

PUBLISHER
(Shooting Script)

Episode 5V17

BUFFY THE VAMPIRE SLAYER

"Passion"

Written By

Ty King

Directed By

Michael E. Gershman

SHOOTING SCRIPT

January 21, 1998 (WHITE)

BUFFY THE VAMPIRE SLAYER

"Passion"

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
JOYCE SUMMERS.....	*Kristine Sutherland
JENNY CALENDAR.....	*Robia La Morte
SPIKE.....	*James Marsters
DRUSILLA.....	*Juliet Landau
JUJU MAN.....	*Richard Assad
POLICEMAN.....	
STUDENT.....	

BUFFY THE VAMPIRE SLAYER

"Passion"

SET LIST

INTERIORS

SUNNYDALE HIGH SCHOOL

LIBRARY

HALLWAY

CALENDAR'S CLASSROOM

HALLWAY OUTSIDE LIBRARY

WOODSHOP CLASSROOM

LOUNGE

HALLWAY/STAIRS/LANDING

THE BRONZE

BUFFY'S HOUSE

BUFFY'S BEDROOM

*DINING ROOM/LIVING ROOM

WILLOW'S BEDROOM

THE FACTORY

ON A RAISED PLATFORM

*"DRAGON'S COVE" MAGIC STORE

GILES' APARTMENT

*OMITTED

*BLACK MAGIC STORE - BACK ROOM

*BUFFY'S HOUSE - KITCHEN

EXTERIORS

SUNNYDALE HIGH SCHOOL

COURTYARD

THE BRONZE

WILLOW'S BEDROOM

BUFFY'S HOUSE

YARD OUTSIDE BUFFY'S BEDROOM WINDOW

STREET IN FRONT OF BUFFY'S HOUSE

*BUFFY'S FRONT YARD/FOYER

GILES' APARTMENT

WALKWAY LEADING TO GILES' APARTMENT

INDUSTRIAL PARK OUTSIDE THE FACTORY

CEMETERY

BUFFY THE VAMPIRE SLAYER

"Passion"

TEASER

1 BLACK: 1

Over which, a VOICE...

ANGEL (V.O.)
(softly)
Passion...

FADE UP ON:

2 INT. THE BRONZE - NIGHT 2

The place is teeming with the hip, young, non-speaking extra crowd. WE HEAR MUSIC, MUMBLED CONVERSATIONS and AMBIENT NOISE, but no specific DIALOG.

On the dance floor, BUFFY shares a "friendly" dance with XANDER as WILLOW and CORDELIA watch from a table.

WE CIRCLE around just outside the perimeter of the crowd, always focusing on the sensuously gyrating Slayer on the floor.

ALL MOTION SLOWS TO A LANGUID CRAWL (SLO-MO) as we recognize ANGEL, a face in the back of the crowd across the room. From the shadows, he watches Buffy with a fierce intensity, his eyes fixed in an unblinking, unsettling stare.

ANGEL (V.O.)
...it is born...

The rest of the world seems to part as WE BEGIN A SLOW PUSH in on Angel, keeping Buffy in the FOREGROUND.

ANGEL (cont'd; V.O.)
...and though uninvited, unwelcome,
unwanted...

SOMEONE walks by FOREGROUND, WIPING THE SHOT, REVEALING that Angel has vanished.

ANGEL (cont'd; V.O.)
...like a cancer, it takes root.

CUT TO:

3 EXT. ENTRANCE TO THE BRONZE - (LATER THAT) NIGHT 3

WE STILL HEAR only AMBIENT NOISE and MUFFLED TALK as Buffy and pals exit the Bronze, moving past a COUPLE necking carnally in a dark niche. The couples' passion hides their faces.

ANGEL (V.O.)
It festers. It bleeds. It scabs...

As our gang passed the couple, the FEMALE slides to the ground like a spent rag doll, revealing the MALE to be a "post-suck" Angel in vamp face.

Now, having dropped his human shield, Angel watches Buffy walk away. We see him MORPH into human form.

ANGEL (cont'd; V.O.)
...only to rupture, and bleed anew.

DISSOLVE TO:

4 INT. BUFFY'S BEDROOM - (ANGLE IN THROUGH WINDOW) - NIGHT 4

From outside, as Buffy closes the window, locks it, then turns and begins to remove her dress from the Bronze.

ANGEL (V.O.)
It grows... it thrives...

OVERLAPPING DISSOLVE TO:

5 INT. BUFFY'S BEDROOM - (SHORT TIME LATER) NIGHT 5

Buffy, now in nightwear, crosses to her bed, crawls under the blankets.

She reaches to turn off the bedside lamp. She doesn't notice Angel, now silhouetted by moonlight, at her window.

ANGEL (V.O.)
...until it consumes.

OVERLAPPING DISSOLVE TO:

6 INT. BUFFY'S BEDROOM - (LATER THAT) NIGHT - WIDE SHOT 6

As Buffy now sleeps soundly. No sign of Angel.

WE START A SLOW PUSH IN ON HER. A beat, then-

CONTINUED

6 CONTINUED:

6

JUMP THE PUSH

To jarringly CUT THE DISTANCE to the sleeping Buffy IN HALF.
Still SLOWLY PUSHING IN. Another beat, then--

JUMP THE PUSH AGAIN:

We're now in close. Buffy's angelic face, eyes closed, lies
atop the pillow. WE'RE STILL MOVING IN SLOWLY.

ANGEL (V.O.)
It lives...

NOW VERY CLOSE, as Buffy shifts only slightly, and a single,
thick lock of hair cascades down her face.

ANGEL (cont'd; V.O.)
...so, it must die...

Suddenly, a HAND SLICES INTO FRAME, reaches for Buffy...

...and gently lifts errant strand of hair back off of her
face.

The hand withdraws from her face.

WE GO WITH IT, pulling back to reveal ANGEL, sitting on her
bed.

ANGEL
(softly)
...in time.

BLACK OUT.

END OF TEASER

ACT ONE

7 INT. BUFFY'S BEDROOM - MORNING

7

A security blanket of sunshine lights the room as Buffy wakes. A smile. The promise of a new day.

Buffy rolls onto her side, coming face to face with an envelope made of parchment paper. The envelope is propped against the side of her pillow at eye level.

She sits up, heart-beating, picks up the envelope.

CLOSE ON: THE PARCHMENT ENVELOPE

She removes a sheet of parchment paper, unfolds it to reveal a CHARCOAL SKETCH - skilled, accurate, lovingly rendered - of Buffy sleeping, her head on her pillow... obviously drawn while she slept the night before.

BUFFY (V.O.)

He was in my room...

8 INT. LIBRARY - DAY

8

GILES, Xander and Cordelia are here. Buffy has obviously just arrived as she crosses to join them.

GILES

Who?

BUFFY

Angel. He was in my room last night.

GILES

(concerned)

You're sure.

BUFFY

Positive. When I woke up, I found a picture he'd left under my pillow.

XANDER

A visit from the pointed-tooth fairy.

CORDELIA

Wait, I thought vampires couldn't come in unless you invited them in.

