

LEMORA:
A CHILD'S TALE OF SUPERNATURAL HORROR

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The screen is black. We hear a man's and woman's voice.

MAN'S VOICE

What time is it?

WOMAN'S VOICE

Will you take it easy? I told you and told you— he's way the hell up in Zaneville doing a job.

MAN'S VOICE

So-- he said he was on a job. Since when do you believe what he tells you?

WOMAN'S VOICE

Relax— he won't be back 'till tomorrow...

(From the beginning of this dialogue, stealthy footsteps have become nearer and nearer the source of the voices). At this point, the crash of a mighty kick sends a hotel room door flying open—

The burly figure of a hood, cheaply dressed in late thirties style, holding on to a machine gun, bursts into the room. Feebly lit by a single naked light bulb, there is enough illumination against the night time darkness to make out two figures in the cheap room's double bed.

One, a blowsy woman in her mid thirties, lipstick stained and drunk, is pouring herself a shot from a gin bottle. The other, a nondescript bald man with a cigarette in his mouth, automatically reaches for his wig that lies on a spindly night table. Both freeze.

Before they can make another move, the barrel of the machine gun chatters into flame and the two figures are violently thrown back against the headboard, their bodies twisted into unnatural postures by the impact of the slugs.

Immediately the gunman turns and runs out of the room. Gaining the stairs, he rushes headlong down them, one flight after another.

1 EXT. DUSK - SEMI-DESERTED STREET OF A SMALL TOWN

Running out of the hotel, the gunman pushes a pedestrian aside and jumps into a car waiting at the curb with its motor on.

1 CONTINUED

The car takes off with a roar and shoots off down the nearly deserted thoroughfare, making a screeching turn down a side street.

2 INT. CAR - SHOOTING OVER GUNMAN'S SHOULDER

Walking across an intersection directly in front of him is an old lady in a shawl hobbling with a cane and carrying a parcel. From far away, fast getting louder, comes the sound of police sirens. They react on the strained nerves of the gunman like an electric shock. He starts and looks wildly over his shoulder, the car pointed like a bullet towards the old lady.

When he looks around again it is too late.

3 EXT. NIGHT - L.MED. SHOT CAR

The car collides squarely and the old lady is tossed high up into the air like a sack of flour.

4 INT. CAR - SHOOTING TOWARDS BACK

Turning around again the gunman sees through his back window the now crumpled body becoming smaller and smaller as he speeds away from it.

5 EXT. NIGHT - PAVED HIGHWAY

Racing down the road, headlights stabbing through the gloom, he hears the sirens steadily approaching. Passing a turnoff he brakes, throws his car into reverse and backs up. Then braking again, he turns up this side road disappearing from view.

6 EXT. NIGHT - SMALLER ROAD

As he goes along this new route, he hears with satisfaction the diminishing sounds of sirens and he smiles to himself. For some minutes he climbs higher and higher on the twisting mountain road, the car wheezing its protest. He comes to a fork and takes the left one.

7 EXT. NIGHT - DIRT ROAD

Going over a wooden plank bridge which spans a gorge he begins to descend disappearing down the road as the bridge slowly raises up until it is hidden in the underbrush.

8 OVER SHOULDER GUNMAN - DRIVING ALONG MARSH ROAD

Face screwed up in disgust, he raises the windows to shut out the smell and mutters an imprecation to himself.

After the faint howl of a wolf fades away a lone bat, illuminated in flight by the headlight's glare, crashes into the windshield causing the car to swerve before it rights itself and continues down the road.

Now very near to the car comes a piercing wolf howl. Immediately there is an answering howl from far away.

9 EXT. NIGHT - CAR TRAVELLING ALONG SMALLER ROAD

The car begins to descend a hill. At the bottom its headlights pick out a sign across the road. Slowing down it comes to a stop. The sign, pointing off to the right, reads: Road Out- Detour Through Town.

Cursing to himself, the gunman turns the car off the road taking the detour. Instantly, he is engulfed in heavy mist.

After an instant or two, a few cloaked figures in slouch hats pick up the detour sign and move off with it into the blackness.

10 EXT. NIGHT - SMALL TOWN

As the gunman speeds down the main street he comes to another detour sign pointing down a side street. He takes the turn.

11 INT. CAR - OVER SHOULDER OF GUNMAN

Driving down the side street he is immediately confronted by the headlights of another car coming towards him. He blasts on the horn but the car remains in front of him and refuses to give way.

He mashes down on the brakes bringing the car to an abrupt halt.

12 EXT. TOWN STREET

He gets out holding on to his machine gun. He walks toward the car's headlights and sees his own reflection.

The car that he thought was coming towards him was merely a huge mirror placed in the middle of the street.

12 CONTINUED

At once he hears a strange chanting-- high pitched and eerie. He wheels around.

13 P.O.V. GUNMAN - EXT. NIGHT TOWN STREET

He is confronted by a group of children-- walking towards him singing and holding flowers in their hands. They are smiling but their faces are dead white and the smiles are malicious.

14 EXT. NIGHT STREET - MED. SHOT - GUNMAN

Before the gunman can move a net is dropped over him. His finger tightens on the machine gun which lets out a burst and then cloaked figures overpower him. The net is taken off and his hands pinned to his sides. Several cloaked figures investigate his car hauling out another machine gun which they examine with interest.

15 EXT. NIGHT STREET - LOOKING DOWN OVER GUNMAN TOWARDS CHILDREN

The line of CHILDREN breaks to allow a long black hearse car to move slowly towards the gunman. It stops before him and a tall cloaked woman emerges.

A torch is lit by a cloaked figure and held in front of the gunman. Another cloaked figure frisks him as the woman, whose face is hidden from us, examines him silently.

16 MEDIUM SHOT - CLOAKED WOMAN

The gunman's wallet is handed over to the woman who gives the torch to another cloaked figure. Quickly going through its contents, she pulls out a folded newspaper cut-out and opens it.

17 INSERT - NEWSPAPER

There are two pictures, both portraits. One is the photograph of the gunman, a mug shot with a number on his chest and the other is the picture of a stunningly beautiful pubescent teenage girl. The story banner reads: SINGING ANGEL DAUGHTER OF REAL LIFE DEVIL.

The grain of the newspaper photo disappears as the young--

18 CLOSE UP LILA LEE

--girl's face comes to life singing "JUST A CLOSER WALK WITH THEE..."

18 CONTINUED

CAMERA PULLS BACK to reveal LILA LEE draped in a dazzling white gown, blonde hair spilling like corn silk over her shoulders, china blue eyes raised in devout piety to the heavens. She is standing before a choir of similarly garbed women; all of them standing in a rural church.

LILA looks down at the congregation exultantly-- she has them in the palm of her hands. CAMERA PANS OVER TO:

The pulpit and behind it stands the Reverend Mr. Mueller, dressed likewise in a suit of white, his clean shaven face beaming in holy enthusiasm and zeal. His eyes are fixed on LILA LEE with intense admiration.

As the song ends, he continues staring in the hush that follows at such a stunning embodiment of purity and then, loathe to turn himself away, slowly faces his congregation.

REVEREND

Today, as everyday, I'm going to speak of good and evil. But this time-- this time brethren-- it will be no story from the holy book about folk who lived thousands of years ago...

He is visibly moved and speaks in a rich, melodious voice.

REVEREND

For today we have an example of the power that good can work over evil within our very midst...

The congregation composed primarily of young to middle aged women in print dresses, nudge each other and whisper.

REVEREND

Yes, that's right... This concerns our own singing angel-- MISS LILA LEE.

As he speaks her name, The Reverend flings out his arm, pointing it towards LILA.

19 CLOSE UP LILA LEE

She bows her head blushing and looks up.

20 CLOSE UP THE REVEREND

REVEREND

Newspapermen, those turkey buzzards who feed off the weak-- have printed the fact

20 CONTINUED

THE REVEREND
that our little princess is the daughter
of Alvin Lee, an evil gangster who has
just murdered his own wife. By exposing
this blood relationship in order to sell
more of their godless papers they never
thought of what harm may be done to her--

21 CLOSE UP LILA LEE

She is framed in a nimbus of light from the window.

REVEREND'S VOICE
--the blameless victim of shameless
money grubbing.

22 CLOSE UP REVEREND

REVEREND
Good people, we know that even as some
stinging flies buzz malicious lies, gossip
and slander about us--

23 MEDIUM SHOT - THE CONGREGATION

At this point, several of the ladies shift about uneasily,
looking shame faced at him.

24 CLOSE UP LILA LEE

REVEREND'S VOICE
--Our own Lila Lee is the most innocent
creature on God's good earth...

THE CAMERA begins to move around her-- flattering her
from every angle as The Reverend continues:

REVEREND'S VOICE
Removed from her monstrous parents for
more than two years, she has been washed
clean of their evil counsel and has been
truly reborn finding Christ's parental
guidance and love as a ward of this, Our
Church... From the first she has given
herself to all acts of human charity and
has lifted and cleansed the spirit's of all
of us by becoming the instrument through
which the celestial choir makes its presence
known here on earth.

25 MEDIUM SHOT - THE CONGREGATION

Several of the congregation nod their heads, murmuring assent.

CLOSE UP REVEREND

REVEREND
Brethren, let us show her our love! Are
you with me?

MEDIUM SHOT CONGREGATION

There are sounds of exclamation from the congregation.

REVEREND
Let us show her we love this angel for
the love she bears us. DO YOU FEEL LOVE?

The yea saying is now louder.

CLOSE UP REVEREND

REVEREND
DO YOU FEEL IT IN YOUR HEARTS?

CLOSE MED. SHOT CONGREGATION

The congregation is now beginning to shout.

REVEREND
DO YOU FEEL IT IN YOUR SOULS?

From now on, after each of the questions, the shouts and feelings build in intensity, THE CAMERA tightens on the congregation.

REVEREND
DO YOU KNOW SHE IS AS BLAMELESS AND
DISTINCT FROM HER FATHER AS LIGHT IS
FROM DARKNESS?... AS CHRIST IS FROM
SATAN?... AS GOOD FROM EVIL?...
"BLESSED ARE THOSE WHICH ARE PERSECUTED
FOR THE RIGHTEOUSNESS SAKE. FOR THEIRS IS
THE KINGDOM OF HEAVEN."

P.O.V. REVEREND - LILA LEE

The organist plays the opening of "ROCK OF AGES" and

25 CONTINUED

LILA LEE, raising her face upwards, bursts into song. THE CAMERA TRAVELS SLOWLY up the length of her body to her face.

LILA LEE

(singing)

"Rock of ages, cleft for me
Let me hide myself in thee..."

As she continues to sing, she motions the congregation which, hypnotized by her, bursts into the song filling the church with the melody. As THE CAMERA PULLS SLOWLY BACK, she begins to lead them all in song.

26 INT. LILA LEE'S ROOM - BEHIND CHURCH - LATER

If the room was any more babyish it would be a true nursery. Flouncy pink upholstery and fussy white curtains abound. On the wall are several religious paintings as well as a crucifix.

LILA, in the foreground, is at the window which is on the second floor. Outside in front of the gate, the REVEREND is talking to one of the congregation, a woman in her late thirties. Through the open window their voices can be heard borne on the air of the soft Sunday afternoon.

WOMAN'S VOICE

Oh, Reverend-- that little girl's voice
is just like-- just like liquid glass -
pure and clear as finest crystal. Why,
every time she stops singing... it's
just like falling right out of heaven!
Plop! Back on earth! And lovely--

REVEREND'S VOICE

--Her loveliness is a matter of the
soul.

THE CAMERA PANS WITH HER as LILA moves away from the window and goes over to a little baby writing desk. Opening the top drawer she reaches underneath the many letters addressed LILA LEE: THE SINGING ANGEL, General Delivery, Tylerville; and pulls out a large vellum envelope likewise addressed to her.

26 CONTINUED

The voices outside begin to trail off.

WOMAN'S VOICE

Oh, I know Reverend. That's surely
the God's truth... Well, I mustn't
really keep you like this but I do
want to invite you to dinner this coming
week...

THE CAMERA PANS WITH HER AS LILA LEE crosses over to
her bed and, sitting down on its edge, takes out the
letter and begins to read it.

27 INSERT - LETTER

THE LETTER IS BEING READ BY A WOMAN'S VOICE-- cultured
and persuasive.

Dear Lila,

I am writing you this at your father's
request. He is on his death bed and, in
his fever, speaks constantly of you. Much
of it is difficult to understand but, in
general, he is constantly asking your
forgiveness for any harm he has done you.
I have not notified the police as to his
whereabouts and ask you to refrain from
doing so also. He hasn't much longer to
live and it would really do no good-- his
days of crime and evil are over.

Normally I would not take such a liberty
in writing you and I have only agreed to
do so after his constant demands to see
you before he passes away. Knowing of your
good works and intense devotion as a
Christian, he begs you to see him and offer
his soul some salvation by forgiving him
with your own lips.

I know it would give him peace from
the torment his soul has suffered. Here
are the instructions to follow...

LILA turns the letter over. As LILA's P.O.V., CAMERA
drops down until it comes to rest at the end.

...knowing whatever your decision is
you will keep this confidential, I am
Your Fellow Christian,
Lemora.

28 INT. LILA LEE'S ROOM - MED. SHOT - LILA

Frowning to herself, LILA puts the letter back in the envelope and, crossing to the desk, replaces it CAMERA PANNING with her. Then, slipping out of her white gown, she opens the dresser drawer and, taking out a folded print dress, proceeds to slip it on.

At this moment the door opens and THE REVEREND puts his head in.

REVEREND
Lila are you...?

P.O.V. REVEREND

LILA LEE's budding young body wiggling into dress.

CLOSE UP REVEREND

He stares then shuts his eyes and closes the door.

29 INT. HALLWAY - REVEREND TURNING AWAY FROM DOOR - TOWARDS CAMERA

REVEREND
(choked)
When you're dressed, and ready for your lesson, I'll be in the study.

The door opens and LILA stands smiling. . .

LILA
I'm ready now.

She stands looking into his eyes, her cheeks flushed, her hair in lovely disarray.

REVERSE ANGLE - O.S. LILA - REVEREND

Turning away, he answers her somewhat gruffly.

REVEREND
All right then. Let's go downstairs.

30 INT. STUDY OF THE REVEREND

The REVEREND is beside his desk and LILA is facing him seated in a chair. The study is the exact antithesis of LILA's

room-- all hard wood and right angles-- with hardly any decorations at all.

REVEREND
(quoting)

"For I am not come to call the righteous,
but sinners to repentance... Now, Lila,
what do you think is meant by-- Lila...
Lila!

CLOSE UP LILA

LILA
Yes, I know. I was just wondering. Does
that mean truly evil sinners? Even the
devil himself?

CLOSE UP REVEREND

REVEREND
It means everyone. "Forgive and ye shall
be forgiven."

CLOSE UP LILA

LILA
But suppose the sinner had been forgiven
before but still he sinned worse than
ever. Do you still have to heed his call?

CLOSE UP REVEREND

REVEREND
Christ says about our worst enemy, "If
he sins against you seven times in the
day and turns to you seven times and says
I repent, you must forgive him."

CLOSE UP LILA

LILA
Even if you hate the sinner and you're
frightened of him?

CLOSE UP REVEREND

REVEREND
Go to him even then. For the Lord will
grant you courage. Remember to hear Christ's
teachings and doeth them not will lead to our
ruin.

30 CONTINUED

CLOSE UP LILA

LILA
Everyone should act this way?

CLOSE UP REVEREND

REVEREND
Everyone who wishes to be a good
Christian and to live in peace and
love for their natural lives. Do these
things and you shall gain the kingdom
of Heaven.

There is a slight chiming. CAMERA PULLS BACK and THE REVEREND
checks the watch on his vest.

REVEREND
Lesson over.

