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Story # E02328

ANGEL

"Power Play"

Written by

David Fury

Directed by

James A. Contner

SHOOTING DRAFT

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ANGEL

"Power Play"

CAST LIST

ANGEL.....	David Boreanaz	
WESLEY WYNDAM-PRYCE.....	Alexis Denisof	
CHARLES GUNN.....	J. August Richards	
ILLYRIA.....	Amy Acker	
LORNE.....	Andy Hallett	
SPIKE.....	James Marsters	
NINA.....	Jenny Mollen	
HARMONY.....	Mercedes McNab	
HAMILTON.....	Adam Baldwin	
LINDSEY.....	Christian Kane	*
SENATOR BRUCKER.....	Stacey Travis	*
ERNESTO.....	Elimu Nelson	
IZZY.....	Mark Colson	
DROGYN.....	Alec Newman	*
SEBASSIS.....	Leland Crooke	
MR. VAIL.....	Dennis Christopher	*

ANGEL "Power Play"

(FULL BLUE)

3/24/04

ANGEL

"Power Play"

SET LIST

INTERIORS

CELLAR

WOLFRAM & HART

 ANGEL'S PENTHOUSE

 BEDROOM

 HALLWAY

 LOBBY

 CONFERENCE ROOM

 WESLEY'S OFFICE

 RECEPTION DESK

 ANGEL'S OFFICE

 INTERROGATION ROOM

RACQUETBALL COURT

SPIKE'S APARTMENT

CORRIDOR

EXTERIORS

STOCK - ESTABLISHING

ABANDONED AMUSEMENT PARK - EVENING

ART SCHOOL - NIGHT

ANGEL

"Power Play"

TEASER

1 INT. CELLAR - NIGHT

1

MOVING across a dark stone room, with marble archways, reflected firelight dancing across the walls, we HEAR MUFFLED GRUNTS and the repeated POUNDING of blunt objects striking flesh and bone as we come around to find

BLACK-CLOAKED FIGURES, five of them -- what we may see of their seemingly grotesque faces is obscured by movement and shadow -- as they raise wooden clubs and bring them down upon

A MAN - his head enshrouded in a burlap bag - kneeling on the floor, shirtless and bound by the wrists. Blood runs down his back and chest, particularly from a large open gash near his shoulder.

BOOM UP and OVER the onslaught to discover a SYMBOL imprinted on the floor next to the Man: A BLACK CIRCLE WITH SLANTED POINTS running along the outside, somewhat like the teeth of a circular saw.

NEW ANGLE - We see, stretched across one archway, A WALL OF FIRE. Suddenly, in SLO-MO, a SHAPE leaps from out of the inferno, landing deftly.

ANGEL. A little power-shot, perhaps?

OVER THE CLOAKED FIGURES -- they immediately freeze in their assault as Angel surveys them. Then, just as quickly, the figures withdraw, effectively retreating into the darkness.

Angel moves to the kneeling man, helping him to his feet. OVER THE MAN'S SHOULDER, as Angel pulls off the bag, revealing the back of a roughly shaved, bloody head. He regards the Man for an instant and with, perhaps, a hint of a wince as if taking in the extent of the injuries. The Man croaks out:

MAN
(barely audible
whisper)
Thank... Thank you...

CLOSE ON ANGEL -- He gives a slight shake of his head. Then, he VAMPS and violently rips into the Man's throat.

BLACK OUT.

END OF TEASER

ACT ONE

2 EXT. STOCK - ESTABLISHING

2

The sun peeking over the horizon as day breaks. FLASHING into the top floor of the Wolfram and Hart building.

3 INT. W & H - ANGEL'S PENTHOUSE - BEDROOM - DAWN

3

FROM ABOVE, CLOSE ON ANGEL lying in bed, staring up at the ceiling. There is a slight sheen of sweat on him.

TITLE IN: "NINETEEN HOURS EARLIER"

A lovely, naked -- and even sweatier -- arm slides across his chest. He turns as NINA rolls into him for a post-coital snuggle. She is wearing a little camisole.

ANGEL
(smiling)

Hey.

NINA
Ho. Yeah. Okay.
(breathes a moment)
I didn't faint just then, did I? I'm sure I wouldn't... a cool person wouldn't howl like a -- well, wolf -- and then just pass out 'cause that's... where did you learn how to do that?

ANGEL
Which part?

NINA
Doesn't matter. How are you?

ANGEL
I'm good.

NINA
You're not perfectly happy, are you?

She reaches into the bedside drawer, rummaging about and grabbing something:

NINA (cont'd)
'Cause I got my wooden stake right here and -- that's not a stake -- I know I brought it --

CONTINUED

3 CONTINUED:

3

ANGEL
You're safe.

NINA
(back to snuggling)
Okay. And you? Good? You...
weren't thinking about your little
Roman friend, or...

ANGEL
(reaches for his
watch)
Nina, for the last --
(looks at it)
--whoah.

NINA
(looking)
Wow. Hey, golly.

ANGEL
For the last... very long while I
haven't had a single coherent thought.

NINA
I'm gonna take that as a compliment.

ANGEL
You really should.

NINA
But now, the brow is back. If **she's**
not on your mind, then...

ANGEL
There's a lot. More than usual going
on.

NINA
Work?

ANGEL
(looking at the
ceiling)
Always.

CONTINUED

3 CONTINUED: (2)

3

NINA

You should get away. Vacation? You know that word? Go to Cabo, drink margaritas, midnight skinnydipping, making love on the beach... did you catch how I subtly included myself in your vacation package?

ANGEL

Nina...

NINA

Too pushy too needy I never even said it. You should make love on the beach all by yourself.

ANGEL

It would be wonderful. I mean it.

NINA

But...

ANGEL

There are things... I have to do, things I've set in motion that...

He sits up on the edge of the bed.

ANGEL (cont'd)

I've spent years fighting to get somewhere, to accomplish something, and now I'm close to it, and I don't like what I see. What I... am.

NINA

You're a hero.

ANGEL

That word...

NINA

Well you're **my** hero...

He turns back to her, brushing her hair back and touching her face affectionately.

ANGEL

I may not always be.

4 INT. WOLFRAM & HART - HALLWAY - MORNING

4

ON ILLYRIA as she casually wanders the hall, taking in every detail of the decor. A FEMALE EMPLOYEE carrying files passes her, not giving Illyria a second glance. Illyria turns to study her when she hears:

SPIKE (O.S.)

Like you're not even there.

Illyria turns to see SPIKE leaning up against a wall, watching her.

SPIKE

World trembled before you once...
Now, padding around a place you don't
want to be in... And the rabble don't
give you so much as a polite yawn.

ILLYRIA

Do not presume I require any
creature's attention.

SPIKE

Wouldn't dream of it, Blue. Still.
Can't enjoy haunting this place.
Less than what you were. Not knowing
what to do with yourself. Believe
me, I've been there.

ILLYRIA

And what do you know of it?

SPIKE

Long and fascinating tale. Ghost
story, in fact. Short of it is, take
my advice... Get out once in a while.
Before you go bats.

ILLYRIA

Out?

SPIKE

Out. Outside. That little place
just on the other side of the windows.

She shakes her head and starts walking again, Spike following.

ILLYRIA

I've grown more wary of this world
since my powers were depleted.
(more)

CONTINUED

4 CONTINUED:

4

ILLYRIA (cont'd)
(musing)
Strange. Though I've been made more
human, this place remains...
disconcerting.

SPIKE
Yeah, well, 'fraid that never goes
away. Anyhow, thought Wesley was
giving you the primer on all things
human.

ILLYRIA
He and I no longer have intercourse.

Spike comes to an abrupt halt.

SPIKE
Ya--What?!

ILLYRIA
He's ceased any communication with me.

SPIKE
Oh. Oh, communi--

ILLYRIA
My recent reversion to the Burkle
persona... disturbed him. And he
will not tell me why.

SPIKE
You don't know?

She shakes her head.

SPIKE (cont'd)
You may not think you're as powerful
as you were, Highness. But, looking
like Fred, for some of us... That's
the most devastating power you've
got.

As Illyria eyes him, quizzically...

