for everyone ...

ON ANGEL - who shudders with growing agitation and turns away from the TV, roaring --

ANGEL

Wes-- put the special ops team on red alert.

WESLEY

Red alert--?

ANGEL

I want helicopters! And tear gas!

CONTINUED

15 CONTINUED: (5)

15

GUNN

Angel--

ANGEL

THIS IS WAR!

Lorne turns down the volume on the remote (puppet singing is still audible, but not at the fore) as he goes to Angel.

LORNE

Angel--baby--muppet--pumpkin--
This show is number one in its
time slot. Beloved by tykes all
over the Southland.

(hand on Angel's
shoulder)

We can't just toss a Jihad at
their studio--

GUNN

We don't have enough evidence to
go full-scale. Think about the
headlines -- 'Big Bad Wolfram and
Hart Drops Iron Heel On Fraggles
Rock.'

Angel takes this in, takes a breath, and walks from the
conference room door back through his friends to the center
of his office--

ANGEL

OK... Fred, Wes, put your people
on this right away. We need to
find the connection between those
kids and this show--

FRED

You got it.

WESLEY

Absolutely.

Lorne hands Angel the remote control.

ANGEL

Lorne-- who runs Smile Time?

LORNE

Gregor Framkin. Real rags to
riches. Started in his garage
with a couple of used couches and
a glue gun, built himself a puppet
goldmine--

CONTINUED

15 CONTINUED: (6)

15

ANGEL

(don't give a crap)

Yeah. Great.

(to Gunn and Lorne)

You two go over there and meet with Frankin. Put some pressure on him, see if he cracks. He's at the bottom of this. Let him know we're onto him.

GUNN

Right.

The four head for the door.

ANGEL

And guys-- this 'condition' of mine--

(a little vulnerable)

It's uh, classified until further notice, OK?

They all nod dutifully and exit.

Angel stands, alone, in his office. (How 'sensitive is a puppeteer removal in a fairly wide shot? It's about time we see the whole critter. He doesn't have to walk in this one, just emote with head and hands.)

CLOSER - with effort, he hits volume up on the remote. The puppets of "Smile Time" are still on in the BG. Groofus is singing a slower, poignant pass at the chorus:

GROOFUS

*Self esteem is for everybody /
Self esteem is for everyone / You
can dream and be anybody / But
self esteem is how you get it
done...*

Angel lets out a big puppet SIGH, dropping his head in exaggerated dismay. The door behind him opens slightly, and we hear a KNOCK.

NINA (O.S.)

Angel--?

Angel jolts upright in a panic. He fumbles with the remote, turning the volume WAY UP by mistake; drops the remote; and zips out of frame in a silent flurry. The puppets sing a rousing verse as soundtrack to all this:

CONTINUED

15 CONTINUED: (7)

15

PUPPETS (O.S.)

*We got the goods we got the stuff
to be the kids we always wanted to
be!*

ANGLE ON HIS DESK as he hurls his puppet form over it,
disappearing behind, just as Nina enters.

PUPPETS (O.S.)

(continuing)

*We got the goods we got the stuff
it takes to make it a reality!*

Nina sees the puppets on the TV.

NINA

You watch Smile Time?

She picks up the remote and mutes the TV.

ON TV - the MUTE caption appears. As Flora and Groofus sing
silently, Polo looks into camera, leaning toward it.

ANGLE UNDER DESK - Angel hides out, shuddering nervously. He
knocks over a small trash basket by mistake, alerting Nina to
his presence.

NINA

(continuing; bit
bewildered)

You-- Are you under your desk?

ANGEL

No, I-- Yes.

She waits a beat; Angel doesn't come out.

ANGEL

(continuing)

So was there something--?

NINA

I can see you're-- busy-- Listen,
what I put out there, last
night... I don't know, if it was
a problem... please just forget
it--

Angel just wants to end this conversation.

CONTINUED

15 CONTINUED: (8)

15

ANGEL

Nope. No problem.

NINA

Um... Angel? Is there a reason
why you won't look at me?

ANGEL

Because I'm under the desk.
Thought we established that.

ON NINA - clearly hurt by his brusque.

NINA

Angel--

ANGEL (O.S.)

Nina! Would you mind getting out?
Of here?She stands for a beat, then turns to go, shaking her head,
baffled and unhappy.

NINA

All right... Sorry... I guess...

She exits, closing the door with a slight SLAM.

UNDER DESK - Angel is a livewire of frustration. He hammers
a felt fist against his forehead.After a bit of this, he gathers his composure and struggles
back into his chair. He just finishes as:-

SPIKE (O.S.)

Hey, Big Man--

SPIKE barges casually into Angel's office, not yet seeing him.

SPIKE

Need another car. 'Fraid this
last one ended up in the drink--

He freezes, seeing puppet Angel.

ANGEL

Spike--

SPIKE

Look at you!

CONTINUED

15 CONTINUED: (9)

15

ANGEL

Just turn around and walk away--

SPIKE

You're a--

ANGEL

SPIKE!

He points at Angel, shocked and delighted--

SPIKE

You're a bloody puppet!

16 INT. WOLFRAM & HART - LOBBY - CONTINUOUS

16

Spike smashes backwards through the doors, flying into the lobby with Puppet Angel on him.

They land, Spike still caught up in amusement--

SPIKE

You're a wee little puppet man!

Angel cocks back a fist and smashes into Spike's face (still vampire strong; it hurts) -- He hits him again, BLOODYING Spike's lip.