CAMERA PULLS BACK to get both he and LILA in TWO SHOT. LILA
jumps out of her chair.

LILA
OH thank you, Reverend! Satan tempted
me to harden my heart against those
less fortunate than myself but your
words are so strong and good I know I
shall have the courage I need. You've
taught me what it means to really love.

She flings her arms about him and kisses him passionately
on the side of the mouth. Instantly he pushes her away.

REVEREND
Lila! I won't tolerate any more of these unseemly
displays of affection. Now go to your room!

LILA
I'm sorry. I just wanted to—

REVEREND
Lila! Go to your room!

LILA, obeying him, head down, leaves.

30 CONTINUED

Visibly shaken, THE REVEREND sits down behind his desk and tries to concentrate on a sheet of paper before him.

31 TIGHT CLOSE UP - REVEREND'S HANDS ON DESK TOP - P.O.V. REV.

Between his hands is a sheet of paper on which is written Sermon-- Tuesday. Underneath he has printed: LOVE: SACRED AND PROFANE.

Picking up a bible to the right he opens it to the "Song of Solomon." CAMERA ZOOMS IN: on these lines:

"Thy lips, O my spouse, drop as the honey
comb: Honey and milk are under thy
tongue: And the smell of thy garments is
like the smell of Lebanon."

Quickly THE, CAMERA MOVES OVER and focuses in on these lines:

"O prince's daughter! The joints of thy
thighs are like jewels...
2. Thy navel is like a round goblet, which
wanteth not liquor: thy belly is like a
heap of wheat set about by lilies.
3. Thy two breasts...

Quickly he closes the bible.

TIGHT SHOT - REVEREND

Closing the bible, he stares off into space, making an effort to hold himself rigid and control his breathing. Slowly his hands come together and, bending his head, he begins to intone a silent prayer, lips hardly moving. THE CAMERA PULLS BACK until he is isolated in the frame.

FADE OUT:

FADE IN:

INT. LILA LEE'S ROOM - LONG MEDIUM SHOT - LILA

She is seated on her desk writing a note with her fountain pen in the light of the desk lamp. CAMERA DOLLYS in on her, framing her in a TIGHT SHOT.

32 INSERT: NOTE

LILA's hand completes the note as we read what she has written:

32 CONTINUED

Thank you again for giving me the
courage I need to be a good Christian.
I cannot tell you where my father is
but after I help him reach salvation,
I will return. More than anything in
the world I want you to be proud of me.
I love you.

Lila.

33 INT. LILA'S ROOM - LILA

Picking up the letter from LEMORA next to the note, she
places it in a small grip and zippers it shut. Then,
leaving the desk lamp on, she crosses to the room's
door, opens it silently and slips out.

34 EXT. NIGHT - REVEREND'S HOUSE - BEHIND CHURCH

The front door opens and LILA cautiously emerges into
the quiet noises of a summer night. CAMERA PANS WITH
HER as she makes her way down a sidewalk passing in
and out of the streetlamp's pools of light.

35 EXT. NIGHT - REVERSE ANGLE - LILA IN FOREGROUND - TOWN STREET

A car comes down the street from behind her and she ducks
behind a curbside tree. It passes her and disappears
into the night.

LILA emerges and starts walking again but, an instant later,
another car comes down the street. LILA jumps back into
the tree's shadow. The car screeches to a stop in front
of a house directly across from LILA on the other side
of the street. There is a short horn blast. Then a pause.

The door of the house, that the car is in front of, opens.
A girl in her early twenties, wearing a waitress uniform,
steps out underneath the overhead porch light. At the
same time, a young man in his mid twenties gets out of the
car and walks towards her.

MAN

Aren't you ready yet?

GIRL

Shh... I had to work late.

MAN

Hurry up for godsakes! The show's
all the way to Northpark.

35 CONTINUED

CLOSE UP LILA

She reacts to the word Northpark.

GIRL

Okay. Come on in. I'll only be
a minute.

The girl ducks back in the house. As the man gets out
of his car, LILA rushes across the street.

36 EXT. NIGHT - CLOSE SHOT - LILA AND THE MAN

LILA

Mister, will you take me with you?

Startled, the man turns around.

MAN

Huh?

LILA

I have to get a bus in Northpark.

The man continues to stare at her.

LILA

My father's dying--

MAN

Sorry, but I ain't runnin' no taxi cab
Service...

The MAN looks appreciatingly at her now, looking her up
and down.

MAN

G'wan back hone before I change my mind.
Scram.

Turning his back on her, THE MAN walks up to the door
of the girl's house and goes within, leaving LILA in the
foreground.

LILA hesitates. Then, crouching down, she sneaks back to
the car and, opening the rear door, gets into the back seat.
She closes the door behind her.

37 INT. CAR - LILA ON FLOOR OF BACK SEAT

There is a sound of the house's front door opening and closing, followed by approaching footsteps.

GIRL'S VOICE

Blonde kid with blue eyes? About thirteen?

MAN'S VOICE

Yeah.

GIRL'S VOICE

Ye gods! I don't believe it. Little goody two shoes out at night? Don't you know who that was? That's Miss Priss-- the one that sings in the church-- Lila Lee.

As the front passenger door opens and someone gets in, LILA flattens herself against the floor. The door is closed. A pause. The driver's door opens, someone gets in, and it too, is closed.

MAN'S VOICE

Oh yeah? Hey, her father's Alvin Lee. She couldn't be goin' to see him. Ain't nobody knows where he is.

GIRL'S VOICE

Well, she ain't around now. I oughta tell that holy joe Reverend she lives with.

MAN'S VOICE

She's shacked up with a Reverend?

The motor starts and the car takes off.

GIRL'S VOICE

God you got a dirty mind. She ain't old enough to know what its for.

MAN'S VOICE

Well if that Reverend won't teach her, I will. She's ripe and ready to go.

The girl giggles and then cries out as if she was pinched.

GIRL'S VOICE

Quit it! You act like a gentleman.

37 CONTINUED

The man guffaws and for a while they ride in silence.

38 INT. CAR - LILA ON FLOOR OF BACK SEAT - ANOTHER ANGLE

LILA is reacting with wide eyed interest to the sounds of kissing.

GIRL'S VOICE

Be nice now. Come on. you'll muss
me. Hey! QUIT IT!

The car is slowing down over the sounds of a struggle.

GIRL'S VOICE

STOP IT! STOP IT!

The car brakes, jerking to a halt. The man's hand reaches over the seat back for a blanket on the back seat. LILA is unavoidably lying on part of it and he tries to jerk it free.

MAN'S VOICE

Let's us go outside.

GIRL'S VOICE

NO! Leggo of me!

MAN'S VOICE

Oh! Gonna give me a fight?

GIRL'S VOICE

Wait! PLEASE! WAIT!

The man lets go of the blanket and there is a sound of a slap followed by the ripping of material.

GIRL'S VOICE

(panicky)

Oh don't! Don't... OUCH!
YOU'RE HURTING ME!

As the man's breathing becomes hoarser, the girl's hand, fist clenching and unclenching on the top of the seat, gradually loses its tension until it only gives an occasional aimless jerk.

GIRL'S VOICE

(sobbing)

Don't... oh, don't...

38 CONTINUED

The man's breathing reaches its deepest and most frantic wheeze. For a second there is silence. Then, the girl begins to cry softly.

39 EXT. NIGHT - OUTSKIRTS OF NORTHPARK

Once again, the man reaches over for the blanket but this time he sees LILA who reaches out and opens the back door. LILA scrambles out of the car holding onto her grip.

MAN'S VOICE

HEY! HEY!

LILA runs off towards the town.

40 EXT. NIGHT - LILA WALKING THROUGH NORTHPARK

LILA passes an obvious prostitute, half hidden in an alley, propositioning a farmer in denim overalls.

41 EXT. NIGHT - LILA - ANOTHER PART OF TOWN

She comes abreast of a small honky-tonk from which juke box music— country and western style— is blaring. A MAN AND WOMAN both drunk, careen out into the street, the man holding the woman by her hair and hitting her on the face and shoulders with a pool cue he clutches in his hand.

MAN

I'll teach you to start foolin'
with my friends.

LILA stops to watch. As the WOMAN sinks to the ground, the MAN straightens up and noticing LILA calls out to her.

MAN

Lookin' for a good time honey?

LILA runs away. A few buildings ahead of her stands a bus depot sign. She runs up to it.

42 INT. SMALL BUS DEPOT - CAMERA SHOOTING TOWARDS DOOR

LILA enters breathlessly and strides to ticket window.

42 CONTINUED

On the counter, half inside the window, is a stack of local newspapers. On the top one, the headline reads: POLICE SEARCH FOR VANISHED PERSONS.

There is no one at the window.

LILA

Hello?

43 OVER SHOULDER LILA - LOOKING INTO WINDOW

As she leans in, something whizzes by her nose and CAMERA SWISHPANS to a dart, lodging itself in a pinup calendar, around which a crude, concentric, ringed target has been] drawn. CAMERA SWISHPANS BACK TO:

The ticket taker. A small man in his fifties, prim and efficient, he is wearing rimless glasses, an open vest and white shirtsleeves rolled back.

Seeing LILA, he starts and flushes, then walks over to the window blocking her view of the calendar.

TICKET TAKER

Oh... uh. Hi there.

LILA

A one way ticket for the Northpark-Lonsdale bus.

THE TICKET TAKER reacts to the name of the bus and takes a step towards the window staring sharply at LILA.

TICKET TAKER

Don't sell 'em for that bus. Don't know nothing about it. Ain't part of any regular line. You just pay the driver when you board.

LILA

Where is it?

TICKET TAKER

Comes in right out back. Only makes the one night trip but I guess you know that. Should be in now.

LILA moves away from the window, CAMERA PULLING BACK WITH HER.

43 CONTINUED

LILA

Thank you.

As LILA is about to turn away. The TICKET TAKER sticks his head partly through the window to detain her.

TICKET TAKER

Uhh... What you runnin' around fer this time of night?

LILA

(hesitantly)

...Somebody in my family is sick.

TICKET TAKER

Oh-- sorry to hear it... Say, don't I know you?

LILA

No. I don't think so.

TICKET TAKER

I'm sure I seen you somewheres.

LILA

Maybe it was just somebody that looked like me.

TICKET TAKER

Well-- maybe. But a little girl as pretty as you. I'm sure I'd remember. Say--you look like someone who likes chocolates. Got a box of 'em here.

He extends the box.

TICKET TAKER

Go on. Take one before you go.

LILA

Oh no, I shouldn't.

TICKET TAKER

Go on. You got a long ride ahead.

LILA

Well...

43 CONTINUED

She takes some steps to him; CAMERA DOLLYING IN with her.

CLOSE UP TICKET TAKER

TICKET TAKER

That's the girl. What you like best—
soft or hard centers?

44 EXT. NIGHT - BEHIND DEPOT

In dim light, thrown by a few streetlamps, LILA sits on a small waiting bench. From far off, a bell tower chimes. Then headlights are seen coming down the street. At the same time a coughing, racking, wheezing motor is heard.

A rattletrap bus turns into the small parking area coming to a halt before LILA. The doors open, LILA stands up and peers inside at the driver.

He is the exact counterpart of his bus: an emaciated old man dressed in a filthy long overcoat. His hair is matted and wild, his beard stained and unkempt and his rheumy eyes staring with a half crazy drunk expression. When he speaks, his voice is high and cracked.

DRIVER

Goin' to Astaroth?

LILA

I don't know—I...

DRIVER

(whispering)

You Lila?

LILA

Yes.

DRIVER

Yep. You're going to Astaroth. Hop in.

LILA

How much is it?

DRIVER

Well it's kinda late. I might have to charge you extra.

LILA

This is all I have.

44 CONTINUED

She opens her hand to show him and THE DRIVER nods vigorously, taking her coins.

DRIVER

That's enough. That's enough.

Shoving the money deep into one overcoat pocket, he pulls out a half empty pint, uncaps it and swigs at it.

45 INT. BUS - SHOOTING TOWARDS THE FRONT

LILA boards the bus and walks down the aisle before choosing a middle seat. She sits down, the driver starts the motor, and puts it in gear. Then he pulls wildly at the wheel turning it as the bus lurches into motion.

DRIVER

Here we go.

46 P.O.V. LILA - OUT BUS WINDOW

A man half hidden in the shadows, curses and hurls something at the bus which strikes its side.

A second later, the town is left behind. Woods border either side of the road. The bus turns off onto a side road.

47 PASSAGE OF TIME - LILA'S P.O.V. FROM BUS WINDOW

The bus goes up the same twisting mountain road as in the beginning. Then, over the same bridge which raises up as before into the underbrush.

48 INT. BUS - LILA IN FOREGROUND - LOOKING PAST HER OUT WINDOW

The land outside is now flat and marshy. A fly is heard buzzing in the bus. LILA is very hot and uncomfortable, her brow is beaded with sweat and she looks pale.

LILA

Could I open a window?

DRIVER

Sure, if you've a mind to.

48 CONTINUED

LILA grasps hold of the window and pushes. It is stuck. For a moment she struggles with it and then finally succeeds in forcing it up. Breathing in, she recoils in disgust. Then throwing all her weight on the top of the window, slams it down again. Hearing a cackling laugh, she looks up.

P.O.V. LILA - BUS DRIVER

The BUS DRIVER is looking at her over his shoulder.

DRIVER

Heh! Heh! Putrid, ain't it? All the salt marshes here are rotten. Gets worse the farther you go-- all the way to Astaroth.

P.O.V. BUS DRIVER - LILA

LILA

How far is it?

P.O.V. LILA - BUS DRIVER

DRIVER

Too far if you ask me. I only go there Special-- like tonight.

LILA'S VOICE

Why?

49 INT. BUS - CLOSE UP BUS DRIVER - SHOOTING PAST HIM TO LILA

DRIVER

Gives me the creeps. Railroad stopped going through years ago, swamps all over and hardly nobody there. And them people-- nobody likes them people. The way they look. They used to call it the Astaroth look. Supposed to have come from that epidemic they had.

The bus is making so much racket that they have to shout to be heard. LILA gets up and walks down the aisle to the driver, trying to keep her balance on the jolting bus.

49 CONTINUED

LILA
What epidemic?

DRIVER
Dunno. Dunno. Doesn't pay to be
curious. They don't like people
askin' questions there. Sometimes
they don't come back.

As he cackles manically, the bus hits a bump. LILA falls. When she appears back in frame he sees how scared she is.

DRIVER
Now, now... I was just funnin' you.
G'wan back and get yourself some sleep.

50 INT. BUS - PASSAGE OF TIME - LILA DOZING BY WINDOW

The bus is moving through the night. As in the film's beginning, we hear a similar strange chanting becoming steadily louder-- the indistinguishable words rise and fall in a low slushy cadence more guttural than the one heard at the film's beginning.

LILA wakes up. As she looks out the window, she lets out a squeak of fear as she catches sight of several hairy, misshapen faces-- ghoulish and malevolent that stare back from far off in the darkness. They go by so quickly she is not sure whether they are real or not.

LILA
(scared)
What was that mister? What was that?

CLOSE UP BUS DRIVER - SHOOTING PAST HIM TO LILA

DRIVER
The ones that have takin' up livin'
in the woods. They're the real bad
'uns. Don't worry-- town's just ahead.

At these words, the bus rattles violently then makes an awful clunking sound and, immediately afterwards, the motor dies.

50 CONTINUED

LILA half rises.

LILA
What's wrong ?

DRIVER
Damn if I know. But if I can't fix it,
I'll just take the break off and we can
coast down the hill. Done it before.

51 INT. BUS - SHOOTING OVER LILA'S MOULDER TO THE FRONT

Leaving the lights on, the DRIVER stumbles out and throws open his hood carrying his shotgun in one hand. LILA walks up to the front of the bus to watch him, CAMERA MOVING with her, finally looking out of the windshield.

