

LIGHTS OUT

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FADE IN:

INT. BACK OFFICE - NIGHT

From a ceiling angle, right up against a buzzing, occasionally flickering overhead BULB -- A MAN in this cluttered office paces back and forth. On the phone.

This is PAUL, 40s, a man with gentle eyes whose body cannot hide symptoms of stress and exhaustion. Deeply concerned.

PAUL
I've tried that. She won't go.

Windows in the office look out on a larger warehouse, full of racks of clothing, mannequins, and bins of coat hangers.

Paul flicks through pages on a web browser as he stands at his desk, switching the phone to the other ear.

PAUL (CONT'D)
Rebecca? She's her own train wreck.
And I see her maybe once a year. I
can't expect her to help us.

Paul listens to the person on the other end of the call. Nods along as if he agrees with them.

All the while, he absently toys with his wedding band on his ring finger with his thumb.

PAUL (CONT'D)
Yeah. Yeah, okay.

A light clicks ON in the warehouse, and a young man named KEITH (20s) crosses through an aisle to the office door.

He knocks and enters, holding a tablet--

KEITH
Okay, so--
(notices phone)
Oop.

Paul covers the mouthpiece with his hand.

PAUL
Inventory good?

Keith holds up the tablet, an app glowing on its screen.

KEITH

More overages from J-Four. None of it is "Fall Collection." They're still treating us like a dumping ground for that failed line.

PAUL

Ship it back.

(into phone)

I hear you. I'm not saying it isn't a tough call.

Keith mouths the word: "Tonight?"

Paul sees the plea in Keith's eyes and waves him off. Mouths back, "Tomorrow."

Keith puts his hands together and bows at Paul, then leaves, shutting the door quietly behind him.

PAUL (CONT'D)

(into phone)

We switched HMOs last month, and getting the prescription sorted has been a pain. So she's been off her meds and now I keep... It's just rough. I haven't slept much.

The motion-activated warehouse light clicks OFF.

The cavernous space outside the office is dark. Nothing but black shapes huddled together.

PAUL (CONT'D)

You and Craig were at our wedding. She will listen to you. Get her to stop locking herself in the closet.

(then)

So we don't call it an intervention.

As Paul shuts down the applications on his computer, he gets it down to the DESKTOP WALLPAPER IMAGE:

Paul, SOPHIE (40s, smiling, hair that hints Warning: Manic), and MARTIN (8, somber, looking past camera).

PAUL (CONT'D)

I know Martin would love to see you tonight. This is really taking a toll on him.

A beat, then Paul closes his eyes and leans back in great relief. Nodding again:

PAUL (CONT'D)
Thank you, Donna. I'll be home in
the next hour. See you both then?
(beat)
All right. Bye.

He hangs up. And his attention is drawn to that wallpaper.

PAUL (CONT'D)
(sotto)
Help is on the way.

It's unclear whom in the family photo he's saying it to.

With a WINK, the PC powers down.

INT. CLOTHES WAREHOUSE - MOMENTS LATER

The square MOTION-ACTIVATED SENSOR tucked high in a corner
clicks, its red detection-light winking off--

And the warehouse lights sputter to life again.

Paul locks the back office. His keys jangle.

He makes his way toward the storefront.

Traversing an aisle of dresses hanging on racks.

Something CLATTERS in one distant corner.

Paul pauses. Listening. Looking.

PAUL
Keith? You still here?

Silence.

Paul stands on tiptoes to peer over the racks.

No movement.

The lights click OFF.

Paul turns around, staring up at the motion activator.

PAUL (CONT'D)
(sotto)
Oh, come on.

He waves his arm at it. Trying to trigger it.

Behind him, at the end of the aisle, a DARK SILHOUETTE slides out from between the racks of clothes.

It seems tall. With long, unkempt hair that disguises the shape of its head and neck.

And oddly, it doesn't seem to be wearing clothes. Its shape is too smooth; too raw.

Paul isn't aware of it.