CONTINUED

8 CONTINUED:

8

GILES

Yes, but if you invite them in once, thereafter, they are always welcome.

XANDER

Ya know, I think there may be a valuable lesson for you gals here about inviting strange men into your bedrooms...

CORDELIA

(realizes)

Oh, my god! I invited him into my car once! That means he could come back into my car whenever he wants!

XANDER

Yep. Now you're doomed to having to give him and his vamp pals a lift whenever they feel like it. And those guys never chip in for gas.

BUFFY

Giles, there has to be some spell to reverse the invitation, right? I mean, a barrier -- "no shoes, no pulse, no service" kind of thing?

CORDELIA

That also works for cars.

GILES

Well, I could certainly check my--

All eyes turn as two STUDENTS step into the library. They both freeze at the four pairs of eyes fixed on them.

XANDER

Hel-lo... excuse me, but have you ever heard of knocking?

STUDENT

We're supposed to get some books. On Stalin. For a report.

XANDER

Does this look like a Barnes and Noble?

GILES

Xander! This is the school library.

CONTINUED

8 CONTINUED: (2)

8

XANDER
(innocently)
Since when?

GILES
(to the student)
Yes, third row, historical biography.

STUDENT
Okay... uh, thanks.

The Students pass them, walk behind the shelves.

Buffy, Giles, Cordelia and Xander look at one another for a beat, frustrated. Silenced.

XANDER
So... about-ay ee-thay ampire-vay...
(off looks)
Allway-hay?

Giles nods, and the gang crosses to the doorway and exits.
After a beat, one of the students emerges from the stacks.

STUDENT
Uh, did you say that was...
(looks around)
Hello?

CUT TO:

9 INT. HALLWAY/EXT. COURTYARD -- MOMENTS LATER

9

Xander, Buffy, Cordelia and Giles walk the empty hallway.

GILES
So, apparently Angel has decided to
step us his harassment of you.

CORDELIA
By sneaking into her room at night
and leaving stuff? Why not just
slash her throat, or strangle her in
her sleep, or cut out her heart...?
(off looks)
What? I'm trying to help.

CONTINUED

9 CONTINUED:

9

GILES

It's a classic battle strategy, to throw ones opponent off his game. He's trying to provoke you. To taunt you... goad you into a misstep of some sort.

XANDER

The "nyah, nyah, nyah, nyah" approach to battle.

GILES

Yes, Xander, once again you've managed to boil a complex thought down to its simplest possible form.

BUFFY

(concerned)

Giles, Angel once told me, when he was obsessed with Drusilla, one of the first things he did was to kill her family...

XANDER

(to Buffy)

Your mom...

BUFFY

(nods)

I'm going to have to tell her... something. The truth.

GILES

No! You can't do that!

XANDER

Yeah. The more people who know the secret, the more it cheapens it for the rest of us.

BUFFY

But, I have to do something. Angel has an all access pass to my house and I'm not always there when my mom is. I can't protect her.

GILES

I told you, I'll look for a spell...

BUFFY

What about until you find a spell?

*
*
*
*
*

CONTINUED

9 CONTINUED: (2)

9

CORDELIA

Until then, you and your mom are welcome to ride around with me in my car. You can protect her there.

GILES

Buffy, I understand your concern, but it is imperative you remain level-headed in this.

BUFFY

Easy for you. You don't have Angel lurking in your bedroom at night.

GILES

I know how hard this is for you. But as the Slayer, you do not have the luxury of being slave to your passions. You mustn't let Angel get to you, regardless of how provocative his behavior may become.

XANDER

There you go. You Zen, you win.

BUFFY

Great, so basically, what you're saying is, "Just ignore him and maybe he'll go away."

GILES

Precisely.

XANDER

Hey, how come Buffy doesn't get a snotty "once again you boil it down to its simplest form" thing?
(then, to Buffy)
Watcher's pet.

10 INT. JENNY CALENDAR'S CLASSROOM -- SAME TIME

10

Willow sits in the front row of JENNY'S computer class.

JENNY

Don't forget I need your sample spreadsheets by the end of the week.

The BELL RINGS. The exodus begins.

CONTINUED

10 CONTINUED:

10

JENNY (cont'd)
(calls after them)
And I want both a paper print-out and
a copy on disk.
(to an exiting Willow)
Willow...

WILLOW
(stops, turns)
Yes?

JENNY
I may be a little late coming in
tomorrow. Do you think you could
take over my class until I show?

WILLOW
(elated)
Really? Me? Teach the class? Sure!
(now, panic)
Oh, wait... but what if they don't
recognize my authority? What if they
try to convince me that you always
let them leave class early? What if
there's a fire drill? What if
there's a fire?

JENNY
(calming)
Willow... Willow, you'll be fine.
I'll try not to be too late, okay.

WILLOW
Okay... good. Earlier is good.
(then, a bit of a
smile)
Will I have the power to assign
detention? Or make 'em run laps?

BUFFY (O.C.)
Willow...

Willow and Jenny turn to see Giles and Buffy standing at the doorway to the hall. Buffy and Jenny's eyes meet. There's still a little tension there.

JENNY
(trying, a greeting)
Hello, Rupert... Buffy.

CONTINUED

10 CONTINUED: (2)

10

BUFFY
(doesn't respond to
Jenny)
Hey, Will. I thought I might take in
a class. I could sure use someone
who knows where they are.

Willow looks from Jenny to Buffy, then crosses quickly to
join Buffy at the door.

WILLOW
(Sotto to Buffy, re:
Jenny)
Sorry. I have to talk to her. She's
a teacher. And teachers are to be
respected. Even if they're only
filling in until the real teacher
shows up. Otherwise, chaos could
ensue, and...

Buffy and Willow exit. Giles lingers.

JENNY
How've you been?

GILES
Not very well. Since Angel lost his
soul, he seems to have regained his
sense of whimsy.

JENNY
This sounds bad.

GILES
He's been in Buffy's bedroom. I'm
going to have to drum up a spell to
keep him out of the house.

JENNY
Here.
(hands him a book)
Might help. I've been... reading up
since Angel changed. I don't think
you have that.

GILES
Thank you.

JENNY
How is Buffy doing?

CONTINUED

10 CONTINUED: (3)

10

GILES
How do you think?

JENNY
Rupert, I know you feel betrayed.

GILES
Yes, that's one of the unpleasant
side effects of betrayal.

JENNY
I was raised by the people Angel hurt
the most. My duty to them was the
first thing I was ever taught. I
didn't come here to hurt anyone. I
lied to you because I thought it was
the right thing to do. I didn't know
what would happen.
(beat: quietly)
I didn't know I was going to fall in
love with you.

He's surprised -- moved.

GILES
Jenny...

JENNY
Oh god -- is it too late to take that
back?

GILES
Do you want to?

JENNY
I want to be right with you. I don't
expect... more. But I want to make
all this up to you.

GILES
(not unkindly)
I understand. But I'm not the one
you need to make it up to. Thank you
for the book.

He goes.

11 INT. BUFFY'S DINING ROOM - THAT NIGHT

11

Buffy and JOYCE sit for dinner. Buffy picks at her food, preoccupied. Joyce notices.