From far off, getting closer, comes the sound of guttural mutterings. Suddenly, walking into the headlight beams, comes a figure with a ghoul's face.

DRIVER turns and the creature speaks in a mushy, alien voice.

There is a sound and, for a brief flash, another ghoul face appears pressed up against one of the side windows.

At once, there is a thud on top of the bus. LILA glances up as yet another ghoul face is pressed up against the side window.

DRIVER'S VOICE
No. No. Can't have her!

He rushes around to the doorway but, before he can get inside, he is grabbed from behind and slowly pulled back out again. The shotgun explodes. Scrabbling for a hand hold, the DRIVER screams to LILA pointing--

DRIVER
THE BRAKE! GET THE BRAKE!

52 INT. BUS - CLOSE MED. SHOT - LILA

LILA, for an instant frozen in terror, at last leaps into action diving for the brake. She begins to push it from one side to the other frantically.

52 CONTINUED

CLOSE MEDIUM SHOT - DRIVER

A dead white hand shoots through the doorway, trying to pull the driver away from his claw hold.

DRIVER
PULL! PULL!

CLOSE MED. SHOT - LILA

LILA does so-- releasing the brake and the DRIVER pushes from the doorway.

53 EXT. NIGHT - BUS - SHOOTING IT FROM BEHIND

The bus lurches forward and then stops.

CLOSE UP LILA

She screams.

EXT. NIGHT - BUS - SHOOTING IT FROM BEHIND

Then slowly at first, the bus edges forward gradually.

54 INT. BUS - MEDIUM SHOT - BUS DRIVER AT DOORWAY

It moves faster and faster in its course downwards, picking up enough speed before the old BUS DRIVER can shake loose of his assailants and get inside. He screams as he falls back into the darkness.

55 INT. BUS - LILA AT WHEEL

LILA grabs onto the steering wheel-- shock having set her face in its last fearful expression. As she holds on tightly the bus plummets downward.

56 P.O.V. LILA - FROM DRIVER'S SEAT

The ground outside is rushing past at a fantastic rate-- the lights stabbing blindly through the darkness. On either side, trees whip by in a near blur.

CLOSE UP LILA

Her mouth flies open and frenziedly she yanks the wheel around to the right.

P.O.V. LILA

The bus barely makes a turn-- tires squealing.

56 CONTINUED

CLOSE UP LILA

LILA yanks the wheel to the left trying to steady the bus. Again tires squeal.

57 INT. BUS - M.S. LILA - HAND HELD -SHOOTING THROUGH WINDOWS

The bus hits a ditch, throwing LILA out of frame. Then it rushes past some trees, glances off one and smashes headlong into another, stopping it cold-- the motor still running. (END HAND HELD CAMERA).

Hearing the ghoulish chanting steadily approaching LILA tries to get out of the bus, but a tree trunk is blocking the doorway. CAMERA PANNING WITH HER as:

Frantically, she runs back to her seat and pulls at the window. It won't budge. She tugs at it with greater and greater force. Finally it comes up with a jerk.

CAMERA DOLLYS IN: as she begins to climb out, she sees several ghoul forms approaching her at a dead run.

Jumping back into the bus, she slams the window shut and then hides under the last seat holding on to her grip.

58 INT. BUS - LILA'S P.O.V. FROM UNDER SEAT

The chanting is very loud. There is a sound of shattering glass and a rock crashes into the bus. From outside comes shouts and cries as if in a conflict-- followed by bursts of machine gun fire.

A GHOUL clambers through the open bus window making for LILA. No sooner is he inside, a white faced SLOUCH HATTED FIGURE dives in after him, plunging a stake through his back.

CLOSE UP LILA LEE

She faints. The screen goes black.

FADE IN:

P.O.V. LILA - EXT. NIGHT

She is outside looking up at the night sky. A tall cloaked WOMAN leans in to look at her.

WOMAN
Are you Lila?

59 CONTINUED

LILA'S VOICE

Yes... I...

Figures in slouch hats pick her up. She is carried over to a large black car with the motor running. As she is put inside, the screen goes black once again.

FADE IN:

60 INT. ROOM - CLOSE MED. SHOT - LILA

LILA comes to, opening her eyes to darkness. She is in some kind of a room. Getting up from a bed she was lying on, she stumbles around trying to find a light switch. She can find none and gaining the door discovers it is locked.

Crossing back to the bed she stands on top of it to look out the barred window. From far away come the strains of a gypsy violin.

61 P.O.V. LILA - TOWARDS HOUSE

Some hundred yards away stands a rambling Victorian mansion next to a country road. Against several of the downstairs window shades, lit up from within, she sees the shadows of children whirling to the violin's melody.

In the middle of them is the shadow of a tall woman. Their exclamations of delight thin and faint on the night air reach her all the way from the house.

As she watches, the silhouettes spin by like characters in a shadow play she hears a new noise.

62 INT. ROOM - OVER LILA'S SHOULDER

The door opens and an OLD WOMAN, wearing an eye patch, bent in two, incredibly ugly and wrinkled, comes in holding a lit Coleman lantern which throws the room into fantastic leaping shadows.

The OLD WOMAN peers nearsightedly at LILA.

OLD WOMAN

Mary Jo?

LILA steps down off the bed. CAMERA KEEPS them both in TWO SHOT.

LILA

I'm Lila Lee. Who is Lemora?

OLD WOMAN

Hmm... For a minute thought you was Mary Jo. Same color hair.

LILA

I demand to see Lemora.

OLD WOMAN

Nobody demands to see Lemora. She demands to see you. You're all right, ain't you? All recovered? Here. I brought you this.

In her other hand, THE OLD WOMAN has been carrying some food on a plate. Now she sets both it and the Coleman Lantern down on a small table.

In the light, LILA sees a piece of almost blood red meat.

LILA

Where is my father?

OLD WOMAN

All in good time. All in good time. Don't be angry with me. I don't mean you no harm. Come on now I won't eat you.

The OLD WOMAN cackles foolishly and LILA looks fearfully at her.

OLD WOMAN

Yup, I sure thought you were Mary Jo. Course she wasn't my friend. Lemora never lets me have any little friends at all.

LILA

(intensely)

Where is she?

OLD WOMAN

You'll be seein' her soon enough. You're special. She's chosen you for the ceremony. In the meantime, you better eat what I brought you. It'll be good protection against the disease. Enriches the blood.

The OLD WOMAN begins inching towards LILA.

OLD WOMAN

Not that you'll need it. After
all, when a young girl is entering
womanhood like you, her heart and
hormones are the strongest ever—
makin' the blood and the body real
rich... I was just as beautiful as you
once. Not now. Just skin and bones.
No blood left in me. Not young and
plump like you.

Slowly, the OLD WOMAN reaches out and touches LILA's arm.
Then, keeping her cracked voice as soft as she can, the
OLD WOMAN croons a song, LILA staring at her in horrible
fascination.

As she sings, THE CAMERA moves slowly upwards looking
down at them.

OLD WOMAN'S SONG

There was an old woman all skin and bones
oh oh oh oh oh ohhh
And she did weep and she did moan
oh oh oh oh oh ohhh
She put on her bonnet, she put on her shawl
oh oh oh oh oh ohhh
And left the house to pay a call
oh oh oh oh oh ohhh
She walked on through the streets of town
oh oh oh oh oh ohhh
While all the dead lay on the ground
oh oh oh oh oh ohhh
Into the church she made her way
oh oh oh oh oh ohhh
Knelt down on the floor and began to pray
oh oh oh oh oh ohhh
Then turning to the parson said
oh oh oh oh oh ohhh
Will I look like that when I am dead
oh oh oh oh oh ohhh
The parson to the old woman said...

CLOSE UP OLD WOMAN

OLD WOMAN

BOO!

62 CONTINUED

CLOSE UP LILA

This last exclamation is shouted full in LILA's face and she jumps back terrified-- emitting a squeak of fear.

MEDIUM SHOT - OLD WOMAN AND LILA

The OLD WOMAN begins to cackle wildly but, as she does so, a yell from outside the guest house silences her.

WOMAN'S VOICE

Solange!

Now it is the OLD WOMAN's turn to jump. Hurriedly she skitters out of the room and bolts the door. LILA runs to the bed and looks out the barred window.

63 EXT. NIGHT - P.O.V. LILA

In front of the house stands a tall woman silhouetted against the light, arms akimbo. The OLD WOMAN is fast, hobbling towards her. The tall woman turns abruptly and strides back into the house before LILA can call out.

MEDIUM SHOT LILA - SHOOTING FROM ACROSS THE ROOM

Sinking back down onto the bed, she sits for awhile dejected and then goes over to pick at the meat. Ripping off small pinchfulls, she chews them distastefully before quitting all together.

Then, turning down the Coleman lantern so it has a dull glow, she turns back to bed and kneels down at the side of it.

LILA

The lord is my shepherd; I shall not want.
He maketh me to lie down in Green Pastures;
He leadeth me beside the still waters.
He restoreth my soul;
He leadeth me in the paths of righteousness
for his name sake.
Yea, though I walk through the valley of
the shadow of death,
I will fear no evil: For Thou art with me;
Thy rod and thy staff they comfort me.

63 CONTINUED

A sound of many small voiced giggles causes LILA to break off her prayer. She glances up and stares in fear.

64 INT. ROOM - P.O.V. LILA - OUT WINDOW

Looking down at her through the barred windows are the clustered faces of several children: they're complexions deadly white; the pupils of their eyes dilated and staring, their mouths stretched in mirthless smiles.

They chant at her with the same chant as in the scene with the gunman.

One of them stretches his arms through the bars, revealing long pointed nails like a cat.

65 INT. ROOM - MED. SHOT - LILA AND CHILDREN

LILA shrinks back.

LILA
(whispering)
Get out... go away. Get out!
GO AWAY!

LILA'S P.O.V. THE CHILDREN

She rushes them, CAMERA traveling with her. It is now obvious that the children are made up.

Giggling, they drop away from the window and run off into the darkness, vanishing.

MED. SHOT - LILA

She drops down on the bed exhausted and begins to sob. From far away comes the sound of a wolf's howl. LILA shivers and buries her face in the pillow. The screen goes black...

66 INT. REVEREND'S STUDY - NEXT MORNING

Seated behind his desk staring at the phone, THE REVEREND is very distraught. His white suit is wrinkled, his

66 CONTINUED

hair is disheveled. Outside the window we can hear the sound of songbirds.

67 CLOSE UP OF DESK'S SURFACE

Next to LILA's note, creased and smoothed out again, is scribbled a phone number with POLICE written next to it.

68 TIGHT SHOT - REVEREND

He continues to sit like a coiled spring, waiting. Suddenly the phone rings and he jerks convulsively grabbing for it.

REVEREND

Hello... Hello... Oh... No, this
is 666. That's all right...

Slowly, he hangs up the phone and sits staring at it as before. Then, making a sudden decision, he picks up a pair of keys from off the desk and jumps up. CAMERA PANS WITH HIM

68 CONTINUED

as he strides to the door, opens it and goes out.

69 EXT. FRONT OF HOUSE - MORNING - HIGH ANGLE

Emerging from his front door, THE REVEREND goes out to his car parked at the curb, gets in and starting it up drives off.

70 INT. MORNING - GUEST HOUSE - CLOSE UP LILA

LILA snaps awake, the sunlight pouring hot and golden over her face. Sitting up, she looks around. Evidently last night was not a dream for she is in the same guest house. She hears a buzzing.

A fly is crawling all over the largely uneaten portion of raw meat still on the plate.

Standing up on the bed once more LILA looks out the barred windows.

71 P.O.V. LILA - EXT. MORNING - VICTORIAN HOUSE

The Victorian house is still there-- looking a bit more normal in the morning sunshine. A long black hearse-like car stands next to it. Complete stillness reigns.

SHOOTING LILA IN C.S. THROUGH BARS

LILA raises her eyes heavenwards and mouths a swift silent prayer to herself. Then she calls out.

LILA
Hello... Hello... Hello.

There is no answer.

72 INT. DAY - LILA IN GUEST HOUSE - LATER

Hours have passed. LILA is pacing around the room like a cat in a cage. Occasionally she makes a whimpering sound, but mostly she talks to herself running all her words together.

LILA
Hellohellohellohellohello. My name is Lila Lee. I'm thirteen years old and I live at thirty-eight Sycamore street. I don't want to stay here anymore. I don't want to stay here anymore. I'm hungry and I want to get out.

72 CONTINUED

Suddenly, she rushes over to the door and kicks it in a burst of temper. Behind her, the raw meat has several flies crawling around on it.

LILA
Let me out! Let me out !

73 INT. GUEST HOUSE - LATER THAT DAY

It is just after sunset and LILA is sitting in a corner next to the door, arms crossed, staring out into space. In the foreground a whole cluster of flies is around the left over meat.

Faintly, we hear THE OLD WOMAN humming the same song she sang to LILA last night. LILA, stiffens, hearing it. It gets nearer and nearer.

P.O.V. LILA

The handle of the door turns, there is a sound of a key being put in a lock.

FULL SHOT - LILA

Slowly she rises to her feet.

P.O.V. LILA

The door handle turns again and the door opens.

OLD WOMAN'S VOICE
Got some food here for you...

She steps into the room.

OLD WOMAN
Where are you?

MEDIUM SHOT - LILA AND OLD WOMAN

LILA flings herself out from the wall, giving THE OLD WOMAN a shove which sends her flying. Immediately she races out the door.

74 EXT. DUSK - OUTSIDE THE GUEST HOUSE - SHOOTING TOWARDS VICTORIAN HOUSE

LILA races for the Victorian house. Running up the steps, she tries to open the door but it is locked.

75 EXT. DUSK - REVERSE ANGLE

From the guest house THE OLD WOMAN emerges and hobbles after LILA.

REVERSE ANGLE - FRONT OF HOUSE

Immediately LILA runs off around the side of the house.

EXT. DUSK - SIDE OF HOUSE - LILA

Seeing an opening in the wooden cross slats that form the porch part of the house on which the first floor rests, LILA crawls inside it, disappearing from view.

76 INT. DUSK - LILA UNDER THE HOUSE

An occasional chunk of light, coming through the above Floorboards, pierces the darkness sufficiently for her to see.

Above her she hears the noises of the children's giggling from last night and the shuffling of many feet. Crawling further she hears the sound of two voices in conversation. The voices are raised in argument.

Above her, there is a definite space between floorboards through which two figures can be made out. One lying lengthwise on a bed, the other standing beside.

LILA strains to see them more clearly.

MAN'S VOICE

Just do me that one favor.

WOMAN'S VOICE

You'll feel differently when you're one of us.

Although the man is wholly in shadow, the WOMAN, back turned to LILA, is less so. She is quite tall and wearing what appears to be a Victorian costume.

OLD WOMAN'S VOICE

Little girl... where are you hiding?

P.O.V. LILA

Through the slatted boards, LILA can see the OLD WOMAN walking around the house.

MAN'S VOICE

I know this is the last time before I change. And if she's still here... Look, I don't want to turn against my own kid.

P.O.V. LILA - LOOKING THROUGH THE FLOORBOARDS

WOMAN'S VOICE

It's not like that at all. You'd be setting her free...

OLD WOMAN'S VOICE

Little girl... if you don't come out I'll get Lemora.

MAN'S VOICE

No... No...

WOMAN'S VOICE

But right now my throat feels like
it's burning up. I'm so thirsty.
I'm so thirsty.

Now the figure of the WOMAN leans over and covers that of the
MAN obscuring itself in shadow as well. There comes the cracking
of bedsprings.

MAN'S VOICE

Oh... Jesus. Take it easy.

Straining to look, LILA hears the man gasp. Suddenly the sucking
sounds on the floor above are drowned out by pounding.

