

BUFFY THE VAMPIRE SLAYER

"Out of Mind, Out of Sight"

Story by

Joss Whedon

Teleplay by

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Directed by

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SHOOTING SCRIPT

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BUFFY THE VAMPIRE SLAYER

"Out of Mind, Out of Sight"

CAST LIST

BUFFY SUMMERS.....	Sarah Michelle Gellar
XANDER HARRIS.....	Nicholas Brendon
RUPERT GILES.....	Anthony S. Head
WILLOW ROSENBERG.....	Alyson Hannigan
CORDELIA CHASE.....	Charisma Carpenter
ANGEL.....	*David Boreanaz
MR. SNYDER.....	*Armin Shimerman
MARCIE.....	*Clea DuVall
MITCH.....	*Ryan Bittle
MS. MILLER.....	*Denise Dowse
HARMONY.....	*Mercedes McNab
BUD #1.....	*John Knight
AGENT DOYLE.....	*Mark Phelan
AGENT MANETTI.....	*Skip Stellrecht
TEACHER.....	*Julie Fulton

BUFFY THE VAMPIRE SLAYER

"Out of Mind, Out of Sight"

SET LIST

INTERIORS

SUNNYDAYLE HIGH SCHOOL

HALL

CLASSROOM

BOYS' LOCKER ROOM

CAFETERIA

BAND ROOM

LIBRARY

GIRLS' BATHROOM

THE NEST

SUPPLY CLOSET

BASEMENT

BOILER ROOM

CEILING CRAWLSPACE

THE BRONZE

STAGE

FBI COMPOUND

HALL

CLASSROOM

EXTERIORS

SUNNYDAYLE HIGH SCHOOL

QUAD

BUFFY THE VAMPIRE SLAYER

"Out of Mind, Out of Sight"

TEASER

FADE IN:

1 EXT. SUNNYDALE HIGH SCHOOL - MORNING 1

Students arriving. It's another fine day on the Hellmouth.

CORDELIA (V.O.)
I just love Springtime...

CUT TO:

2 INT. SCHOOL HALLWAY - CONTINUOUS 2

The walls are covered with signs for the "Spring Fling," the sophomore dance to be held at the Bronze. Standing by a sign reminding, "Cast Your Vote on Thursday for May Queen!" are CORDELIA, HARMONY and hunk-du-jour, MITCH FARGO.

CORDELIA
Me in bright spring fashions...

MITCH
Spring training...

CORDELIA
Me at the end-of-school dance...

HARMONY
The end of school...

CORDELIA
Definitely my favorite time of
year!

3 INT. HALLWAY LEADING TO THE LIBRARY - CONTINUOUS 3

as they near the Library, walking and talking through the flow of students.

CORDELIA
... I am, of course, having my
dress specially made. Off-the-rack
gives me hives.

(CONTINUED)

MITCH

Let me guess. Blue, like your eyes.

CORDELIA

My eyes are hazel, Helen Keller. *

HARMONY

You two will look so fine together in the May Queen photo.

CORDELIA

(immense false modesty)
Well, technically, I haven't been elected May Queen yet.

A beat as they look at each other, then they all laugh.

Just then Buffy bursts out the Library doors, SLAMMING into Cordelia and Mitch. Her backpack spills -- books, papers... and medieval weaponry. Several students stop to rubberneck the "accident." Everyone stares at the weaponry.

CORDELIA

Behold the weirdness.

Buffy quickly starts stashing the arsenal back in the pack.

BUFFY

You're probably wondering what I'm doing with this stuff.

CORDELIA

Wow, I'm **not**.

BUFFY

It's actually... show-and-tell! For history class. Mr. Giles has this, like, hobby. A hobby of collecting stuff. Which he lent me. For show-and-tell. Did I mention it's for history class?

Students in the crowd stare at her, silent.

HARMONY

She is always hanging with the creepy librarian in that creepy library.

(CONTINUED)

3 CONTINUED: 2

3

MITCH

Ew, libraries. All those books.
What's up with that?

With a few chuckles, the crowd disperses.

CORDELIA

(to Mitch as they leave)

Did I ever tell you about when
Buffy **attacked me**? With a **spear**
when I came out of the ladies' at
the Bronze. I still re-live the
trauma every time I see a pencil.
I can only use felt-tip now...

Still on her knees, Buffy watches them go, hurt.

TEACHER'S VOICE (V.O.)

If you prick us, do we not bleed?

CUT TO:

4 INT. ENGLISH CLASSROOM - MINUTES LATER

4

The teacher is MS. MILLER. She gamely tries to unlock the
mysteries of Shakespeare for XANDER, WILLOW, Harmony,
Cordelia and others. She reads with great enthusiasm --

*

MS. MILLER

"If you tickle us, do we not laugh?
If you poison us, do we not die?
And if you wrong us, shall we not
revenge?"

(beat)

OK, so talk to me, people. How
does what Shylock says here, about
being a Jew, relate to our
discussion -- about the anger of
the outcast at society?

Cordelia's hand shoots up like a rocket. Willow also raises
her hand. But Cordelia waves hers insistently and Ms.
Miller points to her. Willow lowers her hand,
disappointed.

MS. MILLER

Cordelia, what's Shylock saying?

CORDELIA

How about, "color me totally
self-involved".

(CONTINUED)

4 CONTINUED:

4

MS. MILLER

Care to elaborate?

CORDELIA

With Shylock it's whine, whine,
whine, like the whole world is
about him! He acts like it's
justice, him getting a pound of
Antonio's flesh. It's not justice,
it's yicky.

MS. MILLER

But has Shylock suffered? What's
his place in Venice Society?

WILLOW

Well, everyone looks down on him --

CORDELIA

That's such a twinkie defense!
Shylock should get over himself.
People who think their problems are
so huge craze me. Like the time I
sort of ran over this girl on her
bike, and it was the most
traumatizing event of my **life**,
and she's trying to make it all
about **her** leg! Like my pain
meant **nothing**!...

MS. MILLER

Cordelia's raised an interesting
point here --

(the BELL RINGS)

Which we will pursue next time.

The students start out. Cordelia approaches Ms. Miller.

CORDELIA

Ms. Miller?

MS. MILLER

Some good observations today,
Cordelia. Always exciting to know
someone's actually done the
reading.

Willow, the last out, scowls a bit at this. SHE did the
reading...

(CONTINUED)

4 CONTINUED: 2

4

CORDELIA

I wanted to talk to you about my final paper. I'm real unfocused. I have all these points, and I'm pretty sure they all contradict each other.

MS. MILLER

I have your outline here somewhere... Why don't you stop in after school tomorrow, we can go over it.

CORDELIA

That's great, thanks.

ANGLE: THROUGH THE CLASSROOM WINDOW

We are in the hall, in someone's POV. As Cordelia heads for the door, Ms. Miller says:

MS. MILLER

I'll see you then.

And the POV suddenly whips around, looking down the hall. We see Willow just exiting, with Xander. The POV moves back suddenly as Cordelia comes out the door. Not noticing whoever it is, she starts down the hall herself, away from camera.

CUT TO:

5 INT. BOYS' LOCKER ROOM - MINUTES LATER

5

Baseball gear lies scattered about as Mitch pulls on his pants. Two BUDS pass by on their way out.

BUD #1

You going to the Bronze?

MITCH

Later. I'm picking out my tux first. Got to look sharp for the big 'dig.

BUD #1

That's right. Gotta look good to be on Cordelia's arm.

MITCH

It's not her arm I'm looking to be on.

(CONTINUED)

5 CONTINUED:

5

ANGLE: THE SPOOKY POV - AMONG THE LOCKERS

Somewhere near the back, watching as the two Buds wave goodbye. There's something rather ballsy about the POV -- whoever it is doesn't seem too concerned with concealment. The Buds pass right by without taking notice as they exit.

ANGLE: MITCH AT HIS LOCKER

He pulls on his shirt.

SPOOKY POV

Stalks through the lockers, toward Mitch...