JOYCE
Okay... what's wrong?

BUFFY
It's... nothing.

JOYCE
Come on, you can tell me anything.
I've read all the parenting books, so
you can't surprise me.

BUFFY
(considers, then)
Do you remember that guy, Angel?

JOYCE
Angel...? The college boy who was
tutoring you in history?

BUFFY
Right. Well, he's... and I'm...
(chickens out)
We're sort of dating. Were dating.
We're going through kind of a serious
"off again" phase right now.

JOYCE
Don't tell me. "He's changed. He's
not the same guy you fell for."

BUFFY
In a nutshell. Anyway, ever since...
he changed... he's been kind of
following me around.
(a little heavier)
Having a little trouble letting go.

JOYCE
Buffy, has he hurt you... done
anything to you...?

BUFFY
No, Mom, I just... it's just, maybe
I'm a little afraid of him.

JOYCE
"Afraid"? He has hurt you!

CONTINUED

11 CONTINUED:

11

BUFFY

No, not... physically. He's just been hanging around... a lot. In the shadows, leaving me notes...

Joyce crosses to the phone, really worried now. She starts dialing.

JOYCE

That's it. I'm calling the police. What's Angel's last name?

BUFFY

(thinks)

It's...

Buffy draws a blank, then quickly crosses to hang up the phone on Joyce.

BUFFY (cont'd)

No, Mom, trust me. This isn't... "police" serious. I just... just promise me if you ever see him around the house, or... in the house, that you'll get me.

JOYCE

What if you're not around?

BUFFY

(trying to downplay)

Well, whatever you do... just don't invite him in.

12 INT. WILLOW'S BEDROOM -- (LATER THAT) NIGHT

12

Willow is in a night shirt as she moves around the room, talking on the phone. She shuts her computer screen off.

WILLOW

(into the phone)

I agree with Giles, you need to just try and not let him get to you. Angel's only doing this to try to get you to do something stupide.

(in disgust)

I swear, men can be such jerks sometimes...

(then, adding)

...dead or alive.

13 INT. BUFFY'S BEDROOM - SAME TIME - INTERCUT - NIGHT 13

Buffy sits up in bed, her back against her headboard, as she talks on the phone.

BUFFY
(into phone)
I just hope Giles can find a "keep
out" spell soon. I know I'll sleep
easier once I can... sleep easier.

14 BACK TO: WILLOW'S BEDROOM - NIGHT 14

Willow absentmindedly taps fish food into an aquarium without looking as she putters around.

WILLOW
(into phone)
I'm sure he will. He's, like,
BookMan. Until then, just try to
keep happy thoughts and...

Willow crosses toward her bed, sees a large parchment paper envelope on her pillow. She trails off on the phone as she picks up the envelope, opens it.

BUFFY (V.O.)
(phone-filtered)
"And"... what? Willow...?

THE CAMERA STARTS DRIFTING, keeping Willow in frame as she pulls something from the envelope: one end of a long, thin gold necklace. So far, so good as the chain unspools.

THE DRIFTING SHOT moves to where WE SOON SEE WILLOW through the glass and water of the AQUARIUM in the FOREGROUND.

And just as Willow pulls out the last of the necklace, WE REALIZE that there are NO FISH IN THE AQUARIUM...

Because the gold chain is like a 14 karat stringer to her HALF DOZEN DEAD TROPICAL FISH AT THE END.

SMASH CUT TO:

15 INT. BUFFY'S BEDROOM - SHORT TIME LATER - NIGHT 15

Willow and Buffy now sit up side by side, backs against the headboard in Buffy's bed. Both are heavily laden with crosses and weapons, amazingly alert and wide-eyed.

CONTINUED

15 CONTINUED:

15

WILLOW

Thanks for having me over, Buffy.
Especially on a school night and all.

BUFFY

Hey, no problem. Sorry about your
fish.

WILLOW

It's okay, we hadn't really had time
to bond yet. I just got them for
Hanukkah. Although, for the first
time, I'm glad my parents didn't let
me have a puppy.

BUFFY

It's so weird... Every time something
like that happens my first instinct
is to run to tell Angel. I can't
believe it's the same person. He's
the complet opposite of what he was.

WILLOW

Well... Sort of, except...

BUFFY

Except what?

WILLOW

You're still the only thing he thinks
about.

There is a beat of SILENCE. Then...

WILLOW (cont'd)

So...

(pointing to crossbow
by Buffy's feet)

...are you using that?

16 EXT. YARD OUTSIDE BUFFY'S BEDROOM WINDOW - SAME TIME 16

As Angel smiles from the shadows, turns and leaves.

17 INT. THE FACTORY - JUST BEFORE SUNRISE 17

SPIKE is chairbound, brooding, as DRUSILLA enters from the
shadows, her hands held behind her.

CONTINUED

17 CONTINUED:

17

DRUSILLA
Spike... Love... I've brought
something for you...

Drusilla produces a cute, tiny PUPPY from behind her back,
holds it out as she approaches Spike.

DRUSILLA (cont'd)
Poor thing. She's an orphan. Her
owner died... without a fight. Do
you like her, Spike? I brought her
especially for you, to cheer you up.
(kneels in front of
Spike)
I've named her "Sunshine."
(to Spike, as if to
a child)
...open wide...

Spike turns his head away defiantly.

DRUSILLA (cont'd)
Come on, Love. You need to eat
something to keep your strength up.
Now, open for Mommy...

SPIKE
(roars)
I won't have you feeding me like a
child, Dru!

ANGEL (O.C.)
Why not? She already bathes you,
carries you around and changes you
like a child.

Drusilla lights up as she turns to see Angel entering.

DRUSILLA
My Angel! Where have you been? The
sun is almost up, and it can be so
hurtful. We were worried.

SPIKE
No, we weren't.

DRUSILLA
You must forgive Spike. He's just a
bit testy tonight. Doesn't get out
much anymore.

CONTINUED

17 CONTINUED: (2)

17

ANGEL

Well, maybe next time I'll bring you with me, Spike. Might be handy to have you along if I ever need a really good parking space.

SPIKE

(roars)

Have you forgotten that you're a bloody guest in my bloody home!?

ANGEL

And as a guest, if there's anything I can do for you... Any... responsibility I can assume while you spin your wheels...

(purposeful leer
toward Dru)

...anything I'm not already doing, that is...

SPIKE

(roars)

That's enough!

DRUSILLA

Awww, you two boys... fighting over me... makes a girl feel--

Dru trails off, her words giving way to a frightened, child-like cry. She closes her eyes, holds out her hands.

SPIKE

Dru! Pet? What is it?!

DRUSILLA

(cryptically)

The air... it worries. Someone... an old enemy is seeking help to destroy our happy home.

CUT TO:

18 INT. "DRAGON'S COVE" MAGIC STORE - EARLY MORNING

18

*

A dimly lit, creepy looking storefront. Odd, wrinkled forms suspended in murky liquid in jars, things woven from hair, and totems carved from bone fill the dank, decaying shelves. Black paraffin candles flicker in every crevice.