OLD WOMAN'S VOICE
(faintly)

Lemora!

The pounding stops, but the sucking sounds continue. The pounding
begins again.

OLD WOMAN'S VOICE

LEMORA!

Another pause. Then, somewhat crossly and after a post coital
sigh of satisfaction...

LEMORA'S VOICE

Aaah!... What is it?

THE OLD WOMAN says something but it is indistinct.

LEMORA'S VOICE

I can't hear you. Come in.

The sound of a door opening is followed by a few steps coming
into the room.

OLD WOMAN'S VOICE

Your little girlie's run off.

LEMORA

(controlling herself)
Run off? You stupid idiot-- You
let her run off.

76 CONTINUED

LEMORA moves threateningly towards THE OLD WOMAN.

CLOSE UP - LILA LOOKING THROUGH FLOORBOARDS

Suddenly she gasps and looks down.

77 INSERT

A large hairy spider moves across LILA's arm.

CLOSE UP - LILA

LILA

Aaghh!

She jerks violently and then aware of the noise she has made, clasps her hands over her mouth.

LEMORA'S VOICE

Did you hear that?

OLD WOMAN'S VOICE

Hear what?

CAMERA PANS WITH LILA as she begins to crawl away.

LEMORA'S VOICE

Li-la. I can hear you.

78 INT. NIGHT - UNDER PORCH - ANOTHER ANGLE

LILA continues to move as quietly as possible making for the way in which she entered. CAMERA PANS with her. When she reaches the opening she looks out.

79 EXT. NIGHT - P.O.V. LILA

Nothing on the landscape is moving.

80 EXT. NIGHT - ANOTHER ANGLE - LILA

Crawling out from under the porch, she is about to rise when a woman's figure steps in front of her.

P.O.V. LILA - UP ANGLE

Standing before her, outlined against the darkening sky, is the figure of a tall woman.

WOMAN'S VOICE

Hello Lila. I'm Lemora.

80 CONTINUED

She has a striking beauty and seems to burn with a cold fire. The supple and indolent grace of a panther is coupled with a hint of that animal's sudden temper and dangerous strength slumbering just below her sleek surface. She seems to be ageless; her face pale and sunken cheeked with dark arching eyebrows above her piercing eyes and circles beneath them. Her mouth is very red. She is dressed in the Victorian Manner-- puff sleeves and a high necked bodice-- and small wisps of hair from her piled up hair-do tremble in the soft breeze.

As she regards LILA, she smiles with an icy amusement.

81 EXT. NIGHT - LILA AND LEMORA LILA gets to her feet.

LILA
Why did you lock me in?

LEMORA
(coldly)
That wasn't to keep you in; it was
to keep other things out. Now your
room is ready. Come, it's not safe
to be out here.

She turns and strides away, LILA following. CAMERA TRACKS with them as they walk around to the front of the house.

LILA
That was my father I heard, wasn't it?

LEMORA
Yes...

LILA
Well, can I see him so I can go home?

LEMORA
Not until you're immune to his-- disease.

As they go up the steps to the front door, LEMORA selects a key from a chain of them worn at her hip.

82 EXT. NIGHT - MEDIUM SHOT - LILA AND LEMORA IN FRONT OF DOOR

LILA
How long will that take?

LEMORA
Until tomorrow-- after the ceremony.

82 CONTINUED

Finding the right key, LEMORA inserts it into the lock.

LILA
What ceremony? What disease?
Is that what's wrong with those children?
And those things in the woods?

LEMORA
(holding the door open for LILA)
My, you have a lot of questions. Don't worry.
They'll all be answered in due time.

83 INT. LEMORA'S HOUSE - HALLWAY

LEMORA steps in after LILA, and shutting the door locks it.

The house's interior is of gleaming dark wood which sets off an opulent mass of Victorian decor. A huge curving staircase leads to the second floor under high and coffered ceilings.

LEMORA turns to LILA.

LEMORA
That escape was very clever of you.
Now go up to your room and get dressed.
It's the first open door you see.

84 INT. HOUSE - SHOOTING DOWN STAIRCASE AS LILA WALKS UP

LEMORA is in the background watching as LILA walks up the stairs into the darkness of the second floor. (There are no electric lights in the house; everything is lit either by kerosene or oil lamps).

85 INT. UPSTAIRS BEDROOM - P.O.V. LILA

The bedroom, like the rest of the house we have seen, is smothered in Victoriana. Heavy drapes border the windows and a large carved canopied bed is in one corner of the room. By it, on a table, is a plate of raw meat.

86 INT. BEDROOM - MEDIUM SHOT - LILA

Overcoming her distaste, LILA rushes to it and devours it greedily. This time the more she eats of it, the more she enjoys it.

86 CONTINUED

She hears a faint crying sound. Going to the window, LILA parts the drapes and looks out.

P.O.V. LILA - LOOKING OUT WINDOW - EXT. NIGHT

On the ground below, two cloaked figures are hustling what appears to be a small child into the guest house. In an instant, they have vanished.

CLOSE UP LILA

She is concerned. Letting the drapes fall back in place, she turns slowly around; there is a small frown on her face.

87 MEDIUM SHOT - LILA AT WINDOW - SHOOTING ACROSS HER BED .

LILA looks at the clothes laid out for her on the bed. The articles are a pair of dark high heeled shoes and a shiny white gown with a tasseled sash-- clinging and revealing.

Suspiciously she fingers the clothing, then removing her dress, she puts on the robe.

Noticing for the first time that there are no mirrors in the room, she crosses to her grip, which has been likewise placed on the bed and, opening it, reaches in and rummages around. Taking out a small mirror, she checks her appearance.

There is the sound of the door opening and the door does swing open (seen reflected in the mirror). We hear footsteps enter the room but the mirror shows nothing but the open door.

MEDIUM SHOT - LILA - OVER HER SHOULDER

She gasps and drops the mirror. Then wheels around looking past THE CAMERA.

REVERSE ANGLE - OVER SHOULDER LILA

LEMORA is standing there. She blinks her eyes as if coming out of a trance. She crosses to the splintered mirror and, drawing a handkerchief out from her sleeve, stoops down and sweeps up the pieces.

LEMORA

Did I frighten you Lila? I'm sorry.

LEMORA rises and, putting her hands on LILA's shoulders, looks into her eyes smiling.

LEMORA

The mirror is broken but you can see how lovely you are in my eyes. Look... Hurry now!

88 MEDIUM SHOT - LILA

LEMORA backs out of the room closing the door.

LILA can hear below her the silky whisperings and giggling of several voices. Getting into her shoes, she takes a troubled look at herself before walking to the door, CAMERA PANNING WITH HER. She goes out.

89 INT. HALLWAY - OVER LILA'S SHOULDER - HAND HELD CAMERA

Walking awkwardly in her high heels down the steps, LILA pauses and clutches the banister staring down at the base of the stairs.

The children from last night have run up to it and are clustered around, gazing up at her, giggling as before.

Last evening, it was difficult to tell what the children were wearing, but now we can see their costumes plainly. No two of them are the same but there is a sameness about all of them, in that they are all silk-like and clinging— a mixture of pastels and bright colors as well as an assortment of jewelry (e.g. bracelets, rings, necklaces, earrings and, in one boy, a small gold nose ring).

Their eyelashes are so thick that, although there is no evidence of it, one would assume they are wearing makeup. Their hair is curly and luxuriant. They are all barefoot.

LEMORA comes out to the foot of the stairs and stands behind them.

LEMORA

Don't be frightened. They won't harm you.
They're just curious. Like they were last
night. They were just playing a joke.

90 REVERSE ANGLE - FOOT OF THE STAIRS - SHOOTING UP AT LILA

Slowly, hesitantly, LILA descends the stairs.

OVER SHOULDER LILA - HAND HELD - SHOOTING DOWN TOWARDS CHILDREN

The children make a path for her. As she goes by them, one reaches out to touch her with his dead white hand.

90 CONTINUED

CHILD

You have pretty skin.

His tone is wistful, but LILA jerks as if burned...

LEMORA leads the way to the living room, LILA after her, the rest following.

91 INT. LIVING ROOM - SHOOTING TOWARDS ENTRANCE

They all enter.

The living room is covered with suffocating drapes and hung with old tapestries. In the corners stand heavy furniture on oriental rugs. The clutter here is amazing—strange icons on every table and weird gloomy prints on the wall interspersed with sensual paintings of nudes in wild abandon.

Covering the floor are large Arabian pillows. From braziers curl wisps of heavy incense smoke. The overall feeling, oppressive and cell-like, is somewhat alleviated by a blazing fire under a large pot of water under the fire place.

ANOTHER ANGLE

In front of an old carved wood couch, LEMORA pulls LILA down beside her and the CHILDREN group themselves around a kind of large table, sitting in a semi-circle.

On top of the table is a crudely hewn stone chalice filled with a steaming red liquid. Around the edge of the table are matching stone goblets.

LEMORA picks up the chalice and carefully pours into every cup, filling LILA's cup last.

CLOSE SHOT - LILA AND LEMORA ON COUCH

LILA

Is that wine?

LEMORA

Sort of.

LILA

I don't touch spirits. It's unchristian.

91 CONTINUED

LEMORA

(firmly)

It's very rude not to do as another
does when you are under his roof...
If you don't enjoy our company you can
go back to where you were last night.

LEMORA raises the goblet to LILA's lips.

LEMORA

Drink. It will refresh you.

Reluctantly, LILA does so. But one sip seems to increase
her thirst and she drinks more.

92 MED. SHOT LILA AND LEMORA - SHOOTING TOWARDS CHILDREN

The CHILDREN after her, each in turn, drain their drinks.
Immediately, LEMORA fills them up again. By the time
she is through pouring the second round, LILA has finished
her goblet and LEMORA, smiling, pours again for her.

As if on cue, the CHILDREN all begin to chant the same
high, eerie melody that they did the night before. As
they sing, their eyes glaze over and their faces set
expressionlessly.

CLOSE UP LILA

She stares at them practically hypnotized.

MED. SHOT - LEMORA AND LILA ON COUCH -SHOOTING TOWARDS CHILDREN

LEMORA leans into LILA and whispers in her ear.

LEMORA

Wasn't that lovely?

She turns to the CHILDREN.

LEMORA

Our guest is also a singer. A very good
one. Perhaps we can persuade her to
sing a song for us.

L.MED. SHOT - LEMORA, LILA AND CHILDREN

LEMORA gets up and one arm around LILA, leads her to in front
of the fire place.

92 CONTINUED

LEMORA

Don't be shy now. We'll appreciate
anything you give us.

Returning to the couch, LEMORA sits down.

LEMORA

Sing.

CLOSE UP LILA

She looks around, frightened.

P.O.V. LILA

The strange children's unnaturally white faces turn up
to her in expectation; LEMORA waiting like a cat about
to spring.

CLOSE MED. SHOT - LILA

LILA's eyelids begin to droop, she staggers slightly, then
rights herself. Finally, passing her tongue over her lips
and swallowing, she begins to sing in a tight scared voice
gaining momentum as she goes along. The CAMERA divides
its time between LILA and the reactions of THE CHILDREN
AND LEMORA.

LILA

(singing)

Just a closer walk with thee--
Grant it Jesus if you please
Daily walkin' with thee
Let it be, Dear Lord-- Let it be
Through this life of toil and snares
If I falter Lord, who cares?
Who for me, my burden bears?
None but thee, dear Lord-- not but thee...

As she sings, the CHILDREN have become more and more
restless. Now they have gone back to whispering and
giggling amongst themselves.

MEDIUM SHOT - LILA STANDING

As LILA comes to the end of the song, she clasps her forehead
in one hand and staggers again...

LILA

I'm so hot and-- dizzy.

92 CONTINUED

Moving swiftly, LEMORA is instantly at her side.

LEMORA
That's the drink you feel. Isn't it
a nice feeling?

Softly she blows on LILA's temples and neck to cool her, fanning her with her palm at the same time. Putting her arm about LILA once again, LEMORA leads her back to the couch. They sit down.

LILA leans back. LEMORA picks up a box on the table and, opening it, extracts small black pellets-- the size of beach pebbles.

MEDIUM SHOT - CHILDREN

There is an excited buzz among them.

93 MEDIUM SHOT - LEMORA IN FOREGROUND - SHOOTING TOWARDS FIRE
PLACE OVER CHILDREN'S HEADS

Inserted into the top of the table is a stem ending in a deep bowl. LEMORA places the pellets into the bowl while one of the CHILDREN rises and, going to the fire, takes out a cedar stick from a stand.

Holding it to a flame, THE CHILD ignites it and brings it back to LEMORA.

REVERSE ANGLE - LILA AND LEMORA

Taking the burning stick, LEMORA holds it over the bowl. Instantly there is a whoosh of flame. Then billows of heavy smoke rise out of the bowl. They are followed by thinner, curling wisps...

LEMORA leans in, inhales lengthily, lets it out and nods to the CHILDREN.

MEDIUM SHOT - CHILDREN SEATED ABOUT TABLE

Eagerly they lean their faces over the bowl and inhale.

CLOSE MEDIUM SHOT - LEMORA AND LILA

93 CONTINUED

Slowly opening her eyes, LILA sniffs and sits up. Immediately, LEMORA puts an arm about her.

LEMORA

Breathe in this smoke. It will clear
your vision and sharpen your mind.

LILA does as she is told, blinking several times. The first few puffs cause her to cough.

LEMORA

Don't fight it... Just breathe it in.
That's it... That's right.

LILA takes more and more, finding it easier and easier as she does so.

Suddenly she stops inhaling and, face strained in contortion, bends in two. Her body jerking and giving herself up to the dry heaves.

Putting an arm about her shoulders, LEMORA smooths down her hair at the sides of her temples while speaking soothingly.

LEMORA

There... there. You've never done this
before. It'll feel bad for just a little
while longer and then you'll feel so
good you won't believe it.

LILA's heaves become quieter, eventually subsiding and, once more, she leans back against the couch, breathing returning to normal, eyes attempting to focus.

94 P.O.V. LILA - HAZILY ABOUT THE ROOM

Out of her hazy vision, some pictures of the scene before her swim into focus. The children are giggling and rolling around on the cushions.

A little boy and little girl are moving their arms slowly up and down each other's bodies-- grazing each others arms and legs with their fingertips.

A little boy leans his head back, stretching back his neck and a little girl bites him on the side of his jugular vein causing him to squeal and twist about.

A little boy and a little girl are lapping the face of a third girl, licking their tongues on her cheeks, in her ears and in her eyes.

SWISHPAN TO:

94 CONTINUED

The center of the room. LEMORA is twirling one of the blindfolded CHILDREN while the others run and hide themselves around the room.

The CHILD stops turning, lifts his head up as if trying to sense something and then slowly pivots his body to face LILA on the couch. It is the same child who remarked on how pretty her skin was previously.

95 REVERSE ANGLE - LILA

Squeaking in panic, in which some enjoyment is mixed, LILA jumps up and tries to avoid him, but doggedly he pursues her about the room, almost seeming to second guess her next move, while the rest of the children, secreted under tables and chairs, giggle uncontrollably.

As the game progresses, the LITTLE BOY gradually corners her into a nook from which she cannot escape.

96 CLOSE SHOT - LILA AND THE BOY

As he reaches out to touch her, she gives a little panicky gasp. His hand extending towards her breast comes into contact with a silver cross worn around her neck on a chain that has come out of her black robe during her exertions.

As soon as his hand makes contact with the object, there is a slight spark and he pulls back his hand with a "yowtch". Then, gripping on to his burning palm, he rolls about on the floor howling, ripping off his blindfold.

CHILD

She burned me!

LEMORA rushes to the child and tries to calm him.

LEMORA

It was just static from the rug.
Don't be a crybaby.

97 LONG MED. SHOT - WIDE ANGLE - LIVING ROOM

All the CHILDREN come out of their hiding places and inch away from LILA with suspicious frowns.