SPIKE

(continuing; getting
a bit pissed)

All right! Enough--!

He throws Angel off him and gets up.

Angel pops up to his feet and rushes Spike -- Spike puts a hand on Angel's forehead, keeping him at arms distance. They circle as Angel swings wild fists.

SPIKE

(continuing)

Angel-- What the hell happened to
you? You look ridiculous!

ANGEL

Get out of here, Spike!

Angel stops, realizing he's out in the lobby, and that the usual roster of WOLFRAM & HART EMPLOYEES are frozen in shock, all staring at him.

CONTINUED

16 CONTINUED: 16

ANGEL
(continuing)
What are you looking at?!

Pin drop silence.

ANGEL
(continuing)
Well?!

Nobody can find the words. Except Spike.

SPIKE
Lookin' at a wee little puppet man.

Angel GROWLS and launches at Spike, BITING into Spike's hand.

SPIKE
(continuing)
Agh--!

Behind Spike the elevator doors have opened, and Spike windmills Angel (still clamped on) AGAINST THE WALL, then pinwheels into the elevator.

The doors close and we hear the muted SFX of a TITANIC RUMBLE. The employees stare at the doors, stunned. The RUMBLE CEASES, a beat of quiet, THEN RESUMES, finally ending with a HEAVY THUMP.

17 OMITTED
AND
18

17
AND
18

Employees stand around in whispering, chuckling clusters. PUSH IN ON elevator doors. After a beat, they open. Angel steels himself, takes a breath, and steps into the lobby. Spike leans against the back wall of the elevator, arms crossed.

ANGEL
Yes. I'm a puppet.
(off their stares)
Doesn't mean you don't have work
to do. Jameson-- I'm still
waiting for that budget report--

JAMESON nods as he and the other employees all scatter obediently. Angel turns and walks over to Harmony's desk.

CONTINUED

16 CONTINUED: (2)

16

She stands in front of it as a SMALL GROUP OF EMPLOYEES scatter away from her.

ANGEL

(continuing)

Harmony, get my call list. And Spike needs a car.

MONEY SHOT - full body on puppet, as the employees and Harmony watch Angel bop toward his office.

HARMONY

Um...

CLOSER - Spike, nursing a few more bruises, steps in next to Harmony, who's still a bit stunned.

SPIKE

You heard the puppet.

CUT TO:

19 INT. FRAMKIN'S OFFICE - SOON AFTER

19

GREGOR FRAMKIN seated behind his desk, wearing magnifying goggles and working on a PUPPET, holding his 'famous' glue gun. (It should be clear that he was the guy with the towel over his head earlier.) There's a KNOCK, and his door opens. His ASSISTANT ushers Gunn and Lorne in.

GUNN

Mr. Framkin--

He glances up at them, his enormous magnified eyes looking them over and gives a wide grin.

FRAMKIN

Hi there... Excuse me for not getting up. Bit "glued in" at the moment.

(chuckling)

Please. Sit your bottoms down, make yourselves comfy.

They stand.

GUNN

Mr. Framkin, we've been tracking an epidemic that's effecting a great many--

CONTINUED

19 CONTINUED:

19

FRAMKIN

Cocoa.

GUNN

What?

FRAMKIN

I could have some cocoa brought in. Extra yummy. Got the itty-bitty marshmallows to spoon in.

LORNE

Those are good.

(catches self,
switches to bad cop)

Listen, Santa, keep your tempting beverages to yourself. We're from--

FRAMKIN

Wolfram & Hart. Yes. I've heard of it.

(studying Lorne)

And of you. Made quite an impression in our industry. So much accomplishment despite your unfortunate... deformities.

LORNE

My deformiwhats?

FRAMKIN

Y'know, we have a song here at Smile Time that reminds me of your courage and pluck. It's called "Courage and Pluck." Goes a little like this:

(singing)

OHHH... COURAGE AND PLUCK--

GUNN

(cutting him off)

Okay, Framkin! Enough! We're on to you, understand? We're going to shut you down.

FRAMKIN

Oh, my. On what grounds?

CONTINUED

19 CONTINUED: (2)

19

GUNN

For starters, violations of the provisions of Section 558...

(frowning)

...568-C set forth in Chapter 15 of the Children's-- TV thing--

(exploding,
frustrated)

You turned my boss into a freakin' puppet!

FRAMKIN

(disarming calm)

I disagree.

GUNN

Yeah, but-- you-- what?

FRAMKIN

And if you're referring to the Children's Television Act, all grievances must be brought to the FCC first. Have you already done that?

*
*

Gunn's taken aback by this.

GUNN

N-no. But... we're gonna.

FRAMKIN

If your intent is to pressure me, extort money, do any of the things your firm is famous for... then I'm afraid you're in for a fight.

*
*
*

LORNE

Yeah, well... A fight suits us fine and dandy, Papa Smurf. And we're gonna tell the world what you're up to!

FRAMKIN

Up to? Gentlemen, I bring joy and laughter to children.

(more)

CONTINUED

19 CONTINUED: (3)

19

FRAMKIN (cont'd)

You bring tax exemptions to nasty corporations and acquittals to the clearly guilty. Frankly, I doubt the world wants to hear from you.

*
*

Gunn turns to Lorne, starting to go.

GUNN

Come on Lorne. We're through talking to this hump of garbage--

FRAMKIN

Oops, no name-calling at Smile Time--

As Lorne turns to follow--

LORNE

Bad person!