5 INT. WOLFRAM & HART - LOBBY - MEANWHILE

5

ON ANGEL and GUNN emerging from his office.

HAMILTON (O.S.)
And there's the man himself...

CONTINUED

5 CONTINUED:

5

HAMILTON approaching them, accompanied by SENATOR HELEN BRUCKER, a smartly dressed, attractive 40-ish woman exits, followed by her aide, ERNESTO, 20's, neatly dressed, carrying a DayPlanner. HARMONY sits at her desk.

HAMILTON

Angel, I'd like you to meet Senator Brucker...

Angel shakes her hand.

ANGEL

Senator. Welcome to Wolfram and Hart.

BRUCKER

Oh, I go way back with this firm. Back when Holland Manners was in charge.

GUNN

You'll find things have changed a bit since then.

She looks at Gunn. He offers his hand.

GUNN (cont'd)

Charles Gunn.

HAMILTON

Head of our legal department.

BRUCKER

Ah. This is Ernesto. My personal--

ANGEL

(eyeing Ernesto)
Vampire.

Gunn looks at Angel.

BRUCKER

Aide. Always forget your kind can sense each other.

(with a smile)

I believe in diversity on my staff.
It was a big part of my campaign.

*
*

GUNN

(dryly)

How commendable.

Angel looks over at Harmony.

CONTINUED

5 CONTINUED: (2)

5

ANGEL

Harmony, would you mind getting us some coffee.

HARMONY

Coming up.

BRUCKER

Oh, thank you, no. No coffee. But, if it isn't any trouble, I think Ernesto might like some blood.

ERNESTO

Virgin, if you have it. Room temperature's fine.

HARMONY

Sorry. But we have a no human blood policy. I can offer you something in a rodent. We have some fruity, unassuming vole--

*
*

HAMILTON

I think we could make an exception to our policy for the Senator. Couldn't we, Angel?

Angel looks at Hamilton for a moment, then:

ANGEL

Harmony, the lab might have something in our blood bank. Why don't you check it out.

Both Gunn and Harmony react a little surprised.

HARMONY

Um... okay. You're the boss, Boss.

She starts to go, then turns back...

HARMONY (cont'd)

Could I, maybe, have just a teeny-weeny--

*

ANGEL

No.

HARMONY

Just thought I'd ask.

She goes.

CONTINUED

5 CONTINUED: (3)

5

HAMILTON

Senator, please call on me if you
need anything. Rest assured, you're
in good hands.

He glances up at Angel, with a grin, then crosses away.

ON ANGEL, gesturing.

ANGEL

(to Senator)

Shall we...

The Senator and Ernesto enter followed by Gunn. As Angel
turns to join them...

WESLEY (O.S.)

Angel...

Angel turns back to see WESLEY approaching.

WESLEY

There's been another fatality in
Funville.

*
*

ANGEL

What?

WESLEY

That abandoned amusement park
downtown. Third victim in as many
nights. Teeth marks strongly
indicate a Boretz demon.

*
*

SPIKE (O.S.)

Bloody Boretz...

ON SPIKE and ILLYRIA joining them.

SPIKE

Nasty buggers. Stink to high heaven.
Dress like transients to prey on the
homeless. Poor sods.

Wesley glances at Illyria, then turns back to Angel.

WESLEY

This last victim was a teenage girl.
A runaway. She was ripped apart.

ANGEL

Well, there's not a lot we can do
about it now.

CONTINUED

5 CONTINUED: (4)

5

WESLEY

Angel... We need to find this demon
and destroy it before--

ANGEL

Somebody else dies, I know. People
are dying everyday, Wes. All over.
This girl's one more statistic and--

WESLEY

Stacey.
(off Angel's look)
The statistic's name was Stacey Bluth.

Angel takes that in a moment, then...

ANGEL

We can't save everybody and we can't
sweat the small stuff.

WESLEY

Small--?!

ANGEL

Wes. I got a United States Senator
waiting for me. Just... Find out
whatever you can about this Boretz
thing and we'll... We'll talk about
it later.

He goes into his office and closes the door.

ON WESLEY

WESLEY

"Small stuff."

SPIKE

(to Wesley)

What the bloody hell's up with him?

WESLEY

Wish I knew.

SPIKE

Listen, you need some Boretz killing
done, I'll have a go. Haven't had a
decent tussle since the Blue Meanie
here and I stopped sparring.

He gestures to Illyria, but Wesley stays focused on Spike.

CONTINUED

5 CONTINUED: (5)

5

WESLEY

Yes. Alright. Call me if you find anything. I'll be in my office, learning what I can.

He moves off, never looking at Illyria, though she's never taken her eyes off him. As she watches him go...

ILLYRIA

He showed no regard for my presence.

CONTINUED

5 CONTINUED: (5)

5

SPIKE

Well, not like you require any creature's attention.

She turns and glares at him.

SPIKE (cont'd)

(quickly)

Hey. Wanna go find something to hit?

*

6 INT. WOLFRAM & HART - CONFERENCE ROOM - CONTINUOUS

6

ON TV SCREEN - CAMPAIGN COMMERCIAL plays on Angel's TV. STOCK FOOTAGE of the GULF WAR as a narrator intones:

NARRATOR (ON TV)

A Gulf War veteran and bronze star recipient, Mike Conley believes ethics and integrity matter...

CUT OUT to see ANGEL, SENATOR BRUCKER, GUNN and ERNESTO seated at the conference table watching. GUNN looks over at Brucker who rolls her eyes at the narrator's copy.

NARRATOR (cont'd; ON TV)

Finding solutions to problems in our educational system, health and child-care services...

BACK TO TV - We see CONLEY, a handsome, wholesome looking man, sitting on his front porch with his handsome, wholesome family -- His lovely WIFE, eight-year old SON and ten-year-old DAUGHTER playing with their GOLDEN RETRIEVER.

VOICE-OVER (ON TV)

And Mike Conley believes in work, and in home. Your home is his work. He's looking out for your children's interests...

*

*

The Monitor shuts off abruptly.

ANGLE ON BRUCKER as she tosses the remote back onto the table.

BRUCKER

There. So you see my concern.

Gunn and Angel share a look.

CONTINUED

6 CONTINUED:

6

ANGEL

Uh...

ERNESTO

This Conley campaign's a juggernaut. Guy came out of nowhere with his "your home is his work" crap. Women voters are eating it up.

BRUCKER

And they were mine. I had the lock on the chick vote. Now, my numbers are slipping. I didn't claw my way up from Hell and get installed in a human body, just to have some pedophile steal my Senate seat.

GUNN

Wait. He's a pedophile?

Brucker looks at Gunn almost pityingly and smiles.

BRUCKER

Not yet. But the public better think he is when you guys are through.

GUNN

Pardon me?

He looks at Angel.

BRUCKER

Hell, convince Conley he is. You've got some sort of brainwashing capabilities here, don't you? What's that doctor's name?

ERNESTO

Sparrow.

BRUCKER

That's the one. This sounds right up his alley.

GUNN

Well, it's not up ours.

GUNN (cont'd)

Look, I don't care what kind of services you were used to getting from this firm, but Holland Manners don't live here anymore...

CONTINUED

6 CONTINUED: (2)

6

ON BRUCKER, with a sigh, she turns away from Gunn and focuses on Angel, as Gunn continues.

CONTINUED

6 CONTINUED: (3)

6

GUNN (O.S.)

We're not about to ruin a man's life
and reputation just so you--

ANGEL

(to Brucker)

We can do it.

Brucker smiles, satisfied.

GUNN

Angel --

Angel continues talking to Brucker, ignoring Gunn.

ANGEL

Not sure how long a reconditioning
like that would take.

ERNESTO

Election's in November.

GUNN

You're not seriously considering--

BRUCKER

Well, Angel. You just made yourself
a very loyal ally in Washington.

Gunn gets to his feet.

GUNN

(forcefully)

Angel, we need to talk.

Angel shoots him a cold, hard look.

ANGEL

I'm with the Senator now, Gunn.

GUNN stares at Angel for a moment, not knowing what to say as
all in the room stare at him. Then, he storms out, almost
colliding with Harmony, as she enters, emptying a blood bag
into a mug.

HARMONY

Who wants person?