THE MOTION SENSOR still doesn't wink on. In the dark, its small red 'detection' light glows wanly.

PAUL waves with bigger gestures...

And the SILHOUETTE advances for him...

Slowly at first, then picking up speed, then THE LIGHTS clack on again, sputtering to life--

And there is no one else in the aisle besides Paul.

Paul turns around--

And notices the hanging dresses a few feet from him swaying, as if brushed by someone's shoulder.

PAUL (CONT'D)

Hello?

No answer.

Paul hurries for the door.

INT. OUTLET MALL CORRIDOR - NIGHT

Paul rolls the metal security gate down on the front entrance to the clothing storefront. Locks the gate with his keys.

WIDE ANGLE

The mall is quiet as a museum at night.

It must be October, because Halloween decorations are out.

Ghosts and bats hanging on fishing wire.

Scarecrows amid hay bales.

Witches with pointy hats posed over kiosks.

The whole place is dimly lit, mostly shut down. It's clear Paul was working past closing time. No other shops are lit. Not even the hallway.

Just the shelf lighting under the planters, and the occasional kiosk lights, showcasing some ad or mall map.

Paul makes his way for the parking garage.

As he passes a kiosk--

His SHADOW is cast upon the wall beside him. Advancing as he continues past, stretching at a slanted angle.

And a SECOND shadow advances just behind it. That same silhouette.

Paul catches sight of it, and turns--

Nothing's there. Nothing to make that shadow on the wall.

He looks again at the wall--

It's just his own shadow, and a very faint secondary one that could be another shadow of his cast by a separate lamp.

Paul's phone RINGS. Startles the hell out of him.

Nerves rattled, he checks the screen: "Home"

PAUL
 (answers)
 Hello?
 (then)
 Hey, kiddo. I'm coming home now.
 Promise I'll be there soon.

Paul picks up the pace as he talks to his son.

PAUL (CONT'D)
 (into phone)
 How's mom doing tonight?
 (beat)
 Yeah? Better?

Paul reaches the doors to the parking garage.

One last look back:

All is quiet. All is still.

PAUL (CONT'D)
 (into phone)
 Well I'm on my way.

INT. PARKING GARAGE - NIGHT

When the sliding doors open for Paul, a sodium-vapor lamp awakens, saturating the structure in a dirty amber tint.

This garage isn't a typical parking building. Someone tried to make it look "arty" with its concrete pilings, turning sharp corners into rounded ends, and elongating support beams in logarithmic curves.

But at night, the effect is eerie: It looks like you're inside the ribcage of an enormous Giger-esque monster.

Paul's Toyota sedan is one of maybe three cars still parked at this hour, a hundred feet from the doors.

Paul marches for it, keys in one hand, phone in the other.

It is a long and tense walk. Paul keeps looking around for signs of other people.

His footsteps echo in the cavernous space.

Paul gets to the Toyota, unlocking it with his key fob.

Behind him, the sodium-vapor security light goes out, drenching the garage in darkness.

Paul opens the driver's door, grateful for the car's interior light which casts a downward glow on the area around it.

He hears something: The sound of the building doors sliding.

Paul turns around, unnerved, because the amber security lamp did not wink on this time.

At the glass doors to the mall: THE SILHOUETTE.

PAUL

Who's there?

Silence.

Paul leans in, the Toyota squeaking from the weight of his body. He grabs a flashlight from his glovebox and stands up again at the door. His fight-or-flight feelings battle his stubborn need to not be bullied or pranked.

He clicks on the flashlight's bright, narrow beam. Shines it right at the silhouette--

And it's GONE. Like the light erased it from existence.

Paul frowns. Confused. Bordering on panic. He lowers the beam of light, shining it on his feet--

And the silhouette has returned. Thirty feet closer.

Paul lifts the light again. Directing it at the shadow-form.

Again: Just light and garage wall in the distance.

Beat. Paul lowers the flashlight beam--

And the silhouette is A DOZEN FEET AWAY.

Paul jumps-- emits a partial curse word, and brings that light beam up reflexively. Protectively.