FRAMKIN

Bye-bye now.

*

As they exit, Frankin returns to his work, humming to himself. CAMERA PUSHES IN and ARMS around Frankin, slowly revealing his back. We see that a puppet arm is shoved into the center of his back. It pulls out with a SHLUP and we see a gaping hole. POLO appears (he's been working Frankin all this time!) Frankin falls forward, eyes open, jaw slack.

Polo grabs the phone and barks into it:

POLO

Get everybody in here. We got a problem.

BLACK OUT.

END OF ACT TWO

ACT THREE

20 INT. FRAMKIN'S OFFICE - NIGHT

20

All the key puppets from Smile Time -- Polo, Flora, Groofus, and Ratio -- are gathered around the table in Framkin's office. They are alive, and in the middle of a conference. Framkin is as he was at the break, face down on the table.

POLO

OK--

Polo pours some whiskey into a Smile Time™ mug, frowning.

POLO (cont'd)

Which one of you short-bus bastards turned the CEO of Wolfram & Hart into a puppet?!

He downs the whiskey in one slug.

Around the table, all the others shake their heads, denying guilt. Ratio sits forward and TOOTS his horn.

RATIO

Toot.

POLO

Whaddya mean it wasn't us?

RATIO

Toot-toot-toot. Toot. *

GROOFUS

Ratio's right, man. This Angel cat must have been the guy who smashed his way into the 'Don't Room' last night. *

RATIO

Toot.

CONTINUED

20 CONTINUED:

20

GROOFUS

That's what I'm saying. He messed around with the nest egg--

*

POLO

Stupid jackass! Might as well walk into a nuclear reactor and lick the core! Anything could've happened-- to him, to us, to-- YOU JUST DON'T MESS AROUND WITH THE NEST EGG!

FLORA

Maybe we should take the spell off a couple of our workers, so they could actually 'see' an intruder.

*

GROOFUS

Yeah. Damn zombies out there can barely work the cameras.

*

POLO

Doesn't matter! The nest egg's already got enough power in it to keep our cloaking spells up and running, make our connections with the kiddies-- even turn this Angel guy into a puppet!

FLORA

Which is definitely gonna bite us in the ass.

POLO

Then we make sure our ass ain't here to bite. Ratio has perfected our system. Tomorrow, we go on the air, and instead of draining one brat's life-force at a time, we can take our whole demographic in one fell swoop.

*

RATIO

Toot!

Flora and Groofus nod along.

CONTINUED

20 CONTINUED: (2)

20

GROOFUS

So tomorrow's a pretty big show
then.

POLO

The biggest.

GROOFUS

Arrright. Cool. 'Cause I've been
working on this really great song
about the difference between
metaphor and analogy--

Polo starts to shudder with frustration. He lifts up his mug.

FLORA

Ooo, I like the sound of that. Is
there a part in it for me?

GROOFUS

'Solutely. It's got this funky a
cappella middle--

Polo's mug sails into frame and BEANS Groofus off the head.

GROOFUS

(continuing; pained
plaint)

Man--

POLO

ARE YOU OUT OF YOUR MINDS?!

Groofus rubs his smarting melon.

GROOFUS

Well we want it to be good, don't
we?

POLO

Who cares?! WE EAT BABIES' LIVES!

GROOFUS

And uphold a certain standard of
quality edu-tainment--

CONTINUED

20 CONTINUED: (3)

20

POLO

SCREW EDU-TAINMENT! The life-force we're pullin' outta those snot-nose kids is 100-percent pure innocence, baby! Do you have any idea of the street value that carries down in Hell?!

RATIO

TOOT!

POLO

Damn right we're gonna be rich! Enough juice to buy some demon legions, get ourselves a fire-lake -- Enough to buy our very own Hades!

GROOFUS

Well, gotta admit I like the sound of that.

ANGLE PAST FRAMKIN - to Polo as the puppets CHORTLE. Framkin stirs just a bit, twitching.

POLO

After tomorrow's harvest we're gonna torch this craphole and blow town before the rafters fall. Got it?

(off their nods)

OK.

With a wheeze, Framkin just barely manages to speak:

FRAMKIN

Please... let me...

Polo baps him across the back of his head with a backhand.

POLO

Somebody say you could join in?!

FRAMKIN

Let me die...

Polo raises his hand toward the hole in Framkin's back.

POLO

You sayin' you wanna talk to the hand?

CONTINUED

20 CONTINUED: (4)

20

FRAMKIN

Nn-- n-no...

POLO

Come on, fat boy, why don't you
talk to the hand--

With a violent thrust, Polo shoves his hand into Frankin's
back. The ex-puppeteer rears up, wailing in agony.

FRAMKIN

AAAAAAAGH!

ON OTHER PUPPETS - who LAUGH heartily. Ratio TOOTS his horn.

GROOFUS

Yeah! Make him swallow his tongue
again!

21 INT. WOLFRAM & HART - NINA'S HOLDING CELL - NIGHT

21

Nina is in her holding cell, behind the bars, looking a bit
glum as she takes off her shoes and socks, then starts to
unbutton her shirt.

ANGEL

Nina?

Nina looks up, but no one's at the door.

NINA

Angel?

ANGEL (O.S.)

Yeah... sort of...

ANGLE PAST ANGEL - who leans against the wall just past the
door. Nina stands behind the bars in the BG.

ANGEL

Listen, I want to apologize.
About the way I treated you this
morning.

NINA

Look, Angel, I understand.

