

Dr. Strange

written by
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DR. STRANGE

FADE IN:

EXT. CHURCH - DAY

Chanting, deep, multi-tonal, many voices in unison -- the words are foreign, unfamiliar to any language.

With its roof mostly removed, a church sits at the top of a small barren mountain. The sun shines hot, straight up in the middle of the sky. A circular object in the sky moves towards the sun. The circular object is the moon.

A 4 year-old girl, AMANDA, stands outside the church, peeking in.

INT. CHURCH - DAY

One of Amanda's eyes has a white membrane covering it -- the color of her eyes and her pupil can barely be seen behind the membrane. Her other eye is just showing signs of the membrane's growth, near the corners. She stares --

The inside of the church has been radically redecorated. The pews twist around each other in tall, smoldering structures which stretch up to the hole in the roof -- sunshine floods in. The eclipse is getting closer --

The congregation is packed with CULT-WORSHIPPERS, wrapped in colorful robes covered with bizarre symbols. The Worshipers writhe spastically and chant, as Percussionists beat wildly on drums.

In each of the four corners hang Catholic PRIESTS, upside-down, tacked to giant spinning upside-down ankhs. The Priests' eyes are gouged out. They also chant.

At the center of it all is BARON MORDO, 50. He is clearly the leader of this cult, and the one orchestrating its action. At a rock pulpit, Mordo straps a BOY, 8, who cries. He is blind, both eyes thick with white membrane.

BOY

(in Spanish)

Let go of me -- please, let me go --

Mordo rips the boy's shirt off, and paints foreign symbols on his bare chest. The boy's body begins to convulse, as the painted symbols absorb into his skin -- The symbols solidify under the boy's skin, blistering the flesh, pushing it out in the shapes of the symbols.

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Mordo opens a book, the DARKHOLD -- it is pitch-black, warped and twisted, the cover made from dry hardened skins. The spine resembles a column of articulated vertebrae. The tapered tip of the vertebral column has been folded back within the leathery pages, serving as a bookmark. The symbols have been pressed into the pages, like the symbols that press up under the boy's skin.

The sun is half-eclipsed -- everything is getting dark. Mordo joins the chant, leading it, as he paints the last symbols on the boy's face. The chant crescendos. The boy's eyeballs darken, as the membranes begin to whirlpool their way down into his pupils, like tunnels --

The moon has nearly eclipsed the sun, as well as the boy's eyes, which bulge out of his head -- the membranes whirlpool infinitely deeper within the pupils.

Everything goes dark but a bright corona around the moon. A deep voice echoes in, louder than the congregation --

THE ANCIENT ONE (OS)

Mordo --

Mordo looks around, trying to locate the voice. Standing on the roof of the church, Mordo sees an extremely old man, THE ANCIENT ONE, dwarfed by huge wind-blown robes. He glows with blinding light --

BARON MORDO

You're too late, mage -- your
philosophies are obsolete -- your
enlightenments dimmed and blinded --

Beams of controllable light stretch out of an AMULET that the Ancient One wears around his neck. The old man manipulates the light, twisting it down towards Mordo.

BARON MORDO (CONT'D)

There must be a dark age before every
Renaissance, mage, even you know that.
If I cannot carry your torch, then it
shall be extinguished --

With a command, Mordo controls "arms" of solid-darkness, which shoot out of the boy's eyes, deflecting the light --

BARON MORDO (CONT'D)

And replaced by my absence --

The Ancient One hears a deep howl, and looks at the boy, whose body is changing -- his veins, arteries, and capillaries have visibly blackened. He contorts, in pain.

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BOY

God, help me, make it stop -- take me.

The Ancient One takes out an elaborately designed diamond KNIFE -- diamond hilt, diamond blade -- the entire color-spectrum is refracted everywhere by the prism-like knife.

Mordo is temporarily blinded, shading his eyes with his arms, as the Ancient One leaps from the roof down to the pulpit, standing just above the boy's head --

THE ANCIENT ONE

Forgive me --

Mordo lunges through the Ancient One's light just as the old man plunges the diamond-knife into the boy's throat --

The moon continues on, revealing a crescent of sunlight which blasts through Mordo's magical darkness, bringing fire quickly down out of the sky -- The old man spins open a large light-circle, a TELEPORTATION-PORTAL, sucking Mordo through. Just as the fire reaches the church, the old man leaps through the portal -- gone --

EXT. CHURCH - DAY

A fiery explosion rocks the church's foundation, blasting the doors open and sending Amanda flying backwards several feet, singed, blackened, and breathless.

The moon continues on its path, moving out of the way of the sun, returning everything to normal. Brown, orange, yellow, and black smoke rise up out of the church-roof --

Amanda opens her eyes, coughing. The membranes on her eyes are no longer white, but have clouded black, a much more subtle effect than the boy inside had, but the same.

INT. CHURCH - DAY

Amanda feels her way into the church, burning her hands on what she touches. The church is completely charred.

Everyone has melted. The old Priests drip like wax down onto the melted congregation. The boy is dead, his throat cut, and his body melted to the pulpit. Amanda unpleasantly smells the noxious air, then starts to cry.

EXT. HIMALAYAS - NIGHT

It snows among the highest mountains in the world. Near the top of one mountain is a cave-tunnel --

INT. CAVE - NIGHT

The cave-tunnel leads into a larger cavern, mostly coated with large icicles, pointing down from the cave-roof --

Exhausted and burnt, The Ancient One sits on his knees, bent-back. He mutters to a multi-colored fire before him, urging its smoke in a slow circle around the cave --

Fighting his way through the smoke, but getting nowhere, is Mordo. The smoke clings and hardens to his body like curds, which he scratches away, trying to get out. He shouts loudly, getting smoke clogged in his throat --

BARON MORDO

What do you expect -- you promised me, you lied -- can't keep me in here -- you may as well kill me -- I hear you, mage. I hear you wheezing -- how long, is that what it's come to? Are we waiting to see who drops first?

Mordo laughs, spitting up the curds that collect and harden in his mouth. He claws smoke from his eyes, still fighting to get free of the smoke, still getting nowhere.

BARON MORDO (CONT'D)

I have other eclipses, mage, even nature is in my favor. What have you got? Where is your future?

On the other side of the smoke, The Ancient One continues to mutter. He pulls a thread from his cloak, adding it to the fire, which creates even more smoke for Mordo.

BARON MORDO (OS CONT'D)

You've gone senile, you know? You contradict everything you taught me. You cling where you're not needed --

THE ANCIENT ONE

(old, tired, quiet)

I taught you nothing apparently.

BARON MORDO

I am your successor, you selected me --

THE ANCIENT ONE

I selected wrong.

BARON MORDO (OS)

And how else have you been wrong, have you asked yourself that? Why select me
(MORE)

(CONTINUED)

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BARON MORDO (cont'd)
at all? Why teach me what you did?
What purpose was there in that?

THE ANCIENT ONE
(waking, more peaceful)
It is a good question, my old friend.
Perhaps -- perhaps you will select for
me. Yes, that is your purpose. You are
to find my successor. You choose him.

The Ancient One laughs quietly. Inside the smoke, Mordo
is confused, disturbed by the laughter, angry.

BARON MORDO
It's your mind, mage -- eroded. You
can't keep it fresh with your tricks
any longer -- you belong in a hole --
You can't keep me in here! I will get
out! Do you hear me? Do you hear?!

EXT. MANHATTAN - DAY

SUPER: "18 MONTHS LATER"

Near NYU, one of the smaller buildings has a sign that
reads, "BROOKNER MEMORIAL HOSPITAL".

DOCTOR (OS)
Burst-suppression is excellent. Are we
a go?

DR. STRANGE (OS)
We are. I'll need silence from her on
out, please.

INT. HOSPITAL OPERATING-ROOM - DAY

A nurse reaches up to a small radio, clicking it on. A
series of monitors telecast the point of view from an
intra-operative stereo microscope.

A magnified view shows a living human brain featuring
thousands of pulsing neuronal cables woven around a
basilar artery. A few feet away is the real thing, with
DR. STEPHEN STRANGE, chief neurosurgeon, operating.
Strange, mid-30's, is one of the best in the world at
what he does, and he knows it.

Above the operating theater, INTERNS sit in a balcony,
watching the operation through windows.

INT. O.R. OBSERVATION BALCONY - MORNING

A RESIDENT lectures to the Interns.

RESIDENT

-- in order to give Dr. Strange a clear field to clip off the aneurysm, the cardiovascular team has chilled and removed the blood from the patient's body using the bypass pump, down there. The procedure's called "the Standstill", hypothermic arrest. For the next twenty-minutes, no blood or nutrients will reach the patient's brain. By all classical definitions -- he's dead.

INT. OPERATING-ROOM - NIGHT

As Strange's careful hands maneuver through the Patient's brain, the monitors provide a close-up as he uses his scalpel and cautery to isolate the ballooning aneurysm. Sweat drips down Strange's face, as he works faster.

DR. STRANGE

How much time has elapsed?

DOCTOR

Nine minutes since standstill.

DR. STRANGE

Clip, please.

The Nurse fumbles at the instrument tray --

DR. STRANGE (CONT'D)

Clip. Now --

The Nurse finally hands Strange a Yasargil aneurysm clip which is held open by a pair of applicator pliers. Strange positions the clip over the aneurysm and carefully clamps the jaws of the clip over it.

DR. STRANGE (CONT'D)

Done. Start the pump. Reel him in.

Strange steps away as the cardiovascular team kicks into high gear. On the EEG monitor, the previously flat-lined sine waves start to oscillate once more. Everyone seems to breathe a sigh of relief. Strange conveys no emotion.

ANESTHESIOLOGIST

Looking good.

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Strange peels off his surgical gloves, nodding.

DR. STRANGE

Thank you all.

INT. SURGICAL DRESSING ROOM - DAY

Strange strips off his mask, scrubs, trading them for a dress-shirt, tie and wool pants. The Doctor who assisted him enters, fires up a cigarette while starting a shower.

DOCTOR

You got lucky with that basilar artery. I didn't think you were going to pull it off.

DR. STRANGE

Luck is an over-rated commodity.

DOCTOR

Commodity, listen to you. Luck's an abstraction, Strange, not a commodity.

Strange smiles as he heads out of the dressing room.

DR. STRANGE

I'll be sure to remind your bookie.

DOCTOR

Doc, hey, wait up a sec -- What are you doing this evening -- my wife, she's probably watching the maid cook up a hell of a duck -- why don't you join us? Home cooked meal, when's the last time you had one of those?

DR. STRANGE

Thanks, I'll have to take a raincheck.

DOCTOR

You shouldn't eat by yourself -- Gives you cancer.

Strange smiles, waves, and leaves.

INT. HOSPITAL CAFETERIA - DAY

Strange sits alone at a table, eating a sloppy burrito. He reads a Stephen Hawking book. Across the cafeteria, a group of RESIDENTS speak quietly about Strange.

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RESIDENT-1

There he is again. Like clockwork.
Look how no one even sits near him --

RESIDENT-2

Not much room up there on his pedestal
I suppose. I'd probably eat alone too.

RESIDENT-3

Maybe it's the only time he ever gets
to read . . . you know?

Strange turns a page, spilling beans out his tortilla.

EMMA (OS)

Dr. Strange?

Strange looks up from his book. EMMA, late 20's, stands holding Amanda's hand. Amanda wears thick, dark sunglasses. Emma is an energetic young social-worker.

DR. STRANGE

Yes?

EMMA

Hi, I'm Emma Walcott, this is Amanda.
I was wondering, do you have a minute?

Strange picks up on Emma's urgency, looks closer at the unusually dark glasses that Amanda wears.

INT. STRANGE'S OFFICE - DAY

Strange inspects Amanda's eyes, perplexed by the cloudy blackness that fills both of them now. She is blind.

EMMA

From what I know, she used to be able to see just fine. She says that the "sun went dark" one day, and she's been completely blind since. I talked to some people from her area, they said there was a solar-eclipse around that time. Each of the doctors we took her to brought up your name. They would've referred us directly, but then told us not to waste our time.

Confused, Strange looks at Emma.

EMMA (CONT'D)

I guess they meant the money thing.
She -- she doesn't have any family.

(CONTINUED)

CONTINUED:

DR. STRANGE

Not a very nice thing for them to say.

(beat)

You're sure taking this personally --

EMMA

What do you mean?

DR. STRANGE

Well, there must be at least a million other deprived kids out there, a few nations of them -- how'd you end up with just this one?

EMMA

(smile)

Place and time, I guess. I'd been invited on a trip to the Galapagos Islands, and on my way home, there she was, begging in the Quito airport -- just by herself. She sort of attached herself to me.

DR. STRANGE

So you packed her in your suitcase.

EMMA

Something like that.

Strange picks up a file which contains X-rays of Amanda's brain. Strange scans the X-rays, clearly intrigued.

DR. STRANGE

(fascinated)

This is really something else -- I I've never seen anything like it. Not that I can imagine how it could be the cause, but do you know if she was staring directly into the eclipse?

EMMA

She says she wasn't.

DR. STRANGE

Does she speak English?

AMANDA

Yes.

EMMA

She's a fast learner.

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DR. STRANGE

Amanda, do you know where you were
when the eclipse happened?

AMANDA

Church. The Shadow-Man says he doesn't
like you. He says you want to hurt me.

Strange looks to Emma for an explanation.

EMMA

The shadow-man's her imaginary friend.
He's someone she pretends she can see.

AMANDA

It's not pretend -- he's going to
bring my parents back to life --

EMMA

(embarrassed)

Look, Dr. Strange, I don't want to
take up too much of your time. Is
there anything you think, maybe -- ?

DR. STRANGE

I don't want to seem too hopeful, but
there is an operable tumor that's
developed in the area of the
hypothalamus -- See, there.

(showing the X-ray)

It's interrupting the optic chiasm
here, blocking the nerve impulses
which carry her vision. I can't say
for sure if the operation will cure
her though. It's these dark traces
that run down through the optic-nerves
that concern me -- she's certainly
unique, I'll tell you that.

Emma smiles.

EMMA

And . . . the money thing --

DR. STRANGE

We don't have to discuss that now.

EMMA

Thank you, really --

Emma sighs, relieved, and holds her hand out. Strange is
about to shake it, when he sees that she holds a piece of
paper with a simple message. "CAN WE TALK IN PRIVATE?"

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CONTINUED: (3)

Strange looks at Emma, who gestures to Amanda. Strange nods, understanding, and takes one of his business-cards, writing his home phone number on the back.

DR. STRANGE

I'll schedule her in for early next-week, but we can get her admitted, set up with a room today, and start running some tests as soon as tomorrow morning -- that okay with you Amanda?

She shrugs, not thrilled.

DR. STRANGE

Okay with the shadow-man?

AMANDA

Not at all.

DR. STRANGE

Well. He's just going to have to deal with it.

EXT. GREENWICH VILLAGE - NIGHT

Strange walks up Bleecker Street, a bag of groceries in each arm. He reaches his house, a 3-story brownstone, beautiful, spooky.

INT. HOSPITAL CHILDREN'S WARD - NIGHT

20 beds are in the children's ward, mostly filled. The lights are out and all the CHILDREN are trying to sleep, but several whisper and giggle. Amanda lies in her bed, wearing her sunglasses, listening to the others.

She sits up in her bed, restless. She feels around her bedstand, finding a small lamp. She turns it on, focusing it on the wall behind her. All the other children quiet and listen, watching Amanda. Using her hands, she begins to make shadow-animals on the wall, amusing the others.

INT. STRANGE'S HOUSE - NIGHT

In his den, Strange sits on a couch, drinking a glass of wine. He flips through Amanda's medical-file until he comes across the note Emma had given him. Slowly, he lifts it to his nose, and smells for perfume --

The phone rings. Strange answers --

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CONTINUED:

DR. STRANGE

Hello?

EMMA (OS)

Dr. Strange, hi -- this is Emma
Walcott --

INT. HOSPITAL CORRIDOR - NIGHT

Emma stands at a payphone in the hospital corridor.

EMMA

I'm still at the hospital -- is there
someplace near we can go and talk?

INT. CHILDREN'S WARD - NIGHT

Amanda's shadow-animals are quite amazing -- quite
frightening. The other children squeal, delighted, as the
shadow-animals grow, becoming surreal -- like a circus
act, the shadow animals perform, dance, gobble each other
up, re-shaping into even more hallucinogenic creatures --

Amanda writhes like a belly-dancer, her arms flailing
serpent-like to make the shadow-creatures perform.

INT. HOSPITAL CORRIDOR - NIGHT

EMMA

(writing directions)

Okay -- okay, see you there then.

Emma hangs up a payphone, then hears loud children's
laughter down the hall. She looks, suspicious --

EXT. STRANGE'S HOUSE - NIGHT

Strange leaves his house, locking up. He gets in a black
sports-car parked out front.

INT. STRANGE'S CAR - NIGHT

Strange starts the car, and then tilts the mirror,
checking himself before driving off.

DR. STRANGE

No getting involved . . .

He pops the car in gear and drives off.

INT. CHILDREN'S WARD - NIGHT

Amanda's shadow-creatures have extended themselves throughout the room, now dancing above, around, and beneath the bed of every child. The children are having a blast, terrified, laughing hysterically as the shadow-creatures creep up their bedsheets towards them --

The door opens, quieting everyone -- Amanda stops, accidentally knocking the lamp off her bed, the bulb shattering on the floor -- all the shadows are gone. Emma stands in the doorway, perfectly aware she's just interrupted something --

Stifled giggles are heard all around the ward. Amanda stands on her bed, sweating. Emma slowly walks to her.

EMMA

Honey, you need to lie down, sleep --

AMANDA

The shadow-man doesn't want me to sleep. He's going to come and take me away from here --

Emma finds Amanda's sunglasses on the floor by the broken bulb. She picks them up and puts them on Amanda's nightstand, then helps the girl lie down, tucking her in.

EMMA

Not if I have any say about it. Are you going to be okay here?

AMANDA

Sure.

EMMA

I'll be back first thing tomorrow.

AMANDA

Come back tonight. Say goodbye --

EMMA

I can't, honey, visiting hours --

AMANDA

Come back and check if I sleep then.

EMMA

Okay. Let me go get a bite to eat and I'll stop back in an hour. Now sleep.

CONTINUED:

Emma smiles and gives Amanda a kiss. As Emma starts out, she briefly catches a man's shadow on the wall -- she quickly turns, uneasy, not seeing anybody. Emma dismisses it and leaves. Amanda's eyes follow her all the way out.

AMANDA (CONT'D)

Cuidado . . .

Emma stops and looks back, chilled.

INT. RESTAURANT / BAR - NIGHT

Strange and Emma sit at a booth in a bar, each with a drink. Emma's nerves seems a bit frayed.

DR. STRANGE

Cuidado?

EMMA

It means be careful.

DR. STRANGE

I know.

EMMA

Every once in awhile, not all the time, but everything will be fine, and then just as I'm about to leave, bam. Cuidado. Like maybe -- I don't know.

DR. STRANGE

Like maybe she won't see you again.

EMMA

Yeah, well -- yeah. Well.

DR. STRANGE

Do you want her? I mean, are you thinking about adopting her?

EMMA

I don't know. Sometimes it seems like I already have, but then I don't know if I'm mother material. She's been cheated out of so much, she needs so much more to make up for it.

DR. STRANGE

I assume she has an ugly background?

EMMA

(uneasy)

Do you remember a mass-suicide -- some

(MORE)

(CONTINUED)

CONTINUED:

EMMA (cont'd)

kind of Jim Jones cult-thing, took over a Catholic church and burned themselves inside during an eclipse?

DR. STRANGE

I think I saw something about it on the news, a year ago?

EMMA

Little over a year, yeah -- and --
(here it is)

That story I told you about just finding her in the airport -- it's not entirely true --

DR. STRANGE

Oh . . . ?

EMMA

My sister disappeared a few years ago, after she got involved in some weird religious thing with her husband. They were identified in that church fire by their fillings -- their other son too.

DR. STRANGE

So Amanda's your niece --

EMMA

You really don't mind listening, you'll say if I'm wasting your time --

DR. STRANGE

Why would you ask that? I'm here.

EMMA

I'm sorry, it's just -- the way the others have spoken about you -- I don't really know what to expect. I get the impression that you might be a hard man to reach. Even when you're sitting right next to me . . .

DR. STRANGE

(frustrated sigh)

What exactly did you hear about me?

EMMA

That you're sensitive. Kind. Careful. That you're the best, relentlessly. You're the most professional, meticulously. So much so that --

(CONTINUED)

CONTINUED: (2)

DR. STRANGE

That what?

EMMA

(careful)

When you do whatever it is you do --
are you treating illnesses? Or are you
treating patients -- people -- ?

DR. STRANGE

You have no idea what it costs me --
the number of patients I see, the
number of hopeless cases I encounter --
no matter how many patients, people I
can help, even save, there isn't
anything I can do about the ones I
can't. Their fates are written and I
have to read it to them --

EMMA

So how is someone like me supposed to
know how you feel about Amanda? Is she
one of your hopeless ones?

(beat)

I'm sorry -- I just can't tell . . .
you know things I don't, you look at
her and say we'll do this and that,
and I've never seen this before, but --
I guess I'd like to know her odds.