BACK TO MITCH

He hears a GIGGLE. It's eerie.

MITCH
Who's there?

No response. No movement. Nothing. Mitch reaches for his jacket when he hears the GIGGLE again -- low, maniacal.

MITCH
Okay, fun time's over. Come out!

Still nothing there. But that doesn't console Mitch. Slowly he reaches for a baseball bat nearby...

Suddenly **the baseball bat rises into the air on its own and WHACKS Mitch!**

Mitch stumbles against the lockers. He looks up to see:

ANGLE: MITCH'S POV

The bat is floating in midair. Pulls back to swing --

He ducks, and the bat SLAMS into metal. Mitch scrambles away, dazed from the hit, and the bat tags him again, sending him to the ground.

The last thing we see is the end of the bat raise up and slam down out of frame.

END OF TEASER

ACT ONE

6 INT. HALLWAY WITH LOCKERS - LATE MORNING

6

Buffy is by herself, putting her books away as Cordelia saunters down the hall handing out little chocolates.

CORDELIA
(handing a chocolate to a student)
Remember who to vote for for May Queen. As in, me.

She reaches Harmony, shows her a chocolate.

CORDELIA
Isn't this the BOMB? I'm SUCH the campaign strategist.

HARMONY
(reads on the chocolate)
"C". For Cordelia?

CORDELIA
No, "C" for Wilma. Of course it's for Cordelia, little brain. This way, people will associate me, Cordelia, with something sweet!

As she talks she hands out a couple others, reaches Buffy. Starts to hand her one and then thinks better of it.

CORDELIA
I don't think I need the loony fringe vote.

BUFFY
(as the walk off)
I don't even like chocolate.
(to herself)
Well, that was the lamest comeback of our times...

Xander and Willow approach, together.

XANDER
Hey! What's Cordelia up to?

BUFFY
Bribery. She's desperate to be the May Queen.

(CONTINUED)

6 CONTINUED:

6

XANDER
Cordelia, man... she does love
titles.

WILLOW
(cracking up)
Oh, God, remember in sixth grade...
the field trip? When Cordelia --

XANDER
(also laughing)
-- right, right, the guy with the
antlers on his belt --

They are totally into this. Buffy gamely tries to keep up.

WILLOW
(as the guy)
"Be my deputy!"

XANDER
And she had the... with the hat...

WILLOW
The hat!

XANDER
Oh Man...

BUFFY
Okay, it's fun that we're speaking
in tongues...

WILLOW
I'm sorry...

XANDER
It was, we had this... you had to
be there.

WILLOW
It's not even funny.

XANDER
Really.

WILLOW
Cordelia just has a history of
trying too hard.

XANDER
What kind of moron would be May
Queen anyway?

(CONTINUED)

6 CONTINUED: 2

6

BUFFY

I was.

XANDER

You what?

BUFFY

At my old school.

XANDER

So, the good kind of moron would do that. The non-moron, I mean. I'll be in a quiet place now.

BUFFY

I mean, we didn't call it May Queen, but we had the dance, and the coronation, all that stuff. It was nice.

XANDER

Well, you don't need that stuff now. You've got us.

Willow suddenly bursts into hysteric laughter again.

WILLOW

"Be my deputy!"

Xander joins Willow in laughing. Buffy looks off, lost in thought. Sees:

ANGLE: BUD #1

Bursts into the hall.

BUD #1

Guys! Come on! Somebody wailed on Mitch! I think he's --

CUT TO:

7 INT. HALLWAY OUTSIDE LOCKER ROOM - MOMENTS LATER

7

PRINCIPAL SNYDER addresses the looming crowd of students.

MR. SNYDER

-- dead? Of course not, dead!
What are you, ghouls? There are no dead students here! This week. Now clear back, make room, all of you!

(CONTINUED)

7 CONTINUED:

7

Buffy, Willow and Xander arrive as Mitch gets wheeled out on a gurney. The paramedics stop for a moment and the kids rush over to Mitch's side.

BUFFY
Mitch, what happened?

MITCH
I don't know... I heard something,
I tried to grab a bat... and it hit
me.

BUFFY
What hit you?

MITCH
The bat. By itself. Thing was
floating! Knocked me out...

The paramedics take him away.

BUFFY
(to Xander and Willow)
I better check out the scene.

She starts for the locker room but Snyder steps in her way.

MR. SNYDER
Where do you think you're going?

BUFFY
Uh... Mitch wanted me to get... his
comb. He likes his comb.

MR. SNYDER
I don't think Mitch needs his comb
right now. I think Mitch needs
medical attention and you need to
stay away from the crime scene.
You're always sticking your nose in
--

Xander and Willow have been witnessing this exchange. They walk past Snyder, saying:

WILLOW
What did you say? Mitch is gonna
sue the school?

MR. SNYDER
(turning)
Sue? Who?

(CONTINUED)

7 CONTINUED: 2

7

XANDER
(to Willow)
Well, his dad is the most powerful
lawyer in Sunnydale.

MR. SNYDER
Hold on! What have you two heard?

XANDER
Mitch's dad. The lawyer. You've
never heard of him?

WILLOW
Other lawyers call him the Beast.

Buffy sneaks around them and into --

8 INT. THE BOYS' LOCKER ROOM - CONTINUOUS

8

It's empty. Buffy goes toward the lockers, sees the VICIOUS
DENTS on the locker doors. She stops, looks down.

ANGLE: THE BAT

is on the floor. There is blood on it. Buffy hesitantly
nudges it with her foot. It rolls innocently.

Nearby, four lockers in a row are open. The last is
Mitch's. Curious, Buffy crosses to it. Looks inside.
There's nothing of interest and she closes it.

There's an "K" spray-painted on it in red. She looks at it,
puzzled, then looks at the three adjacent doors. Slowly,
she shuts them all.

They spell out, LOOK.

CUT TO:

9 INT. CAFETERIA - NOON - ON A BIG TABLE

9

that's empty except for Willow, Xander, and Buffy.

WILLOW
"Look?" That's all it said?

XANDER
Look at what? Look at Mitch?

(CONTINUED)

9 CONTINUED:

9

BUFFY

Maybe. All I know is it's a message.

XANDER

And?

BUFFY

And monsters don't usually send messages. It's pretty much, "kill, crush, destroy". This is different.

GILES walks up in the middle of this.

GILES

I'd say you're right.

BUFFY

I love it when you say that. Any theories?

GILES

Well, I'm not sure this is the place for discussing it.

Buffy looks down their table -- empty even though it's a crowded lunchroom -- then looks around.

BUFFY

It's not like anyone ever sits close enough to overhear us.
(shaking it off)
Come on. Give.

GILES

It is a bit of a puzzle. I haven't actually ever heard of someone being attacked by a baseball bat.

XANDER

Maybe it's a vampire bat.
(off their looks)
I'm alone with that one.

(CONTINUED)

GILES

Well, assuming the bat itself is not possessed, there are a few possibilities that bear investigating. Someone with telekinesis, the power to move objects at will... some invisible creature... or possibly a poltergeist.

WILLOW

A ghost?

GILES

Yes. An angry one.

BUFFY

Angry is right. It was a real scene in that locker room.

WILLOW

So, if it's a ghost, then we're talking about a dead kid?

BUFFY

I suppose so. Willow, why don't you compile a list of kids who've died here who might have turned into ghosts.

XANDER

We're on a Hellmouth. It's gonna be a long list.

WILLOW

(agreeing)

Have you **seen** the "In Memoriam" section of the yearbook?

GILES

I'll research all the possibilities, ghosts included. Xander, may I count on your help there?

XANDER

What, there's homework now? How does that happen?

BUFFY

It's all part of the glamorous world of vampire slaying.

(CONTINUED)

9 CONTINUED: 3

9

XANDER

Well, what are **you** going to be doing?

BUFFY

Finding out what I can about Mitch. This attack wasn't random.

XANDER

Well, I think I should do that part.

BUFFY

Fine. Ask around. Talk to his friends. Talk to Cordelia.