Once again, nothing.

But now, he hears it. Feet scuffling on the ground. Hurrying in some direction.

Paul sweeps the beam left and right, in search of it.

Nothing.

Then: a slight sound behind him. The Toyota squeaking as something leans against it.

Paul looks down.

A shadow is cast from the car's interior light: Something is standing right behind him.

Paul starts to whirl around but--

The flashlight shines in our eyes as some hint of a HAND grabs his wrist and--

Another dark-as-ink CLAWED HAND reaches around and covers his mouth and--

THE FLASHLIGHT crashes to the ground, breaking.

WIDE ANGLE

Darkness. Then the sodium-vapor lamp awakens again, revealing Paul's mangled body on the ground by his car.

CUT TO:

MAIN TITLES:

A montage of photographs -- family photos, vacation snapshots, candid from different times around the world.

In each of them, somewhere, is a vague, humanoid SHADOW. Unattached to any of the people. Sometimes it's almost a smudge on the photo. In many, it's distinct; lurking.

CUT TO:

A POSTER-SIZED ILLUSTRATION

Malicious shadows cover a terrified, gorgeous woman trapped in a tomb.

PULLING BACK to reveal it's the cover art for a DEATH METAL album of some Scandinavian band.

Somewhere, heavy metal MUSIC plays on low volume.

WE'RE IN:

INT. BEDROOM - NIGHT

More posters of metal bands, artwork from cult comic books. Crappy furniture. A single bed with disheveled sheets, currently occupied by a young COUPLE:

REBECCA (20s) and BRET (20s) share a cigarette, staring at the ceiling. Her dark lipstick is smeared, smudges of it apparent on Bret's face and neck.

Rebecca looks like a "Suicide Girl." A Gothic tattoo "sleeve" covers her left arm. Ears, nose, and lip sport piercings. Her hair and makeup are inspired by the character Death from Neil Gaiman's *Sandman* series.

Bret's bare chest showcases a few tattoos, and his hands are rough and calloused from years of heavy guitar playing, but where Rebecca's body language says "cool as ice," his is bright and bouncy as a puppy.

From the bedroom window, an outdoor neon sign for a restaurant winks on and off every few seconds.

BRET

Give me twenty minutes. I want another ride.

REBECCA

(rolls eyes)
Uh-huh. I'm gonna go shower.

BRET

Oh yeah. Sure. Maybe I'll join you.

She grins at Bret as she climbs out of bed.

REBECCA
You'll smell like girly soap.

He smiles back. Completely smitten.

INT. BATHROOM - NIGHT

Rebecca showers. All that makeup washes out. The teased hair, thoroughly rinsed.

No sign of Bret.

INT. BATHROOM - NIGHT

In a towel, Rebecca combs out her hair, staring at her own reflection.

Her skin is pink from the hot water. Now it's clear how much of that makeup is a persona; a disguise. Because she looks completely different in this light. She's like a lost girl, five years younger.

She examines her left arm, with the elaborate tattoo.

The inside of her forearm is more heavily inked. As if to cover over an older tattoo or birthmark.

She looks at her right arm, currently bare.

The inside of this arm is peppered with neat rows of short scars. Too neat to be accidental.

Rebecca used to be a cutter.

For a brief moment, there's a sadness in her expression rarely seen by someone twice her age. Then, she walls it all up again in a deep breath, and steps out.

INT. BEDROOM - NIGHT

It's raining outside, now. Watersnake shadows slink down the window, and the rain creates a soothing white noise.

Bret is fast asleep on the bed. Snoring lightly.

Rebecca nudges him with her naked foot.

REBECCA
Hey. Marathon Man.

He wakes up. Sits up on his elbows.

BRET
I'm up, I'm up.

Rebecca goes to a drawer and pulls on an oversized t-shirt.
Her putter-around-the-pad comfort wear.

REBECCA
You can't stay.

That's when it hits us: This isn't Bret's apartment.
It's Rebecca's. All this artwork is hers.