ANGEL

Pretty sure you don't--

CONTINUED

21 CONTINUED:

21

NINA

You've got this whole complicated, important life going on, and the last thing you need to deal with is a crush from monster girl... Some charity case that you were nice enough to--

ANGEL

Nina--

Angel steps around the side of the holding cell door. Nina is suitably flabbergasted, but keeps it in admirable check.

NINA

Oh.

Angel walks up to her bars.

ANGEL

I got turned into a puppet last night.

NINA

I-- uh... wow...
(recovers a tiny bit)
Are you-- Are you OK?

ANGEL

(shrugs sadly)

I'm made out of felt. My nose comes off.

Angel PULLS OFF HIS NOSE and looks at it. He shakes his head and puts it back on. Nina stares for a beat.

NINA

I don't know what to say.

ANGEL

My people are working on the problem. I'm sure they'll fix it. Eventually.

(lets out breath)

I didn't mean to upset you this morning. I just didn't want anyone-- I didn't want you to see me this way. It's a little... embarrassing, I guess.

CONTINUED

21 CONTINUED: (2)

21

NINA

I'd call it a little insane--

She takes a moment, searching for the words...

NINA

(continuing)

But why do you care what people think, anyway? Angel-- You're... you. You know? You're this amazing, superhuman person. I mean, God, you're an actual hero-- and I don't know, this is probably cliché coming from an art school chick but-- the vampire thing is kinda sexy--

ANGEL

That all sounds great. But it's not how I feel.

NINA

I know. That's what I like about you.

Nina smiles. A beat of quiet. Then she reaches her hand through the bars, towards Angel's hair.

NINA

(continuing)

Can I--?

Angel gives a slight nod, and she strokes his hair for a beat. Then she withdraws her hand, smiling.

NINA

(continuing)

Feels like it looks.

Angel stares at the floor as he finds his words, and we PUSH IN SLOWLY to a single on him.

ANGEL

I'm not very good at any of this. I've spent so much energy worrying about the past, and the future... and my 'important complicated life'... It's been a while since I looked up and really saw what was going on around me.

CONTINUED

ANGEL

"Smile Time"

(BLUE)

1/3/04

42*

21 CONTINUED: (3)

21

As he speaks, we hear a couple of OS RUSTLINGS, nothing too give-away, but just enough to note.

ANGEL (cont'd)

It's not my strong suit, you know?
But I'm working on it, on paying
better attention to--

Suddenly he startles, hearing a loud OS GROWL, then a WEREWOLF HAND shoots into frame, and yanks him OS.

ANGEL (O.S.)

Nina! No! NO!

He struggles away from the OS werewolf --

ANGEL

Bad Nina--!

He's hauled back OS, CRIES OUT IN PAIN, and BITS OF FELT AND FOAM spray into frame--

22 OMITTED
THRU
24

22
THRU
24

*

25 INT. WOLFRAM & HART - LOBBY - NIGHT

25

Lorne steps out of the elevator and heads for Angel's office. He's almost to the door when he sees something to his left --

LORNE POV - Angel staggers around the corner, down the hall to the left of Angel's door. He cradles a white puffy armload of his foam entrails, looking tattered and weak.

ANGEL

Lorne--?

He crumples to the floor. Lorne rushes to him--

LORNE

Oh my little prince!

He sweeps Angel up in his arms like a baby, cradling him. Angel's head lolls as he hovers at the edge of blackout.

LORNE

(continuing)

What did they do to you?!

ANGEL

Nina-- tried to-- eat me--

LORNE

You poor kid!

(calls out)

Medic!

(to Angel)

You're gonna make it, Angel! Just don't stop fighting--

(calls again)

Doctor! Is there a Gepetto in the house?!

26 INT. DOCTOR SPARROW'S IMPLANT CHAMBER - NIGHT

26

DR. SPARROW, mad scientist from Ep.1, labors at something behind camera, SEARING SFX, LIGHT FLASHING over his face, a true Frankenstein moment. He stops, raises his GOGGLES, and steps back.

WIDER - as Gunn opens the door behind him, steps in. Sparrow gives him a slight nod.

DR. SPARROW

With you in a minute.

CONTINUED

26 CONTINUED:

26

He addresses his PATIENT, (anybody we can find) who sits in the implant chair, wearing big SUNGLASSES. As Sparrow speaks, the guy gets up, starts to go.

DR. SPARROW (cont'd)
So I want you to keep the glasses on for a full week, give those fancy new retinas time to adjust--

As the patient exits, Sparrow steps up to Gunn, referring to the patient.

DR. SPARROW (cont'd)
X-ray vision. Very 'now.'

GUNN
Something's wrong with the implant you gave me. *

Sparrow grabs up a LIGHTSCOPE from a bench.

DR. SPARROW
Well, I doubt that-- 'Gunn', isn't it? But let's take a look. *

Sparrow clicks on the lightscope, peering into Gunn's eyes, blinding him a bit. *

DR. SPARROW (cont'd)
Mmm. Yes. The imprint is fading--
And your neural path modification has almost completely reverted--

GUNN
(nods, veiled fear)
I'm losing it. The law, the languages, the strategy-- *

CONTINUED

26 CONTINUED: (2)

26

DR. SPARROW

Acute Flowers for Algernon syndrome.

(a little giggle)

It must be sheer torture.

GUNN

Well fix it! Put it back!