Silence. Strange and Emma look at each other. Strange
clearly doesn't like being put on the spot like this.

DR. STRANGE

It's too soon to be even talking about
death until we know more. Trust me.

EMMA

Are you afraid of death, Doctor?

DR. STRANGE

Who isn't afraid of death?

EMMA

Afraid. Okay. How about obsessed?

DR. STRANGE

The Hippocratic oath I took doesn't
speak in terms of death, it speaks in
terms of life, saving lives --

(CONTINUED)

CONTINUED: (3)

EMMA

From death. Right. It's okay, it's a good thing. I think I'd be obsessed with it if I were you. I mean -- what must it be like for you, playing God?

DR. STRANGE

If you're asking if I'm afraid of eventually facing death on a personal level -- I'd have to kindly say that's really none of your business.

Emma amiably lifts her glass for a toast. Strange toasts, just a bit uncomfortable. They both drink, eyes locked.

INT. MEN'S BATHROOM - NIGHT

Strange washes his hands at the sink. In the mirror's reflection, there are two men's shadows on the wall behind -- Strange's shadow, and then a shadow of another man who isn't there. Strange doesn't even notice --

DR. STRANGE

(muttering, humored)

What's it like playing God . . .

Strange looks at himself in the mirror, serious.

DR. STRANGE (CONT'D)

Lonely . . .

INT. BAR - NIGHT

Emma waits at the bar, watching TV. A WEATHERMAN gives the forecast. Strange comes out of the men's-room -- Emma notices a man's-shadow move towards Strange just as he lets the door shut on it. Emma tries to dismiss it, her attention turning back to the TV as Strange joins her.

WEATHERMAN

-- moving on into next week. Now we've also been getting calls asking if the clouds are going to clear for the solar eclipse this weekend -- folks, I'm sorry to tell you, unless you're heading over to China or India, forget it. Clouds or not, you won't see it --

DR. STRANGE

Enough with eclipses. Headed downtown?

They both start out of the bar.

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CONTINUED:

EMMA

Uptown, I can take a cab -- can I ask you another funny question?

DR. STRANGE

You mean another personal question.

EMMA

No. Did you see -- was there someone else in the bathroom with you?

DR. STRANGE

I wasn't really paying attention.

Strange opens the door for Emma, who heads out.

EXT. BAR - NIGHT

Strange hands a VALET his ticket, then joins Emma at the curb, who watches for cabs.

DR. STRANGE

Should there have been?

EMMA

(smile)

I -- I'm just a paranoiac. Is that a word? See. The worst example of it is that I really am worried about that eclipse. What do you think of that?

DR. STRANGE

Not much, unless you've been howling at the moon lately.

EMMA

Howling at the sun. Solar eclipse. And no, I haven't.

DR. STRANGE

Right, but it's the moon's shadow --

EMMA

(half-singing)

I'm being followed by a moon-shadow -- song freaks me out now.

DR. STRANGE

Well, I'm sure there've been plenty of eclipses in the past without tragedy, and there'll be plenty in the future. Unless you plan on dragging Amanda to Asia, you shouldn't worry so much.

(CONTINUED)

CONTINUED:

EMMA

Like I said. Paranoiac. I sleep with
all the lights on.

Strange's car is pulled forward.

DR. STRANGE

You want me to wait?

EMMA

No, there's one coming here --

Cabs approach as the light changes. Strange and Emma.
look at each other, not sure how to end this "date".

DR. STRANGE

I'll be in my office tomorrow --

EMMA

I'll be in the ward first thing in the
morning. I'm actually headed back
there now --

DR. STRANGE

I'll see you tomorrow then.

Emma nods, smiles, as Strange tips the Valet, about to
get in his car.

EMMA

Oh, wait -- I wanted to give you this.

Emma hands Strange a purse-sized black leather satchel.

DR. STRANGE

Your purse?

EMMA

No -- it's a doctor's bag -- it's a
gift. Genuine Ecuadorian leather. We
figured a ten-buck bag should make up
for a billion dollar operation . . .

DR. STRANGE

It's two billion. Inflation. Thanks
anyway . . .

Strange gets in his car, and heads off downtown. A cab
pulls up for Emma as she watches Strange's car leave.

EMMA

Cuidado . . .

INT. STRANGE'S CAR - NIGHT

Strange drives downtown, not much traffic. Out of nowhere, a man's shadow runs in front of his headlights -- Strange jerks the steering-wheel and slams on his brakes. His car SKIDS across the divider into on-coming traffic, dodging and honking. He finally stops, engine killed.

Shaken, Strange looks back at the road, seeing nobody, no source for the shadow. A honk gets his attention, he's blocking traffic. He starts his car, seeing the same shadow, large, unusual, definitely a man's shadow.

AMANDA (VO)

The shadow-man doesn't like you --

The shadow moves through Strange's headlights towards his hood, up the hood, towards his windshield --

Panicked, Strange puts his car in reverse, steps hard on the gas. He can clearly see the shadow-man in his headlights. Strange puts his car in drive and ducks as he drives straight through the shadow-man --

35mph, 45, 55. Red light ahead. Strange isn't watching, his eyes in his rear-view mirror -- beneath every streetlight behind him, he can see the shadow-man following, catching -- 60mph. 65mph. Through the red --

EXT. 5TH AVENUE - NIGHT

Cross-traffic screeches to a halt as Strange's sports-car speeds through, side-swiping the front of a cube-truck.

The shadow-man follows, revealed only by lights, and disappearing into the shadows. The shadow-man reaches the back of Strange's sports-car, and slips beneath it --

INT. STRANGE'S CAR - NIGHT

70mph. Strange speed-races around traffic, using every opportunity to check in his rear-view mirror -- sees nothing. Ahead in the road is the huge arch into Washington Square Park. The road is clear. Strange takes his foot off the gas, slowing but not braking --

Paranoid, Strange turns looking over his shoulder for any sign of the shadow-man. His carelessness occurs to him --

DR. STRANGE

What am I doing --

CONTINUED:

Strange turns back forward in his seat, just as the shadow-man's arms reach through the windshield, clamping a large-shadow hand over Strange's face --

Strange screams, slamming on the brakes as everything goes dark for him --

EXT. 5TH AVENUE - NIGHT

Strange's car HOPS the curb, hits a fence, and goes up on two wheels, finally smashing to a halt into the corner of the arch. The car is totalled.

INT. STRANGE'S CAR - NIGHT

Pinned beneath his steering-wheel, Strange chokes up blood. He gets his arms free, reaching out -- he sees that one hand is horribly mangled, and the other is missing a few fingers. Strange spits up glass, screaming.

Above him, the arch begins to light up, wild fiery light. Strange quiets, losing his breath, fighting to stay conscious. The light extends throughout the arch, lighting the insides of it, creating a TELEPORTATION-PORTAL -- Strange watches, his face calming. He'd heard stories, but never thought it'd really be this way --

The portal opens, whirlpooling clockwise and counter-clockwise simultaneously -- Strange's body begins to turn to light, sucked slowly into the portal as he belts out a final scream --

INT. TELEPORTATION PORTAL - NIGHT

Back inside the teleportation-portal Strange falls through space-time at light-speed, his body elongating and separating like globules of quicksilver -- he is flushed through a pipeline of alternate realities, circling down an ever-diminishing event horizon.

EXT. THE HIMALAYAS - DAY

A blizzard rages across the Himalayas. High up in the steep rocks of one mountain, an articulate archway has been carved, no larger than a normal doorway. It lights up with fiery light, and the teleportation-portal opens --

INT. CAVE - DAY

A reverse-sonic-boom precedes a flash of a million tiny lights coming together into one -- Strange arrives, flopping through, landing on a cold rock cave floor.

(CONTINUED)

CONTINUED:

He rolls over onto his back, gasping for air. His fingers fly through the portal just as it closes, revealing the open mouth of the cave and the blizzard outside. Snow blows in on Strange as he stares out, inhaling the air.

THE ANCIENT ONE (OS)

I must apologize --

Strange turns in shock, terrified and disoriented. The Ancient One stands just a few feet away, inside the cave. He gathers snow into a snowball, and packs it tight.

THE ANCIENT ONE (CONT'D)

There's only so much one can tend to at a time. No sense dwelling. Drink --

The Ancient One leans down and squeezes water from the snowball into Strange's mouth. Strange still in shock --

THE ANCIENT ONE (CONT'D)

I'm lowering the levels of adrenaline in your system, Doctor. You're going to survive. Healing is inevitable. Water is life. You'll have to ride out the shock you are feeling, I'm afraid.

The Ancient One turns and starts to walk through the cave deeper into the mountain. Strange watches, confused, apparently okay. His breath maintains a normal rate, but his sense of shock and disorientation lingers powerfully.

THE ANCIENT ONE (CONT'D)

Gather your things -- The baron already is finding his way back to the hospital to collect your girl-patient.

Strange sits up, very sore, but able to move. He is still covered with blood and cuts, still looks in desperate need of medical attention, but feels no pain at all.

DR. STRANGE

(very afraid)

What's happening to me? Who are you?
What is this place?

THE ANCIENT ONE

The answer to all 3 questions, doctor, is sorcery. Come, gather your things --

Strange sees his fingers on the cave-floor. He tries picking them up, can't. He has to use his finger-less hand to scoop them into the mangled one. The experience breaks him, causing him to whimper, terrified --

(CONTINUED)

CONTINUED: (2)

DR. STRANGE

This isn't right -- I need my hands --
I have to get to a hospital --

THE ANCIENT ONE

Yes. You do. Immediately, in fact --
please, doctor, come quickly --

Strange has to hurry to catch up with The Ancient One, who moves quickly further and further through the cave. The amulet around The Ancient One's neck provides light.

They reach a dead-end in the cave. The Ancient-One begins to chant quietly -- it seems to Strange that three voices come out of The Ancient One's mouth. Slowly, the rock-face in front of them begins to liquefy, then re-solidify into a red door. Strange is very uncomfortable, panicked.

DR. STRANGE

Where are we going -- why am I here?

With a finger, The Ancient One draws a straight line across the door, then a circle above it, connected to it:

The Ancient One points out the symbol he wrote on the door, explaining it.

THE ANCIENT ONE (CONT'D)

This line is time, travelling in one direction, this way. This circle is the room on the other side of this door -- it also is time, only without direction, without beginning or end. When you leave this room, you will return to this same point in time, as if no time in the room passed at all.

(beat)

You can test it on your wrist-watch if you don't believe me . . .

The Ancient One opens the door, revealing an empty circular room, the size of a gymnasium.

THE ANCIENT ONE (CONT'D)

Go ahead . . .

Strange looks at the Ancient-One, and then steps in --

Strange screams as his flesh is ripped from his skeleton, unraveling at high-speed like a ball of yarn unfurling. Muscles, ligaments, cartilage and bone -- everything is

(CONTINUED)

CONTINUED: (3)

ripped away until only a ghost of the man remains -- millions of Stranges exist, filling every space in the room, coloring the room with him, trails of him move throughout, almost impossible to distinguish.

The Ancient One wheezes in a deep breath, and steps through, his own body being sucked apart like Strange's. The room's color changes, adding all the colors of The Ancient One -- the trail of the Ancient One's arm reaches out, grabs the door, and slams it shut.

INT. CIRCLE-ROOM - DAY

Strange stands in the middle of the room, just an apparition staring at all the other trails of himself throughout the room -- a chaotic mess of them doing every imaginable activity. The Ancient One focuses his own trails into a single body, finding the terrified Strange.

THE ANCIENT ONE

When time is circular, you see every possibility at once. All things that can exist do so superimposed over one other. Every possible thing you can do in this room is what you are seeing now -- including your entrance.

The Ancient One points out the trail of Strange that is just entering the room, which leads directly to where he stands. All other trails then stem from him directly.

THE ANCIENT ONE (CONT'D)

You must begin to eliminate the possibilities, doctor.

DR. STRANGE

How?

THE ANCIENT ONE

Simple. You make decisions. With each decision you make you begin to reduce the possibilities. When you've reduced them all down to one body -- then you will be ready.

DR. STRANGE

Ready for what?

The Ancient One is reluctant to answer. The trails of Strange are repeating endlessly -- "ready-for-what-ready-for-what-ready-for-what-ready-for-what-ready-for-what --"

(CONTINUED)

CONTINUED:

THE ANCIENT ONE

Ready to leave this room. Ready to
face the shadow that brought you here.
Ready to help that girl as you
intended to. Ready to accept the fact
that your life as you know it is over.

That last statement hits Strange hard. He looks at the
severed fingers he holds, devastated, furious.

DR. STRANGE

My hands . . .

THE ANCIENT ONE (CONT'D)

You must re-learn everything -- how to
use your body, your mind, your voice,
and your hands. Look there -- see
yourself -- see what you do --

Light from The Ancient One's amulet highlights trails of
Strange training -- a type of high-energy martial-arts.
Then trails of Strange chanting, studying, exercising
sorcery -- so many trails Strange can barely focus on any
one for more than an instant. The Ancient One smiles.

THE ANCIENT ONE (CONT'D)

Your future -- you would not see
yourself as such if you weren't
capable, doctor. You've been chosen.

Strange gives the Ancient One another dazed look. He can
see how old and sick the Ancient One really is --

DR. STRANGE

You need a hospital . . .

THE ANCIENT ONE

Before I stepped inside this room I
inhaled for the last time -- and when
you open that door to catch up with
your fate, I will finally let that
last breath out . . . my fate. We are
both of us sealed already, doctor.

DR. STRANGE

(still distressed)

What am I supposed to do -- what about
my life -- my patients --

THE ANCIENT ONE

You have more patients than ever now,
doctor -- the whole world is your
patient -- and it needs you

(MORE)

(CONTINUED)

CONTINUED: (2)

THE ANCIENT ONE (cont'd)
desperately. There is a sorcerer out there using the vast regions of empty space to fuel his megalomania. He crashed your car, he blinded that girl, and he's preparing her to gain even greater access to his power than he already has. You must stop him --

DR. STRANGE
(this is nuts)
Sorcerer -- sorcery -- how the hell am I supposed to stop a sorcerer?

THE ANCIENT ONE
By becoming one.
(pointing out the trails)
You train, as you see yourself training. You study, as you see yourself studying. Time is endless here, you have as long as I can hold my breath -- not forever, but I could win a few contests. You'll be ready.

Strange has calmed somewhat, still looks strung-out, still bleeds. He closes his eyes, breathes.

DR. STRANGE
Oh god . . .

He opens his eyes, a more determined look, still afraid.

THE ANCIENT ONE
Should probably teach you how to get those digits back on first -- must have a book on it here somewhere . . .

The old man leads Strange across the room to books and bookshelves which create themselves from the rock walls. Strange fills in the trails ahead of him as the trails behind dissolve. He's the end of the line.

INT. HOSPITAL CHILDREN'S WARD - NIGHT

The children are asleep. Only the windows on the doors to the corridor are lit. The shadow of a man in the corridor appears in the window, silhouetted. The door opens -- the shadow holds the door, but there is no man. It whispers.

BARON MORDO
Amannnnndaaaa --

(CONTINUED)

CONTINUED:

Amanda's eyes open, and she turns her head, looking at the shadow, seeing only it. The shadow steps through the door, letting it close behind. Even in the darkness, the shadow can be seen -- a total absence of light.

EXT. WASHINGTON SQUARE PARK - NIGHT

Strange's car, leaking steam and fluids is still crunched against the corner of the arch. The teleportation portal is still open -- another BODY composed of light is ejected back out -- He is DR. STRANGE, sorcerer.

Dressed in colored-robes with bizarre symbols on them, Strange is an older man. His hair is long, with white streaks from the temples. Around his neck he wears the Ancient One's amulet. One of his hands has mangled misshapen fingers. The other hand shakes uncontrollably.

Strange approaches his wrecked car and fetches Emma's gift, the doctor's bag out of it. From a robe-pocket, Strange takes out the diamond KNIFE the Ancient One used to kill the boy. Sirens and flashing lights approach --

Strange deposits the knife in the doctor's-bag, and then with his finger, spins up a miniature version of the teleportation-portal from thin air -- and steps through.

INT. CHILDREN'S WARD - NIGHT

Amanda crawls out of bed quietly, and walks slowly towards the shadow, stopping just a few feet from it.

AMANDA

Are we making more animal-pictures?

BARON MORDO

(still whispering)

No. We're going to your palace, just like I showed you. And before the weekend is over, you'll see more than anyone in the whole wide world, just like I said. And your brother will be there -- Would you like that now?

Amanda nods yes. The shadow holds out a hand. Amanda reaches up, and takes it, then giggles.

AMANDA

You're cold --

The doors blast open with a sudden powerful wind -- the source is a blinding light in the corridor, clearly

(CONTINUED)

CONTINUED:

silhouetting the shadow with Amanda. Amanda can't see the light, doesn't squint. The shadow recoils --

Strange steps through the hole -- Washington Square Park and Strange's smoking car can briefly be seen through the hole before it closes behind Strange. The blinding light comes from Strange's amulet.

All the children wake up, screaming --

DR. STRANGE

The shadow ^{Get away from her.} doesn't move.

DR. STRANGE (CONT'D)

Now --

Strange thrusts his arms towards the shadow, palms up, ring and middle fingers jammed in his palms --

Light from the amulet shoots down Strange's arms in thick, intense beams. The beams blast the shadow, hurling it across the room, pinning it to the wall, burning it. Amanda falls to the floor, watching only the shadow --

AMANDA

(to the shadow)

Don't leave me --

Strange doesn't let up, just keeps the light-beams on the shadow, sticking it to the wall. Lights from the room explode, and electricity from the sockets leap into Strange's beams, contributing --

The children continue to scream, as the shadow burns away, revealing Baron Mordo, blinded but grinning.

BARON MORDO

Look behind you, mage --

Strange glances over his shoulder and double-takes -- Amanda takes advantage of the light, making shadow-animals like before -- long shadow-legs spread out across the ward grasping a screaming child in each tentacle, dragging them up the walls. I.V.-stands, oxygen tubes and other medical attachments dangle from them --

DR. STRANGE

Amanda -- Amanda no, stop --

Forced to keep his energy focused on Mordo, Strange can do nothing about Amanda's betrayal. The children are dragged off the walls, to the ceiling.

(CONTINUED)

CONTINUED: (2)

Strange turns his back to Mordo, and focuses his light on the ceiling severing the shadow-legs which hold the children -- they all fall at once --

Strange reaches both hands to his forehead, wiping sweat onto his hands, and then shakes his hands hard at the floor. Sweat-drops fly from his fingers to the floor -- each sweat droplet causes the floor to ripple like water, with waves circling out to 3-foot diameters --

As the children hit the floor, it behaves like a deep pool of water, each child splashing into it, submerging --

Strange, immune to the watery-effect, scoops Amanda into his arms. She wails and wiggles to get free -- Strange spins back around, searching for Mordo with his light. Mordo is gone -- only his voice can be heard --

BARON MORDO (OS)

Why, you're not the mage --

Strange can't locate the voice, spins around, paranoid, shining his light everywhere in search of Mordo --

BARON MORDO (CONT'D)

(intrigued)

Then -- who are you?

EXT. HOSPITAL - NIGHT

A taxi pulls up to the curb, letting Emma out in front of the hospital. She pays the CABBIE, then heads inside.

INT. HOSPITAL LOBBY - NIGHT

Emma makes her way through the lobby into an elevator.

INT. CHILDREN'S WARD - NIGHT

BARON MORDO (OS)

Wait, I recognize -- You? The doctor?
The brain surgeon?

(a laugh)

The mage chose you?

The floor beneath the children slowly solidifies, squeezing the children up and out of it safely.

DR. STRANGE

No. You did.

BARON MORDO (OS)

That's amusing.

(CONTINUED)

CONTINUED:

Strange notices Amanda, her gaze fixed on something --

BARON MORDO (OS CONT'D)
That's extremely amusing.

Amanda continues to turn, watching the only figure she can see -- Strange follows her gaze, trying to see --

BARON MORDO (OS CONT'D)
In fact, that just might be the funniest thing I've ever heard. My life as a joke has you for the punchline, yes I like that very much.

INT. HOSPITAL CORRIDOR - NIGHT

Emma comes out of the elevator, and starts towards the Children's Ward, seeing flashes of light, and hearing children's' cries -- she runs, calling out --

EMMA
Nurse -- someone -- nurse!

INT. CHILDREN'S WARD - NIGHT

BARON MORDO (CONT'D)
I imagine you agreed to the mage's philosophies -- senility, you know.

Amanda's gaze stops, giving away Mordo's position -- Strange aims his amulet, evaporating the shadows that Mordo hides in. Mordo uses one hand to shade his eyes, and creates a shadow-shield, sucking the darkness out of the cracks of the walls, and through the windows.

BARON MORDO (CONT'D)
Surely he taught you that every light casts a shadow -- your power feeds me.

The walls are cracking open, as darkness rips through -- Emma throws open the doors, stops, frozen by the sight. The ceiling is coming apart, the floor is tearing up -- more and more darkness collects in Mordo's shield.

BARON MORDO (CONT'D)
Perhaps this would be a good time for you to consider the ratio of light to its absence --

Strange sees what's happening. The intensity of his light is feeding Mordo's ability to manipulate shadows -- Mordo's shadow shield is growing larger, thicker, protecting him from the light. He walks towards Strange.

