

JACK THE GIANT KILLER

by

Darren Lemke

Revisions by

Mark Bomback

Revisions by

Tim Talbott

Current revisions by

Mark Bomback

NEW LINE CINEMA

January 28, 2010
© 2010
NEW LINE CINEMA
All Rights Reserved

JACK (V.O.)
You want to hear the story, do
you? Well, it began ages ago --

FADE IN ON:

A SECTION OF A TAPESTRY DEPICTING A JAGGED MOUNTAINSIDE

Printed across the peak we find a name: "GANTUA."

JACK (V.O.)
-- when the world of men was ruled
from above... by Giants.

PUSH IN as the tapestry MORPHS TO A GRITTY REALITY into
which we now FREEFALL, diving into forbidding mountainous
terrain.

JACK (V.O.)
Unable to live among us -- their
breaths long accustomed to thinner
air -- the Giants would instead
descend from time to time...

ALONG THE STEEP, CRAGGY FACE OF THE MOUNTAIN we find a
vast zig-zagged LEDGE carved into the mountain.

JACK (V.O.)
From the clouds of the Whispering
Mountain they would come, with
their clubs and their maces and
their 'man-catchers'...

HAUNTING AUDIO of DESTRUCTION and the SCREAMS of men.

JACK (V.O.)
To ransack without heed. Pillage
without mercy... And make men
their slaves.

TIGHT ON: FACES OF SLAVES, visages caked in dirt, bodies
bound, forced to march upward by the CRACKING of WHIPS.

WIDEN TO REVEAL THOUSANDS OF SUCH SLAVES bound together,
making this agonizing trek up the mountain ledge. They
carry food stuffs. Raw materials. Dragging cattle.

JACK (V.O.)
Generations of men were forced to
work in the Giant's mines, toil in
their fields, and build an empire
at the mountain's peak: a Kingdom
that the Giants called Gantua.

INT. A GANTUAN MINE

CHAINS bind the filthy ankles of a young SLAVE, one of THOUSANDS down here. The Slave bitterly regards the hammer in his hands, peers around him a stealthy beat -- then SLAMS his hammer down, cracking his chains in two.

JACK (V.O.)
Until finally some men fought
back.

Some nearby slaves hesitate, but others see a chance, and start to hack at their chains as well.

JACK (V.O.)
They called themselves "The
Guardians," and engaged the Giants
in a bloody revolt that would rage
for years.

TIGHT ON YET ANOTHER SLAVE as he swings his hammer down --

MATCH CUT TO:

EXT. A WHEAT FIELD - DAY

THWACK! of a SCYTHE lopping off the top of a wheat stalk. The scythe is wielded by JACK FORREST (18), who's been relaying this history to PETER, an 8-year-old boy; both wear the ragged, threadbare clothes of peasant farmers.

JACK
The Guardians demanded freedom.
But the Giants refused to yield...

Jack swings his scythe through more stalks, lost in an imaginary air battle. WHACK! THWACK!

PETER
So what happened?

JACK
It was Erik The Wise who had the
idea. From his time as a slave,
he knew the Giants were fiercely
loyal to their ruler: King Agnon.

Jack raises his scythe like a warrior's sword.

JACK
By cover of night the Guardians
stole into Gantua, and made the
Giant King their prisoner. The
ransom? Peace.

(CONTINUED)

CONTINUED:

Peter listens in rapt attention.

JACK

Terrified of losing their King,
the Giants agreed to this demand,
fully intending to attack once
King Agnon was safely returned.

(beat)

However, when Agnon returned to
Gantua, he ordered the Giants to
honor the peace. He explained that
he'd come to know men better, and
that it was time for their war to
end. And so, to ensure this...

EXT. WHISPERING MOUNTAIN ZIG-ZAG LEDGE (FLASHBACK)

The massive zig-zag ledge is SMASHED by boulders in a
massive avalanche, engulfing the mountain face in a DUST-
CLOUD of awesome proportion.

JACK (V.O.)

... the Giants made it so that
they could never descend from
Gantua again.

As the dust slowly clears we find the mountain face is
now devoid of a way up or down -- just a sheer vertical.
HOLD a beat on the mountain's face, then TRAVEL DOWN TO

JACK AND PETER IN THE WHEAT FIELD (PRESENT)

Peter and Jack peering back at the same sheer mountain
face we now discover looming in the distance behind them.

JACK

The Guardians went on to found the
Kingdom of Cloister, and Erik the
Wise was crowned its first king.

Jack points his scythe toward the opposite horizon, where
we find the distant Kingdom of Cloister indeed visible
behind a formidable wall.

JACK

And for more than a hundred years,
the people of Cloister have lived
in peace. Free from Giants.

Peter returns his gaze to the Whispering Mountain, peers
up at the vanishing peak in equal parts fear and awe.

(CONTINUED)

CONTINUED:

PETER

But they're still... up there?

JACK

You'd better believe it. That's why King Brahmwell still needs his Guardians. There's always a chance the Giants could return. And without the Guardians, Cloister could never survive.

(beat)

That's why I'm going to be one.

PETER

(cracks a grin)

A Guardian? You, Jack?

Jack frowns, clearly doesn't see the humor in it.

JACK

What? Farmers can fight too, you know. Besides...

(picks up his scythe)

I've been training.

He twirls his scythe like a sword before tucking it into his waistband as if into some imaginary scabbard.

Peter tries hard to suppress a chuckle. Jack gives him a look, but can't really stay annoyed at the boy. Instead, he cracks a smile of his own, and musses Peter's hair.

JACK

You'll see.

A shadow passes overhead. Peter notes dark clouds above.

PETER

I think it's going to storm soon.

Jack doesn't bother looking up, just sniffs the air.

JACK

Not for a few hours still. Plenty of time to get this to market. Come on.

Jack helps Peter heft the cart handles, and the two start toward the Kingdom.

EXT. KINGDOM OF CLOISTER - ENTRY GATES/MARKETPLACE

Inside the walls, a bustling marketplace thrives in labyrinthine lanes around the king's castle.

(CONTINUED)

CONTINUED:

Jack and Peter lug their cart, pausing at various stalls to unload bundles of wheat. Owners check off Jack's deliveries on ledgers. Jack stops at the stall of a tanner.

JACK
Twelve bundles, Mr. Hamm?

HAMM doesn't bother looking up as he grunts a reply:

HAMM
It's what you owe, isn't it?

Jack starts unloading the bundles with Peter. As he does, his mind and eyes wander. He now notices a young woman (ISABELLE (19)) across the market. Humbly dressed, her face is mostly obscured by an old scarf as she peruses BOLTS OF FABRIC for sale in an opposite stall.

She is ignored by the stall owner, a sour-faced OLD WOMAN hunched over a loom, but an adorable LITTLE GIRL darning cloth steals a glance at her. Isabelle smiles. The girl blushes. Isabelle feigns similar shyness and "hides" behind the fabrics. The girl giggles.

Jack observes this sweet exchange. Intrigued, he angles for a better look at the young woman's shrouded face.

HAMM (O.S.)
There's only eleven here.

Jack turns his attention back to Hamm.

JACK
Huh?

HAMM
You're one short, Forrest.

ISABELLE

selects a thick bolt of red fabric.

ISABELLE
(to Old Woman)
How long is this?

OLD WOMAN
(without looking up)
Twenty yards, just like the rest
of 'em.

ISABELLE
I'd like this one, please.

(CONTINUED)

CONTINUED:

ANGLE ON A MYSTERIOUS MAN'S FACE IN THE CROWD

furtively watching Isabelle from another stall.

THE OLD WOMAN

bundles the fabric and hands it to Isabelle.

OLD WOMAN

That'll be ten.

Isabelle hands her some coins...

ISABELLE

Thank you, ma'am.

...and waves goodbye to the Little Girl. She looks up to see that the Old Woman is now staring at her oddly, as if trying to place a face. Isabelle appears uncomfortable.

She averts her eyes, hastily turns to leave... and walks smack into a group of THREE DRUNKEN PEASANTS, splashing the first man's mead and dropping her fabric.

DRUNKEN PEASANT #1

Hey! Watch where you're going, missy!

ISABELLE

My apologies sir, I meant no...

DRUNKEN PEASANT #1

You spilled my drink.

DRUNKEN PEASANT #2

Yeah, you spilled his drink!

ISABELLE

Yes and I'm sorry about that.

DRUNKEN PEASANT #1

Not sorry enough.

ANGLE ON ANOTHER MYSTERIOUS MAN'S FACE

brow furrowed, also watching Isabelle. We sense that something devious is afoot.

ISABELLE

Please, I want no trouble. I've apologized, now if you don't mind, I'll just take my...

The third peasant reaches down and snatches the bolt of fabric from the ground, smirking cruelly.

(CONTINUED)

CONTINUED:

ISABELLE

May I have it back please?

ANGLE ON YET ANOTHER MYSTERIOUS FACE

eyes sharp, observing with great interest.

THE DRUNKEN PEASANTS

exchange mischievous looks.

DRUNKEN PEASANT #2

Sure you can, luv. Just as soon
as you give my friend here a kiss.

The first man puckers up, much to the amusement of his compatriots. Isabelle tries to grab the fabric but they pass it around, keeping it away from her.

DRUNKEN PEASANT #3

Come now, it's just a kiss.

DRUNKEN PEASANT #2

Besides, it's only fair. After
all, you cost him a drink --

JACK (O.S.)

Is there a problem here?

They all turn to find Jack behind them, boldly posed in a tough-guy stance... and they burst out laughing. Isabelle averts her eyes nervously.

DRUNKEN PEASANT #2

You'd do well to mind your own
business, boy.

INSERT PETER BY THEIR CART: nervously watching this unfold.

Jack steels himself, speaks in confident, measured tones.

JACK

Look, you've had your fun. Just
give the lady her fabric back --

DRUNKEN PEASANT #1

(menacing)
Or what?

The first man pushes forward, nudging Jack. Jack turns to Isabelle and they lock eyes for a moment. Somehow, this strengthens his resolve.

(CONTINUED)

CONTINUED:

JACK

Or I'll be forced to take it back.

ON PETER, cringing for Jack...

Jack holds his hand out, standing his ground. The men laugh derisively.

DRUNKEN PEASANT #2

Is that right?

With that, the second man SHOVES Jack hard to the ground. The first man steps closer to Isabelle...

DRUNKEN PEASANT #1

Now where were we...

...and makes the fatal mistake of laying his hand on her shoulder.

Instantly the six mysterious figures who've been watching from a distance SPRING INTO ACTION, shedding peasant clothing to reveal chainmail and light armor beneath.

PETER

(awestruck)

Guardians...

Within seconds, four of the Guardians have swords out and form a protective ring around Isabelle. The fifth flanks the Drunken Peasants. They start to move at him --

-- when the sixth (handsome, strapping, early 30s) strikes with stunning precision, sweeping the legs out from Drunk #1 whilst jamming the blunt end of his sword handle into the gut of Drunk #2, causing him to crumple. Drunk #3 takes a swing only to be met by a jab to the chin that knocks him on his ass beside the other two.

This Guardian's name is RODERICK. He steals a glance at Isabelle, confirming her safety. There is recognition in her eyes.

ON JACK, looking up at Roderick in awe of his abilities. Roderick catches Jack's stare, recognizes a youthful fire in his eyes that's all too familiar. He smiles, reaches out a hand and helps Jack up to his feet.

Roderick then spins on the drunks, still wincing in pain.

RODERICK

You lot ought to thank me. You almost made the biggest mistake of your miserable lives.

(CONTINUED)

CONTINUED:

The Guardians stand down, and Isabelle reluctantly raises her head, revealing her full face to the gathering crowd.

The Old Woman's eyes suddenly go wide with recognition.

OLD WOMAN

Oh my goodness... it's the
Princess!

The Old Woman drops to her knees and bows her head. The crowd follows suit. Isabelle is immediately uncomfortable at the reverent attention. Even the Little Girl looks at her differently now. And so does Jack.

Roderick offers his arm to Isabelle.

RODERICK

Are you all right?

She just nods, allows Roderick to help her onto his horse, and the two of them ride off together. The other Guardians remain to clean up the mess.

BACK TO JACK as he slowly returns to Peter and the cart.

PETER

Jack, did you see how he did that?
It was amazing!...

Peter rambles on excitedly. Jack just nods, somewhat deflated as he peers back at the Drunks being hauled off, palpably aware of what it means to be a *real* Guardian.

EXT. BRAHMWELL'S CASTLE - EVENING

ARMED GUARDS are stationed at intervals atop the massive stone walls of the castle.

INT. BRAHMWELL'S CASTLE - GRAND HALL - NIGHT

Finishing touches are being put on the hall, decorated for a gala reception. Dozens of GUESTS mill about.

We settle on Roderick, looking quite differently from when we last saw him, all spit and polish in his dress uniform. He is escorting a pair of ELDERLY NOBLEWOMEN into the room. The women make a fuss.

ELDERLY WOMAN #1

You must be the lucky bridegroom.
We heard Isabelle is marrying the
most handsome man in Cloister.

(CONTINUED)

CONTINUED:

Roderick offers them a charming smile.

RODERICK

You fair maidens heard correctly.
However, that man would be Elmont.

He points out ELMONT across the hall; also a Guardian, Elmont is handsome as well but in a more genteel, patrician way. The two ladies give him the once-over, then shrug, underwhelmed.

RODERICK

(bows)
Roderick, my ladies. At your service.

Roderick kisses each of their hands. They giggle like schoolgirls.

FROM THE CORNER OF THE ROOM

KING BRAHMWELL has been observing Roderick. He wears a slight smile, but something in his eyes suggests regret. As Roderick bids the ladies good evening, he notes Brahmwell watching him, and approaches warmly: it's clear that they're close, Brahmwell a sort of father figure.

RODERICK

Well, sire... she weds tomorrow.

BRAHMWELL

(smiles)
I can scarcely believe it.
(hesitates a beat)
Roderick, I... I want you to know how difficult this decision was for me. Ultimately, it came down to the matter of bloodlines. Elmont's lineage is among the oldest in the kingdom, and what with his family's diplomatic ties to Greater England --

RODERICK

Sire, there's no need to explain --

BRAHMWELL

There is. You've commanded my forces with unflinching loyalty for some time now. And I know my daughter considers you a trusted friend --

(CONTINUED)

CONTINUED:

RODERICK
-- and I wish her only happiness.
Truly I do. Elmont will make a
fine husband and a worthy
successor to your throne.

Roderick's humility is disarming.

BRAHMWELL
You're a good man, Roderick.

RODERICK
I serve at the pleasure of a
better one, Sire.

The sound of TRUMPETS BLARING grabs the King's attention.

All eyes go to the entrance, as Princess Isabelle steps
into the halo of light. It's a magical moment, her
flowing, regal attire accentuating her natural beauty.

The entire hall falls silent as Isabelle crosses to her
father, kneels solemnly before him.

ISABELLE
(softly)
Father.

She kisses his ring, then gracefully rises as Brahmwell
proudly escorts her past Roderick, to Elmont. Elmont
proceeds to kneel before both King and Princess.

ELMONT
Princess, you are truly exquisite.

BRAHMWELL
(pleased)
Wait until you see her tomorrow
night in her wedding gown.

Isabelle musters a faint smile, but it's clear from her
solemn expression her heart is not in this.

INT. JACK'S FARMHOUSE - NIGHT

The wind rattles their thatched roof as Jack, his AUNT
LENA (50's, weathered) and his UNCLE ULRIC (60's, gruff)
eat a meager supper of wheat gruel.

AUNT LENA
(re: his supper)
Well? How is it?

(CONTINUED)

CONTINUED:

JACK

Hm? Oh, it's... it's good. Thank you.

AUNT LENA

(pleased)

I added some salt.

JACK

I can tell. It's a nice change.

UNCLE ULRIC

(mutters)

From breakfast.

Aunt Lena shoots him a look. Ulric just shrugs.

AUNT LENA

Jack, there's something we need to talk about.

She looks to Ulric, who appears equally reluctant. He pushes his bowl away, stands unsteady on palsied legs.

UNCLE ULRIC

Since we lost our cattle to that poisoned grazing ground, well, you know how it's been. And what with winter around the corner..

(exhales, bluntly)

Your Aunt and I are thinking maybe we ought to sell the horse.

JACK

What??

UNCLE ULRIC

We can hardly afford to feed her. And whatever you could fetch for her would be a help.

AUNT LENA

We realize it'll mean more work for you, but...

JACK

More work? There won't be enough hours in a day! Besides, she's my horse. My father left her to me!

AUNT LENA

I know, Jack. We're sorry.

(CONTINUED)

CONTINUED:

UNCLE ULRIC

Look, it's not like she's a
youngster. She probably only has
another year or two left in her --

AUNT LENA

Ulric!

UNCLE ULRIC

What? It's a wonder the old
girl's still breathing --

AUNT LENA

That's enough, Ulric! Jack...

JACK

(crushed)
It's fine.

Jack just shakes his head, pushes back from the table.

JACK

I'll do it in the morning.

INT. CASTLE TOWER - ISABELLE'S CHAMBERS - NIGHT

Isabelle stands before a wooden mannequin bearing an
intricate wedding dress, tracing the fabric with the back
of her fingers and contemplating her future.

BRAHMWELL (O.S.)

I remember the first time I laid
eyes on that dress.

Isabelle turns to find her father standing in the
doorway, admiring her.

BRAHMWELL

Your mother looked so strikingly
beautiful in it. I recall this
overwhelming feeling of... relief.

Brahmwell chuckles. Isabelle says nothing.

BRAHMWELL

I heard you caused quite a stir in
the marketplace this afternoon.

ISABELLE

I didn't cause anything. It was
the Guardians you had following me
who did.

(CONTINUED)

CONTINUED:

BRAHMWELL

You can't just keep sneaking out like that, Isabelle. It's not safe.

(off her look)

I'm serious. I'd feel much better if you would remain within the castle walls, at least until after the wedding.

ISABELLE

Another restriction? Wonderful. I'll add it to the list.

Brahmwell picks up on the tension in the air.

BRAHMWELL

What's really troubling you, Isabelle?

ISABELLE

I think you know.

Brahmwell sighs.

BRAHMWELL

I don't understand what the problem is.

ISABELLE

The problem is that I'm about to be forced into a lifelong covenant with a man who, for all intents and purposes, is a stranger to me.

BRAHMWELL

Nonsense. You've known Elmont since before you could speak.

(assuring)

He's a good man, Isabelle. From a good family.

ISABELLE

I don't disagree.

BRAHMWELL

Then what is it about him that you object to?

ISABELLE

I object to the fact that I didn't choose him to be my husband. You did.

(beat)

And -- I don't like his hands.

(CONTINUED)

CONTINUED:

BRAHMWELL

His hands??