*

DR. SPARROW

No offense counselor, but your insurance plan wouldn't cover what I charge to wash my hands -- You had that upgrade 'cause the Senior Partners wanted you to have it. And if you're losing it, well...

*

(hand gestures bird in flight)

They wanted that too.

*

CONTINUED

26 CONTINUED: (3)

26

GUNN

Why would they do that?

DR. SPARROW

(shrugs, looks up)

Mysterious ways. Part of the big plan? Or capricious? Whimsical?

(appreciative laugh)

You never know with them.

GUNN

I can't lose this. This power, these skills-- They've changed me... Given me purpose. Given me--

DR. SPARROW

(emotional)

Meaning. Yes, yes, and to have it taken away-- heartbreaking. Though I do think Cliff Robertson captured the poignance of it more elegantly.

Gunn seethes a bit, stepping forward with menace.

GUNN

I'm not going back to the way I was.

DR. SPARROW

Maybe. Maybe not.

Sparrow retreats to another area, fiddling with tech.

 DR. SPARROW (cont'd)

See, I've always got a few things going on the side-- currently, I have a lot of capital sunk into a shipment that's been held up at customs.

GUNN

(grim nod)

Drugs.

DR. SPARROW

(amused dismissal)

Goodness, no. I make my own drugs. No, this is just an ancient curio, a collectible I hope to turn a profit on...

(more)

CONTINUED

26 CONTINUED: (4)

26

DR. SPARROW (cont'd)

If I was to give you the permanent upgrade, I'd say you'd be more than able to cut through all of my red tape problems...

GUNN

I don't make deals with people like you.

DR. SPARROW

And believe me, Charles, I don't make deals with people like you. Not the person that you really are. Not the ignorant street muscle, the high school drop out, the promising but ultimately minor blip on the grand scale of intellect...

We've been PUSHING IN on Gunn while this all hits him. Then Sparrow cracks a skeevy smile:

DR. SPARROW

(continuing)

I would, however, love to make a deal with Charles Gunn, attorney-at-law...

Off Gunn's reaction--

27 INT. WOLFRAM & HART - FRED'S LAB - LATE NIGHT

27

ON TV SCREEN - Ratio TOOTS at camera. Polo makes an excited intro and the camera swings to Groofus and Ratio, who are behind a makeshift 'news desk' in the backyard.

POLO

Hey, everybody, it's time for the Action Math News! With your Action Math expert, Ratio Hornblower, and Groofus!

Ratio TOOTS his horn, Groofus shuffles a pile of papers.

GROOFUS

Thank you, Polo. Our top story this morning-- Two plus two is four!

(more)

CONTINUED

27 CONTINUED:

27

GROOFUS (cont'd)
(turns to second
camera)

In related news, four plus four is eight! And we'll have more on that story, as it develops.

Wes and Fred sit at a TV MONITORING SET UP - with a variety of hardware stacked around a monitor, very tech-y. They look glazed by the late hour and too much focus.

WESLEY

Could be the lack of sleep talking, but I'm really starting to like this show...

FRED

I know what you mean. What time is it?

Knox enters, carrying two cups of coffee.

KNOX

Four a.m. And counting.

He hands one to Fred and sits in the swivel chair between she and Wes. Knox looks at his coffee, then to Wes.

KNOX

(continuing)

Oh, did you want--? 'Cause I could--

Wes shakes his head, smiling mildly. Whatever the outcome, he's done sparring with Knox.

WESLEY

I'm fine, Knox. Really.
(rubs face, clears
head)

All right, what are we missing? There must be something locked in this transmission, some trace of a spell encoded in here--

FRED

Guess we should go back and comb through the signal spread, check all the tracks again.

CONTINUED

27 CONTINUED: (2)

27

KNOX

Again? What's up with you two?
The tracks are clear, we ran them
through every filter we've got!

WESLEY

That's not how magic works, Knox.

KNOX

Really? Merlin? Then how does
magic work?

Fred puts a gentle stop to this friction.

FRED

You know what? I think we can
take it from here. You should go
home, Knox. Get some rest.

KNOX

No... I don't want to abandon
ship--

FRED

It's OK. Someone's got to be
awake enough to run the lab
tomorrow. Seriously. Go home.

KNOX

I-- Well... OK, then.

He gets up and shuffles toward the door with a yawn. He
turns at the door and looks back for a beat.

KNOX POV - at Wes and Fred as Groofus gets ready to sing on
the monitor.

FRED

Oh, I love this one...

As the song starts, Fred hands Wes her coffee, and he takes
a sip. Midway in the song, Knox backs away, turns and exits
the lab.

GROOFUS

*There's a little bit of math in
everything / from the number of
your toes to the arc of a swing /
and even in the length of a yo-yo
string / there's a little bit of
math in every-thing!*

CONTINUED

27 CONTINUED: (3)

27

Wes watches Fred watch the song. A beat after the chorus ends, Wes pries gently:

WESLEY

So how is it going with you and Knox? I know you were starting to--

FRED

Started and stopped, actually, in pretty short order.

WESLEY

Really.

FRED

Yeah. We went out a few times, but... I don't know.

Wes turns down the volume on the monitor.

WESLEY

(hiding his happy)

So you... 'stopped' it...

FRED

Uh-huh. He's nice enough. But I think he's been working here too long... Plus, he doesn't make me laugh at all. I mean, he tries, but--

WESLEY

(a little worry)

So you're looking for someone funny.

FRED

A certain kind of funny, yeah. But I'm not really 'looking for' so much as 'looking at'--

Wes catches something on screen. Polo is yapping directly at camera as the puppets behind him sing.