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CONTINUED:

BARON MORDO (CONT'D)

You're simply outnumbered. Where can you run to, doctor? Anywhere there's a shadow, you'll find me. The darkness is mine -- even the darkness in you --

Strange closes the amulet sealing off the light, then quickly, from his pocket, sprinkles some dust in his own face -- the dust causes Strange to inhale, and then explode a sneeze at Mordo -- powerful enough to blast Mordo backwards, straight out the window --

The backdraft of the sneeze sweeps up all the children, including Emma, shoving them against the opposite wall. Beds and wheelchairs also slide across the room --

EMMA

Amanda --

DR. STRANGE

Emma -- ?

Both Strange and Emma rush to Amanda, taking her by the hand at once -- Emma doesn't recognize Strange --

EMMA

Get away from her! Let her go!

Mordo begins to climb back in through the window, getting both Strange and Emma's attention --

BARON MORDO

How impolite . . .

DR. STRANGE

Get on the bed!

EMMA

What?!

DR. STRANGE

On the bed!

Strange hoists Emma onto a hospital-bed, sets Amanda on Emma's lap and shoves them both out into the corridor -- Mordo controls shadows that stretch quickly after them --

INT. CORRIDOR - NIGHT

Strange sees a large fire-extinguisher, and grabs it. Three NURSES and a DOCTOR hurry through the corridor towards Strange -- children's cries are still heard --

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CONTINUED:

Mordo steps out into the corridor, with shadow-webs dripping from his fingers --

Strange leaps onto the bed and blasts the fire-extinguisher in Mordo's face -- the bed is slowly propelled backwards a few feet. Strange punches one fist through the extinguisher's metal cannister -- with a quick chant, the force of the extinguisher increases --

Light from Strange's amulet streaks down his arm into the cannister, as the bed is propelled 15mph through the corridor -- Emma holding tightly to Amanda --

One Nurse recognizes Strange as he zips past --

NURSE
(can't be)
Dr. S-Strange?

At the end of the corridor, the bed crashes into an elevator. Strange presses the button non-stop --

DR. STRANGE
Come on, come on --

Through the extinguisher-mist, Mordo floats, carried by shadows which darken the corridor pitch-black behind him.

EMMA
(full panic)
What's happening -- what the hell is happening --

The elevator dings, and the door finally opens -- Strange shoves the whole bed inside.

INT. ELEVATOR - NIGHT

Strange presses the "L"-button repeatedly, waiting for the doors to close. In the corridor, Mordo approaches --

DR. STRANGE
Come on, come on --

The doors finally close, and the elevator starts downward. Emma and Strange lock gazes -- she recognizes him, but is too freaked out to believe it.

AMANDA
You can't get away from him.

Emma and Strange look at Amanda, following her gaze to the ceiling.

(CONTINUED)

CONTINUED:

EMMA

She's looking at him -- she sees him --

DR. STRANGE

I know --

A loud thump above and the lights go out -- Emma screams.

Inhuman words rip from Strange's mouth as he sticks both hands in between the elevator doors, and begins pulling them open -- the sound of Emma's scream is sucked and warped by Strange's chant --

INT. LOBBY - NIGHT

Two RECEPTIONISTS sitting behind their desk watch the elevator -- it's metal outer-doors begin warping --

INT. ELEVATOR - NIGHT

Strange pulls the elevator doors all the way open, revealing a TELEPORTATION-PORTAL similar to the one which brought him back to New York -- it's sound is deafening.

DR. STRANGE

Go -- go through -- now --

Emma is frozen, just stares at the phenomenon -- Strange grabs her and shoves her into the portal. He then grabs Amanda -- about to jump --

DR. STRANGE

You're not much help, you know that?

INT. ELEVATOR SHAFT - NIGHT

With his fists covered with darkness, Mordo pounds and rips a hole open in the roof of the elevator just in time to see a flash of light -- the elevator is empty, only the bed is left behind. He drops down into the elevator --

INT. LOBBY - NIGHT

The terrified Receptionists watch as the warped elevator doors finally open -- Mordo rushes out into the lobby, looking desperately for Strange --

BARON MORDO

(fury, roar)

No --

Every light in the lobby explodes simultaneously, leaving the Receptionists in the dark --

EXT. STRANGE'S BROWNSTONE - NIGHT

Greenwich village. Bleecker Street -- we're rushing down towards Strange's house. Centered in the sloped roof is a massive oculus window. Just as we're about to collide with the window, warping it -- BOOM! Perspective shifts --

INT. STRANGE'S ATTIC - NIGHT

Now we're looking up at the window from inside -- A blinding flash of light erupts in Strange's attic as the teleportation-portal materializes. Still screaming, Emma and Amanda are ejected from the portal, landing in a heap of tangled limbs. Strange follows a second later, landing like a seasoned acrobat.

Emma struggles to her hands and knees and promptly vomits onto a fine Persian carpet. Her eyes roll back up in her head and she drops into a dead faint.

DR. STRANGE

(to the rug)

It was a gift anyway --

(grabbing Amanda)

Amanda, you can see him -- can you?

AMANDA

He wouldn't leave me alone with you.

Amanda turns to the window. Her eyes find a figure walking up the street towards Strange's house.

AMANDA

Here he comes. And he is not happy.

Without a word, Strange turns and runs out of the attic.

EXT. STREET - NIGHT

A dark wind blows through the streets, exploding the bulbs from street-lamps and headlights as it goes --

INT. PANTRY - NIGHT

Strange opens a pantry and digs out two paint-cans, opening the lids. Each are half full. He hastily digs through the pockets of his robe, searching for something, finally pulling out a scroll. He unrolls it, staring at the inked symbols. He chants -- the scroll begins to magically dissolve, its glowing ashes fall in the paint.

Strange plunges his hand in the paint, mixing the ashes in. He digs out more paint-cans, doing the same to them.

INT. FOYER - NIGHT

Strange tosses paint on the front door. The structure of the door warps and changes as the paint spreads itself. The door seals itself in the doorframe, invulnerable. Strange digs his keys from a robe-pocket and locks the deadbolt, leaving the keys in the lock.

INT. STAIRWAY - NIGHT

Chanting, Strange runs up the stairs, pouring paint over them. The stairs begin to alter their shape, warping --

INT. ATTIC - NIGHT

Amanda stares at the window -- Street-lamps continue to explode until the wind reaches Strange's house. Baron Mordo stops out of the shadows and into the light cast by the only remaining light. On Strange's front steps, Mordo smiles and waves. Amanda giggles and waves back.

AMANDA

(gleeful)

He's here -- I told you --

Amanda turns and runs, bumping into a wall before she finds the attic door. Just as she leaves, Emma stirs --

EMMA

Amanda -- ?

EXT. FRONT DOOR - NIGHT

Mordo tries the doorknob, then notices its structure changing, as well as the walls, windows -- everything --

Mordo holds out his arms, allowing shadows to stretch themselves around the house, looking for a way in --

INT. LIVING ROOM - NIGHT

Strange randomly tosses paint around his living-room. The paint spreads everywhere, seeping into the walls, ceiling and floor, magically warping them. His scroll is half gone. He turns and looks at his fireplace --

INT. FIREPLACE - NIGHT

Strange crawls in his fireplace, looking straight up it. He sets his paint-soaked hands against the bricks. The soot catches fire, blasting paint up the chimney, magically sealing the top of the chimney shut.

EXT. FRONT DOOR - NIGHT

Glowing ashes float down on Mordo, who turns his shadows to the street, over-turning a man-hole cover. The shadows stretch themselves quickly down the man-hole --

INT. ATTIC - NIGHT

Dizzy and disoriented, Emma stands, hearing the walls-creak all around her. She heads towards the open door --

EMMA

Amanda!

INT. STAIRWAY - NIGHT

Emma steps out of the attic and onto a stairway -- she sees Amanda standing on a nearby wall, defying gravity. Emma gasps, trying not to scream again --

AMANDA

He says I have to go now. He says you can go too, all we have to do is let him in -- help me find a window --

Amanda turns and runs off across the wall. Emma finally notices that she's the one standing on a wall, not Amanda. Emma wails, off-balance, afraid to fall.

INT. BATHROOM - NIGHT

Hearing Emma's wail, Strange stops his chant -- he holds just a sliver of the disappearing scroll, and has his other hand shoved down the toilet-bowl. Emma quiets.

Strange notices his scroll is just about to disappear, and chants off the remainder of it -- the water in the toilet-bowl bubbles the lid right off the tank. All the pipes can be heard groaning, as they alter themselves --

EXT. FRONT DOOR - NIGHT

Mordo's shadows are flushed out of the man-hole by a flood of water which shoots 50-feet in the air. Mordo grunts, turning his shadows on a nearby street-lamp.

INT. HALLWAY - NIGHT

Emma is terrified, walking through Strange's house, which continues to alter itself like a living Escher-painting crossed with the Winchester Mystery House. Gravity is not limited to the floor. Stairs don't necessarily lead anywhere. Passageways spontaneously change. Pipes groan.

(CONTINUED)

CONTINUED:

EMMA

Amanda -- Amanda, where are you --

Strange opens a door on the ceiling, surprising Emma, who looks up at him from the floor below. Emma is speechless.

DR. STRANGE

Stay put.

Strange heads out a door, disappearing. Emma whimpers, not moving at all. The entire hallway around her however, changes itself into an entirely different room --

INT. DINING ROOM - NIGHT

Strange looks at his light-fixtures and lights, then walks to the wall, punching his fist into it. He tears away enough of the wall to find the electrical-wiring inside. Continuing the chant, Strange grabs the wiring --

Electricity explodes throughout Strange's body. Convulsing violently, Strange redirects the electricity back inside the wiring and throughout the walls of the entire house, speeding up the magical alteration --

EXT. FRONT DOOR - NIGHT

Mordo's shadows are finally severed from his control as the street-lamp explodes. Mordo looks up at the attic.

INT. HALLWAY - NIGHT

As electricity surges throughout the house, Emma's hair stands on end. Strange enters on the floor, looking up at Emma who is now on the ceiling --

DR. STRANGE (CONT'D)

(no patience for this)

I thought I told you to stay put!

AMANDA (OS)

Emma! He's here! I found him here!

Emma whimpers again, as Strange bolts out another door. Emma looks around, trying to locate Amanda's voice.

EMMA

Amanda!

She runs flustered through the house trying to find Amanda, calling her name repeatedly.

INT. BEDROOM - NIGHT

On the second floor, Amanda has found Strange's bedroom and the window leading out. She tries to open it -- Strange rushes in, catches her, pulling her away. She wiggles to get free --

AMANDA

No -- don't -- stop it --

DR. STRANGE

I'm about ready to let him have you --

INT. HALLWAY - NIGHT

Emma is wandering, opening doors that lead to other halls, like a labyrinth.

EMMA

Amanda! Say something! Where are you?

(mumbling, very worried)

God, where the hell am I?

She turns a corner, shocked to see HERSELF down at the end of the hall, disappearing through one of the side doors. Emma stands for a moment, dumbfounded, then starts through the hall, fast. She reaches the door, opens it --

INT. INFINITE STAIRWELL - NIGHT

Emma steps out onto a dim-lit landing, visibly shaken. An iron bannister is in front of her. Her double is nowhere in sight. She looks down on a spiral-staircase which seems to wind its way down into shadowed infinity.

EMMA

Amanda?

Her voice echoes, bouncing forever down the stairwell. Emma backs away, bumping into Strange, causing her to jump and yelp again.

DR. STRANGE

At what age did you fail "stay put"?

EMMA

(confused by everything)

I -- I saw myself --

DR. STRANGE

Time is fluid in some areas of the house. There are visual-echoes as well

(MORE)

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CONTINUED:

DR. STRANGE (cont'd)
as audible ones. Part of my security
alarm.

Emma nods as if to get it, but of course doesn't. An echo
quickly shoots up the stairwell, loud --

AMANDA (OS)
Emma -- I'm right here --

EMMA
Amanda?

Emma instinctively starts down the stairs, Strange grabs
her, pulling her back.

EMMA (CONT'D)
Let go of me --

DR. STRANGE
She's not down there -- she's in the
attic, safe.

INT. ATTIC - NIGHT

Amanda stands in the attic, looking at the roof. The door
opens, and Strange leads Emma in -- both stop, following
Amanda's gaze to the roof. The ceiling bends like rubber
inward in the shape of a human, who tries to find his way
in. The body-shape feels its way across the entire attic.

DR. STRANGE
Don't worry, he shouldn't be able to
get in -- meet Amanda's shadow-man --

Neither Strange nor Emma can take their eyes off the shape
as it pulls its way down to the large circular window --
Mordo. To the sides of the window, Mordo stretches the
walls like taffy, holding his arms out to Amanda --

DR. STRANGE (CONT'D)
No --

Strange lurches for Amanda, who rushes into Mordo's arms,
gloved by the attic walls. Mordo pulls Amanda in tight,
cuddling her. Strange stops Emma, holding her back, as
she tries to restrain from having a nervous-breakdown.

DR. STRANGE (CONT'D)
He won't hurt her. He needs her.

EMMA
What-what-what --

(CONTINUED)

CONTINUED:

DR. STRANGE

Quiet.

(to Amanda)

Amanda?

Mordo grins through the window at Strange, as Amanda holds onto Mordo's "arms" tightly, protected there. Mordo speaks, but nothing outside can be heard. Amanda laughs.

DR. STRANGE (CONT'D)

Can you hear him?

AMANDA

He says you're a quack.

EMMA

(panic)

Amanda get away get away--

DR. STRANGE

Sh!

With a quick grab, Strange snatches the breath out of Emma, shushing her. She painlessly gasps for her voice --

DR. STRANGE

(whispering to Emma)

Calm -- easy -- she'll respond to you,
you have to take her --

EMMA

(no voice, gasping)

I can't, I can't --

AMANDA

He says you want to cut me open --

Overloaded, Strange slowly, cautiously walks Emma towards Amanda, eyes fixed on Mordo.

AMANDA (CONT'D)

He says you want to stick spoons in my
head and dig out my brains --

DR. STRANGE

(whispering to Emma)

Ask her what else he says -- get her
to listen to you -- sound calm --

EMMA

(her best to be calm)

Amanda honey -- what else does he say?

(CONTINUED)

CONTINUED: (2)

AMANDA

He says you better open the door or we won't make it in time for my cornation -- that's like an operation only better. He says the doctor's operation won't work, it'll just make me dead.

EMMA

And you're certain he's telling you the truth?

Amanda seems puzzled by the question. Strange gently moves Emma closer to Amanda -- Mordo's smile disappears and his grip tightens, threatening.

AMANDA

He says the doctor's hands are ruined.
(naughty-laugh)

He says he can't even cut the cheese!

Strange shares a laugh with Amanda, giving no indication of threat or fear in his voice as he eases Emma's hands onto Amanda's shoulders -- as delicate as surgery.

EMMA

You -- you don't think I'd take you to a doctor who wanted to hurt you?

AMANDA

He says you don't know what you're talking about. He says you don't know what's real. He says you never believed in him even when I told you I wasn't pretending. He says you think the doctor can help, but you're wrong.

Emma so-gently moves Mordo's "fingers" away from Amanda's neck, trying to ease her out of Mordo's grasp.

AMANDA (CONT'D)

Do you?

EMMA

Do I what --

AMANDA

Do you think I'm just pretending?

Emma gently puts her hand against Mordo's fingers, gloved by the fluid-wood of the attic wall -- she looks up through the window at Mordo, making eye-contact with him. Mordo threateningly nods his head no --

(CONTINUED)

CONTINUED: (3)

EMMA

I don't know what to think --

Emma grabs tight, pulling Mordo's hand off of Amanda's neck -- Mordo's hand suddenly swings, smacking Emma hard across the face --

Strange's amulet opens, shining its light through the window. Mordo is blinded, lurches backwards as Strange slips Amanda away, pulling her to the floor. As the walls returns to "normal", Mordo is gone from the window.

Strange helps Emma up, handing Amanda into her arms.

DR. STRANGE

Girl causes more headaches than some tumors I've known. Are you all right?

Emma is not. Short of breath, she hyperventilates --

Strange takes a small flower out of his robe-pocket, holding out to Emma's nose --

DR. STRANGE (CONT'D)

Smell.

Emma does, and is suddenly hit as if by a strong wind, breathing loudly, catching fresh breath.

DR. STRANGE (CONT'D)

Speak.

Finally having a moment, Emma gets to study Strange, seeing so clearly how he's changed from just an hour ago. Seeing how extremely exhausted he is.

EMMA

(hardly calmed)

I -- I don't even know what to say.

DR. STRANGE

I don't blame you.

EMMA

That's not even almost comforting. . .

EXT. CHURCHYARD - NIGHT

In a bad part of town, a CONVERT, late 20's, leads a TEEN, to the edge of an old wrought-iron fence. A weathered and grafitti-covered sign on the fence reads

(CONTINUED)

CONTINUED:

"CONDEMNED", and lists the penal-code number for would-be trespassers. The Convert crawls in through a loose bar.

TEEN

Here?

CONVERT-1

Don't worry man. It's cool.

The Teen quickly crawls through the fence, catching up to the Convert. They cross over headstones in a brick churchyard. The Teen skips to avoid the grave-markings.

INT. ABANDONED CHURCH - NIGHT

Inside, the church is empty, a waste of broken wood and cobwebs. The Convert heads for the basement stairs, stepping across weak, creaky floor-boards. The Teen stops, hearing something, unable to make out what it is -- moaning, chanting, -- screaming? The Convert grins.

CONVERT-1

It's just like I said, he came -- just like I've been saying all along --

The Convert leads the Teen downstairs to the basement.

INT. BASEMENT - NIGHT

No-kidding-serious-hardcore-cult-activity. The Teen is led into the basement, where 25 CONVERTS are circled around Mordo. Some converts chant wickedly, hands clutched to their heads, pushing. Others dance, if it can be considered dancing -- more like spastic flailing of the limbs. Others wail, bowing repeatedly.

TEEN

What are they doing?

The Convert shushes him. Mordo has a cup, which he holds up to his wrist -- opened. Solid shadow-fluid drips down into the cup like syrup.

The Teen notices several of the Converts have syrupy-
"mustaches" -- from already drinking.

Mordo holds the cup up to a "virgin"-Convert, and helps her drink -- her eyes open wide as she gags, trying to refuse the drink. Mordo holds her by the hair, forcing the shadow-syrup down her throat. All of her arteries, veins, and capillaries blacken across her pale skin --

(CONTINUED)

CONTINUED:

BARON MORDO

Everything you once saw as absence is now your presence. You will be one of the few to see when there is nothing to see. You will be one of the few to understand how to make absence serve your presence. You are hereby blessed.

Mordo drops the Convert to the floor. Panicked, the Teen backs off just as Mordo and turns to him, smiling at him.

BARON MORDO (CONT'D)

Next!

Convert-1 grabs the Teen by the jacket, holding him, as Mordo approaches, re-filling his cup from his wrist --

CONVERT-1

And you thought your sniff was good --

INT. STRANGE'S ATTIC - NIGHT

Attic walls transform themselves into bookshelves. Several 4'-tall candlesticks have been placed around the room, with a burning candle in each. Strange selects books and perches them a half-foot above each flame -- several books hover effortlessly at reading height. Emma watches, still not having moved, still holding Amanda.

DR. STRANGE

For lack of a better word, I'm somewhat of a -- sorcerer, now. As in Merlin, alchemy -- sorcery. Just like science or anything else, it has its own set of rules, every type of magic. Natural magic, supernatural magic, elemental magic, psychological magic, geo-magic, bio-magic, techno-magic -- just to name a few. The ability to manipulate any kind of magical power lies within the mind, not the power itself -- tapping into it's just a matter of study and training -- years of discipline honing the mind, body, and soul into one concentration, one focal point, able to transform energy and matter back and forth at will --

EMMA

But I just saw you an hour ago -- you weren't -- less than an hour --

(CONTINUED)

CONTINUED:

DR. STRANGE

Don't try and rationalize, you'll just wind up with a headache. You know how there's equations to harness nuclear energy -- recipes for how to bust open an atom, harness that energy and manipulate it, turn it into something else, something wildly different? Sorcery's the same way. Learn the equation, and put it into practice --

EMMA

I really don't like the direction this conversation is going -- and I'm sorry, but I'm having a difficult time believing any of this -- as far as I'm concerned, someone put something in my drink, maybe you -- I don't know. But whatever the hell's happening to me, I promise you the FDA would not approve.

DR. STRANGE

See. I told you not to rationalize --

EMMA

Stay put and don't rationalize. Do you know what you sound like? Do you know what you look like? Do you know how goddam scared I am?!

DR. STRANGE

I'm scared too, Emma.

Strange stops pulling books out of the self-altering bookshelves, and goes to Emma, trying to comfort her.

DR. STRANGE (CONT'D)

Throughout history, our world has had a protector. Someone who uses sorcery in order to keep the world safe from it. It's not a calling one chooses to answer, no sane man would. It's simply a matter of accepting one's fate.

EMMA

Sorcery? Fate? Do you hear yourself? Do you even know what year this is?