ISABELLE

I don't know. Maybe it's his
fingers, they're not exactly
stubby but...

Brahmwell huffs exasperation.

ISABELLE

All I know is that when I look at
his hands, I can't imagine ever
wanting to hold them -- not
tonight, not in a year, not in
twenty.

Isabelle looks her father right in the eye.

ISABELLE

Please, father. I don't love him.

Brahmwell places his hands atop his daughter's shoulders.

BRAHMWELL

I know you don't. Not yet. But
Isabelle, this union represents
the very future of our kingdom --

ISABELLE

And what of my future? Is that of
no consequence?

Brahmwell drops his hands from her shoulders, sets his
brow.

BRAHMWELL

I'm sorry. I can only offer my
assurance that, in time, you'll
feel differently... I did.

He holds her stare. Isabelle finally nods. Defeated.

ISABELLE

I understand.

Brahmwell turns and heads for the door, inwardly pained
at leaving his daughter alone with her despair.

EXT. BRAHMWELL'S CASTLE - ISABELLE'S CHAMBERS - LATER

A view from the ground looking up to Isabelle's window.
The night is quiet. HOLD on this until it gets boring.

(CONTINUED)

CONTINUED:

Just then, an explosion of color from the Princess's window as a bolt of red velvet flies out into the night sky blazing a vibrant trail to the ground below.

CLOSE ON THE WINDOW

as Isabelle, now wearing a simple dress, tests the strength of the fabric before grabbing hold and easing her way out of the open window. She doesn't get very far before...

R-R-R-R-R-R-RIP!!! The fabric TEARS from the edge, dropping her a good ten feet before she can grab hold of the untorn portion. She catches her breath before proceeding cautiously down, until...

R-R-R-R-R-R-RIP!!! The fabric TEARS yet again, this time dropping her closer to the ground before she recovers. And now she finds herself holding on to the remaining fabric for dear life, still precariously high above the ground.

Isabelle peers up at the fabric, about to tear through completely. She spies a nearby stone ledge, tries to swing her legs toward it, gets nearly there when

R-R-R-R-R-R-RIP!!! the fabric tears in two, and Isabelle is suddenly freefalling through space...

... only to land in the waiting arms of Roderick. She gasps up at him, catching her breath.

ISABELLE

You're late.

Before he can answer, she gratefully kisses his cheek.

ISABELLE

You're a true friend, Roderick.

Roderick smiles - although it's clear from his reaction to her platonic kiss, he aspires to be more.

EXT. THE FOREST - NIGHT

An incredibly dense forest running alongside a bubbling brook on the outskirts of the kingdom. Roderick and Isabelle ride in on horseback.

RODERICK

You're certain you want to go through with this? Leave everything behind?

(CONTINUED)

CONTINUED:

ISABELLE

Yes. Aren't you?

Roderick hesitates, then nods.

ISABELLE

You're thinking about my father,
aren't you. I admit, it breaks my
heart as well. But he brought
this on himself.

RODERICK

Yes. I suppose so.
(peers out)
Here we are.

Roderick dismounts, offers his arm and helps her down
from the horse. He leads her through a thicket, to

A CLEARING where we find TWO RUGGED MEN waiting. They've
got a small fire going, as well as a humble lean-to.

RODERICK

(to Isabelle)
These men will provide us safe
passage to the outer territories.
We'll set out at first light.

ISABELLE

(to the Men)
Thank you.

They bow respectfully. Roderick puts an arm around her.

RODERICK

Now go on, get some rest. You'll
need it.

EXT. CAMPSITE - LATER

The campfire smolders as the WIND causes the trees to
sway. Roderick and the two guides lay asleep by the
dwindling fire.

The swaying trees whistle in the wind, and cast strange
shadows - when amid the looming shadows, a humanoid shape
moves past.

UNDER THE LEAN-TO

Princess Isabelle remains warm, covered in various pelts.
A SOUND LIKE THUNDER stirs her from her slumber. She
squints into the dark, wondering if she dreamt it when -

(CONTINUED)

CONTINUED:

BOOM. There it is again. Louder. Closer.

KA-BOOM! This time she feels it, feels the ground shaking. Fear makes an appearance on her face as she sits up.

ISABELLE

Roderick?

WA-BOOM! We see her bounce a bit from the quaking earth.

ISABELLE

(shouting)

Roderick!

RODERICK

is already on his feet, sword at the ready. His eyes look to the sky, as do those of his two hired guides.

GUIDE 1

(horrified)

My God...

ISABELLE (O.S.)

RODERICK!

RODERICK

Isabelle, no! Stay where you are!

UNDER THE LEAN-TO

Isabelle is beside herself with fear, listening intently for any indication as to what's happening. We HEAR another BOOM! Then:

RODERICK

No!--

-- cut off by the sound of three MIGHTY IMPACTS, followed by ominous, soft THUDS in the distance.

Then nothing but an agonizing silence.

ISABELLE

(softly, terrified)

Roderick?

She crawls toward the tent flap, peers out the slit to see no sign of Roderick or the guides... only a huge footprint in the trampled ground. Isabelle gasps -

- when without warning, the roof of the lean-to is suddenly ripped clean from above, exposing Isabelle --

(CONTINUED)

CONTINUED:

HIGH ANGLE POV

CRANING DOWN upon a terrified Isabelle, her SCREAMS rising as a massive set of iron jaws on a pole (a "man-catcher") descends into frame and SNATCHES her away!

SMASH CUT TO:

EXT. KINGDOM OF CLOISTER - PUBLIC MARKET - EARLY MORNING

Jack and his old horse weave through the bustling crowd. He passes a DAIRY FARMER lugging his own cart.

JACK

How'd you like a horse to pull that cart for you, sir? She's a fine worker --

DAIRY FARMER

She's half in the grave.

JACK

(under his breath)
Look who's talking.

Jack continues through the market.

JACK

Horse for sale! Strong horse for sale!

BUTCHER (O.S.)

Jack! What're you asking?

Jack turns to a BUTCHER, animal carcasses lining his stall.

JACK

(repulsed)
She's not meat!

BUTCHER

Yeah, I agree with you there. But I could always use some extra bones for soup.

An alarmed FARMER suddenly pushes through the crowd:

FARMER

Did you hear? The Princess has been taken!

BUTCHER

Taken?! By whom?

(CONTINUED)

CONTINUED:

FARMER

By giants, that's who!

The market erupts. Jack is stunned by the news.

INT. BRAHMWELL'S CASTLE - WAR ROOM - DAY

Surrounded by his most trusting Guardians, King Brahmwell paces, furious and worried to death.

RODERICK (O.S.)

I offer no excuses, Your Highness.

REVEAL Roderick, kneeling repentantly before the king, telltale bruises covering one side of his face.

RODERICK

As you know, Isabelle and I have long been friends. So when she asked for my help, I --

With a sudden YELL, Elmont charges from the pack, sword drawn -- but is restrained by two other Guardians.

ELMONT

You had no right! You hear me?!

RODERICK

(quiet, ashamed)

I know. Not that it matters, but Isabelle was determined to flee, with or without my assistance.

Roderick raises his eyes to his King.

RODERICK

I admit, I let my feelings get the better of me. That said, I'd made the decision to talk her out of this plan. I intended to convince her to return in the morning, and marry according to her father's wishes --

ELMONT

Little late for that, isn't it?!

BRAHMWELL

Elmont...

Elmont gnaws on his anger. Brahmwell levels a glare at Roderick.

(CONTINUED)

CONTINUED:

BRAHMWELL

You are absolutely certain it was
a Giant who accosted you?

RODERICK

I am, Sire. The beast stood four
times my size. It took the lives
of our two guides in an instant,
then seized the Princess and raced
off before I could hope to follow.

BRAHMWELL

And why did it let you live?

RODERICK

So that I might bring you this.

Roderick stands and opens the door. He motions to a FOOT
SOLDIER standing in the corridor. The soldier picks up
AN ENORMOUS SCROLL, lugs it bodily into the room.

The foot soldier unfurls the scroll - so long that its
entirety won't fit in the room. It extends out of the
war room and down a good measure of the hallway.
Brahmwell sees it is written in ancient Gaelic. [*NOTE:
THE TRANSLATED TEXT OF THIS SCROLL, LIKE THE GIANTS'
DIALOGUE, WILL REFLECT (IN FUTURE DRAFTS) A UNIQUE, GIANT-
SPECIFIC SYNTAX.]

BRAHMWELL

Who can read this? Quickly!

A diminutive court SCHOLAR steps forward. He proceeds to
walk the length of the scroll as he translates:

SCHOLAR

"We have your Princess. Assemble
your armies to meet ours on the
old Plains of Battle, at the foot
of the mountain. You have five..."

ANGLE ON THE SCROLL

revealing the last two words in parentheses.

SCHOLAR

Um, I believe it says "turn over."

BRAHMWELL

(to foot soldier)
Turn it over!

Easier said than done, but after a moment, it is over and
the Scholar resumes:

(CONTINUED)

CONTINUED:

SCHOLAR

"...days. Failure to heed this
call will result in her death."
Signed, King Magnus of Gantua.

Brahmwell considers the message, lets the reality of the
situation sink in. An older Guardian (SHARPE) looks
worried, hesitantly speaks up:

SHARPE

Sire, if we meet these demands and
assemble out in the open plain, we
leave ourselves greatly exposed.

BRAHMWELL

If they have my daughter, I don't
see as we have any other choice.

EXT. THE FOREST - DAY

Even in daylight, the dense canopy ensures a dark and
creepy atmosphere. King Brahmwell and a handful of his
most trusted Guardians survey the scene of the Princess's
abduction. Among them, Roderick, Elmont, CRAW (30's,
brawny, with a scraggly beard and a big gut) and KEEL
(30's, tall, lean and wiry).

CRAW

It's certainly no hoax.
(shakes his head)
My grandfather used to tell me
stories about the Gantuans. Over
100 years they've been gone. I
never thought I'd see the day
they'd return.

The campsite is in shambles, the trees surrounding it
battered and split to the top of the treeline. A trail
of ENORMOUS FOOTPRINTS extends into the forest. The men
walk and talk as they follow the trail.

KEEL

(aside, to Roderick)
So, the Giant... what was it like?

RODERICK

Big.

Brahmwell stops in his tracks, overwhelmed.

BRAHMWELL

I don't understand it. They would
take my daughter to call for war?
Why this? Why now?

(CONTINUED)

CONTINUED:

ELMONT

Beasts are not bound by reason,
Your Highness.

(shoots a look at
Roderick)
Nor integrity.

Roderick silently weathers Elmont's scorn.

KEEL

Savages and swine, every one of
them.

CRAWE

Aye. Filthy creatures.

Crawe picks a lice from his scraggy beard and flicks it.

BRAHMWELL

But how did they get here? And
without detection? We must
discover how they enter our lands
if I am to --

Brahmwell stops abruptly - the trail has ended where the
brook opens up into a river, making it impossible to
track any further. The futility of it all shows on
Brahmwell's face.

BRAHMWELL

(to Roderick; hard)
Find out how they're getting down,
Commander.

He turns, heads back the way he came. Crawe and Keel
follow.

RODERICK

Elmont...

Elmont halts, turns to glare back at Roderick.

RODERICK

I will do whatever I can to make
this right.

Elmont just scowls in disgust and marches off.

EXT. CLOISTER - MARKET - LATE DAY

Stalls are closing for the evening as Jack and his horse
trudge homeward. Jack pauses before the butcher's stall,
actually considering for a moment taking him up on his
offer.

(CONTINUED)

CONTINUED:

OLD MAN (O.S.)

What's her name?

Jack turns to find an OLD MAN a few feet away, approaching the horse, his weathered face partially obscured by a hood.

JACK

Her name's Millie. A finer workhorse you'll never find.

OLD MAN

Workhorse? Oh no, she's a champion. Aren't you, girl?

Jack smiles politely. Figures the Old Man is senile.

JACK

Whatever you say, mister.

However the Old Man seems mesmerized by the animal. Curious, Jack watches as he gently strokes the old mare.

OLD MAN

I don't suppose she's for sale?

JACK

(dubious)

You're not going to eat her, are you?

The Old Man chuckles a bit weirdly, then abruptly begins to hunt through his dusty, ragged pockets.

OLD MAN

I admit, I haven't much by way of money. But if you'd consider a trade...

He finds what he's looking for, and hands Jack a small ceramic jar. It's badly chipped, old and ugly.

JACK

It's very... handsome. Thank you. But I think I'll keep my horse all the same --

OLD MAN

Young man, it's not the vessel that's of value. It's what's inside.

Curious, Jack lifts the jar's lid to find it's filled with dirt. Jack is now positive the Old Man is senile.

(CONTINUED)

CONTINUED:

OLD MAN

I've held on to it for a great many years, waiting to give it to just the right person. You.

JACK

Me. Well, I'm flattered, and it looks like very good dirt, but --

OLD MAN

My boy, true magic resides in that dirt.

Jack smiles skeptically. Humoring him.

OLD MAN

It's travelled far, you see. From the peaks of the Whispering Mountain itself.

JACK

Ahhh.

OLD MAN

You need only get them wet to witness a transformation unlike any you've ever seen.

JACK

"Them?"

The Old Man smiles crookedly, his eyes alit.

OLD MAN

Just a few drops of water, that's all they need. Water alone will --

BUTCHER (O.S.)

Hey, Forrest!

Jack turns to find the Butcher calling from his stall.

BUTCHER

Finally found a sucker to take that horse off your hands, eh?

Jack scowls at him, then turns back to find that the Old Man is already walking away with the horse.

JACK

Hey!

But the Old Man doesn't turn around. Jack hesitates, considers going after him, then regards the jar in his hand and decides to let him go.

(CONTINUED)

CONTINUED:

JACK
(to himself)
At least she'll have a good home.

A beat - then Jack calls after the Old Man:

JACK
Remember, no eating her!

INT. JACK'S FARMHOUSE - DUSK

Jack stands before his Aunt and Uncle gripping the jar the Old Man gave him.

UNCLE ULRIC
You sold that horse for what?

JACK
More like traded her.

AUNT LENA
We needed money, Jack.

UNCLE ULRIC
Dirt we have. Damn it, Jack, how could you be so careless?

JACK
I'm sorry. The Old Man... I can't explain it. He just got to me.

UNCLE ULRIC
Because you live in your dreams!

This lands like a sucker-punch.

UNCLE ULRIC
All your foolish talk of Guardians and Giants... It's a mercy your folks didn't live long enough to witness it.

AUNT LENA
Ulric!

Uncle Ulric scowls, even though his eyes tell us he knows he was too harsh. Jack turns and storms outside.

EXT. WHEAT FIELD - DUSK

Jack races through the field, hacking with his scythe, unleashing his emotions. He lops off stalk after stalk until he finally comes upon a tall scarecrow.

(CONTINUED)

CONTINUED:

Jack glares up at it, about to plunge his scythe into its gut... but SLAMS the scythe blade into the ground instead. He's lost the fight in him.

Jack reaches into his pocket, takes out the Old Man's jar. He opens the lid, regards the unremarkable dirt.

Magic dirt. Sure. He turns the jar over, dumps the dirt on the ground.

JACK'S POV

noticing something amidst the spilled dirt. It looks like a BEAN. Creamy in color and flecked with dirt, it's about an inch in size. He bends down to pick it up, and finds a SECOND BEAN in the dirt nearby.

Jack dusts the dirt off the two beans, inspects them in his palm -- when a CRACK OF THUNDER seizes his attention. Jack tucks the two beans back in his pocket, pulls his scythe from the ground and heads back toward the farmhouse.

But we linger a beat on the dirt he'd spilled... and find that ONE MORE BEAN remains, half-covered in dirt.

EXT. KINGDOM OF CLOISTER - MIDDLE OF NIGHT

TORRENTS of rain hammer the castle. The plains. The farmlands. A storm of near-biblical proportion.

INT. JACK'S FARMHOUSE - JACK'S ROOM - MIDDLE OF NIGHT

Jack lies fast asleep.

EXT. JACK'S FARMHOUSE - WHEAT FIELD - MIDDLE OF NIGHT

Sheets of rain flooding the field, forming rivulets. But the rivulets capture our attention -- as they all seem to be running toward a singular focal point...?

It's a strange sight, as tiny streams feed to larger ones, but all heading toward a spot in the center of the field: the spot where Jack had dropped the bean. Only now it's a VAST, MUDDY PUDDLE.

And then, something happens to the puddle. It ripples. Something is happening below its surface... A second ripple follows.... A third.... and then --

(CONTINUED)

CONTINUED:

SPLASH! A tendril-like tip of a plant erupts from the puddle, shooting straight up into the rain-swept night as below a massive root system simultaneously burrows outward, cracking FAULT LINES in all directions that are tearing up everything in their path! CORNSTALKS shatter, FENCE POSTS fly, A HEN HOUSE is reduced to splinters...

... as above the massive beanstalk snakes wildly, higher and higher, twisting and climbing at breakneck speed... Easily 200 feet thick, it can't help but bend with its massive weight as it tilts toward the Whispering Mountains and begins to climb up its sheer face like a vine, spiraling higher and higher and higher...

... until it vanishes into the dense clouds above.

EXT. KINGDOM OF CLOISTER - DAWN

A rooster crows as the first rays of sun reach the kingdom.

INT. JACK'S FARMHOUSE - JACK'S ROOM - DAWN

Jack rises with the sun, wipes sleep from his eyes.

INT. JACK'S FARMHOUSE - KITCHEN - DAWN

Jack passes his aunt as she prepares a meager breakfast. She looks up, concerned, feeling bad about last night.

AUNT LENA

Are you all right?

Jack nods passively, starts toward the table...then freezes. His head whips back to the window he just passed. He gapes mutely, eyes wide. Lena's confused:

AUNT LENA

Jack?

But Jack is too stunned to answer. Uncle Ulric hobbles in wearing his night clothes. He sniffs the air.

UNCLE ULRIC

Oh joy. Gruel. Again. What's the featured ingredient in this batch? Sand? Manure?

(turns to Jack)

Speaking of which, Jack you ought to fertilize the field before it--

(CONTINUED)

CONTINUED:

-- but Jack nearly knocks him down as he rushes past, making a beeline for the front door. He throws it open and staggers outside to reveal...

EXT. JACK'S FARMHOUSE - DAWN

...AN UNRESTRICTED VIEW OF THE IMPOSSIBLY IMMENSE BEANSTALK, thicker than a house at its base, arcing skyward from the wheat field to the vertical face of the Whispering Mountains and beyond.

ANGLE ON JACK

looking up in mute astonishment. Behind him, Aunt Lena steps out, mouth agape as she looks on in shock.

AUNT LENA

Good Lord... What on earth is it?