XANDER

Talk to Cordelia?
(to Giles)
So, research, huh?

*

CUT TO:

10 EXT. UPPER QUAD HALL- MOMENTS LATER

10

Cordelia, in a daze, sips from a drinking fountain as Harmony catches up with her. The SPOOKY POV returns, blatantly stalking them, in-your-face -- but strangely, they don't take any notice.

HARMONY

Cordelia! You weren't in fifth period --

CORDELIA

I went to the hospital.

HARMONY

Mitch. How is he? Will he be OK?

CORDELIA

The doctor said he's fine, he'll be sent home tomorrow.

(tears well up)

Oh, you should have seen him -- lying there, all black and blue...

(beat)

How's he going to look in our prom pictures? How will I ever be able to show them to anyone?

(CONTINUED)

10 CONTINUED:

10

HARMONY
They can do wonderful things with
airbrushes these days...

CORDELIA
You think?

FLASH CUT TO:

11 EXT. SAME - **FLASHBACK** - SIX MONTHS BEFORE

11

STILL IN POV, but it's hazily sepia-toned -- a memory.

CORDELIA
Did you see Mitch? He broke up
with Wendy like eight seconds ago
and he's already nosing around.

HARMONY
It's shameless.

CORDELIA
In the spring, if he makes varsity
baseball, maybe I'll take him on a
test-drive...

She chuckles... Then her head snaps around, noticing us for
the first time -- and not pleased to be doing so.

CORDELIA
What do **you** want?

CUT BACK TO:

12 EXT. SAME - SECONDS LATER (PRESENT DAY) - STILL IN POV

12

Cordelia and Harmony head down the hall to the top of the
stairs. *

CORDELIA
I just hope somebody can prop him
up long enough to **take** the
picture...

Suddenly, the POV **charges**, a mad rush right at them...

ANGLE: BUFFY

Seeing them, heading for them --

(CONTINUED)

12 CONTINUED:

12

BUFFY
Cordelia. Can I talk to you?

ANGLE: TOP OF THE STAIRS

Cordelia and Harmony see her.

CORDELIA
Oh, great.

HARMONY
Why is she always --

WHAM! Harmony rockets backwards and tumbles down the stairs.

Harmony lands in a moaning heap at the bottom of the stairs.
Mr. Snyder, passing by, rushes over.

MR. SNYDER
For heaven's sake!

Cordelia hurries down the stairs, as does Buffy.

MR. SNYDER
Clear back, everyone! Give her
some air! Air, breathe, good.
(to a student)
You! School nurse. Now!

The student rushes off as Buffy pushes in next to Cordelia.
Cordelia wrings her hands helplessly. An N.D. Girl stands
next to them. Harmony moans again in pain.

HARMONY
My ankle -- I think it's broken...

BUFFY
What happened?

MR. SNYDER
Hey! Who's the principal here?
(to Cordelia)
What happened?

CORDELIA
She just fell! We were coming down
the stairs and she just fell! All
by herself!

HARMONY
No, I was pushed!

(CONTINUED)

12 CONTINUED: 2

12

Cordelia kneels down beside her.

ANGLE: BUFFY

hears a GIRL'S VOICE next to them, muttering --

GIRL'S VOICE
She deserved it.

She turns in surprise to the N.D. Girl next to them --

BUFFY
How can you say that?...

Only no one's there. The N.D. Girl is now halfway down the hallway. So who said that?

Buffy steps back from the crowd, sensing something's not quite right here. She looks around... **and sees a hallway door closing.** She hurries toward it --

CUT TO:

13 INT. HALLWAY - CONTINUOUS

13

Buffy enters quickly -- but it's empty.

BUFFY
Anyone here?

Suddenly SOMETHING brushes by her, almost knocking her down.

BUFFY
Hey! Who is -- ?

She regains her footing just in time to see a door open and close -- by itself. She rushes through it into --

CUT TO:

14 INT. BAND ROOM - CONTINUOUS

14

But it's also empty. Puzzled, she stalks carefully about the room. She looks out the window. Nothing.

BUFFY
Okay, I know someone's here. I just want to talk to you. I won't hurt you.

(CONTINUED)

14 CONTINUED:

14

LOW ANGLE: BUFFY (INCLUDING CEILING)

Up in the corner, one ceiling tile is slightly ajar. Buffy waits... Still nothing. She sighs. Exits.

After a moment, the ceiling panel **eerily slides back into place**. Someone's hiding there.

BLACK OUT.

END OF ACT ONE

ACT TWO

15 EXT. SCHOOL - AFTERNOON

15

School's out, students heading for home. PAN OVER to find TWO MEN IN BLACK standing unnoticed on the grassy knoll...

Buffy and Xander stand out front as Giles and Willow approach. Willow presents Buffy with a sheaf of papers.

WILLOW

Dead kids.

BUFFY

Yikes.

WILLOW

I was gonna pull up "missing" too, but I didn't have enough time.

XANDER

What's the word on Harmony?

GILES

I believe it was a compound fracture. Not wonderful fun.

XANDER

This is a fairly testy ghost we've got.

BUFFY

Maybe.

XANDER

You think "Testy" is too strong a word? 'Cause I felt I was understating --

BUFFY

Giles, have you ever touched a ghost?

GILES

No I haven't. I've seen one, in Dartmoor. A murdered countess, very beautiful. She used to float along the foothills, moaning the most piteous -- I've gone away again, haven't I?

WILLOW

It's funny when he does that.

(CONTINUED)

15 CONTINUED:

15

BUFFY

We were talking about touching.

GILES

Yes. Well, from what I've read, having a ghost pass through you is a singular experience. It's a cold, amorphous feeling, makes your hair stand up.

BUFFY

Okay, this is my problem. I touched the thing. It didn't go through me, it bumped into me. And it wasn't cold.

XANDER

So this means, what -- that we're talking about an invisible person?

BUFFY

A girl. She spoke. Said Harmony deserved what she got.

GILES

A girl on campus with the power to turn invisible.

XANDER

Man, that is so cool.

WILLOW

Cool?

XANDER

I'd give anything to be able to turn invisible.

(off their looks)

Well I wouldn't be beating people up. I'd use my power to **protect** the girl's locker room.

GILES

It probably is an awfully heady experience, having that ability.

WILLOW

So how'd she get it? Is she a witch? 'Cause we can fight a witch.

(CONTINUED)

XANDER

Greek myths talk about cloaks of invisibility, but they're usually just for the gods.

(off their looks)

Research boy comes through with the knowledge.

BUFFY

This girl's sort of petty, for a God.

WILLOW

She's got a grudge. But why Harmony?

XANDER

Harmony and Mitch. And the common denominator there --

BUFFY

Is Cordelia.

WILLOW

So what now?

BUFFY

First thing tomorrow, pull up that missing kids list. Maybe this girl's made herself invisible for long enough for someone to notice she's gone.

*
*
*
*
*
*

WILLOW

Got it. I'll see you then.

*
*

BUFFY

Good.

*
*

XANDER

See ya.

He and Willow walk off together.

XANDER

Why don't you have dinner at our place? Mom's making her famous phone call to the Chinese place.

WILLOW

Again? Xander, do you guys **have** a stove?

(CONTINUED)

15 CONTINUED: 3

15

Buffy and Giles watch them go.

GILES

I'll start looking into ways to
decloak an invisible someone. And
you?

BUFFY

I think Cordelia's gonna be working
on the May Queen decorations.
There might be some action. It's
time for me to start the hunt.

GILES

And how exactly do you propose to
hunt someone you can't see?

Off her entire lack of an answer, we:

CUT TO:

16 INT. HALLWAY - NIGHT

16

It's after school, the place deserted, lights dim and
shadowy. Suddenly a door creeps open...

It's Buffy. She's in full hunting mode, carrying her
Slayer's bag of goodies, just in case. Every sense alert,
she takes a careful step.

BUFFY

Hello? Invisible person?...

No response. Buffy continues, rounds the corner.