DR. STRANGE

If I didn't have so much time to think about it -- if the last hour really was just an hour for me --

(serious)

(MORE)

(CONTINUED)

CONTINUED: (2)

DR. STRANGE (cont'd)

Look at me and tell me truthfully that you think you're just hallucinating all this -- or just ask Amanda. Amanda, is your shadow-friend real?

AMANDA

(yawning, tired)

That's what I've been saying.

DR. STRANGE

Sorcery is real, Emma. Believe me. The horrors you encounter out there on the streets are only the tip of the iceberg. Most people are fortunate enough to never glimpse the truth. Some of us aren't so lucky. At a certain point skepticism becomes stupidity. In the interest of survival, you'd do well to make yourself believe. Because Amanda's shadow-man, he most certainly believes in you.

EMMA

But -- what does he want?

DR. STRANGE

That's what I intend to find out.

INT. MORDO'S CHURCH - NIGHT

The Converts, including the Teen, also "converted", now dig through the foundation of the old church. With picks and shovels, they break up the cement, and dig a wide hole with a 15' diameter.

Mordo oversees the dig. He has the same book from the first-scene, the DARKHOLD, tucked under his arm. Confident the dig is under control, he heads out --

EXT. 125TH STREET - NIGHT

Outside the church, Mordo hails a passing cab. It pulls over, and he climbs in.

INT. CAB - NIGHT

The CABBIE'S eyes spend more time watching Mordo in the rear-view mirror than they do the road.

BARON MORDO

Greenwich Village, please. And drive slow. Avoid bumps. Make slow stops and slow starts. Smooth as possible. Soft as a baby's bottom. Zero distractions.

(CONTINUED)

CONTINUED:

The Cabbie's CB-radio, turned up loud, belts out static-garble, shouted in a foreign language --

Mordo leans forward, and with a gesture causes the CB to implode, silenced, and leaking blackened melted wires and electrical components --

BARON MORDO

I don't like distractions . . .

With another gesture, Mordo causes the steering-wheel to melt itself onto and over the Cabbie's hands, sealing them there -- the Cabbie begins to wail --

Mordo rips up a clump of seat-upholstery, and as it melts, blackened in his hand, he stuffs it into the Cabbie's mouth -- it magically wraps around the Cabbie's face like a belt, silencing him.

BARON MORDO

I'm very serious about this. Drive.

Mordo points, and the Cabbie's foot is melted to the accelerator. He drives, slow and smooth, breathing rapidly through his nose -- eyes on his mirror, on Mordo.

Mordo flips through the DARKHOLD. Irritated by the Cabbie's stare, Mordo "pulls" a veil of shadows entirely surrounding him, blocking out all sound as well as light.

Inside of his shadow-veil, Mordo's fingers cross the symbols in the book like braille, and his eyes roll up black. He begins to chant, multi-tonal --

INT. STRANGE'S BEDROOM - NIGHT

Emma finds Strange's bedroom, carrying Amanda in her arms. Emma lies Amanda down on Strange's bed.

EMMA

Don't worry honey, I'm going to get you out of here. We'll get you to some place safe.

Amanda is troubled, turning her sightless gaze to Emma.

AMANDA

Dr. Strange is mad because he can't cut my head open --

(CONTINUED)

CONTINUED:

EMMA

No, I think he's just trying to keep you safe. I hope --

AMANDA

He thinks the shadow-man put something bad inside me. He wants to cut me open and take it out. Do you think there's something bad in me?

EMMA

Of course there isn't --

AMANDA

You're lying.

Emma sighs.

EMMA

Listen, I don't know what to believe anymore, but I'll tell you something my grandmother used to say. We all have a touch of the devil inside us, right? The test is whether or not we choose to listen to him.

Amanda nods, closes her eyes. Strange enters quiet not to interrupt, and turns the lights down.

AMANDA

The shadow-man's just trying to make me see again. Sometimes when I sleep, the shadow-man lets me see.

EMMA

Yeah? What does the world look like?

AMANDA

Dark.

Silence. Emma leans over and kisses Amanda's forehead.

EMMA

Get some sleep . . .

AMANDA

(drifting)

I love you, Emma.

EMMA

I love you too . . . sleep . . .

(CONTINUED)

CONTINUED: (2)

Emma seems embarrassed, half-smiles at Strange as he sits on the bed beside Emma. Amanda sleeps.

DR. STRANGE

Look here --

Strange opens his amulet, shining the blinding light on Amanda, who is oblivious --

EMMA

Don't do that --

DR. STRANGE

It's okay, she can't see it --

Like an X-ray, the amulet lights up Amanda's brain emphasizing the dark areas that stream from the tumor down through her optic nerves to her eyes -- flowing darkness, cloudy and marble-like -- Emma gasps.

DR. STRANGE (CONT'D)

See how it reacts to the light -- as if it's building up a defense --

In response to the light, black bile wells up in Amanda's eyes, trickling down her cheeks --

EMMA

Stop it!

Strange closes the amulet, shutting out its light.

DR. STRANGE

Sometimes you have to do things you don't want to before you can help -- can't get a blood sample without a needle, for example --

EMMA

That's hardly a needle for chrissakes.

DR. STRANGE

And that's hardly blood . . .

With a sheet, Emma wipes Amanda's eyes, who sleeps peacefully. Strange takes a plum from a robe-pocket, takes a bite, and then drips plum-juice on Amanda's forehead. With his finger, Strange smears the plum-juice, drawing an eye similar to the one inside his amulet.

EMMA (CONT'D)

What are you doing now?

(CONTINUED)

CONTINUED: (3)

DR. STRANGE

Amanda can actually see her shadow-man, it doesn't make sense. The sorcery he's jammed in her head, wrapped up with her tumor, I want to get a closer look at it -- do a bit of mystical neurosurgery on it.

EMMA

And you need to smear plum all over her head to do that?

DR. STRANGE

Would you rather I cut the head off a chicken and dance about like a moonie?

Strange begins pulling lit-candles out of his robe pockets, several of them, sticking them to the floor at the foot of the bed. Emma refrains from asking how.

EMMA

So this -- mystical surgery -- it's not going to hurt her any --

DR. STRANGE

Think of it as psycho-therapy from the inside -- not unlike dream analysis, just more literal. The subconscious mind processes thoughts by associating abstractions with images, sounds --

Squeezing the plum, Strange stirs the juice into melting candle-wax, making a glowing deep-red paste. Using his hand, he wipes the paste on the floor and draws a circle, connecting the candles together.

DR. STRANGE (CONT'D)

Patterns of brainwaves really. I might be able to pick up on those patterns, see what Amanda's subconscious mind sees -- see how she interprets that black substance feeding her tumor. Maybe even remove it --

Strange sits lotus-style in the circle, relaxing himself.

EMMA

What -- what am I supposed to do?

DR. STRANGE

Sit tight. Watch. If anything looks like it's going wrong, try and shake
(MORE)

(CONTINUED)

CONTINUED: (4)

DR. STRANGE (cont'd)
me out of it, pull the light off my
head. And don't open the front door.

EMMA
Light? What -- Shake you out of what?

Strange's eyes roll up white in his head as he begins to
chant, deep, a multi-tonal chant.

EMMA (CONT'D)
Wait! -- oh god --

Too late. Strange is already in a deep trance.

EMMA (CONT'D)
I'm still not convinced somebody
didn't just slip me something --

Strange effortlessly begins to float up off the floor,
silencing Emma. She watches, her mouth hanging open, as
Strange hovers five feet off the floor, facing Amanda.

Strange's amulet splits open, revealing the golden eye
within, but without the blinding light. The eye has the
same texture as a human eye, only larger.

The eye rises up out of the amulet and embeds itself in
Strange's forehead. Trails of smoke from the candles
drift, collecting in one trail in front of the eye.

The single smoke trail then floats to Amanda's face. She
inhales it through her nose. Emma is ready to interfere,
but thinks twice about it and sits in a chair by the bed.
She watches, not happy, disturbed.

INT. AMANDA'S SUBCONSCIOUS - DAY

Everything is too bright to make out details, like the
surface of the sun. Smoke materializes into Strange,
nearly indistinguishable from everything else. He shields
his eyes from the brightness, blinking, eyes adjusting.

Suddenly bright white arms and hands reach out and grab
his face, feeling him. Strange lurches backwards,
frightened, only to be grabbed by other hands -- at every
turn, hands are reaching out, feeling him. Everyone
mutters and moans quietly in Spanish, whispers --

Strange hears a voice louder than the others --

SALESMAN (OS)
(speaking only Spanish)
-- for sale, sunglasses, get your
sunglasses, sunglasses for sale --

(CONTINUED)

CONTINUED:

Strange stumbles through the hissing air towards the voice, eventually able to make out the shape of man standing behind a table with an umbrella. A SALESMAN has a rack of dark sunglasses. The Salesman is just a blur.

DR. STRANGE

Excuse me --

SALESMAN

Who's there? Who is that? You interested in a pair of sunglasses? Go ahead, try on a pair, see if you like.

Strange takes a pair of sunglasses, puts them on -- the difference is huge. Through the glasses Strange can make out much more detail -- Strange is surrounded by transparent BLIND-PEOPLE, none wearing sunglasses.

All of the people share the exact same characteristics as the Salesman. Their bodies are transparent and their organs are translucent, with very little color. Even the blood flowing through their veins is bright orange. Where their eyes and mouths should be, they have only white gaping holes. They walk aimlessly, bumping into one another, feeling each other like ants before moving on.

The bright white structures around them are buildings -- a city. And abandoned bright white cars sit dead everywhere. At the center of it all, is a giant palace which stretches above and beyond the highest buildings.

SALESMAN (CONT'D)

What do you think? Make a purchase?

DR. STRANGE

How much?

SALESMAN

A thousand hundred million dollars and twenty-three cents -- who are you?

The Salesman reaches out to touch Strange's face -- Strange leans back, avoiding him.

DR. STRANGE

How come you're not wearing glasses?

SALESMAN

Not allowed to. Nobody's allowed -- you going to buy a pair or what?

Strange reaches into his pocket --

INT. STRANGE'S BEDROOM - NIGHT

Strange reaches into his pocket and pulls out a few bills and coins, dropping them on the floor. Emma watches, shakes her head, more worried than ever.

INT. AMANDA'S SUBCONSCIOUS - NIGHT

The Salesman collects the money Strange hands him.

DR. STRANGE

I'm looking for a girl named Amanda --

SALESMAN

Oh you mean the princess -- she's at the top of the elevator --

Strange hears an elevator-ding and starts through the feeling crowd towards it. The doors open for him --

INT. AMANDA'S ELEVATOR - DAY

Bad Muzak plays as Strange rides upwards in the elevator. Obscurely numbered Floors pass by, dinging as they go.

INT. STRANGE'S BEDROOM - NIGHT

Emma sits quiet, still disturbed. She sees the doctor-bag she gave Strange as a gift. A rolled up scroll pokes out of it. Curious, Emma peeks at what else is in there and finds the elaborate KNIFE used by the Ancient One --

INT. AMANDA'S ELEVATOR - DAY

The elevator finally dings, and the doors open --

INT. AMANDA'S PALACE - DAY

Strange steps out of the elevator into a huge bright white palace, luxuriant in every way, with flowing bright white glass waterfalls, and giant golden glass-icicles hanging everywhere. Out on the balcony, Strange sees Amanda, and walks slowly towards her. Carved in the glassy walls and spiral ceiling are bizarre symbols --

DR. STRANGE

Amanda?

Amanda turns -- her face is covered. As Strange approaches her, he can see a page with ancient-symbols on it nailed to Amanda's forehead. With his shaky-hand, Strange reaches out, and lifts the page --

(CONTINUED)

CONTINUED:

Amanda's eyes are normal, pretty. She looks at Strange.

AMANDA

(in Spanish)

You're not supposed to be wearing sunglasses. You could get your eyes put out for that.

DR. STRANGE

Amanda, do you know who I am?

Amanda reaches up and feels Strange's face, recognizing him that way. She smiles.

AMANDA

(in English)

I know who you are. You're Strange.

DR. STRANGE

I wanted to see your palace.

AMANDA

This isn't it for real. It's just a stimulation. This is where I go when I sleep. Where do you go?

Strange's attention has turned to the symbols on the page, he studies them, concerned.

DR. STRANGE

You always come here?

AMANDA

He says this is how it's going to be after the clisp. He says one has to suffer in order to be rewarded. He says the whole world will be a better place when it's like this because people will have to trust each other.

DR. STRANGE

Did he nail this paper to you?

AMANDA

He says people will only be able to recognize each other by reaching out and feeling. He says it's the only way people will be touched. Moved. He says it's the only way they'll really see.

DR. STRANGE

Can I take this off?

(CONTINUED)

CONTINUED: (2)

Amanda is quiet, sees Mordo's shadow walk up behind Strange. The shadow nods yes to Amanda.

AMANDA

He says yes.

DR. STRANGE

He's here?

AMANDA

He's right behind you.

Strange looks at Amanda, and then turns -- the shadow is gone, nowhere to be seen. Strange looks back at Amanda, who is smiling, devious.

AMANDA (CONT'D)

He dares you to take it off.

INT. CAB - NIGHT

Mordo stops his chant, and whispers, grinning --

BARON MORDO

Go on, take it off, take it off --

INT. AMANDA'S PALACE - DAY

Strange tugs on the page, tearing it slightly. Then, with a jerk, he rips it clear of Amanda's head, leaving only the nail -- the sound of the page tearing echoes everywhere loudly, as darkness rips through the brightness around them on all sides -- collapsing --

Strange looks down at the page, seeing that the shadows are coming directly off the page, directly from the symbols -- his sunglasses transform, tightening around Strange's eyes like a rubber belt, blindfolding him.

INT. STRANGE'S ATTIC - NIGHT

Strange gasps and clutches his hands to his face --

EMMA

Oh Jesus --

(shaking Strange)

Strange?

INT. AMANDA'S PALACE - NIGHT

Strange manages to rip the glasses off his face, only to see thick shadow-syrup, which floods into the palace from all sides -- Amanda screams, and runs from Strange, deep into the black-flood --

DR. STRANGE

Amanda!

Strange notices that his own image has been changed -- he wears his surgery-smock and mask, both splattered with blood -- a bloody scalpel in his hand --

INT. STRANGE'S ATTIC - NIGHT

Amanda screams for real, screams in her sleep. Emma tries to quiet her unsuccessfully, then shakes Strange harder --

EMMA

Strange!!

INT. AMANDA'S PALACE - NIGHT

Strange chases Amanda deeper, waist-high into the flood. Hundreds of shadow-covered arms, black, sticky, reach up out of the syrup, grabbing at Strange, at his face, trying to feel him. As the shadow-covered faces appear, dripping, they all moan-gurgle "Help me" in Spanish --

Amanda is submerged as the room continues to flood, faster and faster from all sides -- more and more arms grab Strange, pulling him under -- Strange's own cry for help is stifled by a gurgle as he's submerged --

INT. STRANGE'S ATTIC - NIGHT

Emma continues to shout Strange's name, shaking him, as he seems to choke on his own tongue. She wraps her fingers around the sides of the amulet embedded in Strange's forehead, trying to pull it out -- she can't.

On the bed, Amanda suddenly gags violently, getting Emma's attention -- she stops frozen, not removing her fingers from the amulet, but watches Amanda --

The thick black shadow-syrup begins to ooze out of Amanda nose and mouth -- forming into fingers, an arm, pulling, stretching itself from the girl's face -- Mordo's shadow, only solid. In a panic, Emma pulls hard on the amulet --

(CONTINUED)

CONTINUED:

EMMA

Strange!! Wake up! Oh my god -- oh my god -- You have to wake up! Please!

Two arms have successfully stretched out of Amanda's face, as more of the solid-shadow pulls itself free. It clutches at the bed-frame, using it to help pull itself free, lifting Amanda off the bed in the effort --

Emma pokes at the amulet-eyeball, trying to agitate it --

EMMA (CONT'D)

Come on, turn on the light at least, turn on the light -- damnit! Where's the stupid button for the light!

With a last powerful tug, the whole rest of the man-sized solid-shadow pulls itself free of Amanda, who coughs for air once it's out -- Emma slaps Strange --

EMMA (CONT'D)

Wake! Up! Wake Up!

She notices one of the many robe-pockets Strange hands, and digs her hands in one, pulling out a handful of dust. She throws it Amanda face, causing her to sneeze --

The sneeze is as powerful as the one Strange let fly in the children's ward -- it causes a powerful blast of wind to rock the foundation of the house, blasting all of Strange's furniture, including the bed to the opposite side of the room --

Mordo's shadow is also sent crashing to the opposite side of the room, as the sneeze's backdraft, slams Emma, Amanda, and Strange against the opposite wall --

Strange gasps, awake as the amulet-eye finally closes, dropping back down to where it hangs on his neck --

EMMA

Get up! It's in here! It's --

From behind the toppled furniture, a liquid-voice --

MORDO-SHADOW (OS)

I've planned this for far too long, doctor --

INT. CAB - NIGHT

Mordo whispers, his "dream"-voice pre-echoes out of him a fraction of a second before each whisper --

(CONTINUED)

CONTINUED:

BARON MORDO

I was prepared to stop even the mage,
the Sorcerer Supreme --

INT. STRANGE'S BEDROOM - NIGHT

A dresser topples over, as Mordo's shadow reveals itself.

MORDO-SHADOW

Do you honestly think I'm not prepared
for a novice like yourself?

DR. STRANGE

(to Emma)

Go -- go --

Emma takes Amanda and rushes out the bedroom door as Strange shines the blinding amulet-light on the shadow -- the light and heat starts to melt the shadow like rubber, but not nearly fast enough --

MORDO-SHADOW (CONT'D)

How unfortunate. It just doesn't have
the same effect it used to -- perhaps
it's time to change the batteries --

Strange hurries out the door --

INT. STAIRWAY - NIGHT

Carrying Amanda, Emma rushes down the stairs and across walls, careless of where gravity is -- just runs. Strange catches her, leading the way -- he stops occasionally to fire a blast of light at the following shadow, slowing it, but not stopping it --

EMMA

What's wrong -- why can't you stop it?

DR. STRANGE

The more I use, the more I exhaust
what I can use -- I'm draining out --

At the bottom of another set of stairs, Emma, Amanda and Strange back themselves against the front door as the shadow approaches, arms out --

DR. STRANGE (CONT'D)

I thought I told you not to open any
doors or windows -- what'd you do?

(CONTINUED)

CONTINUED:

EMMA

Me? I didn't do anything -- it came out of Amanda -- she coughed it up

DR. STRANGE

What?!

Just as the shadow moves in for the kill, Strange drops to his knees, shining his blinding light directly in Amanda's eyes -- she screams as the shadow grabs Strange.

INT. CAB - NIGHT

Mordo roars, clutching his eyes, as flames shoot out through the gaps in his fingers --

INT. STRANGE'S FOYER - NIGHT

Amanda screams horribly, the worst child's scream ever. The shadow begins to crystallize, but rips at Strange's chest with the last of it's strength --

EMMA

Stop it! Stop! You're hurting her!

The shadow, trying to hold itself together, drops to it's knees -- Strange still shines his light in Amanda's face.

EMMA (CONT'D)

I said stop!

Emma shoves Strange, who easily falls to the floor, clutching his gut -- the amulet-light finally off. Emma immediately checks Amanda's face, blistered red.

MORDO-SHADOW

(as if dying)

Amaaaannndaaa --

Amanda turns, able to see the shadow. It reaches for her.

MORDO-SHADOW (CONT'D)

It's just like I said -- they don't want you to believe in me -- help me --

Amanda is instinctively drawn to the shadow, Emma holds her back.

INT. CAB - NIGHT

The cab pulls up Bleecker street towards Strange's house, still the only one with a streetlamp. Mordo scoops his scabbed eyes from his sockets, cleaning them free --

(CONTINUED)

CONTINUED:

BARON MORDO

Amanda -- Amanda, you can help me --

INT. STRANGE'S FOYER - NIGHT

MORDO-SHADOW

You can help the both of us --

The shadow finally seems to die, dissipating in clumps. Strange grunts in pain, still on the floor. Amanda slowly walks to where the shadow had been --

Emma moves to Strange's side, turning him over. Strange's robe is soaked in blood. He coughs, fighting the pain -- but manages to shine his amulet on his own wound. Emma slaps the amulet away from him --

EMMA

Will you stop it with that thing!

DR. STRANGE

-- shadow grazed the wall of my heart,
my left ventricle is ballooning --

EMMA

We have to get you to the hospital --

DR. STRANGE

We don't have time -- have to perform
surgery ourselves --

Amanda wipes her fingers in some of the ash leftovers from the shadow --

EMMA

Amanda -- get away from that --

DR. STRANGE

(grasping Emma's hand)
We'll need something to make an
incision with -- in my medicine
cabinet, should be a scalpel --

EMMA

Are you insane?!

DR. STRANGE

Do it, Emma. Now --

Strange's eye-lids flutter, on the brink of passing out. Flustered, Emma hurries off.

INT. CAB - NIGHT

BARON MORDO

Amanda -- the door -- find the door --

INT. FOYER - NIGHT

Amanda turns, looking towards Strange's front door, right over Strange, who is gushing blood from his chest.

INT. CAB - NIGHT

BARON MORDO

Peek-a-boo . . . see me here?