WESLEY

Hang on-- Go back a second.

(she rewinds, he squints)

.This seems different. Maybe if we bring up the volume--

CONTINUED

27 CONTINUED: (4)

27

Wes brings up the volume, and the image phases back to one where Polo is back among the other puppets, singing with them. Wes MUTES the volume, and Polo is up close to the screen, yapping again.

FRED

Polo isn't singing with the rest of them. It looks like he's talking to the audience.

WESLEY

Yes. When the song is playing, it acts as a sort of cloaking spell -- allowing Frankin to address his target without being seen by the rest of his viewers...

FRED

So that's how he's been hiding it--
Wes, I think we got him...

28 EXT. LOS ANGELES TO W&H - EARLY AM

28

FLASHY CUTS - takes us to the break of dawn.

29 INT. WOLFRAM & HART - ANGEL'S OFFICE - EARLY AM

29

Angel is at his desk, sewing a last tear in his sleeve. He's back together again, a little worse for the werewolf.

Fred and Wes come in, flush from a sleepless, successful night. Wes has a LEATHER SHOULDER BAG..

WESLEY

It's all in the broadcast; some very nicely nuanced magic, but we found it, finally.

Angel drops out of his chair, comes out from behind his desk.

ANGEL

Go on--

FRED

It's a hidden carrier wave, cloaked by a spell, that turns the TV into a two-way conduit with direct access to the viewer--

CONTINUED

29 CONTINUED:

29

WESLEY

That's how he's been draining energy from the children-- And judging by the strength of yesterday's signal--

FRED

Frankin is ready to take out the whole audience.

WESLEY

I've gathered some spell scrolls. We'll need some enchantments to stay free of the mesmer spell he's put over his lair-- And the object you described in that secret room is most likely the repository of the children's life-forces. We'll have to break the binding magic on it.

FRED

Which should free those children, and reverse your puppet problem.

ON WES AND FRED - as Angel ZIPS into frame with puppet speed, hugging Fred.

ANGEL

I love you guys!
(breaks hug)

But we'd better get moving. Frankin knows we're on to him. If he's ready to zap his whole audience, then he'll pull the trigger today for sure.

*
*
*
*

Gunn enters, looking dapper and confident.

GUNN

Not 'him.' Them.

ANGEL

Gunn! Where have you been?

GUNN

Personal matter. But it's all taken care of. Frankin's not doing this. It's the puppets. They're demons. The show is possessed. Smile Time's ratings hit an all time low last year. Frankin made a deal with some devils to bring him back to number one.

*
*
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*
*
*

CONTINUED

WES

You're sure of that?

*
*

GUNN

Dead sure. Every contract signed with the lower planes is filed in the Library of Demonic Congress. You just gotta know where to look.

*
*
*
*
*

WES

You read it.

*
*

GUNN

Pretty tricky legalese, too. Frankin must have missed some fine print.

*
*
*

ANGEL

Which allowed them to take over everything.

*
*
*

GUNN

(nods)

Including Frankin. These particular devils have a fairly distinctive M.O.

*
*
*
*

FRED

They've done it before?

*
*

CONTINUED

29 CONTINUED: (3)

29

GUNN

You watch the last few seasons of
Happy Days?

(back to it)

Point is, if you want to take out
Smile Time... You take out the
puppets.

*

Angel pulls a sword off the wall, brandishes it.

ANGEL

Then let's go take out some puppets.

30 INT. WOLFRAM & HART - LOBBY - PRE-DAWN

30

SLOW-MO *Reservoir Dogs* Power shot as Angel's doors open and
our gang heads out to storm the castle.

CAMERA TILTS down to include Angel, carrying a sword, head
bopping toward us.

END OF ACT THREE

ACT FOUR

31 INT. SOUND STAGE - SMILE TIME SET - MORNING

31

Flora looks out into TV land.

FLORA

Hey everybody! It's time to start
the show!

CAMERA ON Smile Time arch, as in teaser. It drops down,
pushes through as the puppets sing:

PUPPETS

*In our secret backyard we can make
your day more fun and less hard --*

32 INT. CHILD'S LIVING ROOM - CONTINUOUS

32

ON TV SET - as the puppets continue their song.

PUPPETS

*No more frowning let's get
learning A-B-C's and 1-2-3-4's --
Everything from words to weather --*

Polo turns away from the others and stops singing. He walks
up to camera and looks out at TV land.

POLO

Hi!

REVERSE - on HANNAH, a six year-old girl, who sits in an
armchair watching with her dollies around her.

HANNAH

Hi...

POLO

Listen, kids, today's gonna be an
extra-special best show ever, but
only if you all give us a hand!
And hey, if you have brothers and
sisters, call 'em all in. They're
gonna want to see this! Now get
up, and come over here...

Hannah gets up and approaches the screen, places her hands on
it.

CONTINUED

32 CONTINUED:

32

POLO
(continuing)
That's it, everybody, just keep
your hands right there...

The DRAINING EFFECT BEGINS.

POLO
(continuing)
Oh yeah, let it go... Let it all
go. After all, it is Smile Time...

ANGEL (O.S.)
No.

Polo startles and turns-- TV CAMERA PANS to see Puppet Angel
standing, sword in hand.

ANGEL
It's time to kick your ass all the
way back to Hell!

33 INT. SOUND STAGE - SMILE TIME SET - CONTINUING

33

Angel launches at Polo, smashing him up against the oak tree.