BUFFY

I know you're here. I know I can't
see you. It's a good trick. Care
to teach it to me?

Suddenly, she HEARS laughter, GIRLS' VOICES. She moves to a
classroom doorway --

17 INT. CLASSROOM - CONTINUOUS

17

In the cheery light, four Cordettes sit on the floor,
making decorations for the spring dance. Cordelia holds her
May Queen dress and pirouettes with it, laughing. The
bright light makes the sequins sparkle. It's beautiful.

*

(CONTINUED)

17 CONTINUED:

17

ANGLE: BUFFY LOOKING THROUGH THE DOOR

She looks at her "hunting" attire. Then she looks back at Cordelia and her friends, who are having such fun. Buffy quietly shrinks from the door.

18 INT. HALLWAY - CONTINUOUS

18

Suddenly she HEARS something else. She stops dead, listens. Can't quite make it out -- it's everywhere and nowhere.

It's music. A flute. Ghostly. Playing somewhere in the bowels of the school. Buffy just listens, affected by it. It's about the saddest, loneliest song she's ever heard...

CUT TO:

19 INT. LIBRARY STACKS - SAME TIME

19

Giles, far back in the stacks, hears the haunting MUSIC. He takes a few steps, trying to determine the sound's origin.

Suddenly, it stops. After a beat, Giles shrugs. He turns to resume his work when there's a NOISE behind him.

Giles spins. There's no one there. Slightly unnerved --

GILES

Who's there?

ANGLE: SOMEONE'S POV WATCHING GILES

as he searches among the stacks for the source of the sound.

ANGLE: GILES

as he passes one of the darkened windows behind the stacks, glances at his solitary reflection in the glass. He turns.

ANGEL is right beside him!

Startled, Giles looks again at the traitor window and Giles' lonely image.

GILES

Of course. Vampires cast no reflection.

(CONTINUED)

19 CONTINUED:

19

He looks about him -- in case he has to make a run or a fight for it.

ANGEL

Don't worry. I'm not here to eat.

GILES

Buffy told me you don't feed on humans anymore...

ANGEL

Not for a long while.

GILES

Is that why you're here? To see her?

ANGEL

(shakes his head)

I can't. It's... it's too hard for me to be around her.

GILES

A vampire in love with the Slayer. It's rather poetic, in a maudlin sort of way. Well, what can I do for you?

*
*
*

ANGEL

I know you've been researching the Master.

GILES

The Vampire King. Yes, I'm trying to learn all I can about him. For the day when Buffy must face him. I haven't learned much, I'm afraid.

ANGEL

Things I've heard lately... from Things you wouldn't care to meet... Something's already in motion -- something big -- but I don't know what. You've read all the Slayer lore there is, right?

*

GILES

I've studied all the extant volumes, of course. But the most important books of Slayer prophecy have been lost. The Tiberius Manifesto, the Pergamum Codex...

*

(CONTINUED)

ANGEL

The Codex...

GILES

It was reputed to contain the most complete prophecies about the Slayer's role in the End Times. But the book was lost in the 15th century.

ANGEL

Not lost. Misplaced. I can get it.

GILES

That would be very helpful.
(holding up a book)
My own volumes seem to be useless of late.

ANGEL

(looking at the book)
Legends of Vishnu?

GILES

Oh, there's an invisible girl terrorizing the school.

ANGEL

Oh. That's not really my area of expertise.

GILES

Nor mine, I'm afraid. It's fascinating, though. By all accounts a wonderful power to have.

ANGEL

I don't know... Looing in the mirror every day and seeing nothing there...

Giles' gaze is drawn again to --

ANGLE: THE DARK WINDOW

and Giles' solitary reflection as Angel continues...

ANGEL (O.S.)

It's an overrated pleasure.

Giles turns back toward Angel... But he's gone.

FLASH CUT TO:

20 INT. GIRLS' BATHROOM - **FLASHBACK**

20

NOT in POV, but still sepia-toned and dreamy. A GIRL (MARCIE) -- so mousy she's the human equivalent of wallpaper -- washes her hands as Cordelia, Harmony, and two Cordettes squeeze her aside to primp at the mirrors.

CORDELIA

God, I am never sitting through one of those alumni lectures again. Two hours of "My Trek Though Nepal". Hello! There's nobody caring.

MARCIE

Did you see his toupee? It looked like a cabbage.

Complete ignorance, as Cordy continues.

CORDELIA

And those slides. "That's a mountain. Yes, that's a mountain, too. Now let's look at some mountains."

HARMONY

I swear he only had three slides and he just used them over and over.

MARCIE

Did you guys notice his toupee --

HARMONY

(to Marcie)
We're talking, okay?

CORDELIA

Oh! And did you guys check out the extreme toupee? Yeah, that's realistic. Looked like a cabbage.

Everyone nods, laughs... as the Girl's eager smile slowly fades. Cordelia and Co. exit. The Girl stares at the mirror, alone.

MR. SNYDER (V.O.)

And the winner is... Cordelia Chase!

CUT TO:

21 EXT. SCHOOL QUAD - NEXT DAY - NOON

21

In SPOOKY POV, in a crowd, standing **right next to Buffy** as we watch Mr. Snyder announce from the steps --

MR. SNYDER
Introducing... our new May Queen!
Oh, you're here.

Cordelia, having anticipated the result, is already right beside him. She gives a Miss America wave to the crowd.

CORDELIA
Thank you. For making the right
choice. For showing how much you
all love me!

We hear angry PANTING as the SPOOKY POV moves away from Buffy and toward Cordelia...

ANGLE: BUFFY (OUT OF POV)

as Willow and Xander arrive, Willow carrying a printout.

BUFFY
Did you guys just hear something?

XANDER
Just the hiss of hot air.

They all look at Cordelia, who is well into her speech.

CORDELIA
Being this popular isn't just my
right, it's my responsibility, and
I want you to know I take it
seriously...

They all roll their eyes and turn away, thus missing it as Cordelia stumbles a bit, **as if Something has shoved by...**

XANDER
Giles said you'd be here. Why are
you being here?

BUFFY
Last night was a bust. But I still
think Cordy's the key here.

Willow hands Buffy the printout.

(CONTINUED)

21 CONTINUED:

21

WILLOW

The missing girls list. They've mostly stayed missing. I pulled their classes, activities, medical records...

BUFFY

Good work.

As Buffy thumbs through the list, Willow catches sight of the TWO MEN IN BLACK from the beginning of Act Two, standing in the shadows on the edges of the crowd.

WILLOW

Has Cordelia hired a bodyguard or something?

Xander looks in the Strange Men's direction... but they're gone. Buffy, engrossed in the printout, interrupts --

BUFFY

Whoa, check it out. The most recent one. Marcie Ross... disappeared almost six months ago.

XANDER

I don't know her.

WILLOW

Me neither.

BUFFY

Well, her only activity was band. She played the flute.

WILLOW

So?

BUFFY

I heard a flute last night, when I was hunting. I couldn't find out where it was coming from.

XANDER

What did it sound like?

BUFFY

Sad. Real sad. But it was the band room where I lost Ms. Invisible yesterday... This tracks. I've got a free now, I'll check it out.

(CONTINUED)

21 CONTINUED: 2

21

XANDER

OK, we'll see you after geometry.

They all exit under the stairs as Cordelia finishes up...

CORDELIA

So come to my coronation tonight at
the Bronze, for an evening you'll
never forget!

CUT TO:

22 INT. BAND ROOM - LATER

22

Buffy enters. She slowly circles the room.

*

BUFFY

Okay. There's something about this
room. We keep coming back. What
is it?

In the sunlight streaming through the windows, Buffy spots a
thin ribbon of dust falling from the ceiling in the corner.

She approaches. On the floor is a small flutter of the
dust, shoe prints tracked through it. On some book shelves
piled with band music, Buffy discovers other dusty shoe
prints left when somebody climbed up to --

Buffy looks up -- **the ceiling**. A ceiling tile is ajar.