Jack then notices something on the ground nearby: a milky-clear split MEMBRANE in the shape of a bean. He quickly reaches into his pocket, where he'd put the two other beans. Astonished, he looks from the beans to the stalk.

JACK

Um...

Just then Uncle Ulric hobbles out, stumbling to a halt as he slowly squints up at the utterly insane sight.

UNCLE ULRIC

(jaw agape)

On second thought, lad, I think we're good on fertilizer.

EXT. JACK'S FARMHOUSE - AFTERNOON

A tremendous crowd of villagers and farmers have gathered. Lots of commotion as folks look upon the mighty beanstalk with awe. Guardians form a protective perimeter around what's left of the farmhouse, indicating the King's presence.

INT. JACK'S FARMHOUSE - KITCHEN - AFTERNOON

Brahmwell observes as the Guardians interrogate Jack. The empty jar sits on the table between them. Aunt Lena and Uncle Ulric watch nervously from the sidelines.

Crawe inspects the jar, going so far as to touch the inside with his tongue. Elmont is grilling Jack:

(CONTINUED)

CONTINUED:

ELMONT

And you have no idea how this "Old Man" came to be in possession of the jar?

JACK

None at all. Like I told you, I thought he was crazy. He said something about them needing only a few drops of water. I didn't know what he meant, but he must've been talking about the beans...

UNCLE ULRIC

(whispers to Lena)

His Majesty's a wee bit shorter than I'd imagined.

AUNT LENA (O.S.)

Shh!

The Guardians exchange glances. Looking to Brahmwell.

CRAWE

It could well be a trap, Sire.
Set by the Giants.

Sharpe chimes in:

SHARPE

I agree. For all we know they're climbing down as we speak. I say we chop the bloody thing down before it's too late.

RODERICK

Your majesty, Crowe and Sharpe make a valid point --

JACK

(interrupts)

It's not a trap.

Met by their frowns, Jack is instantly self-conscious.

JACK

At least, I don't think so.

CRAWE

Pipe down, farm boy. You've caused enough trouble already --

(CONTINUED)

CONTINUED:

BRAHMWELL

Let the young man speak.
(to Jack)
Go on.

JACK

Think about it, Sire. If a Giant took your daughter, they obviously have a way down already.

Brahmwell looks impatiently to Roderick.

BRAHMWELL

Indeed, we're working on that.

JACK

So then why would they need a stalk to descend? Besides, the Old Man who gave me the beans, well, he just didn't strike me as a traitor.

ELMONT

So we're to rely on your instinct?

BRAHMWELL

All we have is our instincts.

This quiets everyone. Brahmwell is clearly torn.

JACK

If I may, what if we were to climb it?

RODERICK

Climb it? Sire, we should be strategizing for war, amassing our forces on the plains of battle --

JACK

We wouldn't have to go to war. It's likely the Giants don't even know the stalk exists. We could sneak into Gantua and rescue the Princess right under their noses.

CRAWE

Oh "we" could, could "we?"

JACK

Yes, it would be my honor to join such a mission.

BRAHMWELL

I don't think so.

(CONTINUED)

CONTINUED:

SHARPE

I agree, Sire. The boy's plan
would involve far too much risk--

BRAHMWELL

Only our best Guardians shall make
the climb.

Stunned looks all around. Brahmwell rises, decisive.

BRAHMWELL

Roderick, you'll be in command.

Roderick looks torn, but is in no position to argue.

RODERICK

Of course, your Majesty. As you
wish.

JACK

Sire, couldn't I please--

BRAHMWELL

By no means. Your valor is indeed
commendable. But this is no job
for farmers.

Brahmwell gestures to Roderick and Elmont, and the team
of Guardians head for the door... leaving Jack alone with
his Aunt and Uncle and an empty jar.

EXT. BASE OF THE BEANSTALK - DAY

TWELVE GUARDIANS are making final preparations for the
climb. Jack lurks along the outskirts of the activity,
his scythe tucked in his shirt back.

King Brahmwell rides up on horseback, Elmont at his side.
The twelve chosen Guardians snap to attention as he
inspects the men.

This is all the distraction Jack needs. He stealthily
crosses to where YEOMEN have been readying supplies and
hides within an enormous satchel of turnips.

Elmont turns to Brahmwell in a half-hearted plea:

ELMONT

Shouldn't I be going with them,
Sire? She's to be my wife after
all.

(CONTINUED)

CONTINUED:

BRAHMWELL

You're needed here, Elmont. To
prepare our forces for battle.

Elmont nods his assent.

BRAHMWELL'S POV

looking down at Elmont's HANDS grasping the reins.
Isabelle was right - there's something vaguely disturbing
about them.

ON RODERICK

Making the last of his preparations when Elmont rides up.
The tension between them is still thick.

ELMONT

Bring her back to us, and when I
am king I will see to your pardon.

Roderick nods, stifling any insult he feels.

ELMONT

I still value our friendship,
Roderick.

RODERICK

As do I. I won't let you down.

Roderick then turns to his men, taking command:

RODERICK

Let's move out!

GRAPPLING HOOKS FLY INTO THE AIR

landing deep in the stalk's hide as the first of the
Guardians begin to climb, hoisting up over-sized WEAPONS
as well as food and supplies, one large satchel standing
out to us among the rest.

DISSOLVE TO:

EXT. THE BEANSTALK - 300 FEET UP - DAY

The team reaches the part of the massive stalk that bends
toward the vertical face of the mountain. Roderick leads
the way, followed by Crawe, Keel and the other Guardians.

ANGLE ON THE SACHEL OF TURNIPS

bouncing roughly against the stalk as the Guardians pull
it along. We wince for Jack with every impact.

EXT. BEANSTALK/MOUNTAIN - LATE DAY

Now some 5,000 feet above ground. The enormous stalk twists and turns its way up into the clouds. The men all look exhausted.

CRAWE

We should make camp for the night.

Roderick surveys the area, notices something in the rockface twenty yards above and points.

RODERICK

There.

EXT. MOUNTAIN - EVENING

The group has dismounted the stalk and set up camp in a shallow crevice of the mountainside.

One Guardian approaches the satchel of turnips, scoop in hand, looking to add some to the stew he's cooking. He opens the flap to find a face looking back at him. He SCREAMS in surprise, attracting attention.

Jack scrambles clumsily out of the satchel, scythe in hand, spilling turnips all over the place. In doing so, he loses his footing and starts to fall, panicked as he glimpses backward at the tremendous drop.

A hand shoots out and grabs him by the collar -- Jack turns to see that it belongs to Roderick.

RODERICK

I should let you fall.

JACK

I - I'm sorry -- I just wanted to help!

A tense moment...before Roderick pulls him to safety.

RODERICK

(fuming)

You've no business being here.

CRAWE

Damn right. We're Guardians, not babysitters. I say we throw him off and be done with it!

Roderick frowns, debating his options.

(CONTINUED)

CONTINUED:

RODERICK

As if we didn't have enough to worry about... We're too far along to take him back down. And we can't just leave him here.

CRAWE

Can't we though?

Roderick thinks on this for a moment. Decides.

RODERICK

For lack of other recourse, I'm going to permit you to come along.

JACK

(excited)

Yes! Thank you --

RODERICK

On one condition. You're to follow our orders. Without question. Understood?

JACK

You have my word.

RODERICK

Very well. You can start by gathering up those turnips.

EXT. MOUNTAIN - LATER

Meat roasting over fire. Guardians eat with Guardians... and Jack eats by himself.

Steel clanks as Keel and Crowe duel playfully. Crowe fights with one hand and gnaws at a leg of mutton with the other. The others cheer, enjoying the fun.

KEEL (O.S.)

I yield! I yield!

Gruff laughter from the others.

CRAWE

All right, who's next? Logan? Grott?

LOGAN (late 20's, quiet) shakes his head no. Sharpe points to Jack.

SHARPE

Hey, Crowe. What about him?

(CONTINUED)

CONTINUED:

Crawe smirks.

CRAWE

Forrest! On your feet, farm boy!
Let's see what you're made of.

The others snicker, certain that Jack won't accept the challenge.

JACK

All right.

Impressed murmurs as Jack gets to his feet, grabs his scythe -- and the others burst out laughing.

CRAWE

What do you intend to do with
that, harvest me? Keel, give him
your sword.

Keel tosses his sword to Jack who all but buckles under the weight. More laughter from the Guardians. Jack assumes a defensive posture.

RODERICK

You're holding it like a
pitchfork. Lower your grip.

Jack does so, awkwardly.

RODERICK

Now spread your fingers a bit,
distribute the weight. See the
difference?

Jack nods, noticing the difference.

CRAWE

Enough already. Let's go,
Forrest, are you ready or not?

JACK

Whenever you're done talking.

The others "ooh" and snicker. This kid's got balls.

CRAWE

Oh, I'm going to enjoy this.

Crawe charges and swings his sword - CLANK! - as Jack deflects it. Crawe smiles, surprised by Jack's reflexes. Crawe levels another punishing swing -- which Jack again manages to block. Jack's air battles with his scythe are paying off: he's got some serious sword play.

(CONTINUED)

CONTINUED:

Jack spins and swings, his blade nicking the scraggy end hairs from Crowe's bushy beard!

The others crack up laughing. Crowe is not as amused.

CRAWE

Careful, Forrest. Trust me, you don't want to get on my bad side.

JACK

You have a good side?

Another burst of laughter. Even Roderick smiles, amused. Crowe is fuming now, defiantly resuming his stance. With a ROAR he swings even harder at Jack.

Their blades clash, back and forth, as the duel grows more intense, Crowe's rage intensifying with every blow. Suddenly it's not very funny anymore. Keel and GROTT exchange concerned looks. Jack is barely holding his own as Crowe presses, relentless.

CLANK! Crowe finally knocks the sword from Jack's hands, rendering him defenseless. Jack's eyes go wide as Crowe swings for his throat...until a second blade swings in to block it. Crowe turns to find Roderick glaring at him. He lowers his sword, humiliated.

CRAWE

Ah, I wasn't gonna hurt him. I was just teaching him a lesson.

RODERICK

If he needs instruction, I'll be the one to do it. Understood?

Crowe skulks off. Jack picks up Keel's sword and returns it to him as Keel regards him with new admiration.

EXT. MOUNTAIN/BEANSTALK - DAY

The men are back on the stalk, much higher now. Ice crystals coat the stalk, making the ascent even more perilous. Roderick leads. Jack follows in the middle of the pack between Grott and Keel, scanning the clouds above them with concern.

EXT. MOUNTAIN/BEANSTALK - LATER

The punishing climb is taking its toll on them all. Jack's labored breathing is visible in the frigid air.

(CONTINUED)

CONTINUED:

GROTT

Need to... Take deeper breaths...
The air's thin up here... But that
means... We're getting closer.

KEEL

We hope. How much further do you
think, Roderick?

Roderick glances back to answer when he notices Jack has
stopped in his tracks, a worried expression on his face.

RODERICK

Jack? What is it?

Jack SNIFFS the air. Scans the clouds once again,
notices they've grown darker overhead.

JACK

There's a storm coming.

GROTT

How do you know?

JACK

Trust me. We should find shelter.

SHARPE

We don't have the time to wait out
a storm! This ice is already
slowing us down.

Jack looks to Roderick, dead serious. Roderick is torn.

RODERICK

Sharpe's right. We need to keep
moving.

BOOM! A crash of thunder startles them. Wind whips
their faces as they press on, mindful of the ice. Jack
looks at the nearest stalk leaves, notes the way they
bend, the way the ice coats their leaves.

JACK

(over the wind)
RODERICK, THIS IS A MISTAKE!

GROTT

WE'RE GUARDIANS, FORREST! IT'LL
TAKE MORE THAN A LITTLE RAIN TO
STOP US!

JACK

IT'S NOT GOING TO RAIN!

(CONTINUED)

CONTINUED:

Roderick glances down at Jack, confused by what he means...when the charcoal skies above suddenly erupt up in a massive HAILSTORM.

Chunks of ice the size of golf balls pelt their armor. The sound is unnerving. The men are forced to stop where they are and protect their heads from the falling ice.

The storm intensifies, getting fiercer. Darker. Louder. The stalk SWAYS wildly. Keel scans the mountainside from beneath his shield. Spies a small cave some 20 yards above.

KEEL
UP THERE! WE CAN TAKE COVER!

Roderick sees what he's pointing at and signals his consent. The men scramble up the icy stalk, suffering blow after blow from the pounding hailstones.

Crawe notices a POWERFUL VIBRATION coming from the stalk and fears the worst.

CRAWE
(calling up to Grott)
DO YOU FEEL THAT?

GROTT
WHAT?

CRAWE
THAT VIBRATION! ON THE STALK!
GIANTS!

Grott peers upward, sees nothing of the sort.

GROTT
IT'S JUST THE HAIL! NOTHING TO BE
AFRAI--

WHAP! Something ten times the size of a hailstone nails Grott square in the chest and sends him flying off the stalk into oblivion.

WHAP! WHAP! WHAP! Huge green boulders sail down.

CRAWE
The beans... IT'S THE DAMN BEANS!

One just misses Crawe by a hair and slams into another Guardian, sending him sprawling into the void.

CRAWE
(shakes his head)
Not the way a man wants to go.

(CONTINUED)

CONTINUED:

WHAP! Another Guardian goes down.

Roderick squints upward, sees the empty pods. The stalk SWAYS from the wind; the men considering jumping to the mountain face, but it's too far.

ON JACK

as he comes to notice something else amidst the chaos: the hairs on his arm are standing on end.

JACK
(realizing)
Oh no... THE ARMOR!

KEEL
Now what?!

JACK
THROW OFF YOUR ARMOR NOW!

KEEL
What?

Roderick locks eyes with Jack - immediately trusts that he knows what he's talking about - and starts ripping off his armor.

RODERICK
DO AS HE SAYS!

A GUARDIAN on the stalk below Jack is having trouble hearing above the storm.

GUARDIAN
What's he on about?

Just then, A BOLT OF BALL LIGHTNING hits the stalk, races up its length and ZAPS the Guardian, sending him tumbling into the ether, knocking down another Guardian with him. The others begin frantically ripping their armor off as they scurry upward to safety.

Up above we glimpse the first of the Guardians making it to the cave - Roderick still hanging onto the stalk, helping others jump across from the stalk.

RODERICK (O.S.)
(under the storm)
Jack!

Jack looks up, but can barely see for the storm. Panic sets in as he holds onto the stalk for dear life...until a hand shoots out from above and snatches Jack's wrist. Jack looks up to see...

(CONTINUED)

CONTINUED:

CRAWE
HANG ON TO ME!

Jack holds tight as Crowe leads him up. They reach the point on the stalk where they must jump to reach the cave. The stalk continues to sway wildly in the storm, so they must time it just right.

Crowe goes first and makes it across without incident.

CRAWE
Come on, Jack! Jump!

Jack waits for what he believes is the right moment, takes a three-step running jump...just as the stalk pulls away from mountain face. He flies through the air, barely managing to catch hold of the slippery lip of the cave with his hands. Crowe and Keel hurry to help him up.

JACK
Thanks.

Crowe gives a "don't mention it" nod to Jack, and a hearty smack on the back. Jack turns, sees there's only five of them here, including him. More than half their group are gone. He looks around --

JACK
Where's Roderick?

Keel shakes his head solemnly, as if all is lost. Jack looks more stricken than anyone. He lowers his head as the group sits in devastated silence, the only sound the relentless pounding of hailstones as we...

FADE TO BLACK.

INT. MOUNTAIN CAVE - DAWN

Jack's eyes flutter as he wakes. Hears the four Guardians suiting up. He squints into daylight. The storm is over. Jack finds Crowe and Keel poised at the lip of the cave.

CRAWE
We're here.

Confused, Jack steps to the edge of the cave, peers up... Amazingly enough, about 100 yards above, we see where the mountain reaches its summit.

PULL BACK TO REVEAL that the mountain cave where the men took shelter is actually the "mouth" of a HUMONGOUS STONE GANTUAN GARGOYLE carved into the mountainside.

EXT. WHISPERING MOUNTAINS - THE SUMMIT - DAY

The remaining men - Crowe, Keel, Logan, Sharpe and Jack - reach the summit, each climbing carefully off the stalk onto the land.

THEIR POV

gazing out upon the unforgiving woods that border the cliffline. Trees are strange-looking; ebony-black and leafless, they seem ancient and dead, painting black shadows beneath the grey, foreboding skies.

SHARPE

(deadpan)

Well, this should be fun.

Crowe, now the de facto leader, steps forward.

CRAWE

Right then, we've got a job to do.
We best get to it.

Keel reacts to the audible RUMBLE of Crowe's stomach.

KEEL

Was that you?

Crowe nods.

KEEL

Sounds like a bloody fist fight.

Jack thinks for a minute, digs into the pockets of his coat and comes up with...TURNIPS. He hands them out to the men. Crowe bites into a raw turnip as he leads them headlong into the unearthly forest.

EXT. FOREST CLEARING - HOURS LATER

Fatigue has set in among the men after hours of hiking through the thick woods. They emerge from the forest into a sizeable tall grass clearing. At the center of it lies a WATERING HOLE, where ten or so SHEEP drink casually from its perimeter.

Crowe's eyes light up at the prospect of an easy meal.

CRAWE

Looks like Mother Nature's ringing
the dinner bell...

He unsheathes his sword, ready to rush in and attack the sheep when Jack halts him.

(CONTINUED)

CONTINUED:

JACK

You can't just charge in. They'll scatter, you'll never catch them. Let me show you how it's done.

The others watch as Jack approaches the sheep in a non-threatening manner. He walks up to one, who reacts a bit skittishly at first, but soon Jack is stroking its head as it drinks.

JACK

See? You almost have to become one with the animals, gain their trust...

As he slowly reaches for his sword, Jack notices something odd about the ground.

JACK'S POV

as he kicks aside the grass to reveal a strange pattern on the ground below. Almost like looking closely at a...

He stands bolt upright with recognition, turns to run back towards the others.

SHARPE

What the hell is he doing?

Just then, a GIANT GROUND SNARE, encompassing the entire watering hole and its perimeter, is triggered, quickly hoisting Jack and most of the sheep high into the trees in a tight, oversized net.

The Guardians can't believe their eyes.

ANGLE ON JACK

caught up at an odd angle, unable to reach his sword to free himself, wet, bleating sheep piled all around him.

JACK

A little help here guys?

As the Guardians reach the base of the tree, Craze can't help but gloat.

CRAZE

So this is how it's done, huh?

KEEL

Looks like you've become one with the animals all right.

(CONTINUED)

CONTINUED:

JACK

Just get me down from here, will
you please?

The Guardians can't reach the bottom of the netting from
the ground - they're going to have to climb the tree.