7 INT. WOLFRAM & HART - WESLEY'S OFFICE - MEANWHILE 7

ON WESLEY, as he retrieves a standard book template and crosses to his desk. He mutters to the template's spine:

WESLEY
"Boretz Demons - Classifications and
Case Histories."

He reaches his desk, sits down and opens the book to find the text waiting for him. He pages through it a moment, then finds something that catches his eye. His finger runs across the page, scanning it.

ANGLE OVER HIM, onto book, as the text suddenly begins to flicker and fade.

ON WES' reacting as

ON BOOK - new words begin to appear in larger letters:
"YOU'RE LOOKING IN THE WRONG PLACE."

WESLEY (cont'd)
(under his breath)
What am I looking--?

ON BOOK as those words fade and are replaced by a SYMBOL -- The same BLACK RING adorning the floor of the cellar in the teaser.

AS WESLEY squints at it.

GUNN enters.

GUNN
We got a serious problem.

Wesley peers up at him.

WESLEY
(distracted)
What?

GUNN
Angel. He's--

WESLEY
Hold on. Something's--

Wes looks back to the book.

HIS POV - The symbol's gone. Replaced by the text that had originally been there.

CONTINUED

7 CONTINUED:

7

GUNN

Wes?

Wes looks back up to him.

GUNN (cont'd)

What is it?

OFF WES...

8 INT. RACQUETBALL COURT - EVENING

8

CLOSE ON a white wall for an instant -- (are we in the White Room?) -- then WHAM! A blue ball careens off it.

REVERSE to find ANGEL, in tee and sweat pants smacking that ball back with his racquet, returning the serve to

IZZY, the Devil-looking guy from Episode 12. Izzy's wearing white shorts with sweatbands across his wrists and forehead.

In a series of QUICK CUTS, they volley ferociously for a few beats, Angel clearly holding back.

IZZY runs to reach the ball before its bounce and misses.

IZZY

Aahh! Hell!!

(then)

Nice one.

Izzy tosses the ball to Angel who moves to serve.

IZZY (cont'd)

Hey, did I tell you... Ran into Ed the other day.

ANGEL

Ed?

IZZY

The Grand Potentate whatcha-whosit of the Fell Brethren.

ANGEL

Right. How is Ed?

IZZY

You know the Fells. All they can talk about is the baby.

(more)

CONTINUED

8 CONTINUED:

8

IZZY (cont'd)

The baby's doing this now, the baby's doing that, what a wonderful ritual sacrifice he'll make... Yak, yak, yak. Anyway... He couldn't say enough nice things about you.

ANGEL

Great.

IZZY

Yeah, you're really coming through, big guy. There's a real buzz about you.

ANGEL

So, how much longer do I have to wait for an answer?

IZZY

Hey, these things take time. Trust me. Won't be long now.

ON ANGEL, as he gives the ball a bounce and...

ANGEL

Good.

Serves. THWHACK!

9 EXT. ABANDONED AMUSEMENT PARK - EVENING

9

Spike and Illyria move through the condemned site. After a moment, Spike glances at her.

SPIKE

See, isn't so bad now. Little field trip, out in the... Well, what passes in this city for fresh air. All we need now's to bag ourselves a Boretz demon and we've got ourselves a perfect date.

ILLYRIA

Angel did not believe the casualties of this creature were important enough for him to avenge.

SPIKE

Think corporate living's made him lose the love of the hunt. No worries. More for me then.

CONTINUED

9 CONTINUED:

9

ILLYRIA

It would not serve his interests.

SPIKE

What are you on about?

ILLYRIA

I've seen it before with many rulers.
Your leader has been corrupted.

Spike stops in his tracks.

SPIKE

Hang on. In the first place, Angel's
not my leader... And, in the second,
what the bloody hell do you mean,
corrupted?

ILLYRIA

It always begins the same. The ruler
turns a blind eye to any dealings or
battles from which he cannot gain...
And turns a deaf ear to the counsel
of those closest to him. And as his
strength increases, so does the
separation between he and his follow--

SPIKE

Shh...

Spike snaps his head around.

SPIKE (cont'd)

(sotto)

You smell that?

ILLYRIA

The odors of everything in this world
of Men are equally repugnant to me.

SPIKE

Bloody helpful.

Spike begins to stalk something, slowly, his senses alert.
He continues to talk in a hushed tone as Illyria follows him.

SPIKE (cont'd)

You're wrong about Angel. Not
because I don't believe the sod could
end up being a megalomaniacal
bastard. But, if he did... I'd know
it. I'd feel it.

CONTINUED

9 CONTINUED: (2)

9

ILLYRIA

You'll have proof soon enough. A corrupted ruler on such a path sees treachery and betrayal all around him. He cannot suffer intimates and will eventually turn against them.

SPIKE

Guess I don't have to worry about that. Angel and me have never been intimate.

(then)

Except that one--

ILLYRIA

Mark me. He will murder one of you.

Spike looks back at her for a second, then:

NEW ANGLE, on Spike's back, as something in the foreground moves into frame. Sensing it, Spike whips around to attack. Only to find:

DROGYN (O.S.)

Actually...

DROGYN, looking pale and wounded, having emerged from around a corner, propping himself up against a wall.

DROGYN

He already has.

OFF SPIKE.

BLACK OUT.

END OF ACT ONE

ACT TWO

10 EXT. ABANDONED AMUSEMENT PARK - EVENING

10

Drogyn sways on his feet, pale; he's dressed in a large woolly sweater and trousers -- he's been through the wringer and is near collapse.

SPIKE

Drogyn.

ILLYRIA

Who is this?

SPIKE

Guardian of the Deeper Well.

(turns to her)

Greenskeeper of your graveyard, so to speak.

ILLYRIA

(cocks head at him)

My jailer--

DROGYN

(realizing)

Illyria...

Spike sees something OS.

SPIKE

(matter of fact)

Boretz.

A SHRILL BATTLE WAIL as the BORETZ DEMON freight trains into Spike, lifting him up off his feet, out of frame--

The Boretz is large, powerful, dressed in oily rags, a grease stained raincoat, and sports a large rodent-like maw with razor-sharp teeth.

It hammers Spike back into a dumpster with a LOUD BONG.

ON SPIKE AND DEMON - Spike blocks a flurry of blows from the Boretz, pressed -- he calls to the others--

SPIKE (cont'd)

I said, 'BORETZ'!

The Boretz catches Spike under the jaw, knocking him back in a full flip before he smashes to the pavement. He starts up as the Boretz lumbers forward, arm raised--

CONTINUED

10 CONTINUED:

10

Illyria's hand flashes in, catching its wrist--

The Boretz whips its head around, turning on her, toothy maw gaping. She hooks her free hand into his mouth, grabbing his lower jaw.

SPIKE (cont'd)

Stay away from its mouth. Go for its knees. I think there's a weak spot--

Before he can finish, Illyria SPIN KICKS the Boretz HARD in the chest. He RATCHETS back (in beautiful SLO-MO), BURSTING through not one, not two... but three rows of thick support beams, and getting swallowed up by the darkness. *
*

SPIKE (cont'd)

Ok. Yeah. That might do it.

Spike swaggers toward Drogyn, squinting at him.

SPIKE (cont'd)

Drogyn, what the bloody hell are you doing here?

Drogyn peers up at him.

SPIKE (cont'd)

Oh, don't gimme your "ask me no questions, I'll tell you no lies," bugaboo.

DROGYN

I came... Looking for you.

SPIKE

Oh. So, you tacked up a sign on your tree, waved bye to the Keeblers, hopped the puddle -- and somehow managed to sniff me out in a city of ten million.

DROGYN

I can find any one who has visited the Well. Be they in this world or another. I came--

(wincing, in pain)

I came to warn you.

SPIKE

Warn--

Drogyn looks near collapse, Spike grabs him before he falls, supporting him.

CONTINUED

10 CONTINUED: (2)

10

Illyria suddenly notices

HER POV, blood seeping through the shoulder of Drogyn's sweater.

ILLYRIA

He is bleeding.

SPIKE

(seeing it, too)

You're all torn up there, mate. What did this to you -- the Boretz, was it?