BUFFY

It, I presume...

Buffy carefully climbs up the shelf-"ladder" and pushes back
the ceiling tile. She pokes her head up for a look -- sees
a dim light. Taking a deep breath, she climbs into --

23 INT. THE "NEST" - CONTINUOUS

23

Buffy emerges into a largish area with a low overhead --
the Invisible Girl's nest. It is an eerie moment for
Buffy as she realizes what she's found.

Like a pack-rat's lair: blankets and pillows, junk food,
sheet music, a flute case, and a single stuffed animal.

(CONTINUED)

23 CONTINUED:

23

THE INVISIBLE GIRL'S SPOOKY POV

watches Buffy from a far corner as Buffy explores her nest. Poking among the sheet music, Buffy finds a book -- last year's Sunnydale yearbook. Looking around a bit fearfully, she opens the cover and there's the name: MARCIE ROSS.

BUFFY

Marcie Ross. So it is you...

Buffy thumbs through the book, and her look of fear seems to melt as empathy washes over her.

ANGLE: BUFFY

She sits back, engrossed in the yearbook. We track around her to reveal **a knife behind her, ready to stab.**

After a moment, Buffy closes the yearbook. She looks around again, but not fearfully this time. Sympathetically.

Behind her in the dark, the knife raises higher, ready to attack if Buffy comes closer... But after a beat, Buffy heads instead for the exit, taking the yearbook with her.

Slowly, the knife lowers...

CUT TO:

24 INT. BAND ROOM - CONTINUOUS

24

Buffy climbs down the shelf-ladder, carefully juggling the yearbook. She hops to the floor, exits.

CUT TO:

25 INT. ENGLISH CLASSROOM - LATER

25

Ms. Miller sits alone at her desk, grading papers.

She doesn't notice the door open... It closes with a CLICK.

Ms. Miller looks up at the noise.

MS. MILLER

Cordelia? Could you be on time?

INVISIBLE GIRL'S SPOOKY POV

It slowly circles the unsuspecting Ms. Miller as she shrugs and goes back to grading papers...

26 EXTREME CLOSE UP: MS. MILLER 26

writing comments on a paper. She looks up slowly.

MS. MILLER
Who's there?

From behind her, with frightening speed, **a plastic bag whips down over her head.**

WIDER ANGLE: MS. MILLER

As she thrashes about in her chair, the bag tight over her frozen scream.

CUT TO:

27 INT. HALLWAY OUTSIDE ENGLISH CLASS - CONTINUOUS 27

Cordelia arrives for her meeting with Ms. Miller, books in hand. She knocks at the door, enters --

28 INT. ENGLISH CLASSROOM - CONTINUOUS 28

As Cordelia enters, she gasps -- **Ms. Miller is passed out in her chair, her face turning blue inside the plastic bag.**

Cordelia rushes to her. She instinctively tears at the cord around Ms. Miller's neck and pulls off the plastic bag.

CORDELIA
Ms. Miller, oh-my-god...

Ms. Miller sucks in a painful gasp, then begins to cough. Weakly, she slides out of the chair, collapsing to her knees on the floor.

When Cordelia stoops to help her, **the chalkboard is blank.**

CORDELIA
Are you okay? What happened?

MS. MILLER
Attacked... Didn't see...

(CONTINUED)

28 CONTINUED:

28

She begins to cough again. Cordelia hears a SCRITCH-SCRITCH behind her... rises slowly...

Now there are letters insanely scrawled there behind her:
LISTEN. She turns and reads it. On Cordelia's whimper...

BLACK OUT.

END OF ACT TWO

ACT THREE

29 EXT. SCHOOL - LATE AFTERNOON 29

Almost deserted.

GILES (V.O.)

A nest?

30 INT. LIBRARY - CONTINUOUS 30

The gang listens to an excited Buffy relay her findings.

BUFFY

It looked like Marcie's been there
for months. It's where I found
this.

She places the yearbook on the table --

BUFFY

Check it out.

- and opens it. The others crane to see.

WILLOW

Oh my god...

ANGLE: THE INSIDE COVER OF THE YEARBOOK

We see written very clearly: "Have a nice summer." The
camera pulls back slowly to reveal the exact same message
written and signed by more than a dozen people.

WILLOW

"Have a nice summer." "Have a nice
summer...." This girl had no
friends at **all**.

GILES

Once again I teeter at the
precipice of the generation gap.

BUFFY

"Have a nice summer" is what you
write when you have nothing to say.

XANDER

It's the kiss of death.

(CONTINUED)

30 CONTINUED:

30

BUFFY
(to Xander and Willow)
And you guys didn't know Marcie
Ross?

XANDER
Never met her, why?

BUFFY
'Cause you both wrote it too.

Xander and Willow look, find their own signatures.

XANDER
"Have a nice --" yeeesh.

WILLOW
Where am I? Oh. "Have a **great**
summer." See, I cared.

BUFFY
But you don't remember her.

Willow goes to her missing kids read out, starts looking at
Marcie's records.

XANDER
Well, we probably didn't see her
except to sign the book, this is a
big school --

WILLOW
(reading)
Xander, we each had four classes
with her last year!

BUFFY
(musing)
And you never noticed her. And now
she's invisible...

XANDER
What, she turned invisible because
no one noticed her?

GILES
Of course!...

He goes to a bookshelf near the stairs and pulls out a
textbook: "Introduction to Quantum Mechanics."

(CONTINUED)

GILES

I've been investigating **mystical**
causes of invisibility when I
should have looked to the **quantum**
mechanical!

(off their puzzlement)

Physics. Reality is shaped, even
created by our perception of it.

BUFFY

And with the Hellmouth below us
sending out mystical energy --

GILES

People perceived Marcie as
invisible, and she became so.

XANDER

But people perceived the whole
Marcie package as invisible,
clothes and all, not just, you
know...

(what's bothering him)

So you're saying she's not naked.

BUFFY

(realizing)

It isn't this great power she can
control, it's something that was
done to her. That we did to her.

WILLOW

No wonder she's miffed. But what
does she want?

Buffy, flipping through the yearbook, stops short at a page.

BUFFY

Just what we thought.

ANGLE: THE YEARBOOK

Smiling Cordelia's picture... hideously defaced, almost
scratched out. A big red CROWN is scrawled on her head.

BUFFY

Cordelia.

CORDELIA (O.S.)

What?

(CONTINUED)

ANGLE: THE LIBRARY DOORS

Cordelia stands there, eying her surroundings as if she has just entered a dark and scary cave. Then she looks at Buffy.

CORDELIA
I **knew** I'd find you here.

XANDER
A-and you would be wanting what?

CORDELIA
Buffy, I, uh, know we've had our differences, you being so weird and all, and hanging out with these, ugh, **total** losers, and...
(oops, wrong tack)
Well anyway, despite all that, I know you share this feeling we have for each other, deep down...

WILLOW
Nausea?

CORDELIA
(dropping facade)
Somebody's after me! Someone just tried to kill Ms. Miller! She was helping me with homework! And Mitch and Harmony...! This is all about me! Me! Me! Me!

XANDER
Wow. For once she's right.

BUFFY
So you're coming to **me** for help?
There's a Why? inside me screaming to get out.

CORDELIA
I don't know... because you're always around when stuff happens, I know you're strong and you got those weapons... I was kind of hoping you're in a gang.

WILLOW
The Ugh-**Total**-Losers Gang.

CORDELIA
Please... I don't know where else to turn.

(CONTINUED)

Buffy and the others exchange a look: should we tell her?

GILES

Please sit down.

(a beat, gently)

Do you know... I don't recall ever
seeing you here before.

CORDELIA

(perfectly nicely)

Oh, no. I have a life.

So much for being gentle. Buffy decides.

BUFFY

Cordelia, the attacker is an
invisible girl.

XANDER

Who is really, really angry at you.
I can't imagine that, personally,
but it takes all kinds, you know?

CORDELIA

I don't care what it is, just get
rid of it!