CONTINUED

18 CONTINUED:

18

A shriveled, dark-featured JUJU MAN in a dakhi robe takes a glass jar containing something that looks like an animal fetus from a shelf, looks it over... then slaps a price tag on it with a yellow, plastic price tagging gun. He turns as the DOOR CREAKS OPEN behind and Jenny enters.

JUJU MAN

(creepy voice)

Welcome. How many I serve you today?
Love potion? Perhaps a voodoo doll
for that unfaithful...

JENNY

I need an orb of Thesulah.

JUJU MAN

(drops the creepy
voice)

Oh, you're in the trade. Follow me.

(turns, crosses)

Sorry about the spiel, but around
Valentine's Day, I get a lot of
tourists shopping for love potions
and mystical revenge on old lovers.
Sad fact is, Ouija boards and
Rabbits' feet are what pay the rent
here.

He ducks through a curtain. Jenny follows him.

19 OMITTED

19

It is near, well-lit, uncluttered, modern... unlike the "show
room" outside.

JUJU MAN

So... how'd you hear about us?

JENNY

My uncle, Enyos, told me about you.

JUJU MAN

Ah, you must be Janna, then. Sorry
to hear about your uncle. He was a
good customer.

JuJu pulls a box from a shelf. There is a crystal globe
inside.

CONTINUED

18 CONTINUED: (2)

18

JUJU MAN (cont'd)
Here ya go, one Thesulan orb. Spirit
vault used in Rituals for the Undead.
(shakes his head)
Nasty folk, the Undead... Love to
shoplift. Insist on haggling...

Jenny takes the box, handing over her credit card (the
transaction continues over the following).

JUJU MAN (cont'd)
Don't get much call for those lately.
Sold a couple as "new age"
paperweights last year. I do love
the "new agers." They paid for my
youngest to go to college.
(remembers)
By the way, you do know that the
transliteration annals for the
Rituals for the Undead were lost.
Without the annals, the surviving
text of Rituals is gibberish.

JENNY
And without a translated text, the
orbs of Thesulah are pretty much
useless. I know.

JUJU MAN
I only bring it up because I have a
strict policy of no refunds.

JENNY
It's okay. I've been working on a
computer program for rendering the
Romanian liturgy to English, based on
random sampling of the text.

JUJU MAN
(shakes his head)
Ahhhn, I don't like computers,
myself. They give me the willies.

JENNY
(smiles)
Well, thanks.

CONTINUED

18 CONTINUED: (3)

18

JUJU MAN

By the way... none of my business,
really, but what are you planning to
conjure up if you can decipher the
text?

JENNY

A present for a friend of mine...

JUJU MAN

Oh, yeah. What are you gonna give
him?

She holds the orb up. In her hand, it begins to glow.

JENNY

(at the orb)

His soul.

BLACK OUT.

END OF ACT ONE

ACT TWO

20 EXT. HIGH SCHOOL CAMPUS - MORNING

20

Buffy and Willow walk toward the school.

Xander joins them.

XANDER

Well, good morning, ladies. And what did you two do last night?

WILLOW

Oh, we had kind of a pajama-party-sleepover-with-weapons thing.

XANDER

Ah, and I don't suppose either of you had the presence of mind to locate a camera to capture the moment?

WILLOW

I have to go. I have a class to teach in about five minutes and I need to get there early to glare disapprovingly at the stragglers.
(then, disappointed)
Oh, darn. She's here...

Buffy turns to look where Willow is looking.

ANGLE ON: JENNY - BUFFY'S POV

As she also walks toward the entrance.

PAN TO: GILES

Giles watches Jenny from a distance. His sense of longing is almost palpable.

WILLOW (O.C.)

Five hours of drawing up lesson plans yesterday down the drain.

Giles sees Buffy seeing him, guiltily crosses inside.

BACK WITH: BUFFY, XANDER AND WILLOW

As Buffy registers Giles' reaction.

CONTINUED

20 CONTINUED:

20

BUFFY
I'll see you guys in class.

Buffy angles away to intercept Jenny on her way inside.

BUFFY (cont'd)
Hey.

JENNY
Hi. Is there something -- did you
want something?

BUFFY
(trying to start)
Look, I know you're feeling bad about
what happened and I want to say...
good. Keep it up.

JENNY
Don't worry, I will.

She turns to go -- Buffy stops her with:

BUFFY
Wait. I, uh --
(one more try)
He misses you.

This is not what Jenny expected. Buffy continues:

BUFFY (cont'd)
He doesn't say anything to me, but I
know he does. I don't want him to be
lonely.
(avoiding her eye)
I don't want anyone to.

JENNY
Buffy, if I have a chance to make it
up to you --

BUFFY
We're good here. Let's leave it.

A moment, and she goes.

21 INT. SCHOOL HALLWAY - DAY

21

Buffy finds Giles. Cordelia sees them and crosses.

CONTINUED

21 CONTINUED:

21

GILES

Buffy... so, how was your night?

BUFFY

Sleepless... but no fatalities.

GILES

I found a ritual to revoke the invitation to vampires.

CORDELIA

Oh, thank goodness. I actually had to talk my grandmother into switching cars with me last night.

Giles gives Cordy an incredulous look, then back to Buffy.

GILES

The ritual itself is fairly basic, actually: recitation of a few simple rhyming couplets, burning of moss herbs, hanging of crosses, sprinkling of holy water...

BUFFY

Great. All stuff I just happen to have lying around the house.

Giles and Buffy start away, leaving Cordelia behind.

CORDELIA

Holy water?! But... my car has leather upholstery!

CUT TO:

22 EXT. WILLOW'S BEDROOM - NIGHT

22

CLOSE ON: WILLOW AND BUFFY

WE'RE LOOKING IN THROUGH A WINDOW IN WILLOW'S BEDROOM, with Willow and Buffy inside, facing outside.

WILLOW

I'm going to have a hard time explaining this to my dad.

Willow produces a wooden cross, holds it up TOWARD CAMERA, and starts nailing on it with a hammer.

23 INT. WILLOW'S BEDROOM - NIGHT

23

Buffy looks on as Willow nails the last of four wooden crosses to the frame around her French windows. Behind them, Cordelia pokes around Willow's room, bored.

BUFFY

You really think this'll bother him?

WILLOW

Ira Rosenberg's only daughter nailing crucifixes to her bedroom wall? I have to go to Xander's house just to watch "A Charlie Brown Christmas" every year.

BUFFY

Yeah, I see your point.

WILLOW

(smiles)

Although, it is worthwhile just to see Xander do the Snoopy dance.

CORDELIA

(re: aquarium)

Uh, Willow, are you aware that there are no fish in your aquarium?

Willow reacts, a hint of sadness wells up.

BUFFY

You know, Cordelia, we've already done your car. You can call it a night if you want.

Like a shot, Cordelia crosses to her coat on Willow's bed.

CORDELIA

Sure, two's company, three's... not. And you know I'd do the same for you if either of you had a social life.

Cordelia picks up her coat from Willow's bed, revealing a parchment paper envelope on the pillow.