DROGYN

No.

(looking up)

It was Angel.

OFF SPIKE's shocked reaction.

11 INT. WOLFRAM & HART - RECEPTION DESK - NIGHT

11

Wes crosses the lobby, heading for Angel's office. As he nears Harmony's desk, he slows, thinking of something.

He takes a black Sharpie from Harmony, starts scribbling something in the sign-in book.

INSERT - he's drawing the symbol he saw in the template.

HARMONY

That'd look good on a calf.

WESLEY

(as he draws)

What?

HARMONY

Thinking of getting a tattoo, right? Put a little more 'bad' in your bad-boy bank?

(off his blank, nods)

It should go on your calf.

Wes gives her half a beat of icy stare then tears the page out of the sign-in book, turns, heads for Angel's office.

*

12 INT. WOLFRAM & HART - ANGEL'S OFFICE - CONTINUOUS

12

Wes enters, looking at the drawing in his hand. *

WESLEY *

Angel, something unusual just came
across one of my-- *

He glances up to see *

ANGEL behind his desk, with HAMILTON perched on the corner.
They've apparently been in deep and intimate conversation as
they turn and look at him. *

WESLEY (cont'd) *

Oh. Didn't realize you were...
occupied. *

Angel looks at Hamilton, then back to Wes. *

WESLEY (cont'd) *

If you don't mind, Hamilton-- *

ANGEL *

Actually, Wes, we're kind of in the
middle of something. Why don't you
try me later. *

Wes looks at Angel, somewhat questioning. But there's no
answer in Angel's hard expression. *

WESLEY *

Yes. Later, then. *

CONTINUED

12 CONTINUED:

12

He moves toward the door when Angel calls to him--

ANGEL

Wes--

Wes turns, a little relief, maybe Angel's thought better of turning Wes away--

ANGEL (cont'd)

Shut the door on your way out.

On automatic Wes turns, exits, shutting the door--

13 INT. WOLFRAM & HART - LOBBY - CONTINUOUS

13

Wes turns into the lobby and is met by Lorne, who is on the way to Angel's office.

LORNE

Angel in there?

WESLEY

He is.

LORNE

(re: Angel)

What's the weather report?

WESLEY

Cold. Icy, actually.

Wes starts for his office and Lorne tags along.

LORNE

He cut six of my clients loose. Didn't even tell me. I spent all day talking them off ledges and out of pill bottles--

WESLEY

I sense that suicidal celebrities are beneath Angel's concern.

LORNE

Hey, I'm talking about very pretty people here-- And four of them just getting in shape for "Young Guns III".

They reach Wes' office, Gunn crosses toward them.

GUNN

What'd he say?

14 INT. WOLFRAM & HART - WESLEY'S OFFICE - NIGHT

14

As the three enter--

WESLEY

Nothing. He's in his office with Hamilton. They're going over business strategy.

GUNN

Hamilton?

LORNE

It's like Angel's suddenly started channeling Leona Helmsley.

WESLEY

He's not himself, at any rate--

GUNN

What's happening to him?

Before Wes can answer, his phone rings. He picks it up.

WESLEY

Yes?

(other side)

Spike--

OFF WES -- As Spike chats away on the other side of the call, he peers up at Gunn -- this is big.

15 INT. SPIKE'S APARTMENT - NIGHT

15

ON DROGYN, recuperating on the couch, his shoulder bandaged as he puts his sweater back on.

DROGYN

It was a Sathari. Part of a clan of demon assassins. Fell upon me last night. The poison from his four blades wearing heavy on my limbs--

ON SPIKE with WES, GUNN and LORNE now gathered there. Illyria is a short span away, not a hint of interest.

SPIKE

Yeah, rousing bit of rah-rah, mate. Get to the goods.

DROGYN

Once I bested him, I tortured the Sathari for hours...

(more)

CONTINUED

15 CONTINUED:

15

DROGYN (cont'd)

Until he confessed who had sent him.
It was Angel.

Wes and Gunn tense.

SPIKE

Tell 'em why.

DROGYN

He said Angel was afraid I'd find
something in the Deeper Well.
Something that would uncover the
truth about his involvement.

GUNN

In what?

Drogyn peers up at him.

DROGYN

Helping Illyria escape from her tomb.

A BEAT as the others register that. Wes looks over at
Illyria, who looks back with mild interest.

WESLEY

I thought the release of her
sarcophagus from the Deeper Well was
predestined?

SPIKE

(to Drogyn)

Yeah, what about that bit?

DROGYN

That's what I thought at the time.
But now... I believe Illyria's
resurrection may have been arranged.

GUNN

By Angel.

LORNE

Well, that doesn't make a lick of
sense. Why would Angelcakes want to
spring an Old One?

DROGYN

I don't think that was the point.

GUNN

Then what was?

CONTINUED

15 CONTINUED: (2)

15

DROGYN

Before the assassin died, he said something about a sacrifice. Of someone trusted and dear.

WESLEY

Are you saying... that Angel was responsible for what happened to Fred?

DROGYN

Perhaps he didn't choose her specifically, but --

LORNE

Whoa! Let's put the kibosh on that sentence before it bursts into an ass-kickin'.

DROGYN

You think I gain pleasure in this? I counted Angel an ally. A brother.

WESLEY

(softly)

And you believe he may have murdered Fred.

A long beat as the reality of that sinks in. Drogyn continues a little more gently.

DROGYN

I know this is difficult for you. But Angel was involved. The information retrieved from the assassin --

GUNN

(getting heated)

You ever think maybe he was lying?

Drogyn looks hard at Gunn.

DROGYN

No one lies when they are at the mercy of my wrath.

CONTINUED

15 CONTINUED: (3)

15

GUNN

Then you're the liar, Aragorn!

SPIKE

He has to tell the truth.

(shrugs)

Curse or something.

GUNN

How can we be sure? We don't even know this guy.

WESLEY

Gunn... this is Drogyn the Battlebrand, given eternal youth a thousand years ago. Demonbane, Truthsayer...

(off Drogyn's look)

Watchers' Academy.

SPIKE

Percy did a paper, bully for him.

Wesley, ignoring Spike, pulls a folded piece of paper out of his pocket and shows it to Drogyn.

WESLEY

Drogyn. Any idea what this is?

Drogyn looks at it. HIS POV - the SYMBOL Wesley drew.

DROGYN

(shaking his head)

No.

SPIKE

(re: drawing)

Where'd you find that?

WESLEY

This afternoon someone tapped into the template interface. Sent a message to me, and this symbol. Somebody's dropping clues.

GUNN

Playing games, more like it.

CONTINUED

15 CONTINUED: (4)

15

LORNE

Okay, put me on the short bus, but I still can't wrap my head around the notion that Angel had anything to do with Fred... or any of this.

WESLEY

Angel's been doing a number of things out of character, lately. We've all noticed it.

LORNE

Yeah, but why is this happening now? What changed?

WESLEY

Yes. Why the sudden need to tie up loose ends like Drogyn. Unless--

ILLYRIA

He is preparing to make his move.

A moment as they look to see her standing there, her attention focused on Wesley.

GUNN

What kinda move we talking about?

WESLEY

There's one way to find out. We go and ask him.

Gunn and Spike nod, they make ready to go--

WESLEY (cont'd)

Drogyn should stay here. Under guard.

SPIKE

Well, I'm not missing the fireworks.

(light bulb)

Hey, Illyria --

WESLEY

Spike, no --

CONTINUED

15 CONTINUED: (5)

15

SPIKE
 (to Illyria)
 You don't care about any of this
 nonsense, do you?

She looks at Wes, who averts her gaze.

ILLYRIA
 The intricacies of your fates are
 meaningless.

SPIKE
 Well and good. You mind watching
 over our friend Drogyn?

She looks up, looks at Drogyn, looks at Spike.

SPIKE (cont'd)
 C'mon, new place'll do you good.
 Nice and cozy. You can help
 yourself to some beer in the icebox.
 Switch on the the telly if you get
 bored...

He slaps the game console on top of the television as he
 moves to exits with the others.

SPIKE (cont'd)
 Oh, and feel free to play a little
 Crash Bandicoot. Give you lot
 something to pass the time--

He joins them and they stride out.