POLO
You!

He swings his sword, but Polo ducks and comes back up
fighting. He cracks Angel across the chops, sending him
flying back -- the demon puppets are strong too.

ON GROOFUS - by his dog house, watching in horror.

GROOFUS
Hey man! You're ruinin' the show!

An axe sweeps into frame and BEHEADS Groofus. Gunn steps in
as the puppet's body falls.

GUNN
We're workin' on it.

ON FLOOR - as Groofus' head rolls to a stop. He sings weakly
as his life ebbs away.

GROOFUS
*Metaphor is better for an abstract
cup of tea...*

CONTINUED

33 CONTINUED:

33

Gunn's feet step over him, heading deeper into the set.

GROOFUS (cont'd)

*On the other hand, you understand,
there's always a-nal-o-gy...*

Polo wrestles with Angel, a grip on his sword hand. Polo slams Angel's wrist against a set piece, making Angel drop his sword. Behind Angel, he sees Gunn moving in.

POLO

It's a full-scale attack! Ratio!
The nest egg!

Ratio nods and ambles off as the battle wages on.

34 INT. SMILE TIME PRODUCTION OFFICES - CONTINUOUS

34

Wes and Fred make their way through the office, past EMPLOYEES who mill about, not even seeing them. Wes carries a leather shoulder bag.

Fred stops, swaying a bit.

WESLEY

Careful, Fred. Don't let the mesmer
spell take you under. Just focus--

Fred nods, snapping out of it.

FRED

It's OK. I'm all right--
(looks up)

There-- that must be the entrance--

They push aside the filing cabinet, revealing the hallway Angel went down in act one.

35 INT. SOUND STAGE - SMILE TIME SET - CONTINUING

35

The battle rages on. CAMERA TRACKS with Polo and Angel as they trade blocks and blows, fighting viciously.

POLO

Rip you a new puppet hole, bitch!

Gunn comes in from the flank.

CONTINUED

ANGEL

"Smile Time"

(BLUE)

1/3/04

56A*.

35 CONTINUED:

35

GUNN

I got him, Angel--

Flora leaps down from the tree onto Gunn's back, HISSING with demonic fury. She gives his neck a powerful twist. Gunn pirouettes in the air and OFF THE SET--

SLAMMING to the floor amidst the CAMERAS and ZOMBIE CREW.

As he tries to recover, Flora zips up his body to his head--

CONTINUED

35 CONTINUED:

35

FLORA

Gimme those pretty eyes!

Her hands shoot toward Gunn's eyes. He catches her wrists at the neck, but she's super strong too.

GUNN

Aaagh--

36 INT. SECRET ROOM - MORNING

36

Wes pulls a scroll from the leather bag and hands the bag to Fred. Frankin is in his seat under the NEST EGG, with a towel over his head. The Nest Egg is THROBBING LOUDLY, and we hear a low SUCKING SOUND. Wes starts to read from the scroll:

WESLEY

(LATIN)

*Aperi, rumpe, solve,
reveni, aperi, rumpe,
solve, reveni,*

WESLEY

(ENGLISH)

Open, break, release,
return, open, break,
release, return.

The Nest Egg cracks its BLINDING SMILE, flashing its light over he and Fred.

WESLEY

Don't look into the light, Fred--

WESLEY

(LATIN)

*Refer quod furatum, permuta
quod mutatum--*

WESLEY

(ENGLISH)

Return what was stolen,
unchange what was changed--

RATIO (O.S.)

TOOT!

Suddenly Ratio is behind them. He grabs Wes in a bone-crunching bear hug, lifting him off his feet. Wes drops the scroll.

FRED

Wes!

She starts toward them.

WESLEY

(strains to speak)

No! Fred-- Keep... reading...
Have to reverse... the flow!

CONTINUED

36. CONTINUED:

36

Fred sees the scroll and picks it up--

37 INT. CHILD'S LIVING ROOM - CONTINUOUS

37

Hannah's hands are pasted to the screen, swaying as her LIFE FORCE IS DRAWN FROM HER.

ON SCREEN - through her hands we see the battle rage on.

Gunn hurls Flora at the screen (CAMERA) and she bounces off, dropping OS.

38 INT. SOUND STAGE - SMILE TIME SET - CONTINUOUS

38

Angel smacks Polo hard, sending him flying up to the tree fort. Polo smashes through the wooden wall, then pops back up, puppet fast, with a railing post in his hands.

POLO

So, got a little demon in ya, eh?

ANGEL

Got a lot of demon in me--

Angel puppet VAMPS.

ANGEL

(continuing)

Come on!

Polo leaps off the fort, cranking back the jagged post. SLO-MO follows him through the air--

Angel leaps up to meet him with a VAMPIRE GROWL, also tracked in SLO-MO.

He pulls his body up into a cool karate kick. He freezes for a beat, as CAMERA ROTATES AROUND HIM (Matrix) then sails forward to kick Polo full on in the face.

His shoe pushes into Polo's soft mug, turning an outie into an innie..

They both drop to the floor.

Polo claws at his reversed face. Angel gets up, spins the railing post in his hands, and drives its jagged end RIGHT THROUGH POLO'S HEAD. The puppet falls.

CONTINUED

38 CONTINUED:

38

ANGEL
(continuing)

Gunn--?

ON GUNN - who's leaning, back against a set piece covered in stuffing. He holds one of Flora's arms in his hand.

GUNN
Think I'm good.