CORDELIA (cont'd)

Oh, hey... this must be for you.

Willow and Buffy exchange a concerned look. Willow takes the envelope, removes the paper inside, glances at it.

She reacts with concern, then holds the page out to Buffy.

CONTINUED

23 CONTINUED:

23

WILLOW
(to Buffy)
It's for you...

Buffy takes the paper from Willow.

CLOSE ON: THE PAGE

With a charcoal sketch of a sleeping Joyce Summers.

BUFFY (V.O.)
Mom...

CUT TO:

24 EXT. STREET IN FRONT OF BUFFY'S HOUSE - NIGHT

24

As Joyce turns her car into her driveway, the headlights sweep across Angel, who seems to appear in front of the car from out of nowhere. Joyce SLAMS ON HER BRAKES.

JOYCE
Oh, my God...!

Angel crosses to open the door for Joyce.

ANGEL
Mrs. Summers, I have to talk to you.

JOYCE
(discomfited)
You're... Angel.

ANGEL
Did Buffy tell you about us?

Joyce steps tentatively from the car with a grocery bag.

JOYCE
She told me she wants you to leave
her alone.

Angel goes with Joyce as she starts toward the house. He hovers close, making her cross difficult.

ANGEL
(distracted)
I can't... I can't do that.

CONTINUED

24 CONTINUED:

24

JOYCE
You're scaring her.

ANGEL
(pleading)
You have to help me. Joyce, I need
to be with her. You can convince
her. You have to convince her.

Joyce fumbles for her keys on the fly. She's starting to wig.

JOYCE
I'm telling you to leave her alone...

ANGEL
You have to talk to her for me,
Joyce. Tell her I need her. She'll
listen to you.

JOYCE
(increasing
discomfort)
Please, I just want to get inside...

Joyce finally gets her keys out, but drops the grocery bag in
the process. She bends down to gather up the contents.

Angel bends down, almost nose to nose with Joyce.

ANGEL
You don't understand, Joyce. I'll
die without Buffy... She'll die
without me.

JOYCE
Are you threatening her?

ANGEL
Please! Why is she doing this to me?

Joyce abandons the spilled bag and calmly moves to her front
door now, Angel right with her.

JOYCE
I'm calling the police, now.

Joyce reaches the front door, jams the key into the lock.

CONTINUED

24 CONTINUED: (2)

24

ANGEL

I haven't been able to sleep since
the night we made love. I need her,
I know you understand.

Joyce, floored by Angels' statement, finally gets the door open, stumbles inside. She turns back toward Angel, her eyes wide in fear as he is right there.

But, as Angel hits the doorway, he is stopped short. It's as if an invisible shield covers the opening.

A NOISE BEHIND JOYCE. She turns, and Angel looks up as Buffy descends the stairs in the house, holding burning sage. Willow stands at the tops of the stairs behind her, reciting from Jenny's book.

WILLOW

(in Latin)

"...his verbes, consenus rescissus
est."

(...by these words, consent repealed.)

Buffy breezes past Joyce to just inside the open doorway, face to face with Angel, who is unable to move any closer.

BUFFY

(flatly)

Sorry, Angel. I've changed the
locks.

Buffy slowly, coolly closes the front door in Angel's face, leaving him stranded on the porch.

And revealing Joyce, standing behind the door, fixing Buffy with an odd expression.

25 INT. JENNY CALENDAR'S CLASSROOM - NIGHT

25

Jenny is at her terminal, intently working at her computer. The orb of Thesulah sits next to her on the desk.

She glances up to see Giles in the doorway, hovering. She turns off her monitor guiltily.

JENNY

Oh, hi.

GILES

You're working late.

CONTINUED

25 CONTINUED:

25

JENNY
Special project.
(beat)
I spoke to Buffy today.

GILES
Yes?

JENNY
She said you missed me.

GILES
She is a meddlesome girl.

But the truth of it is on his face.

JENNY
Rupert, I don't want to say anything
if I'm wrong, but I may have some
news... I have to finish up -- can I
see you later.

GILES
Yes. You could stop by the house.

JENNY
Okay.

GILES
Good.

There's heat here, but no kiss. He goes, both of them in
better moods than before. She turns back to the monitor
concentrating again.

26 INT. "DRAGON'S COVE" MAGIC SHOP - NIGHT

26

The neon "OPEN" sign is turned off as the JuJu man makes
preparations to close for the night.

THE SILHOUETTE OF A WOMAN in a long gown falls across the
glass door. After a beat, the woman steps into the shop.

JUJU MAN
Can't you read the sign?

Drusilla approaches him, holding the PUPPY from before.

CONTINUED

26 CONTINUED:

26

JUJU MAN (cont'd)
(cowed)
Wh-what do you want?

DRUSILLA
Miss Sunshine here tells me you had
a visit today... But she worries.
She wants to know what you and the
mean teacher talked about?

CUT TO:

27 INT. JENNY CALENDAR'S CLASSROOM - NIGHT

27

CLOSE ON: JENNY

Her face lit by the glow of the computer monitor. She scans
the screen intently as it scrolls by.

JENNY
Come on... come on...

Suddenly, something on screen catches her eye. A wave of
incredible joy washes over her face.

JENNY (cont'd)
(exhilarated)
That's it! This will work.
(a small laugh)
This will work.

WIDER ANGLE

Jenny uses the mouse to initiate the print command. A nearby
printer begins spitting out pages as Jenny ejects a 3.5 inch
disk from the disk drive, takes it out, putting it on the
edge of her desk by the wall.

She rises, REVEALING ANGEL, who was obscured by the monitor.
She GASPS.

JENNY (cont'd)
Angel! How did you get in here?!

ANGEL
I was invited...
(off her puzzled look)
The sign in front of the school:
"Formatia trans sicere educatorum."

CONTINUED

27 CONTINUED:

27

JENNY

"Enter, all ye who seek knowledge."

ANGEL

What can I say? I'm a knowledge seeker.

Jenny back away, terrified, as Angel comes nearer.

JENNY

Angel... I have good news.

ANGEL

I heard. You went shopping at the local boogedy boogedy store.

Angel reaches her desk. He picks up the orb. It glows again briefly in his grasp.

ANGEL (cont'd)

The orb of Thesulah. If memory serves, this is supposed to summon a person's soul from the ether, store it until it can be transferred.

(stares into the orb)

You know what I hate most about these things...?

Angel hurls the orb against the wall with tremendous force, shattering it into a hundred pieces.

ANGEL (cont'd)

They're so damned fragile. Must be that shoddy Gypsy craftsmanship.

As Jenny backs away, Angel crosses to in front of the monitor. He stares down at it, shakes his head.

ANGEL (cont'd)

I never cease to be amazed by how much the world has changed in just two and a half centuries. It's a miracle to me. You put the secret to restoring my soul in here...

Angel swipes the computer and monitor the floor, where they crash, then begin to spark and smoke.

He turns back to the printer, which holds the pages.

CONTINUED

27 CONTINUED: (2)

27

ANGEL (cont'd)
...and it comes out here.

He takes the pages from the printer, scans them and smiles.