ON ILLYRIA AND DROGYN, he sits she stands. After an awkward
 silence...

ILLYRIA
 (to Drogyn)
 Crash... Bandicoot?

Drogyn shrugs. Not a clue. As they stare at the console...

16 INT. WOLFRAM & HART - LOBBY - NIGHT

16

Angel is at Harmony's station, going over a contract with her
 black Sharpie.

ANGEL
 Strike these four clauses and wire it
 back to them. See what they make of
 that.

CONTINUED

16 CONTINUED:

16

He hands the contract back to Harmony--

HARMONY

(mock 'go get 'em')

Yeah! See what they make of that--

--as Wes, Gunn, Lorne and Spike approach.

WESLEY

Angel--

Angel regards them.

ANGEL

Long dinner?

WESLEY

We need to talk to you. Now.

GUNN

Boy's dead serious.

They head towards Angel's office. Angel watches them go, eyebrow raised. Spike stands by him, hands in pockets.

SPIKE

You coming then?

Angel acquiesces, and Spike falls into step with him toward his door.

17 INT. WOLFRAM & HART - ANGEL'S OFFICE - NIGHT

17

They enter and take their places around the room.

ANGEL

Okay, what's on your minds?

LORNE

Question is, what's on yours?

SPIKE

Our friend Drogyn's in town.

ANGEL

Is he.

SPIKE

Yup. Bit marked up though. Somebody tried to have him killed. Know anything about it?

CONTINUED

17 CONTINUED:

17

ANGEL

Of course not.
(turns to the window)
Where is he?

GUNN

He's safe.

He looks back at them all.

ANGEL

Good. Then we can get back to
business. Or was there something
else?

WESLEY

Business. What business are we in,
Angel?

ANGEL

Do I really have to explain this to
you people? We are in the business
of business. Oil, Software, World
Wide Wickets -- the product doesn't
matter. It's the game that matters.
Get to the top. Be the best. Have
the most. Win.

WESLEY

Win what?

ANGEL

(smiles)
Still missing the point.

GUNN

That Angel talking? 'Cause it sounds
a lot more like Angelus.

ANGEL

If I were Angelus, half of you would
already be dead.

(beat)

Just for the fun of it.

SPIKE

One of us already is.
(steps forward, grim)
We havin' fun yet?

GUNN

What about the Deeper Well --

CONTINUED

17 CONTINUED: (2)

17

ANGEL

You wanna know the truth? The truth is, there's only one of us that ever understood how things really work. Lorne.

LORNE

Whoah, hey -- can I **not** be the poster-child for your nervous breakdown?

ANGEL

(not glib at all)
You didn't judge. You didn't spend your life obsessed with good and evil. You do that, you get swallowed. Lost in the minutia. Good, bad, Angel, Angelus -- it doesn't make any difference. I wish it did... but an ant with the best intentions or the most diabolical schemes is just exactly an **ant**. There is one thing in this business, in this apocalypse that we call a world that matters. Power. Power tips the scales. Power sets the course. And until I have real power, global power, I have nothing. I accomplish nothing.

WESLEY

And how you get that power --

ANGEL

-- isn't pretty. Isn't fun. You think it's Wolfram and Hart getting to me here and maybe you're right. Because they have shown us what power is. They've been calling the shots from day one and all we've done is get shot at. I have a chance to change that.

LORNE

And will you? Not to play an old saw but power does traditionally corrupt. You get high up enough, the people... well they do start to look like ants.

ANGEL

I can't worry about that. The small stuff.

Harmony is at the door.

CONTINUED

17 CONTINUED: (3)

17

HARMONY

Angel, that important phone call from
that guy about the thing is on line
three.

ANGEL

We're done here.
(beat)
I have to take this.

SPIKE

Right, the guy about the thing.

They start out. Wes stops on the other side of the door as
Angel reaches to close it.

WESLEY

The small stuff. That you can't
worry about. Would that include Fred?

There is a beat. Angel looks at Wes darkly.

ANGEL

I loved Fred.

WESLEY

That's not an answer.

ANGEL

Then I guess you don't get one.

Angel closes the door in Wesley's face.

ON WES - with Spike, Lorne and Gunn behind him. Shut out.

BLACK OUT.

END OF ACT TWO

ACT THREE

18 INT. WOLFRAM & HART - INTERROGATION ROOM - NIGHT

18

OVER WESLEY, as he stares at his reflection in a large TWO-WAY mirror. A beat.

WESLEY

There's got to be something... behind all this. A reason.

Wesley doesn't sound convincing, even to himself. PULL BACK to find Lorne, perched on an interrogation table behind Wesley, looking down.

WESLEY (cont'd)

It could be a ploy...

Lorne doesn't respond. Wesley waits a beat, then snaps--

WESLEY (cont'd)

(turning)

Oh, for God's sake, say someth--

LORNE

(calmly)

What would you like me to say?

(finally looking up)

That Angel loved Fred? That in an eon of eons, he would never cause her harm?

Lorne shakes his head.

LORNE (cont'd)

Wish I could, Wes. Really do. But...

(beat)

If he believes what he's saying, and I believe he does--

WESLEY

(firmly)

It makes no sense. Angel's never cared about power--

LORNE

Never had any to care about, has he.

Not real power. Even as Angelus.

(beat)

Then, just like that, he's king of the mountain. Quite a view from up there.

(more)

CONTINUED

18 CONTINUED:

18

LORNE (cont'd)

Tends to make people want things.
Even if it starts with the best of
intentions...

(beat)

Angel has seen what real power is
now. And he's not looking away.

(beat)

He's going to go for it.

A beat, as Wesley realizes the truth in what Lorne's saying,
then, THUNK!

ON THE DOOR, as it opens, REVEALING LINDSEY in shackles, Gunn
and Spike on either side. Lindsey takes in Wes and Lorne's
grave faces, raises his shackled hands.

LINDSEY

Boys look like you could use a hug.

Off Lindsey...

19 EXT. ART SCHOOL - NIGHT

19

SOMEONE'S POV - NINA, exiting the art school building with TWO HIP-LOOKING FRIENDS-- a GUY, and a GIRL. All have school bags and portfolios in hand. Once out the door, Nina peels away, waving goodbye.

CLOSER ON NINA, as she heads toward the parking lot. *

ANGEL (O.S.)

Nina.

Nina turns, and sees

ANGEL, standing on a walkway. Nina's face lights up. *

NINA

(approaching)

Angel!

As she reaches Angel, she wraps her arms around his neck, gives him a kiss.

NINA (cont'd)

Well, this is a nice surprise.

Angel shifts uncomfortably. Nina picks up on it.

NINA (cont'd)

Everything okay?

Angel moves her to a bench to sit, then reaches into his jacket pocket, pulls something out and hands it to her. *

Nina looks at

CONTINUED

19 CONTINUED:

19

NINA (cont'd)
 Plane tickets?
 (excited)
 I don't believe it! We're getting
 away? This is-- But I thought you
 didn't have time to--

Nina suddenly realizes there are three tickets in her hands,
 not two.

NINA (cont'd)
 Um... Wait. There are three tickets
 here. We taking a chaperone?

Angel doesn't respond. Nina opens the tickets, looks at the
 names on them. A beat. And then she looks up at Angel, hurt.

NINA (cont'd) *
 My sister, and Amanda. *

ANGEL *
 I need you to be out of here. *

NINA *
 It's typical. You sleep with a guy *
 and he sends your entire family out *
 of the country no wait that's not *
 actually that typical at all! It's *
 a little dramatic, really. You *
 couldn't just "not call"? *

ANGEL *
 It isn't safe here. *

NINA *
 Is it ever? I wanna be with you if *
 there's trouble. *

ANGEL *
 You don't wanna be with me. You *
 don't wanna be NEAR me. *

NINA *
 Because I might get hurt? *

ANGEL *
 Because I'm the thing that'll hurt *
 you. *

NINA *
 (re: tickets) *
 What do you call this? *

CONTINUED

19 CONTINUED: (2)

19

She stares at him a beat, trying not to get too emotional. *

ANGEL *

How can I convince you that I wanna
be with you? *

NINA *

Show me a fourth ticket. *

ANGEL *

If I get through this... intact...
I'll come for you. We'll... have
time... *

NINA *

You're the most amazing man I've ever
met. But you're a crappy liar. *

ANGEL *

Go. I am not asking. *

NINA *

I'll go. Why on earth would I stay? *

20 INT. SPIKE'S APARTMENT - NIGHT

20

BLACK. The electronic music is heard as we crest the BACK OF THE TV.