39 INT. SECRET ROOM - MORNING

39

Fred reads on, and the blinding smile-crescent begins to FLICKER UNSTABLY.

FRED
(LATIN)
*Aperi, rumpe, solve,
reveni...*

FRED
(ENGLISH)
Open, break, release,
return...

Wes gets slammed against the wall by Ratio, hard. He tries to get up as Ratio lifts up a HEAVY-ISH OBJECT and stalks toward him.

ON FRED - who reads, watching the fight between lines.

FRED
(LATIN)
*Omnes compages fractae,
omnia vincula sublata...*

FRED
(ENGLISH)
All bindings broken, all
chains lifted...

Finally she can't stand it, and starts rooting in the bag over her shoulder.

Ratio is almost to Wes and lifts the heavy thing over his head. BANG! A bullet rips into his arm. He drops the heavy thing, turns. BANG! Another bullet BLOWS OUT one eye. Ratio staggers back, SQUEALING THROUGH HIS HORN.

Wes flashes a thank you glance to Fred--

Who shoves A PISTOL back in the bag and resumes reading.

FRED
(LATIN)
*Omnia incantamenta fracta.
Omnia incantamenta fracta.*

FRED
(ENGLISH)
All spells broken. All
spells broken.

Ratio paws at his eye, turning as Wes pops into frame. He grabs Ratio's horn, braces a knee against his gut, and yanks..

CONTINUED

39 CONTINUED:

39

Ratio lets out a high-pitched BLEAT, then the horn is RIPPED FROM HIS FACE. Wes does a cool spin and PLUNGES the horn into Ratio's other eye.

Ratio stands still for a beat, STUFFING GURGLING out of the hole that was once his horn, then he topples backward. Wes turns to Fred--

Who finishes reading--

FRED	FRED
(LATIN)	(ENGLISH)
Aperi, rumpe, solve, reveni!	Open, break, release, return!

BLINDING CRACKS spread over the Nest Egg, and it EXPLODES.

ON WES AND FRED - as they shield their eyes, weathering a TORRENT OF MYSTICAL ENERGY.

40 INT. CHILD'S LIVING ROOM - CONTINUOUS

40

Hannah is looking drained, close to collapse, but then a blast of WHITE LIGHT emits from the screen, into her.

ON BEAN BAG CHAIR - as she drops down into it, dazed but healthy looking. An OS PARENT calls:

PARENT (O.S.)
Hannah! What's going on in there?

After a beat, Hannah:

HANNAH
(a little dazed)
Nothin'. Just watchin' TV.

41 EXT. LOS ANGELES TO W&H - MORNING

41

FLASH CUTS bring us back to Wolfram & Hart.

42 INT. WOLFRAM & HART - NINA'S HOLDING CELL - MORNING

42

Nina, yes, once again unclad, wakes, tastefully covered with bits of foam, felt, and cloth from Angel's puppet clothes. She is horrified:

CONTINUED

42 CONTINUED:

42

NINA

Oh my God... I ate him...

ANGEL (O.S.)

You tried. But he got away.

She grabs for a folded robe placed just beyond the bars.

ANGEL

Are you decent?

NINA

Yeah, I--

(Angel puppet steps
in)

Wow.

(winces)

Sorry. Takes getting used to.

ANGEL

Tell me about it. But, Wes and Fred think my condition is improving. Said something about 'conservation of magic' and lag effect.

NINA

So you're going to change back?

ANGEL

A couple of days, tops. Anyway...

Angel reaches up and opens the cage door.

ANGEL

(continuing; beat)

What are you doing for breakfast?

Nina smiles at him, offering her hand. He takes it, escorts her from the cell. Then a thought hits her:

NINA

What do puppets eat?

ANGEL

I have no idea.

43 INT. WOLFRAM & HART - WESLEY'S OFFICE - MORNING

43

Wes puts away some scrolls, a bit bleary from the long night.

FRED (O.S.)
Long night, huh?

WESLEY
Should be used to it by now, I suppose.

Fred steps in, closes the door--

FRED
I just got off the phone-- Looks like the kids are coming out of their stasis.

WESLEY
That times out with my lag effect calculations-- good.
(rubs face wearily)
I think we did some excellent work back there.

FRED
I think you're right.

WESLEY
And now--

FRED
And now...

WESLEY
I think we'd better get some rest. No telling when the next crisis will strike--

Wes heads for the door, but Fred steps in his way, actually blocking his path. He tries to sidestep, she stays on him.

WESLEY (cont'd)
Fred?

FRED
You're just going to go, aren't you? After all we did together, you're just leaving.

WESLEY
(dry)
I'll be back someday, I assure you.

CONTINUED

43 CONTINUED:

43

FRED

So you haven't been sensing anything lately? About me? Coming from me?

WESLEY

A bit of oddness, maybe?

As Fred speaks she moves in, slowly closing the distance between them.

FRED

Didn't occur to you that something's changed? That I look at you in a different-- and that I like the difference--

(off Wes' bafflement)

Oh screw it.

*

CONTINUED

43 CONTINUED: (2)

43

She tiptoes and kisses Wes on the mouth. A fair beat, then pulls away. Wes is stunned.

WESLEY

Uh...

FRED

That was a signal. OK? Is that clear enough for you?

*
*

A smile creeps in on Wes as dawn breaks in his heart.

WESLEY

Not even close...

*

Wes says as he leans in, and they share a second, more passionate kiss...

CUT TO BLACK.

END OF EPISODE