97 CONTINUED

Instantly, there is the sound of a window smashing.
LEMORA jumps up and runs out into the hall.

98 INT. HALLWAY - NIGHT

LEMORA rushes out into the middle of the hall and goes
to the door leading to the room across the way.

She unlocks it and goes inside, LILA and THE CHILDREN
behind her.

99 INT. VICTORIAN BEDROOM - LOOKING THROUGH DOORWAY

It is another heavy, Victorian bedroom. On the baseboard
of the bed is a huge gilt "L". The walls are hung with
strange pennants and scrolls marked with occult arcana.

A sheet on the bed is torn out from the bed frame and
pulled over, revealing what appears to be dirt instead of
a mattress beneath it. On the sides of the bed are
broken straps. The window is broken.

Immediately, LEMORA flips the sheet back to cover the
dirt. LILA goes up to LEMORA.

LILA

My father was here wasn't he? Something's
got him. He was tied and they cut him loose.

LEMORA turns and faces the children.

LEMORA

Find him children. Tell the others.

100 INT. LEMORA'S BEDROOM - REVERSE ANGLE

She ushers the CHILDREN out of the room. We hear them
go through the door and out into the night.

LILA

Those things from the woods got him
didn't they?

LEMORA

No one's got him. No one cut him loose.
He broke loose.

LILA

He couldn't do that-- he was dying.

100 CONTINUED

LEMORA

He was running a high fever. Sometimes he became delirious, had fits. That's why he was strapped down. This time the attack was just too strong.

LEMORA turns and looks out the window again.

LEMORA

Right now he's probably out there in the woods running wild...

She brings herself back and looks at LILA.

LILA

I want to help find him.

LEMORA

That's too dangerous.

LILA

But the children...

LEMORA

--Those children have already had the disease. They're immune. Don't worry they'll get him before it's too late.

101 INT. LIVING ROOM - FULL SHOT

LILA, in the background, is seated on the couch still drugged but pensive.

LEMORA, in foreground, is by an old fashioned wind up phonograph in the corner. LEMORA begins winding the phonograph.

LEMORA

We need some music to cheer us up.
Do you like dancing?

LILA

Oh, no. I mean... I never have.
I'm not supposed to.

LEMORA

Why not?

LILA

It's a-- pastime of the devil.

SHOOTING OVER LILA'S SHOULDER - LEMORA

LEMORA

(laughing)

Do I look like a devil? Do you see
any horns? A tail?

LILA smiles and looks away embarrassed, as LEMORA puts
the needle down on the record.

From the trumpet horn comes the wild swirling sound of
a gypsy violin orchestra playing a diabolical czardas,
alternately frenzied and melancholy.

Breaking into movement on a soaring note, LEMORA begins
dancing around the room, before the amazed eyes of LILA.
As she lets herself become totally immersed in the music,
her eyes glaze over and her lips part in a smile of pure
physical pleasure. Her body twists and lunges, coils and
uncoils, pirouettes and leaps. THE CAMERA is glued to
her every movement.

During the dance, she seems to pass through every human
emotion: whimsy, anger, sensuality, sadness, gaiety and
serenity.

Rushing towards LILA, LEMORA grabs hold of her and whirls
her about. The flames from the fire and the gaslamp dance
on the wall as their shadows spin madly together.

CLOSE UP LILA

The record ends. LILA is gasping for breath but her eyes
are sparkling and her cheeks are flushed.

CLOSE MED. SHOT - LILA AND LEMORA

LEMORA

See? You just give your whole body up
to the music.

LILA

The... Reverend... would die if he knew
that I...

101 CONTINUED

LEMORA

Is fun evil? The real sin, is for
a girl to shut herself off from life
and joy, especially if her movements are
as supple and sensuous as yours.
And if she's so lovely.

LILA, pleased, blushes slightly.

LILA

Vanity is a sin.

She stifles a yawn.

LEMORA

Are you tired?

LILA nods.

LEMORA

Good because I have your bedtime bath
all ready for you. It's what you need
to really make you sleep.

102 INT. LONG SHOT - LILA AND LEMORA ON EITHER SIDE OF SCREEN

Pulling out an old fashioned bathtub from the corner,
LEMORA dips a pail into the cauldron of hot water and then
pours another pail-full into the tub.

LEMORA

Hurry up and get undressed before the
water gets cooler.

As she pours another pail-full into the tub, LILA remains
motionless.

LEMORA smiles at her shyness.

LEMORA

Well? I hope you're not embarrassed
in front of another woman... are you?

LILA shakes her head and begins unbuttoning her blouse
self-consciously.

At this point, a WHITE GHOUL FACE appears at the window
behind them-- watching, then vanishes.

103 MEDIUM SHOT - LEMORA - LILA REFLECTED IN MIRROR

As LEMORA pours successive pails of water into the tub, she covertly watches LILA undress.

LEMORA puts herbs into the tub.

LEMORA
These will relax you-- soothe you.

CAMERA PULLS BACK including LILA. LEMORA comes forward, helps LILA into the tub, and begins washing her.

CAMERA MOVES IN framing them in a tight TWO SHOT.

LEMORA
Now doesn't this feel good? Just relax
and let me take over. What an exciting
figure you have... You must be very popular.

LILA shakes her head. LEMORA begins to unfasten the cross from around her neck.

LEMORA
(trying to distract LILA)
Oh, come on.

LILA shakes her head, disturbing LEMORA's efforts to release the cross.

LILA
No I'm not. The other girls don't like
Me... I never know what to say to them.
I feel so different.

CAMERA GLIDES around them, framing them in a separate world.

LEMORA
Of course you're different. You're
better and they know it. That's just
jealousy. But what about the boys?
I bet many of them are in love with those
serious eyes. How many have you kissed?

LILA blushes furiously. LEMORA has just about got the cross unfastened when LILA turns around to face her angrily.

LILA

None. Boys are just dirty minded and silly. I hate them.

LEMORA

Well, sometimes they can be amusing. After all, a charming girl like you is bound to interest many men. One day when you realize the power that you have, you'll see how right I am.

Finally LEMORA lifts the cross off LILA without her knowing it... LEMORA begins to wash her shoulders and massage them gently.

LEMORA

Don't be so modest. I'm not fooling you. Why, if you knew how your father spoke of you, you'd think he was madly in love with you himself.

THE GHOUL FACE appears once more at another window.

LILA

He does love me. No matter how bad and evil he's been or how many lies he told he never was mean to me or hurt me.

LEMORA

Never?

Idly, she washes her; LILA begins to give herself up to the pleasant soaping sensation.

LILA

Only when I was little and he picked me up. Then his beard would scratch.

She slowly puts her hand to her cheek reliving the sensation.

LILA

It didn't hurt that much but I pretended it did and then he'd call me his little princess.

She giggles childishly to herself. THE CAMERA CONTINUES to REVOLVE ABOUT THEM.

103 CONTINUED

LEMORA

So... Even after you knew about him
you couldn't help but love him.

LILA

I... I guess so. Do you love him too?

LEMORA

(smiling)

The way I feel about your father... I
had the same kind of feeling when I
first saw you. Only I like you much
better.

LILA

Did he love you right away?

LEMORA

Oh yes, if someone has it in them to
love me, they love me from the minute
they see me... Sometimes, they don't
even know it.

Again, the face of the GHOUL appears. This time he is at
the window nearest LEMORA and LILA.

Because of his closeness, it is almost possible to make
out who he is, but the pane of glass and the misshapen
face prevent it.

104 MED. SHOT - LEMORA, LILA AND GHOUL AT WINDOW - ANOTHER ANGLE

Again, the GHOUL ducks out of sight as LEMORA fetches a
pail of water to rinse off LILA. She comes back to the
tub and raises the pail.

LEMORA

Stand up.

LILA does so and LEMORA rinses her off.

LEMORA

All right. All done.

LEMORA holds out a bathrobe for LILA who steps out of
the tub allowing herself to be wrapped up and dried off.

LEMORA

Can't have you catching cold. Are you
all dry?

104 CONTINUED

Inadvertently in her drying, she tickles LILA who squeals suddenly with laughter.

LEMORA

Oh... so you're not serious all the time.

CLOSE SHOT LEMORA AND LILA - HANDHELD CAMERA

CAMERA MOVES ABOUT THEM as LEMORA tickles her more, causing her to twist and giggle. Finally they end up wrapped around each other laughing... (End HAND HELD CAMERA)

Directly behind them at the window there appears the same GHOULISH FACE, disfigured and hairy.

Her arms about LILA, LEMORA bends down and kisses her on the neck, giving her a playful little nip as she does so. The GHOULISH FACE disappears from view. . .

LEMORA

Now I have a surprise for you. Stay right here.

She exits frame. And we hear her steps traveling out of the room, a door opening and closing.

Left alone, LILA, wanders over to a table across the room and picks up a large, heavy book from off its surface, CAMERA PANNING WITH HER.

She goes to the fire and opens the book. There is the sound of a window opening.

105 INSERT BOOK

The print is in a heavy Latinate script accompanied by illustrations and diagrams. There is a strange type of cross on which a youth is hanging, breast cut. Underneath several unearthly figures are lined up with open mouths, trying to catch the blood dripping from the youth's wound.

Suddenly a shadow falls across the book's pages. CAMERA TILTS UP TO:

A MALE FIGURE half-hidden in the shadows, the clothing hanging off him in tatters.

106 MEDIUM SHOT - LILA AND MALE FIGURE

106 CONTINUED

LILA
(tentatively)
Father?... Father is that you?

She comes closer.

LILA
I forgive you father... I'll pray
for you... Don't you...?

She steps forwards with her arms out to embrace him
for security...

107 CLOSE UP - MALE FIGURE

All of a sudden, a log falls in the fireplace and a flame
Flares, lighting his face more... It is the FATHER-- The
ghoul face seen at the window-- but horribly misshapen
with loose hanging lips and yellowed fangs...

108 CLOSE UP - LILA

She recoils in horror. Mouth opened in disbelief, eyes filled
with fear... and can only shake her head slowly to and
fro in denial of what she sees.

109 MEDIUM SHOT - LILA AND. FATHER

As the FATHER lunges for LILA she wheels away screaming.
He manages to rip at her robe, slashing her shoulders with
his long sharp fingernails.

He begins to chase her around the room, LILA dodging in
and out behind furniture. Finally, she runs into the hall,
THE GHOUL FATHER right behind her.

LILA
LEMORA! LEMORA!

110 INT. HALL - HAND HELD

Pursued by him, LILA dashes down the hall.

111 INT. KITCHEN - FULL SHOT - OLD WOMAN AT THE TABLE

Seated at a kitchen table, THE OLD WOMAN is slicing raw
organ meat with a cleaver. LILA runs into the kitchen
and tries to hold the door shut but she is forced to
give way.

She runs behind the OLD WOMAN. THE FATHER runs in and
the OLD WOMAN raises the cleaver but, before she can
strike, THE FATHER plunges his fingernail into her neck...

111 CONTINUED

With a horrible gurgle, THE OLD WOMAN releases the cleaver and falls to the floor.

MEDIUM SHOT - SHOOTING FROM BEHIND FATHER TOWARDS LILA

He is just about to lunge having cornered LILA, when LEMORA comes rushing into the frame with a burning torch.

THE FATHER turns around and as he does so LEMORA thrusts the flaming end into his face...

CLOSE UP FATHER

There is a sizzling sound, a hoarse animal yell and THE FATHER jerks back his face-- hideously burned. Shrieking, he runs to the window, crashes through the glass and runs off into the night...

112 INT. KITCHEN - MED. SHOT - LILA AND LEMORA

In the background, LEMORA watches him disappear. Then she turns to LILA and opens her arms wide.

LILA runs to her, allowing herself to be enfolded in LEMORA's embrace. The tears that, to this time have been cut off by shock, now course down her face. She sobs wildly. In back of them on the floor the OLD WOMAN is still in agony.

LEMORA

There. There. Let it come. Don't hold back.

LILA

(crying bitterly)
What's wrong? What's wrong?

LEMORA

You're safe now. That's all that matters.

Arms about her, LEMORA leads her out of the kitchen.

113 INT. HALLWAY - CAMERA TRUCKING WITH LILA AND LEMORA

LEMORA

Nothings wrong now. Everything's all right.

LILA

(shuddering)
But he was like one of those things in the woods. What happened to him?

114 INT. LIVING ROOM - MEDIUM SHOT - LILA AND LEMORA

They walk towards the couch and sit down. LEMORA strokes LILA gently to comfort her...

LEMORA

(coldly)

I don't know... starting a year ago right after joining us some people would become ugly, beast-like. Even their language degenerated. They kept to themselves, wouldn't wear clothing or live indoors and then, one day, they just vanished. Into the woods...

Her face becomes hard, her tone sounds like flint.

LEMORA

Now they must be stopped-- killed.

LILA

(timidly)

Will you kill father?

LEMORA

I'll have too. Do you want him to kill you? Or me?

LILA snuggles closer to LEMORA.

LILA

N-no.

Leaning in to LEMORA, she buries her head in the other's breast and bursts into fresh sobs. For the first time LEMORA notices the wound given LILA by the GHOUL FATHER.

LEMORA

Did he do this?

LEMORA traces her finger lightly along the wound. Wincing, LILA nods.

Instantly LEMORA places her lips against the wound and begins to suck with such force that LILA cries out and twists away. LEMORA pulls her mouth away, dazed. Hurriedly, she tries to explain herself.

LEMORA

It's like a snake bite-- I had to...

114 CONTINUED

Unsteadily, LEMORA gets to her feet, CAMERA PULLING BACK to keep her in frame. She crosses to the tub and picks up some of the herbs.

LILA

That are you doing? What's wrong?

LEMORA turns to the couch, CAMERA PANNING WITH HER.

LEMORA

Nothing. The poison-- it's just very strong.

She applies the dried herbs to LILA's cut.

LEMORA

There. I only hope I did it soon enough.

Getting up, she bends down and lifts LILA up in her arms. Then exits frame right.

115 INT. HALLWAY - LEMORA CARRYING LILA TOWARDS THE STAIRS

LEMORA

When I was your age the things I liked best were hearing stories and having my hair brushed. Shall I do them for you?

LILA

Yes ma'am.

LEMORA

You must call me Lemora.

LILA

Yes... Lemora.

116 LONG SHOT - STAIRCASE - SHOOTING UP TOWARDS SECOND FLOOR

LEMORA, carrying LILA in her arms, ascends the stairs. The dirge-like eerie melody of the OLD WOMAN's song is heard softly...

116 CONTINUED

LEMORA

(quietly)

Once upon a time a little girl was
born far across the sea in a little
town much like the ones around here.
But, even though she was beautiful and
loved by almost everyone, she became
frightened...

117 REVERSE ANGLE - LOOKING DOWN STAIRS FROM SECOND FLOOR

LEMORA is carrying LILA in her arms like a sacrificial
offering.

LEMORA

She couldn't help feeling that something
was after her and she ran away. Just
like a lot of people who don't want to
accept what they truly are.

LILA

What was wrong?

LEMORA

She didn't know.

As they get to the top of the stairs, CAMERA PULLS BACK
keeping them in frame.

LEMORA

Then came the blackouts. At first for
just a few moments. Soon they were
lasting for hours and so she kept running...

118 INT. LILA'S ROOM - SHOOTING FROM ACROSS ROOM TO DOOR

Carrying LILA into the room, LEMORA goes over to the bed
and, letting her down on it, helps her into a nightgown
on the bed next to a brush and an exotic robe.

LEMORA

...running from what she knew she was
until she couldn't run anymore. That's
when she came here.

LILA looks up at her from the bed, as LEMORA begins to brush her hair.

LILA

That little girl is you, isn't it?

LEMORA

Maybe.

LILA

Are all those children yours?

LEMORA

Yes.

LILA

What happened to your husband?

LEMORA

I don't have a husband. They're all adopted. But none of them are as nice as you are... or as lovely.

LILA

(almost slyly)

As lovely as Mary Jo?

LEMORA starts. She grabs LILA's arm, hard.

LEMORA

Who told you about her?

LILA

The... the old woman.

LEMORA relaxes and releases her arm.

LEMORA

Oh.

LILA

Who is she?

LEMORA

She's gone now.

LILA

What was she like?

LEMORA

(with sudden bitterness)

Just a weakling who couldn't stand love.

Abruptly changing the mood to gaiety LEMORA snatches up the exotic gown and whirling around, holds it up to her chin in front of LILA.

LEMORA

Look, this is for you. Isn't it beautiful?
Tomorrow you and I will become blood
sisters and will have a big ceremony... Then
all my power, all my beauty, all my life
will be yours to share.

LILA

What kind of ceremony? You mean in a
church.

LEMORA

Yes.

LILA

Baptist?

THE CAMERA MOVES IN TO LEMORA, putting her in foreground.
Eerie shadow light flickers on her face.

LEMORA

(a small laugh)

Oh, no. Much more ancient than that.
The Church that all the others came from.
A ceremony that goes so far back no one
knows when it began.

LILA

What's it like?

LEMORA

It's strange-- when you're going through
it, it's so intense that sometimes you
feel like you're going to die. But you
don't! You live! Better than you've
ever lived before!

LEMORA turns to LILA who looks up at her with drooping eyes
and smiles dreamily...

LILA

Lemora... You're so nice to me...

LEMORA smiles and begins to brush LILA's hair very softly,
humming to her at the same time-- crooning an ancient lullaby.
Under its influence, LILA falls asleep. When she begins to
breathe deeply, LEMORA bends over and kisses her on the lips...

FADE OUT:

119 FADE IN: DREAM SEQUENCE - SOFT FOCUS

LILA, vulnerable and naked-looking, wearing a pair of diapers over a flesh colored body stocking is rocking gently to and fro in a white hammock.

Above her, looking down lovingly is the giant head of THE REVEREND which fills the entire screen making LILA look fly-like in comparison. He wears a Christ-like beard.

LILA reaches up and stokes his beard. Immediately, THE REVEREND closes his eyes and begins to pray. The words we hear are not in sync with his lip movements.

REVEREND'S VOICE

"Deliver me from this strange woman who
flattereth with words
For her house inclineth towards death
and her paths unto the dead..."

At this point, THE REVEREND'S head changes into that of THE TICKET TAKER who stares at her curiously. THE TICKET TAKER'S FACE then changes to that of THE MAN IN WHOSE CAR LILA WAS A STOWAWAY. He looks at her with a curiosity more sexual than the other. In turn his face changes to that of the DRUNK MAN IN TOWN WHO ASKED HER IF SHE WANTED A GOOD TIME. As before, he is openly leering at her.

His face changes to that of the OLD WOMAN'S who seems to move closer to her. LILA gasps soundlessly. THE OLD WOMAN'S face changes in rapid succession to all of those of the CHILDREN who, in turn, change to the GHOUL FACES she saw outside the bus. These finally culminate in the head of her GHOUL FATHER who stares down at her with cruel blood lust and gnashes his fangs, trying to devour her.

Silently she screams, and his face turns into that of THE REVEREND once more, who again looks down at her saintly... Gradually, his face dissolves into that of LEMORA who, more than any of the others, has the most devilish appearance.

LILA's scream bursts into sound.

120 CLOSE UP - HEAD OF LILA'S BED

LILA's face pops into frame as she starts awake-- eyes staring, the moonlight streaming across her face. Her nightgown is down around her shoulders.

She begins to whimper-- a hand touches her on the shoulder, she turns.

121 P.O.V. LILA

THE CAMERA PANS up the hand to discover LEMORA looking down at LILA with a half smile on her lips.

LEMORA

You were screaming Lila. You were fighting something in your dream and opened up your wound.

LEMORA bends down to LILA's shoulder and laps the blood from her wound.

LEMORA

This will stop the bleeding.

LILA is very tired. Under the persistent caress, her eyes droop slowly closed until she is asleep. Once more, the screen goes black.

FADE IN:

122 EXT. DAY - BUS DEPOT - NORTHPARK

THE REVEREND drives up in his car. Parking at the curb, he gets out and goes into the depot.

123 INT. BUS DEPOT - FULL SHOT

THE REVEREND-- more haggard and worn since we saw him last, walks through the doors and up to the counter where THE TICKET TAKER is reading a spicy pulp magazine. The paper next to the counter reads: "Constant Disappearances Baffle Police."

The ticket taker puts down the magazine.

TICKET TAKER

Yep?

REVEREND

I'm looking for a little girl--

TICKET TAKER

(wearily)

We're all out. Try the schoolyard.

REVEREND

(ignoring him)

She may have taken a bus here last night. This is her picture. Think hard if you...

123 CONTINUED

The TICKET TAKER takes the picture...

TICKET TAKER
That's her! That's the one. I thought
I'd seen her. Lila Lee-- The Singin'
Angel. Hmm...

The dialogue gets faint... The CAMERA pulls back.

REVEREND
What bus did she take?

TICKET TAKER
The Northpark-Lonsdale... But I dunno
where it went to or where it was last
night. Sometimes it...

FADE OUT

FADE IN:

124 INT. LILA'S ROOM - LATE DAY - CLOSE UP LILA

LILA's face is covered by the last rays of the sunset.
Hearing a buzzing, she opens her eyes.

125 P.O.V. LILA - CLOSEUP WINDOW

A horsefly is batting against the window panes. There is
a slam of a door from downstairs and footsteps coming
up the stairs. CAMERA SWISHPANS OVER TO DOOR:

LEMORA'S VOICE
She's still asleep?

CHILDREN'S VOICE
Yes. That's right. We just saw her.

LEMORA'S VOICE
I can't wait any longer. Bring me the boy
they took in last night. Then I can go slower
with her.

The CHILDREN'S VOICES buzz excitedly.

LEMORA'S VOICE
Hush! Stop talking and hurry up!

Pairs of footsteps patter down the stairs, a more measured
tread following after them.

126 MEDIUM SHOT - LILA IN BED

She gets up but cannot find her suitcase. After looking around the room she goes to the bureau and opens the drawers. They are empty. She goes to the closet.

INT. CLOSET - LILA

Nothing there. She lights a match and looks way into the back shelf. There is an old book which she takes down.

127 INSERT: OPEN BOOK - SEEN BY MATCHLIGHT

The title page reads: Mary Jo Spinks, 13 years, 1892.

MED. SHOT - LILA

CAMERA PANS WITH HER as she goes to the window to see by the dying outdoor light.

INSERT: OPEN BOOK

LILA's hand turns the pages and stops at random.

"Sept. 12. Pa won't leave yet.
Lemora must like him 'else why,
why put us up and be so nice to
me when she's been all over the
world and I don't know what. She
sure knows stories. Will pray for
mama's soul in heaven before I sleep
tonight."

LILA's hand flicks by some more pages and stops again.

"Sept. 16. She says I am her
daughter and will give me everything.
I think I love her but I'm scared. I
don't know if bad things are there or
if it is all in my head. Why isn't
daddy home yet?"

Impatiently, LILA's hand flicks through to the end before stopping.

"Sept. 22. I swear to God I won't give
in again. She'll never make me do anything
again. I feel scared but I have to do it
now. I won't be able to stand it if it
hurts too much. Help me God I feel so alone."

127 CONTINUED

Far away shouts and cries become steadily louder.

128 MEDIUM SHOT - LILA AT WINDOW

She looks out the window.

129 P.O.V. LILA

The CHILDREN are dragging the crying BOY to the house.
They disappear around the corner of the house.

130 MEDIUM SHOT - LILA

She moves quietly, swiftly to the door and listens.
We hear the downstairs door open. There are the CHILDREN'S
voices mixed with LEMORA's. Another door closes.

LILA cautiously opens the door, then slips out and closes it.

131 MED. SHOT - SHOOTING UP STAIRS FROM FRONT DOOR

LILA creeps down the stairs quietly and goes past LEMORA's
closed door, hearing murmurs inside. By the door are
two newly made coffins. CAMERA PANS WITH HER as she goes
out front door.

132 P.O.V. LILA

Several high priests in cloaks are approaching the house
from the road.

133 EXT. DUSK - SIDE OF HOUSE - LILA

Hugging the house, LILA creeps around its side, unobserved.

134 EXT. BACK OF HOUSE - MED. SHOT

As LILA comes around the back of the house, she stops and
looks over the landscape.

135 P.O.V. LILA - LONG SHOT

No figure is visible to break the stillness.

136 MED. SHOT - LILA IN BACK OF HOUSE

136 CONTINUED

We can hear BOY and LEMORA's voices in conversation. Looking up, she sees a window slightly above her.

Getting up on a stone by the side of the house, LILA looks through the window.

137 P.O.V. LILA - LOOKING THROUGH WINDOW

Seated on the bed, LEMORA leans into BOY speaking seductively to him, giving him small caresses, playing with his hair, etc. THE CHILDREN are grouped around them watching. On the sound track, we hear the eerie humming melody very softly.

LEMORA encourages BOY to feel her hair. She then takes his hand and runs it down the side of her face. She brushes his fingertips across her lips. He looks at her, transfixed. She continues moving his hand down to the throat. Her eyes close as she is shook by a spasm of pleasure. She leans her face forward as if for a kiss. Then, without warning--

She grabs BOY and, baring her fangs, sinks her teeth into his neck. As the teeth go down--

LILA screams at the top of "her lungs.

138 INT. LEMORA'S ROOM - SHOOTING TOWARDS WINDOW

LEMORA, holding BOY is in the foreground, behind them can be seen LILA's face at the window. As LEMORA bites into BOY's neck, he lets out a tremendous scream. LILA, outside the window, also screams.

LEMORA raises her face up from BOY's neck as an animal might do, alerted to danger while in the act of feeding.

She looks around and catches sight of LILA's face in the window.

139 O.S. SHOT - LILA LOOKING AT LEMORA - THROUGH WINDOW

LEMORA stares at LILA, her mouth opening surprised, the blood smeared upon her chin. For a long moment, they do nothing but stare at each other.

140 OVER SHOULDER LILA - LOOKING AT LEMORA THROUGH WINDOW

The CHILDREN run towards the window. LEMORA drops SETH and makes for the door. LILA turns and rushes past CAMERA.

141 EXT. LONG SHOT OF BACK OF HOUSE - FROM TALL GRASS

LILA rushes blindly through the tall grass towards THE CAMERA.

142 EXT. DUSK - TALL GRASS - CLOSE UP LILA

CAMERA is at ground level and MOVING WITH LILA as she crawls, belly down through the tall grass, sobbing in panic and fright. Suddenly she freezes, from far off comes the sound of LEMORA's voice calling to her.

Slowly she turns around.

P.O.V. LILA

At the edge of the tall grass, LEMORA is pacing back and forth, scanning the grass up to the woods, THE CHILDREN moving with her.

LEMORA

Li-la... Li-la... Come here.
Come back... Don't be frightened.
I want you... we all want you...
You'll be safer with us. It will
be dangerous here soon... LILA! LI-LA...

She stops-- waits for a moment-- and then calls to the CHILDREN, pointing to the woods.

LEMORA

Find her! Find her Children!

As the CHILDREN, setting up a shout, run towards LILA's hiding place, THE CLOAKED PRIESTS come around the side of the house and join in the hunt.

143 MEDIUM SHOT - LILA IN TALL GRASS

Breaking cover, she runs for the woods and is swallowed up in them.

144 EXT. WOODS - DUSK

THE CAMERA PANS WITH LILA as she rushes through the

144 CONTINUED

undergrowth, the cries of her pursuers ringing in her ears.

145 EXT. DUSK - ANOTHER PART OF THE WOODS

LILA runs into a small clearing exhausted. The cries behind her are as loud as ever and she is staggering. She pauses, wondering where to hide herself. Frantically she looks around, then stops.

P.O.V. LILA - A LARGE TREE

EXT. DUSK - MED. SHOT LILA

She runs to the tree, CAMERA PANNING WITH HER, and quickly scurries up its trunk into the branches, where she hides herself.

146 O.S. LILA - FROM THE TREE LOOKING DOWN

All the time the sound has been getting louder. Now her pursuers break into the clearing, pause a moment, and then take off again, supposedly after LILA. LILA breathes a sigh of relief and begins to make her way down the tree when she hears someone else coming through the underbrush.

Immediately, she flattens herself against the tree. A WOOD GHOUL breaks into the clearing, carrying a spear, going in the same direction as the group which has just passed. However, he stops and slowly turns, sensing a presence. As he does so, we can identify him as LILA's FATHER.

CLOSE UP LILA

She gasps, terrified.

OVER SHOULDER LILA - LOOKING DOWN FROM TREE

THE GHOUL FATHER has begun to slowly, experimentally, sniff the air. As he does so, he becomes more and more excited, narrowing down the area where LILA is hiding. Finally, he stops and turns slowly and surely towards the tree. Raising his head, he tries to peer through the branches.

CLOSE UP LILA

She is terrified.

147 O.S. LILA - LOOKING DOWN TREE TRUNK - TO GROUND

THE GHOUL FATHER begins to climb steadily up the tree. LILA, scared out of her wits, begins to scream and scream...

147 CONTINUED

CLOSE MEDIUM SHOT - LILA

She is screaming as THE FATHER, practically on her, comes into frame. As he reaches out to grab her, a stone hits him on the back of the head and, with a groan, he falls out of the tree.

OVER SHOULDER LILA - LOOKING DOWN

Stepping into frame next to the body of THE FATHER is another WOOD GHOUL. He kicks at the FATHER and then looks up at LILA. He begins to climb. As he does so, THE FATHER springs up and grabs him. They begin to fight.

MEDIUM SHOT - LOOKING UP FROM GROUND - TO LILA

THE GHOULS are fighting in the background. LILA carefully descends the tree unobserved, CAMERA TILTING DOWN with her. She runs off exiting frame.

EXT. NIGHT - ANOTHER PART OF THE WOODS - LILA RUNNING

LILA is panting with exertion. She can no longer hear the sounds of the fight in back of her. Looking over her shoulder she hurries on, running towards the CAMERA.

Then she stops-- hearing voices in front of her. CAMERA PANS WITH HER while she makes her way cautiously through the forest vegetation. Stopping again she parts some bushes and looks out.

148 P.O.V. LILA - COMPOUND

All she can see is the back of a squat, rectangular building.

REVERSE ANGLE - SHOOTING FROM SIDE OF BUILDING TOWARDS LILA

Slowly, LILA comes through the underbrush and creeps towards the building, going around one side.

CLOSE SHOT - LILA

Hugging the side of the building, she begins to make her way around it, towards the direction of the new voices, when a misshapen hairy hand shoots down into frame, snatching at her. Gasping, she jumps back.

CAMERA PULLS BACK to reveal a high barred window towards the building's roof. Several arms reach out to her. Wild eyes look madly about trying to get a view of her. Guttural animal sounds cry out to her. It is obvious that the place is full of WOOD GHOULS.

Quickly, she goes around the building to the other side.

OTHER SIDE OF BUILDING - SHOOTING TOWARDS LILA

Gaining the other side of the building, she makes her way along the wall and peers around the edge. CAMERA PANS WITH HER until it is looking over her shoulder.

Backed up, practically touching her, is the end of LEMORA'S BLACK HEARSE. LEMORA'S WHITE FACED CHAUFFER is at the wheel; the motor is running.

LEMORA, in full ceremonial dress, richly embroidered gown and regal tiara, stands talking to two SLOUCH HATTED GUARDS who carry pointed spear stakes. They are surrounded by the pursuing CHILDREN and the PRIESTS who also carry spear stakes.

LEMORA
I'm going into town...

CLOSE UP LILA

Hearing these words, she turns and looks at the hearse.

148 CONTINUED

LEMORA'S VOICE
Kill the things in there now and...

MEDIUM SHOT - LILA

CAMERA PANNING WITH HER she moves carefully over to the hearse and opens the back doors unseen by the driver.

LEMORA'S VOICE
...any others you might find later.
Every one of them must be exterminated.
And that girl is around here somewhere.
If you let her escape or allow them to
get to her before you do-- I'll make you
wish you could die!

149 CLOSE MEDIUM SHOT - INT. HEARSE

LILA inside looks out the back windows as the car rolls away.

150 P.O.V. LILA

The small group of guards and CHILDREN watch the hearse go away. All of a sudden, some of them drop, stuck by spears and other figures come out of the woods towards them. A fight ensues but by now LILA can see no more.

151 INT. HEARSE - CLOSE MEDIUM SHOT - LILA

The moonlight illuminates a coffin. Slipping the top off it, so as to give her enough room in which to get inside, LILA lowers herself into the dirt-filled bottom and pulls the top shut, until just a sliver of moonlight illuminates her eye.

SHOOTING AT THE BACK OF HEARSE

The hearse rolls down the wooded path towards the road, disappearing in the darkness.

152 EXT. NIGHT - ROAD TO TOWN

As the hearse emerges from the woods, it turns right going towards ASTAROTH.

CLOSE UP LILA - IN COFFIN

Her eyes still illuminated by moonlight, she looks up through the crack made by the coffin top.

153 EXT. NIGHT - HEARSE DRIVING INTO TOWN

The hearse drives towards a knot of TOWNSPEOPLE, ALL WHITE FACED, wearing cloaks.

REVERSE ANGLE - LOOKING OVER TOWNSPEOPLE TO HEARSE

The black car pulls up to them and stops. The SLOUCH HATTED CHAUFFER gets out and, going around, opens the door for LEMORA.

MEDIUM SHOT - BACK OF HEARSE

LEMORA and the SLOUCH HATTED CHAUFFER go around to the back of the hearse and open the doors.

154 P.O.V. LILA - THROUGH CRACK IN COFFIN TOP

Two dark shapes fill the screen. The ceiling of the car comes closer. We can hear the straining breaths of the people lifting the coffin.

As soon as the night sky appears, LILA pushes open the coffin top, and springs out into the midst of the WHITE FACED TOWNSPEOPLE-- running as soon as she hits the ground.

The faces of the surprised WHITE FACED PEOPLE swim and bob up in front of a HAND HELD CAMERA.

155 EXT. NIGHT - SIDE STREET - SHOOTING TOWARDS MAIN STREET

LILA rushes down the main street past tall dilapidated buildings huddled together in the dark.

LEMORA'S VOICE

LILA! STOP!

When she comes abreast of the side street, she hesitates and turns and rushes down it. CAMERA PANS WITH HER revealing her to be running towards a rambling old factory warehouse, dark and abandoned.

LILA rushes to the entranceway and frantically pushes its door.

156 EXT. DOOR OF WAREHOUSE - MED. SHOT LILA

LILA, pushing at the door, finds it fastened by a rusty lock. Frenziedly, she looks about, finds a stone and begins hammering at the lock. The chanting is getting louder.

Tearfully and desperately, she smashes down the stone repeatedly. Finally, the lock falls to the ground, broken. She pulls the door open.

157 INT. WAREHOUSE - JUST INSIDE DOOR

As LILA opens the door, she looks behind her and sees a group of TOWNSPEOPLE turning onto a side street. Catching sight of her, they let out a yell.

157 CONTINUED

LILA slams the door shut. CAMERA PANS WITH HER as she rushes through the darkened warehouse.

158 INT. ROOM IN THE WAREHOUSE

LILA runs into a low ceiling room lined on either side by identical work benches. High windows let in shafts of moonlight. Running through this room, she collides with a metal tray on rollers, sending it crashing into one of the work benches. The sound the impact makes creates a deafening clang.

159 CLOSE UP LILA

As the echoes from the crash die out, she holds her breath straining to listen. For a moment there is a silence... Then the pattering of footsteps coming towards her. CAMERA PULLS BACK WITH HER as she turns and runs away.

160 INT. ANOTHER ROOM OF WAREHOUSE

LILA runs into a room filled with heavy machinery—rusted and unused for years. A beam of moonlight falls across a staircase in one corner of the room.

Hearing the steps behind her, LILA rushes over to it and scampers up. CAMERA TILTS UP following her as she gains a steel balcony that extends half way around the room. Ranging the length of it are several glass faced offices formerly used by section bosses to oversee the work below them on the main floor. Opening the door to one, she rushes in.

161 INT. DARKENED OFFICE

The few furnishings in the room, two chairs and a splintered flat top desk, are covered by dust. On the wall hangs a calendar, the kind with a tear sheet for every day. The sheet showing reads: Aug. 14. The year seen above it is 1921.

162 P.O.V. LILA - LOOKING OUT WINDOW

There is a long drop to the ground.

163 LILA AT WINDOW

The sound of mutterings and footsteps are getting closer. She looks over her shoulder and then back at the window.

163 CONTINUED

Biting her thumbnail in almost unbearable confusion, she notices that there is a connecting door to the next office-- she walks over and opens it.

THE CAMERA REMAINS in the first office looking through the open connecting doorway as she progresses through the other office in the same manner, i.e. each of them has a connecting door.

164 INT. OFFICE - MED. SHOT LILA

LILA is inside the last office. It is totally barren. Looking out the glass window she sees, leading up from the metal balcony, a brief row of steps that connect with a catwalk which transverses the entire length of the room, ending at the other side where there are several open windows. On the balcony there is a sign: TAKE CATWALK TO FIRE EXIT.

LILA opens the door leading to the balcony and creeps out.

Down below on the main floor, LEMORA enters and begins questioning a white faced man who is searching around the machinery.

As quietly as possible, LILA goes up the stairs and then, lying full length on the catwalk, begins to slowly inch her way down it.

165 P.O.V. LILA - THROUGH METAL SECTIONS OF CATWALK

LEMORA is now grouped around several WHITE FACED TOWNSPEOPLE directly underneath her.

We hear LILA's soft breathing. CAMERA TRAVELS slowly along the catwalk imitating LILA's progress.

166 FULL SHOT - LILA - CAMERA FACING HER

As she moves along, she hears a new sound-- different from the whisperings and footsteps below. It is quite close to her-- a definite squeaking. LILA freezes.

167 P.O.V. LILA - ALONG CATWALK

Emerging from out of the shadows is a large rat. It stops and looks directly at her.

168 CLOSE UP LILA

She is terrified.

169 CAMERA LOOKING OVER RAT - TOWARDS LILA

Slowly, she reaches back and removes her shoe. Then, holding it in her hand, makes brief jabs towards the rat. The rat attaches itself to her shoe.

With a reflexive movement, she strikes it against the side of the catwalk.

170 CAMERA BEHIND LILA - LOOKING DOWN

The sudden impact dislodges the rat from LILA's shoe. With a wild shattering squeal, it falls off the edge of the catwalk.

Alerted by the noise, LEMORA stares upwards to where LILA is lying. There is a rush for the stairs at the end of the room.

LEMORA
(enraged)

LILA!

Putting her shoe back on, LILA dashes down the catwalk to the open windows at the far side of the building.

171 EXT. NIGHT - OUTSIDE THE BUILDING - LOOKING UP TO THE WINDOWS

Emerging from one of the windows, LILA reaches over and grabs hold of a drain pipe secured at the building's edge. Holding tightly to it, she makes her way to the ground.

172 EXT. NIGHT - ALLEY WAY FACING THE MAIN SQUARE

CAMERA is behind LILA as she runs down the alley way towards the town square.

Several of the TOWNSPEOPLE appear at the end of the alley way moving across the screen carrying torches.

LILA stops and flattens herself against a building, then looks.

One of the WHITE FACED PEOPLE pauses in front of the alley, thrusting his torch out in front of him. He peers inside and, not catching sight of LILA, leaves.

LILA pauses for a moment and then slowly makes her way down the alley to its entrance. Behind her, she hears footsteps and voices. Looking back over her shoulder, she makes her way to the edge of the alley.

173 P.O.V. LILA - LOOKING AT THE TOWN SQUARE

CAMERA PANS slowly around the area; there are no people visible.

CAMERA PANS back to the center of the square and pauses at the hotel. It, like everything else in the town, has fallen into disrepair. The sign reading: ASTAROTH HOTEL is faded.

There is no light showing in any of its windows.

174 REVERSE ANGLE - SHOOTING FROM UNDER THE OVERHANGING PORCH OF THE HOTEL

LILA, giving a last quick look around, runs in and out of shadows, towards the hotel. CAMERA PANS to the right as she gains the edge of the porch and hoists herself up to it. Moving to a window next to the doorway, she peers inside.

175 P.O.V. LILA - THROUGH HOTEL WINDOW

The lobby is deserted.

176 INT. HOTEL LOBBY - LONG MEDIUM SHOT

The lobby covered by a threadbare carpet has a few couches and overstuffed chairs in various stages of decay. There are a couple of withered brown potted palms. Slipping inside, LILA crosses to the hotel desk and leans across it, reaching towards a board on the wall from which hang the various room keys.

Hearing the sound of approaching voices she turns and runs up the old carpeted hotel stairs.

177 SERIES OF SHOTS - LILA RUNNING UP STAIRS TO LAST FLOOR

Walking down the hallway of the last floor, she glances at the room numbers. She finds the right number, inserts the key and pushes it open.

178 INT. HOTEL ROOM - MEDIUM SHOT - LILA

Like the rest of the hotel, the room is furnished in a heavy Victorian style. There is a great commotion from outside. LILA goes to the open window and looks out.

179 P.O.V. LILA - LOOKING OUT WINDOW

Down below, people tied together in bunches are being covered by a large net whose ends are driven into the ground.

There is a shout from directly under the window. A WHITE FACED TOWNSPERSON is pointing excitedly up to the window. He shouts.

180 CLOSE UP LILA,

CAMERA PULLS BACK to frame LILA in MEDIUM SHOT. For a second she stands in fear, then runs to the door and opens it.

181 INT. HALLWAY - LILA RUNNING

LILA runs down the hallway but, hearing the voices and steps coming up towards her, she hurries back, trying other doors which don't open. She is forced back into the room she had left.

182 INT. HOTEL ROOM - MED. SHOT LILA

She locks the door.

Suddenly, the doorknob is rattling and the CAMERA SWISHPANS to it. Harsh voices come from outside the door... More voices have collected outside the door and there is a now a concerted push against it. She runs to the window.

P.O.V. LILA - LOOKING DOWN TO THE GROUND BELOW

There is no one left below.

183 MEDIUM SHOT LILA

She unlocks the window and pushes it open, stepping out on the gutter. Behind her, the door is now beginning to crack and splinter.

184 P.O.V. LILA - LOOKING TO THE GROUND BELOW

It is a long way down.

185 CLOSE MEDIUM SHOT - SHOOTING UP AT LILA

Head tilted back, she continues to look down, fearful of falling. Turning her head, she shuts the window. Inside the room, the door is starting to come off its hinges.

185 CONTINUED

Turning her head to look back down the ledge, she begins inching along, trying every window she comes to. The second to the last is unlocked. Forcing it open she falls through into the room.

186 INT. DARKENED HOTEL ROOM - LILA

She closes the window, runs to the door and cracks it open CAMERA FOLLOWING

OVER SHOULDER LILA - SHOOTING OUT TO HALL

Out in the hall, facing her, is a door with a sign reading: TO ROOF. CAMERA PANS DOWN the hall to the open door of the room she has just left. Angry voices are heard.

CAMERA PANS BACK to the door directly in front of her.

187 INT. HALLWAY - SHOOTING TOWARDS EXIT DOOR

LILA steps into the hall, closes the door behind her and, opening the other door, slips inside.

188 EXT. NIGHT - HOTEL ROOF

LILA emerges onto the roof of the hotel and goes over to a far edge of the building.

189 P.O.V. LILA - LOOKING DOWN OFF THE ROOF EDGE

Almost flush with the hotel is another building some feet below. Its roof is dotted with skylights.

190 SHOOTING UP THROUGH SKYLIGHT - LILA

Through the skylight, LILA is revealed on the hotel roof's edge preparing to jump.

She does so, lands next to the skylight and, losing her balance, falls through it. There is a crash of glass.

191 INT. DARKENED ROOM

LILA, picking herself up from off the floor automatically, raises her arm, which is cut, to her mouth and sucks at it. Then, realizing what it is that she is doing, tears her mouth away from her wound, revolted.

191 CONTINUED

As LILA turns around, she gasps and freezes...

192 P.O.V. LILA - OTHER SIDE OF ROOM

Piled up next to the door are several skeletons, brown and hideous, some with tatters of clothing still on them. One has a hole in the head from a bullet. To one side is a girl dressed in Victorian costume inside a glass box. A hangman's noose is around her neck.

193 CLOSE MEDIUM SHOT - LILA

Gingerly she circles around them as she makes her way to the door. CAMERA PANS with her until both she and the occupant of the glass box are in frame. It is obvious now that the girl has been stuffed and preserved in some way. On her face is a hideous grin and she clutches an upside down cross. Her eyes are glass, her skin is leather-like and there is a note to the side of the glass.

LILA comes forward to see.

194 INSERT: NOTE

Written in an old fashioned hand-- the same hand LEMORA used for her letter to LILA-- it reads: Mary Jo Spinks June 1893.

195 MEDIUM SHOT - LILA

With a grimace of horror she grabs for the door and, wrenching it open, runs out into a hall.

195 MEDIUM SHOT - LILA - HALLWAY

The hall leads her down a stairway.

197 INT. BASE OF STAIRWAY - MEDIUM SHOT LILA

She goes down another hall and goes to a side door. She opens it and looks out.

198 EXT. NIGHT - ALLEY

At the end of the alley appear several torches getting closer. Trying the door she has just come out of, LILA finds that it is now locked. Across the alley is another side door. LILA turns the knob and finds it open...

199 INT. DARKENED HALL

Closing the door behind her, LILA leans against it and pauses to catch her breath. She remains motionless as she hears footsteps pass by outside the door.

Several low voices fade into the distance. LILA makes her way through the darkness. All at once, she hears the door lock behind her, and she stops...

A split second later, another pair of footsteps halt as well. LILA continues to move, then stops again. The footsteps do likewise. Again she starts to move...

200 P.O.V. LILA - BLACKNESS

Suddenly a giant torch flares up. We hear LILA gasp. A pause. Then sliding out of the blackness...

LEMORA'S VOICE
(insinuatingly)

Li-la...

Over the following dialogue, LILA tries to escape but the torch pursues her relentlessly. Against the walls are mirrors which, by their reflections, constantly fool her into thinking there is a light at the end of a tunnel. But instead, she only keeps bumping into an image of herself.

LEMORA
Did you really think you could escape so easily? The further you thought you were getting away from me, the closer you got. Lila, Lila... you never had a chance. Each one of your moves has been directed from the very beginning-- like a chess game.

LILA
Let me alone! Let me go! What have I ever done to you?

LEMORA
Why, nothing at all. But you make a mistake. I don't want to revenge myself on you-- I want to give you something. Come to me...

LILA
You want to KILL ME!

LEMORA

No. My present is the opposite of death. It is life-- a life that can never die...

LILA

But, why me? I don't want it. I swear I don't.

LEMORA

Oh yes you do. I know you Lila, better than you know yourself. We are one and the same. Until you realize that you can never be happy.

LILA

Keep away!

LEMORA

It has to happen, Lila. Wouldn't you rather I did it out of love than have one of those wood things do it out of their own animal hungers?