INT. STRANGE'S FOYER - NIGHT

Amanda, very slowly, walks towards the front door, having to step over Strange to do so. As she reaches for the doorknob, finding the key in the lock, Strange grabs her by the ankle -- she screams --

INT. CAB - NIGHT

BARON MORDO

Run! Now! Run!

INT. STRANGE'S FOYER - NIGHT

Amanda opens the door, kicking her leg, pulling to get free of Strange's mangled hand. Strange grunts in pain, losing the fight -- and Amanda gets free --

DR. STRANGE

No --

Amanda rushes out the front door towards the cab, which waits with the door open, Mordo's arms outstretched.

Emma returns with an armful of medical supplies, anything she could grab, bandages, rubbing alcohol, a scalpel -- she sees the open door, Strange dragging himself across the floor through his own blood --

EMMA

Amanda!

Emma drops everything, and runs out the door --

EXT. STRANGE'S HOUSE - NIGHT

Mordo catches Amanda and slams the door shut just as Emma reaches the cab. The Cabbie steps on the gas, squealing the tires as it speeds away -- Emma tries to chase --

EMMA

Amanda! No --

DR. STRANGE

Emma --

Emma stops, looking back towards Strange's house, where Strange lies in his doorway, dying.

DR. STRANGE (CONT'D)

Emma, please --

Emma sprints back into Strange's house.

INT. STRANGE'S FOYER - NIGHT

Emma drags Strange back inside, shutting the door behind.

EMMA

Strange, this is crazy -- we have to call someone -- I don't even know where to begin --

DR. STRANGE

Don't need to. My hands have been ruined, but my mind --

(gasping)

-- still knows how to perform the procedure -- going to operate on myself -- through your body.

Astral projection -- guide your hands--

Strange's body goes completely limp, as his ASTRAL FORM, slips out of its physical "shell". Emma thinks he's died--

EMMA

(loud, shaking him)

Strange! Don't do this --

Strange's astral form rushes at Emma, sinking into her. His transparent body is superimposed over Emma's flesh and blood form like a kind of double exposure. Emma gasps, heavy, and sways, dizzy, very affected.

ASTRAL-STRANGE

(disembodied)

Emma -- can you hear me?

(CONTINUED)

CONTINUED:

EMMA

Yes --

Emma lifts up her hand, marveling at the double-exposure, not that she can see two hands, but sees one hand through two sets of eyes, through two minds, two perspectives --

ASTRAL-STRANGE

Try and relax. Let me assume control.
We have to move quickly. I'm too weak
to inhabit your body for long --

Strange/Emma reaches for the scalpel, and presses it into Strange's chest --

EMMA

(horrificed)

What about anesthesia?

ASTRAL-STRANGE

It's a luxury I can't afford.

Strange/Emma cuts into the chest cavity, probing with his fingers. He grabs the scissors, cutting more. He grabs the tweezers, slipping them into the opening --

Emma's eyes flutter, as flashes of light distract her -- she seeing something else, she's seeing --

INT. HOSPITAL - NIGHT

A WOMAN has been withered away to skin and bones by cancer. She lies in a hospital bed, wearing a bandana to cover her head, bald from chemo -- flashes --

WOMAN'S VOICE (VO)

-- breaking the one rule -- one rule --

Dr. Strange, neurosurgeon, enters the woman's room, staring at her. He has no grey streaks in his hair, a much younger man. He walks up to the woman's bed. She opens her eyes, looks at him, smiles -- her smile shows how beautiful she is, even this sick -- flashes --

DR. STRANGE (VO)

-- falling in love with you, though --

The operating table, Strange is operating on the woman -- all indications from the frantic SURGERY-TEAM indicate that everything is going wrong -- Strange maintains --

(CONTINUED)

CONTINUED:

WOMAN'S VOICE (VO)

-- doctors aren't allowed to fall in
love with their patients --

The Surgery team is giving up, the woman is dead --
Strange does not stop, keeps operating -- other doctors
try to take him away, he fights, screaming for them to
get off him -- to be left alone --

DR. STRANGE (VO)

-- can't help it -- it's too late --

Flashes --

INT. STRANGE'S FOYER - NIGHT

Emma focuses on Strange's open chest, bleeding
everywhere, with the tweezers still stuck inside -- she
focuses on her own arms, which perform this surgery --

EMMA

(growing pale)

Oh God, I think I'm going to be sick --

Emma turns her head away, starting to dry-heave. Astral-
Strange slips out of Emma, losing control of her --

ASTRAL-STRANGE

You have to help me, Emma. I need to
see through your eyes --

Emma breathes deep -- a howl from inside the house gets
her attention, she looks down the hall, terrified --

ASTRAL-STRANGE (CONT'D)

Forget about it -- you won't see it
coming anyway -- look at me --

Emma gulps, forcing herself to look back at Strange.

ASTRAL-STRANGE (CONT'D)

Are you with me?

Emma nods. Strange regains control, resuming the surgery.

ASTRAL-STRANGE (CONT'D)

Just a few more minutes . . .

Strange/Emma tugs, slowly withdrawing the tweezers. A
black "shard", a solid-shadow, is caught between the
pincers, still squirming about --

(CONTINUED)

CONTINUED:

Strange/Emma grabs the amulet, opening it to blast the shadow with its light, reducing it to cinders.

Strange/Emma drops the tweezers and grabs a syringe. He/she pulls the hypodermic needle out of the syringe.

ASTRAL-STRANGE

Almost finished, just have to suture
it shut --

With a quick gesture of Emma's hand, the stitching in the hem of Strange's robe begins to unravel on its own. The thread snakes up into the air, lashing itself around the blunt end of the needle. The howls are getting louder.

Strange/Emma lowers the needle into the wound and begins to suture it, until the wound is finally closed.

ASTRAL-STRANGE

There --

Strange releases his control of Emma's body. As his astral-form flows back into his own body, Emma shakes her head to clear it. A creepy doorbell chimes, getting her attention. She stands, peeks out the door-window -- a POLICEMAN stands outside. He bangs on the door.

EMMA

The police --

Emma is about to open the door, but is stopped by Strange, but who wakes, gasping in severe pain --

DR. STRANGE

No -- no -- don't -- they can't know,
they can't help -- still have to
cauterize the wound --

(gesturing)

The amulet --

Emma helps Strange hold the amulet. It bathes Strange's chest in its light, cauterizing the wound. His body arches violently and he grits his teeth, excruciating --

DR. STRANGE

(through his teeth)

Talk to me -- talk -- talk --

EMMA

What?

DR. STRANGE

Help -- help me, talk, say something.

(CONTINUED)

CONTINUED: (2)

EMMA

What -- what is this amulet anyway?

DR. STRANGE

(gasping, grunting, biting)

It's called the eye of Agamotto.
It'll show me things like an X-Ray.
It'll show me things that would take a
psychiatrist three or four careers to
understand --

EMMA

Which I'm going to need if I survive.

DR. STRANGE

(ignoring her, more pain)

It'll show me the immediate past. And
it'll track any kind of sorcery --
magic leaves energy emissions. And
it'll light up like the surface of the
sun if I really need it to.

EMMA

Is that eye in it -- real? I was
poking at it and it felt sticky --

DR. STRANGE

(face red from the strain)

You were poking the eye of Agamotto?
You don't poke the eye of Agamotto --

The light finally closes. Strange weakly wipes his hand
over his sweat-drenched brow, still gasping in pain.

DR. STRANGE (CONT'D)

Done. Thank you --

More banging on the door, louder --

Emma reaches to open it, but is stopped again by Strange.

EMMA

What are you doing -- they can help!

DR. STRANGE

You're not going to find her like that
-- he'll disappear in every shadow --

EMMA

We can't just let her go --

EXT. STRANGE'S FRONT PORCH - NIGHT

POLICEMEN stand on Strange's front porch, avoiding the puddle of blood around the door --

POLICEMAN

All right, that's enough, shoot it in.

One officer pulls his gun fires it into the lock -- the bullet lodges into the lock like a rock in mud --

INT. STRANGE'S FOYER - NIGHT

Strange and Emma, both stop, hearing the gun-shot.

DR. STRANGE

No. We can't. And we won't -- but I can't go out there after her in this condition, I shouldn't even be using any sorcery at all -- we don't even know which direction he took her.

EMMA

How do you know?

DR. STRANGE

(leveling)

He won't hurt her tonight. That gives us some time, but we can't waste it arguing -- now help me with this so I can deal with the police -- please.

Strange lifts his robe with difficulty, attempting to pull it off up over his head -- Emma helps him -- halfway off, Strange pulls the inside-out robe back down over him -- Emma gasps at what she sees --

EMMA

Oh my . . .

Dr. Strange, neurosurgeon, stands in front of her. He looks the same as when Emma first met him -- the robe has changed its shape into a starched button-down shirt, tie, and slacks. Strange's hair is cut short -- only a goatee remains. He looks healed and energetic. Intense.

Strange is ready to open the door, Emma stops him.

EMMA (CONT'D)

The -- the amulet --

(CONTINUED)

CONTINUED:

Strange takes the amulet from his neck, and mashes it in between his hands, changing its shape -- the amulet reforms into a pair of spectacles with round lenses.

EXT. STRANGE'S PORCH - NIGHT

The Policemen stare baffled at the bullet lodged in the door, their faces inches from it --

The door suddenly opens, surprising them -- they jump back, raising their weapons --

DR. STRANGE
(calm, nothing wrong)
May I help you?

The confused Policemen assess the situation and lower their guns slightly.

POLICEMAN
You Dr. Strange?

DR. STRANGE
Yes . . .

The police look at each other, terribly confused.

POLICEMAN
Didn't you hear us ringing -- banging
on the door -- ?

DR. STRANGE
No.

The police are now irritably confused.

POLICEMAN
Well tell me this -- you know you've
got a car wrapped around the archway
in Washington Square Park?

DR. STRANGE
That's absurd.

POLICEMAN
Well then you want to explain what all
this blood's about?

DR. STRANGE
What blood?

The Policemen look down -- the porch is clean and dry.

INT. STRANGE'S KITCHEN - NIGHT

Emma stands at a kitchen sink, listening to Strange continue speaking with the police. She hears only muffled voices. The irritation in the men's tones turns to reconciliation -- to friendship -- to laughter. She hears Strange thank the police, and the door shuts.

Emma tries not to cry, the tears come anyway. Strange comes around the corner -- still looking sharp.

DR. STRANGE

Thank you. Are you okay?

Emma wipes her eyes, tries not to look at Strange.

EMMA

I have a headache.

Strange opens a cabinet and takes something out of a bottle. He takes Emma's face in his hands, looks in her eyes, massages her temples gently.

EMMA (CONT'D)

Is this some kind of magic that's supposed to make me feel better?

DR. STRANGE

Something like that.

Strange opens his hand, revealing aspirin. Emma smiles and takes the aspirin as Strange pours her some water.

DR. STRANGE (CONT'D)

I'll be in the attic -- you're welcome to join me.

Strange turns, hesitates, and then leaves. Emma breathes, still trying to catch her breath. She takes the aspirin.

INT. CAB - NIGHT

Mordo's cab drives north on 5th Avenue. The gagged Cabbie still drives --

BARON MORDO

Just like in your dreams -- he put my eyes out. I told you it wasn't beneath him. I told you he's shameless.

INT. MORDO'S CHURCH - NIGHT

The converts begin to gather around the small pool-sized hole they dug, chanting slowly at first, building. As they sweat, sticky black droplets collect on their skin.

INT. CAB - NIGHT

Cabbie's eyes still on the mirror -- the two voices --

BARON MORDO

Driver, pull over. I want to see --

EXT. STREET - NIGHT

The cab pulls over and Mordo gets out, feeling his way to the passenger front door. He climbs back in --

INT. CAB - NIGHT

Mordo shuts the door and turns his face to the frightened Cabbie, reaching up and feeling it with his hands.

BARON MORDO

Easy . . . mind yourself. I'm no
doctor --

In the back, Amanda listens, uncomfortable, hearing the Driver's muffled screaming, and wet squishing sounds.

AMANDA

What's happening?

Mordo opens the Driver door and gives the Cabbie a shove. The Cabbie's body slides out, motionless.

AMANDA (CONT'D)

What are you doing?

Mordo shuts the door and then re-adjusts the rear-view mirror so that he can see Amanda -- Mordo has a bloody face and a new set of eyeballs, the Cabbie's.

INT. STRANGE'S ATTIC - NIGHT

Keeping the neurosurgeon appearance, Strange digs through some boxes, pulling out an old dusty GLOBE. He wipes some dust off it, then goes to his doctor's bag, Emma's gift, and takes a scroll out of it.

(CONTINUED)

CONTINUED:

As he chants the scroll, it dissolves -- the fiery pieces of it collecting onto the globe, changing it's surface -- The globe becomes wondrously detailed, hovering in mid-air above its stand. Complex cloud systems circle the miniature world, complete with tiny sparks of lightning.

Emma enters, watching -- she sees the open doctor-bag.

EMMA

And I suppose that's the globe of Agamotto?

DR. STRANGE

You're good. You'll be pulling rabbits out of hats by sunrise.

EMMA

That ought to be helpful. Can I ask you a funny question?

DR. STRANGE

I know you can. The question is, can you resist?

EMMA

What's this for?

Strange finally gives Emma his attention. She holds up the doctor-bag -- her other hand holds up the hilt of the diamond KNIFE inside. Strange turns back to his globe.

DR. STRANGE

The Met. They have an armor and weapons collection. I'm going to donate it.

EMMA

So it's not the knife of Agamotto?

DR. STRANGE

He wasn't into cutlery.

EMMA

I thought maybe it was something to use on that Mordo thing.

DR. STRANGE

I wish it was. But you can't stab Mordo, you can't shoot him, you can't use any conventional means on him.

Emma returns the knife to the bag and sets it down.

(CONTINUED)

CONTINUED: (2)

Looking through his amulet-eye, Strange stares down into the globe -- details which had previously been blurred by the "god-like" perspective begin to resolve themselves in focus -- rolling hills and mist-shrouded lakes -- the Great Lakes, leading towards the East Coast, New York, Manhattan Island, closer --

EMMA

When you, god, how do I say this
without sounding pornographic -- when
you, when we did your surgery --

Strange looks up at Emma who still stares out the window.

EMMA (CONT'D)

It was quite an experience --
(nervous laugh)
I -- I saw a woman. You were in love
with her -- I -- I feel sorry for you.

DR. STRANGE

She was my fiancée --

Strange turns back to the globe.

DR. STRANGE (CONT'D)

I was so confident I could save her
that I promised her that we'd get
married after the operation . . . I
guess fate had other ideas in mind.

EMMA

You really believe in fate, don't you?

DR. STRANGE

Fate plays a huge poker-game with all
of us. Sometimes at the cheap tables.

EMMA

I don't know if I can accept that.

DR. STRANGE

That's just because you're the wild
card: You'll be played soon enough.

EMMA

You're saying that all of this was
meant to happen --

DR. STRANGE

It certainly seems that way.

(CONTINUED)

CONTINUED: (3)

EMMA

Then what's the point of struggling against it? If it's meant to be, it's meant to be.

DR. STRANGE

Believe me, Emma --

(darkly)

I asked myself that every day as an experienced surgeon. Now -- I have no experience as a sorcerer -- training, sure, but experience? I don't think the word sorcery had even been a part of my vocabulary until tonight --

(beat)

I'm asking myself more than ever what the point is to fight against fate.

EMMA

Does that mean you're ready to give me Amanda's odds -- are we talking death?

DR. STRANGE

Come here.

Emma joins Strange at the globe. Gently, he holds the eye to her face, allowing her to see through it --

DR. STRANGE (CONT'D)

Look. The emissions sorcery leaves can be picked up on this. Wherever he goes, this'll pinpoint him --

Emma looks -- she can see a taxi-cab driving up Broadway. It leaves a pitch-black trail of the shadow inside. Strange's giant finger follows it, pointing it out.

DR. STRANGE (CONT'D)

There he is -- and over here --

Strange spins the globe slightly, showing Emma the abandoned church -- Mordo's church, giving off the same pitch-black aura. It lies north-east of Central Park.

DR. STRANGE (CONT'D)

There isn't another magical emission in the entire city. That's where he's taking her.

Strange returns the amulet-specs to his neck, grabs the globe under one arm, grabs his bag in the other, and starts out. As he goes, he alters the shape of the doctor-bag into a kind of FANNY-PACK, which he straps on.

(CONTINUED)

CONTINUED: (4)

EMMA

What are you going to do?

DR. STRANGE

I'm going to go get her. You can ask me her odds when we get back.

INT. STAIRWAY - NIGHT

Strange rushes down the stairs, Emma right behind.

EMMA

Are you zapping yourself to her the way you got us out of the hospital?

DR. STRANGE

I don't think it's a good idea -- I'd risk re-opening the wound in my heart. I'll have to start with a cab --

EMMA

Then I'm coming with you.

DR. STRANGE

Emma -- no offense, but I'm about as ready to let you come with as I would be to let you assist in brain surgery.

EMMA

And why not? I assisted on your heart surgery. And I did a pretty goddam good job if you ask me, doc.

DR. STRANGE

Good point -- but good luck.

EXT. STRANGE'S PORCH - NIGHT

Strange and Emma bolt out of his front door, hailing the first taxi they see.

EMMA

Look, you said yourself I'm the wild-card, so you'd better toss egg on my head or squirt lemon in my ear or do whatever it is you do to force people into a coma, because I'm coming.

A taxi pulls over.

DR. STRANGE

Fine.

(CONTINUED)

CONTINUED:

Emma gets in first. Strange follows.

INT. TAXI - NIGHT

Strange spins the globe with one hand, getting it going faster and faster.

DR. STRANGE

Broadway, uptown, fast -- we're not going to catch him in a taxi anyway.

EMMA

Why can't it just zap there --

DR. STRANGE

He's probably as exhausted as I am. I can only hope. And I think I hurt him.

EMMA

Him -- you said it again --

DR. STRANGE

What are you talking about?

EMMA

You keep talking about that shadow thing as if you know him -- do you?

As Strange speaks, he keep spinning the globe, which shrinks more and more. Emma watches, listens, transfixed.

DR. STRANGE

Not exactly. His name is Karl Mordo, he used to be a landowner in Europe -- a baron. I don't know if you're up on your feudal systems, but that's going back a while -- a long while. He was a student of sorcery, the occult, the mystic-arts some call it, and prepared his whole life to take on the role of Earth's guardian -- to be the protector I mentioned. Only, the sorcerer who was training him to take over realized what a mistake that would be, and refused. After literally a few hundred years of training, Mordo got dumped. So he looked to another source of power. To absence. Absence of energy, absence of matter, absence of life. If the light wouldn't accept him, then surely the darkness would.

(CONTINUED)

CONTINUED:

EMMA

What does that have to do with Amanda?

DR. STRANGE

She'll be primed for the eclipse, just like that last boy. Mordo's sorcery works on darkness. Eclipses are considered to have mystical properties, they always have.

(beat)

Listen -- like everything else, sorcery can be written down in a book. When I went in Amanda's head, I found a page, presumably from the book Mordo's sorcery comes from. If I could get that book, I can get him out of her permanently. But for now, just keeping her away from him until that eclipse will be good enough --

EMMA

That eclipse is tomorrow night. How are you going to that by tomorrow night -- He's going to sacrifice her, like he did with my sister, he's going to finish what he started --

DR. STRANGE

He's going to try --

Strange's globe has shrunk down to the size of a marble. He takes a ring off his finger, and plucks out its stone. The shrunken globe fits perfectly in the socket, spinning slowly to a stop, and hovering ready.

EMMA

What is that -- why'd you do that?

DR. STRANGE

It'll shift my gravity in other directions, allow me to trick my own body into thinking the earth's gravity is somewhere it isn't--

(to driver)

Driver -- don't stop --

Strange opens the taxi-door, the DRIVER curses at him in a foreign-language, stopping the car just as Strange shifts the globe 90-degrees in its socket --

DR. STRANGE (CONT'D)

I said don't --

(CONTINUED)

CONTINUED: (2)

Only Strange is slammed up into the divider-glass, as the taxi stops, but not abruptly -- Strange puts his feet on the open door, and eases out backwards, cautiously --

EMMA

Where are you going --

DR. STRANGE

If I'm going to catch up to her, I'm going to need to a way to do that --

EMMA

Which means what, fly?

DR. STRANGE

Actually, I was thinking -- fall.

Strange leaps out of the taxi, using his feet to push himself off the door, and then -- he falls --

EXT. BROADWAY - NIGHT

Feet-first, Strange falls uptown, his body parallel to the street, only three-feet above it -- his head points south, his feet north. He uses the street like a wall, guiding his hands down it, but not pulled to it.

Strange guides his fall to the next car, landing on its rear-bumper, standing like that, his gravity completely shifted 90-degrees. He catches a ride, and then jumps off the side of the bumper, falling past the car to the next car ahead in the road -- catching a ride on its bumper.

Ahead of the taxi, traffic is slowing, jamming behind the multitude of stop-lights. There's plenty of cars and trucks for Strange to land on as he falls --

INT. TAXI - NIGHT

Both Emma and the Driver are silenced watching Strange --

EMMA

Go! Go! Follow him! Go!

The Driver hollers at Emma in another language. She slams the door shut.