DROGYN
(studies it)
It is a test. A task of some sort...

Illyria and Drogyn are sitting side by side on the couch, each working a game controller. *

DROGYN (cont'd)
You must collect those crystals. And
fruit. *

After a beat, as BLOOPS and BLEEPS persist:

ILLYRIA
Why?

Drogyn looks at her, about to answer, then stops as he hasn't really got one. He studies Illyria for a few beats as she focuses on the TV.

DROGYN
Old One...

She looks at him.

DROGYN (cont'd)
You have no right to walk this Earth.
Your time has passed. You belong to
the Well.

She turns back to the TV, sadly.

ILLYRIA
Truly. I wish now I'd never been
brought out of it.

DROGYN
Do you?

ILLYRIA
I don't know. I play this game. It
is pointless and annoying. Yet I'm
compelled to play on. Does that not--

BOOM! The front door explodes off its hinges, revealing Hamilton. He grins in surprise at the scene.

HAMILTON
Well looky looky who's making
friends.

CONTINUED

20 CONTINUED:

20

Drogyn rises, frowning in recognition.

DROGYN

Marcus.

HAMILTON

Dro. How you been?

ILLYRIA

(to Drogyn)

You are acquainted with this creature?

HAMILTON

Oh, yeah. We go way back, don't we?

DROGYN

Too far.

HAMILTON

Yeah, those were the days. So I hear you're living in a tree now.

DROGYN

It's not a -- the tree is just the entrance to the Deeper Well. I live in a cave.

(half a beat)

It's really quite pleasant.

HAMILTON

Sure it's a real peach. 'Fraid you won't be returning to it again.

Hamilton casually takes a step towards Drogyn. Illyria steps forward, death in her eyes.

ILLYRIA

You will not harm him.

HAMILTON

(grinning)

What, you mean, like this?

Hamilton suddenly backhands Drogyn. Drogyn flies across the room and lands hard. Illyria is on Hamilton in a flash. Wham wham wham! She lands a flurry of blows that would shatter granite -- and have no effect on Hamilton. He catches her fist, laughs.

HAMILTON (cont'd)

Bet you hit a lot harder a couple million years ago, huh?

CONTINUED

20 CONTINUED: (2)

20

He flings her like a rag doll. She bounces off a wall, raining plaster. He glances over to Drogyn, barely conscious on the floor.

HAMILTON (cont'd)

Hang on, Dro. This'll just take a second.

He turns back to Illyria -- and she's right there, back on her feet. She redoubles her assault, driving him back. Looks like she's making headway when POW! Hamilton slugs her in the face. Illyria staggers back, her lip bleeding.

HAMILTON (cont'd)

You know, I gotta tell you. I'm a little disappointed.

Hamilton calmly attacks, using only his fists. Illyria tries to counter, but she's no match for him. He hands out a brutal beating

HAMILTON (cont'd)

Didn't think a big scary Old One bled this easy. Maybe it's that skinny little body you chose to infect. Or maybe it's that ray-gun they shot you with to keep you from exploding.

CRACK! He pops her hard in the face, dropping her to her knees. He grabs her by the throat.

HAMILTON (cont'd)

Or maybe...

WHAM! He punches her repeatedly in the face, punctuating his words.

HAMILTON (cont'd)

...you... just... aren't... that... cool!

He lets go. She collapses to the floor, her face a bloody mess. She spits blood, looks up at him with difficulty.

ILLYRIA'S POV

Looking up at Hamilton.

HAMILTON

Yeah. That's probably it.

He brings his foot down hard, BLACKING OUT THE FRAME as he stomps on her face.

21 INT. WOLFRAM & HART - INTERROGATION ROOM - NIGHT 21

CLOSE ON LINDSEY'S SHACKLED HANDS, resting calmly on top of the table.

LINDSEY (O.S.)

What're you gonna do, beat it out of me?

GO WIDE to find Wesley, Lorne, Spike, and Gunn interrogating Lindsey, who sits at the table.

SPIKE

If you say so...

Spike heads toward Lindsey, but Gunn stops him.

GUNN

(to Lindsey)

We all know how this goes. Spike pounds you to a bloody pulp, you beg for mercy, we get what we came for.

LORNE

Who needs all that rigmarole?

Lindsey shrugs.

LINDSEY

Told you. I don't know why Angel gave up that kid-- or anything else. Him and me? Not that close.

(then)

Can I go back to my solitaire game now?

Wes slides a FILE across the table, flips it open. Inside is the sketch of the symbol that appeared on his book template.

ON LINDSEY, surprised, staring at the symbol.

LINDSEY

Where'd you get that?

WESLEY

Doesn't matter. What does it mean?

CONTINUED

21 CONTINUED:

21

LINDSEY

(re: symbol)

That what this is about? All the questions about Angel?

But Wes doesn't respond. A beat, then:

LINDSEY (cont'd)

(shakes his head)

No. No way.

(then)

No way they'd take Angel...

SPIKE

Who they?

LINDSEY

Circle of the Black Thorn.

LORNE

Sounds like a sewing club for pirates.

LINDSEY

It's a secret society.

GUNN

Never heard of 'em.

LINDSEY

'Cuz they're secret.

SPIKE

Plenty of these cabals about. Usually spend a lot of time in basements, paddling one another's bums to prove their manhoods.

LINDSEY

(to Spike)

These aren't a bunch of frat boys. The Circle is small. Elite. More connected than you can comprehend.

WESLEY

They're evil.

LINDSEY

Sure. But evil's not the point. Power is.

WESLEY

(taking that in)

Power...

*
*
*

CONTINUED

21 CONTINUED: (2)

21

GUNN

They're bad ass. We get it. But
what do they do?

LINDSEY

Geez, you guys always been this
slow?

(then)

Starts with "A" ends with
"Pocalypse." It's a well-oiled
machine. The Circle -- these
people -- they grease the wheels,
keep parts in place. Make sure Man's
inhumanity to Man keeps rolling along.

WESLEY

We thought the Senior Partners were
behind the Apocalypse.

LINDSEY

The Partners exist on another plane.
Down here? It's the players in the
Circle who make it all happen.

(then)

Getting tapped by them is like...
Like gettin' handed the keys to the
Chocolate Factory.

WESLEY

(realizing)

That's why you came back to L.A.,
tried to kill Angel. To get into the
Circle.

LINDSEY

Being a Black Thorn is to be the
Senior Partners' instrument on earth.
Doesn't get bigger than that.

GUNN

Looks like Angel succeeded where you
failed.

Lindsey shakes his head, disgusted.

LINDSEY

He doesn't have it in him.

WESLEY

Doesn't have what in him?

CONTINUED

21 CONTINUED: (3)

21

LINDSEY

For starters, he'd have to give up
the Champion angle. Stop saving
girls in alleys.

(then)

Probably wouldn't even get on the
Circle's radar 'til he killed one of
his lieutenants.

WESLEY

(under his breath)

Fred.

A beat as Lindsey puts the pieces together...

LINDSEY

Angel killed Fred?

(then)

When am I gonna learn? Never
underestimate a man's capacity for
change.

LORNE

The Senior Partners... the Circle...
they're killing Angel by degrees.

WESLEY

And we all watched it happen.

SPIKE

Spends a century tryin' to atone...
all so they can bleed out his soul,
bit by bit.

GUNN

Guy I knew? Wouldn't want this.
Wouldn't want to be this.

A long beat, then:

WESLEY

Angel dedicated his life to helping
others, not because he had to, but
because it was the path he'd chosen.
If he's been swayed from that,
influenced, maybe there's still a way
we can bring him back. He'd do the
same for any of us. Regardless of
our actions.

LORNE

And what if he's skipped too far down
the evil brick road?

CONTINUED

21 CONTINUED: (4)

21

Wes looks at him a long beat.