BUFFY

It's not that simple. It's a
person. This person.

(shows Marcie's photo)

Do you have any idea why she would
be so...

CORDELIA

God, is she wearing **Laura Ashley**?

WILLOW

So homicidal?

ANGLE: CORDELIA

is emphatic.

CORDELIA

I have no idea at all! I've never
seen this girl before in my life!

CUT TO:

31 INT. ENGLISH CLASSROOM - FLASHBACK

31

Cordelia sits **right next to Marcie**. Marcie raises her hand eagerly... but Ms. Miller calls on --

MS. MILLER

Cordelia.

CORDELIA

Well, just because the story's about him doesn't mean he's necessarily the hero, right?

MS. MILLER

Exactly. What would we call him? Willow.

WILLOW

Well, the protagonist.

XANDER

He can't be both? 'Cause some of the stuff he does is heroic.

All during this, the SOUND SLOWLY DROPS OUT as we PUSH IN on Marcie. She raises her hand again, more desperate, but another kid gets the tag.

As Marcie watches, the kid lowers his hand and mouths his answer m.o.s.

All the sound is gone now, except for the noise Marcie makes -- the rustle of her dress, her pencil dropping -- which is slightly amplified. She's alone out here.

Slowly, defeatedly, she lowers her hand, and in the SILENCE of absolute isolation, stares at it in wonder. **It's starting to disappear.**

CUT TO:

32 INT. THE "NEST"

32

The POV moves quickly through the dark space, accompanied by ominous MUSIC and a string of muttered threats.

MARCIE'S VOICE

I'll show them.... idiots... show them all, they're never gonna forget... ought to KILL, I could KILL... I'm right here, I'm coming for you... right behind you -- IDIOTS!

*

(CONTINUED)

32 CONTINUED:

32

As she mutters, we see a hunk of rope yanked out of frame. The POV turns to an old blanket that is also yanked away -- to reveal a black leather satchel shining ominously in the dark.

CUT TO:

33 INT. LIBRARY - ON CORDELIA'S DEFACED PICTURE

33

as Buffy slams the yearbook shut. To Cordelia --

BUFFY

Well, Marcie remembers you.

GILES

According to what you've told us about the attack on Ms. Miller, we now have two messages from Marcie: Look and Listen.

WILLOW

Messages we don't understand.

BUFFY

I'm not sure we're supposed to, yet. Marcie's not quite ready.

(feeling her way)

From what she did to Cordelia's picture, I'd say she's wiggled on the whole May Queen thing. Maybe she's going to do something about it, but at a time of her choosing.

WILLOW

Stop the coronation tonight, maybe. Keep you guys out of the Bronze.

CORDELIA

Nothing is keeping me from the Bronze tonight.

XANDER

Can we just revel in your fabulous lack of priorities?

CORDELIA

If I'm not crowned tonight, then... then Marcie's won! And that's bad! She's evil, okay? **Way** eviler than me.

(CONTINUED)

33 CONTINUED:

33

BUFFY
She has a point.

CORDELIA
Buffy's with me on this.

BUFFY
Anyway, continuing the normal May
Queen activities is probably the
best way to draw Marcie out.
Cordelia is our bait.

CORDELIA
Great! What?

GILES
Willow and Xander will help me
begin our research anew.

XANDER
He can just say that and then we
have to.

GILES
Unless we can find a way to cure
Marcie's invisibility, Buffy will
be --

BUFFY
A sitting duck.
(to Cordy)
Come on.

CORDELIA
I need to try on my dress. Am I
really bait?

Buffy and Cordelia exit.

Giles and his helpers troop into Giles' office. No one sees
that in the corner, a CEILING TILE slides back into place...

CUT TO:

34 INT. HALLWAY NEAR LOCKERS - MOMENTS LATER

34

Empty. Suddenly, Buffy pops around the corner like a Secret
Service agent. She checks around with outstretched arms...

BUFFY
OK, I think it's clear.

(CONTINUED)

34 CONTINUED:

34

Cordelia appears, walking like she owns the place.

CORDELIA

So how much the creepy is it that
this Marcie's been at this for
months? Spying on us, learning
our most guarded secrets...

The Slayer looks around, thinking about that one.

CORDELIA

And she turned invisible 'cause
she's so unpopular? Bummer for
her.

BUFFY

That about sums it up.

CORDELIA

It's awful to feel that lonely.

BUFFY

Oh, so you've read about that
feeling?

Cordy shoots her a look.

CORDELIA

You think I'm never lonely, just
'cause I'm so cute and popular? I
can be surrounded by people and be
completely alone. It's not like
any of them really know me. I
don't even know if they really
like me half the time. People
just want to be in the popular
zone. Sometimes when I talk,
everyone's so busy agreeing with
me, they don't hear a word I say.

A moment, as Buffy takes this in.

BUFFY

If you feel so alone, why do you
work so hard to be popular?

CORDELIA

Well, it beats being alone all by
yourself.

Buffy watches Cordelia start down the stairs. She follows.

CUT TO:

35 INT. LIBRARY - LATER

35

Willow and Xander look up as Giles emerges from his office.

XANDER

So what's the answer, Mr. Wizard?
Potion, ritual, really silly spell
requiring you to shout things?

WILLOW

Right, how do we make Marcie
visible?

GILES

We don't.

WILLOW

You mean... it's permanent?

GILES

I mean apparently my gift as a
researcher is limited to
supernatural rather than quantum
phenomena. All these state
functions, observables...
Mathematics was never my strength.

WILLOW

Ssssh! Listen!

Now they can hear it: the haunting tones of a FLUTE.

36 INT. HALLWAY OUTSIDE LIBRARY - CONTINUOUS

36

The three emerge into the empty, dark hall and listen.

GILES

Perhaps we can talk to her, reason
with her.

(off their reactions)

Or possibly grab her.

WILLOW

There are three of us...

XANDER

Let's go!

They head off down the hall.

CUT TO:

37 INT. SUPPLY CLOSET - SAME TIME 37

Dark. The door opens and Buffy steps in, pulls the chain on the overhead light. Cordelia surveys the icky surroundings.

CORDELIA
If you ever tell anyone I changed
in a mop closet...

BUFFY
Your secret dies with me.

Buffy quickly checks the small area: no invisible girls.

BUFFY
Looks okay. But hurry.

Buffy exits. Cordelia changes into her dress.

CUT TO:

38 INT. BASEMENT OUTSIDE BOILER ROOM - SAME TIME 38

Giles, Willow and Xander cautiously make their way down the dark stairs into the basement, following the MUSIC. They fan out, searching. Xander puts his ear to a metal door.

XANDER
Over here!

39 INT. BOILER ROOM - CONTINUOUS 39

Dark and seemingly deserted but for the ghostly flute music wafting around the BOILER. The three enter.

GILES
Marcie. We know what has happened
to you. Please talk to us.

WILLOW
We're so sorry we ignored you.

But the music plays on. The three exchange looks. Very cautiously, they creep around the boiler --

-- and discover a small boombox, playing an audio cassette.

XANDER
Can you say "gulp?"

They race for the door, but they hear Marcie's maniacal GIGGLING as it SLAMS shut. Giles and Xander try to open it, but it won't budge.

(CONTINUED)

39 CONTINUED:

39

WILLOW

Does anybody else feel like a major
idiot?

GILES

What's that sound?

That's when they hear the HISS...

CUT TO:

40 INT. HALLWAY OUTSIDE SUPPLY CLOSET - CONTINUOUS

40

Buffy paces outside, talking to Cordelia through the door.

BUFFY

You know, what you were saying
before... I understand. It doesn't
matter how popular you are --

CORDELIA

You were popular? In what
alternate universe?

BUFFY

In L.A. The point is, I did sort
of feel like something was
missing --

CORDELIA

Is that when you became weird and
got kicked out?

BUFFY

Okay, can we have the heartfelt
talk with less talk from you?

(no answer)

Cordelia?

From the closet, there's a SOUND, like a brief scuffle.