EMMA (CONT'D)

I don't give a damn! Just go!

The Driver punches the gas, trying to catch Strange --

EXT. BROADWAY - NIGHT

Strange adjusts the position of the globe in his ring in order to adjust his own gravity -- aiming himself towards his targets and shifting his gravity as necessary to land. Each landing is harder than the last, and his feet and knees take a brutal pounding, but he continues to leap from car to car this way -- headed for Times Square.

He occasionally fall through red-lights, landing on cross-traffic, forced to jump quickly to stay on Broadway --

And he occasionally leaves the street for street-lamps, mailboxes, parked cars, anything to make landing easier.

INT. TAXI - NIGHT

Emma is having a hell of a time convincing her Driver to go fast enough. He runs a few red lights of his own --

Emma sees Times Square ahead -- it looks unusually crowded. Emma looks up, seeing a clock --

EMMA

(to herself)

My god, it's not even midnight --

INT. MORDO'S CHURCH - NIGHT

Strain is beginning to show on the Converts as they continue to writhe, putting out the same energy as they started with, but not something their bodies can tolerate. They bloody their knuckles and knees, whipping the floor with them in their trance, sticky black blood.

EXT. TIMES SQUARE - NIGHT

Some theatres are just letting out. Typical New York NIGHTLIFE swarm the streets, trying to make up their minds which bars and restaurants they want to hit.

As traffic becomes more ingested, Mordo drives his cab more recklessly, weaving in and out of cars. He slows, squinting at the lights of Times Square --

BARON MORDO

This is what you protected them for, mage? This is the center of the universe? This is the core of Western civilization? This is the shrine to which all travellers make pilgrimage to and worship at? This is the benefit of keeping sorcery away from them??

(MORE)

(CONTINUED)

CONTINUED:

BARON MORDO (cont'd)

(beat)

Then I promise you this, mage, I will make this place, this home of the new and improved Sorcerer Supreme -- I will make it my bedpan.

Mordo's focus is pulled to his rear-view mirror, where he sees a man flying feet-first directly at his trunk, fast.

Outside, Strange hits the trunk, but is falling to fast, and bounces up and over the rear-window -- he stops with his legs dangling over the windshield, driver-side.

EXT. CAB - NIGHT

Strange clings to the damaged "ON/OFF-DUTY"-sign on top of the cab. As he tries to adjust his globe-ring, the sign breaks allowing him to fall, thud, into the back of a truck ahead of the cab. Mordo slams on the brakes.

EXT. BROADWAY - NIGHT

Strange sits up, stuck to the back door of the truck, holding his ribs, grunting -- he looks "up" at the cab, seeing Amanda and Mordo inside --

Strange makes another adjustment on his globe-ring, turning it 180-degrees -- his gravity shifts to match it.

Strange falls head-first -- Mordo dives from the car out to the street -- Strange uses his hands to protect his head as he smashes directly through the cab's windshield, landing in the front seat --

DR. STRANGE

(recovering)

Amanda -- Amanda, listen to me --

Mordo opens the back door and pulls Amanda out, hurrying through Times Square, knocking people aside.

Strange re-adjusts his globe-ring, up-righting himself, his gravity normal. He climbs out of the cab, follows --

EXT. TIMES SQUARE - NIGHT

People step aside as Mordo and Amanda run through Times Square headed towards the park. Strange is catching up -- And not far behind both, is Emma in the taxi --

Mordo stops and turns towards Strange, spotting him. Mordo opens the DarkHold, reading from it -- he sucks darkness to him from natural shadows on all sides --

(CONTINUED)

CONTINUED:

Strange is slowing -- his specs are opening, creating one light, the same as the amulet. He sees winds begin to whip about as shadows are pulled out of the lights -- the winds are collecting around Amanda's face, funnels forming in her eyes --

Strange comes to a complete stop, worried, watching --

BARON MORDO

I won't let you kill the girl, doctor!

DR. STRANGE

Amanda -- you have to fight him --
he's lying to you -- Amanda --

More winds collect, miniature shadow-spirals growing in front of Amanda's face like tiny tornadoes --

BARON MORDO

It's bad enough her family had to be killed -- why are you so persistent to finish what the mage began?

DR. STRANGE

-- he can't bring your mother back to life, Amanda --

The shadow-funnels are growing dangerously larger -- wind whips garbage around the streets -- PASSERBYS are stopping to rubber-neck -- others run in fear --

BARON MORDO

What kind of a man is it who cuts open human heads for a living -- ?

DR. STRANGE

-- he can't bring her back because she's still alive -- Amanda?

BARON MORDO

And still it isn't enough! You hurt the girl emotionally -- shameless!

Mordo turns his arms to Strange, directing the huge shadow-funnels straight at him --

Strange dives out of the way as the winds whip up a garbage-can hurling it down the street, smashing through the Times Square's jumbo-tron -- sparks fly --

As the winds turn towards Strange, he uses his globe-ring to shift his gravity -- Strange falls straight up, flips

(CONTINUED)

CONTINUED: (2)

his feet above his head, and lands on the underside of a stop-light, standing upside-down --

INT. TAXI - NIGHT

Mordo's winds hit the street, sending traffic spinning, cars blown into each other -- including Emma's taxi --

Emma recovers from the jolt, and gets out -- the Driver hollers for his fare -- then sees the winds, and hollers for her to just shut the door --

EXT. TIMES SQUARE - NIGHT

Strange looks around, seeing no place to jump to. Mordo kneels beside Amanda, helping her direct the funnels up towards Strange --

A block down, Strange sees the nose of a giant model concorde-jet -- part of an advertisement. Strange leaps --

The winds hit the street-light, sending it clear down to 42nd street --

Strange tries to control his gravity by shifting it back and forth, falling towards the concorde -- he slams into the nose, clinging to it, his legs dangling out --

The wind-funnels finally find him, ripping the entire concorde off its perch -- Strange shifts his gravity, the plane slides under him as he runs across it -- the wind is too strong, sending the plane smashing nose first, sticking into the side of the building across the street.

Strange can't escape it, and is pinned to a wall, a Calvin Klein underwear ad. The winds focus, smooth, calm, rippling his face -- the funnel comes to a pinpoint on Strange's amulet, peeling it open against its will --

A sudden blast of light from the amulet spreads out onto the entire block beneath Strange, shattering every light bulb simultaneously, within two blocks --

Every person within a half block of Strange has been knocked to the ground, stunned -- including Emma --

Strange drops several feet, catching his arms around the concorde --

He looks down in time to see Mordo and Amanda hurrying off uptown quickly --

Strange uses his globe-ring to shift his gravity, putting his feet down on the side of the wall --

(CONTINUED)

CONTINUED:

Screams below -- Strange looks down, only to see several people sliding south on Broadway and 7th -- all of them saturated in a glow of his amulet's light --

All of their gravity has shifted like Strange's -- Strange watches, no idea what to do, as some victims grab onto cars, walls, anything, to keep from sliding-falling downtown -- Emma slides by beneath, unable to stop --

EMMA

Strrraaaaaaaaaange -- !!

Strange follows to the edge of the building, watching Emma continue to "fall" downtown -- confused, Strange shifts his gravity in order to step around to the wall face east --

Suddenly, every glowing victim turns 90-degrees, falling east -- Strange finally gets it -- he's the cause --

DR. STRANGE

That's not good . . .

Strange quickly shifts his gravity again, returning it to earth -- all the "fallers" hit the cement, as Strange falls 30-feet, shifting his gravity skyward just before he slams into the sidewalk --

Everyone, including Strange, falls slightly towards the sky, six feet, and with one final shift of Strange's globe-ring, all hit the ground together -- thud.

Strange gets to his feet, clothes torn, body skinned up. Emma limps towards him -- Strange can't see Mordo and Amanda anywhere -- he looks at his globe-ring --

EMMA

(windd)

I don't know what that is, but I don't think you should play with it anymore.

DR. STRANGE

They're headed into the park --

They start north, quickly -- Strange stumbles, clutching at his chest. Emma helps him, giving him support.

EXT. 59TH STREET - NIGHT

Mordo pulls Amanda very fast. They reach 59th street and turn east, not slowing --

INT. MORDO'S CHURCH - NIGHT

Mordo's converts are collapsing -- as they do, the black fluid leaks in surges down into the hole, filling it, making a small, thick whirlpool --

EXT. 59TH & LEXINGTON - NIGHT

Out of energy, Strange and Emma come to a stop at the intersection of 59th and Lexington.

DR. STRANGE

Where are they -- they should be here,
they're right here -- they're here --

Both Emma and Strange turn circles, looking desperately for any trace of Amanda or Mordo --

A gentle rumble trembles the street beneath them, and steam shoots up out of a street-vent --

DR. STRANGE & EMMA

Subway --

Emma starts towards the stairs, but Strange stops her --

DR. STRANGE

Too late, they're going, we missed it--
What's the next stop --

EMMA

68th I think -- we'll never make it --

INT. SUBWAY - NIGHT

Mordo pulls Amanda forward through the sub-car --

INT. FRONT-CAR - NIGHT

Mordo breaks open the door to the front car. The CONDUCTOR looks up, shocked --

BARON MORDO

The train is now express --

EXT. LEXINGTON AVENUE - NIGHT

DR. STRANGE

Here -- come here --

Strange puts one foot on the door of a car, positions his hand on his globe-ring --

(CONTINUED)

CONTINUED:

EMMA

I already told you, I don't think so --

DR. STRANGE

Test, test, come on --

Strange shifts his gravity, standing on the car-door, holding onto Emma. She is unaffected --

DR. STRANGE (CONT'D)

Okay -- whatever the hell happened to you back there, it's worn off. Let's hope that's true with those others --
(facing the sky)

Now here, put your feet on mine, climb up, hold onto me --

EMMA

I think I know what you're thinking, and I think I don't like it --

DR. STRANGE

Do you want to go with me or not?

EMMA

Now you want me along?

DR. STRANGE

I need you -- I can't get through to her, she doesn't trust my voice enough. She'll hear you, though, and listen. Any resistance she puts up at all might be enough to break Mordo's concentration, cause him to lose his control over that thing and Amanda. It's the only chance we've got left --

EMMA

This is a bad idea --

Emma takes Strange's hands and climbs up onto him, lying on top him just as if they were in bed, face to face.

EMMA (CONT'D)

So this is how you pick up women --

DR. STRANGE

Hold tight.

Strange shifts his gravity and steps off the car, "falling" feet-first north-bound -- he adjusts so that they miss everything, parallel to the street, 15-feet above it, falling faster and faster -- 62nd, 63rd, 64th --

(CONTINUED)

CONTINUED: (2)

EMMA

How do we stop?

DR. STRANGE

Switch gravity the other way --

70th street, 71st-72nd-73rd -- faster, faster --

DR. STRANGE (CONT'D)

(shouting over the wind)

We're falling at the proper rate of
acceleration as dictated by physics --
that's 32 feet per-second-per-second --
it's reciprocal -- by the time we
reach the 120's we should actually be
going well over 200mph -- so whatever
you do, don't let go --

Emma doesn't, she's too frightened to even speak,
clinging to Strange, as they continue to pick up speed,
flying feet-first over cars, dodging street-lights --

Strange checks his globe-ring --

DR. STRANGE (CONT'D)

We're gaining on them --

INT. SUB STATION - NIGHT

COMMUTERS stand waiting for their train, watching
surprised, when zooms past, not even slowing --

COMMUTER

Hey man. I think that was my train.

INT. SUBWAY FRONT CAR - NIGHT

The Conductor, embarrassed, waves sorry to the commuters.

AMANDA/MORDO'S SHADOW

We'll be getting off on 125th --

The Conductor nods, trying to maintain his sanity.

EXT. LEXINGTON AVENUE - NIGHT

An OLD-WOMAN walking two little dogs hears an unusual
wail coming up the street -- Strange and Emma zip past
above her head, Emma wailing -- the old-woman experiences
the Dopplar-effect, watching them go. Her dogs whimper.

INT. SUBWAY FRONT CAR - NIGHT

The Conductor slows the train as they reach the station on 125th and Lexington.

EXT. LEXINGTON - NIGHT

Too fast -- 115th Street to 125th goes by in a flash --

EMMA

There-there-there-there --

Strange shifts gravity on the globe-ring, and their fall finally begins to slow -- but the shoot right past the steps on 125th leading down into the subway tunnels.

EMMA (CONT'D)

No -- ! Back-back-back-back --

Amanda/Mordo's shadow comes up out of the steps, as Strange and Emma continue north on Lexington -- 126th, 127th -- finally reversing direction by 128th --

By the time Strange gets them back to 125th, and back on the solid ground, safely on their feet -- Amanda/ Mordo's shadow is gone. Strange checks his globe-ring --

DR. STRANGE

Just around the corner -- they're almost there --

They run, hurrying east on 125th --

INT. MORDO'S CHURCH - NIGHT

Mordo pulls Amanda down the stairs into the church basement.

The last of the Converts drop wasted to the floor, The veins and arteries under their pale skin can be seen pulsing, thick, with every heartbeat. Their saliva is thick, gummy, tar -- all of it runs down, collecting in the whirlpool. Mordo hoists Amanda into his arms, and walks down into the pool --

EXT. ABANDONED CHURCH - NIGHT

Strange and Emma reach the church, climb through the fence and rush inside --

INT. BASEMENT - NIGHT

Emma finds the stairs down to the basement --

(CONTINUED)

CONTINUED:

EMMA

Strange -- over here --

They hurry down into the basement, stopping shocked. Mordo stands in the pool, knee-high. Amanda is in his arms. He smiles.

BARON MORDO

If you're going to be sorcerer-supreme, doctor, then you're simply going to have to do better than that.

Mordo laughs, and with a step, sinks into the pool, submerged, gone -- Emma is about to jump in after them, but is held back by Strange -- the entire pool dries up in a matter of moments, leaving only bare, dry dirt.

EMMA

No -- Amanda! Where'd they go -- Where'd they go?!

Emma hops down into the hole, pawing at the dirt --

DR. STRANGE

I'm looking --

Strange's amulet-specs scans the globe-ring, scans Manhattan looking everywhere for any trace of Mordo's magical emissions -- there are none --

EMMA

Where are they?! Strange!

Strange looks over other parts of New York, backing his perspective out -- the state -- the east coast -- the North American continent -- he sees nothing --

Emma jumps up out of the hole and grabs Strange, shaking him -- she is crying --

EMMA

You can't let him hurt her, you have to stop him before -- you don't understand, you don't --

DR. STRANGE

Emma, listen -- listen to me for a second -- there isn't anything I can do until you stop shaking me -- listen!

DR. STRANGE (CONT'D)

I know Amanda's your daughter.

Emma is finally silenced, not calm, but quiet and still.

(CONTINUED)

CONTINUED: (2)

DR. STRANGE (CONT'D)

Okay? You think you're the only one who learned something, who felt something when we did that surgery?

EMMA

(crying)

I wasn't ready -- I was young, I was so afraid -- I didn't mean for this --

DR. STRANGE

I know. I saw. It's okay --

Emma can't keep from crying. Strange holds her close.

DR. STRANGE (CONT'D)

There isn't any way you could've known it would turn out like this. As far as you knew, you were giving Amanda a good home, a good family -- you can't blame yourself for this --

EMMA

I trusted my sister, she loved her son so much she was perfect. She promised me Amanda would be okay with her --

DR. STRANGE

You can't blame your sister either -- Mordo picked her boy because he had a blindness that's one in millions -- And then Mordo covered all his bases, made sure if he failed with that last eclipse that he'd already have another child prepared for the next one. He transferred your nephew's blindness into Amanda because she was there, with the boy when Mordo prepared him. Your sister and her husband never had a chance against Mordo -- they were brainwashed against their will -- just as much victims as these people . . .

EMMA

But if I would've just been Amanda's mother in the first place this never would've happened --

DR. STRANGE

And if I would've operated on Amanda immediately, none of this would've ever happened. Fate leaves us in the dark --

(CONTINUED)

CONTINUED: (3)

EMMA
(light bulb)
The eclipse -- the eclipse --

DR. STRANGE
What --

EMMA
That eclipse can only be seen in Asia.

Strange looks down at his globe-ring, scanning across the oceans, across the Mediterranean, across the mid-East --

DR. STRANGE
There --

Dark emissions ripple out from the Himalayas, just west of the country of Nepal --

DR. STRANGE (CONT'D)
He's taken her back to the beginning --
where we were both taught sorcery --
where his prison was. And where my
teacher died --

EMMA
Is she okay?

DR. STRANGE
I can't see that close, they're inside
the mountain.

EMMA
Well let's go -- snap your fingers and
wish us there, let's do it --

DR. STRANGE
I'm afraid a trans-Atlantic trip is a
little beyond the scope of my powers.
We'll have to settle for more
conventional means. I'm guessing the
flight could take near 20 hours. How
long is it until that eclipse?

EMMA
About -- eighteen hours, I think --

Strange turns his specs away from the ring, and slowly wanders aimlessly around the room, taking in the details.

EMMA (CONT'D)
What are you doing?

(CONTINUED)

CONTINUED: (4)

Strange adjusts his the lenses with his fingers and picks up flashes of the immediate past like sparks of static-electricity -- he sees flashes of the converts --

DR. STRANGE

Looking for something -- remember when I told you my amulet can see images of the immediate past?

Strange picks up flashes of Mordo -- and the DarkHold -- Strange closes in on the book, on its pages --

DR. STRANGE (CONT'D)

That book of Mordo's sorcery was here with him just a few minutes ago --

Strange can see the DarkHold, its pages, the symbols and diagrams pressed into it --

DR. STRANGE (CONT'D)

Got it --

EXT. HIMALAYAS - SUNSET

The sun is just going down on the highest mountains in the world --

INT. MOUNTAIN CAVE - SUNSET

At the mouth of a cave, Mordo stands holding Amanda's hand, watching the sun disappear on its last sunset --

BARON MORDO

I always thought it was beautiful, honestly. I never really had any hard feelings against it . . . I -- I'm even humbled to say -- I'm going to miss it. It's appearance -- anyhow.

AMANDA

I can't even see it.

BARON MORDO

I can't either -- but you don't hear me whining.

Mordo grunts and turns, leading Amanda in through a cave, Amanda is somewhat resistant.

INT. CAVE - NIGHT

As they walk --

BARON MORDO

Amanda -- how long have we been friends for?

AMANDA

(irritable sigh)

I don't know.

BARON MORDO

Well, I'm just curious. Hasn't everything I've promised so far come true? Haven't I restored more sight than you've had previously? Don't you now see more than you did yesterday?

AMANDA

It's not the same.

BARON MORDO

How is it not the same?

AMANDA

People are so serious.

Mordo stops, considers.

AMANDA (CONT'D)

Especially you.

BARON MORDO

I wonder, Amanda, do you even remember what your mother's face looks like?

He touches her cheek. She shies away. He grabs her --

BARON MORDO (CONT'D)

Listen to me. You have power inside of you. Power even Strange is afraid of. He'll have to kill you if he hopes to stop you from using your power. Deep down inside, he knows that. Whereas, I happen to need you alive -- correct?

Amanda whimpers.

BARON MORDO (CONT'D)

Oh come now, you're a child. Children see through everything, don't they? Children are so innocent, naive,

(MORE)

(CONTINUED)

CONTINUED:

BARON MORDO (cont'd)
 unassuming -- you know a lie from the
 truth, right? I promise I'll bring
 your family back to life for you --
 Strange promises he'll bring you your
 mother -- just do as I say -- just do
 as he says -- we're both just serving
 our own interests, aren't we, Amanda?

(beat)

I mean -- aren't we? And aren't you?

AMANDA

I don't know --

BARON MORDO

Then you're just going to have to make
 your own decisions, Amanda. I can help
 you in my ways, the good doctor in
 his. But take a moment and ask
 yourself, deep down -- when the doctor
 Strange approaches you, what do you
feel? Is he trying to help you? Or --
 is he trying to kill you . . . ?

Mordo leans down on one knee, his face to Amanda's --

BARON MORDO (CONT'D)

Only you know the answer to that.

EXT. SKIES - NIGHT

A jet cuts across a moonlit landscape of thunderheads.

INT. JET FIRST-CLASS - NIGHT

Emma and Strange sit in first-class. Emma stares out the
 window at nothing, darkness. Strange puts on his amulet-
 specs -- Emma can see images flashing onto his eyes, like
 a personal slide-show inside his glasses.

EMMA

What are you doing?

DR. STRANGE

I was able to record those latent
 images I captured back at that church.
 Thought I'd peek at Mordo's book --

EMMA

And?

(CONTINUED)

CONTINUED:

DR. STRANGE

Well -- it's interesting. Look -- say
this peanut is the moon.

Strange picks up an airplane peanut and holds it in the air in front of him -- it hovers in mid-air. Strange reaches up and turns on the small over-head light -- it casts a shadow of the peanut onto his fold-out tray.

DR. STRANGE (CONT'D)

There's your sun, and the tray's the surface of the earth. See the shadow? The area of the shadow between the moon and the earth is called the umbra, and the shadow cast on the earth is called the zone of totality, which moves quickly over the earth's surface as it rotates -- it only stays in one place for a few minutes. Now --

Strange take a dime out of his pocket and begins shining it between his fingers --

DR. STRANGE (CONT'D)

-- when we were back in Times Square, Amanda hit me with something I wasn't expecting --

Strange holds up the dime, which has been shined to perfect mirror-like reflectiveness -- no Eisenhower or other markings can be seen on the dime.