SHARPE

Someone give me a leg up.

Logan interlaces his fingers and hoists Sharpe up to the
lower branches of the tree. He reaches out with his
sword, tries to reach the net but has no luck.

SHARPE

I'm going to have to cut it from
the top.

As he begins to climb higher, we hear a LOUD CRUNCH in
the distance. Alarmed, the Guardians quickly spin,
scanning the woods for the source. Another LOUD CRUNCH.
Then another. And another. Nearing...

JACK

Get me out of here!

SHARPE

I'm trying.

The CRUNCHES are getting progressively louder, closer.

KEEL

Take cover!

JACK

(over the bleating
sheep)

Where are you going?!

SHARPE

Stay quiet! I'm almost there...

Crawe, Keel and Logan take cover on the far side of the
clearing, just as something awful emerges from the
jungle.

GUARDIANS' GROUND LEVEL POV

as A PAIR OF LEGS AS THICK AS REDWOODS step out into the
clearing. So muscular as to look deformed, the contours
hairy and misshapen.

KEEL

My god...

(CONTINUED)

CONTINUED:

JACK'S POV

twisting in the netting, only able to see MASSIVE FEET...

ANGLE ON JACK

surrounded by terrified, bleating sheep.

SHARPE'S POV

from high in the tree, slightly above, as A GIGANTIC, BULBOUS HEAD, covered in coarse hair, obscures his view.

GUARDIANS' GROUND LEVEL POV

TILTING UP TO REVEAL A GIANT IN ITS ENTIRETY, looming over Jack and the sheep. It is, at first glance, truly monstrous. Gnarled with tumorous bulges, every muscle taut - an enormous, distorted relative of the human race.

Its massive nostrils flare, sniffing something foreign. Its huge eyes narrow, peering around suspiciously... then he shrugs it off, and proceeds toward the sheep, pleased with his catch. The Giant reaches up and rips the trap down from the tree. Opens the top and reaches in...

ON JACK

as HUGE FINGERS brush past him.

THE GIANT

plucks out a wildly bleating sheep and bites it in half, wool and all, a bit of snack for the journey home.

THE GUARDIANS ON THE GROUND

are both awed and disgusted. Crowe withdraws his sword, eager to fight. Keel halts him with an arm across his chest, holding him back.

THE GIANT SPINS

Again those massive nostrils flare. Sniffing.

SHARPE

raises his sword above his head, ready to jump down from his perch and bury his sword in the Giant's skull, but --

THE GIANT BOUNDS ACROSS THE CLEARING WITH ALARMING AGILITY, halting on the far side to scan the area. He sniffs the air - something's definitely not right here. He pulls out a CLUB the size of a boulder and swings it ominously before him, poised to attack.

(CONTINUED)

CONTINUED:

Just then, a SOUND like a DEAFENING FOGHORN reverberates through the air, grabbing the Giant's attention. He scans the area briefly once more, then puts away his club, slings the bag of sheep and Jack over his shoulder, and heads back into the forest the way he came.

After a moment, Crowe, Keel and Logan hustle across the field from their hiding spots and rejoin Sharpe as he drops down from the tree.

LOGAN

What now?

CRAWE

We follow it.

SHARPE

What about Jack?

Crowe wouldn't admit it, but he feels bad about Jack.

CRAWE

Not much we can do for him now.
Once we have the Princess, we'll see about rescuing Jack. He's a resourceful bugger, he'll figure something out.

EXT. THE LAND OF GANTUA - DAY

A MONTAGE of images, separated by FADE OUTS, all from JACK'S DOWNWARD-LOOKING POV as he hangs helpless in the trap slung over the Hunter Giant's back.

- The grass of the forest giving way to the dirt of a path.

- The dirt of the path leading to a street paved with massive stones.

- Other Giants's LOWER EXTREMITIES as they pass by, moving with purpose.

- Glimpses of VILLAGE STRUCTURES. Odd, other-worldly.

- Cobblestone road changing to polished stone as we catch quick flashes of a monumental building.

Throughout, we HEAR that deafening, foghorn-like call repeated at regular intervals.

INT. KING MAGNUS'S CASTLE - STORAGE PANTRY - DAY

Cold and dank. Lined floor to ceiling with shelves holding a wide variety of food. Jack's captor enters, hastily empties his trap into a backyard-sized baking pan before exiting.

Once he's gone, Jack stands, dusts himself off and takes stock of his situation. He jumps up, just manages to grip the edge of the pan and pull himself up and over. The sheep aren't so fortunate.

Jack spies a huge tray of food on the same shelf - big wads of some sort of meat wrapped in pastry. He moves to one, begins wolfing down handfuls of the flaky crust when he notices the true nature of the food - it's a whole roasted pig wrapped in pastry - literally, a "Pig in a Blanket".

Jack shrugs to himself, then tears away a strip of roasted flesh and gobbles it down.

EXT. GANTUA - DUSK

The four Guardians wander the Gantuan city, taking in its oversized alien landscape... which is presently deserted.

CRAWE

Where is everyone?

The others shrug. Keel notices ahead --

KEEL

Hey -- look there.

A most impressive sight: THE GANTUAN CASTLE. Carved into the ground itself, it's an extraordinary feat of construction [architecture specifics TBD]. The cold and ominous fortress of a Gantuan king. It is from here that the FOGHORN CALL emanates.

The Guardians near the castle with awe. The gates remain open. Beyond them, warm light beckons them to descend.

CUT TO:

INT. KING MAGNUS'S CASTLE - CORRIDOR - NIGHT

THREE PAIRS OF GIANT FEET marching over stone. Arriving at a door. A GIANT FIST knocks on its stone.

In a moment it is opened by a cretinous Giant Sentry (CLANK), revealing a barely-illuminated chamber within...

INT. KING MAGNUS' CASTLE - FALLON'S CHAMBERS - CONTINUOUS

The three Giants enter the dark space. They are DAGON, VULLGOR and RAND: Giant Senators. Their expressions are grave and mournful, but presently confused as they regard

AN ARMED CADRE OF FIERCE-LOOKING GIANT SOLDIERS lining the walls, flanking their leader (FALLON), who sits obscured in shadow at the rear of the chamber.

DAGON

General? You sent for us?

VULLGOR

The ceremony is about to start --

From his seat in the darkness, a grim, gravelly reply:

FALLON (O.S.)

There are men in Gantua.

The Giant Senators appear utterly baffled...

FALLON (O.S.)

I caught them trying to enter my chambers, their weapons at the ready, intending to kill me.

DAGON

Humans, here? But they could never make the climb! It's impossible --

FALLON (O.S.)

Oh? Explain this then...

From behind them we hear the sound of STONE WHEELS rolling. The three Giant Senators turn to find Clank rolling something out from a dark corner: A WOODEN GURNEY, on which the corpses of two humans are laid.

We recognize them as the two guides who were with Roderick and Isabelle in the forest outside Cloister.

VULLGOR

I would've never believed it...

FALLON (O.S.)

This can mean only one thing: Cloister has somehow learned of our King's death, and decided to seize the opportunity to strike.

(CONTINUED)

CONTINUED:

DAGON

And destroy a peace of 100 years??

O.S. that foghorn sounds again. The Senators look to each other, visibly shaken. Only Dagon looks dubious --

-- as GENERAL FALLON leans forward Kurtz-like, his cold, scarred visage illuminated just enough to chill us.

FALLON (O.S.)

Let it be known, once the ceremony has ended, this will be my first priority.

INT. KING MAGNUS'S CASTLE - STORAGE PANTRY - NIGHT

Having gorged himself on pig and blanket, Jack licks his fingers clean. Now, how does he get out of here? Jack surveys the room, notices a giant-sized mop leaning against the wall adjacent to the shelves.

It's a bit of a leap but he's pretty sure he can make it. He takes a running start, jumps, catches the handle in a bear hug and slides down to the floor. Jack carefully proceeds out into the hallway.

INT. CASTLE HALLWAY - NIGHT

Jack wanders about alone, trying to figure out where he is... and where the princess might be. THUNDEROUS IMPACT TREMORS herald the approach of a Giant. With no where to run, Jack ducks into...

INT. UNKNOWN ROOM - CONTINUOUS

...a dimly lit room of unknown origin. Nothing of note inside except for a large, eight-foot tall rectangular wooden box of sturdy construction. The POUNDING of the Giant's footsteps is getting closer and there's seemingly nowhere in here to hide.

Jack jumps up and pulls himself atop the box. It's then that he notices a large circular hole cut in the box, some ten feet in diameter. The footsteps pound closer and closer. Jack has no choice but to set his grappling hook from the climb and lower himself into the hole.

INSIDE THE BOX

Jack hangs in the dark, his face contorted by some godawful smell.

(CONTINUED)

CONTINUED:

He takes the last of the turnips from his pocket and lets it fall. Takes a long time to hear it splash faintly as it reaches bottom.

We HEAR the Giant finally enter the room, the box and rope shaking visibly as it draws near.

JACK'S POV

looking up as the unthinkable happens: the Giant sits his naked, hairy ASS upon the box, obliterating all light.

JACK

You've gotta be kidding me.

After a moment, the Giant FARTS, the blast of putrid air nearly knocking Jack from the rope. A few thunderous GROANS follow. Then a horrible sound, like mud squishing through fingers, emanates from above just before something brown and awful, the size of a Clydesdale, drops past Jack and splashes hundreds of feet below.

Jack is thoroughly disgusted as the Giant stands, discards a blanket-sized swatch of cloth into the hole and exits the room. With that, Jack begins slowly climbing back up.

INT. KING MAGNUS'S CASTLE - FOYER - NIGHT

Hands down the biggest entrance hall you've ever seen. In the center is a circular portal, opening down into a truly massive CEREMONIAL CHAMBER carved deep below the surface. A spiral walkway, lighted by multitudes of huge, fireplace-sized torches, leads all the way down.

STRANGE MUSIC, mournful yet strikingly beautiful, emanates from below, its source as yet unseen, as a PROCESSION OF HUNDREDS OF GIANTS makes its way down.

The Guardians peer in furtively from above.

SHARPE

Looks like the entire kingdom is down there.

LOGAN

But why?

KEEL

Maybe it's bath night.

CRAWE

C'mon. We can get down this way.

INT. CEREMONIAL CHAMBER - LATER

From this vantage, the true nature of the gathering becomes clear. Laid out on an ornate viewing table at the front of the room is the body of a Giant adorned in flowing, regal attire - KING MAGNUS. A FEMALE GIANT sits beside his body, playing that strange, mournful music on a GIANT HARP.

On a dais behind the body, TROD, Gantua's RELIGIOUS LEADER, addresses the crowd, as General Fallon - decked out in flowing regal attire, an imposing presence with his cold, scarred features - looks on solemnly.

TROD
...for it has pleased our gods to
call to their mercy our late
sovereign ruler, King Magnus.

ANGLE ON THE GUARDIANS

hidden in shadows near an entrance halfway down, looking down in astonishment. They speak in hushed tones.

CRAWE
"Magnus" - wasn't he the one who
took the princess?

KEEL
That's what the scroll said.

CRAWE
And now he's worm meat?
(scowls, mulling it)
Something's not right.

BACK TO TROD

as he continues to address the mourners.

TROD
Being that he had no living
offspring and thus no rightful
heir, so shall his younger
brother, Fallon, now become our
only lawful king, defender of the
faith and sole leader of Gantua.

MOURNING GIANTS
(in unison,
 earsplitting)
LONG LIVE THE KING!

(CONTINUED)

CONTINUED:

The beating of THUNDEROUS CEREMONIAL DRUMS begins. They will punctuate the following scenes.

ANGLE ON THE GUARDIANS

reacting in pain to the overwhelming sounds.

ANGLE ON GIANT HANDS

pounding huge mallets against enormous handmade drums.

THE GUARDIANS

cover their ears, trying to block the punishing volume.

SHARPE

(shouting above the
din)

Now might be a good time to find
the Prin--

Without warning, a GIANT HAND sweeps into view, the heel of its palm catching Sharpe mid-back and slamming him into the wall with the force of an oncoming freight train, crushing him dead.

The others look up to see a GIANT SENTRY looming above them. They watch as the Sentry wipes his bloody hand on his pants before they scatter out into the hallway.

INT. CEREMONIAL CHAMBER - CONTINUOUS

The drum beats wail as Trod carefully removes the golden crown from Magnus's head.

INT. HALLWAY - CONTINUOUS

The Sentry scours the area, looking for the Guardians. Keel ducks out from his hiding place and drives his sword deep into the Sentry's right calf. The Sentry HOWLS and furiously swings at Keel, nearly taking his head off.

INT. CEREMONIAL CHAMBER - CONTINUOUS

The tempo of the drums is steadily increasing as Trod carries the King's crown toward General Fallon...

INT. HALLWAY - CONTINUOUS

Logan darts in at the wounded Sentry, swings his sword with all his might and hacks through the Sentry's left Achilles tendon. The Sentry lets loose a SHRIEK to rival the volume of the drums.

INT. CEREMONIAL CHAMBER - CONTINUOUS

Fallon falls to his knees to accept the crown --

INT. HALLWAY - CONTINUOUS

-- just as the Sentry drops to his knees, hobbled by Logan's tendon cut. Crowe seizes the opportunity to run straight up the Sentry's back, takes a leaping bound --

INT. CEREMONIAL CHAMBER - CONTINUOUS

As the royal crown is lowered onto Fallon's head --

INT. HALLWAY - CONTINUOUS

-- just as Crowe buries his sword in the base of the Giant Sentry's skull, bringing it down dead.

CRAWE

Now that's how you slay a Giant!

A VIOLENT ROAR suddenly booms from the far end of an adjacent hallway. All three look to find another GIANT SENTRY bounding toward them. Oh crap.

CRAWE

Run!!

Crowe breaks one way, Logan breaks another, beating a hasty retreat -- when a huge metal clamp falls over him. He's been snagged by a "man-catcher." The weapon's jaws pin Logan helpless as he's whisked away.

ON KEEL

running for dear life, but no match for a Giant. The Sentry scoops him up in his hand, regards him with some amusement.

Keel manages to retrieve an arrow and JAMS it like a splinter right under one of the Giant's fingernails. The Giant HOWLS, loosening his grip. Keel drops twenty feet to the stone ground with a sickening THUD.

INT. CEREMONIAL CHAMBER - CONTINUOUS

Metallic powder is released into the hall's torches, changing the flame from a warm yellow-red to an iridescent GREEN, bathing the hall (and Fallon) in an eerie, menacing glow. The drumbeat reaching its peak.

INT. HALLWAY - CONTINUOUS

Keel on the ground, trying to get to his feet, desperate for a way to run -- when he's draped in shadow. He looks up in horror to see a BOOT the size of a tank coming down on him! He rolls away and dodges the boot's crushing step just in the nick of time, gasping relief --

-- only to get CRUSHED by the Giant's *other* foot.

INT. MAGNUS'S CASTLE - LOWER DEPTHS

Jack descends warily. It's damp and cold. Cobwebs and mold coat the blackened walls.

Jack halts, sees a hairline sliver of amber light ahead. He approaches warily, careful to be as quiet as he can.

A HEAVY DOOR has been left open just a crack. Jack nears, has a hunch. He tugs the door just enough to slip through it, and into --

A STONE SPIRAL STAIRWELL

A 3-foot candle in a candelabra is the sole light source. Jack slips the candle from its holder, uses it as a torch. There's a pervasive eeriness to this place as he climbs down the curving flight of treacherously steep steps.

He passes large, rusty weapons dangling from cruel-looking hooks along the wall. The last of these weapons makes his skin crawl: a long pole that ends in an open clamp like an iron rib cage. Jack recognizes it...

JACK
(breathless)
A 'man-catcher'...

Jack forces himself to look away -- and sees roughly scrawled on the opposite wall in what looks a lot like dried blood:

**FEE FI FO FUM
SMELL THE BLOOD
OF CLOISTER'S SONS**

(CONTINUED)

CONTINUED:

Jack descends the last steps, eyes widening as his torch light finally finds a massive cavern that is clearly --

AN ABANDONED DUNGEON

Truly enormous even by giant standards, more cave than room; black, jagged rock walls glisten with dampness. But it's the "floor" that truly astonishes: comprised of a series of at least 100 RECESSED PITS carved roughly 6 ft. wide and 20 ft. deep. Some of the holes are sealed from the top by iron bars.

From within Jack hears what sounds like faint CRYING?

JACK
(whispers nervously)
Hello?

ISABELLE (O.S.)
(faintly)
Roderick? Is that you??

Jack ventures forward, hurrying across the honeycombed floor, traversing the paths between the pits until he arrives at Isabelle's. He bends to his knees and shines light through the iron bars to see...

... Princess Isabelle, some fifty feet below. She seems a bit banged up, but otherwise okay. And to Jack's eyes as beautiful as ever.

ISABELLE
(squints into the
light)
Hello?

JACK
(hushed)
Princess, my name is Jack Forrest.
I'm here to rescue you. Are you
all right?

ISABELLE
I've been better.

JACK
Don't worry. I'm going to get you
out.

ISABELLE
How?

(CONTINUED)

CONTINUED:

JACK

(pauses)

Um, that's a fair question. Let me think...

ISABELLE

If you have a sword, you might use it to pry the lock.

Jack looks at the lock on the grate. It could work.

JACK

Right.

Jack draws his sword, jams it into the lock, twists at it forcefully.

ISABELLE

(tentative)

Is there any word of Roderick? I fear he was injured trying to protect me.

JACK

No, he survived the attack...

A wave of relief washes over the Princess.

JACK

...but not the climb up to Gantua. I'm very sorry.

This knocks the wind right out of her. All measure of royalty slips away as she is overcome with grief.

ISABELLE

(fighting back tears)

I... I see.

JACK

Almost got it... There!

The lock breaks open. Isabelle quickly wipes her eyes, suppressing her private moment of sorrow. Jack secures his grappling hook to the gate and pulls it off.

JACK

I'm going to lower some rope. Hold tight and I'll --

A RUMBLING cuts him off.

Alarmed, Jack sees the dirt and stone sides of the hole are starting to crumble and cave. The hole was booby-trapped!

(CONTINUED)

CONTINUED:

ISABELLE

The pit is collapsing! Hurry!

Jack tosses the rope down and she grabs on. He immediately begins hoisting her up as more and more debris rains down. A chunk of rock just barely misses her head!

Jack knows he won't pull her up in time -- when he suddenly has an idea. He quickly grabs the iron grate, TIES the rope to it... Isabelle dangling in the pit, walls caving in on her... Jack hefts the grate to the nearest hole, and with one big hurl TOSSES it in -

- the grate's weight serving as a pulley that instantly yanks Isabelle out of the crumbling pit a split-second before the collapsing walls would have crushed her! Jack hurries to her and helps her up.

ISABELLE

That was close... Thank you, I...

Isabelle notices Jack's strange outfit - part peasant clothing, part armor - and is rightfully confused.

ISABELLE

Wait. Did my father send you to rescue me?

JACK

Uh, more or less. Why, is something wrong?

ISABELLE

No, I just would've thought he'd have sent Guardians.

JACK

He did. I mean -- I am.

She looks puzzled. Jack's quick to change the topic, notes the dirt on her back and reaches to dust her off.

JACK

You've got some dirt on your --

-- she tenses a second before he's about to touch her. He suddenly freezes, remembering her status.

JACK

Sorry. I forgot myself.

ISABELLE

I'll clean up later. We'd better go.

EXT. TOP OF THE BATTLEMENT - EVENING

Crawe crests the battlement wearily, mourning the loss of his companions, still searching for where they might be hiding the princess. He peers around the length of the battlement - he's alone up here, but surely not for long.

He races down its catwalk, arriving at the far side of the castle, perched above a steep slope of mountain. He looks down at the vertiginous drop.

VOICE (O.S.)

Crawe!

Crawe abruptly spins to find Roderick crouched up here as well. Crawe is stunned, almost tearful with relief.

CRAWE

Roderick! How did you -- ?

RODERICK

I'll explain later. Quickly.
This way.

Crawe hurries to join Roderick, following him along the battlement's precarious ledge.

RODERICK

Who else is with you?

CRAWE

(shakes his head
gravely)

I'm the last of us.

Roderick wraps a consoling arm around Crawe.

RODERICK

They were good men, Crawe. Brave
men. I'd like to think that they
are in a better place now.

Crawe nods, moved.

RODERICK

But maybe you ought to confirm
that.

Roderick suddenly seizes a stunned Crawe and shoves him off the battlement's steep edge, his hefty body tumbling into a thicket of trees, vanishing as it crashes through branches and snapping limbs.

Roderick stares after him, a cold emptiness behind his eyes.

INT. CORRIDOR - LOWER LEVEL - NIGHT

Jack is trying to retrace his steps and find a way out of here.

JACK
Yeah, I think this looks
familiar... uh... just up here a
ways.

Isabelle isn't buying it.

ISABELLE
You have no idea where we're
going, do you?

JACK
I managed to find you, didn't I?
I can find my back way out.

They continue forward for a moment until Jack pauses.
Who's he kidding - he's completely lost. Just as he's
about to fess up...

ISABELLE
Look!

She points to light flickering from a doorway up ahead.
Jack withdraws his sword.

JACK
Stay behind me.

INT. CEREMONIAL CHAMBER - NIGHT

Jack and Isabelle approach the entranceway cautiously,
inching forward to get a look inside the chamber...

JACK AND ISABELLE'S POV

revealing KING MAGNUS'S gigantic body, lying in state.

ISABELLE
(realizing, whispers)
That must be King Magnus. I
overheard my captors talking,
apparently he died in his sleep
two nights ago -- Jack, where are
you going?

Jack moves forward, noticing something odd about Magnus's
hands. He climbs up on the table for a closer look.

ANGLE ON MAGNUS'S FINGERNAILS

(CONTINUED)

CONTINUED:

Behind the nails they look somewhat like bloodshot eyes.
This means something to Jack...

ISABELLE
(impatient)
Yes, it's a dead Giant.
Fascinating. But I really think
we should keep moving. Jack?

Jack quickly proceeds up to Magnus's head. Steeling
himself, Jack reaches into Magnus's rigor-twisted mouth.

ISABELLE
What on earth are you...?

Jack ignores her as he strains to pull Magnus's huge
lower lip back.

ANGLE ON MAGNUS'S MOUTH

revealing dark purple spots dotting his gums and the
inside of his lower lip.

Jack lets go of the lip and it snaps back with a funny
sound. He hops down, a determined look on his face.

JACK
He was poisoned.

ISABELLE
Poisoned?

JACK
Arsenic most likely. We've seen
it in our cattle. It comes from
the land... Our land.

ISABELLE
From Cloister? I don't --

Just then the sound of nearing GIANT FOOTSTEPS. Alarmed,
they quickly duck back out of sight moments before

FALLON ENTERS.

Seemingly alone, Fallon crosses to the body before him.
Stands here a solemn beat, then aloud:

FALLON
He was my brother... but he was
weak, like Gantua itself. We were
once a race of rulers, now we are
content merely to survive.

(CONTINUED)

CONTINUED:

ON JACK as he steals a confused look at Isabelle: what's with the monologue?

FALLON

Did his subjects complain? Of course not. It's not in their nature to disobey their precious king. Fortunately for them, I managed to expedite his succession.

RODERICK (O.S.)

With a little help, of course.

Jack and Isabelle instantly stunned: Roderick?!

FALLON

Very little.

Sure enough, we find Roderick's tiny figure stepping out from alongside the opposite end of Magnus's massive body.

FALLON

Meanwhile, you jeopardize our arrangement by your presence now. Tell me why are you here?

RODERICK

Because of a giant beanstalk.

FALLON

A beanstalk?

RODERICK

Growing all the way up from the base of the mountain. I half-suspected it was your doing.

FALLON

Well it wasn't. You're supposed to be leading an army to war.

RODERICK

I had no choice. Brahmwell sent me up to rescue his daughter. I'm just lucky I was able to slip away.

FALLON

How many were with you?

RODERICK

Just a handful of Guardians... and the idiotic peasant who planted the stalk.

(CONTINUED)

CONTINUED:

Jack is stung -- can't believe what he's hearing.
Isabelle is equally confused.

RODERICK

But I've been thinking. Maybe we
can use this turn of events to our
advantage.

FALLON

How do you mean?

RODERICK

If I return to Cloister, report
that the Princess and the rest of
my party are all dead...

FALLON

(getting it)
Brahmwell will be blind with rage.
Any hesitation will vanish.

RODERICK

Precisely. Not to mention I've
delivered you a few more bodies:
further proof of Cloister's
"invasion," should those two souls
I provided earlier fail to
adequately persuade those who
might oppose you.

Isabelle is beyond shocked. Not one to bite her tongue,
she steps forward, opens her mouth to speak... when Jack
slaps a hand over her mouth and pulls her back.

FALLON

Very well. Do this and you shall
have fulfilled your end of the
bargain.

RODERICK

I dare say I've done more than
that already, King Fallon.

(off Fallon's frown)

I delivered the Princess. I
delivered the means with which to
dispose of your brother. And soon
I'll deliver all of Cloister
itself. I trust you'll keep that
in mind when it comes time to live
up to your end of the bargain.

FALLON

(irritated)

If it's compensation you're
worried about, here...

(CONTINUED)

CONTINUED:

Fallon reaches into his pocket, takes out a handful of gold coins the size of salad plates. He squeezes them tightly in his massive palms, compressing them into a single GOLD EGG which he tosses to Roderick.

FALLON

Finish what you've begun and you'll have more gold than you could ever live to spend.

RODERICK

I'm not certain I like how you phrased that --

FALLON

You have my word, and as of today my word is law. Just make speed to Cloister and draw Brahmwell's warriors into position.

JACK AND ISABELLE

are absolutely floored by these revelations.

Just then, a heavy door BANGS open from the opposite side of the chamber. Roderick turns back to see Fallon's fierce bodyguards, BOBBITT and CLANK enter... carrying the bodies of Keel and Sharpe.

BOBBITT

Sorry to disturb you, Sire...

CLANK

...there are MEN in the...

Clank sees Roderick and his jaw drops. Bobbit clenches his fists on instinct as he takes an aggressive stance.

FALLON

This is Roderick, a Guardian of Cloister. An ally.

The massive pair back down like dutiful Rottweilers.

FALLON

He was just leaving. See that he does so unharmed.

The henchmen are confused, but trust Fallon. They march off, Roderick right behind them -- when he remembers:

RODERICK

Oh, about the Princess --

(CONTINUED)

CONTINUED:

FALLON

I spared her life, as you asked.
Although I can't understand why.

RODERICK

(grins)
Every rich man needs a concubine.

Roderick exits behind Bobbitt and Clank. Fallon remains a beat, regarding his dead brother once more... when his nostrils flare. Smells something. He turns in Jack and Isabelle's direction, then chalks it up to Roderick:

FALLON

Filthy creatures.

Fallon finally exits. Once he's sure the coast is clear, Jack turns to Isabelle - who looks down at his hand covering her mouth - and Jack immediately releases his grip, embarrassed to have even touched the princess.

JACK

Sorry. You didn't leave me much choice.

Isabelle is too incensed to get respond.

ISABELLE

Roderick. Of all people! My father trusted him...

(re: her own betrayal)

We all did.

A beat. Jack feels for her, doesn't know what to say.

ISABELLE

So they've arranged to have Roderick lead Cloister's army to the battle plains. It's clearly a trap, but of what sort?

JACK

I don't know. But we need to get you home and warn your father.

INT. KING MAGNUS'S CASTLE - THRONE ROOM - LATER

A group of GIANT SENATORS await an audience with the new king -- when the door bangs open and Fallon's personal cadre of soldiers marches in. Mirthless eyes fixed dead ahead, these fierce, gruesome soldiers fan out to reveal Fallon behind them: carrying the bodies of Sharpe, Keel and Logan. The Senators stare aghast.

(CONTINUED)

CONTINUED:

FALLON (O.S.)

I'm afraid the message is all too clear.

He casts their bodies on the center of the stone floor and is met with audible GASPS from the Senators.

FALLON

Cloister wishes to wage war upon us. If we do not strike now, they will bring the battle to us.

Uneasy murmurs ensue, the evidence impossible to ignore.

VULLGOR

Strike, your majesty? How do you--

FALLON

Trust me.

(menacing; cryptic)

There is a way.

More murmuring. Only SENATOR DAGON dares speak up.

DAGON

Sire, this peace has lasted over a century. Your brother respected our pact with mankind. Surely there must be another course of --

FALLON

(points at the dead bodies)

They were assassins, Senator.

Sent here to murder your new King.

DAGON

(cautious)

Your majesty, if I may... there are rumors that Cloister's Princess has been abducted.

FALLON

What are you insinuating, Dagon? That I somehow had a hand in it?

DAGON

I am merely suggesting that these men - these dead men - may have had other motivations.

FALLON

Nonsense. They were sent by Cloister to invade our kingdom --

(CONTINUED)

CONTINUED:

LOGAN (O.S.)

He lies!

All eyes on Logan, still half-alive. Fallon lifts him up, glaring. Logan spits in his face.

LOGAN

Liar! We --

Fallon abruptly BITES HIS HEAD OFF AND TOSSES HIS BODY! Fallon chews for what seems like an eternity. The Senators silently cringe at this gruesome display.

Fallon finally returns his attention to Dagon.

FALLON

You speak of motivations, Senator. It hasn't escaped my notice that you are next in line for the crown. Perhaps that would explain your subversive accusations.

DAGON

I accused you of nothing, Sire. It is my duty to advise.

Dagon glances at his fellow Senators for support, but they avoid his eyes. He's clearly the lone dissenter.

DAGON

If you are ignorant of the fate of Cloister's princess, why not make this clear to their king? It's what Magnus would have--

FALLON

You dare to invoke my brother's name even as you insult his throne. Hear me now. I will not stoop to appease the very race who would see us destroyed. Not long ago, they belonged to us. Perhaps it is time to remind them of this.

(rises; to all)

I am your king now. And should I choose to go to war, I shall require your support. How will you respond?

Silence. Dagon opens his mouth, about to protest -- when Senator Vullgor POUNDS his club on the table in approval of war. Soon, another follows... and another... until the punishing sound of pounding clubs fill the room.

EXT. KING MAGNUS'S CASTLE - DAWN

Sun just beginning to rise as we find Jack and Isabelle escaping into the woods on the far side of the castle.

DEEPER IN THE WOODS - MOMENTS LATER

Catching their breath in a dense thicket, Jack looks around, trying to determine their next move.

ISABELLE

Just to be clear, I should be on the lookout for a large beanstalk?

JACK

Right. I'm trying to retrace my way back, trouble is I was in this bag of sheep...

(off her look)

Long story.

ISABELLE

(studies him)

Are you really a Guardian?

JACK

Sure. Yes, of course I am. A Guardian.

ISABELLE

You're not like most Guardians I've met.

JACK

(self-conscious)

Why not?

ISABELLE

I don't know, there's a way they carry themselves. A swagger of entitlement -- or just plain arrogance.

(off his reaction)

Sorry. I have the unfortunate habit of speaking my mind.

JACK

Not at all. I just assumed you --

(realizing his mistake)

-- liked Guardians.

(CONTINUED)

CONTINUED:

ISABELLE

They're fine, I suppose. It's just -- well, take Roderick for example.

JACK

Is he really the best example?

ISABELLE

Absolutely. When you think of what he's done -- only a Guardian could possess such a noxious combination of self-interest, barbarity and audacity.

(abruptly self-conscious)

You're staring at me.

JACK

Was I? Sorry. I was just... You're different than I thought you'd be.

ISABELLE

(mildly defensive)

Different in what way?

JACK

I don't know. More -- talkative?

ISABELLE

You mean opinionated. I take it you find opinions in a woman unlady-like?

JACK

Huh? Oh, no -- actually, I meant it as a compliment.

ISABELLE

You did?

(thrown)

Oh. Well -- thank you.

JACK

Though I do think you're being a little unfair. I mean, you make Guardians sound as bad as Giants.

ISABELLE

Who's to say they're not? Or that Giants are any worse than we are?

(CONTINUED)

CONTINUED:

JACK

(laughs)
Come on.

ISABELLE

Do you know many giants?

JACK

You mean other than the ones who
murdered Keel and Logan?

ISABELLE

Only because they trespassed.

JACK

On their way to rescue you.

ISABELLE

From Fallon and Roderick.

JACK

You can't be serious. We're
talking about Giants here!
Bloodthirsty, savage beasts --

ISABELLE

Again I'd ask how you know this to
be true? From some old war
stories passed down by blowhards
bent on making themselves appear
as heroic as possible?

JACK

They're Giants. Our sworn
enemies.

ISABELLE

I see. Well then, I stand
corrected... You're just like
every other Guardian I've met.

They march on in silence, Jack silently kicking himself.

He abruptly halts. Isabelle glances up to find Jack
staring down at a MARSHY SPOT near his feet. He frowns,
finds a small stream -- no more than six inches across.
Intrigued, Jack follows the stream, finds it feeds into
another stream, this one slightly larger...

Jack is hurrying with the stream, finds it feeding into
another, then another as he hurries over a crest to the
rising sound of RUSHING WATER...

... from a RIVER now visible below! Beaming, he turns to
Isabelle hurrying up beside him, catching her breath.

(CONTINUED)

CONTINUED:

ISABELLE

So. Now what?

JACK

I'll tell you now what...

Jack hurries to the river, gathering vines as he does.

JACK

I'm making us a raft.

He's already rolling logs and binding them with vines. Isabelle watches after him, smiling to herself.

EXT. ANOTHER PATCH OF MOUNTAINSIDE - LATE DAY

A fat, black WOOD RAT noses hungrily along a steep slope overrun with dense trees. The rat SNIFFS something buried in a mound of dead leaves. It crawls up, claws at the leaves to reveal a closed human eyelid. The rat bares its sharp teeth, about to feast on the corpse --

-- when the eye blinks open and a meaty hand shoots out from the leaves, swatting the rat into oblivion as Crowe sits up in the leaf pile, sputtering to consciousness, every inch of him hurting like hell.

Dazed, he now recalls where he is and why. Quickly struggles to get to his feet -- when he hears HOOVES. He freezes, ducking into the leaf cover as he peers out to see Roderick hurry past on foot.

Crowe holds his breath... remaining utterly still as he passes along a ridge directly above him.

EXT. THE MOUNTAIN RIVER - DAY

As the sun beats down from high above, we find Jack and Isabelle standing on the raft Jack built, riding the current at a decent clip, Jack steering with a long branch.

ISABELLE

Those little streams, how did you know they'd lead to a river?

JACK

It's just the way water flows, always in the direction of a larger estuary.

(CONTINUED)

CONTINUED:

ISABELLE

I didn't realize you Guardians
were so in touch with nature.

Jack's self-conscious, about to explain this away -- then
sighs, figures screw it:

JACK

Listen. Before, when we were
talking...

(exhales nervously)

I lied. I'm not a Guardian. I
know you probably think I'm just
saying that now because of the
things you said before about
Guardians but I swear I'm --

ISABELLE

No, I suspected it actually.

(off his reaction,
grins)

I know nearly all of Cloister's
Guardians, at least by face.
Although yours does seem vaguely
familiar.

JACK

The marketplace. I saw you there
the other day.

Isabelle's eyes widen in recognition.

ISABELLE

You're the one! You stepped in to
help me.

Jack nods modestly.

ISABELLE

I wanted to thank you, but the
Guardians pulled me away so
fast... It was very noble of you.

Jack smiles hesitantly. A moment between them.

ISABELLE

So you work at the market then?

JACK

No. No, I'm just a farmer. And
not a particularly successful one
-- Whoa!

(CONTINUED)

CONTINUED:

A stone in the water causes the raft to lilt, and Isabelle to stumble -- about to fall off when Jack grabs her hand and tugs her in. She catches her breath, pressed up against him.

Jack's first thought is to disengage - remember, he shouldn't be touching the princess. But they exchange a brief glance and it's clear that she's okay with it. She stares at Jack's hand as he gently releases hers.

JACK
Are you all right?

ISABELLE
Yes, I was just... noticing your hands.

JACK
My hands?

ISABELLE
Yes. They're... nice.

Embarrassed, she averts her eyes, only to find Jack's.

ISABELLE
I'm sorry. I don't know where my head is.

JACK
You've been through a lot. I'm sure you're anxious to get back to your father.

ISABELLE
To my father, yes. To the rest of it...

Her voice trails off. She changes the subject.

ISABELLE
So if you're not a Guardian, why are you up here, rescuing a Princess?

JACK
(smiles)
You obviously haven't spent much time on a farm.
Plus I was the one with the beanstalk.
(off her look)
Like I said, it's a long story.

(CONTINUED)

CONTINUED:

ISABELLE

Sounds like a good one.

JACK

So far.

A loaded silence. An unmistakable chemistry between them.

EXT. THE MOUNTAIN RIVER - LATE DAY

The sun hangs low over Gantua as Jack and Isabelle continue down the river.

ISABELLE

Jack? Are we slowing down?

Jack looks concerned, noticing the water has become more tranquil as their raft drifts around a bend...

EXT. DEAD-END POOL

...to reveal that the landscape actually plateaus here... and the "river" Jack was so sure would lead them down to Cloister, in fact, abruptly dead-ends in a pool of utterly still water. Their raft is barely moving.

He squints into the fading light at a DARK, MENACING FOREST that surrounds all sides of the pool in which they're now floating aimlessly.

ISABELLE

Should we get out?

Jack looks back at the water that's dropped them here.

JACK

I don't think we have much choice.

EXT. WOODED OUTSKIRTS - LATE DAY

We find Crowe hurrying stealthily, trying to keep the distant figure of Roderick in his sights while remaining undetected. He climbs over a hill, and suddenly halts -- discovering a FEMALE GIANT humming to herself as she washes clothes in a stream below.

Crowe considers another route, but this is the only way to keep up with Roderick. Silent as he can be, he inches along the edge of the stream... Sure enough, the Female Giant is too busy with her washing to hear him. A look of relief on Crowe's grizzled face --

(CONTINUED)

CONTINUED:

-- when he hears a sound behind him like a BABY'S GIGGLE blasted through a stadium's P.A. system. Crowe spins around --

-- just as a GIANT BABY snatches Crowe in its chubby hands and hefts him up like a human rag doll! Crowe is, of course, freaking, trying to wriggle free while not alerting Mama.

CRAWE
(strained whisper)
That's a good baby. Just -- let --
go --

But Giant Baby only coos and giggles more, delighted by his new toy. The Baby then brings Crowe to its drooling mouth...

CRAWE
OH no... No no no --

-- and proceeds to gum Crowe's head, soaking him in drool!

CRAWE
Ugh! I think I'm gonna be sick...

Giant Baby then starts to shake Crowe like a rattle, banging him up and down against the forest floor! Crowe looks like he's going to puke, but somehow his flailing arms manage to reach out and grasp a leafy TREE BRANCH.

As the Baby swings him back upward, Crowe braces himself -

CRAWE
Sorry, baby...

- and POKES the baby with the branch. The Baby drops Crowe to the ground and WAILS, practically blowing Crowe's eardrums as he quickly scrambles behind a boulder just as Mama Giant turns to see what's got Baby so upset.

ON CRAW

hiding behind the boulder, catching his breath and wiping off the coat of slimy Giant Baby drool in disgust.

CRAWE
Just when you think it can't get
any worse...

He wrings gooey drool from his beard, cursing to himself.

EXT. "THE DARKLANDS" - NIGHT

Jack and Isabelle are passing through an unnervingly dark stretch of forest, keeping close as they carefully climb over rocks, squinting in the blackness.

Jack's foot snags something and he stumbles.

ISABELLE

Jack!

JACK

I'm all right. Just caught my
foot on something --

He peers down to see what -- and finds he's stepped into the eyehole of a Giant's skull. Creeped, he quickly pries his foot free and looks to Isabelle, equally unnerved.

Jack and Isabelle continue ahead... when Jack slows his pace.

JACK

Do you hear that?

ISABELLE

(strains her ears)
I don't hear a thing.

JACK

Exactly. It's too quiet.
(tenser)
We're in the woods, you'd think
we'd at least hear a cricket or a
squirrel. It's like there's not a
single living --

-- and then a RUSTLE to their right. They both freeze.

JACK

Okay, that I heard.

They both turn to look... and are met by the ferocious GROWL of a HUGE BEAR! The bear rears up on its legs, lets loose another roar, hungrily eyeing Jack and Isabelle.

ISABELLE

J-Jack...?

Isabelle is trembling in terror. Jack is trying not to.

(CONTINUED)

CONTINUED:

JACK

Quick, make yourself big. Bears
perceive size as a threat.

Jack gets on his tiptoes and spreads his arms wide and high. Isabelle awkwardly follows suit. The bear cocks its head, wondering what to make of them... then GROWLS even louder, snarling, about to lunge at Jack --

-- when out of nowhere the bear is SNATCHED from view by something dark but massive! Huh? Jack and Isabelle stare at the space the bear's just vacated -- completely freaked out.

JACK

What the -- ?

-- then feel the ground itself tremble with the movement of something unseen but obviously BIG. They peer around, trying to get a sense of whatever it is...

JACK

(swallows hard)

Don't panic...

Only dark forest as far as the eye can see... that is until, peering into the treetops, Jack sees a pair of huge, jaundiced EYEBALLS leering down at them. The eyes blink and move, and in their movement Jack can now make out the shape of --

A TREMENDOUS, CAMOUFLAGED CREATURE... It's technically a giant, but unlike any we've seen thus far: nearly twice as huge, its features far more grotesque and deformed, covered in moss and dirt in near-perfect camouflage.

But it's only when the creature cocks its head to the side that it reveals the true depths of its horror: A SECOND HIDEOUSLY MUTATED FACE - the first comparatively normal face was in fact located on the side of it's head!

Jack and Isabelle gape in terror as the DARKLANDS-GIANT's SECOND FACE regards them with a feral hunger -- then HISSES ALOUD!

JACK

Isabelle?

(off her look)

Panic.

Jack suddenly grabs Isabelle's arm and makes a run for it -- Darklands-Giant immediately pounces after them, nearly invisible in spots as it bounds through the woods, its movements more wild than its Giant cousins'. A predator.

(CONTINUED)

CONTINUED:

Jack and Isabelle's hearts pounding as they scramble through the mossy brush, feel the earth quake as Darklands-Giant LEAPS at them, its hot breath blasting an awful gust --

Isabelle SCREAMS -- when Jack yanks her to the side a split-second before Darklands-Giant slams to the ground with such force it literally knocks them off their feet. Jack quickly helps Isabelle up and they tear off in another direction.

FURTHER INTO THE DARKLANDS

Jack and Isabelle breathless, racing blindly ahead.

ISABELLE

Did we lose him?

She glances back, no sign of Darklands-Giant. It's scarily dead quiet again. They continue up along a ridge.

JACK

We have to find a way out of here.

They keep moving. Jack squints at the ground ahead: the ridge gives way to a fat bump, then five narrower ridges... not unlike fingers? Jack is suddenly alarmed --

JACK

Jump!

ISABELLE

What?

JACK

JUMP!

Jack grabs Isabelle and they leap off the "ridge" just as it rips from the ground itself and we realize they were walking on Darkland-Giant's arm (laying in wait to grab them). The massive, mossy hand swipes for them --

-- Jack and Isabelle just narrowly avoiding its fingers. They race in the opposite direction, the pounding of the massive creature in pursuit --

-- when Jack just as abruptly yanks Isabelle to a halt. She sees why: they've dead-ended at a huge gorge.

ISABELLE

No!

BOOM... BOOM... Darklands-Giant bounding at them, Jack scans around, nowhere to run, nowhere to hide, except --

(CONTINUED)

CONTINUED:

JACK

This way!

ISABELLE

What way?!

JACK

Up! UP!

He grabs Isabelle and starts her climbing up the nearest tree. They climb as fast as they can, higher and higher --

JUST BELOW

Darklands-Giant arrives at the edge of the Gorge, glances around -- then realizes where they must have gone, and starts SHAKING THE TREE as if they were fruit.

IN THE BRANCHES HIGH ABOVE

Jack and Isabelle are clinging on for dear life as the tree is rattled violently!

ISABELLE

We're going to die!!

Jack equally panicked -- eyes darting, finds a HUGE, CROOKED BRANCH a few feet away that reaches far out from the trunk, right out over the gorge. Jack has an idea --

JACK

Not if I can help it! Follow me!

He manages to climb toward the branch despite DARKLANDS-GIANT STILL RATTLING THE TREE.

JACK AND ISABELLE inching out onto the rattling branch. Jack takes out his sword, starts hacking at the spot where the branch meets the trunk.

ISABELLE

Are you crazy? What are you doing?!

JACK

Just keep climbing that way!

Isabelle is sure she's a goner, but has no choice but to trust him. She starts inching forward on the branch, peering down at the Gorge now below... Jack's right behind her now, as from behind him we can hear a faint CRACKING as the spot Jack hacked at starts to give with their combined weight.

(CONTINUED)

CONTINUED:

JACK

Keep going!

They continue inching out along the branch (still rattling violently with the Creature's shaking) when --

CrrrrrrRACK! THE BRANCH FINALLY CRACKS OFF THE TREE TRUNK.

JACK

HANG ON!

Jack and Isabelle clutching the branch as it breaks free of the tree, the Giant's shaking sending it flying down into the gorge --

Jack and Isabelle clinging to the branch for dear life as it falls straight down into the chasm --

-- then suddenly SLAMS to a stop, wedged between the two rocky faces of the gorge -- just as Jack hoped it would.

ANGLE ON ISABELLE

as she opens her eyes, realizes she's alive. She peers up at Jack, then at the 20 foot climb they have to the far side of the gorge above. She cracks a stunned smile --

-- then feels the branch starting to slip from the rock face behind them! Jack grabs Isabelle and they make a mad scramble for the gorge's far rock face... grabbing hold of jagged stones just as the branch's far side slips free and the entire branch vanishes down into the gorge.

EXT. THE GORGE RIM - CONTINUOUS

Isabelle looks at once frazzled and exhilarated.

ISABELLE

We did it. We actually did it!
You were great. I was great!

She leans in and KISSES him. Briefly, but for real.

Jack is utterly speechless. Isabelle seems almost equally surprised by what she just did. Jack realizes this.

A long beat; neither knows quite what to say... then:

JACK

We should probably keep --

ISABELLE

I suppose we should just --

(CONTINUED)

CONTINUED:

They just as quickly break off talking. Awkwardness.
Isabelle hesitantly points ahead --

ISABELLE

This way?

JACK

Why not?

They continue in that direction, avoiding eye contact.

EXT. MOUNTAIN PASS - NIGHT

We find Jack and Isabelle trekking, braced against the cold. They walk in somewhat awkward silence, lost in thought, each most likely about the other. Isabelle sees something ahead...

EXT. GIANT BURIAL GROUND - NIGHT

Jack and Isabelle move through rows of huge, looming headstones. Jack turns to find Isabelle cold but trying not to show it.

JACK

You're shivering.

ISABELLE

I'll be all right.

Jack is worried for her, and then notices beyond the statue A PAIR OF CRYPT DOORS, barred by a massive horizontal stone. He starts for the crypt, tests the width of the crack between the doors. Just wide enough for a human to fit.

JACK

Come on. I may have gotten us
lost, but I won't let you freeze
to death.

INT. CRYPT - NIGHT

Jack and Isabelle poke their heads into what proves to be a massive crypt, built of marble.

JACK

We'll just stay long enough to
warm up.

Jack rubs some sticks together and starts a small fire.

(CONTINUED)

CONTINUED:

ON JACK

as he steals a glance at Isabelle by the firelight... and then his eyes narrow on something behind her. He steps away from the fire, and approaches --

THE MARBLE WALLS on which a detailed FRESCO has been painted (mural-size): A series of panels illustrating the war between men and Giants. But it's the last of these panels that now mesmerize Jack as he steps closer, staring in astonishment...

ISABELLE

Jack?

ON THE LAST PANELS: They depict an old human warrior returning a Giant King to his fellow Giants. The Giants in turn offer a green stalk as a sort of olive branch. Beneath the Giant is scrawled "KING AGNON" and beneath the old man, "ERIK THE WISE."

ISABELLE

Jack? What is it?

Jack is speechless, eyes glued to the painted walls as he steps right up to them.

JACK

(to himself)

It's him... the old man...

The long dead Erik the Great is unmistakably the same old man who'd given Jack the beans. Jack stares at the face of what he now realizes was a ghost. A little freak, but almost moved.

INT. GANTUA CASTLE - CORRIDOR - NIGHT

Fallon is marching toward a pair of doors, flanked by his Giant Senators. Most look determined, but a few appear uneasy, Dagon most of all.

DAGON

(low, to Fallon only)

I speak my mind only because I am certain you've already marked me for death: I know there is treachery behind your actions, perhaps even Magnus's death.

Fallon doesn't deign to reply, merely allows a coy smirk.

DAGON

I won't stand by and allow this.

(CONTINUED)

CONTINUED:

FALLON

No?

Fallon throws open the doors to reveal A BALCONY and a sudden ROAR OF VOICES erupting from below as we PUSH OVER the edge to discover --

HUNDREDS OF GANTUAN SOLDIERS amassed below the walls in squadrons led by those in Fallon's own private militia. They fiercely stomp their weapons, angrily howling for battle.

FALLON

Stop it then.

The elder Senator hesitates, then lowers his head, realizing he's helpless to turn the tide.

EXT. GANTUA CASTLE - NIGHT

Fallon at the edge of the balcony, addressing his menacing legions of battle-starved Gantuan soldiers.

FALLON

*MY FRIENDS, FOR TOO LONG HAVE WE
LIVED IN RETREAT AND DISGRACE,
HONORING A HOLLOW PEACE THAT
SERVED ONLY THOSE WHO DEMANDED IT.
THOSE WHO HAVE PRESENTLY INVADED
OUR KINGDOM! WELL I SAY IT IS
TIME FOR ORDER TO BE RESTORED.
TIME FOR CLOISTER -- AND ALL
MANKIND -- TO RECOGNIZE THE TRUE
MASTERS OF THIS WORLD! WE ARE
BIGGER. WE ARE MIGHTIER...*

(a throaty roar)

WE ARE GIANTS!!

Whipped to a frenzy, the Giant army EXPLODES WITH BATTLE CRIES, their brutal weapons raised, torches burning.

EXT. CRYPT - NIGHT

Jack lights a torch from the fire and checks out the other side of the crypt. He notices that one of the marble wall panels seems out of place.

JACK

(to Isabelle)

Can you come help me with this?

Isabelle joins him and together they pull on the wall panel. After a moment, they yank it free.

(CONTINUED)

CONTINUED:

But it's too heavy to hold on to and it crashes loudly to the floor, smashing into pieces. Isabelle smiles sheepishly.

ISABELLE

Oops.

Beyond the panel lies a dark passageway. Jack steps in, torch first and Isabelle follows. The passageway gives way to the mouth of...

INT. CAVERN - NIGHT

... what seems to be an enormous cavern. Jack's torchlight only extends so far so we can't see much, but their voices ECHO noticeably, indicating a grander space. Isabelle shudders, her breath showing as she speaks.

ISABELLE

It's freezing in here.

Jack surveys the space around him, careful not to misstep. Until the light of his torch illuminates...

A HUGE MAP ON THE CAVERN WALL

detailing the layout of the Gantuan mines of lore.

ISABELLE

Let me look.

Isabelle steps up, regards the map. Her eyes suddenly go wide, understanding...

JACK

What is it?

ISABELLE

It would appear to be the old
slave mines - only they must have
been expanded upon: they lead
straight down now. See?

(indicating on map)

Under the farmlands... under the
great plains... all the way to the
Cloister walls.

JACK

That's not good.

Just then, Jack feels a DAGGER TIP pressed to his throat from behind.

(CONTINUED)

CONTINUED:

VOICE (O.S.)

Unhand her, or this place gets a
fresh grave.

Jack freezes, terrified -- and then recognizes the voice:

JACK

Crawe?

CRAWE

Jack? You're alive?!

Crawe lowers his dagger, gasping in relief, emotional.

CRAWE

I thought you were Roderick!

He grabs Jack in his husky arms, hugs him like a bear.

CRAWE

Roderick, he --

JACK

I know.

They exchange a look, both stung by Roderick's betrayal.
Just then, Crawe notices the princess.

CRAWE

And you found the princess as
well. You've done us proud, Jack.

(to Isabelle)

I hope I didn't scare you.

ISABELLE

(smiles)

No more than usual, Crawe.

JACK

What happened to you?

CRAWE

I was following Roderick when I
ran into this ba-- it's not
important. Anyway, I lost him.
So I figured I'd follow the water.

JACK

Into the forest? How'd you
survive that awful creature?

CRAWE

(genuinely puzzled)

Creature?

(CONTINUED)

CONTINUED:

ISABELLE

It was utterly terrifying! Didn't it give chase? Try to devour you?

CRAWE

(shrugs)

Must've got lucky. I made it to that footbridge over the gorge in no time.

JACK

You found a footbridge?!

Crawe just nods like it was nothing, baffled by Jack and Isabelle's incredulous reactions.

CRAWE

Look, we can catch up later. Right now we've got something much bigger to worry about.

EXT. BURIAL GROUND - NIGHT

Crawe points to what at first glance looks like a trail of fireflies in the distance -- but quickly reveal themselves to be the torches of Fallon's army on the march.

CRAWE

They're heading this way.

JACK

That's because it's the way down.

OFF Crawe's confusion --

EXT. CAVERN - NIGHT

Crawe studies the map on the wall.

CRAWE

It all makes sense. This is how they've been getting up and down.

ISABELLE

And surely Roderick as well.

JACK

If this map is correct, Fallon's soldiers can surface just about anywhere within our lands.

(MORE)

(CONTINUED)

CONTINUED:

JACK (CONT'D)

And if Brahmwell moves Cloister's forces to the plains for battle, what's to stop the Giants from surfacing outside the castle walls as well as in the farmlands?

CRAWE

That would leave our entire army trapped in the middle -- the kingdom would be utterly defenseless!

JACK

Which is why we have to reach Cloister before they do.

He turns to Isabelle.

JACK

Ready?

She nods at him, taking his hand as they start into the dark of the cavern. Crowe catches this, surprised by the intimacy; Jack flashes Crowe a proud grin acknowledging as much. Crowe just stares speechless as he follows after them, into the black mouth of the tunnel.

INT. JACK'S FARMHOUSE - DAWN

Jack's Aunt Lena is feeding a dying fire when she notices something in the window. She pads to the frosty pane, blanching fearfully at the sight of --

Roderick in the distance, returning alone, crossing the farmlands in the direction of the kingdom.

INT. BRAHMWELL'S CASTLE - WAR ROOM - EARLY MORNING

Overcome with grief, Brahmwell holds a piece of Isabelle's torn dress while Roderick delivers his account to Brahmwell, Elmont, and the King's council... all equally stricken.

RODERICK

By the time I found the Princess, it was too late. As for the men I brought, all were lost. I only just managed to escape in time to witness King Fallon rally his armies to battle. No doubt they're on their way.

(lowers his head)

I'm sorry, Sire. I failed you.

(CONTINUED)

CONTINUED:

Brahmwell offers no reply. A shell of himself.

ELMONT
(brimming with rage)
Gantua will pay, and pay dearly.

BRAHMWELL
No. No payment will ever make
this right.

ON RODERICK

as he privately tenses, fearful that Brahmwell might be
too distraught to call for war.

BRAHMWELL
But they'll suffer just the
same... Roderick. Gather every
last Guardian and assemble them at
the base of the stalk. If it's
war they want, then it's war we
shall bring.

Sudden hesitation on Roderick's part - this wasn't
exactly the plan -

RODERICK
But... the stalk? And not the
plains of battle?

ELMONT
This is better.

And then a hint of relief surfaces in Roderick's cold
eyes as it now occurs to him:

RODERICK
...Yes. Indeed it is.

INT. CAVERN/TUNNEL - LATER

The black, cavernous tunnel twists downward within the
belly of the Whispering Mountains. Almost an interior
replica of the imposing zig-zag ledge of old. A truly
mammoth sight. Isabelle pauses.

ISABELLE
Will you two excuse me a moment?
Nature calls.

CRAWE
By all means.

(CONTINUED)

CONTINUED:

Jack and Crowe backtrack the way they came. When they are out of earshot --

CRAWE
(whispers)
Have you lost your mind?!

JACK
What are you --

CRAWE
You're a farmer, Jack! She's royalty!

JACK
(evasive)
So?

CRAWE
So I've got eyes. As does her father -- and her intended, or did you forget about Elmont?

JACK
I don't think she wants to marry him.

CRAWE
Of course not! Why would she, when she could live in poverty and exile with you?
(beat)
Listen, Jack. I don't like people. But I like you. That's why I'm telling you, whatever's gone on between you two -- leave it on the mountain. For your sake and for hers.

EXT. FARMLANDS - DAY

Farmers raise their heads from their toil; wives and children gathering in the doors of their houses - all anxious at the sound of an approaching RUMBLING...

... as on the horizon we see BRAHMWELL'S ARMY riding into view: hundreds of GUARDIAN SOLDIERS led by Roderick - King Brahmwell and Elmont on either side of him, their expressions grave and determined - all of Cloister's defense barrelling in battle formation toward

THE BEANSTALK IN THE DISTANCE.

INT. CAVERN/TUNNEL - HOURS LATER

Jack, Isabelle and Crowe look exhausted.

CRAWE
We've been walking forever, we
should've reached Cloister by now.

JACK
Wait!

They halt, find Jack staring up at the tunnel ceiling.

JACK
Crowe, quickly -- I need more
light...

Crowe nears, raises his torch beside Jack's... to find
above their heads the elaborate tendrils of a MASSIVE
ROOT SYSTEM! We are at the very edge of the root system,
which runs in a good two mile radius from the stalk base
in all directions.

ISABELLE
Is that -- ?

CRAWE
(amazed)
The stalk! We made it!

Jack deftly climbs up the tendrils to where they meet the
earthen ceiling above. He draws his sword and begins
whacking at the ceiling above. Dirt crumbles in and with
it, tiny shafts of daylight. Crowe climbs up to help.

In moments they've made a hole large enough to climb up
through. Jack looks to Crowe and Isabelle, smiles
hopefully --

-- when a FAINT TREMBLING is felt in the tunnel. All
three realizing --

ISABELLE
We don't have much time.

Jack quickly grabs Isabelle, helps her up through the
hole.

EXT. FARMLANDS - MOMENTS LATER

Crowe and Isabelle helping Jack up from the tunnel hole.
The beanstalk base is just visible over a mile away, and
beyond it the Whispering Mountain.

(CONTINUED)

CONTINUED:

O.S. they hear someone clear her throat, turn to find an OLD PEASANT WOMAN with a horse and wagon, staring deadpan at the three people who just popped up in her front yard.

JACK

Crawe, you've got to find King
Brahmwell, take Isabelle with you -

ISABELLE

What? Where are you going?

JACK

To alert the farmers.

Isabelle looks torn - longing to express her feelings to Jack, but hesitates with Crawe here. She reaches for his hand, holds it in hers a powerful beat, everything they feel for each other communicated in a look. Time doesn't allow more as Crawe quickly turns to the old woman:

CRAWE

You there. Woman. I need that horse.

EXT. FARMLANDS - DAY

BANG! BANG! BANG! Jack pounding on doors as he races through the farmlands (beanstalk visible in far distance, about one mile away), rattling fences and shouting across yards, alerting EVERY FARMER he encounters --

JACK

They're coming! The Gantuans!
You need to take cover! Wherever
you can!

The farmers don't know how to react. But murmuring starts to spread: "It's Jack Forrest!" "He was up there, up the beanstalk!" etc.

Some farmers start to get the message, women hurry children into root cellars, men secure their animals... Bewildered murmurs turning into shouts of alarm as neighbor warns neighbor...

INT. TUNNEL - DAY

The tunnel's descent levelling out as the Gantuan forces barrel at us, their massive frames barely clearing the tunnel opening as Giant after Giant march past, Fallon's trusted inner-circle GIANT LIEUTENANTS growling their orders, running things.

(CONTINUED)

CONTINUED:

Arriving at a fork in the tunnel path, the Lieutenants silently gesture for some soldiers to head one way, others to head a second way, and the remaining masses to continue ahead...

EXT. BEANSTALK BASE - DAY

ON RODERICK

Standing by the stalk base as he sternly barks orders:

RODERICK
Next group -- UP!

REVERSE ON CLOISTER'S ARMED GUARDIANS

as they hurl their grappling hooks up into the stalk and begin their climb... THEN WIDEN to reveal nearly 3/4 of Cloister's army of Guardians, at least 300 men in all, are already climbing on the stalk.

Some have made it as high as half a mile up at this point, weapons strapped to backs, determined for battle as they scale their way toward the clouds...

Besides Roderick, we find King Brahmwell, Elmont, and roughly 100 Guardians amassed around the stalk base.

RODERICK
Next group -- UP!

MAN'S VOICE (O.S.)
My King!

Brahmwell quickly turns, stunned to find Crowe riding toward him... and then the King's heart leaps to his throat as he sees Isabelle seated on horseback behind Crowe. Brahmwell gasps his joyous relief.

BRAHMWELL
ISABELLE!!

ON RODERICK

He freezes, immediately ashen on seeing Isabelle and Crowe alive. He moves behind a Guardian.

BACK TO CRAWE AND ISABELLE ON HORSEBACK

as they finally arrive before Brahmwell. Crowe helps Isabelle down even as Brahmwell is reaching for her. Father embraces daughter. Incredulous and overcome with emotion, Brahmwell can hardly speak:

(CONTINUED)

CONTINUED:

BRAHMWELL

You're.... But -- but Roderick
said--

CRAWE

Roderick betrayed you, sire.
Please, we have to act quickly --

BRAHMWELL

(alarmed)
What do you mean?

Shocked, Elmont quickly spins, scouring the ranks around
the base for Roderick. Only he's nowhere to be found.

ELMONT

He's gone...?

CRAWE

(fast and breathless)
He's in league with Gantua's new
king. For gold. His plan was to
trap you and render the Kingdom
defenseless from invasion --

(exasperated)
I can explain everything, Sire,
but right now we need to get our
men down from that stalk and
fortify the Kingdom walls at once!

EXT. CLOISTER - KINGDOM WALLS

SENTRIES manning the towers, on high alert, when they
hear a LOW RUMBLING. They scan the area -- no sign of
Giants? But still that rumbling grows louder, LOUDER...

SENTRY #1

Sound the alarm!

SENTRY #2

But I don't see anything?!

And then abruptly the RUMBLING STOPS. A moment of
stillness; the Sentries look to each other: what the
hell was --

BOOOOOM!! the ground beneath the wall explodes with a
GIANT FIST!

The panicked Sentries are flung from their perches as
BOOM! BOOM! BOOM! from both sides of the Kingdom wall
GIANT FISTS are punching their way out of the Earth...

(CONTINUED)

CONTINUED:

... as in seconds, a team of dirt-smeared Gantuan soldiers are smashing their way to the surface with fists, storming the Kingdom with terrifying ROARS.

EXT. FARMLANDS - DAY

Jack as he was, still alerting the rest of the farmers, racing in the direction of the beanstalk itself (now roughly 1/2 mile away).

JACK

Hide! Hide yourselves --

BOOM!! from maybe 100 yards behind him. Jack spins, sees a Giant fist punching through the earth, Giant soldiers climbing up.

TIGHT ON JACK as panic sets in -- oh shit!

And BOOM!! BOOM!! BOOM!! the farmlands explode with giants! Whole crop fields imploding as the second faction of the Giant hordes begin to surface here.

EXT. MARKETPLACE (CLOISTER - INSIDE KINGDOM WALLS)

The rumble of Giants behind the Kingdom walls sounds like a burst dam; scared CIVILIANS board up homes and shops --

-- as Giants flood the streets, smashing, crushing and levelling all in their wake with such abandon you'd think this pint-sized kingdom was built for their amusement.

EXT. THE BEANSTALK - DAY

ANGLE ON THE ARMY OF MEN ON THE STALK

The more than 300 Guardians on the stalk are all gaping in horror at what they see from this vantage point...

STALK GUARDIAN'S POV

The Kingdom in the distance, its walls compromised, annihilated in places. Fires raging in the market.

Brahmwell and Elmont are shouting for the men to descend faster! Standing near, Isabelle suddenly looks up in alarm at the faint sounds of destruction in the distance.

ISABELLE

They're here!

(CONTINUED)

CONTINUED:

BRAHMWELL

HURRY MEN!

EXT. FARMLANDS - DAY

QUICK SHOTS:

Farmers and their families scrambling to hide as Giants burst through the floors of their barns! Massive hands claw out from the corn fields like some sort of horrific crop, flailing at whatever they can grab...

TIGHT ON YOUNG PETER

Standing in his family's field alone, bravely wielding a pitchfork taller than himself, ready to take on a GIANT SOLDIER now approaching. Only as its shadows loom over his small body do we see the boy's nerves getting the better of him, fear in his eyes as he realizes his pitchfork isn't going to do him any good --

-- when he's grabbed by Jack, tugged out of the way.

PETER

Jack...? You're alive?!?

The boy practically slams into Jack as he embraces him --

JACK

Come on!

EXT. GREAT PLAINS - DAY

The old battlefields, now overgrown with grass, SUDDENLY IMplode with the bulk of Fallon's army, climbing to the surface, roaring and raging and ready to annihilate --

-- only to discover the fields are empty?

We FIND FALLON among the arrived, his huge, cold eyes angrily sweeping the barren landscape...

RODERICK (O.S.)

(faint)

Sire!

Fallon slowly twists his sinewy neck to find Roderick riding up on horseback. Roderick meets the wariness on Fallon's face with a knowing smirk.

RODERICK

You're going to love this.

EXT. THE BEANSTALK BASE - DAY

Elmont and Brahmwell continue hurrying men down, but more than half of Cloister's forces still remain on the stalk.

Brahmwell regards Isabelle, then quickly turns to Elmont.

BRAHMWELL

Elmont, I need you to take my
daughter somewhere safer.

Isabelle looks offended, opens her mouth to protest --

BRAHMWELL

Not now, Isabelle! I lost you
once, I won't lose you a--

A SUDDEN BOOOM!! as the ground 30 yards away erupts.
BOOM! BOOM! BOOM! On all sides of the stalk. The
Giants from the plains are arriving!

Brahmwell is horrified, whips to Elmont and Isabelle.

BRAHMWELL

GO NOW!

Isabelle has no choice but to climb onto Elmont's horse
and the two race away from the melee as Giants teem forth
from various areas around the stalk.

The Guardians on the ground commence a defensive attack,
but in seconds are contending with Giant clubs, maces,
guillotine-sized axes and a whole lot of man-catchers.

Some bodies fly. Others are crushed... Brahmwell fights
alongside his men, just as brave as any of them...

ON FALLON as he emerges. He takes a split-second survey
of the whole situation, and a lusty grin curls his giant
lips. Eyes lock on THE STALK and the large numbers of
Guardians trying to climb down. He instantly issues
command to those Lieutenants nearest him:

FALLON

Chop it down.

EXT. FARMLANDS

Jack and Peter now only a 1/4 mile from the stalk base.
They can hear the faint sounds of the battle. Jack
instinctively reaches for his sword, longing to help --

-- when he realizes he's reached his family's house.

INT. JACK'S FARMHOUSE

Jack hurrying through the few rooms, Peter behind him.

JACK
Aunt Lena? Uncle Ulric?

No sign of them anywhere. Jack looks worried. The house is abandoned. Tools on the wall. Dishes on the table.

Jack pauses -- eyes landing on the CERAMIC JAR on a counter. He can't help but pick it up. Empty save for the TWO REMAINING BEANS he'd stored in it. A moment of reflection on all he's gone through --

PETER (O.S.)
Jack!

Jack glances up, finds Peter at the window, peering out at a scared FARM FAMILY lifting the hatch of a ROOT CELLAR in the yard next door.

INT. ROOT CELLAR (FARMLANDS)

Jack and Peter descend the dank stairs, arrive at the cellar's bottom step to find a very large number of FARMER FAMILIES have taken shelter down here. Jack searches the frightened faces.

JACK
Has anyone seen my aunt or my uncle?

No responses. Everyone too traumatized.

JACK
Please, I need to know they're okay. Has anyone--

AUNT LENA (O.S.)
Jack?

Jack turns... to find his aunt and uncle stepping out from behind the crowd. Aunt Lena rushes to him.

EXT. BEANSTALK BASE - DAY

WHACK! of a GIANT AX as it sinks into the meaty green flesh of the stalk base. WHACK of a second ax wielded by another Giant a few feet away.

(CONTINUED)

CONTINUED:

The stalk is even tougher than it appears, but the Giants have already done some serious structural damage and they're still hacking...

GUARDIAN (O.S.)

Aaaaaaaahhhhh!

As the whacking sends Guardian bodies falling from the stalk, smashing to the ground behind them, we go

WIDE ON THE SCENE

to see 200+ Guardians clinging to the stalk stem, scrambling to get down as the stalk sways wildly!

Some Guardians attempt to leap to the face of the mountain wall, but it's one hell of a jump. Most don't even come close. Others hit the rock face but can't find purchase and bounce off. And those clinging tight know they're dead the instant that stalk finally gives and crashes to earth.

ON THE GROUND

The Guardians are still battling the Giants. Brahmwell in the fray, hurling oversized spears as beside him Guardians launch huge harpoons into the Giant invaders.

ON FALLON

Surveying it all, pleased to note the arrival of reinforcements in the form of those Giant teams that sacked the Kingdom and the farmlands. Turns back to

WIDE ON THE STALK (FALLON'S POV)

Swaying more and more precariously with each ax blow.

INT. ROOT CELLAR

Jack as he was, with his Aunt and Uncle.

AUNT LENA (CONT'D)

Where have you been? We've been worried to death!

She can't say more for crying.

UNCLE ULRIC

Ah, I told you he'd be fine.

JACK

I was in Gantua. Rescuing Princess Isabelle.

(CONTINUED)

CONTINUED:

AUNT LENA

Gantua?!

Shocked murmurs ripple through the crowd of farmers down here. Just then we hear the sound of the hatch door open and slam shut, then footfall down the steps as a FARMER on lookout duty announces to the crowd:

FARMER

The Giants are moving on! Looks like they're headed for the stalk.

Jack instantly alarmed. Knows this is bad.

JACK

I just wanted to make sure you two were okay. I'll be back.

Jack starts for the same stairs he came down --

UNCLE ULRIC

Where are you going now?!

JACK

To fight.

Aunt Lena is about to protest -- but then she holds her tongue, as he realizes there's something markedly different about Jack now. Something stronger. Wiser.

UNCLE ULRIC

You came all the way back, just to get yourself killed? This is up to the Guardians now. What good can one farmer do them?

Jack frowns as he turns to his uncle, about to reply -- when he notices all the farmers around him. Their arms around their families, their rugged faces speak of shame, fear and frustration.

A sliver of hope surfaces on Jack's face.

JACK

One farmer? Not much. Not much at all.

(suddenly loud, to all here)

Everyone, listen -- please.

Ulric scrunches his face - what's Jack up to?

JACK

I need your help. Our Kingdom needs your help...

(CONTINUED)

CONTINUED:

A sea of FARMER FACES. All eyeing him with uncertainty.

JACK

I have a plan.

EXT. BEANSTALK/ BATTLE - DAY

The chaos of the ground battle. The Guardians on the ground outnumbered and outsized.

The Giants chopping down the stalk are still hacking away -- not much longer now before it's felled.

At least 1/3 of those who'd been on the stalk have fallen. Another 1/3 hang on the rock face of the Whispering Mountain's base, stuck here, as descending requires two hands - no way to grip a weapon - and Giants wait directly below with clubs ready to pulverize. The last 1/3 are still clinging to the stalk, taking futile arrow shots at the Giants below.

EXT. FOREST - DAY

Elmont and Isabelle atop their horse as they ride into the forest outskirts. The same locale where Isabelle was abducted that night.

ELMONT

We should be safe here.

ISABELLE

Elmont, I... I want you to know, when I escaped that night, it wasn't so much a reflection on you as it was my response to an unfair-

ELMONT

Isabelle. When you were gone, your father and I spoke...

(understanding)

He assured me that, should you return to us unharmed... it would be your choice who and when you married.

He smiles sympathetically. She gets a little misty at the thought of what her father did for her. She opens her mouth to reply -- when Elmont GASPS and goes rigid.

ELMONT

Elmont...? Elmont!

(CONTINUED)

CONTINUED:

He suddenly topples from the horse, revealing a knife wedged deep between his shoulders. Horrified, Isabelle scans the forest in panic --

RODERICK (O.S.)

These wooded outskirts are
certainly full of surprises.

Roderick emerges on horseback from where he'd been hiding. He hops down, approaches Isabelle. Terrified, she grabs for her horse's reins -- only Roderick is too quick for her, and yanks her down, her horse running off.

She struggles to free herself from his grasp, but he's far too amped up. He whistles his own horse over, binds Isabelle's wrists in its reins as, grinning, he leans in:

RODERICK

Consider your options carefully,
Princess. Cloister is falling as
we speak. You're about to become
royalty in exile. I, on the other
hand, will be impossibly wealthy.
I could help you start over --

ISABELLE

As your "concubine!"

RODERICK

On a trial basis, of course.

ISABELLE

I'd rather die.

RODERICK

(shrugs)
That was your other option.

He raises his sword tip toward her neck, about to press it to her flesh -- when a second sword tip swings in and blocks it by an inch!! WHIP up to

CRAWE, standing a few feet behind Roderick.

CRAWE

Brahmwell sent me to find you,
traitor. Followed you all the way
into these "wooded outskirts."

(grins)
You're right. Full of surprises.

Roderick abruptly swings his sword back around, knocking Craze's away. He slices at Craze, but Craze retrieves his just in time to block it.

(CONTINUED)

CONTINUED:

They square off, Guardian against Guardian. Not unlike the Crowe/ Jack duel on the mountain -- only this time it's to the death.