ANGEL (cont'd)
The Ritual of Restoration. Wow, this
brings back memories.

He starts to tear the pages.

JENNY
Angel, wait...! That's your--

ANGEL
My what? My "cure." No thanks. Been
there, done that. And deja vu just
isn't what it used to be.

Then, he looks down, sees the computer and monitor on the
ground. They are smoking, and a small flame licks up now.

ANGEL (cont'd)
Well, isn't this my lucky day. The
computer and the pages. Looks like
I get to kill two birds with one
stone.

Angel tosses the pages onto the computer fire, which quickly
begins to consume them.

He then turns his attention back to Jenny, who watches in
horror, backed into a nearby corner. He is now in vamp face. *

ANGEL (cont'd)
And teacher makes three.

Angel leaps across the room, slamming Jenny against the wall.

Jenny rises, dazed and bleeding from a gash on her forehead.

Jenny looks around, bolts for the door and out into the
hallway outside. Angel smiles after her.

ANGEL (cont'd)
Oh, good... I need to work up an
appetite first.

28 INT. SCHOOL HALLWAY/LOUNGE - SAME TIME 28

Jenny flees in panic. She reaches the lounge, runs outside, Angel not far behind.

29 EXT. COURTYARD - CONTINUOUS - NIGHT 29

Jenny runs out in the darkness, Angel close behind. Up ahead -- a door. It's locked, but after a few tries, Jenny slams it open with her shoulder. Angel is right behind her -- but she slams the door, literally, in his face.

30 INT. HALLWAY/STAIRS/LANDING - CONTINUOUS - NIGHT 30

She enters the hall. Angel is almost on her when she reaches a cleaning cart, pushes it in his way. He tumbles as she runs up a flight of stairs. She just reaches the landing when Angel comes up the opposite side, charging and grabbing her.

She screams. He clamps his hand over her mouth.

ANGEL

Sorry, Jenny. This is where you get off.

He snaps her neck. She falls, dead.

ANGEL (cont'd)

I never get tired of doing that...

BLACK OUT.

END OF ACT TWO

ACT THREE

31 EXT. BUFFY'S FRONT YARD/FOYER - NIGHT

31

*

Giles knocks on Buffy's door. It opens to reveal Willow.

GILES
Willow? Hi.

WILLOW
(upbeat)
Hi. Come on in. Here's the book.

She hands him Jenny's book.

GILES
(a beat, then)
Yes, I should do my apartment
tonight. Did the ritual work out all
right?

WILLOW
Oh, yeah. It went fine.
(then)
Well, it went fine up until the part
where Angel showed up and told
Buffy's mom that he and Buffy had...
well, you know, that they had... they
had... you know...
(dawns on her)
Uh, you do know, right?

GILES
Oh, yes, sorry.

WILLOW
(relieved)
Oh, good. Because I just realized,
that being a librarian and all, maybe
you really didn't know--

GILES
No... thank you, I got it.

WILLOW
You would have been proud of her,
though. She totally kept her cool.
(chipper)
Okay. Well, I'll tell Buffy you
dropped by...

CONTINUED

31 CONTINUED:

31

Willow starts to close the door.

GILES

Wait! Do you think I should perhaps... intervene on Buffy's behalf with her mother? Maybe say something.

WILLOW

Sure! Like what would you say?

GILES

Well, like... for instance, I could say... that is...

(gives up)

So, you will tell Buffy I dropped by, then?

WILLOW

You bet. As soon as she comes back down from talking with her mom.

32 INT. BUFFY'S BEDROOM - SAME TIME

32

The two of them sit in uncomfortable silence.

BUFFY

That stuff with the herbs and the Latin, that's, um... He's just real superstitious.

JOYCE

Oh.

Some more silence.

BUFFY

I figure if we're careful not to --

JOYCE

Was he the first?

Buffy looks at her, busted.

JOYCE (cont'd)

No. Wait. I don't want to know. Or, I don't think I want to --

CONTINUED

34 INT. GILES' APARTMENT - CONTINUOUS

34

As the door opens, and Giles pokes his head in.

GILES
(calls out)
Hello? Jenny...?

Giles hears MUSIC - SOMETHING SOFT AND ROMANTIC - coming from an album on his TURNTABLE.

GILES (cont'd)
(calls again)
It's me...

Then, he sees the wine chilling in the bucket on his desk, next to a pair of crystal stemware wine glasses.

A note on a piece of PARCHMENT PAPER attached to the ice bucket reads simply, "UPSTAIRS."

A flustered smile wrinkles Giles' face as he takes the wine bottle and glasses, crosses toward the steps.

Giles starts tentatively up the stairs leading to his bedroom, through the votive candles that line the stairway on either side, and over the roses strewn over the steps.

As he takes the last few steps to the loft, his bed comes into view. WE SEE that there is a woman in his bed. We recognize the hair as being Jenny's.

ON: GILES

As he smiles, a sort of overwhelming happiness. A gleam twinkles in his eye. He is about to say something, when...

The happiness fades from his smile. The smile fades from his lips. The gleam fades from his eyes. And all color drains from his face.

What he sees is horrific.

NEW ANGLE: FROM BEHIND GILES, AT ANKLE LEVEL

With the bed in the distance. Giles' feet are on the top step. They don't move.

Neither does Jenny Calendar.

CONTINUED

34 CONTINUED:

34

THE WINE GLASSES AND BOTTLE FALL FROM HIS HAND, CRASH to the floor, spreading glass and vino across the loft.

CUT TO:

35 EXT. OUTSIDE GILES' APARTMENT - LATER - NIGHT

35

CLOSE ON: GILES

Looking weary, distraught. The red and blue lights of emergency vehicles wash across his sallow, drawn face.

WIDER ANGLE

Giles looks down as a sheet covered body is wheeled out past him by the PEOPLE FROM THE CORONER'S OFFICE.

Giles is in shock, showing no emotion, mostly because... well, because he's in shock.

POLICEMAN

Mr. Giles, we're going to have to ask you to come with us, just to answer a few questions.

GILES

Of course... yes... procedure.
(a flicker of life)
I need to make a telephone call first... if that's alright.

DISSOLVE TO:

36 EXT. BUFFY'S FRONT YARD - LOOKING IN THROUGH THE FRONT WINDOW INTO THE LIVING ROOM/DINING ROOM - MOMENTS LATER 36

WE'RE TRACKING BACK VERY SLOWLY, as WE WATCH Buffy and Willow through the window. *

Buffy is reliving the "sex talk" she just endured with her mother. *

WILLOW

(unheard dialog)
So, was it horrible?

ANGEL (V.O.)

Passion... it drives some to distraction...

CONTINUED

36 CONTINUED:

36

BUFFY
(unheard dialog)
It wasn't too horrible...

Then. Buffy reacts to the (UNHEARD) RINGING TELEPHONE.

ANGEL (cont'd, V.O.)
...some to despair...

She lifts the receiver with her usual upbeat mood, and turns to lean with her back against the wall.

BUFFY
(unheard dialog, over
the phone)
Hello...?

GILES
(unheard dialog, over
the phone)
Buffy?