LILA falls into a mirror...

LEMORA

You're too good to be their queen. Do you want to degenerate into a lower form? Or would you rather I raised you up to your highest potential. Come now and rule with me forever.

LILA

Look what you did to my father.

LEMORA

I don't do anything. I only show people who they are. But don't worry. That won't happen to you. Your father was some monstrous and debased--

LILA

--I hate you.

LEMORA

You think so, but I fascinate you too much and you can't help yourself. Do you think this has been all my doing? You've been drawn to me from the very beginning-- before you even knew my name... Why won't you come to me and find peace?

200 CONTINUED

LILA
It's evil! It wouldn't be me anymore.

LEMORA
Oh yes you would. The real you!

LILA
NO!

By this time, LILA has come up against another door. Now she yanks it open and rushes into an illuminated room.

201 INT. MEETING HALL - LOOKING LIKE A CHURCH

The walls are covered completely by black drapes. Before LILA, cloaked to the chin and heads and covered with slouch hats, sit THE WHITE FACED VAMPIRIC TOWNSPEOPLE, completely motionless. LILA stops short.

LEMORA comes up behind her and leads her over to a pulpit. Behind her is a strange cross with straps. The church walls are hung with all manners of pennants and cabalistic signs.

LEMORA turns to the congregation and sings a few bars of the high chanted melody which the various voices of the congregation take up in turn. Digging her fingers into LILA's shoulder, LEMORA commands her...

LEMORA
Sing... SING!

Faltering, LILA begins to sing along until the song is ended. When it has, LEMORA smiles at her.

LEMORA
Excellent. Soon you will be leading them all. Wouldn't you like that?

LILA doesn't respond. She just drops her head defiantly and LEMORA smiling, nods to two guards who rise and, each taking hold of LILA, march her over to a high stool on a raised platform. They stand on either side of her.

LEMORA
In accordance with my right, I have at last chosen my sister knowing that, to rule with me, she cannot become immortal unwillingly. I thereby command that her true desires be revealed to her.

201 CONTINUED

At this point, THE VAMPIRE CONGREGATION begin to rise one after another. When they speak to LILA they point their fingers at her and, after they are finished, sit back down.

The various HOODED FIGURES, fixing her with accusing fingers and intoning their charges in flat sepulchral tones, hold LILA spellbound.

TOWNSPERSON #1
You're not so pure.

TOWNSPERSON #2
You're not so good.

TOWNSPERSON #3
You're a hypocrite.

TOWNSPERSON #4
A liar!

TOWNSPERSON #5
You think everybody is sinful and dirty.

TOWNSPERSON #1
But you like to watch.

TOWNSPERSON #2
Don't you?

CHORUS OF TOWNSPEOPLE
DON'T YOU?

TOWNSPERSON #6
And you like others to watch you.

TOWNSPERSON #1
Like the Reverend.

TOWNSPERSON #7
You know he wants you.

TOWNSPERSON #8
You know why.

TOWNSPERSON #9
You encourage him!

TOWNSPERSON #10
Seduce him.

And why? TOWNSPERSON #1

WHY? CHORUS OF TOWNSPEOPLE

Because it excites you. TOWNSPERSON #2

Excites your power. TOWNSPERSON #3

Your sex. TOWNSPERSON #4

Your being. TOWNSPERSON #5

You see everybody trying to take from you. TOWNSPERSON #6

Drain you. TOWNSPERSON #7

Devour you. TOWNSPERSON #8

But it's you. TOWNSPERSON #9

IT'S YOU. TOWNSPERSON CHORUS

You want to take. TOWNSPERSON #10

You want to drain. TOWNSPERSON #11

You want to devour. TOWNSPERSON #1

YOU! CHORUS OF TOWNSPEOPLE

201 CONTINUED

By this time, LILA is shaking her head wildly, trying to cover her ears and escape from the stinging accusations.

LEMORA raises a hand and the voices stop.

LEMORA

(to Lila)

Do you want any more of this Lila?
This is just the beginning-- it can
get much worse. And in here the sun
never penetrates. We can go on throughout
eternity and you will probably go mad.
But why not make it easy on yourself? If
you submit to what you are and want, then
you can be freed.

LILA is crying.

LILA

But that's not all I am! Please! Please!
It's only part of me. Just... a... part.

LEMORA

You're forcing me to cause you unnecessary
pain. We know all about you here Lila.
Even your dreams. Especially the ones
you've tried to forget. Would you like
to hear some...?

At this moment, there comes the sound of splintering wood.
A black curtain is torn aside and a party of wood ghouls
pour into the room in back of the startled congregation.

They carry wooden spears. THE GHOUL FATHER is at their head.

202 MEDIUM SHOT - REVERSE ANGLE - LILA AND LEMORA (HAND HELD)

While the two guards defend LILA, LEMORA swoops down from
the pulpit and hides LILA under a draped altar to one side
of the high stool.

203 P.O.V. LILA

Underneath the altar, she can see the feet running about,
curses, yells and death cries... She inches forward to see
and A VAMPIRE falls down dead-- rolling toward her, his
face still stretched in a scream...

203 CONTINUED

From another side, a WOOD GHOUL tries to creep in, but screams and stiffens, and is dragged out again-- dead.

204 CLOSE UP LILA

At last, the cries and activity abate. No longer is there any sound or movement. Cautiously, LILA crawls out into the darkened Church.

205 P.O.V. LILA

The meeting hall is still. Everywhere there are bodies locked in mortal combat, still frozen in their last attitudes before death came. Some are skeletons, others decomposing corpses.

206 CLOSE MEDIUM SHOT - LILA

Getting to her feet, she walks cautiously over the bodies and out down the aisle. Just before she reaches the door, there is a sudden movement and her GHOUL FATHER leaps up in front of her-- the only surviving one in the Church.

LILA screams and runs from him.

207 OVERHEAD ANGLE - LOOKING DOWN

LILA continues to dodge in and out of pews until she is cornered up near the pulpit against the altar.

TWO SHOT - LILA AND GHOUL FATHER - SHOOTING BEHIND LILA

Reaching behind her for a weapon, her hand encounters a stake inside a skeleton ribcage.

208 CLOSE UP SKELETON

It wears the ceremonial robe LEMORA had on. The sword is drawn out--

209 REVERSE ANGLE - THE FATHER AND LILA

THE FATHER GHOUL lunges. As he lunges, LILA drives the stake with all her force into his chest. It comes out his back. He howls...

210 REVERSE ANGLE - OVER SHOULDER OF LILA - CLOSE UP FATHER

For a second, his eyes clear of their dumb animal purpose and he looks with a puzzled recognition at his daughter.

210 CONTINUED

FATHER
Lila? Princess?

Then he falls to the floor, dead. LILA drops down to the floor also and hugs his body. She looks at his face.

211 INSERT - FATHER'S FACE

It is as we saw it at the beginning of the film-- the features composed and calm.

212 MEDIUM CLOSE UP LILA

She is still looking...

LEMORA'S VOICE
Li-la...

LILA stiffens, then slowly turns around--

213 P.O.V. LILA - LEMORA

LEMORA, risen from the skeleton she was and whole once more, smiles loftily at LILA's open-mouthed amazement. She begins slowly to advance.

LEMORA
Oh yes, you cannot kill me. I'm the un-killable. My spirit is the strongest ever. No matter by which name I am called, I am recognized as the most powerful in the hearts of all.

She looks pityingly at the dead GHOUL FATHER and then walks closer to him.

LEMORA
See, you are the killer... not I... In his poor way, your father only wanted to give you love... Now come into my arms and free yourself from all guilt. Let yourself soar in the knowledge that you will live to give freedom to others forevermore.

Now LEMORA is right up TO THE CAMERA--

214 TWO SHOT - LILA AND LEMORA

LEMORA reaches down to the unresisting LILA and gathers her in her arms. Slowly, her head descends towards LILA's neck...

215 CLOSE UP LILA

Too weak to resist any further, she stares defeatedly up at LEMORA. With her last breath she whispers out a question.

LILA
What are you?

216 CLOSE UP LEMORA

LEMORA
I am whatever you want me to be.

FADE OUT:

FADE IN:

217 EXT. MORNING - REVEREND'S CAR

The car is driving along a country road.

218 INT. CAR - REVEREND

He is now totally exhausted with a two days growth of beard. He keeps almost nodding off to sleep before jerking back awake. Constantly he looks from side to side - searching, searching...

219 EXT. MORNING - REVEREND'S CAR

As before. CAMERA PANS IT OUT OF FRAME.

DISSOLVE TO:

220 EXT. LATE AFTERNOON - REVEREND'S CAR ON TWISTING MOUNTAIN ROAD

As the car ascends the CAMERA PANS IT OUT OF FRAME

DISSOLVE TO:

221 EXT. SUNSET - MOUNTAIN ROAD INTERSECTION

The sun is almost totally gone as THE REVEREND'S CAR comes down the right fork of the intersection. The car brakes and then sharp turns down the left fork.

222 EXT. DUSK - REVEREND'S CAR ON DIRT ROAD

CAMERA PANS with REVEREND'S CAR as it comes abreast of the gorge, again spanned by the wooden plank bridge. The car immediately goes over it.

223 EXT. DUSK - REVERSE ANGLE

SHOOTING UP at the approaching car from slightly under eye level, we see a skeleton in the left hand foreground of the frame. It's cape and slouch hat cover it somewhat but a stake is sticking up out of its ribcage. The car goes by.

224 INT. CAR - OVER REVEREND'S SHOULDER

He is driving down the familiar marsh road and paying scant attention to the various wolf howls on either side of him.

225 EXT. DUSK - CAR ON SMALLER ROAD

The car descends the same hill as in the film's beginning.

226 INT. CAR - CLOSE UP REVEREND

He looks from right to left.

227 P.O.V. REVEREND - OUT WINDOW

For a flash, the headlights of his car illuminate a faded sign board saying "ASTAROTH". It points off to the right.

228 CLOSE UP REVEREND

He reacts with interest.

229 EXT. DUSK - CAR

The car brakes and then, backing up, turns off to ASTAROTH.

230 EXT. DUSK - ASTAROTH MAIN STREET

The car comes into frame from the bottom, driving down the street. It passes several skeletons with stakes in their ribcages. We begin to hear THE OLD WOMAN'S SONG hummed soft and high.

The car slows down and stops. The REVEREND gets out, dazed and moving in slow motion as if he were in someone's dream.

REVEREND

Hello... Hello...

The empty street echoes back his voice. Complete silence reigns.

231 EXT. DUSK - ASTAROTH MAIN STREET - ANOTHER ANGLE

Returning to his car, the REVEREND gets out a Coleman lantern and lights it. Then he begins to go from one side of the street to the other, knocking on doors, opening them and peering inside.

REVEREND
Lila?... Lila! Hello?
Is there anyone here?

232 EXT. DUSK - MAIN^ STREET - REVEREND - ANOTHER ANGLE

Now the REVEREND stands in front of the building at the end of the street. Over its doorway is a sign on which is printed: THE TRUE ORDER OF ASMODEUS. A pair of skeletons are locked in frozen combat in front of the doorway. THE REVEREND, poking the lantern in first, goes inside.

233 INT. BUILDING

It is the scene of the WOOD GHOUL's attack on LEMORA's congregation. As the lantern light moves in an arc, THE CAMERA PANS around the room.

Skeletons litter the floor, as do corpses. In front of the altar are two coffins - one large, the other small.

234 INT. MEETING HALL - REVERSE ANGLE

SHOOTING TOWARDS REVEREND over coffins. Cautiously, the REVEREND approaches with his lantern. When he is right up at the coffins we hear him gasp.

235 INT. CHURCH - OVER REVEREND'S SHOULDER

In one coffin, LEMORA reposes with a bloodstained mouth; in the other, LILA. She is now deadly pale. Both are smiling.

236 CLOSE UP REVEREND

Softly he whispers LILA's name.

237 CLOSE UP REVEREND'S HAND

It reaches towards the coffin and, picking up LILA's wrist, feels for the pulse. There is no sign of life. THE REVEREND drops the hand back.

238 CLOSE UP - REVEREND

Trying to control his tears, he is virtually choking.

239 MEDIUM SHOT - REVEREND

Still holding onto the lantern, he bends down, lifts up the coffin and turning, walks out of the meeting hall
CAMERA PANNING with him.

240 EXT. DUSK - SHOOTING TOWARDS FRONT OF MEETING HALL

THE REVEREND emerges into the dusk with the coffin in his arms.
He stops. CAMERA FAST DOLLYS into his face as it spasms in pain.

241 TIGHT SHOT REVEREND - SLIGHTLY ELEVATED CAMERA ANGLE

Beginning to sob, he slowly lowers the coffin to the ground, falling onto his knees. As his body shakes helplessly, THE
CAMERA PULLS SLOWLY BACK.

FADE OUT:

FADE IN:

242 EXT. NIGHT - ASTAROTH MAIN STREET

THE CAMERA IS IN THE SAME POSITION as it was in the last shot. It is now dark out. We hear a faint sound of heavy breathing. CAMERA DOLLYS IN on the REVEREND who is now asleep, stretched out in the street with his head on the curb.

LILA begins to stir in her coffin. Her eyes flutter.

CLOSE UP LILA

Her eyes fly open. CAMERA PULLS BACK SLOWLY as she frowns and sits up. She tries to swallow. Her throat is dry and she rubs it. Then she looks around.

P.O.V. LILA

The sleeping REVEREND.

CLOSE UP LILA

She stares at him, puzzled. Then her face shows comprehension. CAMERA STAYS ON HER FACE as, getting out of the coffin, she moves over to the REVEREND and lays down beside him.

Cautiously, she touches his face and all her innocence and purity is in the gesture. She does not yet realize who she is.

243 CLOSE UP REVEREND

He opens his eyes half way.

REVEREND
(drowsily)
...Lila... I'm dreaming...
I'm dreaming you're alive.

CLOSE UP LILA

Her lips curve into a smile as she whispers to him.

LILA
It's not a dream.

CLOSE UP REVEREND

Suddenly his eyes clear. He stares at her. Then clasps her in his arms, caressing her hair.

REVEREND
Oh - Lila - Lila...

CLOSE UP LILA

LILA is giggling

LILA
You haven't shaved.

She rubs her chin against his cheek.

LILA
Mmm. That hurts.

She kisses his neck.

CLOSE UP REVEREND

He is choking.

REVEREND
Lila -
CLOSE UP LILA

She begins to twist her body on top of his, nipping at his neck, blowing in his ear.

244 CLOSE UP REVEREND

REVEREND
(weakly)

Lila-- don't...

He tries to push her away as before, but he cannot.

CLOSE UP LILA

She puts her tongue into his ear.

CLOSE UP REVEREND

With a groan, he embraces her sexually, kissing her open mouthed.

CLOSE UP LILA

Immediately breaking away from him, she looks down into his face with a tight smile.

LILA

So...

The expression on her face changes from sensuality, to lust, to hunger, to cruelty. Slowly, her upper lip curls back...

CLOSE UP REVEREND

His eyes widen in horror. He begins to try and get up.

CLOSE UP LILA

Her face is now that of a fiend's-- eyes like staring discs of madness and mouth wide open baring her fangs. She lunges for his neck. CAMERA SLOWLY TILTS UP TO:

Doorway of Meeting Hall. We hear a piercing cry of horrified pain. LEMORA emerges from the doorway and looks down smiling. Lit from below, she is terrifying to behold.

245 OVERHEAD SHOT - REVEREND, LILA AND LEMORA

LEMORA kneels down and begins to suck the other side of the REVEREND'S neck. Her head is side by side with LILA'S-- almost touching.

THE CAMERA TRAVELS STRAIGHT UP, farther. Then the lantern goes out and all three are swallowed in blackness.

THE END