DR. STRANGE (CONT'D)

My own power. Somehow she pulled it out of my control and reflected it into every direction around me -- those of you who were in range of that reflection, you became infected by my powers as well. So every time I shifted my gravity, I shifted yours right along with me. Now look -- say this dime here is Amanda . . .

Strange sets the dime down on the tray-table, directly into the peanut's shadow. The shadow reflects off the dime, stretching magical darkness in a tiny cone all the way back up to the peanut --

DR. STRANGE (CONT'D)

See the umbra, filling up with darkness? Now watch --

(CONTINUED)

CONTINUED: (2)

The cone of darkness hits the peanut, and then bounces off it in all directions, spreading web-like streams of darkness -- those streams create tiny shadows which stretch out over the dime, across the tray-table --

DR. STRANGE (CONT'D)

Once the umbra reflects off Amanda, it carries Mordo's sorcery back to the surface of the moon where the whole thing then reflects back down on us.

A STEWARDESS steps by and stops -- stares -- shocked. Strange grabs the peanut out of the air, bringing the whole illusion to an end. He smiles at the Stewardess.

DR. STRANGE (CONT'D)

Party trick.

The Stewardess nods, nervous, and moves on.

DR. STRANGE (CONT'D)

(to Emma)

If Mordo's sorcery reaches the moon's surface before the eclipse ends, it's going to make the umbra permanent -- and then it's going to spread out from there, creating a shell of darkness around the planet until the zone of totality covers -- everywhere.

EMMA

That'll kill everything -- everything will freeze --

DR. STRANGE

No, no, I don't think it will. The sunlight won't be blocked from us -- it's just going to pass through a sort of Mordo-filter before it reaches us. People will still feel the sunlight, plants will still use its energy. It's just that nobody will be able to see it. We'll all be as blind as Amanda. And Mordo will be, for lack of a better word -- omnipotent.

Silence. Emma considers.

EMMA

You said this is what he tried last time, with my sister's son. What happened to stop it then?

(CONTINUED)

CONTINUED: (3)

DR. STRANGE

Our teacher, the protector interfered.

INT. OPENING SCENE CHURCH - ECLIPSE

Flashback -- the Ancient raises the diamond-knife, and plunges it into the Boy --

INT. JET.- NIGHT

EMMA

You were both taught by the same man?

DR. STRANGE

(a nod)

Your sister's family didn't burn themselves to death. They just happened to be on the receiving end of Mordo's power-source when it was ignited by the sun like fuel. The old man stopped the sorcery before it could reach the moon, the eclipse ended, the sunlight hit, and the umbra turned to fire -- but focused, like under a giant magnifying glass.

EMMA

And this protector -- why couldn't he save the people that were there?

DR. STRANGE

Most of them were beyond saving.

INT. CAVE - HIMALAYAS

Flashback -- Inside smoke, in the dark, Mordo sits on the rocky cave floor, scratching symbols into the rocks with his finger-nails. The entire floor is covered with such symbols. Mordo chants quietly, patient, determined.

DR. STRANGE (VO)

The old man tried locking Mordo away afterwards but it didn't matter. Mordo had already mortgaged his soul and cut all ties to mortality in the bargain. He's not human anymore. Just absence.

Mordo stands, grinning -- his own shadow separates itself from him, and makes its way out of the smoke -- out of the cave -- across the snowy Himalayas --

(CONTINUED)

CONTINUED:

DR. STRANGE (VO CONT'D)

Mordo successfully unlocked his shadow
and attached it to Amanda's tumor.

INT. JET - NIGHT

DR. STRANGE

If I had removed Amanda's tumor, it
would have cut Mordo's bond with her,
made her useless to him. So he decided
to remove me. After the accident, I
can't say for sure I'd have survived
until the ambulance got there. More
than likely not. So I was abducted --

INT. CIRCLE-ROOM - NIGHT

Flashback -- Inside the circle-room, Strange sits quietly
in the center of the room, meditating. Trails of himself
are all around him, training like a martial-artist,
studying from books, practicing incantations, etc. --

DR. STRANGE (VO)

In the time it took you to get from
the bar back to the hospital, I must
have spent five or six lifetimes doing
nothing but preparing for this.

The Ancient One slowly makes his way to the door,
wheezing, ready to die, staring at it.

DR. STRANGE (VO)

Ready or not, the time finally came
when I had no choice but to return.

Strange gets up and joins the Ancient One at the door --
all of Strange's trails converge into one body, waiting.

The Ancient One opens the door, severing the magical
nature of the room with a tremendous sonic-boom -- the
teleportation-portal waits outside the door, and sucks
Strange into it -- the Ancient One calls after him --

THE ANCIENT ONE

Remember Stephen, the oath you took as
a doctor -- apply it to your sorcery --

Strange is sucked through -- gone --

INT. JET - NIGHT

DR. STRANGE

Sending me back was the last bit of sorcery the old man ever performed.

(beat)

Like I said, this wasn't a calling I chose to answer. Neither is it one I can refuse.

EMMA

So -- if I ask you what your patient --
Amanda -- what her odds are -- ?

Ahead in the cabin, Strange sees the Stewardess open the door to the cockpit, speaking to the pilots.

DR. STRANGE (CONT'D)

I should probably have a word with the pilot. See if I can get him to detour.

Strange gets up and casually heads for the cockpit. Emma's attention turns to his fanny-pack-doctor-bag, sitting in Strange's empty seat --

Once Emma sees Strange allowed into the cockpit, she opens the fanny-pack and looks in at the diamond knife.

Emma shuts the bag, worried, and looks around the cabin at the other PASSENGERS, most asleep. The Stewardess passes by, Emma stops her --

EMMA

Pardon me -- can I -- can I ask you a funny question?

INT. JET BATHROOM - NIGHT

The Stewardess steps out of the bathroom looking embarrassed. Emma waits just outside, nervous --

EMMA

Thank you, thank you so much, I can't tell you how much I appreciate this --

The Stewardess smiles, blushing, and steps out of the bathroom as Emma step in -- she locks the door. Waiting on the toilet-seat, is the Stewardess' garter-belt.

From inside her blouse, Emma takes out the diamond-knife. She drops her pants, and using the garter-belt, does her best to strap the knife safely, securely, against the inside of her thigh --

(CONTINUED)

CONTINUED:

EMMA (CONT'D)

Oh my . . .

INT. FIRST CLASS - NIGHT

As Emma returns to her seat, she sees that Strange is already back. The fanny-pack sits beside him, closed -- he gives no indication that he knows his knife has been taken from it. Emma sits -- cautiously --

EMMA

So -- How'd it go?

DR. STRANGE

Not so bad. The pilot wasn't thrilled about flying into China's air-space, but I was able to persuade him to pass over the area we're headed to. They'll still land in Delhi on schedule, but we'll make up some lost time. Be there maybe an hour before the eclipse.

EMMA

And if you don't mind my asking -- how exactly do you intend for us to get off the plane? I doubt there's a runway in the middle of the Himalayas. Unless you're just thinking of using the thing of Oggie-Doggie again --

DR. STRANGE

Agamotto -- No. It works like a solar panel, stores energy from the sun's light. Once that's exhausted it needs time to re-charge. Sunrise alone won't be enough. I'd rather not chance it.

EMMA

So how are we getting down then?

DR. STRANGE

I'll have to figure something out.

Emma shakes her head, should've known. She looks out the window, up at the moon above, ahead of the plane --

EMMA

We're chasing it there --

DR. STRANGE

Hm?

Strange leans over, looks out at the moon with Emma.

(CONTINUED)

CONTINUED:

CUT TO:

SAME - DAWN

The moon has slipped behind the plane. Emma is asleep, her face against the window. The morning is clear, crisp. The Himalayas stretch out everywhere below, less than 10,000 feet beneath the plane.

INT. CAVE CHAPEL - NIGHT

Inside a cave the size of a tennis-court, the rock walls twist, spiralling towards the inside of the peak of one of the mountains. A hole ten-feet in diameter leads up the center of the peak and out into open air.

Clearly, this was Mordo's old prison, without the smoke. Symbols have been carved and fashioned out of the rock and ice walls, floors and spiraling icicled-ceiling.

In the center of the room is the pulpit, a jagged rock, four-feet high, the size of a desk. It is the only rock with no carving in it at all. Amanda is curled up on the floor by the pulpit, sleeping.

In five corners around the room are black sticky pools just like the one Mordo used to escape from New York. WORSHIPPERS of all nationalities crawl up out of the pools, helped out by Mordo, who wipes their faces, and gives each one a kiss.

The Worshippers then move on to take their places around the pulpit, chanting quietly in whispers, swaying back and forth. There are over 100 of them, and more coming.

INT. JET - SUNRISE

The sun, bright, hot, appears over the furthest mountain.

The sudden brightness causes Emma's eyes to flicker. She wakes up, sees the sun -- her attention turns to the moon -- the two are heading straight for each other.

DR. STRANGE

Rise and shine . . . such a beautiful phrase, I never really realized. Rise and shine.

(CONTINUED)

CONTINUED:

Emma looks at Strange, who is wide awake, very energetic. He smiles, kind -- but has a very intense edge about him.

DR. STRANGE (CONT'D)

I figured out how we're getting off the plane . . . when you're ready.

Emma rubs her eyes, very awake, needing to stretch.

EMMA

Right now?

(getting up)

I think I better use the restroom.

DR. STRANGE

Good idea. When I knock five times, let me in. We'll be leaving then.

INT. BATHROOM - NIGHT

Emma enters the bathroom and shuts the door, leaning up against it for support. She uses the sink to wash her face. She looks at herself in the mirror -- pale.

EMMA

(muttering repeatedly)

Please don't say we're jumping --

INT. FIRST CLASS - MORNING

Strange stands up, calm, and takes the seat-cushions from his seat and Emma's. He goes to the bathroom, knocks.

EMMA (OS)

Just a minute --

The Stewardess sees Strange holding the seat-cushions, and starts towards him, curious --

DR. STRANGE

We don't have a minute --

INT. BATHROOM - MORNING

Emma opens the door, looking more refreshed, still frightened. Strange steps into the bathroom, crowding Emma. He hands her the seat-cushions, shuts the door and locks it, then starts the water collecting in the sink.

EMMA

Seat-cushions?

(CONTINUED)

CONTINUED:

DR. STRANGE
Flotation devices.

EMMA
We're not over the ocean, Strange --

DR. STRANGE
Sure we are. An ocean of snow.
Mountains of water. Snow is water.

EMMA
Y-yes -- ?

The Stewardess knocks on the door --

STEWARDESS (OS)
(repeating)
Dr. Strange --

DR. STRANGE
I'll be out in a minute --
(to Emma)
Changing something as simple as water
from one form to another, whether it's
ice, liquid or gas -- that's easy.

Water begins overflowing from the sink, pouring onto the
floor. Strange stuffs toilet-paper in the door's gaps.

DR. STRANGE (CONT'D)
And getting water molecules to bond
together, that's easy too. All that
leaves me is our trajectory, and re-
directing the energy of our impact --
put them all together in the right way
and I'll touch us down like we're
jumping off a diving board into a
swimming pool. A very cold one --

EMMA
So we are jumping out?

DR. STRANGE
Dropping out, yes.

The water isn't collecting enough for Strange. He breaks
off the faucet allowing water to gush out of the sink.

INT. CAVE CHAPEL - MORNING

A little sunlight bounces down through the opening of
Mordo's chapel. Sloppy wet sounds are heard smacking,
dripping -- Amanda's eyes flutter. She wakes suddenly --

(CONTINUED)

CONTINUED:

AMANDA

Mommy?

Amanda's voice echoes --

INT. JET BATHROOM - NIGHT

The water Strange "pulls" from the faucet is down to a trickle --

DR. STRANGE

There's not enough water in that tank. We'll have to collect more as we go down. We need as much as we can to absorb the impact, slow us down --

EMMA

Stephen, I don't want to have to tell you this now, but I think it's generally recommended not to drop out of a plane at 35,000 feet --

DR. STRANGE

Definitely not recommended. But these mountains are over 20,000 feet high, so it'll only be about a ten or 15,000 foot drop. Record's something like 20. Of course, that's with a parachute --

EXT. FIRST CLASS - MORNING

The Stewardess stops knocking and listens, hears water. She looks at the floor, water is seeping out to her toes.

INT. BATHROOM - NIGHT

Impatient, Strange "summons" the water up out of the broken faucet, pulling it out like a thick rope -- water gushes out, having risen over their knees already --

Emma notices the knife's shape inside her soaked pants. She holds the seat-cushions over it, keeping it hidden.

EMMA

You're not going to get us killed --

The two lock gazes, close. Strange smiles.

DR. STRANGE (CONT'D)

Not after you called me Stephen. Just don't look down. Are you ready?

Strange nods. Emma holds onto him as tight as she can.

(CONTINUED)

CONTINUED:

EMMA (CONT'D)

What about pressurization?

DR. STRANGE

You'll have to breathe through me.

EMMA

You mean -- mouth, right?

DR. STRANGE

Unless you prefer my nostrils.

EMMA

I'd prefer it if you'd just kiss me
the whole way down -- distract me --

DR. STRANGE

Do me a favor. Say one-two-three-go --

EMMA

Oh god --

Emma and Strange submerge beneath the trapped water --
the water immediately draining out with them --

EXT. JET - MORNING

Ahead of the wings, the under-belly of the plane
shimmers, becoming fluid --

Suddenly, a pool of water slips down out of the plane's
belly, which hardens back into a solid right after --

EXT. SKY ABOVE THE HIMALAYAS - MORNING

Limbs poking out of the pool, Strange and Emma fall,
plummeting down from five-miles up. Inside the pool,
their faces are mashed together -- kissing --

Strange's hands poke out of the pool, dragging trails of
steam which collect, pulled into the pool, increasing its
size -- like a giant raindrop, like a building snowball.

All of the water begins to take on a sun-like glow --
golden, expanding beneath the rising sun, falling faster.

Sharp mountain peaks with rocky edges approach quickly.
Strange's giant golden ball arcs, altering its course
slightly to match the incline of one of the slopes --

Wind blows snow up into the air -- the snow turns to
water, collected into Strange's pool -- huge now.

(CONTINUED)

CONTINUED:

Strange's pool touches down on the slope, exploding a giant crater in the deep snow -- all of the flying snow turns into water -- into a tidal wave, which carries Strange's pool down the slope, fast, still building --

The entire snowy-face of a mountain slides off and down, revealing solid-rock beneath -- Strange's pool slips inside the crest of the water, heading for the end of the slope, where it meets the side of another mountain --

Snow from all sides is whipped by the winds down into Strange's small lake of glowing-water, finally slowing --

At the bottom of the slope, the snow is hit by the front of the wave, splashing all of it as water back upwards --

The whole thing, including Strange and Emma buried deep within the water, come to a halt at the slope's bottom -- In the center of it, Emma and Strange continue down, sinking deep, deep, finally hitting the rocky bottom, hard, breaking them apart from each other.

INT. CAVE CHAPEL - NIGHT

The echo-rumblings of an avalanche cause Amanda to stir -- she listens, feeling the trembling of the ground. She sits up, nervous --

At the pulpit, Mordo looks up from the DarkHold, also hearing and feeling the rumble. He scowls, suspicious --

EXT. LAKE - MORNING

As the waters finally seem to calm, Strange and Emma float upwards, carried by their seat-cushions. They emerge from a brand new body of water, which is already starting to freeze around them --

Strange holds Emma up as she gags --

DR. STRANGE

Emma -- hold on -- do you hear me?

Strange swims her to shore, pulling her up on the side of a slippery rock. Their clothes are beginning to ice over, as well as their hair, eyebrows, eye-lashes --

Strange's specs light up, reflecting the sunlight around her. He inhales deep, and exhales a bath of warmth over Emma, drying her.

EMMA

My lungs --

(CONTINUED)

CONTINUED:

Strange inhales again, and then places his mouth against Emma's, breathing into her -- heating her up --

DR. STRANGE
(breaking away)
Better?

Emma's calmness suggests so -- Strange looks up. The moon and the sun are in line, on a seeming collision course --

Strange stands, helping Emma up. They help each other over a series of jagged rocks, climbing towards a gap in the mountain range. A few hundred feet up is the carved portal entrance to the Ancient One's cave.

Strange stops at the sheer face of a rocky cliff, no other passage. He checks the sun --

DR. STRANGE (CONT'D)
I should get stronger the longer we
spend in the sun, but I'm going to
need your strength to help get us up
there, conserve as much energy I can.

Still looking at the rocky cliff in front of him, Strange sees two unusual white circles where he saw nothing before, just a few feet away. He moves closer to them, curious, when the circles blink -- they are eyeballs --

DR. STRANGE (CONT'D)
What the --

The rock transforms quickly, as Mordo reaches out, wrapping a black shadow-hood over Strange's head, jerking him inside the wall -- both disappearing.

EMMA
Stephen -- ?

Silence. She sees him nowhere. Frightened, she reaches out, touching the rock, trying to find a way through --

EMMA (CONT'D)
Strange!

Two arms suddenly reach out of the rock, bagging a hood over Emma's head just like Strange, and dragging her in.

INT. DARK CAVE - MORNING

A door opens inside a pitch black room, and Emma is tossed in -- her muffled voice can be heard yelling until she gets her hood off, gasping for air. The door shuts --

(CONTINUED)

CONTINUED:

DR. STRANGE
(terribly weakened)

Emma . . .

Emma silences, panting.

EMMA
Stephen?

DR. STRANGE
I'm over here --

EMMA
Are you okay?

DR. STRANGE
No . . .

EMMA
It's so dark, can you use your amulet?

DR. STRANGE
Mordo has it now. At the moment, this
is about all I can manage --

A faint glow emanates from Strange's fingers,
illuminating his and Emma's face as if by candlelight. He
looks terribly fatigued, pale, energy-less --

EMMA
What happened?

DR. STRANGE
I don't know -- I made a mistake. I
thought I knew what I was doing . . .
It's funny. When you're a surgeon, you
begin to view yourself as a kind of
god -- at times it felt like you have
the power of life and death in your
hands -- what fools we were.

Strange looks away from Emma, off into the darkness.

DR. STRANGE (CONT'D)
I'm sorry about everything, Emma. I'd
give anything to have met you under
different circumstances . . .

He turns back to her, reaching out to touch her face.

EMMA
Me too.

(CONTINUED)

CONTINUED: (2)

He bends closer, kissing her tentatively. After a moment, Emma pulls away --

EMMA (CONT'D)

What about the eclipse?

DR. STRANGE

What difference does it make now?

He kisses her again, only this time he doesn't hold himself back. There's no reason to. The kiss continues. Strange is getting aggressive, too aggressive --

Emma opens her eyes, finding herself in the arms of Mordo, his tongue hungrily in Emma's mouth -- Emma chokes, and pulls back, gagging up black matter which hit the floor, squirming around like unearthed nightcrawlers.

The squirming pieces worm their way across the floor back to Mordo, reintegrating themselves into his shadowy form.

BARON MORDO

Humans are so easy to read. Display a little token vulnerability and they melt in your hands.

EMMA

Where's Strange?

BARON MORDO

I wouldn't worry about Stephen. I've made appropriate arrangements for the good doctor.

Emma recognizes the amulet-specs on Mordo's head, and the globe-ring on his finger. He models them -- but they give no sign of light, just dead ornaments.

BARON MORDO (CONT'D)

Ah -- you like? These should have been mine, you know. I spent a lifetime, hah, five lifetimes preparing for them. Even now, they reject me. Nothing I say or do can make them work. But I must commend the doctor on making them glasses. They'll come in handy for the eclipse --

EMMA

Why are you doing this?

Mordo puts the specs on top of his head, and looks at Emma, serious. He has the Teen-Convert's buggy eyes.

(CONTINUED)

CONTINUED: (3)

BARON MORDO

The magic that flows within me now has decayed my senses. I've become a phantom. I've lost the ability to taste and smell. I have bouts of numbness where even the sensation of touch is denied me. The way this world is now, it has nothing to offer me.

Mordo starts towards a rock wall, leaving.

EMMA

Then why keep me alive now?

Mordo stops at the wall, looks back.

BARON MORDO

I'm not bent on pure destruction. I don't desire to live in a world of nothing, with nothing -- I have no intent on creating more voids than there already are. It isn't the quantity of empty space -- it's the quality. Sorcery comes from the mind, the personality -- imagine what powers your darkest secrets possess, your emptiest moments, your deepest regrets. Those powers you keep hidden and locked away . . . you shouldn't.

EMMA

Why, so I can end up like you -- unable to smell or feel --

BARON MORDO

If you're not going to make use of them -- then somebody should.

Mordo turns and walks through the wall, leaving the room pitch black behind him. The sound of fabric tearing slightly is heard -- and then a glimmer of light. A faint glow comes from the diamond knife, which Emma holds.

She carries the knife to the wall, trying to find a door where Mordo stepped through. There is none. Emma holds the knife to the wall, and takes a stab -- a large chunk of rock is chipped free. Emma keeps chopping, screaming both Strange's and Amanda's name --

INT. CHAPEL CAVE - NIGHT

Amanda can hear Emma's screams and looks sympathetically in that direction.