BRET
Aww, Becca. Just one night?

REBECCA
Nope.

Bret reluctantly starts to get dressed. Notices the weather.

BRET
You're kicking me out in the rain?

REBECCA
You'll be fine. You're not a puppy.

BRET
I thought I was your boyfriend.

REBECCA
You're a guy I've been seeing.
(off his reaction)
The only guy I've been seeing.

BRET
For eight months.

REBECCA
Eight months? Really? Wow. That
puts you in first place.
(then)
C'mon, out, I have work early in
the morning. Then I'm gonna have
Gina start on my other sleeve.

Rebecca shuffles out the door to her living room.

BRET
(calling after)
I can't even keep a pair of jeans
here?

REBECCA (O.S.)
No.

BRET
Not even a sock? Just one sock!

REBECCA (O.S.)
What good is one sock?

BRET
Is that a yes?

REBECCA (O.S.)
No.

Bret pulls a t-shirt over his head. It sports a band logo; his own thrash metal band -- UNHOLY TRINITY. With a peeling photo-graphic of himself and his two bandmates.

INT. LIVING ROOM - MOMENTS LATER

Rebecca cleans up the Chinese takeout on the coffee table.

This place is too small to have a dining room.

Bret calls from the bedroom:

BRET (O.S.)
It's not like having a sock here
would make it impossible to get rid
of me. Socks are not anchors.

Rebecca sighs.

REBECCA
I'll see you tomorrow night at the
gig. Let's just agree to that, OK?

INT. BEDROOM

Bret goes to her top drawer and drops one sock in among her collection of bras and panties.

BRET
All right.

He puts his boots on. Hiding his one bare foot.

EXT. REBECCA'S FRONT STOOP - NIGHT

Bret steps out, protected under a small awning.

The rain has gotten heavier.

Rebecca kisses him, smiles, then shuts the door.

Beat.

Bret shakes his head, grinning.

BRET
I love you, too!

Reluctantly, he steps out into the weather.

Makes his way down the sidewalk.

Pauses, fishing for his car keys.

REBECCA (O.S.)
Hey! Sexy!

Bret looks up through the rain:

Rebecca has slid open her bedroom window, grinning down at him, still in her t-shirt.

REBECCA (CONT'D)
I like you a lot.

Bret steps forward, encouraged.

BRET
Is that all?

REBECCA
Not quite.

Bret smiles through the rain. Expectant.

His SOCK sails down and lands on his shoulder.

REBECCA (CONT'D)
See you tomorrow.

She slides the window shut.

Bret picks his drenched sock from his shoulder.

BRET
(sotto)
So close...

INT. LIVING ROOM - NIGHT

Grinning like a girl in love, Rebecca saunters back into this room and crosses the fireplace, leaning down to turn up the music in here.

SLOWLY PUSHING IN on a photo gathering dust on the mantle:

A much younger Sophie, and a 12-year-old REBECCA together. Snapped in mid-laugh, Sophie surprised by her daughter.

No sign of Paul or Martin here.

THE PHOTO FILLS THE FRAME--

And then a shadow passes over it, and suddenly it's not as dusty as it was--

PULLING BACK to reveal--

WE'RE IN:

INT. SOPHIE'S LIVING ROOM - NIGHT

Another mantle, this one littered with framed photos.

Next to the identical photo of Sophie and Rebecca: that photo of Paul, Sophie, and Martin seen earlier on his computer.

The collection showcases Martin most of all, but little Rebecca is there quite a lot, too.

And then there's PAUL. Center-stage on the mantle. A handsome portrait...

Next to his framed OBITUARY, dated two weeks earlier.

INT. MARTIN'S ROOM - NIGHT

Martin sits up in bed, still under the covers.

He listens. He stares at his bedroom door.

It hangs open a crack.

He can hear murmured conversation, as if someone is on the phone down the hall.

Martin makes a face -- his struggle to be brave plays out in his body language -- and then he hops out of bed.