*

CONTINUED

21 CONTINUED: (5)

21

WESLEY

Then we'll see to it he dies a hero's death. It's the least we owe him.

Off our guys' grim faces:

22 INT. CORRIDOR - NIGHT

22

CLOSE ON the SYMBOL of the CIRCLE, painted on a wall. SWING AROUND to find ANGEL coming upon it. It's a marker. He turns and heads down the dark corridor, finding another marker at the end. As he turns a corner, he finds...

HIS POV - A WALL OF FIRE, framed in an archway, barring his path.

ANGEL regards it for a moment. Then, takes a breath and leaps through it, bringing us to...

23 INT. CELLAR - CONTINUOUS

23

...a virtual replay of the teaser.

ANGEL lands, deftly into his power shot.

OVER THE CLOAKED FIGURES -- they immediately freeze in their assault as Angel surveys them.

REVERSE ANGLE onto the FIGURES whose faces we now clearly see -- They are sporting bizarre and grotesque masquerade MASKS.

CONTINUED

23 CONTINUED:

23

They regard Angel for a half beat, then bowing their heads, back away into the darkness.

ON ANGEL, as he moves to the kneeling man, helping him to his feet. OVER THE MAN'S SHOULDER, as Angel pulls the bag from his head, revealing a roughly shaved, bloody scalp... REVERSE AGAIN to find the beating victim is...

DROGYN. He peers up at Angel.

Angel's reaction, his wince, seems more poignant this time, as we realize it's one of recognition.

DROGYN
(whisper)
Thank... Thank you...

CLOSE ON ANGEL -- He gives a slight shake of his head.

DROGYN looks into Angel's eyes and understands somehow. A look of RESIGNATION and ACCEPTANCE crosses his face. He knows what's coming.

ON ANGEL as he VAMPS and RIPS into him. We stay longer this time as Angel drains him.

RAKING ACROSS SOME ON THE FIGURES, watching from the shadows. Their expressionless masks lit eerily by the light of the fire.

ANGEL withdraws his fangs, and violently snaps Drogyn's neck.

HIS POV - DROGYN'S LIFELESS BODY as it slumps to the floor, his dead eyes half-open.

OFF ANGEL as he looks up, breathing hard, flush from feeding...

BLACK OUT.

END OF ACT THREE

ACT FOUR

24 INT. CELLAR - NIGHT

24

CLOSE ON THE RED PALM of an open hand, on which GLOWS the symbol of the Circle of the Black Thorn. TRAVEL with it as it moves to an exposed chest, and--

--presses onto the flesh, above the breast, near the shoulder. As the symbol is burned into the skin, smoke rising, we hear:

IZZY (O.S.)
The Circle entwined...

WIDEN to see ANGEL, his shirt open, stoically accepting the painful brand from a CLOAKED FIGURE in a "Devil" mask (clearly, it's IZZY), surrounded by TEN OTHERS who intone:

FIGURES
Embrace this worthy son...

IZZY removes his hand, and we see the symbol seared into Angel's chest.

IZZY
The Thorn draws blood...

As Angel looks down at the brand, it mystically sinks into Angel's skin, and disappears (VFX).

FIGURES
The Thorn is the Power. And the
Power is absolute.

Izzy offers Angel his hand.

IZZY
Welcome to the fold.

Angel regards the hand for a moment, then shakes it. At that moment, applause erupts from the rest of the Figures with random shouts of "Here, here" and "congratulations" and

LIGHTS suddenly come on around the periphery of the room. We now see we're in a sparse, though elegantly appointed underground space. Gilded trays with full champagne glasses and elegant hors d'oeuvres rest on antique tables.

CUT IN on various Figures removing their masks during the ovation. Among them: ARCHDUKE SEBASSIS; CYVUS VALE; SENATOR BRUCKER, etc.

CONTINUED

24 CONTINUED:

24

In the background, we'll see a SAHRVIN LEADER, a member of the FELL BRETHERN, along with a few other human power players...

CUT BACK to IZZY as he removes his mask. An N.D. Power Player hands Izzy and Angel flutes of champagne.

IZZY (cont'd)

See? Didn't I tell you it was gonna happen? And how 'bout that lamb we got you for the slaughter. Any idea who that was?

ANGEL

Drogyn. The Battlebrand.

IZZY

Damn straight. Got you some supercharged warrior juice, not some schmuck. You must be feeling great.

(then)

C'mon. Lemme introduce you around. Okay, some folks you know, some you don't...

They approach Sebassis.

IZZY (cont'd)

Of course, you and the Archduke are acquainted.

SEBASSIS

Kudos, child... I must say it's gratifying to see you've returned to form, Angelus.

ANGEL

It's... still Angel.

SEBASSIS

Ah, but what's in a name, eh?

(then)

In the spirit of our new alliance, you must allow me to throw a dinner party in your honor.

ANGEL

You know how I love parties.

SENATOR BRUCKER comes over. Angel turns to her as Izzy engages Sebassis in conversation.

CONTINUED

24 CONTINUED: (2)

24

BRUCKER

Nice to see you again so soon, Angel.

ANGEL

Senator. Had no idea you were...

(re: room)

...so well-connected.

She leans in to whisper, confidentially.

BRUCKER

Not going to get to the White House
in 2008 on just my sparkling wit and
funding from hostile governments.

She leans back and laughs. Angel forces a smile.

ANGEL

I expect not.

Izzy appears over Angel's shoulder.

IZZY

Excuse us, Helen. Angel, got
somebody here who wants to pay his
respects.

Izzy gestures. Angel turns to find

MR. VAIL, hooked up to his mobile I.V. stand.

ANGEL

Vail.

MR. VAIL

You've been looking for me.

ANGEL

Actually, I've been looking like I'm
looking for you. Appearances,
y'know.

IZZY

See, Cyvus? Told you it was all
good. Now why don't you two shake
hands. C'mon...

Mr. Vail offers his hand.

MR. VAIL

No hard feelings then?

CONTINUED

24 CONTINUED: (3)

24

ANGEL

Hey, ultimately... everything turned out for the best.

They shake hands, awkwardly in silence. Then...

MR. VAIL

Your son kills very well.

ANGEL

Thanks.

As Vail rolls off, Izzy steps back in.

IZZY

Got a great turn out for your initiation.

ANGEL

Really.

IZZY

Oh, yeah. Everybody's here.

(re: Angel's glass)

Here. Lemme freshen that for you.

Izzy takes the glass and moves off.

PUSH IN on Angel as he casually scans the room, taking everybody in.

25 INT. WOLFRAM & HART - LOBBY - DAWN

25

DING! Angel exits the elevator and heads for his office. His face is dark, jaw clenched. Evil or just plain unhappy -- there's no telling. He scratches absently at his upper chest (under jacket) where he was branded.

He enters his office...

26 INT. WOLFRAM & HART - ANGEL'S OFFICE - CONTINUOUS

26

...and moves toward his desk when, behind him, we see GUNN slam the door closed -- WHAM! -- leveling a sword.

Angel turns back at the noise, and -- POW!-- Spike punches him in the kisser, sending him crashing back to the floor. He looks up, sees Spike looming over him.

SPIKE

Might want to stay down.

*

CONTINUED

26 CONTINUED:

26

Angel looks up to see Wesley, Gunn, and Lorne surrounding him. Wesley totes a shotgun, Gunn the sword, and Lorne a crossbow.

ANGEL

Or what? *

He carefully rises. Weapons are leveled, keeping him covered. *

ANGEL (cont'd) *

Careful. Don't want to get
yourselves hurt. *

GUNN

We know what you've been doing.
Giving up the baby to the Fell
Brethren. Working for Senator Bitch.
Trying to take out Drogyn to cover
what you did to Fred. And for what?
To get into bed with the Circle of
the Black Thorn? *

Angel tenses.

ANGEL

So you figured it out.

LORNE

A little singing from a jail-bird we
know and loathe.

ANGEL

Lindsey.

(beat) *

And you believed him. *

SPIKE

Doesn't have a reason to lie.

ANGEL

Doesn't need one.

CONTINUED

26 CONTINUED: (2)

26

WESLEY

Unlike you?