INT. CIRCLE ROOM - MORNING

Strange lies on his back in the circle-room where he was taught sorcery. His breathing is shallow, labored. Mordo emerges out of the darkness, looking up at Strange.

BARON MORDO.

How are we feeling?

Strange looks up at Mordo, and immediately thrusts an arm out, as if to cast fire -- however, Strange's arm turns backwards on itself, inside out, thrusting backwards through Strange's chest, and ripping out his back --

Deformed, Strange losing his balance and falls back to the ground. Mordo laughs, gets in Strange's face.

BARON MORDO (CONT'D)

I'm not even here in the room with you, Strange -- I'm standing out in the hall -- look at me, doctor --

Strange tries to turn his eyes towards Mordo, only they misbehave -- both eyes twist in opposite directions, one pulls itself down Strange's cheek, the other up his head.

Mordo laughs again and moves into view of Strange's eye which has finally situated itself on Strange's chin.

BARON MORDO (CONT'D)

I've made a bit of a change to your old training grounds. Instead of time misbehaving, it is space that does so. I'd be careful how much moving you attempt -- the pieces don't go back together as easily as they come apart.

ASTRAL-STRANGE

You can't go through with the eclipse. You're opening a gate into something you can't control -- it's controlling you, it always has been -- it's using you like a puppet, forcing this --

BARON MORDO

(applauding)

Ah yes, you're finally beginning to understand, young naive supreme. You finally see -- my sorcery doesn't come from where there is no light -- it has nothing to do with science and moving molecules -- it's much more than that. And yes, it is controlling me -- every

(MORE)

(CONTINUED)

CONTINUED:

BARON MORDO (cont'd)
word, every action -- but the one
thing you missed in your diagnosis is
that the source of my powers aren't
from some other world, some other
dimension, some other galaxy --

(beat, oozing)

My powers come from within me. My
powers are the blackness of rage and
hate and jealousy and betrayal and
lies and false promises and regret --

(beat)

And look how much power that is.
Imagine what it will be like when
sorcery is no longer hidden, and
everyone can tap into their own powers
as I can. They'll worship me in order
to know how it's done. And I'll
protect them. Just as sorcerer supreme
should . . . Adieu. Stephen.

Mordo's image dissipates -- Strange lunges for it -- his
neck slips down to the center of his back, pulling
Strange's head along with it -- Strange holds still --

DR. STRANGE

(angry)

Ahhhhh --

Which sends his mouth to his shoulder --

INT. CAVE CORRIDOR - NIGHT

Emma's diamond-knife easily chips a hole through her
prison wall and out into a corridor. She peeks out --

EXT. HIMALAYAS - DAY

The sun is high above. The moon right beside it -- it's
own distance between it and the sun. And closing --

INT. CHAPEL CAVE - MORNING

Mordo, wearing Strange's specs, stares up through the
hole in the mountain peak. Both the sun and moon move
into a view through the tiny hole -- still closing --

Mordo turns, resting his gaze on Amanda, holding his
hand. She also stares straight up.

BARON MORDO

It's time, child.

Amanda turns her blind eyes to Mordo, seeing him.

(CONTINUED)

CONTINUED:

AMANDA

I'm beginning to see you -- for real.

BARON MORDO

Just like I said.

AMANDA

If I ask you something will you tell me? Is my mother alive or not?

BARON MORDO

If you really are seeing again, then it's too late anyway.

Mordo makes a gesture -- and throughout the chapel, the 250 Worshippers, chanting, writhe and wail, building --

INT. CORRIDOR DOOR TO CIRCLE ROOM - MORNING

Emma reaches the door to the circle-room, where wails can be heard echoing through. She looks at the symbol on the door -- it has been changed. Inside the circle, in the tiniest detail, an elaborately impossible maze has been added. Emma taps on the door, trying to be quiet --

EMMA

Strange . . . ?

INT. CIRCLE ROOM - MORNING

Strange's body resembles nothing like a human's -- more like an amoeba, flopping about on the floor. Occasionally his eyes, nose, goatee, can be seen, but not for long before he changes shape again, trying to return himself to normal. He's completely helpless -- trapped.

A distorted voice echoes through, hard to recognize at first from others, but then more persistent -- Emma --

Strange's shape holds still, ears perk up to listen --

EMMA (OS)

Straaaaaaaaaaaaaaaaaaaaange . . .

Strange's mouth appears between his belly-button and one of his ears --

DR. STRANGE

Emma . . .

EMMA (OS)

Arrrrrrrrrrrrre youuuuuuuuuuuu therrrrrrre?

(CONTINUED)

CONTINUED:

Strange's mouth twists itself across his heel --

DR. STRANGE

Emma, keep speaking -- I can't find my way out -- keep speaking to me --

INT. CORRIDOR - MORNING

EMMA

(repeating)

Over here -- right here -- come on, hurry it up, please --

Emma makes an attempt to open the door like she did her own, but the knife is useless. The door can't open. She stabs at the rock walls around the door, also useless.

DR. STRANGE (OS)

Wait, stop, listen to me, just get out of here, get away, as far as you can --

EMMA

What? What are you going to do?

INT. CIRCLE ROOM - NIGHT

Strange is a mess. There is no structure his skeletal system. Some of his insides are twisted around his outsides -- all of it remaining perfectly intact. The more he speaks, the more he spreads himself out --

DR. STRANGE

Nothing -- isn't that what you wanted to hear? There are no odds Emma -- I failed -- just get out of here --

Silence. Strange pants, his lungs exposing themselves.

EMMA (OS)

Bullllllllllshhhhtttt --

DR. STRANGE

There's nothing I can do -- It's good for a surgeon to know when he's done everything he can -- good for him to know when he can't fight fate --

INT. CORRIDOR - MORNING

Emma holds her ear to the door, as Strange's last word, "fate" -- echoes through -- she is furious.

(CONTINUED)

CONTINUED:

EMMA

Goddamit, Strange! Why is it you can only view fate in negative terms -- is that all fate is to you, failure and death? If you believe so much in fate then can you tell me why it is fate chose a fatalistic neuro-surgeon in the first place?! There must have been some kind of reason for that --

INT. CIRCLE-ROOM - MORNING

Silence -- Strange pants, and then allows his breath to calm. He holds perfectly still, eyes closed --

EMMA (OS)

Straaaaaaaaaange?

Strange begins a multi-tonal chant which sends his body spinning, guts and brains and bones all remaining separately intact, but swirling around each other --

The whole mess begins to hover up off the floor --

INT. CORRIDOR - MORNING

EMMA

Strange? Talk to me -- Strange, I won't let you do this --

She hears the rumblings of the chant, holds still --

Unseen by Emma, something vibrates the air, coming through the door -- it lowers itself down over her -- Emma gasps, recognizing the incredible feeling -- she grins, as her features take on Strange's, superimposed over her. The two are again one -- Both smile --

EMMA

Are you okay?

ASTRAL-STRANGE

In a manner of speaking.

EMMA

How are we going to get you out?

Strange's eyes focus on the diamond-knife in Emma's hand.

ASTRAL-STRANGE

Later -- have to deal with the eclipse first --

(CONTINUED)

CONTINUED:

Emma's eyes are also drawn to the knife.

EMMA

I won't let you kill her. I'll stop you if you try --

ASTRAL-STRANGE

I won't kill her -- but I am going to need you to trust me. Come on --

Emma/Strange heads through the corridor, running --

EMMA

What are you going to do?

ASTRAL-STRANGE

It's just like you said -- fate had a reason for choosing a neurosurgeon -- had a reason for choosing the girl's mother as well . . . two minds and one body, we can split our concentration. Be ready to do what I tell you --

INT. CHAPEL - MORNING

Above, through the hole in the peak, both the moon and sun can be seen side by side --

Mordo hoists Amanda to the pulpit, sitting her on it. The DarkHold sits on an ice podium beside the pulpit. Mordo lies Amanda down on the rock, facing the roof, and then takes his place behind the DarkHold, opening its pages.

EMMA (OS)

Amanda!

Mordo turns, surprised, seeing Emma/Strange enter the chapel, holding the diamond-knife. Amanda sits up --

AMANDA

Emma -- ?

Mordo quickly steps behind Amanda, whispering to her.

BARON MORDO

Look closer -- it isn't Emma at all. Just as I said, the doctor won't stop until he cuts you open -- see?

Amanda's expression changes to fear as Emma/Strange approaches, knife out. Amanda can make out the shape of Emma/Strange's body -- and the knife.

(CONTINUED)

CONTINUED:

EMMA

Amanda, come here, honey -- we're going home now --

AMANDA

Get away from me!

BARON MORDO

I'm not going to let them hurt you -- now just lie back -- look at the sun.

Mordo lies Amanda back, and starts strapping her down.

EMMA

Amanda -- don't listen to him --

BARON MORDO

She doesn't have to. She listens to what her own heart tells her. The good doctor hasn't come to help Amanda. He's come to kill the little girl. . .

(beat)

Right, good doctor?

Emma/Strange steps-forward/held-back -- two minds trying to control the same body. Mordo chuckles, then looks up through the peak. The sun and moon a pinky-finger apart --

BARON MORDO (CONT'D)

But then what makes you think your little girl still wants you -- ? What makes you think you can offer her anything? After all, you left her --

With a gesture, several of Mordo's shadows step forward, painting symbols on Amanda. The symbols sink under her skin, pushing up beneath her flesh -- she starts to cry --

BARON MORDO (CONT'D)

You abandoned her, and now you want her back? So the doctor can put her out of her misery --?

The chanting gets louder, more feverous, as latent shadows on the walls writhe and flail --

BARON MORDO (CONT'D)

I think not.

Above, the moon touches the sun, and the eclipse begins.

In Amanda's eyes, the eclipse is reflected, and the swirls pick up speed, building, seeping in clouds out of

(CONTINUED)

CONTINUED: (2)

her head until it looks as if there is another vast universe inside of her, leaking out in dark swirls --

Amanda has stopped crying -- her tears thick and black stuck to her cheeks. She is in a trance, flopping like a fish out of water. Emma/Strange goes to her instinctively -- Mordo doesn't offer resistance --

BARON MORDO

Please, come closer. I want you to see this, since it's the last you'll see --

EMMA

What's happening to her -- what are you doing?!

BARON MORDO

I'm merely showing her the path she's always been fated to walk. There's nothing you could have done to alter the outcome. The girl was mine before she was born. You, of all people, should know that. This is all fate.

The funnels grow out of Amanda, stretching up, out of the hole in the mountain-peak -- the sun is half eclipsed --

ASTRAL-STRANGE

I no longer believe that --

BARON MORDO

Then you're a fool. We're all prisoners of fate. Ironical, isn't it? Who would ever think the battle for the world would be waged and lost in one child's soul? What are you waiting for, supreme? If you're going to use that blade, use it. What's holding you back? Not fate, I hope --

ASTRAL-STRANGE

Fate chose me to make to make it's next choice -- now I choose fate --

BARON MORDO

You're a doctor. You're sworn to heal. You can't do it -- I know you can't --

Emma/Strange plunges the knife into Amanda's throat -- Emma screams -- Mordo, shocked, leaps over the pulpit, and backhands Emma's body across the room against the wall -- so hard, Astral-Strange is knocked out --

(CONTINUED)

CONTINUED: (3)

Panicked, Mordo turns and pulls the knife out of Amanda's neck -- the wound is filling with blood as she chokes --

Mordo looks up at the eclipse, almost complete --

BARON MORDO

Come on, Amanda, just another few seconds, come on, come on --

On the floor against the wall, Emma struggles up as Astral-Strange reassumes her body -- Emma feels him --

EMMA

You bastard -- you promised me --

ASTRAL-STRANGE

Use your own sorcery, Emma -- focus it into the knife --

EMMA

You promised --

ASTRAL-STRANGE

Use my mind, what I have learned -- apply it to your own emotions -- protect yourself at all costs --

EMMA

You killed her --

ASTRAL-STRANGE

Give me your body, Emma -- I have work to do --

Emma stands, furious --

EMMA/ASTRAL STRANGE

I told you to get away from her --

Mordo turns, his hands bloody -- from within Emma, white fire rages up, filling the insides of the diamond-knife -- the fire, focused, streaks across the chapel and hits Mordo square on the chest, dropping him --

Astral-Strange controls Emma, turning the focus of her fire to the icicles on the ceiling around the chapel -- several giant icicles are knocked loose, and fall, shattering around the pulpit, around Amanda --

Mordo stands, only to take another shot from Emma, who moves quickly towards Amanda, amidst falling icicles --

CONTINUED: (4)

Above, the eclipse is almost complete -- only a crescent sliver of the sun remains -- the funnels stretching out of Amanda's eyes are at their full intensity. Mordo pulls himself to the DarkHold and chants its magic loudly --

Astral-Strange, using Emma's body, draws the blood out of Amanda's neck in the same way he pulled water from the faucet in the plane bathroom --

EMMA

Strange . . . why . . .

DR. STRANGE

We neurosurgeons call it the
standstill -- done it a hundred times.
Just get ready to protect us --

Astral-Strange is depositing Amanda's blood into the shattered icicles around the floor, freezing the blood within the scattered ice, using every small shard --

Back near the pulpit, Mordo looks up -- Eclipse -- the ritual reaches its peak, sustaining -- but the funnels from Amanda's eyes dry up instantly to nothing, as the last of her blood is removed from her body --

BARON MORDO

N--

Too late -- the moon moves on, revealing the other crescent of the sun -- the light ignites the dark sorcery, roaring down through the sky towards the chapel.

Emma/Strange drops the knife and leans over Amanda, embracing her, undoing her straps as a hellish fire-storm from above rages down, burning everything in the chapel --

Inside a separate fiery bubble, Emma/Strange and Amanda are kept perfectly safe -- the shattered ice with Amanda's blood remains frozen, scattered on the floor around them like rubies -- Astral-Strange begins the transfer of Amanda's blood back into her body, through the same wound in her neck --

As Mordo's own flesh burns around him, his black-goopy insides twist and stretch to get free, finding solace only in the symbols of the impervious DarkHold --

Mordo is sucked along with the remaining darkness back into the pages of the DarkHold -- which slams shut --

The eclipse is over. The fire from the sun has spent its fuel -- the chapel is blackened and steaming --

(CONTINUED)

CONTINUED: (5)

Emma's protective shield finally weakens, and when she sits up, opening her eyes, she first notices that Astral-Strange is gone from her body. And then she notices Amanda, alive, breathing, eyes-closed --

Emma wipes Amanda's forehead -- Amanda's eyes open, not normal, but not filled with the dark clouds anymore --

AMANDA

Emma?

Emma laughs and lifts Amanda in her arms, hugging her -- Over Amanda's shoulder, Emma see the DarkHold, still smoking -- Dr. Strange, his body intact, walks in from a corridor, standing over the book.

EMMA

Is he dead?

DR. STRANGE

No. All his powers have left him though. He's been reduced to a state of total sensory deprivation. The only thing that exists for Mordo now is the universe within his own mind. And I imagine that universe is quite an empty place. In a way, you might say he got what he wanted . . .

Emma stands, holding Amanda in her arms. She sees all the smoldering bodies melted around the room.

EMMA

All these people -- they didn't.

DR. STRANGE

No . . . but who knows how long Mordo kept them in limbo just for this. They've finally been freed . . .

EMMA

So it's over, then?

DR. STRANGE

For now. One doorway has been closed. But there are others . . .

EMMA

Is it -- is it over for us?

DR. STRANGE

(looking close at Emma)
Not just yet.

INT. HOSPITAL - DAY

A NEUROSURGEON performs surgery on a PATIENT. Up in the observation balcony, Strange sits alone, watching. The door opens, and Emma peeks in, waving -- Strange gets up.

INT. CORRIDOR - DAY

Strange joins Emma in the hallway --

EMMA

I don't understand why you don't just
rub some butter on your hands, heal
them, and get back to work --

Strange smiles.

EMMA (CONT'D)

That's the third operation you've
watched this week --

DR. STRANGE

I'm going to miss it. Is she awake?

EMMA

(smile)

Come on --

INT. CHILDREN'S WARD - DAY

Emma and Strange enter the children's ward, joining Amanda at her bed. Her shaved head has a week's growth, barely covering new surgical scars. Her eyes are normal.

With the other children, she watches a MAGICIAN perform. The magician pulls an endless ribbon from his mouth, making all the kids laugh. Strange rubs Amanda's head.

AMANDA

Don't --

DR. STRANGE

It's for luck.

Amanda reaches up and rubs Strange's head, messing his hair. Emma laughs.

DR. STRANGE (CONT'D)

She's going to be fine. Dr. Benton did
an excellent job.

AMANDA

Are you leaving now?

(CONTINUED)

CONTINUED:

DR. STRANGE

Yes . . .

Strange hugs Amanda tight, and lets her turn her attention back to the magician, still pulling ribbon from his mouth. She giggles. Strange and Emma start back towards the corridor --

DR. STRANGE (CONT'D)

Did you know, the greatest sorcerer there ever was made the entire world refuse to believe in him, and sorcery. Remember the dark ages --

EMMA

They were a bit before my time --

DR. STRANGE

Well, why do you think they were dark?

EMMA

Mm -- because sorcery got out and there was a great big cover-up?

DR. STRANGE

Don't tell the authorities.

They both smile.

EMMA

How come you're telling me this?

Strange plants Emma with a kiss, surprising her.

DR. STRANGE

Because I want you two to be safe for the rest of your life. You have first-hand experience how dangerous it is to be around me. You deserve better.

Emma looks at Strange, worried --

EMMA

I know what you're thinking, Stephen.

DR. STRANGE

I know what you're thinking, too.

EMMA

I -- I want us to stay together --

CONTINUED

CONTINUED: (2)

DR. STRANGE
Somehow I doubt I'll fit the image of
the all-American Dad.

EMMA
Stranger things have happened . . .
Strange smiles.

INT. HOSPITAL CORRIDOR - DAY

Just outside the children's ward --

EMMA
I'm serious. How am I supposed to get
on with my life after everything I've
seen? How can I just forget about you?
I don't want to forget you -- I don't
want to forget any of this.

DR. STRANGE
You won't forget. A part of you will
always remember.

EMMA
What part?

DR. STRANGE
When you dream at night

EMMA
When I dream . . . So that's it then,
none of this ever happened? You're
just going to spend the rest of your
life alone, hunting down cult loonies
and keeping your magic a big secret?

DR. STRANGE
I used to think I'd have to live the
rest of my life alone.
(beat)
I don't feel that way anymore.

EMMA
So what are you going to do, give me a
sorcerer's lobotomy?

DR. STRANGE
I was thinking a goodbye kiss --

EMMA
And what happens to you? You go out
looking for trouble?

(CONTINUED)

CONTINUED:

DR. STRANGE
I'm sorcerer supreme, I don't have to
look for trouble. It'll look for me.

EMMA
Just like I did . . .

Strange kisses her again, both of them holding each other
tightly. As they part, Strange steps back, eyes searching
-- Emma looks at Strange, disoriented --

DR. STRANGE
Are you all right?

EMMA
(apologetic smile)
I'm sorry, you just -- I guess I
blanked there for a minute --
(studying his face)
You look like someone I know --

DR. STRANGE
I've been told I have that kind of
face.

For a moment, Emma looks like she's on the verge of
recalling something, but then shakes her head.

EMMA
Weird.

She laughs, embarrassed.

EMMA
I guess I'd better get going.

DR. STRANGE
By all means.

EMMA
Maybe I'll see you around.

DR. STRANGE
Maybe you will.

Emma turns and heads back into the children's ward.
Strange watches her. When Emma turns back to look,
Strange is already gone. She joins Amanda, who laughs at
the Magician, still pulling ribbon out of his mouth,
which is piled up to his waist by now --

EXT. HOSPITAL - DAY

Rain. Dr. Strange walks along the sidewalk, no umbrella. He remains dry, no rain hitting him, whereas everything else is getting a thorough soaking.

He stops by a small park and sits on a bench, sighs. The downpour is tremendous, nothing spared except Strange --

And a cat, whose ugly 'meow' surprises Strange.

He stares down at the cat, noticing immediately that the cat is not only completely dry, but also completely dead. Half its flesh is rotted off, its black hair falling out, and much of its skeleton, including its skull is visible. Its one remaining eye is dried up in the socket.

The cat holds a business card in its mouth. With another sick 'meow', the cat approaches Strange, hopping into his lap. Disgusted, Strange holds his hands away from the cat, finally taking the card, and brushing the cat to the ground, where it quickly runs off.

Strange looks at the card, blank. He turns it over. Blank. He turns it back over --

Words begin to appear in a sleek, feminine cursive as if they were presently being written. They spell out:

"DEAREST DR., LOVE YOUR WORK ON THE BARON, THAT UGLY CAD. YOU HAVE A SECRET ADMIRER, BEAUTIFUL SUPREME. XXX-000".

The card fluffs up into a beautiful white flower, which quickly wilts into a rotted black, disintegrating in Strange's hand. He looks all around him, seeing no one.

He breathes in deep. Sighs deep. And is finally beginning to get wet from the heavy rains. He remains on the bench as if he might spend the night there, quickly getting soaked.

FADE OUT: