

"KULL THE CONQUEROR"

Screenplay
by
Charles Edward Pogue

Based on the Characters
Created by
Robert E. Howard

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"NOTE"

REGARDING RINALDO'S SONG:

"All fled - all done, so lift me on the pyre;
The feast is over and the lamps expire."

Though this poem was written by Robert E. Howard, the author of KULL, it was never used in any KULL story. It is, in fact, the last thing Howard wrote...his epitaph...right before he committed suicide by blowing his brains out.

Since the poem is not KULL material owned by the Studio, clearance will probably have to be secured through the estate...or original material substituted.

-Charles Edward Pogue-

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FADE IN:

EXT. THE FLAME OF KORSALA - CLOSE-UP - NIGHT

A SHOWER OF FLAME SPARKS ACROSS A BLACK VOID.

EXT. THE SCARLET CITADEL - ESTABLISHING SHOT - NIGHT

The FLAME shoots up from within a CITADEL perched at the rocky edge of PENINSULA snaking out into a bay. THE SPIRAL OF FLAME coils above the walls, into the sky, giving the tower a reddish hue...and it's name...THE SCARLET CITADEL.

The fiery glow reflects across the waters of the bay, over the ships in port, to the walls of THE ROYAL CAPITAL OF VALUSIA. CAMERA PANS over the domes and spires of the city to a GREAT PALACE. Somewhere, A CHILD CRIES...

EXT. PALACE NURSERY - BALCONY - CLOSE ON BORNA - NIGHT

KING BORNA, a wild-eyed, barrel-chested man, stands on a balcony...SPLATTERED WITH BLOOD. From the golden crown on his head to his boots. He grips a crimson-drenched sword.

The CHILD STILL CRIES. Somewhere nearby. Ignoring it, Borna's crazed stare roves out to...the SCARLET CITADEL across the bay. And to the FLAME dancing within its walls...

Borna's eyes glow with crazed excitement. Beneath his blood-flecked beard, his lips crack in an anticipatory grin.

The crying child within rouses Borna from his daydream. Flinging open the doors, he enters the chamber behind him.

INT. PALACE NURSERY - NIGHT

MOONLIGHT steals into the room with Borna, slicing across...

A SMALL CRIB...in the corner. The crying comes from here. Persistent Wails. Pleading for mercy. Or help. But there will be no mercy. And help will not come. Only...

BORNA...comes, his shadow growing larger on the wall...Past the broken doll on the floor. Past the bloodstained bedsheet lying in a crumpled heap. And the the tiny hand that pokes out from underneath it. Past other SHADOWS, small forms sprawled across shadow beds in awkward repose much grimmer and more permanent than sleep.

Borna's dark silhouette descends over the crib and raises its blade. The infant's CRY CRESCENDOES as the blade arcs down.

EXT. PALACE - NIGHT

The child's cries become WAILS OF GRIEF, echoing in the palace, as a RIDER whips his horse out of the gate, galloping off through the city streets. CAMERA PANS UP TO...

THE SCARLET CITADEL...in the distance. It's flame wavering hauntingly in the dark sky.

INT. THE SCARLET CITADEL - ON SNAKE-HEAD - NIGHT

Firelight flashes on a GOLDEN SNAKE-HEAD as it strikes the lid of A LONG, IRON BOX. CAMERA BACK ON...

ZUKELI...a massive eunuch with a garishly painted face, bald save for the long queue of hair dangling down his back. He kneels beside the box, glancing uneasily up at...

ORESTES...standing above, the golden Snake-Head is an ornament on the top of his STAFF. Dressed in a dark robe, ORESTES is in a gloriously gothic round room, framed in the bright glow of the strange PILLAR OF FIRE behind him -- THE FLAME OF KORSALA.

It billows from a hole in the middle of the floor and flares the length of the citadel through an opening in the ceiling. Its fiery light dances over the stone walls, across the arcane hieroglyphics in the floor, along the gargoyles carved in the railing of the stairwell, winding to the balcony and chambers above.

Orestes preens before the coffin in self-satisfied pride, vainly stroking his carefully-tended, well-manicured beard. If not handsome, Orestes is at least well-manicured. He taps his snake-head staff on the iron lid once more.

Zukeli opens it. The heavy lid flops back with an echoing clank. The iron box is A COFFIN.

Inside lies the withered, wizened remnant of a MUMMIFIED WOMAN. Her dried brown limbs, like dead wood, show through the mouldering bandages.

ORESTES
(whispered awe)

Akivasha!

ZUKELI
(uneasily; high-pitched voice)
The Red Witch.

ORESTES

Aye, sorceress-queen of ancient Acheron
that 3,000 years ago held sway over the
whole world...The Scroll.

Zukeli hands Orestes A YELLOWING SCROLL. He unfurls and scans it. He sets it down and twists the golden snake-head on his staff - actually the hilt of a long dagger which slides from the staff.

Leaning over the carcass, Orestes severs a strip of tattered bandage from her left breast. In the shrivelled curve of her bosom nestles a RED FLAME-LIKE TATOO. Orestes makes a careful incision just below the tatoo with his knife and gently probes the cut with the tip.

A SMALL METAL VIAL slips from the dusty orifice. Orestes snatches it up excitedly and flips open the lid of the vial. A bit of LIQUID CRIMSON bubbles to the top.

ORESTES

The scroll spoke true...Akivasha's blood!

Orestes' eyes gleam in the glow of the flame.

EXT. BEACH COVE - NIGHT

More FLAME FILLS THE SCREEN. A WHOOSHING TENDRIL OF FIRE COLLIDING AGAINST ANOTHER SWISH OF FLAME IN A CLANKING CLATTER OF BLUE SPARKS. The RUSH OF WATER is heard underneath this crackling clank of fire and steel.

CAMERA BACK ON...

KULL...BLINDFOLDED, holding a FLAMING SWORD.

KULL

I thought you were fast, Tarascus.

Kull taunts his opponent, TARASCUS...a big, blond-bearded giant, also blindfolded. He strikes out at the sound of Kull's voice with his blazing blade. Kull hears the WHOOSH of the fiery sword and leaps back, but Tarascus' blade bangs against Kull's.

TARASCUS

Don't boast, Kull. You give away your position.

Kull swats the flat of his blade against Tarascus' backside. Tarascus yelps.

KULL

So do you!

A ROAR OF LAUGHTER erupts from...

A BAND OF SEAMEN...who watch this strange duel on the edge of the shore. Tarascus' contingent...THE DRAGON LEGION - blond, muscular gods like himself, all in uniform - root their champion on. Ships dot the bay behind.

Tarascus spins and strikes, but his blade bites air. Kull lunges to the whiz of the flame, scoring another hit. But Tarascus whirls and scores a swift hit. Then two more as Kull tries to retreat.

KULL

No peeking now.

Tarascus laughs and lunges, but this time Kull scores. Then both men hit stride, dueling down to the sea, sloshing ankle deep in water. The blades fly so fast it difficult to say which is the aggressor and which the defender.

Tarascus ducks Kull's swing and falls backwards into the sea. His blade goes out with a sizzle. Kull tumbles over the fallen man into the drink himself. Both men laugh, pulling off their blindfolds and fishing out their blades. Kull is a dark handsome man. Still young, but seasoned.

KULL

A draw?

TARASCUS

I still say I'm faster.

Kull gives Tarascus a hand up.

KULL

We'll try it without blindfolds some day.

Tarascus laughs, clapping a long arm around Kull as they wade out of the water to the congratulations of their men.

TARASCUS

You fight well, Kull. Pity you're a dog of Atlantis. I'd make you a commander in my Dragon Legion.

Kull takes the back-handed compliment with an easy smile.

KULL

I already command King Borna's navy.

TARASCUS

(derisive snort)

Mercenary rabble. Just like the army.

(gestures to his men)

But the Legion. Every man of noble blood.

As the insults become less veiled, Kull's smile is less easy.

KULL

So is the King.

It's not a compliment and Tarascus knows it. He looks somberly to the Citadel on the peninsula down the coast.

TARASCUS

No need for you to stay. Valusia's not your country. Become a pirate again, like you were before Bornia raised you up.

Kull twists at a ring on his finger. The ring's CREST is a TIGER HEAD of gold and silver.

KULL

And lower than that before then. I guess "mercenary rabble" is a step up.

Suddenly, A RIDER gallops across the sands. It is the same one who left the palace...A YOUNG ARMY CAPTAIN -- TROCERO.

TROCERO

Lord Kull! General Tarascus!

KULL

Trocero! What is it, Trocero?

Trocero reins his horse before Kull.

TROCERO

Lord Kull, the palace is in chaos. The king has murdered his children! All his children!

KULL

(contemptuously)

Noble blood, Tarascus...All over the palace floor.

TROCERO

He has fled to the Scarlet Citadel!

Kull and Tarascus stare out to the Citadel. Then trade a somber glance. Kull then wheels to his men, shouting orders.

KULL

Belt up for a brawl, you sea-dogs!

Tarascus follows Kull's lead, shouting to his troops.

TARASCUS

Dragons! Prepare!

Tarascus joins the mad scramble of preparation. Kull stares up at the gloomy citadel, a strange expression on his face.

KULL

"...by the hand of a king..."

EXT. CITADEL - NIGHT

The Flame of Korsala dances in the night sky to the rhythm of waves crashing along the shore.

ORESTES(OS)

Return, O Queen. See what has become of
your once-mighty lands.

INT. CITADEL - NIGHT

Firelight dances over the withered form of Akivasha. ORESTES holds up VIAL OF BLOOD, glinting in the glow. Then pulling the SCROLL from his robe, he moves to the fire.

He kneels and POURS THE BLOOD FROM THE VIAL ONTO HIS KNIFE. It trickles into the groove of the blade. He jabs the knife into the flame, chanting from the scroll.

ORESTES

Ka nama yag-kaloon, yagoth gamesh!

The fire sparks as the chant echoes in the chamber. Orestes pulls the dagger from the flame, ITS BLADE ABLAZE! He rises and returns to the sarcophagus. HE LAYS THE FIERY KNIFE-BLADE ONTO THE PARCHED LIPS OF THE MUMMY!

ORESTES

Korsala's Kiss, O Akivasha, a kiss of
blood and flame. Let its breath fire
your soul. Let its passion warm your
heart.

The fire on the dead woman's lips rapidly rages across her dried corpse. Orestes gazes in crazed anticipation.

ORESTES

Death is but a sleep, Akivasha. Sleep no
more. Awake and rise. Rise and live.
Live and rule!

The blaze engulfs the entire coffin. And Phoenix-like, the shrivelled corpse of Akivasha SITS UP in the flame...AND THE SKULL-SUNKEN EYES POP OPEN!

Orestes gasps, shrinking back in awe...and fear.

For in the midst of the fire, AKIVASHA'S CORPSE RESUSCITATES! Her parchment-like skin softens and whitens. Her withered frame evolves into the voluptuous body of a young woman. The scant wisps of hair become a tousled, lush auburn mane.

And the taut, grey face transforms into one of exquisite beauty...the thin, cracked lips, red and ripe once more and the eyes shining with life.

AKIVASHA rises from her coffin and the fire. Shadows discreetly veil her naked beauty. Stroking his beard in absent vanity, Orestes is dazzled by her beauty.

ORESTES

Akivasha!

Orestes removes his cloak and wraps it about her milky shoulders, caressing them in the same motion, his face almost nuzzled in her hair, utterly swept away by her beauty. Akivasha stares at him with imperious curiosity. Cowed by her penetrating gaze, he backs away.

AKIVASHA

Akivasha...?

ORESTES

You are Akivasha. Remember, O Queen? Here once stood your tower. Upon its ruins, I built my own.

Akivasha stares into the spiral of flame in groping memory.

ORESTES

Yes, the sacred Flame of Korsala...the blaze that has burned since your time.

The firelight's reflection flickers in Akivasha's dark, wide eyes...recognition also flickers there.

AKIVASHA

Since before my time. Always. I was Akivasha. I am dead.

ORESTES

Dead no more. Alive.

AKIVASHA

Acheron...?

ORESTES

Gone, O Queen. The world has much changed during your long sleep.

AKIVASHA

Too long a sleep.

A FURIOUS POUNDING interrupts them. Akivasha jerks to the sound.

BORNA(OS)

Orestes! Orestes! Let me in!

ORESTES

Borna! You must hide, Queen. This way.

He gestures to the bronze door, but as he turns to lead her ...she's not there. Instead...

AKIVASHA...is FLOATING IN THE FLAMES OF KORSALA, unharmed by the fire.

AKIVASHA

I will not be seen.

She floats up the flame through the ceiling opening. The KNOCKING jars Orestes from his shock. He opens the door for:

BORNA...looming in the entrance. Behind him lurk a CLUTTER OF SAVAGE GIANTS, out of place in their livery of the Royal Guard. Obviously mercenaries.

Borna barges in, breathing heavily.

BORNA

About time, wizard.

He strides to a table and greedily quaffs a flagon of wine. Orestes studies Borna's bloody dishevelment and knows something's terribly wrong.

ORESTES

What have you done, Borna?

Borna chuckles crazily over his wine cup. The red wine dribbles down his chin, mixing with the blood.

BORNA

(wicked laugh)

Spared my children any future disappointment.

(flings goblet aside)

After all, who needs heirs when one is immortal?

The madman's boast quickly turns Orestes' shock to rage.

ORESTES

You fool! You're not immortal yet! They will blame me for this!

CAMERA PANS UP TO...

AKIVASHA...eavesdropping from above in the flame. Her dazedness slowly transforms to alert comprehension. And cunning. She's fascinated by...

BORNA AND ORESTES...and their little melodrama...Borna grabs Orestes and shoves back over the table, fingers dug into the wizard's robe. Firelight cascades over them.

BORNA

Not if you do it now! You promised me, sorcerer! I would rebuild for you the citadel around this unholy flame and you would learn its eternal secrets. The Kiss of Korsala! Make me immortal! Now!

A CLAMOUR at the door interrupts them. SHOUTS AND CLANGING STEEL. A PAIR OF BORNA'S BODYGUARDS careen through the door, collapsing dead at the feet of...

KULL...chest heaving, blade bloody, in the doorway. Behind him crowds Trocero, Tarascus and their VARIOUS TROOPS: Sailors, Dragon Legion, and Army Regulars. But...

AKIVASHA...still watching from her flaming perch, only has eyes for Kull. She likes what she sees as...

BORNA...draws his blade.

BORNA

Treason!

KULL

(grim smile)

It's only treason if I lose. Come, Borna. Your slaughtered babes await you in Hell!

Orestes reaches furtively into the sleeve of his robe. Catching the motion, Kull whips a knife from his belt and flings it just as Orestes withdraws his fist.

The blade pierces Orestes' wrist. With a cry, he drops a SMALL BLACK GLOBE. At the same time, Tarascus lunges for Borna who parries the thrust. Kull swivels, surprised to find his prey snared by another hawk.

Meanwhile, Orestes' black globe rolls across the tile toward the Flame of Korsala.

ORESTES

No!

Too late. The strange orb rolls into the fire and ORESTES IS ENGULFED IN AN EXPLOSION OF BELCHING FLAME. Above...

AKIVASHA...receives the fiery deluge like a welcomed shower of spring rain. Below...

KULL...is blown back into his men. Regaining his feet, he finds half the room aflame. Orestes and Borna are nowhere in sight. The blaze sweeps across the floor and up the staircase, a ROARING LAUGH rising above it. Kull sees:

BORNA...on the other side of the flame, sword raised, leering death at Tarascus, dazed and weaponless at his feet.

Kull leaps through the inferno, his blade catching Borna's just inches from Tarascus' head. Borna ripostes with a berserker's fury. Their flashing swords spark blue in the crimson light.

The raging flame swallows up the duelists. Grabbing his sword, Tarascus vainly searches for a way through the blaze, but he's forced to retreat, joining Trocero and the others helplessly watching...

KULL AND BORNA...The battle is fast. Fierce. Borna, not as skilled as Kull, is bigger and fights with a frenzy born of madness. But Kull counters his clumsy attack and disarms him, sending his blade skittering into the flames.

Kull arcs his blade back for the coup de grace, but he is suddenly distracted by...

A FACE...IN THE FLAMES...AKIVASHA'S FACE...her turbulent red hair like wildfire itself...her lustrous eyes glowing with passionate curiosity...her scarlet lips parting in a hot sigh of breathless admiration...

KULL...stands transfixed as the vision disappears in a flare of shooting flame...as though never there...Perhaps, it never was...But something else is...

BORNA...who takes advantage of Kull's dropped guard. His massive hands grab Kull by the throat. Kull staggers back, trying to break Borna's hold while...

HIS COMRADES...watch from beyond the wall of fire. Smoke and flame suddenly obscures the fighters from view. Then...A BLOODCURDLING SCREAM! Then...only the snapping fire.

Trocero scours the Flame. He sees A FIGURE silhouetted in the haze. Then a face lit by the blaze. It is...

BORNA...grinning demonically, as he lurches through the flame. Swords go up. But Borna stumbles. Blood gushes from a chest wound. He crashes to the floor.

Kull appears, dashes through the sheet of flame to the cheers of his men. With his bloodstained blade, he plucks the smoldering crown from Borna's brow. He looks at it in hungry curiosity. Then at Tarascus.

KULL

What do we do with it, Tarascus?

He holds it out. Tarascus looks at him questioningly. Is Kull offering it to him? Or just daring him to take it?

ASCALANTE

I'll take it!

Both Tarascus and Kull turn to...

ASCALANTE...an effete, haughty aristocrat at the VANGUARD OF MORE NOBLES pushing through the soldiers...most notably TU, an aged councillor, and his two ancient companions...FRIC AND FRAK. They perpetually attend Tu, but never speak.

Ascalante's well-manicured hand snatches the crown off the sword, but it is still hot from the fire.

ASCALANTE

Ouch!

He juggles the hot circlet in his hands then drops it on the floor where it whirls to a stop with a rolling clank.

ASCALANTE

No one touch it. It's my right. Borna's blood is dead. Succession falls to me.

Other nobles dispute this claim, arguing their own blood lines. Much to the dismay of Tu and his cronies who try to quiet the hubbub.

TU

Lords, points of law must be cleared up!

But nobody cares. Particularly not Ascalante who stands over the crown, shouting.

ASCALANTE

The crown is mine! Mine!

As Kull watches the tumult, a BLOODSTAINED HAND suddenly reaches up and yanks him down. It subdues the crowd, for...

BORNA...is not quite dead. His beard and hair smoking with flame, he lurches his mad, jeering face into Kull's.

BORNA

It's Mine! And I give it to...

Borna scoops the crown off the floor and plants it firmly on his slayer's head.

BORNA

You!

There are gasps from the nobles.

BORNA

You earned it. Keep it. If you can!

His raucous laugh sputters to a blood-choked groan as he slides down Kull to the floor. Kull rises and turns to...

THE STUNNED ROOM...Still. Silent. Only the cracking fire is heard. Then the cracking of Tu's knees, as he kneels.

TU

The sacred law of sovereign succession is invoked. Undeniable and irreversible.

Fric and Frak follow Tu's example and kneel. The nobles don't like this. But Trocero does..

TROCERO

Long live the king!

Upraised swords gleam in the firelight as the shout is taken up by the army and Kull's men. Tarascus weighs the situation ...the nobles, the kneeling councillors, the cheering men.

TARASCUS

Long live Kull!

Following their leader, the Dragon Legion takes up the cry, much to the distress of Ascalante and the other aristocrats. Kull is overwhelmed, but pleased. His fingers gingerly fondle the crown on his brow,

KULL

(softly)

"...by the hand of a king..."

CAMERA PANS UP TO:

THE CEILING OF THE CITADEL...where Akivasha floats in the flame, enjoying the spectacle, her eyes devouring a triumphant Kull.

INT. ROYAL SERALGIO - CLOSE ON CARDS - NIGHT

CANDLELIGHT shines across the slick surfaces of AN ORNATE DECK OF CARDS as they fan out across a tile floor face-down.

A HAND picks THREE CARDS from the deck and turns them over. On each face is a CURIOUS SYMBOL...The first card is the figure of A CROWNED KING, turned upside down. The next card is a GRINNING SKULL-FACE PEERING OUT OF A BLACK-HOODED SHROUD. Perched on the skeleton's shoulder is A VULTURE. The third card reveals A STALKING TIGER. CAMERA PANS UP TO:

ZENOBIA...the card-player. One of Borna's concubines. Her beauty...though considerable...is tinged with a jaded maturity. A woman of the world and the world wearies her. She knits her brows at the three cards in curious confusion. THE SLAM OF A HEAVY DOOR diverts her attention to...

KULL...enters the harem, still bloody from battle, surrounded by a retinue of nobles and warriors...most notably Trocero, Tarascus, and Tu who gestures with his STAFF OF OFFICE to...

THE HAREM...Zenobia is not the only woman startled by this unannounced invasion. Beautiful women, in various states of dishabille, fill the room.

TU

Borna's women, Your Majesty...now yours.

The room hisses with the excited whispers of curious women. Tu bangs his staff of office for silence.

TU
 Borna is dead! Kull...
 (still uneasy with
 the concept)
 ...is your new king...and master!

Another wave of whispers swishes through the women. Tu bangs his staff. The women quiet and bow in obeisance. Then one of the OLDER CONCUBINES approaches Kull and, kneeling, grabs his hand and kisses it.

KULL
 Borna that bad in bed?

OLD CONCUBINE
 Three of the children Borna slew were mine. Rule long, Kull.

Kull is chagrined when he sees the tears welling in the woman's eyes. But before he can apologize for his glibness, the other concubines flutter about him with coy looks and coquettish chatter, vying for his attention. All save for...

ZENOBIA...who has absorbed all this in curious indifference and now returns to her cards, shuffling them.

KULL(OS)
 You still read the "Hands of Fate", girl?

Zenobia looks up to see...

KULL...standing over her, intrigued by her cards.

KULL
 You read them for me once. When you danced at the feast of Hotath, remember?

ZENOBIA
 I'm surprised you remember, Milord. You were very drunk.

TU
 Silence, wench! You're insolent!

KULL
 (laughs good-naturedly)
 But honest. I was drunk...but I remember. Borna had a fit because I grabbed you 'bout the waist and tried to kiss you.

ZENOBIA
 You did kiss me, milord. And it wasn't my waist you grabbed.
 (Kull laughs)
 Borna would have killed you, if he hadn't passed out trying to draw his sword.

KULL

(laughs again)

Borna wouldn't have killed me, no matter how drunk I was..."King by the hand of a King." That was the destiny you read in my cards that night.

ZENOBIA

You seem to remember everything, milord.

KULL

Everything...but your name...

ZENOBIA

Zenobia.

KULL

Bring your cards to my chamber, Zenobia.

Kull strides from the chamber, followed by his coterie.

INT. KULL'S BEDCHAMBER - CLOSE ON KULL - NIGHT

A SPRAY OF WATER splashes over Kull's face and shoulders. CAMERA BACK. Kull sits in a high-back, gold bathtub, being washed by two slave-girls, who seem to be enjoying their task. Kull shakes back his wet locks and sees...

ZENOBIA...standing in the room, looking ravishing in wispy, clinging robes. Kull motions the slave-girls to leave. Draping a towel over his broad shoulders, the girls obey. Kull signals Zenobia forward.

ZENOBIA

Shall I undress, milord?

KULL

No, shuffle...The Hands of Fate, girl!
Unfold my kingdom's destiny in the cards.

Zenobia sits beside the tub and shuffles her cards.

ZENOBIA

First, the Hand of the Spirit.

She proffers the fanned deck to Kull who, with a wet finger, plucks a card and places it face-down on the floor. Zenobia turns it over...It is THE STALKING TIGER.

Kull is pleased. Smiling, he grabs his tiger-head ring from a pile of clothes next to the tub and shows it to her.

KULL

My totem! I was called the Tiger when I was a pirate.

He places the ring on his finger. It is a tight fit. He must jam it on with some force.

ZENOBIA

A sign of majesty and power. Next the Hand of Being.

Kull selects another card. Zenobia turns it over, revealing
CROSSED SWORDS.

KULL

Crossed swords.

ZENOBIA

A conflict...Now the Hand of Destiny.

KULL

Yes, destiny...

Kull picks the final card. Zenobia turns it over...TWO
LOVERS KISSING are depicted on the card's face. Zenobia
studies the three cards intently. Kull anxiously waits.

KULL

Well?

ZENOBIA

The Fate of your kingdom will be found
within a kiss.

KULL

(disappointed)

That's all? What does it mean?

ZENOBIA

I only read the cards, Milord, you must
find their meaning...

Kull frowns, perplexed. Then with a laugh, he sweeps the
cards aside and pulls Zenobia to him, lustily kissing her.
While she does not resist, she hardly responds passionately.
Kull breaks the kiss. His perplexed frown has returned.

ZENOBIA

(perfunctorily)

Shall I undress now, my liege.

KULL

Are you in a hurry, girl?

Aware of Kull's agitation, Zenobia smiles obediently, warming
up...but it's still by the numbers.

ZENOBIA

I am whatever you wish, milord.

(kisses him)

I've displeased you. Forgive me. What
do you want...?

Zenobia's turned-on ardor still rings false as her lips glide along his neck and her hand slides down his leg into the soapy bath water and...to other things. Kull angrily jerks her hand up and pushes her away.

KULL

Not brothel tricks! You think I'm some anemic fop who needs his vanity puffed? My women don't play games.

ZENOBIA

(sharply)

I am not your woman. I am your slave.

Snarling, Kull rises, stark naked tub and snatches Zenobia up, half-dragging, half-throwing her to the bed. He hovers over her, his hands gripping the flesh of her arms, his eyes glaring, his breath coming in gasps.

Though frightened, Zenobia matches his gaze, not whimpering, not flinching. Not knowing if he'll take her by force or not.

KULL

The greybeard Tu was right. You are insolent.

ZENOBIA

But honest.

Hearing his words thrown back at him, Kull's anger explodes into laughter. He lets her go and rises to put on a robe.

KULL

I like you, Zenobia.

ZENOBIA

(rises; curtly)

You don't even know me.

Kull takes the insult cooler this time. Almost kindly.

KULL

Don't fear me, girl. I'm not like that pig Borna.

He brushes back a lock of her hair.

ZENOBIA

No, milord?

KULL

(stung)

I do not take women against their will.

ZENOBIA

As long as they come to you on command
and not by choice, how will you know?
I'll do my best to satisfy your desires,
lord. In the bedchamber and out. But do
not mistake compliance for...enthusiasm.
It is merely the..."destiny"...of a
slave. To submit. Now shall I undress?

Kull shakes his head "no".

KULL

Tonight I sleep alone.

Waving her away, he crosses to his balcony door. Zenobia
hesitates, then turns to go. Kull's voice stops her.

KULL

Girl!

She turns back. He looks over his shoulder at her.

KULL

I don't need to be taught a slave's
destiny.

Kull slides the robe from his back. Even in the candlelight,
the writhing, snakelike scars of the whip are evident.
Zenobia stifles a gasp, shocked by the sight.

KULL

I learned at fifteen chained to the oar
of a pirate galley. Learned from the
crack of the lash and the dying men on
the bench beside me. For five long years
I learned. But not well enough. I
killed the man who did this to me and
took his ship. Not all slaves submit.

ZENOBIA

Not all slaves have courage. Some need
help. Your scars have faded over time.
Will your memories, now that you are
master?...Sleep well, King.

Zenobia sweeps from the room, but her words linger. And Kull
is troubled by them. He steps out on his balcony.

EXT. ROYAL BEDCHAMBER - BALCONY - NIGHT

Kull stands at the balcony rail, staring out at the...

DAWN...creeping greyly across the sky. Mingling with the
still billowing smoke of the charred citadel out on the
peninsula in the bay. And up through the grey haze flickers
the bright red FLAME OF KORSALA.

EXT. SCARLET CITADEL - DAWN

A smoldering ruin. One side of the tower has totally collapsed. The CAMERA PANS through this gap to discover:

AKIVASHA...radiantly backlit against the fire, holding Orestes' snake-head staff, surveying the ruin. She notices SOMETHING rising from the smoldering pile of stone...

A HAND...or what was once a hand; now a gnarled claw, discolored and scarred. Burnt, twisted fingers clutch as....

ORESTES...claws his way out of the rubble. His face is a corruption of melted flesh. His lush beard is burnt away. One side of his mottled skull is hairless. His ear is a crumpled stump. Most of his upper lip is burnt away, curling his mouth in a perpetual sneer. Scar tissue covers one eye. His other stares wildly at the ruined citadel. Then at his hands. They reach up to grope his distorted face. He moans in despair as the shadow of...

AKIVASHA...falls over him, staring at him in detached curiosity. He tries to hide his ugliness from her.

ORESTES

(raspy, raw)

No! Don't look at me! Not like this! O my Queen. I have done your bidding. Brought you back. Now I crave reward. Give me revenge...revenge on Kull!

Akivasha sparks at Kull's name. She smiles a grim little smile, flashing the even edges of her white teeth. She kneels beside Orestes, gently stroking his face.

AKIVASHA

Yes...Tell me of Kull!

Where Akivasha has stroked Orestes' face is healed, perfect, pink flesh.

INT. PALACE - THRONE ROOM - DAY

Kull's court bristles with ANGRY PROTEST. Kull sits on the Topaz Throne, eying the disgruntled nobles. Tu, gripping his staff, hovers at Kull's side. Frac and Frak, arms laden with documents, hover at Tu's. Tarascus and Trocero flank Kull's other side. Behind them is an armed guard.

Kull rises up and, snatching Tu's staff, bangs it on the floor, silencing the crowd, then throws it back to Tu, who catches it with a shudder. Frac and Frak also shudder.

KULL

Silence! Your king has spoken. All slaves of Valusia shall be set free! Starting with my own. You!

Kull points to a SLAVE who attends a table of food and drink.

KULL
Where are you from?

SLAVE
(fearfully)
Z-Zalgara, Your Majesty.

KULL
Do you wish to go home?

The slave nods meekly. Kull dumps some coins from a pouch in his hands.

KULL
Do so. Now! You're free!

The befuddled but grateful slave bows and takes off. Kull turns to ANOTHER SLAVE and puts the money pouch in his hand.

KULL
You too. Go home.

2ND SLAVE
I have no home, Majesty. I was born here. In the palace...

He offers back the pouch, but Kull shoves it in his hand.

KULL
...into slavery. No more. If you stay in my service, you will be paid...

The stunned slave kneels, kissing Kull's ring. But Kull pulls away, still on the move, striding down the dais...toward...

A BEADED ALCOVE...behind which the women of the seraglio observe the court proceedings. Kull addresses them.

KULL
...as will the harem. Those who choose to stay. Those who don't, leave with my blessing and a fair reward. The king commands no one's affections.

This last is directed at Zenobia who Kull has spied behind the curtain. But then...

ASCALANTE...breaks through the crowd to Kull.

ASCALANTE
Do what you want with your chattel. But free Valusians have the right to own slaves under the law!

Kull wheels on Ascalante, eyes smoldering.

KULL

The law is changed! All Valusians now are free.

Once more, Kull addresses this last to Zenobia who meets his steady gaze with her own from behind the curtain.

INT. PALACE HALLWAY - DAY

Kull strides down the Hall, Tarascus hard on his heels.

TARASCUS

I warned you. You go too fast, milord.

KULL

Not fast enough.

TARASCUS

(stops him)

It is easy to change our laws, Kull, but not our heritage. You go too fast. The Road of Kings twists and turns. Go slow and be guided or you will stumble.

KULL

The Road of Destiny is inevitable. I will not fall.

Kull wheels and continues down the corridor. Tarascus lingers behind, a troubled frown on his face as he watches Kull go.

EXT. KULL'S REFORMS(MOS) - SERIES OF SHOTS - DAY

The slaves are freed. Chains are shattered on Blacksmith's anvils. Ex-slaves run joyously through the streets, reuniting with loved ones.

Kull and an entourage of nobles ride through the city streets to witness the spectacle. An admiring Trocero and his guard can barely restrain the enthusiastic crowd from Kull. They hail the king wildly, reach out to touch his hand or his horse or hold up their babies for his blessing.

Tarascus and Tu, along with the ever-present Fric and Frak, note the outpouring of affection and recognize its power.

So do others. Ascalante and a COTERIE OF DISGRUNTLED NOBLES, riding with the king, sneer in disgust and worry at this wild adulation of the mob.

EXT. CITY STREET - DAY

Kull and his entourage are still followed by a cheering crowd as they ride down a city street. Kull reins his horse to a halt before THE TEMPLE OF HOTATH.

HADRATHUS, a brown-cowled priest, has been lashed to the temple door and is being flogged by MANDARA, a plump, aristocratic priest, decked out in religious finery. Mandara's ACOLYTES enjoy the punishment.

KULL

(to Mandara)

Hold! What is this, Mandara? Who is this man?

The flogged priest answers.

HADRATHUS

Hadrathus, Your Majesty. High Priest of Asura.

MANDARA

He tried to re-open his temple, milord!

(points to a temple

next door to his own)

King Borna cast his sect from the city for practicing profane and inhuman rites.

HADRATHUS

(to Kull's querying glance)

He cast us out for not paying him bribes the way other temples did.

Hadrathus directs this last at Mandara who fumes indignantly. He gets more indignant when Kull laughs.

KULL

Sounds more like the greedy pig. Afraid of competition, Mandara?

MURMURS ripple through the entourage. Mandara puffs angrily. The councilors trade dubious frowns. Tu whispers to Kull.

TU

Unwise, majesty, suggesting the high priest of Hotath is a corrupt liar.

KULL

Even if he is?

TARASCUS

Especially if he is. Mandara is very influential.

Kull snorts derisively, then addresses Hadrathus.

KULL

Re-open your temple, Priest.

Another murmur rolls through the crowd. Tu winces. So do Fric and Frak. Mandara flushes livid.

MANDARA

Milord! No! You can't--!

KULL

(cuts him off)

By Valka, let men worship what gods they will. Release him!

The citizenry CHEERS, much to the concern of the nobility. Grinning, Kull surges his horse through the crowd. Mandara appeals to Tarascus, silently simmering, on his horse.

TARASCUS

(spits it out)

You heard the king! Release him!

He spurs his mount forward to catch the king.

EXT. TEMPLE OF ASURA - DAY

Hadrathus leads a procession of priests to the TEMPLE OF ASURA and, with an axe, strikes the chains from the door. All is sourly watched by...

MANDARA...from a minaret of his own TEMPLE OF HOTATH right next door.

INT. ROYAL SERALGIO - DAY

A buzz of activity, as NUBILE CONCUBINES, pack chests of gowns and jewelry, as they prepare to leave. CAMERA PANS THROUGH THE FLURRY TO...

ZENOBIA...sitting on some cushions, reading her cards. Two are down and familiar...THE TIGER, THE CROSSED SWORDS...she deals the third. THE KISSING LOVERS. With a puzzled frown, she ponders the cards...

EXT. PALACE STEPS - NIGHT

As night falls, the mood in the streets is still joyously raucous. RINALDO, a MINSTREL, pushes through SOME CELEBRANTS and mounts the palace steps, waylaying a pert young CONCUBINE toting a chest over-laden with finery and jewels.

RINALDO

Has Zenobia gone?

CONCUBINE

Gone to the king.

She starts down the stairs. Rinaldo grabs her arm.

RINALDO

He didn't let her go?

CONCUBINE

(shrugs)

He sent for her.

(flirtatious)

How about me? I'm free!

RINALDO

(sneering)

I doubt that.

He tears down the stairs. The concubine huffs, indignant at the slight to her charms.

INT. ROYAL BEDCHAMBER - NIGHT

Kull stands at his window, watching the celebration in the streets. Pleased with himself. He notices...

RINALDO...scowling at him from the crowded street below, then spinning on his heel and swiftly disappearing into the mob.

ZENOBIA(OS) -

Milord?

KULL...turns to see...

ZENOBIA...voluptuously arrayed in her best finery. But her manner seems less haughty. Though she is still guarded, her steady gaze glows with quiet respect.

ZENOBIA

You sent for me?

KULL

To say goodbye...

Disappointment darts in Zenobia's eyes as Kull approaches. He holds out his hand. In it is an OBSCENELY LARGE DIAMOND.

KULL

...and to show our gratitude...

The disappointment has not left Zenobia's eyes. She does not take the gem. She hardly looks at it. She looks at Kull.

ZENOBIA

I thought I was given a choice.

KULL

(confused)

Yes...

ZENOBIA

My choice is to stay.

Kull is touched, but mystified by her decision.

KULL

Why?

ZENOBIA

(moves to him)

To be great is to be alone. You will need friends.

KULL

I am not alone. Listen to my friends.

He gestures to the revelry outside his window.

ZENOBIA

You won't hear your enemies. They whisper behind tapestries. Conspire in palace corridors.

With impassioned intensity, Zenobia grabs his arms.

ZENOBIA

I am used to court intrigue, sire. I can lead you through its treacherous paths. I can help you. I can...I...

Realizing she's becoming too emotional, she backs away. But Kull has also sensed something more impassioned than her plea. He takes her in his arms and smiles.

KULL

Is this the only reason you stay?

He leans down to kiss her, but Zenobia draws back.

ZENOBIA

My choice, king, remember?...Tonight I sleep alone.

Smiling, she exits out the door. Kull laughs.

KULL

Tarascus was right. I go too fast.

A sudden RUSH OF WIND whistle through the open balcony doors. Kull turns to them and stares out across the bay. To the Scarlet Citadel in the distance. And the Flame of Korsala, a wavering, red ribbon in the black sky.

EXT. SCARLET CITADEL - NIGHT

THE Flame of Korsala writhes wildly in the rough caress of the wind. Sea spray splashes high against the rocks below. Ascalante and Mandara shiver in the shadow of the ruins; it's not just the cold and wet that makes them tremble.

ASCALANTE

Where is he?

Mandara jumps as someone looms out of the shadows. The flame unmasks him. It is Tarascus!

MANDARA

It's about time, Tarascus! Why have you chosen this god-forsaken place to meet?

TARASCUS

(puzzled)

I didn't. I received a note marked with our sign and this hour and place.

ASCALANTE

As did we! But if none of us sent it...?

TARASCUS

(fingers his sword)

...Someone knows of our plot against the king...

ORESTES(OS)

...And that it will fail...

Tarascus's sword slides from its scabbard as...ORESTES... steps from the shadows. His face and body TOTALLY HEALED!

MANDARA

Orestes!

TARASCUS

Impossible. You were charred to a cinder.

ORESTES

And like the Phoenix, I arise from the flames stronger than before...I survived, Tarascus. How do you survive? You no longer run with the same pack. Disenchanted with the foreign dog you follow?

Tarascus flinches at the taunt.

TARASCUS

What do you want, wizard?

ORESTES

The same thing you want. An end to Kull.

The conspirators stare uneasily from the smiling Orestes to each other as the wind roars and the waves wail.

INT. ROYAL BEDCHAMBER - DAWN

Firelight becomes dawnlight streaking through the window of Kull's bedchamber. Kull is sprawled on the bed asleep. There is the CREAK OF A DOOR. CAMERA PANS TO:

ZENOBIA...in a robe, entering with the king's breakfast. She quietly sets the tray beside the bed and stares down at Kull, at the scars on his naked back.

She gently pulls the bedcloth up over him, as though tucking him in and starts to prepare his breakfast.

The morning's quiet is suddenly broken by THE STRUMMING OF A LUTE and a VOICE lifted in song.

RINALDO(OS)

(singing)

"When I was a fighting man, the kettle
drums they beat.
The people scattered gold-dust before my
horse's feet."

The voice startles Zenobia, who spills some blood-red liquid from a pitcher onto a tray. She scurries to the balcony.

EXT. BALCONY - DAY

Zenobia sees Rinaldo singing in the street below.

RINALDO

(continues to sing)

"But now I am a great king, the people
hound my track,
With poison in my wine cup and daggers at
my back."

Zenobia is startled to see Rinaldo and not exactly pleased about it. She shoots him a worried, questioning frown. Rinaldo returns it with a mocking bow, doffing his cap, and then departs down the street, singing.

RINALDO

"When I was a fighting man, the kettle
drums they beat.
The people scattered gold-dust before my
horse's feet..."

INT. TARASCUS' HOUSE - BANQUET HALL - RINALDO - NIGHT

Rinaldo SINGS his song to a group of GAUDILY ARRAYED NOBLES.

RINALDO

(sings)

"...But now I am a great king, the people
hound my track,
With poison in my wine-cup and daggers at
my back."

APPRECIATIVE LAUGHTER ripples through the aristocratic audience. LOUD CLAPPING drowns out their amused titters.

Rinaldo and the nobles turn, nervous surprise and fear darting in some faces, as everyone bows to...

KULL...applauding Rinaldo's performance. He, too, is in fine array, as is his coterie...Tarascus, Tu, Fric and Frak. Trocero and a small contingent of the king's guard are also present. Kull approaches Rinaldo, his towering frame hovering over the uneasily smiling minstrel.

KULL

Your ditty seems popular, poet.

RINALDO

In some circles, my liege.

KULL

What's it called?

RINALDO

"Lament for a King."

Tu and his councillors harumph with displeasure. The nobles shift uneasily. But Kull only chuckles good-naturedly.

KULL

Anyone I know?

Rinaldo grins back at Kull and shrugs with coy evasiveness.

RINALDO

All Kings have enemies, sire.

KULL

To be this king's enemy could prove unhealthy.

A grim smile on his face, Kull scans the queasy faces of the nobles, as though his dark eyes could read loyalty or betrayal in their souls. His steady gaze and knowing smile ends on Rinaldo, who can't quite return either.

KULL

You're the poet Rinaldo, aren't you?

(Rinaldo nods)

I like your song, Rinaldo.

Kull flips the poet a coin. Rinaldo bows.

RINALDO

May you be as wise a king, as you are a critic.

Kull and his entourage move...

DOWN THE BANQUET HALL...filled with the VALUSIA'S GREATEST AND MOST POWERFUL. Lords and ladies bow to the King with polite but cool deference as he weaves among them.

TU

You're tolerant, milord. That smirking poet mocks you with his treasonous tune.

KULL

I would not be much of a king, Tu, if I made war on words. Besides, there's more truth than treason in his rhyme.

TARASCUS

A good marriage could change all that, sire.

KULL

So could a good sword stroke.

TU

Milord!

He looks around to see if anyone has overheard or been offended, as do Fric and Frak.

KULL

Better than being put to stud. I can find my own women.

Tu and his councillors wince.

TARASCUS

Not a Queen, milord. The crown must have an heir. And you must make peace with the nobility. So enjoy the hospitality of my home...and the ladies.

The MUSICIANS, along with Rinaldo, begin to TUNE UP.

TU

Come! Take your place for the presentation roundelay.

Tu maneuvers Kull into position on the dance floor. In a line opposite him file NOBLE PATRIARCHS, each squiring a VEILED, LOVELY YOUNG WOMAN.

TU

See, milord, every noble has brought the prize of his house.

Tu beams. Fric and Frak do their vaudeville act, smiling and nodding in unison. But Kull is disgusted by the ritual.

KULL

Preening peacocks. Pimping their flesh and blood for a little bit of power.

TU

Sssh!

With that the music starts, and Tu gently pushes Kull onto the dance floor. Kull glares back at him, then, somewhat self-consciously, begins to dance...which proceeds as follow:

From the line of nobles, a father brings forth his daughter and hands her off to Kull. Kull twirls the girl as the father announces her, then spins her back to her father, then turns himself and moves down the line to the next girl. And everything repeats. The FIRST FATHER hands his DAUGHTER to Kull and, as the King dances with her, makes his speech.

FIRST FATHER

My daughter, Fanara, the house of Bora
Ballin's Light!

Kull spins the girl back to her father, as the father and girl return to the line, Kull does his dance turn away, confronting his councillors on the other side.

KULL

(under his breath)

Not that light. She stepped on my foot.

TU

Sssh!

Kull twirls back to receive DAUGHTER #2 from FATHER #2.

FATHER #2

Delgado, descended from the Royal Blood
of Valusia!

Kull twirls the girl back to daddy, then does his turn to the councillors.

KULL

(rolling his eyes)

Oh, that insipid strain of idiots and
madmen!

TU & FRIC & FRAK

(all together)

Sssh!

Kull turns to receive the next prospective bride. Ascalante hands her off. Kull is startled by...A DEVASTATING PAIR OF EYES, surrounded by a halo of fiery red hair, drinking Kull in with luminous fascination...so mesmerizing that Kull falters and forgets to take the girl's hand. But she takes the initiative, taking his hand and leading him through the dance as they stare silently at one another.

ASCALANTE

My niece, Nalissa. Daughter of my late
sister. Come from far off Thule to pay
you homage, sire.

Ascalante steps forward to receive her back, but Kull doesn't give her back. He continues to dance. Tu and his two shadows fidget on sidelines.

TU

(loud whisper)

The next girl, Milord, the next girl!

NALISSA

It is another's turn, sire.

But Kull won't let her go.

KULL

Take off your veil! Let me see your face!

NALISSA

Protocal does not permit.

KULL

The king makes protocal!

Kull rips off her veil...and is stunned breathless by her seductive beauty! For Nalissa is actually...AKIVASHA! The crowd is also stunned. But more by the King's breach of custom. There are shocked gasps, particularly from...

TU...and Fric and Frak, watching all this in despair.

Tarascus, on the other hand, smiles at Ascalante who grins back as his gaze scans the a hall balcony above. There he spies...

ORESTES...behind an ajar door, delightedly watching as...

KULL & AKIVASHA...dance, before the muttering, confused crowd. Kull recognizes her as the vision he saw in the fire.

KULL

We have met before.

"NALISSA"/AKIVASHA

No...

KULL

Yes, in a vision...a dream of destiny...

"NALISSA"/AKIVASHA

Milord, the others...

KULL

There are no others!

He whirls her across the floor.

EXT. A TEMPLE - ON KULL AND AKIVASHA - DAY

Kull and Akivasha now whirl within a RING OF PRIESTS. All the religions have come to bless the king and his bride on their wedding day, much to Mandara's disdain.

As the couple, in wedding regalia, turn to each priest, the cleric intones over them, waving a staff with the symbol of their god on it above their heads.

PRIEST OF SAREMA

...Blessings of Sarema, goddess of love.

HADRATHUS

Blessings of Asura, god of peace and harmony.

PRIEST OF VALKA

Blessings of Valka, god of Kull.

MANDARA

(haughtily)

Blessings of Hotath, the one true god of Valusia!

CAMERA PULLS BACK to reveal...

THE TEMPLE...crowded with wedding guests, Tarascus smiles at a grinning Ascalante, as...

KULL...holds up his new wife's hand, displaying her for all to see.

KULL

All the gods bless my bride...my Queen..

As they stand before the cheering crowd, Hadrathus notices...

THE RED FLAME TATOO...on Akivasha's breast, exposed beneath the folds of her gown when Kull raised her arm. Hadrathus stares at it in startled, dark concern as...

KULL...kisses his bride....

EXT. ROYAL BARGE - CLOSE ON KULL - NIGHT

Kull still kisses his bride to CHEERS. CAMERA BACK. Kull and Akivasha sail along the bay in a royal BARGE. BONFIRES line the sandy bank and so do the people of Valusia come to salute their king and bride.

A BAND OF MUSICIANS serenade the royal couple as the barge make it's way to the harbor. CONCUBINES serve food and drink to a select ENTOURAGE aboard. Among them...Tu, Tarascus, Ascalante, and Trocero who rises drunkenly with a toast.

TROCERO

Your majesties! The Fates smile on you!

The captain's toast is echoed by the others.

KULL

Let us see if they do! Zenobia! Where
are we held in the Hands of Fate?

ZENOBIA...serving with the concubines, but not sharing their
festive gaiety, sets down her tray and gathers her cards.
Passing by the MUSICIANS, she is surprised to see...

RINALDO...playing with them. Startled, she drops a card from
her deck. Rinaldo reaches down to pick it up.

RINALDO

Still turning card tricks, I see...when
you're not turning royal ones.

Zenobia returns his smirk with a glare as he hands her the
card. But as she grabs it, he does not release it. There is
old business between these two.

ZENOBIA

You were mad to come back.

RINALDO

Borna was mad. Now he's dead. Didn't
you hear?

He lets go of the card. She flips it over. It is a
"JESTER".

ZENOBIA

Fool face-down. An ill-omen.

She sweeps to the royal couple, bowing. Akivasha furtively
glances to Tarascus. Tarascus shrugs helplessly.

KULL

Sit and shuffle our future.

Zenobia sits and shuffles the cards. Fear briefly darts
across Akivasha's face, then a brittle smile.

AKIVASHA

By what power do you read the future?

ZENOBIA

I have no power, your highness, I only
read the cards.

AKIVASHA

Then read them well.

Zenobia's aware of the Queen's sly imperious tone. But she
knows her place and she keeps it.

ZENOBIA

I can only read what is there, mistress.
First the Hand of Spirit.

(offers her the deck)

Will you choose?

KULL

Yes!

Akivasha hesitates, as though afraid to touch the cards.

AKIVASHA

No...My husband first in all things.

Her clever sidestepping receives amused approval from the courtiers. Kull draws the card and lays it face-down. Zenobia turns it over. THE JESTER. A curious murmur ripples through the guests. Kull is perplexed, then laughs.

KULL

Ha! They never lie. For am I not a fool for you.

He kisses her. To the delight of his guests. Zenobia thrusts the deck forward once more.

ZENOBIA

Now the Hand of Being.

KULL

You choose, Nalissa.

Despite Kull's enthusiastic urging, Akivasha again hesitates. Her eye roves to Tarascus. He nods for her to pick a card. She ponders the deck, then selects.

Zenobia turns the card over. THE KISSING LOVERS. There are several "Ahs" of knowing amusement. Kull grins.

KULL

Good. Now the Hand of Destiny.

As he begins to draw the final card, Akivasha stops him. The barge is pulling into dock.

AKIVASHA

Why worry for tomorrow? When we know our destiny tonight...

With an alluring smile, she rises and temptingly pulls Kull to his feet.

AKIVASHA

...It awaits us even now.

Kull hungrily devours the enticing smile on her lips. Again, the entourage cheers this lusty display.

Zenobia, curious, pulls out the card that Kull had selected. She turns it over. It is "THE HAND OF DEATH!"

With a shocked gasp, Zenobia looks up to see Akivasha leading the smitten Kull off the barge.

ZENOBIA

No!

Her screech startles the crowd and stops the lovers. Zenobia rushes up and clutches Kull's tunic in a wild frenzy.

ZENOBIA

You mustn't.

Uncomfortable whispers hiss through the curious witnesses. Rinaldo rises, a frown upon his face.

AKIVASHA

(cooly)

Your plaything is jealous, husband.

KULL

This will not do, Zenobia.

ZENOBIA

This was the destiny you chose!

She holds up the Hand of Death. The courtiers rumble with confused irritation. Rinaldo watches intently. Kull is speechless. But Akivasha is swift in her rebuke.

AKIVASHA

This is your sleight-of-hand, strumpet.

ZENOBIA

No!

She clings to Kull who turns to his bride. Tears well up in Akivasha's dark eyes.

AKIVASHA

(softly; hurt)

Must I publicly compete for your affection with a palace whore?

Shamed, Kull angrily knocks the card from Zenobia's hand. and turns back to his bride, but Zenobia still restrains him.

ZENOBIA

Milord, the cards do not lie!

KULL

(savagely)

You forget your place. Let go!

He jerks his arm away, his hand accidentally striking Zenobia's face. She falls to the deck, bleeding from a cut lip.

Rinaldo flashes with sudden fury and, drawing a dagger from his belt, springs into...

THE AIR...tumbling across the floor in a series of acrobatic leaps that bring him to...

KULL...Zenobia, seeing Rinaldo, screams.

ZENOBIA

Rinaldo! No!

Even as she shoves Kull aside, Zenobia lunges at the poet, grabbing his leg and throwing him off balance. But his blade still slices across Kull's calf.

Pain instantly sobers Kull. With a snarl, he wheels as the poet's knife slashes wickedly. Kull nimbly evades the blow and swats Rinaldo's jaw with his open palm. The minstrel careens to the deck, the knife clattering from his hand.

Before Rinaldo can move, Tarascus has his sword at the poet's throat, all set to skewer him.

KULL

Hold!

Blood streaming down his calf, Kull walks over to the prostrate poet, yanking him up by his jerkin.

KULL

Are you mad, minstrel? You insult me in sly verse. Taunt me with pretty poetry. And I turn a deaf ear. Now this! What have I ever done to you!

He releases the poet, who staggers back, glaring in contempt.

RINALDO

Break a few chains. Feed a few bellies. And you think you're a man of the people.

Rinaldo does a flourish and SOMETHING flashes from his sleeve into his hand. Both Kull and Tarascus tense until they realize it is not a weapon, but only a SCARF. Rinaldo kneels beside Zenobia and tenderly daubs the blood from her cut lip.

RINALDO

But how quickly the people are trampled in the rush to ally yourself with these aristocratic apes.

Tarascus, bristling, moves in, but Kull stays him. Chastened by the sight of Zenobia's hurt, Kull offers her an apologetic smile, as he picks up Rinaldo's knife and examines it.

KULL

Seems our poet fancies you, Zenobia.

RINALDO

(wheels to his feet)

Spare me your smugness, King! Just kill me and be done with it.

Eyes flashing, Kull flings the knife at Rinaldo. Zenobia stifles a cry. Rinaldo has no time to react. It doesn't matter. Kull wasn't aiming for him. With a "thunk", the dagger sticks into Rinaldo's lute.

KULL

Stick to your lute, minstrel. You handle it better than a blade. I've not paid for your wedding songs. Are they worth your life?

Rinaldo can't believe it. Relieved by the King's mercy, he's amazed at the King's stupidity. He grins arrogantly.

RINALDO

Worth far more.

KULL

Well, tonight you work cheap. And you, Zenobia? Perhaps you wish to go with this...admirer.

Zenobia looks from Kull to Rinaldo who smiles, his eyes urging her to come. She's tempted, glancing over at Akivasha...so proud and beautiful...Then she sees...

THE DEATH'S HEAD CARD...on the deck. Zenobia shivers.

ZENOBIA

I will stay and serve the king.

Rinaldo glares pained betrayal at Zenobia and storms onto the dock. TWO GUARDS block his path, but Kull waves them aside. Rinaldo executes a curt, mocking bow, then swiftly exits. Kull helps Zenobia to her feet.

KULL

Forgive me. It seems the Fates dealt a fair hand, and a Fool threatened death, after all. But no more black thoughts.

(to all)

...Tonight is my wedding night! And everyone must share our joy!

The crowd cheers. Akivasha smiles and, taking his hand, the two parade onto the dock and into a waiting carriage.

CAMERA PANS TO FLOOR. TO THE DEATH'S HEAD CARD being trampled underfoot by the milling wedding party...

INT. ROYAL BEDCHAMBER - NIGHT

Kull sits on the edge of the bed, as Akivasha washes and dresses his wound. She gets some blood on her fingers.

AKIVASHA

Your blood is deep and rich.. That is good.

She sticks the bloody fingers in her mouth, slowly, sensually licking them clean.

AKIVASHA

Now your blood is mine.

Kull pulls her to him, falling back on the bed, covering her with greedy kisses. His hand caresses her. She takes it in her own, fondling the Tiger-head ring on his finger. It fits his finger snugly but she tugs it off and playfully puts it on her own. Kull smiles.

AKIVASHA

You are like the tiger. Bold and strong and wild. I have never known a man such as you.

(strokes his muscles)

The blaze of your eyes maddens me. The touch of your rough hands makes my heart pound...feel.

She slides his hand inside her gown, sighing deeply as he cups her breast. He leans down to kiss it and sees...

THE SCARLET FLAME TATOO...in the curve of her breast. He traces it in curious exploration. Akivasha smiles.

AKIVASHA

The fire of my passion...Love me.

INT. BEDCHAMBER - SERIES OF SHOTS - LOVEMAKING

Intense and wild. Candlelight and shadow play along the curves of their naked bodies, writhing in fierce passion. Earthy. Ethereal. Endless. Akivasha is making up for three thousand years of celibacy. CAMERA PULLS IN CLOSE ON...

KULL...glistening with sweat, surrendering to a shuddering wave of ecstasy, his glazed eyes awed by a vision of...

AKIVASHA...her auburn mane spilling across her flushed face. Quivering breaths gasp from her trembling lips. Her fingers wrap about Kull's broad shoulders, pulling him tightly against her. Her smile is one of violent, lusty rapture.

INT. ROYAL BEDCHAMBER - ON KULL - DAY

Kull, still asleep, stirs to the soft caress of a hand on his cheek. Kull opens his eyes. Smiles.

KULL

Nalissa...

He reaches out for his wife, then stops...perplexed.

CAMERA BACK to include Akivasha, on the bed, dressed in her nightgown. Her smiling lips are stained a rich purple.

AKIVASHA

Don't you like the colour? Come then.
Kiss it off.

Her open mouth smothers him with deep kisses. He hungrily returns them. Then his arms go limp, sliding from her. Their lips part and Kull's head flops back on the pillows.

A strangled groan chokes in his throat as he collapses in a dead lump on the bed, the purple stain smeared on his lips.

Akivasha takes a kerchief from the her gown and daubs Kull's lips clean. Then she wipes her own, leaving no trace of the purple stain. Her fist closes about the cloth. Smoke seeps through her fingers. When she open her hand, nothing remains of the cloth but ash. Akivasha calmly gets into bed with her unconscious husband, arranges herself and...SCREAMS!

INT. BEDCHAMBER - DAY

Weeping, Akivasha cradles her dead husband. Physicians and court officials crowd the room. Fric and Frac dog Tu as he paces agitatedly. Ascalante comforts his "niece". Tarascus suspiciously sniffs the wine jug by the bed.

AKIVASHA

It wasn't the wine. I drank some.

TU

But poison surely. How? Who?

AKIVASHA

The minstrel.

The suggestion - actually an accusation - quiets the hubbub. A sly look passes between Ascalante and Tarascus. Akivasha points to Kull's calf wound.

AKIVASHA

It must have been on his knife.

Tu seizes on this suspect with relish.

TU

Tarascus, scour the city! That assassin must be found.

ZENOBIA (OS)

I'll take you to him.

All turn to...

Zenobia...standing in the doorway, her eyes moist with tears.

INT. TAVERN - DAY

Shackles are slapped on a pair of wrists. CAMERA BACK as Rinaldo is hauled out of a tavern by several GUARDS under Tarascus' direction. He shouts at Zenobia who watches in cold contempt.

RINALDO

Besotted bitch! If I wanted to kill him by guile, I wouldn't have done it in front of witnesses! You forget the Hands of Fate!

The guards hustle him away, but the ferocity of Rinaldo's protest has shaken Zenobia. She rushes to the tavern door, watching in uneasy doubt as Rinaldo is hauled off.

EXT. TEMPLE OF HOTATH - NIGHT

Austere and solemn in the moonlight.

INT. TEMPLE OF HOTATH - RECEPTION CHAMBER - A FLOOR TILE - NIGHT

A FLOOR TILE...is slightly tilted up and a PAIR OF EYES peer out of the crack made. HADRATHUS' EYES...watching...

THE KING'S BLACK-ARMoured CORPSE...lying in state on a formal bier, draped in garlands and the TIGER BANNER OF KULL. The closed visor obscures his face; his hands reverently clasp the sword on his chest.

CAMERA BACK. A veiled Akivasha sits on a dais before the bier with Tu, Ascalante, and other dignataries watching...

A PARADE OF MOURNERS...file by, paying their last respects to the late lamented. Among them...

ZENOBIA...shrouded in mourning, weeping with the rest of the harem. Unable to control her grief, she flings herself upon the bier, grasping a cold hand and kissing it.

Mandara, flustered, pulls the distraught woman away.

MANDARA

Control yourself, child.

As he yanks her back, THE TIGER'S HEAD RING SLIPS OFF THE CORPSE'S FINGER INTO HER HAND! But the agitated Mandara doesn't notice as he slaps the hand across the other and shoves Zenobia back in line.

Zenobia furtively gazes at the ring in her hand, confusion clouding her brow, then suspicion. She glances at...

AKIVASHA...the perfect picture of grief...Her exquisite face hidden by her veil and the temple braziers' smoke.

INT. SCARLET CITADEL - ORESTES' SANCTUM - KULL'S POV - NIGHT

A fiery spiral of light seeps from the grey blur. The Flame of Korsala - etching the fat face of the eunuch, Zukeli, as he heats the blade of Orestes snake-head knife in the blaze.

Then Orestes' leering face fills the frame.

TO SCENE

A groggy Kull, supine against a stone slab, focuses on the sneering Orestes, the grinning Zukeli...and the flame belching from the floor.

KULL

Orestes! I must be dead and in Hell.

ORESTES

You're not that fortunate.

Kull sees he's in an UNDERGROUND CHAMBER below the Citadel. The only light is The Flame of Korsala, coiling from the rock floor through the ceiling to the main hall above.

Though hollowed from the earth, Orestes' Sanctum is richly appointed...littered with arcane literature, vials, and the other tools of sorcery and torture.

THREE SHADOWS lurk just beyond the flame's glow.

ORESTES

No need to hide in the shadows, lords.
Your mighty king can't hurt you now. Let
him see those who betrayed him.

Out of the shadows come Ascalante, Mandara, and Tarascus.

ASCALANTE

Not betrayal. Duty.

MANDARA

The will of the Gods!

Kull scans their faces with contempt, lingering on Tarascus.

KULL

And how do you justify treason, Tarascus?

TARASCUS

(smiles)

It's only treason if I lose.

Snarling, Kull lurches at Tarascus...but not very far. His arms and legs are chained. Orestes howls gleefully.

ORESTES

The paralysis has worn off. Good.

He takes his knife from Zukeli and shoves the white-hot blade under Kull's nose. Sweat beads on Kull's face.

ORESTES

Now you will feel the flame's embrace.

A HAND suddenly grabs the fiery-white blade, stopping its descent! Orestes, in anger and amazement, looks up at...

AKIVASHA...her hand calmly wrapped about the hissing blade. Wisps of smoke curl up between her fingers. Kull and the others stare in stupified disbelief.

AKIVASHA

You shouldn't play with fire, Orestes.
It holds too many painful memories for
you. See? Already the past comes
creeping back.

She gestures to his hand that grips the knife. The FLESH
BLOTCHES AND BLISTERS - ravaged by an invisible flame!
Orestes screams as his maimed fingers leap from the knife.
But the burn consume his forearm as it withers into the
misshapen lump it was before Akivasha healed him.

ORESTES

(a command and plea)

Restore it! Make it whole again.

AKIVASHA

No. It will remind you who is master
here...

She grabs the snake-head knife handle and releases the blade.
Her perfect white hand is unblemished and unburned. And the
blade is now cool. Akivasha points it at the conspirators.

AKIVASHA

...Remind you all...

The three stare at her in fearful mistrust. The uneasy
silence is broken by Kull's booming laugh.

KULL

Smile, nobles. You got what you wanted.
A new ass on the throne. And it only
cost you your souls!

Akivasha smiles blasely down on Kull, coyly running one of
her tapered nails along his chest.

INT. SCARLET CITADEL - CATACOMBS - A CELL - NIGHT

Kull sits on the cell floor, littered with dirty straw and
bones. His arms are fettered to a ring in the stone wall;
his feet, to a similar ring in the floor.

Akivasha stands before Kull in all her dazzling beauty,
appraising him in cool penetrating silence.

KULL

Who are you, witch?

AKIVASHA

Your wife...and mother of your child-to-
be.

Kull listens in stunned silence. And wary disbelief.

AKIVASHA

A son, I think. Would you like to see
him grow to manhood?

KULL

What do you want? Why do you spare me?

She smiles. Her fingers tangle in his hair. Her soft breath
is hot on his cheeks, her eyes devour him, her hands stroke
his shoulders, neck, and face.

AKIVASHA

I hunger for the hard, vital passion of a
man such as you. Submit to your desire,
Kull. I will teach you all the exotic
ways of pleasure. Show you secrets of
the gods. Make you immortal. The earth
will be our empire. Weld my heart to
your heart, draw my soul to your lips.

She kisses him passionately. And Kull bites her lip! BUT
INSTEAD OF BLOOD, FLAME SPURTS FROM THE WOUND. Kull jerks
back, shocked. Akivasha covers her lip with her hand.

KULL

What are you?

Akivasha withdraws her hand. Both the wound and the fire on
her lip are gone. But not the fire in her glaring eyes.

AKIVASHA

I am not to be spurned, husband.

She exits. Kull watches her disappear through a GRATED PORTAL down the corridor.

EXT. SCARLET CITADEL - NIGHT

Zenobia rises up from behind a crumbling wall and silently steals into the ruin, unaware that she is being watched by...

A COWLED MAN...who emerges from the darkness behind her. The firelight flickers into the shadowy recesses of the cowl, illumining the face of...HADRATHUS.

Following a cautious distance, he watches Zenobia creep to the bronze door. She is about to enter when the door opens. Zenobia leaps behind it just as Zukeli ushers Akivasha out.

HADRATHUS...ducks behind some rubble, peeking up to see...

AKIVASHA...stride past the spiral of flame and out of the ruin, disappearing down the peninsula toward the city as...

ZENOBIA...slides, unobserved by Zukeli, around to the other side of the door and into the stairwell beyond, as...

HADRATHUS...watches from his hiding place.

INT. CITADEL CATACOMBS - KULL'S CELL - NIGHT

As Kull curses and strains at his chains, an object hits his feet with a jangling clank. A RING OF KEYS.

ZENOBIA(OS)

These might help.

KULL

Zenobia! How did you know I was alive?

Zenobia holds out his tiger's head ring.

ZENOBIA

This doesn't slip off your finger as easily as it did the corpse's lying in state. You were the Fool foretold in the Hands of Fate. Betrayed by Love.

Kull is chagrined by this accurate assessment. Zenobia slides the ring over his finger, then, picking up the keys, unlocks his manacles. Kull is impressed by the girl.

KULL

It took courage to risk your neck to save mine.

ZENOBIA

I serve the king. And yours isn't the only neck that needs saving.

KULL

Who else?

ZENOBIA

Rinaldo. He is to be executed for your murder. Burned alive on your funeral pyre.

KULL

Jus what is that poet to you?

ZENOBIA

My brother.

Kull absorbs the news in stunned surprise. Then guffaws.

KULL

The Gods will have their little jokes
Ha! Ha!...The Eunuch!

They have been discovered by Zukeli, skulking in the antechamber. Kull is out of his irons and rushing for him.

AT THE ANTECHAMBER PORTAL

As Kull rushes up to the portal, Zukeli, grinning, releases the lever of the grate. AN ORNATELY DESIGNED, HEAVY METAL GRILLE rattles down, cutting off Kull and Zenobia's exit. In frustrated fury, Kull shakes the iron work, straining to lift the grate. To no avail.

Zukeli mocks Kull's efforts with a hissing laugh. Kull furiously rattles the grate.

KULL

You tittering turd! Come here and I'll give you something to laugh about.

Zenobia pursues a more practical course. Flinging her body onto the grate, she starts to twist it through the curves and swirls of the grille with a contortist's skill. First an arm slips through. Then a leg...as she weaves her body through the elaborate grillework.

Both Kull and Zukeli stare, astounded, as Zenobia entwines her body around and through the grate. With a snarl, Zukeli shakes off his amazement and rushes in, grabbing her leg, and banging her body repeatedly against the grille.

But not for long. Kull lunges an arm through the grate and grabs Zukeli's long queue. With a high-pitched screech, Zukeli releases Zenobia as Kull yanks him back. His great bulk crashes against the grate, shaking it violently.

Kull loops the eunuch's long queue around the bar and Zukeli's throat, pulling with all his might. But even as he squirms, choking to death, Zukeli chubby fingers claw at Zenobia's contorted limbs, clutching her arm, twisting it with his ebbing strength. Zenobia screams in pain. He'll break it if he's not stopped.

With a savage wrench, Kull jerks Zukeli's queue. There is a CRACK and the eunuch's head snaps round until he's leering over his own shoulder. His eyes roll up. His hands slip from Zenobia's arm, going limp at his side. Kull releases him and the fat body flops grotesquely against the grate.

Kull turns to Zenobia who, though battered and bruised, is almost through the grille.

KULL

How did you do that?

ZENOBIA

I wasn't always a palace whore. I had talent.

She's through and on her feet. She rushes to the lever and cranks. It's a strain, but she raises it enough for Kull to slip under it.

He springs to his feet and impulsively kisses her. Then wheeling about, he charges up the stairs. Zenobia gently touches her lips. and then rushes after him.

EXT. SCARLET CITADEL - RUINS - NIGHT

The Flame of Korsala coils into the night sky. Zenobia finds Kull at the edge of the ruin staring across the bay at his capital city in dark reverie.

ZENOBIA

Kull, you can't just barge into the city.

KULL

Why not? It's my city. Once the army knows I'm alive, we'll...

HADRATHUS(OS)

(cuts him off)

...drown your kingdom in bloody doom!

Hadrathus emerges from the shadows.

HADRATHUS

I rejoice to see you alive, Your Majesty.
But another lives who should be dead.

KULL

And will be when I get my hands on the bitch-demon.

HADRATHUS
I think not, King...

Hadrathus hands Kull...

A GOLD COIN...it is worn and very old but impressed on the metal is THE FLAME-SYMBOL tatooed on Akivasha's breast.

HADRATHUS
I have seen this fire of Hell that burns
on her breast.

Kull eyes the coin, then Hadrathus suspiciously.

KULL
What is this?

HADRATHUS
A coin of ancient Acheron. Your queen
was once queen of that godless empire.
When Earth was Hell itself and every soul
was damned!

Zenobia gasps a startled sob.

ZENOBIA
The Red Witch!

HADRATHUS
The Red Witch! Akivasha! From whose
blood it is prophesized evil Acheron will
rise again and open the gates of Hell.
No less than this can be her plan!

Kull stares, dumbfounded, at the coin in his palm.

KULL
It can't be...

HADRATHUS
It can, milord...

Hadrathus turns the coin in Kull's palm over. On the other side is the SCULPTED IMAGE OF AKIVASHA!

HADRATHUS
Your bride is over three thousand years
old. Akivasha -- reborn!

KULL
But how?

HADRATHUS
(points to the flame)
Only the Kiss of Korsala could have
revived Akivasha. The unholy kiss of
Blood and Flame. And there is no human
way to extinguish it.

ZENOBIA

A Kiss..."The fate of your kingdom will be found within a kiss".

The recalled prophecy unsettles Kull. He looks at Zenobia, then at the coin he holds. The flaming image. Hell itself!

EXT. CITY WALLS - MAIN GATES - NIGHT

WAYFARERS are inspected at the gates by a PAIR OF GUARDS in the livery of the DRAGON LEGION. CAMERA PANS TO...

KULL...and his companions, lurking in a DITCH along the road to the gate, watching the traffic...and the guards.

ZENOBIA

This is madness, Kull. You must flee. You heard the priest. You can't defeat her.

HADRATHUS

Not here, not now.

KULL

Maybe not, but have you forgotten your brother?

ZENOBIA

(sadly)

He is doomed.

KULL

Not if I can help it. Meet you inside.

Kull slides over the rim of the ditch and rolls under a...

CAMEL...laden with trade goods, stopped in the the road. The merchant curses and tugs at the camel's bridle, trying to coax it out of it's recalcitrance and doesn't see...

KULL...grabbing the saddle cinch and pulling himself up against the camel's underbelly. He beams a crafty smile to his chums as he disappears under the flowing saddle cloth that drapes the camel's flanks, unseen by all. The camel bleats and lurches forward.

Ambling alongside the camel, Hadrathus furtively flips back a corner of the saddle cloth. Kull hangs to the harness, legs wrapped against the camel's haunches. Kull grimaces as he jostles to the loping stride.

HADRATHUS

Comfy?

KULL

(mutters)

Fleas!

Grinning, Hadrathus lowers the cloth, as the merchant stops at the guard's command. While the guard inspects the camel, the other guard ushers Hadrathus through, then Zenobia with an appreciative smile.

Out of the corner of her eye, Zenobia watches the other guard circling the camel.

ON KULL

...clinging to the camel's underside, watching the boots of the guard pacing about the beast.

BACK TO SCENE

The guard is about to lift up the saddle cloth when THE CAMEL RELIEVES HIMSELF!

The guard leaps back from the spray of CAMEL PISS and jerks a thumb for the merchant to move on. He and his camel enter the city, passing Zenobia and Hadrathus who shrug helplessly.

EXT. CITY SQUARE - NIGHT

Following the camel, Zenobia and Hadrathus watch Kull drop out from under the beast and roll into an alley.

EXT. ALLEY - NIGHT

Hadrathus and Zenobia find Kull gasping for breath, drenched in camel piss. They try vainly to suppress their amusement.

HADRATHUS

Well, it probably drowned the fleas.

With a disgusted snarl, Kull shakes the pungent wetness from him like a dog shakes water out of his fur.

EXT. TEMPLE OF HOTATH - NIGHT

A HUGE PYRE has been built before the temple. Already MOURNERS...or more likely EXECUTION GAWKERS...have gathered. Under the raucous jeers of the crowd, Tarascus supervises the tying of Rinaldo to a crucifix at the foot of the pyre.

SPECTATOR

A song, Rinaldo! Sing us a song!

The chant is taken up by the crowd....and Rinaldo obliges.

RINALDO

(singing)

"All fled - all done, so lift me on the
pyre;
The feast is over and the lamps expire."

The song has a chilling effect on the riotous crowd; it's plaintive melancholy moving them to somber quiet.

KULL(OS)

A misguided fool..

EXT. ALLEY OFF THE TEMPLE - NIGHT

Kull and his companions watch the funeral and execution preparations from an alley that runs along the temple.

KULL

...but a gallant one.

ZENOBIA

A dead one.

Kull turns to Zenobia. Both she and Hadrathus reel back from the stench exuding from him, Hadrathus holding his nose.

ZENOBIA

Even you can't get him out of that. I was wrong to ask you.

KULL

(smiles)

If I can't keep a promise to my most loyal subject I'm not fit to be king. Where is this tunnel that leads to the temple of Hotath?

HADRATHUS

Under the temple of Asura. Our way of keeping abreast of Mandara's little treacheries. Follow me...and stay down wind.

INT. TEMPLE OF HOTATH - RECEPTION CHAMBER - NIGHT

TWO PRIESTS flank the bier of the dead king. One wrinkles his nose in disgust, then takes a surreptitious sniff under his arm. Caught by his fellow-priest in mid-whiff, he lowers his arm sheepishly.

PRIEST #1

Something stinks!

He cast a suspicious eye on his pal who bristles indignantly.

PRIEST #2

Well, it's not me!

KULL

It's me!

Kull pops up from behind the bier and, lunging over the corpse, cracks the startled acolytes' heads together. The pair collapse at the foot of the bier.

Hadrathus and Zenobia creep from hiding and drag the bodies over to...

THE LOOSE TILE...in the temple floor. They strip off the robes of the acolytes, then hand the bodies down to TWO PRIESTS OF ASURA in the tunnel.

Outside the chamber, the solemn SCUFFLE OF SANDALLED FEET ECHOES in the cavernous halls of the temple.

HADRATHUS

Quickly, my liege.

Kull raises the corpse's visor. It is Trocero. Kull's jaw tenses in grim anger.

KULL

Your loyalty will be avenged in blood,
Trocero. I swear.

EXT. TEMPLE OF HOTATH - NIGHT

The moon is at zenith. A PRIEST blows a CONCH SHELL, announcing Akivasha who appears on the temple balcony with Ascalante. Tarascus salutes them, then with a gesture, commands his troop to force the crowd back from the pyre.

Rinaldo, hanging from his cross, looks up to see the heavily-veiled Queen, flanked by Ascalante and a PRIEST OF HOTATH.

ON TEMPLE BALCONY

As Akivasha surveys the spectacle below, the Priest assails her in an angry whisper. It is actually Orestes in disguise.

ORESTES

You promised him to me!

Akivasha answers without looking at him.

AKIVASHA

I promised his destruction. He is
deposed and we sit at his funeral.

Below, the Priest blows the conch shell again. It's lonely wail is answered by a solemn drum. The dirge commences as

TU AND MANDARA...lead a PROCESSION OF PRIESTS bearing the BLACK-ARMoured CORPSE out of the temple to the pyre. One Priest holds a torch aloft. Another swings a CENSER billowing smoke. Tu crinkles his nose.

TU
(sniffing)
I think the body's gone ripe.

MANDARA
Good thing we're burning it.
(to incense bearer)
A bit more liberal with that incense!

The incense bearer swings the thurible in a wider arc.
CAMERA PANS IN on the HOOD-SHROUDED FACE. It's Zenobia in disguise. She looks over at the TORCHBEARER...Hadrathus.

The body is lifted to the pyre. Mandara takes the torch from HADRATHUS (who bows to hide his face) and he and Tu mount a platform to the pyre. Mandara makes a pious symbol.

MANDARA
Holy Hotath condemn your foul soul to the
darkest pit of Hell!

KULL(OS)
The church is such a comfort.

Both Tu and Mandara turn to...

THE CORPSE...flinging aside the Tiger Banner shroud and rising up on the pyre...like a shadow-clad wraith. HIS CLOSED VISOR leers into the flickering light of Mandara's torch like a black, faceless death's head and his raised sword glints like white ghostly fire.

MANDARA
(quailing in fright)
Hotath!

KULL
I send you to him, Priest!

The sword flashes in the torchlight and...

MANDARA'S HEAD...sails out over...

THE CROWD...gaping in stunned awe as are...

TARASCUS AND HIS LEGION...too startled to move. Nor can...

THE PRIESTS OF HOTATH...except for the imposter priests, Zenobia and Hadrathus, as they glance up at..

AKIVASHA...clutching the balcony rail, fixated on...

THE SWORD...in the Dead King's hand, slashing down past...

TU...standing, dazed, next to the weaving headless corpse of Mandara, still holding the torch aloft. Tu shudders as the blade whizzes by and bites into...

THE ROPES...binding Rinaldo's feet. Twice more the sword swishes, skillfully cutting the cords binding Rinaldo's wrists. As the poet falls from the crucifix..

MANDARA'S HEADLESS CORPSE...careens onto the pyre, the torch in his lifeless hand igniting it, and...

HIS SEVERED HEAD...plops among the crowd and...

PANDEMONIUM. THE WHOOSH OF FLAME and the catapulted head stirs the crowd from riveted horror to frantic fear.

Screaming, the gawkers crush and trample each other to escape the fury of the dead. Tarascus screeches orders at his men.

TARASCUS

Cut them down.

But first they must get through the panicked crowd. Meanwhile Kull has his own trouble. The flames quickly engulf the pyre. Rinaldo over his shoulder, he leaps onto the platform. Tu, quavering, meets him with drawn sword.

With a flick of his blade, Kull smacks the sword out of Tu's hand. Rinaldo snatches the handle and, with a snarling laugh, lunges at the councillor. Avoiding the thrust, Tu totters on the platform's edge.

Kull grabs Tu before he topples into the flaming pyre. Thrusting the petrified councillor aside, he swats Rinaldo with the flat of his sword down the platform steps.

As they dash onto the square, the temple priests converge on them. Kull scatters them with a wild sally and Zenobia, swinging the censer like a mace, cracks cowled skulls.

But Tarascus and his men are breaking through the crowd. Kull cuts a swath for them through the priests, who scatter.

KULL

Into the temple, poet!

RINALDO

I know that voice. Kull! Or his ghost!

KULL

We'll both be ghosts, if you don't hurry!

He shoves Rinaldo to Zenobia. The minstrel recognizes her under the hood. She grabs him and, with Hadrathus, makes for the temple. Kull covers their retreat, meeting the first onslaught of guards.

ON THE BALCONY

Akivasha watches the slaughter in admiring awe.

ASCALANTE

Who is it?

AKIVASHA

Who else?

ORESTES

It can't be.

AKIVASHA

He escapes your dungeon and comes back to
save the fool who doesn't even like him!
Ha! Was there ever such a man as this!

She claps her hands in glee, her dark eyes drinking in Kull.
And the obvious dawns on a jealous Orestes.

ORESTES

You desire him! That's why you let him
live. I did not raise you up to indulge
your coarse passion on an unworthy dog!

Snarling, Akivasha slaps Orestes. FOUR THIN FLASHES OF FLAME
burst along his cheek in the wake of her rending nails. With
a whimpered gasp, he clutches his face, falling to his knees.

AKIVASHA

My passion burns, slave.

She turns to the battle below. Kull drives his attackers
back, then retreats to the temple. Akivasha sweeps inside.
Fearfully glancing at Orestes' scorched cheek, Ascalante
follows after her.

INT. TEMPLE - MAIN HALL - NIGHT

Bleeding from wounds, heaving from the exertion of fending
off superior numbers, Kull tears into the temple, shouting
to his companions.

KULL

The tunnel!

RINALDO

You are Kull!

KULL

Run your legs, not your mouth.

RINALDO

Why run at all? Reveal yourself!

A dozen soldiers barge in, Tarascus at their head.

TARASCUS

In the Queen's name, lay down your arms!

RINALDO

In the King's name, lay down yours!

Before he can be stopped, Rinaldo plucks off Kull's visored helmet, who mutters an oath as his identity is revealed.

RINALDO

I swore my innocence. Here is my proof.

Tu suddenly breaks through the press of guard.

TU

Where are...?

Seeing Kull, Tu sputters, points...AND FAINTS.

RINALDO

Well, one of you knows how to flop before your king. Are the rest of you blind or just bad-mannered? Kull lives!

A couple of soldiers hesitantly begin to kneel before Tarascus' sharp voice brings them up short.

TARASCUS

Kull is dead!

The soldiers look to Tarascus, confused and waiting for a cue. Rinaldo nervously yells at Kull.

RINALDO

Order them to obey!

KULL

(flatly)

They won't.

Tarascus smiles. Very unpleasantly. His men are edgy.

TARASCUS

No...The Dragon Legion is mine...Hand-picked, pure-blooded sons of Valusia...

(to his troop)

And I say to you Kull is dead! And never again will a foreign mongrel hoist his leg on our hereditary throne. Kill the imposter!

Before they can react, Kull savagely lunges at Tarascus.

KULL

Show them how, Traitor!

Swift as Kull is, Tarascus is swifter and, with a brilliant counter, fends off Kull's blade, nicking him in the shoulder. The legion shouts its approval. Tarascus grins.

TARASCUS
Should have practiced blindfolded more.

KULL
I've been in the dark long enough.

Kull strikes out, Tarascus nimbly counters.

TARASCUS
Told you I was faster.

KULL
Just fresher, jackal. You come in for
the kill after others run down your prey.

TARASCUS
When you were a fighter, you needed no
excuses.

Snarling, Kull lashes out. But again, Tarascus counters and
draws blood. He acknowledges the cheers of his men.

But in his cockiness, he lowers his guard and Kull strikes a
glancing blow on his forearm. Several of the legion rush to
aid him, but Tarascus orders them off. Vanity and honour are
at stake here for both men.

TARASCUS
Stand back! He's mine.

KULL
I think not, Tarascus.

The blades cross again. Kull manages to hold his own, but
the night's exhausting events have taken their toll. He
lunges and misses and Tarascus' blade is at his throat.

TARASCUS
Think again. Seems the funeral will
proceed. For Valusia!

But before Tarascus can strike, Zenobia does. With no sense
of fair play, she whirls the censer and conks Tarascus on the
head. His helmet flies off; and he crumples to the floor.

Honour outraged, the Legion charges, echoing its fallen
leader's cry of "VALUSIA". Kull and his clan tear down...

INT. CORRIDOR IN TEMPLE

...and the enemy is hard on their heels...

KULL
(to Rinaldo)
Any more bright ideas?

RINALDO

Seems "Lament for a King" is more popular than I thought.

KULL

I hope I don't regret rescuing you.

RINALDO

You haven't yet.

Kull snatches Rinaldo's blade.

KULL

Give me that before you hurt someone.

A sword in each fist, Kull meets the assault with precisioned fury. Three men go down. Unskilled though the recruits may be, Kull is hopelessly outnumbered.

Zenobia surges forward, lashing out with her censer. The chain wraps about a soldier's throat and, as he tumbles choking, he jerks the girl down with him.

Kull cuts his way to her, losing a sword in a victim's armour. They are surrounded as he reaches her. Hadrathus' intervenes, picking up a dead man's blade, and allowing Kull to pull the girl back from a dozen slashing swords.

INT. TEMPLE CORRIDOR

Fending off the swarm of guards, Kull and Hadrathus' back down the hall, shoving Zenobia and Rinaldo ahead of them.

From nowhere, A HALF-DOZEN COWLED FIGURES, steel glinting in their hands, fall upon the soldiers with murderous blows. Hadrathus' ACOLYTES have emerged from the secret tunnel.

An instant later, the corridor is littered with corpses and Kull and the others are ushered through the raised trapdoor concealed under the floor tile.

Footsteps clatter in the distance. Hadrathus pulls the trapdoor shut and the tile falls into place as Akivasha and the others enter the hall of death.

Akivasha scans the bodies, smiling grimly.

AKIVASHA

He's not here.

Blood dripping from his cut head, Tarascus stares at the slaughter about him, absorbing it with increasing agitation.

TARASCUS

My men! He's slaughtered my men!

Tarascus is jarred from his anguished disbelief by cold, sharp LAUGHTER. Akivasha's. Her eye gleam in wild delight.

AKIVASHA

He's worth the lot of you!

Tarascus cradles one of his dead recruits in his lap, seething with angry grief.

TARASCUS

I'll find him and have his head on a pike.

AKIVASHA

I WANT HIM ALIVE!...And you won't have to find him.

(devilish smile)

He'll be back...I'll be waiting.

Her eyes flash in dangerous anticipation as she sweeps out.

EXT. A PLAIN - ESTABLISHING SHOT - SUNSET

A RIVER snakes through a rolling PLAIN. CAMERA PANS TO...

FOUR COWLED PRIESTS...on sweaty horses. The largest priest throws back his hood...KULL. Tired and dirty. He's ridden all day. The other priests are his companions and Hadrathus.

KULL

Valusia's border. Here's where we part, Hadrathus. Spread the word. Tell the loyal to lie low and wait for my return.

Hadrathus pulls something from his saddle bag and hands it to Kull. It is the TIGER BANNER from Kull's pyre. It is slightly singed. Hadrathus offers it to Kull.

HADRATHUS

For when you do, your majesty...One of my priests rescued it from the pyre.

Kull is touched by the gesture.

KULL

You are a good friend, Hadrathus.

HADRATHUS

You were ours when you were King, sire. Gods grant you will be again.

KULL

(determined)

I will be. But now you must tell me how. Where do I go? What do I seek? If nothing human can destroy Akivasha, what can?

HADRATHUS

The power of a god! The Breath of Valka!

All react to this.

EXT. WOODED GLADE - NIGHT

Firelight flickers across Kull's pensive face.

KULL

When I was a boy, a strange ship once sailed past the shore of my village. On its prow was carved a flying fish. The village Elder said they sailed North to the Ice Sea, seeking the Isle of Ever-Night and the Breath of Valka.

CAMERA BACK. Kull and the others huddle about a roaring campfire. Kull continues his story.

KULL

I asked him what was the Breath of Valka. He said he did not know. For, though many ships had sailed in search of it, none had ever returned. Nor did the ship with the flying fish.

HADRATHUS

You have no choice. It is writ in the Scrolls of Skelos. The Flame of Korsala fires Akivasha's heart and only the Breath of Valka can blow out the Flame

ZENOBIA

Why?

PLUNK! A jarring, out-of-tune chord has been struck by...

RINALDO...on an old lute he has taken from his saddle-bag. He answers his sister's question, as he tunes the lute.

RINALDO

Because it is the same breath that brought the flame to life...

(sings)

"So her sin forever burn
Until my barren breath return..."

The tune is dark and melancholy. Hadrathus recognizes it.

HADRATHUS

You know the ancient ballad, poet.

RINALDO

More than your magic books tell the sad tale of Valka and Korsala.

KULL
(curious)

What tale? Valka is my god and I do not know it.

HADRATHUS

Valka was not always a dark and sullen god of your religion, Kull. Once he loved a mortal maid, Korsala, and took her to his domain deep in the earth. But Korsala feared that one day her beauty would wither and so she begged Valka to make her immortal. But Valka told her to be content with the time they had.

Rinaldo, strumming the eerie tune, joins Hadrathus in the dramatic glow of the fireplace and takes up the story.

RINALDO

But the Snake-God, desiring Korsala, wooed her with hissing lies, promising the immortality Valka denied. And so she surrendered to his slithering embrace and as she yielded to the kisses of his forked tongue...

(strikes a chord for effect)

The Dark One bit her lip and smiled, "The
(hissing)
Kissss of Immortality. Go show Valka."

HADRATHUS

And when Valka saw the Mark of the Snake upon her, his hot rage made the blood upon her lip boil, then burst into flame.

Rinaldo throws a log on the fire, making it flare and takes up the tale.

RINALDO

And the flame consumed her. And the earth trembled and cracked at Valka's anguish. And the flame of Korsala shot through the severed rock, exposing her shame to the world.

HADRATHUS

But also from the wounded Earth blew Valka's wounded passions, his bitter breath banishing them to the unfeeling frigid North. And the Snake, his mischief done, mocked Korsala, "You have found the forever of fire in a bloody kiss and in the kiss of blood and flame will Evil thrive."

KULL

And it thrives in Akivasha. I will seek
this Breath of Valka. Just one thing.
What is it?

HADRATHUS

(shrugs)

That you will know it when you find it.

The fire spits as its glow dances along Kull's puzzled, but
determined face. Rinaldo strums a melancholy note and sings.

RINALDO

"So her sin forever burn
Until my barren breath return..."

EXT. MOUNTAIN PASS - DAY

Kull and his companions ride along a mountain trail. Rinaldo
sings the Ballad of Valka and Korsala.

RINALDO

(singing)

"...An icy sigh from heart's abyss,
A kiss to chill Korsala's kiss."

Kull pulls his horse alongside Rinaldo.

KULL

I liked that song, poet...the first
twenty times I heard it.

RINALDO

Just trying to serve, O King Who Was. If
you're going to chase after the Breath of
Valka, you best know its legend.

KULL

Know it? I could sing it with you.

RINALDO

Excellent! Let's have a duet!

He plucks his lute. Kull stops him in mid-twang.

KULL

Let's have peace and quiet!

RINALDO

Don't think I know it. Hum a few bars.

KULL

Give it a rest, minstrel. And I'll give
you one. Our destination.

He's reached the crest of the trail and points below to...

MESSANTIA...a small seaport. Ship sails dot the harbour and the blue bay beyond.

RINALDO

The notorious port of Messantia!

(a deep breath)

Ah, even the stench of salt air, stale wine, and rotten fish is appetizing to my dust-dry gullet. They say the Tiger and his Black Corsairs plied their nefarious trade in these waters.

KULL

(a knowing grin)

Do they?

RINALDO

Now there's a scoundrel worthy of a ballad...

KULL

Perhaps you should write one about him.

RINALDO

Perhaps I will. So why have you brought us to this den of cutthroats?

Kull just smiles and spurs his horse down the trail.

INT. GEBEL'S HOUSE - STUDY. - CLOSE ON HANDS - NIGHT

PUDGY HANDS sort a sort a PILE OF GOLD AND SILVER COINS into neat stacks. CAMERA BACK ON:

GEBEL...a oily merchant, smiling unctuously as he notates in his ledger and reaches for his wine cup. But another hand gets there first, hoisting it up...Gebel whirls and sees...

KULL...quaffing his wine. Gebel blanches.

GEBEL

Kull! I heard you were dead.

KULL

My enemies have killed me a hundred times by rumour. Yet here I am guzzling your wine. Good wine too.

Kull admires the richly furnished room.

KULL

And this fancy house. Not like the old days when you fenced stolen cargo out of a waterfront dive. You came up in the world, Gebel.

GEBEL

So did you...

(smirks)

For a moment. Enjoy being king?

KULL

Bad news travels fast, I see, Spider.

GEBEL

(wincing)

Don't call me that!

(rises haughtily)

The old days are gone, Kull.

KULL

(shoves him back)

Not between you and me. You got rich on the profits of my booty, Spider.

GEBEL

Sssh! I'm respectable now. Besides all us merchants dealt with you sea-rovers.

KULL

But only you dealt with the Tiger and his Black Corsairs.

GEBEL

Hotath! Be silent. If that were known, I'd be ruined.

KULL

You'd be hanged, Spider...But enough pleasant memories. I have friends waiting and business to discuss.

GEBEL

(glumly)

With no profit for me, I'll wager.

EXT. A SHIP - ON A WHIP - NIGHT

A WHIP CRACKS in the air. CAMERA BACK. A BURLY SLAVE-MASTER, walks among the bench-rows of chained sleeping GALLEY SLAVES.

SLAVE-MASTER

Wake up, scum, the tide is high, the wind is low...So get ready to row...

As the slave-master passes, SERVIO...a wiry slave...groggily glances around, his weary gaze suddenly excited. He nudges his drowsy bench-mate, LARANGA...a muscle-bound black...and points to the deck above.

SERVIO

Laranga! Is it a touch of sea-fever or the morning shadows playing tricks?

Laranga looks and stiffens in stunned recognition.

LARANGA

Neither. It is he.

CAMERA follows Laranga's gaze to...

THE DECK... past Zenobia and Rinaldo to Kull standing at the gangplank with Gebel and the ship's CAPTAIN.

KULL

The VENTURER, eh?...A good name.

GEBEL

My fastest ship! Take her...and yourself
...out of this port. Farewell and good
riddance!

Gebel starts down the gangplank but Kull stops him.

KULL

Not so fast, Gebel.

GEBEL

I've done everything you've asked. What
more do you want?

KULL

Your company. I know you of old, Spider.
I won't be caught in any webs you spin
once you're out of my sight.

GEBEL

No! I can't! I won't!

Kull drags him back on board.

KULL

You will.

The Captain draws his blade to intercede, but Gebel
frantically shakes his head to desist. The Captain sheathes
the blade. Kull smiles and unhands Gebel who indignantly
smooths his ruffled tunic.

GEBEL

Set sail, Captain!

EXT. SCARLET CITADEL - ESTABLISHING SHOT - NIGHT

The spiralling Flame of Korsala washes the crumbling citadel
wall in its crimson hue.

ORESTES(OS)

How far down have we gone?

INT. UNDERGROUND BENEATH THE CITADEL

By torchlight, Orestes and Akivasha descend an earthen staircase, deep in the bowels of the citadel.

ORESTES

I didn't know these passages even existed.

AKIVASHA

The Scarlet Citadel has many secrets. I will show you one.

INT. PASSAGEWAY

The stairway levels at a tunnelled passageway, rosy light glinting at the end. Akivasha heads for it. It opens...

INT. THE CATACOMBS OF ACHERON

...onto a colossal CAVERN, eerily lit by the Flame of Korsala, emanating from the center of the ground and ascending through the stalactite-pocked roof.

The lambent glow unveils an awesome spectacle. Along the walls rise TIER UPON TIER OF MUMMIFIED CORPSES...some human; others demonic, bestial shapes...standing in niches hewn in the dusky stone. The tiers mount up and up into the gloom.

AKIVASHA

The dead dynasties of ancient Acheron.

Orestes cranes his neck to take it all in, pointing to one of the less-than-human corpses. Akivasha smiles.

AKIVASHA

Men were not always ruled by men.

Orestes shudders, but he's dazzled, his eyes ashine.

ORESTES

Why have you brought me here?

The flame wreathes Akivasha's body hightlighting her fiery hair, cascading along her outstretched arms.

AKIVASHA

I would learn the dark secrets of the dead. Hear lost wisdom spill from withered lips.

Sweat dots Akivasha's perfect brow. Her eyes grow wide and wild. Her whole body tenses as her fingers clutch up toward the glowering corpses.

AKIVASHA

(her voice rising)

I would rouse these ancients from their sleep! Restore Acheron's grim glory!
And by the lore of the dead, bring Hell back to Earth!

Her voice crescendoes into a beseeching wail. And from above, comes THE CREAK OF BRITTLE BONES. SCUFFLING SOUNDS ECHO out of the niches and DUST trickles down from them in thin rivers.

Orestes gasps in transfixed horror and awe, as SEVERAL OF THE CORPSES BEGIN TO MOVE!...A Skeletal hand from one, the shrunken leg of another, eyelids flutter up, exposing empty sockets, dried brown necks twist and shrivelled skulls crane forward, peering down on those who disturb their sleep.

Akivasha's whole body quivers, arms flailing, as though she were a puppeteer, pulling the mummies by invisible strings. Then her hands drop and, moaning a sigh, her head flops exhaustedly on her breast. The shifting corpses slump back into their niches. Still once more.

Orestes rushes to Akivasha's side. She lifts her head, a weary, wicked smile gliding across her lush lips.

AKIVASHA

Only a dream of things to come. The prophecy is clear. Only through my blood will Acheron arise.

ORESTES

But the last drop of your blood was spilt in the flame and it is the flame that flows in your veins.

AKIVASHA

But would not my child be my "blood"?

ORESTES

Kull's child!

Akivasha pulls back her cape, exposing the milky white flesh of her smooth, flat stomach. She places her hand on it. AND HER STOMACH BEGINS TO GLOW WITH FIERY TRANSLUCENT LIGHT... exposing inside her, a FETUS! Even at this tiny stage it is obvious that the child is far from human!

AKIVASHA

A child of blood and flame...And in blood and flame, my child's blood and Korsala's fire, will my power be supreme! And Kull will bow to it or die!

EXT. SHIP - DAY

A DRUM BEAT pounds out a stroke. Chains rattle as muscled arms row. The whip of the Slave-master cracks and...

KULL...scowls with dark memory, as he stands on the foredeck stairs, his dark eyes sending silent messages to Servio and Laranga as they row under the lash.

GEBEL(OS)

Remembering the good old days, Kull?

Kull, unamused, glares up at...

GEBEL...smirking good-naturedly on the foredeck. He directs his servants who bear trays of food and drink in laying out the repast.

The whip cracks again. Kull flinches at the sound and wheels around. The slave-master has laid the lash to Laranga and raises the whip for another blow. But as the lash goes back, Kull grabs it and holds it.

KULL

The wind is up, Spider. Unfurl the sails.

Gebel's smirk slides to a sour frown as he nods to the captain. The captain, liking the order even less, glares at Kull as he shouts the command.

CAPTAIN

Down oars! Up sails!

The crew tack the sails, while the slaves pull in their oars and rest wearily on them.

KULL

A scurvy lot, Gebel.

GEBEL

Your fault! Valusia had the best galley slaves money could buy before you closed down the market.

Gebel huffs back to his dinner preparations. Kull stares at Laranga and Servio who stare back. The sails snap open and the ship lurches forward as they catch the wind.

ANOTHER PART OF THE DECK

Zenobia, pale and queasy, also lurches...to the rail and heaves. As she bobs back up, a lute strums a familiar melancholy ode. Zenobia turns to see...

RINALDO...lounging in a pile of rigging.

Rinaldo
You look like death, sister.
(singing)
"All fled - All done, so lift me on the
pyre;
The feast is over and the lamps expire."

Though meant as a macabre joke, there is poignance to Rinaldo's voice. But Zenobia doesn't appreciate the sentiment.

ZENOBIA
The voice is still sweet, Rinaldo...Not
so the song.

Rinaldo's smirk twists into a grim, haunted smile.

RINALDO
No...I wrote it in my prison cell the
night she died.

The memory's as bitter as his tone. Zenobia sighs sadly.

ZENOBIA
You should not have come back to Valusia.

RINALDO
With Borna dead, I thought things would
be different.

ZENOBIA
They were.

Rinaldo sneers up at her.

RINALDO
Not the royal taste in women, it seems.

ZENOBIA
You wrong him. It was my choice.

RINALDO
(angry laugh)
Ha! I guess the blush of shame pales in
the lap of luxury.

ZENOBIA
I felt no shame when I went to Borna.
And I found no luxury in his hairy arms.
I did what had to be done.

Her sharp retort shames Rinaldo to contrite embarrassment.
Unable to meet her firm gaze, he turns from her.

RINALDO
(softly, sadly)
No...I should have died first.

Zenobia gently caresses his cheek.

ZENOBIA

It was not your choice.

Rinaldo captures her hand and holds it.

RINALDO

The bad bargains of old need not keep you
in Kull's embrace.

ZENOBIA

They don't...

And from her face, Rinaldo can tell what does keep her there.
He speaks in genuine concern.

RINALDO

Oh, sister. Don't love where there's no
hope.

ZENOBIA

I gave you the same advice once. But you
did not take it.

RINALDO

And look what happened...

Rinaldo rises and saunters over the banquet Gebel has laid
out. The poet plucks a meaty joint from one of the trays. As
he is about to bite into it, a hand yanks the meat from him.
Rinaldo turns to see...

KULL...with his meat joint.

RINALDO

(sarcastic)

Oh, where are my manners? Eating before
King-Used-To-Be!

KULL

Where are your brains? Eating before
your host. Especially such a sly one as
Gebel.

Kull shoves the joint of meat into Gebel's mouth. Rinaldo
suddenly gets the picture.

RINALDO

You mean he'd try to pois...?

KULL

More than try if he thought he'd get away
with it.

(smiles at Gebel)

No offense, Spider.

Gebel laughs, voraciously tearing off a chunk of meat.

GEBEL

None taken. After all, what's a little mistrust between friends.

Gebel suddenly coughs, choking. He swallows and grins.

GEBEL

Never fear. Not deadly. Merely dry.

KULL

Well then, some wine to wash it down.

Kull takes a jug and pours some into a goblet. Gebel laughs good-naturedly and takes the cup.

GEBEL

Of course, of course, you suspicious rogue. Your health!

KULL

No, no...Yours! Drink up.

Gebel does! Heartily.

EXT. DECK - CLOSE ON GOBLET - DAY

As Kull quaffs it dry and burps. He and Rinaldo dig into the feast Gebel has laid before them. Zenobia, still sick, curls up next to Kull. Everyone seems sluggish from the meal, including Gebel who's joined them. Kull strokes the moaning Zenobia's head.

KULL

You'll get your sea-legs in a day or two, girl.

GEBEL

(admiring the girl)

Pretty solace from your treacherous Queen, Kull. But you were never one to grieve over a lost love, high-born or low.

He giggles drunkenly. Zenobia groans.

GEBEL

So where do you sail, Kull? Does an army wait you? What do you seek?

RINALDO

(mumbles drunkenly)

The Breath...

Kull lurches to stop Rinaldo, but he doesn't have to. Rinaldo suddenly passes out, flopping face-first into a bowl of mushy gruel.

Gebel giggles. A bit too hysterically. Then his tittering slides into a moan, as he also careens over onto the deck, unconscious...his silly grin still plastered on his face.

Confused and curious, Kull starts to rise, but his legs wobble under him and he weaves to the deck on his back. Zenobia rushes to him.

ZENOBIA

Kull!

KULL'S POV - ZENOBIA

Zenobia's face bobs in and out of focus.

ZENOBIA

Kull! What's wrong?

Her image hovers hazily for a moment and then is swallowed up in...BLACKNESS!

BLACK SCREEN

SOUNDS. The sing-song SWISH of sea and spray. The CREAKING of the ship. The COOING TRILL of a bird. Faintly at first. Then louder. Then a GROAN. BLACKNESS slowly TRANSFORMS...

EXT. SHIP - KULL'S POV - PIGEONS - DAY

...To foggy GREY blurred with a FLUTTERING IMAGE that slowly comes into FOCUS...WINGS. PIGEONS FLAP ABOUT IN A CAGE on a table.

GEBEL(OS)

Awake at last, Kull!

POV SWERVES TO...

GEBEL...leering down from the other side of the table where he sits composing a letter.

GEBEL

But then you did make a pig of yourself.
The food wasn't poisoned, dullard. It
was drugged.

TO SCENE

Gebel's writing table has been set on the foredeck, providing a good view of the oar benches below and...

KULL...an iron collar about his neck from which extend two chains fastened in the deck floor. He sits at the front oar bench beside Rinaldo, also chained. Galley slave once more!

KULL
(sneering growl)

Dog!

GEBEL
(laughs)
No, Kull. Spider! Still the Spider.
Spin webs out of your sight? Ha! I can
spin them right under your nose.
(holds up a NOTE)
A message for your queen. Shall I send
your love?

Kull rattles his chains in protest. Gebel laughs.

GEBEL
No?

He folds the note and stuffs it into a small sachet.

GEBEL
...I'm sure her gratitude will be matched
only by her generosity when she learns
she can have you back safe and sound.
Seems you'll make me a profit after all.
Until then...earn your keep at the oar.
You'll pick it up again in no time. If
not, the lash will remind you.

KULL
What have you done with Zenobia?

Gebel smiles. Unpleasantly. And claps his hands. Two armed
sailors emerge from the cabin, restraining a squirming
Zenobia. She is dressed in expensive finery.

GEBEL
I've decided to keep her. And keep her
well. You see, only the best.
(points out her
attire)
Silks from Lemuria. Rubies from Zalgara.
The exotic perfumes of Thule.

As he leans in to sniff her neck, Zenobia snatches a DAGGER
from his belt. But one of her guards deflects the blow even
as she strikes. The knife harmlessly rips the cloth of
Gebel's tunic before the weapon is wrenched from her.

Gebel glares at his torn garment, then at the subdued girl.
He angrily smacks her across the face. Kull heaves at his
chains, as Gebel grabs his dagger back and waves it
menacingly in the girl's face.

GEBEL
Whore! You're not fit for a lady's
finery.

With his knife he severs the ruby necklace from her, then slices the straps of her dress. It falls, leaving Zenobia in only the briefest of undergarments.

Gebel

Dangle her in the drink. We'll soak that haughty spirit out your hide, wench!

The two sailors drag Zenobia to the rail, binding her wrists with a length of rope and knotting the other end to the rail.

GEBEL

You'd have found my lips more tender than the salt sea, girl.

With that, he shoves her...

OVER THE RAIL...into the SEA. Arms bound above her head, Zenobia whirls in the waves as the rope twists in the tow of the ship.

BACK ON SHIP...Kull savagely strains at his chains.

KULL

I'll kill you.

GEBEL

I think not, lout. Those chains are strong.

Suddenly, there is a SHARP CRACK!. Kull has SNAPPED UP THE DECK PLANKING to which his chains were attached. Free, he grabs his chains, splintered timber dangling from their ends, and grins at the petrified Gebel.

KULL

Pity your ship isn't.

Kull swings one of the chains attached to his collar. It sails out like a whip, the end snapping about Gebel's throat. Kull jerks the chain. Gebel falls, choking, knocking over his table, sending ink, paper, and squawking pigeons over with him. Wedged on the table, Gebel gurgles, his face turning purple as...

KULL...climbs up the chain to the foredeck. He hoists Gebel to his feet with a jerk of the chain, ignoring the fat man's strangulated whimpers.

KULL

Let's see if you can float, you tub of lard.

He snaps the chain off Gebel's throat. Gebel twirls to the rail where Kull seizes him, lifts him off his feet, and tosses him over the rail. Before the body splashes below, Kull whirls on the two sailors brandishing his chains.

One crumples on the deck with a crushed skull, the other careens down into the slave galley.

Kull has dispatched his enemies in a swirl of seconds and, as he sets for an assault by the Captain and his crew, a BLOODCURDLING SCREAM distracts him. It is...

GEBEL...circled by TRIANGULAR FINS. Sleek grey bodies dip under the water, and the thrashing man is pulled under in a spew of crimson foam.

Several of the sharks slide through the waves toward Zenobia. As one dips, she screams and kicks...then is suddenly yanked out of the water. Her rescuer, of course, is...

KULL...at the rail, pulling her up.

ZENOBIA

Kull!

Kull hears rapid FOOTSTEPS behind him. Glancing over his shoulder, he sees..

THE CAPTAIN...charging up the deck, brandishing an axe. Hanging onto the rope, Kull dodges the oncoming blow and the axe bites into the rail. But Kull's evasion sends him sprawling to the deck, causing him to lose his grip on the rope which slides swiftly through his hand and sends...

ZENOBIA..plummeting down to the sea and sharks. She screams, but...

KULL...regains a firm grasp on the rope and...

ZENOBIA...jolts to an abrupt stop above the water. She looks up to see...

THE CAPTAIN...yank the axe from the rail and slash out at...

KULL...who grabs the Captain's wrist with a wrench that tears the man's arm clean out of his socket. The axe clatters to the deck. The captain bellows in agony as Kull hurls him across the deck.

Snatching up the axe, Kull whirls to take on the crew howling over the deck toward him. Kull loops Zenobia's rope around a belaying pin in the deck rail, notching it there.

KULL

(calls down)

I'll be back for you. Hang on!

ZENOBIA

Do I have a choice?

A laugh on his lips, Kull springs among the crew, reveling in the bloodlust, slashing and smashing a swath through the startled mob with axe and chain.

He leaps off the deck down among the galley slaves. Axe lifted, hair blowing in the wind, Kull shouts to them.

KULL

Don't the Black Corsairs remember their captain? You sailed with me, Servio. And you, Laranga. And Demetrio. Tell these dogs who I am!

Servio leaps up, chains rattling.

SERVIO

The Tiger!

Laranga leaps up, exhorting the startled slaves.

LARANGA

The Tiger has returned!

Rinaldo is chilled by the realization. He watches in fascinated awe as other slaves spring up, shouting, their chains ringing in excited frenzy.

THE SLAVES

Tiger! Tiger!

The awesome chant echoing in their ears, the sailors shrink back from the wild figure below. They know his gory legend.

Then from the foredeck comes the livid cry of the Captain, crawling along the deck on one hand and his knees.

CAPTAIN

In and kill him, before the slaves break loose!

But even as the crewmen charge, Kull's axe rises and crashes on Laranga's shackle-chain, severing it like matchwood. Laranga springs free, splintering his oar for a bludgeon.

LARANGA

Death to the masters!

Bedlam breaks loose as Kull's axe rises and falls without pause. Every stroke freeing another man, mad with hate and the fury of freedom and revenge.

RINALDO

Behind you!

Rinaldo alerts Kull to the Slave-master descending upon him. Kull catches the lash of the cracking whip on his axe-handle, yanking the master to him and retaliating with a wicked slash from his snapping chain.

The metal snaps across the master's jaw, toppling him among the unfreed slaves who make short work of him.

Rinaldo blanches at the kill. As the slaves tear at the body for weapons, the master's keys slide across to the minstrel's foot. Kull picks them up and, unlocking the collar around his neck, smiles grimly at the poet.

RINALDO

You are the Tiger!?

KULL

I look forward to that ballad of yours.

(tosses him the keys)

Make yourself useful.

Leaving Rinaldo to free the slaves, Kull bounds onto the deck and joins the melee.

ON THE SIDE OF THE SHIP

Meanwhile, Zenobia, feet braced against the ship's side, hands still tied, torturously pulls herself up the rope.

BACK ON SHIP

It's a massacre! Hellish suffering is avenged in one red gust of fury. Kull hews his way forward where he spies:

THE CAPTAIN...his useless arm dangling at his side, drawing his sword and limping to the rail. Kull scrambles up the steps, but he's got ground to cover.

The Captain hacks clumsily at Zenobia's rope. The blade bites into the twine but doesn't sever it.

ON ZENOBIA

The rope jerks, jostling her feet from the side, leaving her swinging on the rope.

BACK TO SCENE

As the sword rises again, Kull yells and the axe spirals from his hand, burying itself in the Captain's chest. He flops backwards in a spray of blood.

Kull dashes to the rail. Just as the rope SNAPS!

As it slithers over the side out of sight, Kull springs to the rail to dive in and save the girl...just as a PAIR OF BOUND HANDS appear over the side grasping onto a rail post.

Kull looks over the side and sees Zenobia a few feet below safely seated on some trim, preparing to pull herself ship side. She looks at the cut rope in irritated curiosity.

ZENOBIA

What's going on?

Smiling, Kull jumps off the rail and helps Zenobia over.

KULL

Victory.

It's more like slaughter. The freed slaves make short work of Gebel's crew. Kull, oblivious to it all, leads the stunned girl through the carnage to Gebel's overturned desk.

He picks up Gebel's quill. The inkwell is overturned, so Kull sticks the quill in the bloody chest of the dead captain and, snatching up a piece of paper, he scrawls across it.

ZENOBIA

What are you doing?

KULL

Telling my queen to expect me. Only not in chains.

Kull folds the paper and, retrieving the sachet, replaces Gebel's note with his own. He arranges the pigeon cage and, taking out a bird, attaches the packet to its leg. He frees the carrier pigeon and it flies off into the sky.

Kull turns and is met by a triumphant cry of "Tiger! Tiger!" He yanks the axe out of the Captain's chest and, with Zenobia at his side, goes to the steps to survey his victory.

Bodies and blood everywhere. Slave and master. But only slaves are left standing...slaves no more.

LARANGA

The Tiger has returned! The Black Corsairs will sail again!

Kull's chest heaves, glistening with sweat. The bloody axe held high in his fist, he acknowledges their adulation.

Pushing through the mob, Rinaldo rushes to his sister.

RINALDO

Zenobia! You're safe!

She nods, barely noticing him, entranced by the grim spectacle before her. Rinaldo is not quite as impressed.

RINALDO

So this is the ballad of the Tiger and his Black Corsairs...What carnage.

KULL

You make it romantic, poet, I made it practical. We're free. And alive...
Alive!

The word snaps out of him with all the passionate savagery throbbing in his veins. Alive! Again, his axe salutes the wild chant, crescendoing across the bloody sky, "Tiger! Tiger!".

INT. SCARLET CITADEL - CLOSE ON AKIVASHA'S FACE - NIGHT

Eyes closed. Face awash with scarlet. Lost in the serenity of meditation. CAMERA BACK. AKIVASHA GRACEFULLY FLOATS IN THE FLAME OF KORSALA! Unscathed in the heart of the fire.

Tendrils of flame curl about her, licking her flesh. The blaze radiates through her auburn tresses and sheer gown, billowing both like a gentle breeze...Flickering light and heat. Rising. Falling. Caressing her body in orange and yellow and red. AND CHANGING IT! Akivasha's stomach begins to swell! Growing great with the child inside it! A child unlike any other! For once more, the translucent glow washes over her abdomen, revealing inside -- A GNARLED, TWISTED THING, MORE DEMONIC THAN HUMAN!

ORESTES (OS)

Akivasha!

Akivasha's stomach ceases to glow as her eyes snap open. Below her stands...

ORESTES...nervously witnessing the eerie spectacle. He holds a carrier pigeon in his hands.

ORESTES

A message...from Kull!

Her eyes gleam, as she floats down and steps from the flame.

AKIVASHA

Come.

They disappear behind the bronze door. CAMERA PANS TO...

A BROKEN WALL OF THE CITADEL...reflected firelight reveals four faces peering over the rim in astonished fear...Tu and his councillors who stare in disbelief at Hadrathus. He confirms what they've seen with a grim nod.

EXT. SHIP - ON MAST - NIGHT

Kull's Tiger Banner flaps triumphantly from the masthead. CAMERA PANS DOWN TO...

THE DECK...The dead and the blood are gone. Where once the air shrieked with cries of battle, now it rings with shouts and laughter and raucous song. Kull's new crew celebrates its freedom. Wine flows and hungry bellies are filled.

DRUMS that once solemnly beat the oar-pace, now pound the wild rhythm of victory. Crude flutes and whistles pipe a savage rhapsody as Laranga and several others stomp and spin in a dance of barbaric splendour.

Kull watches in delight. Zenobia sways to the music. Even Rinaldo picks out the reckless melody on his lute.

Zenobia, unable to restrain herself from the music's tempestuous lure, leaps to her feet and joins the dancers. Her undulating movement flows to the uninhibited strains.

Laranga and the others give way to her mastery and she takes the floor alone. And although all are mesmerized by her beauty and grace, she dances for one man only. Kull.

A sensual dance of love, A mating dance. Every twirl of her lithe form exquisite and erotic...like a the spin of a desert whirlwind, like the leaping of a quenchless flame, like the urge of creation and the urge of death. With a wild cry, she throws herself at Kull's feet.

The blind flood of his desire sweeps all else away. He crushes her panting form to him and, sweeping her into his arms, carries her to the cabin.

All silently watch the pair disappear behind the door... especially Rinaldo staring worriedly after his sister.

INT. ORESTES SANCTUM - ON KULL'S LETTER - NIGHT

...held in a feminine hand. Reflected firelight washes along the parchment...

AKIVASHA(OS) .

(reading)

"Akivasha, Bitch of Acheron..."

Firelight also washes along Akivasha's stern face as CAMERA PANS up to it. Orestes looks on as she reads Kull's letter.

AKIVASHA

"...I will return to my kingdom...And return you to Hell. Kull."

ORESTES

Not much of a correspondent.

AKIVASHA

He'll tell us more than he intended.

(holds up letter)

He has given us a point of contact.

She tosses the letter into the Flame of Korsala. It goes up in a PUFF OF SMOKE. But the smoke HOVERS in the fire.

AKIVASHA

O, sacred Flame, through the scribbling of his hand divine the secrets of his mind. Across the gulf of echoing space, along the path as black as hate...Bring his destination into the blaze of your dark light...

The smoke wavers and dissipates, forming a HAZY IMAGE in the flame, the image clears...AN ICE SPIRE JUTTING OUT OF THE FRIGID SEA!

Akivasha gasps in recognition and staggers back.

AKIVASHA
The Isle of Ever-Night!

ORESTES
He seeks the Breath of Valka?

AKIVASHA
But how can he know of it?

ORESTES
How can he hope to get it? Its mysteries will destroy him.

AKIVASHA
If they don't, we must! Tell Tarascus to prepare a ship! Immediately!

Grinning malevolently at this news, Orestes bows out the door. Akivasha stares at the icy image in the flame.

AKIVASHA
(upset)
The Breath of Valka...Fool! Fool! The world could have been yours! I could have been yours!
(intensely; with a wave of her hand)
Bring him to me, flame! Let me look on him!

The image of the Isle of Ever-Night fades and a new vision takes its place....one of Kull and Zenobia in bed, making love. Bitter pain and dark jealousy flash in Akivasha's eyes as she watches them. A grim smile traces her tight lips.

AKIVASHA
No, Kull, I am not so easily forgot.

Akivasha enters the flame once more, floating in the midst of the image of Kull and Zenobia.

AKIVASHA
Come to my arms, Kull. My lips long for you. My body aches for you. You are mine!

DISSOLVE TO:

INT. SHIP'S CABIN - NIGHT

Akivasha's voice echoes even as Kull and Zenobia entwine in a passionate embrace.

AKIVASHA (VO)
(reverberating)

Mine! Mine!

Her voice slides over them like an insidious impulse...Not heard, but felt...an unconscious undercurrent that propels the passion to a fever pitch.

The two lovers thrash and roll in each other's embrace. Kull brings his mouth roughly down on Zenobia's and even as their lips meet, HER FACE METAMORPHOSES INTO AKIVASHA'S!

But Kull doesn't notice or doesn't care. He is totally unaware. Under the spell of Aquivasha. And driven by desire. But even as Aquivasha sighs, she transforms to Zenobia again.

But as Kull's lips slide down Zenobia's neck, flesh transmutes once more and Aquivasha's face grows out of Zenobia's neck and shoulder. Then an arm appears, caressing Kull's face, despite that both Zenobia's arms are wrapped about Kull's torso.

Again, Aquivasha's face evaporates only to form anew at the end of Kull's arm...And so the bizarre menage a trois continues as the flesh of all three fuses and flows together and apart, a jumble of erotic, exotic combinations.

Kull and Zenobia remain oblivious to the seething, sexual transference of bodies, lost in the throes of frenzied love-making. Zenobia, quivering in ecstasy, smothers Kull's chest with gasping kisses until she spies...

AKIVASHA'S FLAME TATOO...glowing, pulsating on his chest. But even the shock cannot suppress Zenobia's mounting climax as she looks up and sees...

AKIVASHA'S HEAD...on Kull's body! Her witchy eyes glazing, her mouth agape in unbridled lust!

AKIVASHA

Mine!

Zenobia SCREAMS...perhaps in terror, perhaps in passion, perhaps in both...and falls back onto the bed in a near-faint. Gasping, she open her eyes and looks up at...

KULL...whole and himself again. Drenched in sweat. Drained of emotion. His eyes dull with dreamy exhaustion. Zenobia reaches out for him, clutching at his flesh, pulling him down on to her. She covers him with wild, furious kisses. Kull sags wearily atop her as she clings to him. Imprisoning him in her arms. Reassuring herself of his reality.

INT. SHIP CABIN - ON ZENOBIA - DAWN

Purple-pink DAWNLIGHT slips through a porthole down on a Zenobia, tossing restlessly among the bed silks and furs.

ZENOBIA
(murmuring)

Akivasha!

She reaches out...only to find the place beside her empty.
The realization prods her awake. She vainly looks for Kull.

EXT. SHIP - DAWN

Zenobia, robed, emerges on deck, scanning the ship for...

KULL...at the rail, wistfully staring out to sea as the
still-dim dawn edges up on the watery horizon. He sniffs the
sea air. His mane blows wildly in the surging wind.

ZENOBIA
Kull?

KULL
Listen!

Zenobia does, but only hears the wind and the waves.

KULL
The wild phantoms of my past come
whispering on the waves.

Zenobia hears the yearning in his voice and smiles. She
embraces him from behind. Playfully whispering in his ear.

ZENOBIA
Yes, I hear them...They say, "Forget the
crown, Kull, and sail with us on the sea
of blood and thunder again!"

KULL
If the crown were mine to throw away,
perhaps, I would. But no one can tear it
off my head against my will.

ZENOBIA
(still urging, more
seriously)
Your phantoms whisper wisdom. Let us
seize the freedom and happiness we have
and forsake this madman's quest.

The urgency in her voice is unsettling.

KULL
It is my quest.

ZENOBIA
(sharply)
It is wounded pride. Abandon it.

Kull doesn't like the assessment. Or the command. He scowls
Zenobia tries to placate, caressing his chest.

ZENOBIA

Old passions stir in your heart, Kull. I
know. I saw last night. You, bloody
from battle, your eyes ablaze, men
chanting your name as though invoking a
god...There was a destiny greater than
any crown...

Kull savours the memory, but not the flattery.

KULL

It was destiny that undid me, girl. I no
longer believe in it. Only gods have
destiny, men merely have...duty.

ZENOBIA

Why must the crown of Valusia be your
duty?

KULL

(hotly)

Because I failed it!...And now the
innocent will suffer for my failure. And
Great Evil will darken the land. Unless
I stop it.

ZENOBIA

And so you rush to be a king or a corpse.
But whether you live or die by your
"duty", I will be the loser.

(clutches at him)

Oh, Kull, when you were king, I dared not
hope that you could love me. But now I
dare. Don't dash my hope. I love you.
If you love me, dream no imperial dreams.

Kull pulls away. And an uneasy realization sends a shudder
through Zenobia.

ZENOBIA

Do you love me...?

Kull turns...hesitant, ill-at-ease.

ZENOBIA

Do you love me?

KULL

I don't know!...Days ago, I thought I
loved the woman who has stolen my throne.

ZENOBIA

It always comes back to the throne.

KULL

No...this...

He holds up his signet ring, displaying the TIGER on it.

KULL

...It is more than a symbol, more than a banner flapping in the wind. It is me. Or once was. Before the arrogance of destiny dazzled my eyes and I lost my way. I cannot love you or anyone or anything, until I am true to myself once more.

ZENOBIA

Can you be true to yourself and still be king?

KULL

(smiles)

Is there any other way to be king?

Zenobia returns his smile with a wan, sad smile of her own.

ZENOBIA

I have no destiny, Kull, no duty but my love for you. It is enough. It is all. If the crown of Valusia is what you want, then know I will die to get it for you.

Touched by her devotion and loyalty, Kull embraces her as the sun rises up out of the ocean.

EXT. SCARLET CITADEL - NIGHT

Akivasha, Orestes at her side, stands on the half-collapsed staircase that twines about a half-collapsed wall, staring over the ruin at...

A SHIP...a sleek, swift craft bobbing in the water below near the rocky edge of the peninsula. It is crammed with Tarascus' Dragon Legion, armed to the teeth.

TARASCUS(OS)

Then you no longer wait for Kull's return?

Eyes flashing, Akivasha turns sharply on...

TARASCUS & ASCALANTE...standing at the foot of the steps. Tarascus' smug smile melts under her fiery gaze, as she descends the stairs.

AKIVASHA

Only his death! Board your ship.

ASCALANTE

But how do we find him?

AKIVASHA

Leave that to me.

The two bow and depart the ruined citadel, descending down a rocky path to a gangplank to their boat. Akivasha watches them go, then turns to...

THE FLAME OF KORSALA...Her hands twist and conjure about it, making the fire leap and dance. Firelight etches over her intense face.

AKIVASHA

Blow, winds of Hell-fire, Blow! Send my
swift destruction across the sea!

A sudden wind kicks up, whipping Akivasha's tousled mane across her face.

EXT. TARASCUS' SHIP - NIGHT

The ship's sails crack and billow out in the mysterious gust. Then as though steered by an invisible hand, the tiller swerves...And the ship glides through the water. Tarascus and Ascalante grab the rail, gazing in terrified awe as...

WAVES...slice frothily along the hull of the swift-moving ship.

EXT. SCARLET CITADEL - FLAME OF KORSALA - NIGHT

A VISION OF TARASCUS' SHIP dissolves in the flame and ANOTHER VISION APPEARS...Kull at the rail of his ship, a hand reaches into the Flame sprinkling a black powder in the fire. CAMERA BACK. Akivasha has thrown the powder into the flame. She and Orestes watch as the image of Kull is obscured by a smoky haze beginning to swirl in the fire.

DISSOLVE TO:

EXT. KULL'S SHIP - DAY

Kull stands with Laranga at the wheel, gazing across the water as TENDRILS OF WISPY FOG twine toward the ship.

Kull stares up at the sky and the blazing sun. Then back at the mysterious haze, thickening as it creeps towards them. Then suddenly, in the mist, he spies...

A SHADOWY FACE...Akivasha's, exotic and enticing...

KULL...closes his eyes and shakes his head and looks again, the image is gone. Only grey fog, creeping across the deck, curling about the sails.

DISSOLVE TO:

EXT. ICE SEA - THE SHIP - NIGHT

Kull's ship slips through the FOG that writhes over ICE-LADEN WATERS. A gloomy pall shrouds the sky in an eerie eternal twilight. The PACE-DRUM beats out a dirge-like drone.

The oarsmen row with a cautious stroke. On either side of the ship, crewmen, armed with oars, push the drifting floes away from the boat. Everyone is now bundled in HEAVY FURS.

ON THE POOP

Kull and his companions, stand warily on the poop. Torches are ensconced along the rails in a vain effort to pervade the mist. Rinaldo warms himself at one. Though wrapped head to foot in fur, he can't keep his teeth from chattering.

RINALDO

Has the sun vanished utterly?

ZENOBIA

We near the Isle of Ever-night.

KULL

But how do we find it?

A LOW MOANING echoes over the waves. The drumbeat stops, as do the oars. The moaning is louder, like melancholy keening. The crew murmurs uneasily.

LARANGA

The howl of demons, Tiger.

KULL

The wind.

ZENOBIA

Perhaps not. Follow the sound!

KULL

How? It comes from everywhere.

It does too. As though bouncing off the waves. Kull snatches up a torch and strides to the prow, trying to penetrate the fog. Then he sees her!

AKIVASHA...floating in the air, wreathed in fog, the howling seems to emanate from her tempting lips. Her arms beckon, as though welcoming the ship to its doom.

Torch in hand, Kull leaps to the rail, confronting the ghostly apparition of his queen as it looms out of the mist above the ship. He thrusts the torch up at it...

In the glare of his torch, the image of Akivasha vanishes. But not the FLOATING WOMAN. She still glides toward the ship. Kull is not the only one to see her. Others shout. But the torchlight now reveals the truth to Kull. It is THE FIGUREHEAD OF A FLOUNDERED SHIP, marooned in the ice!

Kull shouts to the crew.

KULL

Steer away!

Laranga spins the wheel, avoiding a collision with the disabled ship. But as they navigate slowly through the floes, the fog thins and, in the torch-blaze, an eerie sight is exposed.

OTHER SHIPS are trapped in the ice, their hulls frozen askew. Tattered sails dance to the howling dirge of wind. A GRAVEYARD OF SHIPS -- empty, forlorn ghosts. Their spectral figureheads - dragon serpents and dolphins, sea nymphs and sea gods -- silently peering out through the swirling mist.

ZENOBIA

The ships that never returned! Look!

Kull follows Zenobia's pointing finger to...

THE SHIP WITH THE FLYING FISH...on its prow, locked in the ice's embrace.

The wind picks up; its mysterious keening LOUDER. The torches gutter and die, leaving them in the ashen twilight.

ZENOBIA

We are near, Kull. Very near...There!

She points to...

THE ISLE OF EVER-NIGHT...AN ICE SPIRE jutting out of the frigid sea. A BLACK HOLE mars its stark whiteness. A CAVE's YAWNING MOUTH. From it gushes the despairing wind.

EXT. THE ISLE OF EVER-NIGHT - CLOSE ON ANCHOR - NIGHT

A HEAVY ANCHOR careens down into a snow bank with a loud WHOOSH. CAMERA BACK.

The anchor's been lowered right into the icy edge of the isle. Before the chilling mouth of the cave. The woeful wind, deafening now, whips out of the forbidding maw. The ship bobs in the choppy water as Kull scurries down the weaving anchor chain, followed by Zenobia.

KULL

Stay up there!

If she hears him above the wind, she doesn't obey and climbs on down.

KULL

You should have stayed.

ZENOBIA

I go with you.

Suddenly, a cry diverts them. Rinaldo, coming down the jerking chain, loses his grip and falls...landing...

KERPLOP...in the snow. Kull grins.

KULL

Take a tumble?

RINALDO

No, thanks, just took one.

KULL

Well, have a nice nap. We'll be inside.

Kull and Zenobia head for the cave. Rinaldo, shakes off the snow with a shiver. Rising, he hesitates to follow, looking back up at..

THE SHIP...Servio and Laranga mockingly wave to him.

RINALDO

Think of me while you're safe and warm.

He gives them a curt bow and runs after the others. Servio and Laranga watch the cave swallow up the poet. Servio blows on his hands.

SERVIO

Well, at least safe.

Don't bet on it, Servio...CAMERA PANS TO A FOG BANK and...

THE SLEEK VESSEL...sliding out of the mist, filled with armed warriors. Tarascus and his Dragon Legion!

INT. CAVE

The sheen of ice and snow along the cave walls emanate with a soft, eerie glow as Kull, Zenobia, and Rinaldo slide along a slippery path sloping downwards. The powerful wind rushes up at them, screaming like souls in Hell.

Suddenly, Rinaldo loses his footing on the icy path and, with a startled cry, slips and plummets forward into...

KULL AND ZENOBIA...All three careen to the ground, sliding down the winding slope, spilling head over heels in a spray of snow, ending in a jumbled heap at the bottom of the path. Kull shakes himself and gazes up to see...

AN ICE CATHEDRAL...Actually, a glacial cavern, its arching roof supported by merging stalactites and stalagmites of ice and snow that form gothic-like columns. The eerie light glows even more intensely, bouncing off the sparkling white ceiling and struts of snow and ice, illuminating...

FROZEN MEN...of many races and stations...Priests, nobles, thieves, and seers...standing like ice sculptures, posed in the throes of death. Their faces etched forever with the realization of it...frightened or resigned, confused or horrified. The wind swirls the frost about their stiff, still forms, mocking their misery and failure. Icy sentinels guarding Valka's secret.

Not an encouraging spectacle.

RINALDO

After you, O King of Lost Causes.

Kull is not amused. He glowers at the frozen men...they all face a SMALL ALCOVE at the back of the cavern. Here the wind is the fiercest.

Kull sighs a deep breath and, bundling his fur, he steps toward the cavern, only to be stopped by Zenobia.

ZENOBIA

No, Kull, look.

She kneels and brushes the snow off a SLAB OF ROCK. STRANGE HIEROGLYPHICS have been carved into the stone.

KULL

What does it say?

ZENOBIA

It's in the old poet's tongue.

RINALDO

(translating)

"What was false must be true. What was tainted, pure. What was haughty, humble. Cause be the Carrier to bear the Bleak Burden and defy Unholy Flame. And bury its burning kiss in a shivering shroud."
...Well, that's enlightning.

KULL

(impatiently)

Gibberish! Where is the Breath of Valka? What is it? And how do I get it?

ZENOBIA

Patience, Kull! The mysteries of the gods are not so easily solved.

Zenobia takes out her HANDS OF FATE CARDS, shuffling them.

RINALDO

Little chilly for parlor tricks, sister.

He flaps his arms in shivering exasperation. Kull, in the meantime, sticks his sword into the cavern and withdraws it. It is covered with icy frost. Zenobia, lost in concentration, mutters to herself.

ZENOBIA

What was false must be true. What was tainted, pure.

She draws her first card and sticks it in the snow to keep it from blowing away. It is a NUDE MAIDEN, DRAPED IN WHITE FLOWERS. The card is UPSIDE-DOWN.

RINALDO

A topsy-turvy Virgin.

(laughs)

The Hand of the Spirit.

ZENOBIA

(ignores him)

What was haughty, humble.

The next card drawn is ANOTHER NUDE WOMAN, KNELT BEFORE AN ALTAR, ARMS UPHELD BESEECHINGLY.

RINALDO

The Supplicant?

Zenobia draws her final card and sets it in the snow...A PREGNANT WOMAN, AGAIN NUDE. Both she and Rinaldo seem confused by the card's meaning. The glow from the snow reflects across Zenobia's studious face.

ZENOBIA

Cause be the carrier...cause be the carrier...

The veil lifts and the meaning hits her. So sharply, she drops the rest of her cards and they go flying in wind. Rinaldo chases after them in futile pursuit. Zenobia doesn't care; she rises and removes her outer furs.

ON KULL

As a flurry of Zenobia's cards whirl by him. He snatches one out of the air...THE KISSING LOVERS.

KULL

Zenobia...?

He turns to see...

ZENOBIA...divesting herself of her final garments before the cave as the freezing wind sweeps over her naked flesh.

KULL

Zenobia!

His cry alerts Rinaldo from his card chase and both men race for the girl as SHE STEPS INTO THE CAVE.

Rinaldo lunges for her, but even as he does, paralyzing cold numbs his body, his startled cry freezing in his mouth.

Kull yanks him back out. Rinaldo collapses in the snow, gasping for breath as Kull knocks icicles off his face. Then both turn and are transfixed by the spectacle of nude Zenobia, hair blowing wildly, defying the cold and walking unharmed among the frozen corpses.

KULL

Zenobia!

If she hears him, she doesn't answer, moving to the alcove. Kull looks helplessly to Rinaldo who's looking at the Hands of Fate, propped up in the snow.

RINALDO

Cause be the Carrier...Korsala was the cause. A woman. Only a woman will bring forth the Breath of Valka.

KULL

(desperate, wild)

How? What is it? What?!

But Rinaldo answers not, worriedly watching...

ZENOBIA... as she reaches the alcove altar and gazes up at A STRANGE FACE molded in the snow and ice of the wall.

It's fierce features are crude and indistinct, surrounded by a wild mane and billowing beard. From the frosty open mouth blows the savage, tearing wind that rocks Zenobia as she kneels down and lifts her arms, palms upward.

ZENOBIA

I grovel before you, Valka, abased and unadorned, to pray for your son, Kull, whom I love. And though I be a woman stained, my love is steadfast and strong. It will not shatter under the weight of your woe. Let me be the vessel of your despair. Let me avenge your shredded heart. Let me atone for Korsala's sin...

KULL AND RINALDO...stare as Zenobia's impassioned plea crescendoes above the growling wind.

ZENOBIA

Crush me in your cry of pain. Fill me
with your anguished breath so I may snuff
out the flame that fuels your sorrow!

Zenobia's body quivers in frenzy as the shattering wind
surrounds her. Her head jolts back and her mouth goes agape.
A STRANGE SUCKING SWISH IS HEARD, AS THE WIND SEEMS TO
POSSESS HER, FORMING A SWIRLING VORTEX ABOUT HER BODY,
LIFTING HER OFF THE GROUND AS IT FUNNELS DOWN HER THROAT.

Then the wailing wind abruptly ceases and Zenobia collapses.
Kull and the poet rush to her aid. Rinaldo wraps a fur about
her as Kull tries to shake her alert.

KULL

Zenobia!

She comes to with a sigh and shiver. Relieved, Kull wipes a
thin crust of frost from her lips, then moves to kiss her,
but she pulls back.

ZENOBIA

Don't! It is inside me.

KULL

What?

RINALDO

The Breath of Valka.

She nods, wrapping the fur around her with a shudder.

ZENOBIA

Icy death.

SERVIO(OS)

Kull!

Kull and the others look up to see...

SERVIC...weapon drawn, panickedly stumbling toward them.
Suddenly, a lance rips through his chest from behind. He
careens into a stalagmite pillar, his falling body cracking
it in two as he collapses dead in a shower of snow.

The cave erupts with shouts and clanging swords as SEVERAL
OTHER SHIPMATES come sliding down the slope pursued by
Tarascus, Ascalante, and the Dragon Legion.

It is a rout. What remains of the crew fight on valiantly in
retreat. Many are wounded and Tarascus' men outnumber them.
They are quickly being decimated.

KULL

Get her back.

Rinaldo takes the drained Zenobia into the alcove. Kull draws his sword and, with a yell, charges into the fray.

Kull weaves through the frozen corpses, hacking and slashing his way to...

TARASCUS...who carves through a sailor, sending him sprawling at Kull's feet. Kull leaps over the corpse and lunges out. But Tarascus parries the thrust with a grin.

TARASCUS

I'm still faster, Kull.

He lashes out at Kull's head. But Kull ducks and the blade hacks through one of the stalactites. The ceiling above groans as snow-dust rains down on the pair.

KULL

But now I'm fresher. My witch must be worried to send you.

Kull again lunges and, again, Tarascus parries and counters.

TARASCUS

She won't be when I take back your head.

Kull nimbly evades the sweeping blade. It whizzes by and lops off the heads of two of the frozen corpses.

KULL.

Oh well, two heads are better than one.
Let's make it three.

Kull's wicked stroke nearly does. Tarascus jerks back and the tip of Kull's blade traces a thin line of blood across his throat.

Tarascus slips back against an icy pillar. Kull swings down for the kill. Tarascus rolls and the sword bites into the thick pillar of ice, wedging there.

Tarascus springs to his feet as Kull tugs to free his blade. But it won't budge and Tarascus is upon him. Kull circles the pillar, dodging quick successive blows that spray ice chips everywhere. As the stalactite weakens, Kull suddenly lunges against it.

There is a loud crack from above and the snow rains down on the two as the stalactite breaks off, striking Tarascus and sending him sprawling into a covey of frozen corpses which fall atop him.

Kull again tries to pull his wedged sword from the broken pillar as...

ZENOBIA AND RINALDO...watch grimly from the altar. Few of Kull's men are left. They do not see...

ASCALANTE...sneaking up on them, after easy prey. With a triumphant cry, he lunges for Zenobia, but slips on the ice and his blade slashes just misses her ear. She screams and Rinaldo shoves her from harm's way. Ascalante, on his knees, swipes at the poet, who acrobatically evades the blade.

Ascalante rises, furious, flashing wildly out at the leaping poet, backing him out into a corner of the cathedral. Rinaldo runs up the side of the wall and, does a backflip up over Ascalante, his hands tearing loose a STALACTITE from the ceiling as he goes.

Twisting in the air as he comes down behind Ascalante, he drives the stalactite into the base of the noble's skull and out his throat. Rinaldo crashes onto Ascalante's back, careening them both into the snowy wall, the stalactite's point sticking there. Rinaldo tumbles off Ascalante, whose corpse hangs limply pinned to the wall. Meanwhile..

KULL...still tries to unlodge his blade. In its reflection, he catches TWO MEN charging up behind him.

He leaps back from the soldiers' blades and, shielding himself behind a frozen corpse, flings it at them. He spins to another corpse and wrenches a ball-and-chain mace from its frozen fingers...only the fingers and the whole arm come too.

Kull doesn't care. Gripping the handle, he bashes the two men down. Then two more who indiscreetly rush in. He is all alone now. All his corsairs are dead. Another soldier attacks and Kull crushes his skull with the mace. The others...a full dozen...wisely hesitate. Kull grins.

KULL

Come! Who will be the first to die?

None volunteer. And so the Tiger springs toward three of them. One is sent crashing through an ice pillar. There is another loud crack and a cascade of powdery snow descends as Kull engages the two other fools, not noticing...

THE SAGGING CEILING...of snow and ice above, weakening as so many of its supports are hacked or broken away. But...

ZENOBIA AND RINALDO...notice. They also notice....

TARASCUS...rising and, with upraised sword, charging Kull from behind.

ZENOBIA

Kull!

Rinaldo jumps up...and out...

ACROSS THE CAVERN FLOOR...in a series of acrobatic leaps, diving between Kull and...

TARASCUS' SWORD...which slices into his abdomen. Kull dispatches another adversary and wheels even as Zenobia screams...

ZENOBIA

Rinaldo!

Tarascus yanks his blade back and Rinaldo spins, lurching against Kull.

Tarascus presses his advantage, but Kull catches the sword on his mace. As he shoves Tarascus back, Rinaldo slides to the ground.

Kull wheels on Tarascus in renewed fury. Tarascus retreats into a maze of ice pillars. Kull shatters them with his mace. One. Two. Three. A blizzard of snow and ice crashes down on the dueling pair. THEN...

A SHUDDERING SCREECH...from above! A JAGGED CRACK slices along the ice-covered cavern ceiling as part of it sags down. Tarascus' men retreat.

And with a wild spin, Tarascus whirls away from Kull who can't find him in the downfall of snow dust. Tarascus then cuts away one last ice strut and...

THE CEILING...starts to collapse! Tarascus dives out of the cathedral as THE SCREAM OF CRACKING ICE echoes throughout the cave.

SNOW, ICE, AND ROCK AVALANCHE DOWN ON...

KULL...darting through the downpour to Rinaldo who he throws over his shoulder. Half the ceiling collapses, blocking their way out of the cavern.

TARASCUS...laughs triumphantly as he sees Kull is trapped. He can only retreat to the alcove where a frail Zenobia struggles to rise.

ZENOBIA

Hurry! Hurry!

Kull does. Coming closer. Closer. Just feet away. Then...

SHEETS OF ICE AND SNOW...tumble from above, burying Kull and Rinaldo. Zenobia screams as...

TARASCUS AND HIS MEN...watch her also disappear from view behind the white destruction that fills the cavern.

TARASCUS

To the ship!

He leads his men up the slope. As their tramping feet die away, all is deathly quiet in the icy white tomb of Kull.

INT. SCARLET CITADEL - ORESTES' SANCTUM - FLAME OF KORSALA

The snow-bound cavern is seen in the fire-vision, vividly burning in the Flame of Korsala. CAMERA BACK ON...

AKIVASHA...staring stoically into the flame. Cackling laughter interrupts her meditation. It is...

ORESTES...delighted by Kull's demise.

ORESTES

So ends the reign of King Kull!

Akivasha turns. Her glaring eyes glisten with tears.

ORESTES

You weep for him?

AKIVASHA

Do not mock my grief.

ORESTES

(angry contempt)

I spit on it! What did the dog ever do to earn your love?

Orestes realizes his error even as he utters the words. He cringes as Akivasha's shadow descends over him. The tears are gone now. Only fury blazes in her eyes.

AKIVASHA

He was a man. More than you are. More than you shall be.

ORESTES

No! No!

But Akivasha is not merciful. CAMERA IN CLOSE as her upturned palms burst into flame.

AKIVASHA

I told you once before, my passion burns.

She reaches out for...

ORESTES...quaking with terror...falling to his knees.

ORESTES

No!

His scream for mercy becomes a scream of pain as...

AKIVASHA...sneers down through wisps of rising smoke, deaf to Orestes' screams. Deaf to the hiss and sizzle of flame. She pulls back from him, crumpled, whimpering on the floor, his contorted body hidden by the shadow of her imperious form against the firelight.

As Orestes groans at her feet, Akivasha turns and, stroking her huge stomach, walks into the flame. Shooting up the shaft of fire and disappearing from view.

INT. CAVE - ALTAR ALCOVE - ON VALKA - NIGHT

The stern face of Valka, sculpted in the icy ceiling of the alcove stares down on...

ZENOBIA...shivering in a corner. Deathly pale. Frost flecking her lips. She stares in despair at the avalanche that has sealed both her exit and her fate.

ZENOBIA
(weakly)
Kull...Rinaldo...

But no one answers. She shrinks in the corner, cold and weak and the panic mounting. Then...

MOVEMENT...in the white wall. Snow slides away and a mace appears. Then a head. It is Kull's. Gasping he struggles out of the snow pack, dragging Rinaldo after him.

ZENOBIA
Kull!

She rises to go to him and swoons. He catches her.

ZENOBIA
You're safe! Safe!

Kull tenderly brushes the frost from her lips.

RINALDO
He's dead...

Rinaldo staggers to his feet, holding his wounded side.

RINALDO
...We're all dead. Trapped in a tomb
with no way out. Hardly the glorious end
you envisioned, eh, King of Nothing?
Look, your god laughs at you.

Rinaldo points up at the carved image of Valka. Now that the wind no longer blows from his mouth, the god does indeed seem to laugh. Kull glares up at the mocking mask.

KULL
No longer my god!

With an angry, anguished yell, Kull lashes out with his mace, its spiked ball ripping repeatedly into the god-face.

KULL

I desert you, Valka! As you have
deserted me! And when the Hell-spawn of
Acheron rise up and tear down your
temples, then I will laugh. Do you hear?
I will laugh!

The ripping mace mutilates the carved face gashing and
tearing away chunks with each blow. Zenobia restrains Kull
from his fury.

ZENOBIA

No, Kull, no!

Finally, Kull relents sinking down on the hilt of the mace in
frustrated despair. Rinaldo, still holding his side, winces
slightly and sinks to the cold ground, resting against the
wall. He examines his battered lute. A string is broken.

RINALDO

The tiger adds blasphemy to his sins at
the threshold of his god. A brave man...
(plucks a sour chord)
...or a fool...

ZENOBIA

Peace, Rinaldo.

RINALDO

We'll have that soon enough. Eternal
peace.

KULL

He's right. I am a fool. A fool to have
even tried.

ZENOBIA

You would have been a fool not to. I was
wrong to tell you to run. Forgive me.
My love made me a coward.

Kull rises. Frost puffs from Zenobia's shivering lips. Kull
pulls up the collar of her fur.

KULL

There is no cowardice in your love. It
asks for nothing and dares all. I am
unworthy of such love.

Kull tentatively goes to kiss her as her misty breath chills
his face. But she places gentle fingers to his lips and
turns her face, nestling her head against his chest.

Rinaldo watches the pair sadly, touched. He suddenly winces,
clutching his side. But Kull and Zenobia don't notice.

RINALDO

She has always sacrificed herself for unworthy men.

Zenobia turns harshly on Rinaldo.

ZENOBIA

Rinaldo!

Rinaldo grins tolerantly and strums his lute. It's badly out-of-tune.

RINALDO

I speak of myself, sister.

(to Kull)

When Borna was still King of Valusia, I fell in love with one of his harem girls. We were caught running away. Rather than go back, my lover killed herself. And Borna would have killed me. But he always desired my sister. So she offered herself as a replacement for the dead girl. Bartered her virtue and freedom for my life.

If Rinaldo has never thanked his sister for her sacrifice, he does now. Silently, with a sad loving gaze.

KULL

And now your life you've bartered for my crown...

He gazes forlornly about the icy chamber. A caged tiger expecting death but still not totally resigned to it. Rinaldo strums his lute and sings.

RINALDO

All fled, all done, so lift me on the pyre.

The feast is over and the lamps expire.

He suddenly grimaces, his fingers twang a dischord and he slumps over. Kull and Zenobia run to him. Kull props him up. Blood gushes from a gaping wound in his side staining the white snow crimson.

ZENOBIA

(grabs his face)

Rinaldo! Rinaldo!

Rinaldo's eyes flicker up, he takes her hand from his face.

RINALDO

Your hand is cold, sister.

He presses it to his lips, then drops it as his fingers go limp and sags in Kull's arms. Zenobia falls upon his dead body, weeping. Kull comforts her. Suddenly...

A DROP OF WATER...splats on Kull's face. He gazes up.

KULL

Zenobia!

He jerks up, pointing at...

THE FACE OF VALKA...marred by the blows of the mace. Water trickles from one of his eyes...down along a chipped cheek.

KULL

The God weeps!

Kull snatches up his mace and stands once more before the god-head.

KULL

Forgive me, Valka, for what I have said
and for what I am about to do.

And once more he flails out at the carved head. Furiously chipping hunks away. The trickle of WATER becomes a thin stream. And the room begins to fill with moving light. Light reflected through water.

Under Kull's attack, the entire face falls away as does a layer of snowy frost around it, revealing...

WATER...the ICE SEA above them held at bay by a CLEAR CEILING OF THICK ICE. But...

KULL...has already cracked it where a steady flow of cold water gushes in. The mace bites deep into the ice, spraying slivers and hunks everywhere. Suddenly the whole sheet cracks. Kull shields Zenobia as it gives way and...

WATER...cascades in. Kull sweeps Zenobia into his arms as the icy sea fills the chamber and sweeps the pair up and out into...

EXT. THE ICE SEA - NIGHT

...the Ice Sea. Kull and Zenobia bob to the surface, gasping for air through chattering teeth. They have emerged into the ice laden waters of the ship graveyard. The Breath of Valka silenced, DEAFENING QUIET dominates the windless sea...

Kull swims toward an ICE FLOE and a ship imprisoned there...THE SHIP OF THE FLYING FISH. Something bumps up against him in the water. It is...

LARANGA...his dead body floating in its icy grave. Other dead crewman bob in the water, splashed with a CURIOUS CRIMSON LIGHT that brightens the grim pall of the twilight sky. Kull sees the cause...

THE VENTURER...IS AFLAME! Aimlessly foundering, having been put to the torch by Tarascus. The flames shoot high into the misty grey sky, racing along the mast, nibbling at...

THE TIGER BANNER...of Kull, whipped about by the flames.

DISSOLVE TO:

EXT. THE SHIP OF THE FLYING FISH - ON THE TIGER BANNER - NIGHT

The Tiger Banner, though singed, is still whole and hangs limply against a new mast. CAMERA BACK.

It is the icy mast of the Flying Fish which Kull has commandeered for his own. All around the ship, on the ice floe which ensconces it, Kull has built BON-FIRES FROM THE WOOD OF THE BURNING SHIP now sinking beneath the sea.

The fires slowly melt the ice around the keel of the Flying Fish. Kull uses an oar to crack the dissolving ice and push it away. Suddenly, the ship breaks free with a jerk and drifts out into the calm water.

Kull uses the oar to pole the ship through the treacherous ice floes. Meanwhile...

ZENOBIA...shivers at the helm, despite THE FIRES RAGING IN THREE IRON BRAZIERS around her. Nonetheless, she gamely holds the tiller steady as...

THE SHIP...glides through the soundless sea, disappearing into the grey mist of ever-night.

DISSOLVE TO:

EXT. THE SHIP OF THE FLYING FISH - AT SEA - NIGHT

Kull poles the ship through a thinning mist when he's suddenly blinded by BRILLIANT FLASHING LIGHT.

AN AURORA...exquisite, multicoloured light arcing across the horizon. Then suddenly...

WIND...strong and southerly, billows the tattered sails. The Tiger banner unfurls in the breeze and the ship flies across the waves.

KULL...drops his oar and runs to the helm to relieve Zenobia, bundled in her fur, huddled within the triangle of braziers.

KULL

The aurora, Zenobia. The end of Ever-Night and the Ice Sea. And a warm wind blows homeward.

He sheds his fur, letting the balmy breeze caress his weary body. But as he takes the tiller from Zenobia, he sees she still shivers. And that she softly WEEPS. She daubs at the trickle of frost forming on her lips.

KULL

What is it, Zenobia?

ZENOBIA

(forlorn)

I can feel it.

KULL

What? What do you feel?

ZENOBIA

Valka's grief.

Kull wipes at the tears turning to ice on her cheek.

ZENOBIA

So sad. So sad. So cold...

EXT. OCEAN - ON SHIP - NIGHT

The ship and its two passengers are silhouetted against the panorama of rolling light on the horizon.

EXT. SHIP - ON SUN - DAY

The Aurora transforms to staggering SUNLIGHT. Spraying across the screen. Only a snaky COIL OF SMOKE mars the golden radiance. The smoke curls from...

A BRAZIER OF GLOWING COALS...which Kull sets before Zenobia, still wrapped in her furs.

Though Kull sweats from the heat of the coals, Zenobia still shudders and wipes at the frost on her mouth. Her breath comes in icy puffs. She is weak, her skin chalky white.

Kull helps her closer to the blaze. But as she holds out her hands, the glow from the coals begins to fade. She lowers them closer and the heat dies. She places her hands directly on the coals. Now stone cold.

ZENOBIA

(quotes the riddle)

"Bear the bleak burden and defy unholy flame. And bury its burning kiss in a shivering shroud."

She gazes at her hands, a grim smile on her lips. The puzzle piecing together.

ZENOBIA

Yes...so too with the Flame of Korsala.

KULL

What do you mean, Zenobia?

ZENOBIA

The Flame must be shrouded with the flesh of the body.

(as though it were a
calling, a vision)

I must stand in the fire!

KULL

No!

(angrily grabs a
handful of coals)

Korsala's fire is not hot coals. I won't risk your life this way!

ZENOBIA

It is not your choice!...It is mine. I am not fickle Korsala. Even in the clutch of Valka's cold hatred, my love burns bright and true. Unto death, if need be.

The avowal and all it implies overcomes Kull. He turns from her and staggers to the rail, staring dazedly at the cold coals in his hand. Realizing the deadly sacrifice she has made for him. For him. His fist clenches the coals.

KULL

Valka, spare her.

He flings the coals into the sea.

INT. SCARLET CITADEL - ON MUMMY - DAY

Firelight cascades along a WITHERED, GREY VISAGE, MORE BESTIAL THAN HUMAN. One of the MUMMIES OF ACHERON.

A hooded Orestes hauls it into a ring around the Flame of Korsala made up of more ACHERON DEAD. The ancient corpses are composed in configurations along the smoke-smudged symbols in the tile.

A GROAN stops Orestes. He turns. Fireglow penetrates the shadows of his cowl just enough to detect a scarred, deformed lip, as he looks to...

AKIVASHA...on the half-crumbled staircase, hands folded over her huge stomach, watching the afternoon sun spray across the horizon of the ocean. Suddenly, she jerks and, with a gasp that sounds almost carnal, sags against the wall.

Orestes hobbles quickly up the steps to her.

ORESTES

Mistress?

She smiles and pushes back Orestes' hood, revealing his burnt, mangled face, as it once was. He turns away. She takes his gnarled hand and places it on her pregnant belly.

AKIVASHA

It is time. Soon the Kiss of Korsala will burn away the present and restore the past. Acheron will be Acheron again and Hell will hold the Earth once more!

Akivasha is jarred from her demonic reverie, as she suddenly spies...

A SHIP...at sea, framed in the bloody sunset oozing across the horizon.

AKIVASHA...braces herself against Orestes as she rises. Her eyes, wild and wide, stare out at the tiny ship, swiftly sailing into the bay.

AKIVASHA

No...No!

ORESTES

What?

AKIVASHA'S POV - THE SHIP - DAY

She sees the ship's flying fish prow, the tiger standard flapping on the mast...and Kull at the tiller, cradling a fur-draped Zenobia.

ORESTES(OS)

What!

BACK TO SCENE

Akivasha throws her arms in front of her face as though the vision would blind her.

AKIVASHA
(screeching)

Kull!

ORESTES

It can't be!

AKIVASHA
(angrily)

It is!

She flings Orestes from her, sending him sprawling down the stairs. She gazes at the ship skimming over the waves.

AKIVASHA

Get Tarascus! Stop him! Stop him!
(a tortured sob)
Kill him!

Orestes hobbles from the ruin down the peninsula. Akivasha's stomach twinges again and she convulses. But she musters her strength and hurries down the steps. Throwing out her hands, she rushes to embrace the Flame of Korsala.

She floats up into the fire pillar, her gown flapping in the lambent waves of flame.

AKIVASHA

Rise, O Citadel! Rise from the ash and
be whole. Rise and shelter me from my
enemies! Rise and keep the cold from the
flame!

Again, Akivasha's huge stomach jerks and she clutches herself with a sigh, again more sexual than painful. The flame begins to spin around her pregnant body like a top...

ON FLOOR

The reflected flame whirls across the faded tiles, mingling with greyish-white tendrils of smoke threading through the room...and in the dance of smoke and light, the shadows of the citadel's crumbled walls rise higher and higher.

EXT. TEMPLE OF ASURA - MINARET - NIGHT

Hadrathus stands in a minaret tower, looking out to sea. FOOTSTEPS clatter on the stairs. It is Tu, followed by Fric and Frak, brushing past a PRIEST and seizing Hadrathus.

TU

(pointing)

Do you see it, Priest? Do you see it?

HADRATHUS

I see it...

He stares out beyond the city walls to...

THE SCARLET CITADEL...wreathed in misty grey-white smoke, rising against the setting sun. Growing taller and taller.

HADRATHUS

But I see something else.

Hadrathus points to...

THE SHIP OF THE FLYING FISH...edging into the bay...

EXT. THE FLYING FISH SHIP - DAY

Kull witnesses the tower's resurrection. He gazes worriedly at Zenobia, shivering under a mountain of fur, turning ashen blue, frost flecks her cracked lips and her lashes.

KULL

She wants to keep us from the flame.

ZENOBIA

We'll have to get past her army first.

She points a quivering finger at...

THE SHORE...As an army, led by Tarascus' Dragon Legion, pour from the city gates and sweep down the shore toward the Scarlet Citadel peninsula.

KULL...watches the troops deploy under the direction of Tarascus on a big black stallion.

KULL

That's my army.

Suddenly, A VOLLEY OF ARROWS rains through the sky. Kull shields Zenobia from the onslaught.

ZENOBIA

I think someone better remind them.

ANOTHER STORM OF ARROWS pock the deck.

KULL

I will.

Grabbing a battered shield, he places it over Zenobia, then rises up and runs for the rigging.

EXT. SHORE - SUNSET

Tarascus riding behind the line of archers spies Kull scrambling up the rigging.

TARASCUS

Fire!

EXT. SHIP - ON RIGGING - SUNSET

Arrows whiz through the air, striking the deck, but falling short of Kull. At the top of the rigging, he turns and shouts, his voice bouncing across the waves to the shore.

KULL

Here is your target, men of Valusia!
Kull, your king! Shoot, if you dare!

EXT. SHORE - ON TROOPS - SUNSET

The voice gives every man pause. So does the sight of Kull splayed out on the rigging of the rocking ship, framed in the half-orb of the sinking sun, the tattered tiger banner flapping behind him. He looks like Christ on the cross. Not that any Valusian would know who Christ is, but still it's an impressive spectacle!

KULL

Others have tried to kill me. And failed! Kull lives! Come to claim his kingdom and pay back treachery!

Tarascus speeds his horse along the column.

TARASCUS

He lies! Shoot him down!

But the soldiers hesitate.

SOLDIER

It is the king! Kull! Kull is alive!

Tarascus smites the man down where he stands. But the cry spreads like wildfire. Men lower their weapons, echoing the cry of "Kull, Kull!"

Tarascus spurs his horse to his confused Dragon Legion.

TARASCUS

Will you be ruled by foreign scum or one of your own? Shoot him down!

A Legion ARCHER draws back his bow to obey, but before he can fire, an ARROW pierces his throat. Shot by...

A REGULAR...who shouts his triumph.

REGULAR

For Kull!

AND THE BATTLE IS ON! The army against Tarascus' elite troops.

ANOTHER SHOUT...resounds, coming from...

THE CITY...Tu, flanked by Fric and Frak, and the PRIESTS OF ASURA, lead a force of armed citizens out the city gates to the field, crying, "For Kull! For Valusia!"

EXT. SHIP OF THE FLYING FISH - SUNSET

Kull swells with pride as he watches his city defend his throne. As he descends the rigging, a VOICE shouts to him.

HADRATHUS (OS)

Your Majesty!

Kull sees...

HADRATHUS...pulling along side the ship in a skiff rowed by TWO PRIESTS.

HADRATHUS

The field is ours!

KULL

But not the battle!

He leaps to the deck, his eyes on...

THE CITADEL...the smoky mist has lifted and the SCARLET CITADEL, whole once more, glints ominously in the waning sunlight.

EXT. SHORE - THE BATTLE - NIGHT

Darkness descends as Tarascus cuts his way through the thick of the fray, deserting his decimated troops, charging up a path to the resurrected Citadel, keeping pace with the Kull's ship, as it too heads there.

EXT. FLYING FISH - NIGHT

All that's left of the sun is a blood-thin line along the horizon. Darkness overwhelms the land, giving the Citadel and its spiralling fire a forbidding aura from the sea.

The two monks have taken over the ship's duties as..

KULL AND HADRATHUS...huddle by a shivering, weak Zenobia. Kull coils the line of A SMALL PRONGED ANCHOR as he grimly confers with Hadrathus.

HADRATHUS

...Floating in the fire. Growing great with child...

KULL

...my son...

HADRATHUS

Her creature...child of a dead thing that does not bleed, but through whose blood Acheron must rise again. And that is her ambition. The Breath of Valka must smother the Flame before Akivasha gives birth!

Both turn uncertainly to Zenobia, swaddled in fur, barely conscious. But she's heard. Her lips quiver as she speaks.

ZENOBIA

Get me there. I will stand in the flame.

EXT. CITADEL - ON ANCHOR - NIGHT

The anchor whirls in the air at the end of its line. It swishes past a LARGE ARCHED WINDOW in the Citadel as...

KULL...perched on the mast prepares to cast the anchor as a grappling hook. The ship has pulled close to the rocky promontory and flanks the Citadel. Attaining enough momentum, Kull lets the anchor fly.

It whooshes through the window and hits inside with a loud clank. Kull tugs the line back and the anchor catches on the window ledge.

Kull prepares to descend when suddenly he hears hoofbeats. He turns to see...

A BLACK STALLION...speed around the land side of the Citadel, heading down a rocky path at full tilt toward the ship. Its rider sits low in the saddle...Tarascus!

At the edge of the path, Tarascus spurs the magnificent mount and it LEAPS OUT OVER THE WATER RIGHT ONTO...

THE DECK OF THE SHIP! The boat rocks violently from the impact, nearly jostling Kull from the mast.

Spying Zenobia and Hadrathus, Tarascus, blade drawn, spurs his horse to them. The two priests rush forward and are cut down by the swordsman, who doesn't stop his charge. But...

KULL...does, swinging down on the anchor line from the mast, planting a well-placed boot in Tarascus' chest. The frightened horse rears and Tarascus reels in the saddle, but somehow manages to stay astride...Meanwhile...

Kull swings out over the ship toward the Citadel. He pushes off its stone wall, spinning back on the rope to...

THE SHIP...and Tarascus who tries to calm his spooked horse. Kull leaps from the rope onto the stallion behind Tarascus, slipping a forearm around his throat.

Tarascus reins the horse against the mast, jamming Kull against it, pinning him there, as he jabs backward with his blade. Kull dodges the thrusts but falls off the horse.

He spins away from the clomping hoofs of the horse and leaps to his feet. But he can't draw his sword before Tarascus takes a wicked slice at him.

Kull whirls back and unsheathes his blade in one blinding motion and as Tarascus rides by, Kull slices the saddle cinch. Both saddle and rider fall to the deck.

Snarling, Kull charges, but Tarascus flings his saddle at him. It slams Kull in the chest and sends him sprawling into the galley among the oar benches.

Kull has barely regained his feet when Tarascus is slashing at him. Tarascus has the higher ground and Kull must play defense, leaping from bench to bench, straddling oars with precarious balance.

A rotten oar suddenly snaps underneath, Kull's foot and he tumbles down between two benches. With a yelp of triumph, Tarascus swoops onto the bench and thrusts his coup de grace. Only it isn't. Kull slides under a bench. Tarascus leaps to another and jabs again. And again Kull ducks the blow, throwing a rusting shackle at Tarascus.

Tarascus bats it away with his blade. But it gives Kull enough time to slip from under the bench and back on deck. Tarascus is hard on his heels, pressing a furious advantage, backing Kull up to the prow.

Hadrathus, grabbing a broken oar, comes running up to help. But Kull shoves him back...

...then whirls back to parry a wicked thrust from Tarascus.

KULL

Now I'm faster, Tarascus. But then I've been getting practice.

Kull lunges, but Tarascus' deft counter deflects the blow and Kull's blade shatters. Tarascus laughs.

TARASCUS

Not enough, Atlantean. You should have taken the Priest's help.

Tarascus brazenly swings. The blade misses Kull by inches, clipping off the wing of the flying fish prow. Kull's boot smashes against Tarascus' wrist, pinning his arm to the rail.

KULL

You need a priest, Tarascus.

Kull yanks Tarascus' head up by the beard and jabs the broken blade into his throat.

KULL

But you won't find one in Hell.

With a gurgle and gush of blood, Tarascus falls dead.

KULL

Now it's treason. Now you've lost.

INT. SCARLET CITADEL - ON WINDOW - NIGHT

The anchor rattles against the stone sill as someone climbs up the rope. It is Hadrathus. He crawls onto the thick stone ledge and peers inside. He hisses and makes a sign to ward off evil.

HADRATHUS'S POV - INSIDE THE CITADEL

Below he sees the dead of Acheron laid on the tile. The glistening tile. For Akivasha's sorcery has restored the citadel to its grim grandeur. The arcane symbols shine brightly once more. Once more the gargoyle-railed staircase twines along the curved stone walls, rich red in the glow of Korsala's Flame spiralling up through a portal in the roof. But it's evil light reveals a more sinister sight...

AKIVASHA...floating, parallel to the floor, a dozen feet up in the flame! Her massive stomach undulating violently as she writhes in THE THROES OF CHILDBIRTH!

But there is no pain in her laboured groans and sighs. They seem strangely ecstatic, almost orgasmic. Even her body seems to thrash in sexual abandonment.

BACK TO SCENE

As Kull, a limp Zenobia slung over his shoulder, reaches the window. Hadrathus helps Zenobia in and Kull scans the room, shuddering at the sight of Akivasha twisting in the fire.

HADRATHUS

Quickly now! She must stand in the throes of the Flame to quench it.

Kull hops down on the steps. Hadrathus hands Zenobia to him. She leans against Kull's chest. Kull is suddenly leery.

KULL

Where is Orestes?

Kull has whispered the question. But Orestes has heard!

ORESTES(OS)

Here, scum.

The Voice echoes everywhere. Then Hadrathus sees...

ONE OF THE MUMMIES...rise from the floor in front of the Flame. Only it isn't a mummy at all...but ORESTES! His maimed features have given him the perfect disguise.

HADRATHUS

Orestes?

Orestes answers with a cackling laugh. His hand shoots out and from somewhere off the floor, his SNAKE-HEAD STAFF FLIES UP INTO HIS HAND.

He reaches into the snake's mouth and pulls out...A SMALL BLACK GLOBE. Just like the one he drew from his robe the night Kull slew Borna.

ORESTES

Remember this, Dog!

Orestes NICKS THE GLOBE with his fingernail. It HISSES and he throws it at the stairs.

With Zenobia in his arms, Kull leaps down the stairs out of the path of destruction...whatever it is.

The globe strikes the stairs and there is a soundless explosion. Without smoke. Without fire. Just an entire section of the stairway erupts in shattered stone and wood.

Hadrathus is blown back into the window, separated from Kull who's on the lower half of the stairs with Zenobia. The priest's leg is pinned by fallen stone.

Orestes aims his staff at Kull.

ORESTES

(invoking)

Set! Lajeranama! Set!

The Snake-head handle twists up and the KNIFE INSIDE THE SHAFT WHIRLS OUT AND SPINS toward a dazed Kull and Zenobia.

Kull shakes himself alert in time to see the knife heading for Zenobia slumped against the wall. He grabs a broken gargoyle off the stair rail and thrusts it in front of Zenobia's face.

Just in time. The knife sticks in the gargoyle's grim face. With a snarl, Kull hurls the chunk of wood back at...

ORESTES...who turns and catches it full in his ugly face. With a cry, he careens backwards and falls through...

THE FLAME OF KORSALA...AND DOWN THE HOLE OUT OF WHICH IT SPURTS! His SCREAMS can't drown out Kull's angry growl.

KULL

Sometimes, Orestes, a good right arm is better than magic.

Zenobia suddenly sighs and weakly slides down the wall, barely conscious.

KULL

Zenobia!

He shakes her and she stirs. But she's failing fast, shivering with cold death, an icy blue creeps across her skin and the frost dusts her lips, lashes, and hair...Suddenly, A MOAN COMES FROM...

AKIVASHA...IN THE FLAME. Her stomach contracts wildly as she strokes it. Her breath come in sharp, staccato groans of delight. Motherhood as Sex. Kull is transfixed by the eerie sight. A child being born. His son. Hadrathus hisses at him from the window.

HADRATHUS

Kull!

He points to Zenobia braced against the wall, staggering down the stairs. Somewhere in her semi-conscious, delirious, dying brain she remembers what must be done.

ZENOBIA

...Cause be the Carrier...

She slips and slides down the steps. Kull rushes to her and sweeps her up in his arms.

HADRATHUS

Hurry! Hurry!

Zenobia in his arms, Kull crosses to the Flame, passing through the ring of mummies. Her breath comes in frosty puffs as she incoherently mumbles snatches of lore.

ZENOBIA

False...be true...Cause the Carrier...

(slurred song)

"...Kiss to chill Korsala's Kiss..."

(sobs)

Rinaldo!

Kull stops before the Flame, standing Zenobia on her unsteady feet, bracing her against his chest. Hesitant, he stares fearfully from the Flame to the frail girl slumped against him. Then a GASPING VOICE intrudes on his dilemma.

AKIVASHA

Kull!

AKIVASHA'S VOICE...moaning a sensual plea. She has twisted in the flame so that he can see the mesmerizing eyes gazing lustfully down on him, see her exquisite hair tangling in the flame,...see her lush stomach throbbing with life. Life that he made with her!

AKIVASHA

You cannot destroy me, my love. You cannot destroy your child. Your flesh and blood!

HADRATHUS

Blood for Acheron!

Akivasha winces, grabbing her stomach and twisting in the flame. Hadrathus' forceful reminder jolts Kull back to the task at hand.

HADRATHUS

She must enter the Flame. Now! Do it.
Do it!

But Kull can't. Even Zenobia, shivering in his arms, begs him.

ZENOBIA

Do it...

Kull shakes her in desperate passion. Trying to rouse her from her near-insensibility. Wanting her to hear his words. To hear his heart.

KULL

Come back to me! Come back!

She hears him. It's all she needs. Summoning her last bit of ebbing strength, she pushes out of Kull's arms, staggering into the Flame.

KULL

Zenobia!

He watches helplessly, awaiting the impending disaster. BUT NOTHING HAPPENS!

Nothing at all! The Flame does not fry Zenobia. But it doesn't go out either! Kull screams at Hadrathus.

KULL

The Flame does not die!

Hadrathus is crestfallen. Confused.

Zenobia reels in the Flame. Her staggering feet dancing perilously around the hole from which the fire shoots.

KULL

No!

He thrusts an arm into the blaze and grabs her wrist. But the heat is too intense. He's forced to release her and leap back, falling to the floor.

A nasty welt swells on his arm, but he has yanked Zenobia back from the hole...onto the floor of the Flame. She lies there, scarcely breathing.

But her hand has flopped out of the fire. Grabbing it, Kull drags her from the Flame, pulling her limp form into his lap, cradling her in his arms.

KULL

No! Valka! She must not die! She must not die! I love her!

Zenobia's eyelids flutter half-open and a frosty whisper seeps from her blue lips.

Zenobia
A kiss...a kiss...

That is all. Her lids flutter down. Her head rolls to one side. Kull's despair finds no voice. He crushes her cold, lifeless body to his chest, rocking her back and forth, as Hadrathus mourns from the window ledge, knowing all is lost.

A LOW, TAUNTING LAUGH MOCKS THEIR GRIEF. Kull knows who it is. He doesn't care. He doesn't even turn around as...

AKIVASHA...whirls down in the flame behind him, writhing with ecstatic fervour, caressing her huge rippling stomach. Still deliciously beautiful.

AKIVASHA
Yes, fool! A kiss. "And bury its burning kiss in a shivering shroud."
Valka turned Korsala to fire so she may forever purify. His breath will not snuff out the cleansing Flame, but only Evil's perversion of it. Korsala's Kiss. The Kiss of Blood and Flame. The Flame that burns in me. You have failed. And the Breath of Valka has died with her.

KULL
More than that...

He leans over and kisses Zenobia's dead lips. And as he does, HER LIPS OPEN AND HUNGRILY CLING TO HIS, PARTING THEM!

Kull's eyes widen in stunned surprise, his body shakes even as Zenobia's icy pallor fades. Her eyelids flutter open. Her lips finally release Kull and his head snaps back.

His fingers go to his mouth in wary confusion...HE FEELS THE THIN LAYER OF FROST ON THEM! Zenobia HAS PASSED HIM THE BREATH OF VALKA IN A KISS!

He glances at her. She breathes ever so slightly. Colour returns to her pallid skin. But his joy is disrupted by a low sensual voice.

AKIVASHA
Welcome home, husband.

AKIVASHA...speaks in breathy, enticing gasps as she quivers in erotic childbirth...confident, assured, and absolutely unaware of what has just transpired.

Kull wipes the mist from his lips and, sliding Zenobia from his lap, turns to Akivasha. Hadrathus anxiously watches from his perch.

Akivasha, exquisite and alluring, smiles through the flames on Kull in malevolent triumph. She arms wrap about her huge writhing belly, so full of life.

AKIVASHA

Your son is strong. Come, feel him kick.

(a shuddering gasp of
delight)

Come and kiss your wife.

She thrusts an arm out of the flame, beckoning to him. Kull rises and moves to her.

KULL

Yes...A kiss...

He answers in a dazed monotone, as though hypnotically wooed by her awesome, awful beauty.

HADRATHUS

No, Kull, no!

But Kull ignores him; so does Akivasha as her hand caresses his face.

AKIVASHA

Your cheek is cold, Husband...Cold! No!

But the realization comes too late and before she can draw back, Kull's arms reach into the flame and his strong fingers entangle in her rich tresses, brutally pulling her to him.

Their eyes meet for a split second. An indecipherable stare exchanged.. Love? Hate? Terror? Resignation? Regret? Who knows?

Then Kull presses his lips against her open mouth and kisses her violently...RELEASING VALKA'S BREATH INTO HER THROAT!

Akivasha recoils from the impact of the breath as it seeps into her...writhing and twisting...but Kull's hold on her is firm.

Finally he thrusts her from him.

KULL

The Fate of my kingdom will be found
within a kiss.

Akivasha reels back into the flame. Her SCREAM...rings through the tower...and beyond.

EXT. BATTLEFIELD - NIGHT

Akivasha's scream pierces the night...Tu spurs his horse toward the Citadel. His councillors and victorious troops follow.

INT. SCARLET CITADEL

Akivasha's howl stirs Zenobia. She clings to Kull's shielding embrace as the witch's cry mingles with...

THE ROARING BREATH OF VALKA...swirling up out of Akivasha's body. A TORRENT OF WIND GUSTS FROM HER GAPPED MOUTH, sucking away not only her life force but, it would seem, her foul dark soul as well...in BILLOWING STREAMS OF BLACK SMOKE.

As the fumes spew from her, she shrieks...AND BEGINS TO AGE! As the body once returned to life, so it returns to death. Her exquisite face wrinkles and withers. Writhing in the flame, the voluptuous body shrivels and sags. Her ivory skin mottles to brown parchment. The lush auburn mane whitens and falls out in clumps.

Her overflowing robes slide off the decaying body. Her bony arms flail in agony and wild eyes blare from shrunken sockets. The smoke and wind tear from her cracked, dry lips until her mummified corpse folds in on itself and collapses down the pillar of flame.

Kull stands at the edge of the flame watching the corpse swirl down the funnel of endless flame. Back to Hell.

But even Akivasha's death does not stop The Breath of Valka's unleashed fury. The wind howls, increasing in momentum and force, crescendoing to a veritable whirlwind, dispersing Akivasha's smoky soul throughout the tower, tearing at the corpses of the Acheron dead.

Kull and Zenobia struggle to their feet in the wild wind.

HADRATHUS

Kull! Here!

Hadrathus dangles the grappling rope down.

Wind is now a GALE. The Flame of Korsala, gutters before its blast, but does not die. The Acheron mummies are blown apart in the tempest. Decaying body parts and skulls whip through the air.

Suddenly, the stones of the Citadel rumble before the wind. Chips of rock and dust rain down as the tower quivers. Kull shields Zenobia as he leads her to the rope.

The tower rattles again and another deluge of debris cascades down. The wind rips at them, dismembered mummies swirl about them, as Kull, with Zenobia clinging to his neck climbs to...

THE WINDOW LEDGE

Kull lifts the stone off Hadrathus' leg while Zenobia secures the grappling hook and rope down the outside wall where...

TU...and Kull's loyal subjects wait. As Hadrathus reaches the ground, the tower rocks violently in the screeching wind. Zenobia clings to Kull as stone in the window ledge crumbles away, almost underneath them, taking the anchor and rope with it. Below Tu and the others scatter back to shore.

Hadrathus hesitates before the falling stone forces him back.

Kull shouts above the maelstrom to Zenobia.

KULL

Jump!

She has no choice. Kull shoves her off the crumbling ledge and leaps after her.

EXT. SCARLET CITADEL - LONG SHOT - NIGHT

Silhouetted against the flickering Flame of Korsala, Kull and Zenobia plummet downward into...

EXT. THE SEA - NIGHT

The pair plunge below the surface. Moments later Zenobia bobs up, gasping, and looking for Kull.

Kull shoots up out of the water and swims toward her as...

THE SCARLET CITADEL...QUAKES AND SWAYS IN THE SAVAGE WIND, IMPLODING WITH A MIGHTY RUMBLE!

Not until the earth ceases to shake and the wind becomes a whisper does Kull release Zenobia from his shielding embrace. The smoke and dust wisps away, unveiling a mountain of shattered stone heaped where the Flame of Korsala once danced high in the sky.

ZENOBIA

There is an end to the Flame of Korsala.

KULL

No. It burns bright beneath the stone.

He points skyward. A WHIRLWIND ripples off into the night.

KULL

And the Breath of Valka howls its way home...The wind and the flame are eternal.

They swim for the shore.

INT. THRONE-ROOM - ON TIGER BANNER - DAY

TRUMPETS. FANFARE. Kull's Tiger Standard FILLS THE SCREEN.
CAMERA PANS DOWN TO:

KULL...ensconced on the topaz throne. The blood and dirt of battle gone. Regal in his robes of investiture. Flanked by Hadrathus and Tu. Tu holds his Staff of Office in one hand and in the other...THE CROWN OF VALUSIA on a purple cushion.

Hadrathus takes the crown and solemnly lifts it over Kull's head, ready to re-coronate him. Kull's somber face belies his triumph, as he scans...

HIS COURT...prominent among them, the loyal and the faithful ...Fric and Frak. The Priests of Asura. Soldiers and Seamen. Even common citizens. All come to pay homage to their king. But...

KULL...seeks one face that's not there. Before Hadrathus can place the crown on his brow, Kull rises and strides down the dais. Much to the chagrin of Tu, who follows after...

TU

Uh...mi...milord!

Kull pushes his way through the bowing crowd to...

THE BEADED ALCOVE...from where the concubines watch the ceremony. Kull rips aside the beaded curtain as the startled harem kneels to the king. All save...

ZENOBIA...momentarily too shocked to do so. Remembering, she starts to bow, but Kull grabs her hands and pulls her up.

KULL

Not on your knees to me, lady. I should kneel to you...My Queen-to-be!

Gasps from the crowd. And Tu, who forgets his customary diplomacy.

TU

A Harem girl!

Kull whirls on him, drawing a challenging sword.

KULL

The woman I love! Who saved this kingdom! She is mine, councillor. By fire and blood and steel. And I will not let her go.

The crowd gives the king wide berth as he drags Zenobia toward the dais. Tu follows at a discreet distance.

TU

(sputtering)

But, my liege! She's a...a...a...Not of noble birth.

Kull mounts the dais with Zenobia in tow.

KULL

Nor am I. A good thing too. Valusia's had its fill of anemic aristocrats. From our coarse loins, it will be reborn... red-blooded and strong!

Tu waves his STAFF OF OFFICE excitedly.

TU

But the law...!

Kull's blade slashes Tu's brandished staff in two. The startled sage leaps back into the arms of his startled companions. Kull raises his sword and shouts to the court.

KULL

Here is my sceptre.

He holds up his clenched fist.

KULL

Here my orb. By these I rule. The good laws they will uphold. The bad, they will tear asunder. That is my law. So I decree. So I command. Kull...your king!

Zenobia takes the crown from Hadrathus and offers it to Kull

ZENOBIA

Long live the king!

Kull bows his head and, as she places the crown upon it, he kisses her, sweeping her into his arms.

THE COURT

Long live the king! Long live Kull!

CAMERA PANS BACK UP TO:

KULL'S STANDARD...hung on the wall behind the throne. Emblazoned on it is his totem. The symbol of his reign...

THE TIGER...roaring its undisputed sovereignty to the world!

FADE OUT.

THE END