INT. UPSTAIRS HALLWAY - CONTINUOUS

Martin steps into the hall and travels past the upstairs bathroom to another door at the far end.

The master bedroom. Half-closed.

Martin can hear his mother's voice in the room.

MARTIN
(small)
Mommy?

Martin pushes the door open... revealing...

INT. SOPHIE'S BEDROOM

A nest of clothes, empty glasses and stray plateware. This is a hoarder's room.

In one corner, the light from the master bathroom offers a crease of light into this otherwise dreary, dark space.

In the other corner, SOPHIE stands at the open doorway to the master closet, in profile, muttering to herself.

She looks worse than in those photos. The manic is full-blown here. Her hair frazzled. Her nails chewed.

SOPHIE
I just don't know what to do about
it. And I'm sorry. I really am.

MARTIN
Mommy?

Sophie turns to face Martin, surprised by him.

SOPHIE
Yes, Martin?

MARTIN
(beat)
Are you okay?

SOPHIE
I will be. Just not there yet.
Did we wake you?

Martin tenses at that pluralization.

MARTIN
What?

SOPHIE

Go back to bed, sweetie. Only ones
wandering the halls at this hour
should be grown-ups.

Sophie stares tiredly at her son. Gives him a slight nod --
"Go on, now."

Martin turns around, takes two steps back for his room...

SOPHIE (O.S.) (CONT'D)

(sotto)

I know. But he means well.

Martin looks back, over his shoulder.

Sophie's returned to looking into the closet...

Where a SHADOW SLIDES along the door -- could it be cast by
Sophie herself? --

And then some floorboard CREAKS inside the closet.

Martin's breath catches. His nostrils flare.
He hurries back down the hall, for his door--

INT. MARTIN'S ROOM - CONTINUOUS

--rushing in and shutting the door behind him. Locking it.

Climbing into bed.

Tense, expectant, he stares at his door.

Beat. Nothing happens.

Martin begins to calm down.

CLICK. The hall light goes out.

Martin holds his breath.

From down the hall: the SOUND of bare feet thumping on the
hardwood floor, with the added CLICKING of long nails.

Right up to Martin's bedroom door.

Martin grips his blanket like a Spartan's shield.

A tense beat. Quiet.

MARTIN

...Mommy?

SCRATCHING on the door. Like a cat.

THE DOORKNOB jiggles.

From way farther down the hall, deep in Sophie's room:

SOPHIE (O.S.)
You want a kiss goodnight?

Martin's reply is swift and loud:

MARTIN
NO.

THE DOORKNOB stops jiggling.

But there is no sound of receding footsteps.

Martin slowly sinks under the covers, looking up at his nightstand lamp.

THE BULB burns steadily.

HANGING on that bulb, PRESSING IN... did it weaken? Did it just flicker?

ON MARTIN, settling in for another sleepless night...

INT. SOPHIE'S LIVING ROOM - DAY

The land-line phone RINGS. One of those old-fashioned, loud bell tones. No one answers.

PULLING BACK, sunlight pierces through the window. Wide open. It's the next day.

The phone stops RINGING. A beat later--

Sophie enters from the garage, carrying a shopping bag.

She moves to the big bay window in the living room...

And pulls out a heavy fabric from the bag.

She bought some brand new curtains. To keep the sun out.

EXT. MARTIN'S GRADE SCHOOL - DAY

Establishing.

PRINCIPAL FULLER (V.O.)
 (pre-lap)
 She isn't answering.

INT. PRINCIPAL'S OFFICE - DAY

Principal Fuller (40s, snappy dresser) moves around his desk and approaches a couch on the other side of his office.

Martin has dozed off. Fuller nudges him gently.

PRINCIPAL FULLER
 Hey. Martin?

Martin wakes, tense. Blinks.

PRINCIPAL FULLER (CONT'D)
 Is there someone else we could call
 for you?

Martin considers the question.

INT. SCHOOL HALL - DAY

Rebecca marches in from outside, with Bret trailing her. Bret grins at the seasonal calendar for the grade school.

BRET
 I didn't know you had a brother.