BUFFY

Cordelia!

There's more COMMOTION from within, stuff being overturned.

Buffy tries the door, but it's jammed. She bangs it several
times with her shoulder. Finally she KICKS at the door --

41 INT. SUPPLY CLOSET - CONTINUOUS

41

The door flies open and she rushes in: **Cordelia's being yanked up into the ceiling.** Buffy grabs at a foot, misses.

She quickly piles up boxes under the hole in the ceiling. She stands on them, then pulls herself up into --

42 INT. CEILING CRAWLSPACE - CONTINUOUS

42

Buffy rolls into the space.

There's a heavy DRAGGING sound in the distance. She follows.

CUT TO:

43 INT. BOILER ROOM - SAME TIME

43

Willow and Xander follow Giles to the sound of the HISSING. Giles winces at the strong odor.

GILES

Gas!

Willow and Xander stagger back. Covering his mouth with his jacket, Giles moves closer. There is a system of gas pipes along the boiler. Giles frantically searches for something.

GILES

She's snuffed out the pilot light!
The gas is up full, but I can't
find the shutoff!

XANDER

Is this it?

Xander picks up a wheel-like metal knob from the floor. Hands it to Giles. The spindle has been broken off.

WILLOW

OK, that's bad. How about the
door?

Xander grabs a large pipe and is about to ram the door --

GILES

No! One spark and you'll take the
whole building with us!

Very gently, Xander lays the pipe back down.

CUT TO:

44 INT. CEILING CRAWLSPACE - SAME TIME 44

Buffy crawls toward the light ahead.

45 INT. THE NEST - CONTINUOUS 45

Buffy emerges into the larger space on the opposite side from where she came in through the Band Room ceiling. She sees the rope, the leather satchel, Cordelia's unconscious body dressed for May Queen.

Instinctively, Buffy tries to crawl toward Cordelia, but just as she's within reach --

THE INVISIBLE GIRL'S SPOOKY POV

rushes right at her --

Buffy is flung sideways out of the nest, into the ceiling tiles. The tiles cave easily under her weight and Buffy CRASHES into --

46 INT. A CLASSROOM - CONTINUOUS 46

Buffy falls through the ceiling and lands painfully. Stunned from the impact, she is on the ground, sees:

ANGLE: NEXT TO BUFFY

The satchel drops to the ground with a thud. We HEAR Marcie drop next to it, then the bag opens.

Buffy tries to prop herself up, still dazed, when she sees:

ANGLE: A HUGE, DRIPPING HYPODERMIC NEEDLE

Floating right in front of her.

She barely has time to gasp before it **plunges into her neck.**

Buffy's eyes roll back in her head and she drops unconscious to the floor.

BLACK OUT.

END OF ACT THREE

ACT FOUR

47 INT. A DARK SPACE - ON BUFFY

47

Out cold. She moans and stirs, her head cocked uncomfortably to one side. Opens her eyes and after a moment makes out beside her:

ANGLE: BUFFY'S POV

Cordelia, sitting tied to a chair with Marcie's thick nylon rope. Actually it's a throne -- they are onstage at the bronze.

Buffy tries to get up and realizes that she too is tied -- to the other throne. She struggles a bit but the bonds are tight, strong. Giving up, she looks in front of her for the first time.

ANGLE: CORDELIA

is already awake, and staring ahead of her as well. She glances over at Buffy. Her May Queen crown has been put on her head. *

*

CORDELIA
Buffy? You're awake?

BUFFY
Yeah.

CORDELIA
I can't move.

BUFFY
Neither can I.

CORDELIA
I can't feel my face.

BUFFY
What do you mean?

CORDELIA
My face! It feels numb. What is she doing?

BUFFY
I don't know.

CORDELIA
(looking ahead again)
What does that mean?

(CONTINUED)

47 CONTINUED:

47

ANGLE: THE STAGE

For the first time, we see the full tableau: two thrones, facing away from us, and the wall behind them. On it, in huge red letters, is spray painted the word: LEARN.

BUFFY

I don't know.

CUT TO:

48 INT. BOILER ROOM - SAME TIME

48

Willow, crouched coughing on the floor, watches as Xander futilely rams the metal door with his shoulder.

At the boiler, Giles cuts his hands as he strains to close the broken shutoff valve. The HISSING subsides slightly. He staggers to Willow, choking. Xander follows suit.

GILES

That' should give us a few minutes,
but if we cannot escape this
room...

He doesn't have to finish the sentence. They get it.

WILLOW

Why is Marcie doing this?

GILES

The isolation, the exile she's
endured... she **has** gone mad.

*

*

XANDER

Ya **think**?

*

CUT TO:

49 INT. THE BRONZE STAGE - SAME TIME

49

Cordelia and Buffy look around as something moves in the wings. It's a cart with a towel thrown over the top, and it heads for them.

MARCIE'S VOICE

I'm disappointed. I really hoped
you would have figured it out by
now.

(CONTINUED)

49 CONTINUED:

49

BUFFY

Why don't you explain it? What are we supposed to learn?

CORDELIA

Yeah, what do you want to teach us?

MARCIE'S VOICE

No, you don't get it. You're not the student. You're the lesson.

Neither of the girls is real excited to hear that. The cart stops between them, both girls looking at it. Cordelia's voice has a new level of hesitance in it as she says:

CORDELIA

What have you done to my face?

MARCIE'S VOICE

Your face. That's what it's all about, isn't it? Your beautiful face. That's what makes you shine just a little bit brighter than the rest of us. We all want what you have. To be noticed. To be remembered. To be seen.

CORDELIA

(near panic)

What are you doing?

MARCIE'S VOICE

I'm fulfilling your fondest wish.

She whips the towel off the cart to reveal a line of surgical instruments, each more byzantine and horrific than the last.

MARCIE'S VOICE

I'm gonna give you a face no one will ever forget.

CUT TO:

50 INT. BOILER ROOM - SAME TIME

50

Giles, Willow and Xander are now on the floor, wheezing.

XANDER

I'm thinking we ram the door and take our chances.

(CONTINUED)

50 CONTINUED:

50

WILLOW

What're a few sparks among friends?

GILES

Sparks... Sparks are caused by
metal on metal...

Giles quickly takes off his jacket and wraps it around the
large pipe Xander was using.

Coughing fiercely, the three stagger to their feet, holding
the pipe like a battering ram against the door lock.

GILES

One, two, three!

BAM! The door holds fast.

GILES

Again!

(BAM!)

Again!

Nothing. The three sag against the wall. Weak. Defeated.

CUT TO:

51 INT. THE BRONZE STAGE - SAME TIME

51

*

BUFFY

Marcie... you can't do this.

MARCIE'S VOICE

What are you gonna do? Slay me?

BUFFY

Marcie, you know it's wrong...

Marcie GIGGLES. Suddenly, Buffy's head WHIPS around as
Marcie punches her.

MARCIE'S VOICE

You should have stayed out of my
way. You know, I actually thought
you might understand my vision.
But you're just like them. Maybe
I'll practice on you. A little
warm up. This **is** my first
operation, after all.

*

*

(CONTINUED)

51 CONTINUED:

51

CORDELIA
Please don't do this...

ANGLE: A SCALPEL

is lifted into the air. For a moment the two girls just stare at it, wondering which way it will head.

It moves toward Cordelia.

CORDELIA
Noo...

MARCIE'S VOICE
You should be grateful. People who pass you in the street will remember you for the rest of their lives. Children will dream about you. And every one of your friends who comes to the coronation tonight will take the sight of the May Queen to their graves.

As she speaks, Buffy looks down at:

ANGLE: A SCALPEL

on the edge of the tray. It's almost near enough to reach, and Buffy strains her hand -- tied to the arm of the chair -- towards it.

Cordelia sees what Buffy is doing, looks back ahead of her. The scalpel is inches from her face.

CORDELIA
Wait!

MARCIE'S VOICE
We really have to get started. That local anesthetic will be wearing off soon. And I don't want you to faint. It's less fun if you're not awake.