EXT. BEANSTALK / BATTLE - DAY

The stalk nearly ready to fall, more Guardians diving off, some making it to the mountain, most plummeting to the ground. Guardian bodies are strewn everywhere, their numbers thinning rapidly...

Fallon has joined his Gantuan soldiers in their merciless ground assault. He announces over the fray:

FALLON
CLOISTER!! LAY DOWN YOUR ARMS AND
YOU SHALL BE SPARED! WE CAME FOR
SLAVES, NOT CORPSES!

FIND BRAHMWELL in the thick of battle. He surveys the chaotic scene around him with a look of agony, when from the stalk he hears the CELEBRATORY SHOUTING of Giants --

-- and then a SQUISHY CREEEEEEAAAAAK as the BEANSTALK FINALLY GIVES! It comes tumbling down, smashing against the mountain side in bursts of debris, men and Giant hurrying out of its path as miles of stalk come CRASHING to earth, its strands splitting in various directions, slamming this way and that. When the last of it has finally settled, another victorious GIANT ROAR resounds, and they resume their ground attack with vigor.

ON KING BRAHMWELL

A look of tragic realization: there's no way Cloister can survive this. A YOUNG GUARDIAN rides up to him, battered and scared.

YOUNG GUARDIAN
My King, we need cover for our men
on the mountain face. They're our
only hope for reinforcement.

Brahmwell hears this but says nothing. Heartbroken.

YOUNG GUARDIAN
Sire?

BRAHMWELL
I... I'm contemplating terms...

YOUNG GUARDIAN
"Terms," Sire?

(CONTINUED)

CONTINUED:

BRAHMWELL

(can barely say it)
Of surrender. Perhaps it's better
for some to live in bondage, than
for none to live at --

Brahmwell's words trail as his eyes narrow... He sees something on the horizon, unsure what to make of it.

IT'S JACK! Riding with a group of some FIFTY FARMERS, armed with pitchforks and scythes and any other farm tools they have. Fierce determination on their peasant faces. Ready to fight.

TIGHT ON ONE OF THE FARMERS as he turns to Jack:

FARMER

You sure you know what you're doing?

JACK

Not really. But it's gotten me this far.

BACK TO BRAHMWELL

The sight of Jack and his rag-tag army brings a slight, sad smile to Brahmwell's face. He knows it's not the help they need, but welcomed all the same.

BACK TO JACK

As he turns to the farmers around him.

JACK

Ready everyone?..... NOW!

And they begin to run full sprint at the Giants.

ON FALLON

as he now spies the arrival of the armed farmers racing at them, Jack in the lead. He turns to his Lieutenants.

FALLON

Finish them!

The Giant Lieutenants bark to their troops, and charge toward Jack and his rag-tag army.

ON JACK

Seeing this, Jack suddenly raises his hand and signals his men. On cue, the 50-odd farmers beside him abruptly stop running and drop face first to the ground to reveal

(CONTINUED)

CONTINUED:

ANOTHER 200 OR SO FARMERS BEHIND THEM! They're manning wheelbarrows filled with bales of hay. On cue they IGNITE the hay, then SLAM down the cart handles, the wheelbarrows suddenly becoming makeshift catapults, hurling FIREBALLS. The Stunned Giants are bombarded!

Giant after Giant catches fire, running frantically into others who they also set ablaze.

Brahmwel watches in amazement. Inspired, he shouts to those nearest him, seizing the Giant's distraction:

BRAHMWEL

Get our Guardians down from that mountain!

WIDE ON THE BATTLE, farmers and Guardians fighting side by side as fireball after fireball is launched into the blind-sided Gantuan forces.

EXT. FOREST CLEARING - DAY

Crawe and Roderick faced off as they were with swords. They're evenly matched, Crawe more aggressive, Roderick more strategic.

RODERICK

I'll be damned if I'll let a slovenly bastard like you best me.

CRAWE

Yeah, well mind your grip there, Roderick. Slippery bugger like you ought to hold on tight.

Excitingly choreographed swordplay ensues. But then Roderick gets the upper hand, forcing Crawe on the defensive.

ON ISABELLE: wrists still bound in Roderick's reins, trying to squirm free as she watches Roderick seize control of the fight...

A hint of worry in Crawe's face as Roderick abruptly changes style to a wilder, more ferocious attack, hacking away at Crawe without cease. Crawe is winded, just trying to block the blows -- when Roderick levels one with enough force to knock Crawe's sword away.

RODERICK

Seems you're the one who should've minded his grip. Time to get stuck, pig...

(CONTINUED)

CONTINUED:

Crawe blanches as Roderick leers, wasting no time raising his sword and thrusting it right at Crawe --

-- just as Crawe dodges it and the point lands in the trunk of tree. Roderick no sooner moves to yank it free when Crawe KICKS him in the chest, sending Roderick flying back as Crawe grabs Roderick's sword hilt and rips the sword free from the tree.

Roderick dives to where Crawe's sword had fallen -- only to find Isabelle's feet there instead! He looks up to find Isabelle wielding Crawe's sword.

Roderick goes pale, trapped between two swords. He figures Isabelle's his best shot, lunges for her -- but she quickly raises her sword to an inch of his chin.

Roderick freezes. Realizes he's at a dead end. He tries a new tact, turns to Crawe.

RODERICK

I have a proposition...

CRAWE

Do you now?

RODERICK

Cloister is doomed, we both know it. King Fallon's promised me more riches than you can imagine. We can divvy it all, you and I.

Crawe frowns, not particularly tempted.

RODERICK

Y-you can have the lion's share, how's that? Use your head, man! We're talking jewels, gold -- wait, I can show you...

Roderick slowly moves for the satchel on his horse, withdraws the golden egg Fallon's palms molded for him.

RODERICK

See?? This is just a taste!

Crawe can't help but be intrigued at the sight of the football-sized golden egg. Roderick hands it to him.

CRAWE

This is solid gold...?

Crawe looks briefly mesmerized by the object. Isabelle swallows, praying that Crawe isn't tempted or fooled.

(CONTINUED)

CONTINUED:

RODERICK
(leans in)
Well? What's your answer?

Crawe examines the egg a beat -- then grins and CLOCKS Roderick across the skull with it. Roderick out cold.

EXT. STALK BASE/ BATTLE - DAY

The battle between Giants and men still raging. Fireballs fly as Guardians from the mountain are now back in the fray, reinforcing their Guardian brethren as they attack the Giants in practiced maneuvers. Meanwhile --

Jack's farmers are SWINGING sickles and HURLING pitchforks. Others are more ingenious: fastening a huge length of rope to the horns of TWO BULLS, they release the animals into the fray, creating a massive trip-wire that sends Giants crashing.

ON FALLON

Livid, he personally sets to crushing every man in his path. Swatting bodies through the skies with his club.

Emboldened by the sight of their King going berserker, Fallon's minions follow suit, unleashing every ounce of fury as they beat back Cloister's waves.

INSERT SENATORS DAGON, RAND AND VULLGOR

Newly arrived on the scene, shocked at the damage and chaos they encounter. Rand and Vullgor avoid Dagon's accusatory glare.

ON JACK

Aiding the farmers as they load more bales into the wheelbarrows for another assault. Sees they're running out of hay. Knows they won't win this way.

NEARBY FARMER
We can't hold out much longer!

Jack's expression hardens, ignoring the dismay, his eyes fixed across the field... on Fallon, bashing his way through the battle.

Jack sees his chance. Tossing the bale into the wagon, Jack then makes for

FALLON. The Giant King is unleashing a bloodthirsty roar as he swings and stomps with abandon, savoring it.

(CONTINUED)

CONTINUED:

Peering around at the state of the fighting, Fallon is confident the tide has turned back in the Giants' favor, this time for good --

-- when he suddenly flinches as if bitten by a bug, bringing his hand to his neck to pluck out a PITCHFORK. He quickly spins, and finds

JACK STANDING DIRECTLY BELOW HIM. Trying not to look too scared as he picks up a second pitchfork. Jack gapes up at the Giant King. Fallon glares back down at him.

FALLON

I suppose you fancy yourself a hero. As if some guardian could ever defeat me.

JACK

I'm no guardian... I'm a farmer. And you're standing on my property.

Fallon grins, at once amused and disgusted by Jack's insolence. His colossal hand grips his club handle tighter.

FALLON

I keep reminding myself to spare some of you, but you men make it so difficult.

Fallon swings his club down on Jack with a thundering SLAM! Jack diving out of the way just in time.

JACK

Seeing as you're on my land, I'll make you a proposal. Turn your forces around, leave Cloister, and never come back.

FALLON

Or...?

JACK

Or? Or... or else.

Fallon chuckles - an awful sound - and then without warning SLAMS his club down on Jack again! Again Jack just manages to avoid being smushed. This time he hurls the pitchfork into Fallon's forearm. Fallon again plucks it free. Unscathed.

Meanwhile a few Giants nearby have paused to watch this standoff. Amused by the balls on the young farmer.

(CONTINUED)

CONTINUED:

Fallon done bantering and SLAMS his club down on Jack again. Jack dodges it, only to be met by another blow! Once more Jack just manages to escape it --

CRAWE (O.S.)

Jack!

Jack spins to see Crowe riding in with Isabelle, relieved to see she's okay -- but Crowe looks alarmed.

CRAWE

LOOK OUT!

Jack confused -- when he's suddenly CLUTCHED from behind by the iron jaws of a man-catcher! Jack's panicked as he's hefted into the air by Clank, wielding the weapon.

Legs kicking wildly, Jack writhes in the man-catcher's jaws as he's lifted Giant-height off the ground.

ISABELLE SCREAMS. Crowe is horrified...

Clank flexes his throwing arm, about to hurl Jack through the air like a lacrosse ball --

FALLON

No.

Clank halts, turns to find Fallon with his massive palm outstretched. Clank dutifully obeys, turns to his King, and releases the jaws of the man-catcher, dropping Jack right into Fallon's grasp.

Fallon licks his lips as he squeezes Jack in his fist, hefting him higher, Jack struggling to get his arms free as Fallon brings him toward to his huge mouth.

JACK

I'm warning you... Put me down.

FALLON

Oh, I will.

Fallon opens his mouth, prepared to stuff Jack's head in.

TIGHT ON JACK as he manages to finally get his arms free...

TIGHT ON FALLON as he lowers Jack face-first to his open mouth...

TIGHTER ON JACK as we see he's grasping something in his right hand... A BEAN...

TIGHTER ON FALLON, about to orally decapitate Jack...

(CONTINUED)

CONTINUED:

TIGHTER ON JACK as he pitches the bean straight into Fallon's mouth just before Fallon is about to bite down on his neck --

FALLON HALTS as he feels something enter his throat. Squeezing Jack in mid-air, he gags a moment, trying to cough up whatever it is. He sputters, swallows --

JACK
(whispers to himself,
almost a prayer)
Just a little water, that's all...

Fallon seethes, about to snap Jack in two --

-- and then Fallon freezes. Like he's been jolted from within. He starts to tremble, fear mingling with rage in his eyes as he can't help but loose his grip on Jack --

Jack hits the earth with a hard thud, looking up in time to see

Fallon grasping at his throat. His face contorted in confusion and agony. Sensing something happening to him. Something not good.

AN UNHOLY SOUND reverberates from within Fallon, causing everyone in earshot, man and Giant, to look his way...

Fallon trembles in place, his massive body beyond his own control as from his feet ROOTS BURST FORTH and begin to claw at the ground, digging into the soil...

Fallon's eyes go wide in horror... as his legs start to widen and widen, flesh giving way to GREEN underneath... even as his arms contort into STEMS that intertwine, his face stretching into an impossible shape, a last look of enraged horror bursts into green planthood...

... as Fallon's entirety is annihilated by the beanstalk
his body's water has germinated. Like its predecessor, this stalk makes the same breathtaking spirals, its roots burrowing out in all directions, its bulk winding its way up the sheer face of the Whispering Mountain and once more disappearing into the clouds above. Only this time, the unbelievable spectacle is witnessed in full daylight by all of Gantuans and men alike.

For a moment, you can hear a pin drop. Both sides just staring in mute astonishment at what they've just seen.

ON BRAHMWELL

The king can't believe what just happened.

(CONTINUED)

CONTINUED:

ON ISABELLE

Equally incredulous.

ON JACK

Gaping up at the beanstalk. Even he can't believe it.

JACK

It worked...

ON THE GIANT SOLDIERS

Hesitant. No one knows what to do. Confused and growing angry, they start to reach for their weapons once more...

ON RAND

As he sees this. He quickly bends to retrieve

FALLON'S CROWN: all that remains of the murderous King. Rand picks up the crown, carries it to

DAGON, who meets his fellow Senator's eyes.

RAND

You are next in line, King Dagon.

The Giant Soldiers nearest see this, each quickly alerting their brethren. In moments all Giant eyes are on Dagon. The new Giant King looks across the field...

... to King Brahmwell, standing among his surviving Guardians and farmers, unsure what will follow.

DAGON

Gantuans... This ends now.

The Giants look uncertainly to each other. Still stirred by the battle.

DAGON

This is not our home. And this...

(gestures to the
battle aftermath)

... this is not our way. Not
anymore.

Dagon steps toward his wavering soldiers. With every step he appears more and more a King.

DAGON

We must stay faithful to our
anceients and the pact they made.

(MORE)

(CONTINUED)

CONTINUED:

DAGON (CONT'D)

That is who we are. We are true.
We are loyal. We are Giants.

All it takes is one Giant Lieutenant to lay down his club. Another follows, and another, until soon all of the Gantuans have done so.

King Dagon regards King Brahmwell. Cloister's king nods with the utmost respect.

DAGON

Senator Rand. Senator Vullgor.
Assemble a group and commence the
destruction of our late King's
tunnels, ascending back up to
Gantua as you proceed.

Rand and Vullgor immediately set to doing so. Dagon then turns to address the remaining Giants:

DAGON

As for the rest of us...

CUT TO:

EXT. BEANSTALK - MOMENTS LATER

WIDE ON THE "FALLON" BEANSTALK as we find the Giants climbing the massive stalk back up toward Gantua. Unlike their human predecessors, the Giants cover a lot more stalk with a lot less effort. Still, the image is something to see.

Which is pretty much what all of Cloister is doing down below. The farmland is badly damaged, but there's a palpable relief on the faces of Guardian's and farmers alike.

ON BRAHMWELL

Isabelle by his side, beyond grateful for her survival as King and Princess tend to the wounded.

ON CRAWE

As he wanders through the aftermath, finally stops beside JACK, standing where we'd left him. Staring off...

JACK'S POV

Jack's focus shifts from Brahmwell... to Isabelle. She's peering around, most likely searching for Jack.

(CONTINUED)

CONTINUED:

And then, glancing toward us, her eyes find his. Her face flushes with immense relief. She waves him over.

Jack smiles back, and starts to walk over. Crowe hovers at Jack's side to reissue a reluctant warning:

CRAWE

Jack...

JACK

(sadly)
I know.

Jack and Crowe arrive before Isabelle and Brahmwell.

BRAHMWELL

Jack Forrest, my most sincere gratitude for what you've done.

JACK

Thank you, Sire. But the bean did most of the work --

BRAHMWELL

I was referring to your rescuing my daughter.

JACK

Oh. That was my privilege.
(meaningfully, to
Isabelle)
Truly.

Jack holds her gaze. But as much as it pains him, he knows their road ends here.

JACK

I'd better go. My family's probably worried --

BRAHMWELL

Isabelle speaks very highly of you.

JACK

Well -- that's very kind of her.

BRAHMWELL

You've no doubt noticed my daughter is nothing if not opinionated.

JACK

I -- yes, you could say that --

(CONTINUED)

CONTINUED:

BRAHMWELL

And her opinions are, more often than not, well-informed. So you can imagine my intrigue when she suggested to me that you might make a fine King one day.

Jack is struck speechless.

BRAHMWELL

Of course, you can be sure I'll need to form my own opinion. But I say this to let you know, should you wish to court my daughter, you have my permission. And hers.

JACK

Court your...?
(to Isabelle)
Really?

ISABELLE

(nods)
Truly.

Jack approaches Isabelle, helps her down from her horse, gazing adoringly into her eyes --

-- and they kiss.

CRAWE AT HIS DISTANCE

cringing for Jack -- and then amazed that Brahmwell isn't killing them both.

BACK TO JACK AND ISABELLE

Still kissing, we --

MATCH CUT TO:

EXT. KINGDOM OF CLOISTER - COURTYARD - DAY

Their lips parting to reveal Jack is dressed handsomely, Isabelle in her wedding gown as their marriage ceremony is completed...

... to the cheers of a HUGE CROWD composed of all walks of Cloister life. Aunt Lena is seated beside King Brahmwell, her eyes brimming with tears of joy. Beside her Uncle Ulric snores, fast asleep.

(CONTINUED)

CONTINUED:

Next to Ulric sits Crowe, sniffing as he tries not to get too choked up himself.

Jack leans in to Isabelle, taking her hand in his as they're celebrated by all of Cloister, thousands of flower petals showering like confetti... as the sounds of celebration slowly fade in our ears, and over it we hear:

PETER (V.O.)

You want to hear the story, do you? It all began ages ago, when the world was ruled by Giants...

EXT. WHEAT FIELD - LATE DAY

We FIND Peter walking with a somewhat younger FARM BOY, much the same way Jack used to walk with him.

PETER

... and that peace lasted over a hundred years, until Roderick decided to betray Cloister for the Giants' gold. He might've got away with it too, if it wasn't for a farmer by the name of Jack Forrest. See, Jack always wanted to be a Guardian...

DISSOLVE TO:

SAME SCENE - LATER

But now the younger Farm Boy is relating the story to another boy (FARM BOY #2). We START TO CRANE AWAY...

FARM BOY

... when Jack's aunt sent him to sell their old horse -- no wait, it was a cow. Yes, definitely a cow... and it may have been his grandmother...

DISSOLVE TO:

SAME SCENE - LATER

STILL CRANING AWAY FROM the wheat field as now we FIND FARM GIRL #1 repeating the story to FARM GIRL #2, their young voices fading in our ears as we CRANE EVEN HIGHER...

(CONTINUED)

CONTINUED:

FARM GIRL #1

... But the Old Man said 'These are magic beans.' Well, when Jack got home, his grandmother was so upset, she tossed them right out into the garden...

DISSOLVE TO:

SAME SCENE - LATER

FARM BOY #3 re-telling the tale to FARM GIRL #3, only their voices are almost inaudible as we CONTINUE TO CRANE AWAY; we can barely discern snippets ("And the harp cried out for help!") and of course a boy's throaty "Fee-fi-fo-fum" as we CONTINUE our ASCENT OVER Cloister and the adjacent Whispering Mountains, the setting sun painting the world in gorgeous amber hues, rendering it all just slightly larger than life as we --

FADE OUT.

THE END