Rebecca makes a bee-line for the principal's office.

Before she enters:

EMMA (O.S.)
 Are you Rebecca?

Rebecca wheels around to find EMMA (30s, sincere) waiting for her, outside the door to the school nurse's station.

REBECCA
 Who are you?

EMMA
 I'm Emma. I'm with Child Services.
 (off her look)
 I was assigned to Martin after your
 father's death last month, and--

REBECCA
 Step-father.

EMMA

Excuse me?

REBECCA

Paul was Martin's father, not mine.
My dad ran off with his physical
therapist when I was ten.

Emma wasn't expecting this information. She rolls with it.

EMMA

Okay. Let's talk about Martin for a
minute. How is he when he's at
home? Is he sleeping?

REBECCA

I don't live there.

EMMA

So it's just your mother in the
house, then?

REBECCA

Yeah?

EMMA

How is she holding up?

REBECCA

Well, she takes antidepressants for
her mood swings. Is that what
you're asking?

Emma opens a small Moleskine notebook and makes a note.

EMMA

How bad is it? The depression.

Rebecca doesn't like the notebook.

REBECCA

Nothing to write about.

EMMA

Is it a chemical deficiency?

REBECCA

What?

EMMA

Genetic?

REBECCA

No. I mean, I don't know?

EMMA

But you don't live with her anymore, so can't speak to her current behavior.

REBECCA

Look, is Martin okay? You're talking like he has a black eye or something.

INT. NURSE'S OFFICE - MOMENTS LATER

Martin sits on a cushioned chair, dark rings around his eyes from lack of sleep.

EMMA (V.O.)

He fell asleep in homeroom this morning. For the third time in the past week.

Rebecca enters, brow furrowed in concern.

Martin looks up at her. Astonished.

MARTIN

You showed up.

REBECCA

Yeah.

MARTIN

I didn't know if you would.

REBECCA

Where's Mom?

Martin shrugs. Looks away.

Emma steps in, putting her notebook back in her bag.

EMMA

Martin. I know you and your mother are going through a lot. And it's harder for you, because you really can't talk to your mother about it. She's fighting her own battles.

Rebecca rolls her eyes. She's sat through these talks.

EMMA (CONT'D)

Living with someone struggling with depression is exhausting. I know because my father battled it.

(MORE)

EMMA (CONT'D)

You don't know who you're going to get. One moment they're sweet, the next they're a monster. But if you feel threatened, we can help. Okay?

MARTIN

(right at Rebecca)

This is why you left, isn't it.

This gives Emma pause. She looks to Rebecca. Rebecca shrugs.

REBECCA

My deal was more complicated. And has nothing to do with you and mom. Come on. I'll take you home.

MARTIN

Your home? Or mom's?

REBECCA

Where you live.

Martin lets out a tired breath and eases off the chair.

Rebecca can read his body language.

REBECCA (CONT'D)

You're gonna be okay.

(to Emma)

He's gonna be fine.

EXT. SOPHIE'S HOUSE - DAY

Bret's beat-up SUV pulls into the driveway.

INT. BRET'S SUV

Bret shifts into park and smiles through the rearview at Martin, who's buckled into the back seat.

Rebecca rides shotgun.

BRET

Here we are.

REBECCA

Her car is here, so she's home.

Martin makes no move to unbuckle his seat belt. His backpack sits on the seat next to him.

MARTIN

You should take me to your place
instead. Just for a night.

Rebecca looks back at Martin. Bret chuckles.

BRET

Good luck barking up that tree.

Rebecca gives Bret a "don't start" glance, then tells Martin:

REBECCA

You wouldn't like it there. I have
lots of scary posters on the walls.

But Martin looks more scared of his own house now.

MARTIN

(sotto)

I just need some sleep.

BRET

This is exciting.

REBECCA

Why are you excited?

BRET

Getting to meet your mom is a big
deal. That's like, the next step.

Rebecca rolls her eyes and opens her door.