52 INT. BOILER ROOM - SAME TIME

52

Willow grabs Xander as he slumps to the floor.

XANDER
You're blacking out on me, guys...

*

(CONTINUED)

52 CONTINUED:

52

He faints. Willow and Giles sink to the ground, not far behind him... Breathing their last...

CUT TO:

53 INT. THE BRONZE STAGE - SAME TIME

53

Buffy is still surreptitiously straining her fingers toward the scalpel.

Cordelia's eyes are locked on the scalpel inches from her face.

MARCIE'S VOICE

Let's see... I think we should start with your smile. I think it should be wider.

CORDELIA

Marcie... listen... you think I don't understand what you're going through, but I do.

MARCIE'S VOICE

You **will**...

CORDELIA

I do... and I could help you. I could. Help you meet people. Everyone would want to know you now... I mean you're really special.

Buffy is almost there --

ANGLE: MARCIE'S POV

looking at Cordelia, it hears a small CLATTER and the camera WHIPS over to see what Buffy is up to. She is sitting, hand nowhere near the tray, looking defeated.

Cordelia tries to draw Marcie's attention back to her, saying:

CORDELIA

I do know how you feel, how lonely...

The POV goes back to Cordy.

(CONTINUED)

53 CONTINUED:

53

ANGLE: BUFFY'S HAND

sitting on the arm of the throne. She moves it slightly to reveal the scalpel under it. She palms it and begins sawing away at her bonds.

MARCIE'S VOICE

I'll bet you know how I feel.

(mockingly)

I'll bet you can be with all your friends and feel so alone because they don't really know you.

(angry)

You're a typical self involved spoiled little brat, and you think you can charm your way out of this -- Isn't that what you think?!

and SLICE! The scalpel swings across Cordelia's cheek, leaving a good three inch cut. Cordelia screams! And as she whimpers, her eyes welling up:

MARCIE'S VOICE

I see right through you.

ANGLE: BUFFY

Has her arm and leg free -- She raises her leg and KICKS the cart, sends it SLAMMING into Marcie -- which we know from the cart stopping suddenly, and the thud of Marcie's body.

Buffy pulls herself completely free, moves to Cordelia's chair.

CORDELIA

Oh, God, get me out of here...

BUFFY

Just hold still --

And WHAM! Buffy is sent flying to the ground.

CUT TO:

54 INT. BOILER ROOM - SAME TIME

54

Our trio is nearly unconscious, only Giles still making a feeble effort at the door -- when it opens!

Angel steps in.

(CONTINUED)

54 CONTINUED:

54

ANGEL

Come on!

Giles stumbles out as Angel picks up Willow.

CUT TO:

55 INT. BASEMENT - CONTINUOUS

55

Giles shakes Willow awake as Angel brings Xander out. He is in a daze, but conscious.

XANDER

What happened?

ANGEL

(to Giles)

You tell me.

WILLOW

I'm up, mom...

XANDER

(to Angel)

Hi. What do you want?

ANGEL

(to Giles)

I brought you the codex. I came in through the basement, smelled the gas.

GILES

We've still got to turn it off, or it could blow the building.

ANGEL

I'll do it.

(heading in)

It's not like I need the oxygen...

CUT TO:

56 INT. THE BRONZE STAGE - CONTINUOUS

56

Buffy gets to her knees when WHAM! an invisible kick to the face sends her on her back. She rises, pissed.

(CONTINUED)

56 CONTINUED:

56

BUFFY

You know, I really felt bad for you. You've suffered. But there's one thing I didn't factor into all this. You're a thundering loony.

She turns, swinging at nothing. Looks around her frantically.

MARCIE'S VOICE

Hey, moron. I'm invisible.

WHAM! a blow to the face. Buffy swings and misses again.

She stops. She shuts her eyes. Stands very still.

CLOSE UP: BUFFY

as she listens, the noises around her get amplified. Cordy's whimper. Marcie's breathing. A floorboard.

Buffy whips around PUNCHES with all her might. We hear a painful connection as Marcie flies into:

ANGLE: THE CURTAIN

Which we see from the back as her body flies into it, pulling it down on top of her.

Buffy approaches as Marcie rises under the curtain.

BUFFY

I see you....

WHAM! She knocks her out. Stands over her a moment when:

Strange Men in Black (AGENTS DOYLE and MANETTI and two others) arrive on opposite sides of the stage.

*

AGENT DOYLE

FBI! Nobody move!

AGENT MANETTI

We'll take it from here, ma'am.

BUFFY

Take what from where?

(CONTINUED)

AGENT DOYLE
(showing ID)
I'm agent Doyle, this is agent
Manetti. We're here for the girl.

BUFFY
Well, where were you ten minutes
ago when she was playing surgeon?

AGENT DOYLE
I'm sorry, we came as fast as we
could. We'll take care of it from
here on.

Two agents are taking her -- still wrapped in the curtain --
outside.

BUFFY
You can cure her?

AGENT DOYLE
We can... rehabilitate her.

AGENT MANETTI
In time she'll learn to be a useful
member of society again.

AGENT DOYLE
Very useful.

BUFFY
This isn't the first time this has
happened, is it? This has happened
at other schools.

AGENT MANETTI
We're not at liberty to discuss
that.

AGENT DOYLE
It would be best for you to forget
this whole incident.

BUFFY
Do you guys know that you're very
creepy?

AGENT DOYLE
Thank you for your help.

They go. At the door, Manetti turns back and says:

(CONTINUED)

56 CONTINUED: 3

56

AGENT MANETTI
Have a nice day.

Buffy watches as they go, staring pensively, until she hears:

CORDELIA
(meekly)
Can I get untied now?

CUT TO:

57 INT. HALLWAY OUTSIDE LIBRARY - THE NEXT DAY

57*

Our foursome is walking along.

BUFFY
I just can't believe how twisted
Marcie got. How did you guys get
out of the boiler room?

Giles shoots the other two a look.

GILES
Janitor. Found us and shut off the
valve.

WILLOW
We were lucky.

BUFFY
I'll say.

They stop as they are suddenly approached by Cordelia. She has a bandage over her cheek -- nothing drastic.

BUFFY
Hey.

CORDELIA
Hi. Look, I didn't get a chance to
say anything yesterday, with the
coronation and everything, but...
I guess I want to thank you. All
of you.

There is a moment of silence.

XANDER
It's funny 'cause you **look** like
Cordelia.

(CONTINUED)

57 CONTINUED:

57

CORDELIA

You really helped me out, and you didn't have to. So thanks.

BUFFY

That's okay.

WILLOW

Listen, we're just going to grab some lunch, if you wanted --

Mitch and a couple of Cordettes are suddenly upon them, interrupting with:

MITCH

Whoah, you're not hanging with these losers, you?

CORDELIA

Are you kidding? I was just being charitable, trying to help them with their fashion problems.

She goes off with them, Mitch on her arm.

CORDELIA

You really think I felt like joining that social leper colony? Please.

ANGLE: OUR FOURSOME

Staring at her with varying degrees of naked hatred.

XANDER

Boy. Where's an invisible girl when you really need one?

CUT TO:

58 INT. FBI COMPOUND - CORRIDOR - DAYS LATER

58

Agents Doyle and Manetti, intense and low-key, walk seemingly alone down the corridor. They stop at a door.

AGENT DOYLE

We think you'll be happy here.

AGENT MANETTI

You should fit right in.

The door opens by itself and we hear FOOTSTEPS going in.

59 INT. FBI CLASSROOM - CONTINUOUS

59

A TEACHER (who's visible) turns from his lecture at the chalkboard to the closing door.

TEACHER

Welcome, Marcie. Please sit down.

OK, class, please turn to page
fifty-four in your texts...

REVERSE ANGLE: THE EMPTY CLASSROOM

On ten "empty" desks there are ten textbooks. The books
open seemingly by themselves to page 54.

*

BLACK OUT.

END OF ACT FOUR

THE END