BUFFY
(unheard dialog, into
the phone)
Giles! Hey, we finished the sp-

GILES
(unheard dialog, over
the phone)
Jenny... Ms. Calendar... she's been
killed...

On the phone, Buffy's face goes slack and she starts to slide down the wall until she's sitting on the floor.

BUFFY
(unheard dialog, into
the phone)
What...?

ANGEL (cont'd, V.O.)
...some to vengeance...

GILES
(unheard dialog, over
the phone)
It was Angel...

CONTINUED

36 CONTINUED: (2)

36

Willow notices, crosses quickly to Buffy, kneels down in front of her, as Buffy lets the phone receiver fall to the floor.--

WILLOW
(unheard dialog)
Buffy...?

--Willow picks up the phone.--

WILLOW (cont'd)
(unheard dialog, into
the phone)
Giles?

GILES
(unheard dialog, over
the phone)
Willow. Angel's killed Jenny.

--After a moment, the shock of the conversation begins to register on her face.--

Willow CRIES OUT,--

WILLOW
(unheard dialog,
anguished cry)
What? No.. Oh, no...

--the first sound WE CAN ACTUALLY HEAR OUTSIDE, as the faint, MUFFLED PAIN leaks out through the window, into the night air.

Joyce enters, sees Willow crying, goes to her, holds her.

JOYCE
(unheard dialog)
Willow! My god, Buffy, what's wrong?
Has something happened?

ANGLE: ANGEL

Watching. Loving it.

ANGEL (V.O.)
It drives some to murder... and
others to madness.

37 EXT. BUFFY'S FRONT YARD - MOMENTS LATER 37

Buffy and Willow run from the house as Cordelia's car pulls up to the curb. *

Garlic strings and about a dozen crosses dangle from the rearview mirror like bulky Christian air fresheners. Xander is in the passenger seat, Cordelia behind the wheel. They both look shaken.

The girls go to the car as Xander and Cordelia come out and meet them at the curb.

BUFFY
Well? Where's Giles?

XANDER
No luck. By the time we go to the station, the cops said he'd already left. I guess they just wanted to ask him some questions.

CORDELIA
I still don't get it. Why Ms. Calendar? She was so... harmless.

XANDER
(harsh)
Because Angel's a blood-sucking coward. They pick on the harmless.

CORDELIA
And we're sure it was Angel?

BUFFY
(hard)
It was Angel, alright.

CORDELIA
Did Giles say... is Ms. Calendar going to... you know, be a vampire?

WILLOW
No.

BUFFY
Cordelia, will you drive us to Giles' house?

CORDELIA
Of course.

CONTINUED

37 CONTINUED:

37

WILLOW

But do you think maybe he wants to be alone?

BUFFY

(as they get in)

I'm not worried about what he wants.
I'm worried about what he's going to do.

CUT TO:

38 INT. GILES' APARTMENT - SAME TIME

38

NOTE: This scene should, ideally, be filmed in one, continuous Steadi-Cam ® shot.

WE START ON GILES' BED. The sheets and bedding have been stripped away by the Coroner.

From OFFSCREEN, a SOFT "POP, POP, POP", almost like the sound of dripping water, plays in an endless loop under.

Then, a CLANG of METAL ON METAL rings out, followed by the SOUND OF SHUFFLING FOOTSTEPS.

WE MOVE OFF THE BED now, TRACKING ACROSS THE FLOOR TOWARD THE STAIRWAY.

WE MOVE PAST THE BROKEN GLASS and spilled wine and begin down the stairs. The remains of the roses still litter the stairs, although now they have been trampled flat by the shoes of long-gone E.M.S. and Police personnel.

Most of the votive candles have burned down to nothing, although a few are flickering out their last moments.

Another CLANG OF METAL ON METAL, as WE REACH the bottom of the stairs and PAN ACROSS the source of the constant FAINT POPPING SOUND - the needle of the turntable POPS, POPS, POPS as it searches in vain for more music at the end of the still revolving romantic album from before.

WE MOVE OFF THE TURNTABLE NOW, and PAN ACROSS to an open sling bag on Giles' desk. The bag contains a potpourri of weapons, from a crossbow to a mace to an old dueling pistol to wooden stakes.

A GASOLINE CAN is tossed on top of the other weapons, and the bag is lifted by Giles.

CONTINUED

38 CONTINUED:

38

WE MOVE UP TO GILES' FACE. His eyes are almost impassive, filled with scary cool rage as he hefts the bag to his front door and, with a grim determination, slips out into the night. He's a man on a suicide mission.

WE STAY BEHIND, still inside the apartment, as we TILT DOWN to an entry table just inside the door.

ON THE TABLE: a PARCHMENT PAPER ENVELOPE and the SHEET OF PAPER that was inside it: a CHARCOAL SKETCH of a deceased JENNY, her head lying on Giles' pillow, her eyes open.

BLACK OUT.

END OF ACT THREE

ACT FOUR

39 INT. GILES' APARTMENT - (FIVE MINUTES LATER) NIGHT 39

Just as we last left it. The already slightly ajar door cracks open wider and Xander pokes his head in.

XANDER
Hello...? Giles...?

Xander ducks under the yellow CRIME SCENE tape to enter the room, followed by Buffy, Willow and Cordelia.

The group fans out, starts poking around.

Xander crosses to the empty wine bucket, sees the single rose on the desk, and the album cover propped up next to the still revolving turntable.

XANDER (cont'd)
(re: album cover)
Looks like Giles had big plans for the night.

BUFFY
(flatly)
Giles didn't set all this up...

Buffy is at the entry table by the front door. She has Angel's sketch of Jenny in her hand.

Buffy puts the picture down, crosses to the stairs and up.

BUFFY (cont'd)
...Angel did. All this is like the pretty gift wrap he wrapped Ms. Calendar's body in.

XANDER
Oh, man. Poor Giles.

ANGLE ON: WILLOW

By an open and very stripped-bare trunk. *

WILLOW
Look, all his weapons are gone.

CORDELIA
But, I though he kept his weapons at the library.

CONTINUED

39 CONTINUED:

39

XANDER

Those are his everyday weapons. These were his "good" weapons. The ones he only breaks out when company comes to visit.

WILLOW

So, it is what we were afraid of. Giles isn't here.

CORDELIA

Well, then, where is her?

ANGLE ON: BUFFY

As she comes back down the stairs. She has a distant, unfocused look in her eyes.

BUFFY

(shaken)

He'll go to wherever Angel is.

WILLOW

That mean the Factory, right?

CORDELIA

So, Giles is going to try to kill Angel, then.

XANDER

(bitter)

Well, it's about time somebody did.

WILLOW

(shocked)

Xander!

XANDER

(with attitude)

I'm sorry. But let's not forget that I hated Angel long before all of you guys jumped on the bandwagon. So, I think I deserve something for not saying "I told you so" long before now. And, if Giles wants to go after the... fiend who murdered his girlfriend, I say "Faster, Pussycat. Kill. Kill."

CONTINUED

39 CONTINUED: (2)

39

BUFFY
(flatly)
You're right.

WILLOW
What?!