They lock eyes.

ANGEL

What I do here is my business. You don't like how I conduct it, you can leave. Before I kill you.

WESLEY

"Kill us?"

(beat)

Hard to believe we're having trouble trusting you.

ANGEL

Just telling it like it is.

Wesley cautiously advances with the shotgun.

WESLEY

Then we have a problem.

Wesley stops right in front of Angel, leveling the business end of his boom stick right under the vampire's chin.

ANGEL

I guess we do.

WHAM! Lightning fast Angel snatches the shotgun out of Wes' hands and smashes him back into Lorne. Spike attacks, but is quickly clubbed out of the way with the shotgun.

Gunn slams his sword down at Angel's head. Angel blocks the blow at the last second with the shotgun barrel and clocks Gunn in the chops with the butt.

KA-THUNK! A crossbow bolt slams into Angel's shoulder, sending the shotgun spinning out of his hands. He growls at Lorne, who quickly tries to load another bolt.

Angel advances. Wes whips out a .45 and tries to intercept him, but Angel swats him out of the way. Lorne finishes reloading -- not fast enough. Angel smashes the weapon out of his hands and grabs Lorne by the throat, spinning him around to use as a human shield.

CONTINUED

26 CONTINUED: (3)

26

ANGEL (cont'd)

We done?

Angel tightens his grip. Lorne gasps for air. Wes, Gunn, and Spike have regrouped, weapons at the ready.

WESLEY

Let him go.

ANGEL

You don't give the orders here.
Lorne. Pull this thing out of me.

Lorne starts to reach behind him for the crossbow bolt.
Angel tightens his grip.

ANGEL (cont'd)

Easy. Not in a great mood.

Lorne carefully grabs hold of the bolt, yanks it free, drops it.

ANGEL (cont'd)

Good. Now let's finish this.

Angel pulls a CRYSTAL out of his pocket. Wes, Gunn, and Spike start to react, but Angel cuts them off.

ANGEL (cont'd)

(Latin)

Involvere!

The crystal FLASHES, briefly sending a RIPPLE through the room. Angel's entire demeanor shifts. He lets go of Lorne, clasps him gently on the shoulder.

ANGEL (cont'd)

All right. We have six minutes.

Wes and the gang stare.

SPIKE

'Til what?

ANGEL

The glamour collapses. As far as anyone outside this room can tell, we're still at each other's throats.

WESLEY

Aren't we?

CONTINUED

26 CONTINUED: (4)

26

ANGEL

Look, we don't have a lot of time, so I'll have to make this short. Everything you think you know, everything you've heard, is a lie.

GUNN

And why should we believe you?

ANGEL

Because I'm the one that told it.
(to Wes)
Read any good books lately?

WESLEY

(getting it)
You sent us the message?

ANGEL

And the assassin to kill Drogyn.

SPIKE

So that part was true.

ANGEL

I knew Drogyn could handle himself. I told the assassin just enough to lead Drogyn to think I played a part in resurrecting Illyria. I figured he'd come here looking for allies against me.

WESLEY

Why would you want us to believe you killed Fred?

ANGEL

Because they needed to believe it.

GUNN

(starting to understand)
The Black Thorn...

ANGEL

They needed to believe my own people didn't trust me anymore. They needed to believe a person as good and pure as Drogyn considered me an enemy.

Thinking of Drogyn hits Angel hard, but he has to move on.

CONTINUED

26 CONTINUED: (5)

26

ANGEL (cont'd)

It was the only way to gain their
confidence.

LORNE

The whole evil Angel thing's been a
scam-ola?

(massaging throat)

I smell Oscar.

CONTINUED

26 CONTINUED: (6)

26

SPIKE

When did all this start?

ANGEL

Two months ago. With a kiss.

27 INT. WOLFRAM & HART - ANGEL'S OFFICE - NIGHT (FLASHBACK) 27

From episode 12. Cordelia kisses Angel. Only this time, we see a burst of BLUE ELECTRICITY (same as the effect used in ep 1.9 "Hero" when Doyle kissed Cordy) pass between their lips as they kiss.

ANGEL (V.O.)

Though it didn't hit me til later
that night...

CUT TO:

A28 INT. W & H - ANGEL'S PENTHOUSE - BEDROOM - NIGHT

A28

Angel jerks awake. We ZOOM IN on his face, flashing to a JUMBLE OF QUICK VISIONS:

- The sign of the Circle of the Black Thorn on the walls.
- The robed and masked figures.
- The wall of fire.
- Dead bodies, death, and destruction. [STOCK]

28 INT. WOLFRAM & HART - ANGEL'S OFFICE - DAWN

28

Wesley takes a step forward, trying to comprehend.

WESLEY

Cordelia gave you her visions?

ANGEL

One shot deal. She put me on the path. Showed me where the real powers are. But I couldn't see who they were. Then Fred died. I wasn't going to let that be another random horrible event in a random horrible world. I decided to use it. To make her death matter. And it worked. I'm in.

(more)

CONTINUED

28 CONTINUED:

28

ANGEL (cont'd)

I've seen the faces of the enemy...
I know who the real players in the
Apocalypse are.

*
*
*

GUNN

So all that "Power tips the scales"
crap --

ANGEL

Is true.

(beat)

We're in a machine, and that
machine's gonna be here long after
our bodies are dust. "The Senior
Partners" will always exist in one
form or another, because mankind is
weak --

LORNE

(looking at Wes)

Should I... point my crossbow at him?
He might start talking about ants
again.

ANGEL

We are weak. The powerful control
everything.

(beat)

Except our will to choose. Lindsey's
a pathetic half-wit, but he was right
about one thing -- heroes don't
accept the world the way it is. The
Senior Partners may be eternal, but
we can make their existence painful.

WESLEY

(realizing)

You want to take them on --

ANGEL

We're in a machine. The Black Thorn
keeps it running. But we can bring
the gears to a grinding halt. Even
if it's just for a moment.

SPIKE

(nodding)

'Bout time we got our hands dirty.

CONTINUED

28 CONTINUED: (2)

28

ANGEL

This isn't a keep-fighting-the-good-fight kind of deal. Let's be clear. I'm talking about killing every single member of The Black Thorn.

(beat)

We don't walk away from that.

LORNE

Do we... crawl away, at least?

ANGEL

We do this, and The Senior Partners rain down their full wrath. They'll make an example of us. I'm talking full-on Hell.

(looks at Spike)

Not the basic fire and brimstone kind we're used to.

GUNN

We know the drill.

ANGEL

No you don't. Ten-to-one we're gone when the smoke clears. They will do everything in their power to destroy us.

(beat)

So I need you to be sure. Power endures. We can't bring down the Senior Partners. But for one bright, shining moment, we can show them that they don't own us. You need to decide for yourselves if that's worth dying for.

(beat)

I can't order you to do this.

(beat)

And I can't do it without you.

They all exchange looks, feeling the weight of what they're considering.

ANGEL (cont'd)

We'll vote. As a team. Think about what I'm asking you to do. Think about what I'm asking you to give.

SPIKE

Kill 'em all. Burn the house down while we're still in it...

CONTINUED

28 CONTINUED: (3)

28

ANGEL
Something like that.

CLOSE SHOTS ON EACH PERSON, thinking it over. We study their faces for a while. Then Spike slowly raises his hand.

SPIKE
(softly)
I'm in.

Angel locks eyes with him, giving him a silent acknowledgement.

Wes slowly raises his hand.

WESLEY
I'm in.

WIDE ON THE GROUP. Just as Gunn begins to raise his hand in agreement, we begin to dolly back.

We reach the window of Angel's office and, magically, MORPH back through it into the lobby, the scene changing...

29 INT. WOLFRAM & HART - LOBBY - CONTINUOUS

29

ANGEL and the others are still involved in the heated stand off. Angel has Lorne by the neck. Much shouting and tension. We continue to pull back until we're over --

HAMILTON'S SHOULDER, as he watches. Arcing around him to get a look at his face. His eyes narrow, peering into the room, taking in every word, every breath. Quizzical, perhaps even a little skeptical...

OFF HIS FACE we:

BLACK OUT

END OF SHOW

*

30 OMITTED

30