XANDER
Thank you.

BUFFY
There's only one thing wrong with
Giles' little revenge scenario.

XANDER
And, what's that?

BUFFY
(ominous)
It's gonna get him killed.

40 INT. THE FACTORY - SAME TIME

40

Spike rolls around, livid, as Angel stands to the side and
Drusilla plays with the puppy.

SPIKE
(bellows at Angel)
Are you insane?! We're supposed to
kill the bitch, not leave gag gifts
in her friends' beds.

DRUSILLA
But, Spike... the bad teacher was
going to restore Angel's soul.

SPIKE
And what if she did? If you ask me,
I find myself preferring the old,
Buffy-whipped Angelus. Because this
new, improved one is definitely not
playing with a full sack.

Drusilla WHIMPERS like a hurt puppy.

SPIKE (cont'd)
Hey, I love a good slaughter as much
as the next bloke, but his hijinks
will only serve to leave us with one
incredibly brassed-off Slayer...

CONTINUED

40 CONTINUED:

40

ANGEL

Don't worry, roller boy. We don't
have anything to worry about. I've
got everything under control.

Almost before the words are out of his mouth, a Molotov
cocktail hits the table, igniting it in a ROAR OF FLAME.

All three move away from the table, looking around.

ANGLE: ANGEL

An arrow hits him square in the shoulder. He stumbles back
in pain, struggling to take out the arrow and looks up to see

ANGLE: GILES

striding calmly toward him.

As he approaches, Giles pulls from his shoulder bag a
Louisville Slugger. In the same motion he swings the bat
into the flame, catching the end on fire.

Angel is just pulling the arrow out of his shoulder as Giles
hits him square in the face with the flaming baseball bat.

Angel falls back. He looks up at Giles, blood on his face,
smiling ruefully.

ANGEL (cont'd)

Geez, what ever happened to wooden
stakes?

Giles hits him over the shoulder, bringing him to his knees.

GILES

They don't hurt enough.

He hits Angel again and again, the bat making flaming arcs as
Angel is driven further to the ground.

ANGLE ON: SPIKE AND DRUSILLA

Drusilla takes a step toward the fight, but Spike puts a hand *
on her arm to stop her.

SPIKE

Ahn-ahhh... no fair going into the
ring unless he tags you first.

ANGLE: GILES AND ANGEL

CONTINUED

40 CONTINUED: (2)

40

Giles swings again, but Angel knocks the bat away. Comes up at Giles, punches him hard, then grabs him in a choke hold.

ANGEL

All right, you've had your fun. But
you know what it's time for now?

Buffy comes up from behind Angel, staggers him with a kidney punch. He lets go of Giles, gasping for breath, as Giles drops to the ground unconscious.

BUFFY

My fun.

She hits Angel, kicks him, drives him back.

ANGLE: SPIKE AND DRUSILLA

as they fade into the shadows, escaping.

ANGLE: THE FLAMES

as they spread to the chairs and nearby boxes.

Angel decks Buffy and takes off, scrambling up to the gangway. Buffy runs after, jumps onto a box, thence to another, thence to the gangway where she tackles Angel.

Buffy gains the upperhand as they spar, leaning Angel against the railing, the fire raging below them.

ANGEL

You know, even when I feed off other
girls, the name I call out... is
yours.

Suddenly Buffy sees

ANGLE: GILES

on the ground, out cold, the fire reaching closer to him.

Angel takes her moment of distraction to knock her down. He takes off.

Buffy is momentarily torn but then she jumps down and drags Giles to safety as he begins to regain consciousness.

They head out the door.

41 EXT. INDUSTRIAL PARK OUTSIDE THE FACTORY - CONTINUOUS 41

As Buffy and Giles are met by Willow, Xander and Cordelia.

WILLOW

Buffy!

CORDELIA

Are you okay?

Giles turns on Buffy.

GILES

(not happy)

Why did you come here? This was not
your fight--

WHAP! Buffy decks Giles with a single, wicked, angry punch
to the face. He falls back, gets to his knees.

BUFFY

You bastard!

GILES

(weakly)

You don't understand...

She is fighting back tears as she advances on him. He is
still on his knees, practically shaking.

BUFFY

How could you do that? You're trying
to get yourself killed? You can't!
You can't leave me alone... not
now... I can't do this by myself!

There's a lost girl in that last sentence. Giles stares at
her, despair draining out of him.

GILES

Jenny...

Buffy goes to him, drops to her knees, holds him tightly. He
hangs limp in her arms, looking at nothing.

GILES (cont'd)

Jenny...

The others stand, watch, as she holds him.

ANGEL (V.O.)

Passion... is the source of hope...

42 EXT. GILES APARTMENT - NIGHT 42

As Giles approaches his front door, hesitates, then pulls down the remnants of the yellow POLICE CRIME SCENE tape.

ANGEL (V.O.)
...and the cause of despair...

DISSOLVE TO:

43 EXT. CEMETERY - DAY 43

CLOSE ON: A BUNCH OF FLOWERS

As they are carefully laid on the ground.

ANGEL (V.O.)
It is the source of life...
TILT UP: TO A TOMBSTONE - "JENNIFER CALENDAR"

ANGEL (V.O., cont'd)
...and the cause of death.

WIDER ANGLE

Giles and Buffy stand next to Jenny's grave.

GILES
In my years as a Watcher, I've buried... too many people. Some I knew... most I didn't. Jenny is the first one that I've loved.

BUFFY
Sometimes, I wonder if any good ever comes of it.

GILES
Comes of what?

BUFFY
Falling in love. Letting your emotions call the shots for you. Because if there is an upside, I sure haven't come across it.
(sighs)
You're right about that rule of yours. You're the Watcher, I'm the Slayer...
(more)

CONTINUED

43 CONTINUED:

43

BUFFY (cont'd)
we don't have the luxury of passion.
It just gets in the way. Life's
easier without it.

GILES
Yes. It's just not... life.

BUFFY
I'm sorry I couldn't kill him for
you... for her... when I had the
chance.

44 INT. JENNY CALENDAR'S CLASSROOM - DAY

44

Willow stands at the front of the classroom, a lesson plan notebook clutched in front of her. She is running the class for a day, but she gets no joy from the assignment.

BUFFY (V.O.)
...but I think I'm finally ready...

WILLOW
(muted)
Principal Snyder has asked me to fill
in for Ms. Calendar, until the new
computer science teacher arrives...
so, I'm just going to stick to the
lesson plan that she left...

Willow sets the lesson plan notebook on Jenny's desk, inadvertently knocking the 3.5 inch disk with the copy of Thesulah's translated Restoration Ritual over the edge.

WE FOLLOW THE DISK, as it drops, getting wedged in the small space between the desk and the baseboard...

Just out of sight.

BUFFY (V.O., cont'd)
...because I know now that there's
nothing that's he's ever going to
change him back to the Angel I fell
in love with.

CONTINUED

44 CONTINUED:

44

As WE MOVE IN CLOSE ON JENNY'S HIDDEN COMPUTER DISK behind
the desk, we--

BLACK OUT.

END OF SHOW