REBECCA

C'mon Martin, let's go.
(points at Bret)
You, stay in the car.

BRET

Oh come on. I wore my good jeans!

Bret's jeans: Patched and shredded.

EXT. SOPHIE'S HOUSE - MOMENTS LATER

Rebecca leads Martin up to the front door.

REBECCA

Mom goes through phases like this.
Just give her a while and she'll
bounce back. Is she being social
with anyone right now?

MARTIN
Someone keeps coming over.

REBECCA
Good. Who?

MARTIN
"Diana."

This stops Rebecca in her tracks. She turns to face Martin. Her whole body language has changed now. Her hands make fists at her sides. Her jaw pulses.

REBECCA
...What?

MARTIN
Her name is Diana.

INT. SOPHIE'S LIVING ROOM

POV ANGLE: Watching Rebecca and Martin through a crack in the curtains. Is this Sophie watching?

Rebecca bends slightly to speak in low tones with Martin.

REBECCA
I know what you're going through.
She did it to me after my dad left.
She got off her meds and started
talking to... someone.

EXT. SOPHIE'S HOUSE - CONTINUOUS

Rebecca puts a hand on Martin's shoulder.

REBECCA
I had bad dreams about Diana, but
that's all they are. Because she
isn't real. Okay?

Martin's face goes from hopeful confidant to disappointed.

Suddenly he looks more exhausted than any eight-year-old should ever be. Head bowed:

MARTIN
If you say so.

The door opens and Sophie steps out, in a bath robe.

SOPHIE
Becca? Is that you?

Rebecca stands up and approaches Sophie.

REBECCA
Hey, mom.

Sophie notes Rebecca's clothing color choice.

SOPHIE
Still in mourning?

REBECCA
I just like black.

Sophie nods, conceding. She pulls Rebecca into a welcome hug.

SOPHIE
It's good to see you.

It takes a moment for Rebecca to hug back. Didn't expect one.

REBECCA
You, too.

Martin moves past, into the house.

SOPHIE
What are you doing home, little
mister?

INT. SOPHIE'S LIVING ROOM - CONTINUOUS

Martin doesn't look back, he just marches for his bedroom.
Over his shoulder:

MARTIN
She'll tell you.

REBECCA
He hasn't been sleeping.

SOPHIE
Who can blame him. Paul was
everything to us.
(corrects)
Nearly everything.

REBECCA
Are you seeing a therapist?

Sophie deflects by idly tidying up. As she does:

SOPHIE

I'm not going to talk about my problems to some stranger. I've been through this before. You were there when Vic left me, you remember.

REBECCA

Oh yeah, I remember.

She looks around the room and spies a half-eaten lunch on the coffee table. The TV plays, muted.

For the first time, we get a better look at the room, with the new curtains.

It's more of a cave now. Some boxes of clothes (Paul's) sit in a corner of the room, like a hoarder's starter kit. The lack of natural light, mixed with the multicolored ambient TV light, all makes for a depressing, if macabre feel.

REBECCA (CONT'D)

How long have you been off-roading it?

Sophie's poor-me vibe disappears in a breath. She bites back:

SOPHIE

Excuse me?

INT. MARTIN'S ROOM

Martin gets a gym bag from his closet and begins to stuff various articles of clothing from his chest of drawers.

The raised voices of Sophie and Rebecca can be heard through the walls and down the hall as Martin packs.

SOPHIE (O.S.)

--and once again, I am here by myself, trying to do it all on my own without any help--

REBECCA (O.S.)

Help? Is that your code word for making someone listen to you complain about your life all day?

SOPHIE (O.S.)

Listen here, Rebecca Ann--

INT. BEDROOM HALL - MOMENTS LATER

Martin crosses from his bedroom to the bathroom across the hall, hefting his gym bag with him.

REBECCA (O.S.)
Answer the question!

SOPHIE (O.S.)
You're not my doctor, you're my
daughter, why can't you just be on
my side for once--

Martin emerges with his toothbrush in one hand.

He heads back for the living room, glancing into--
A HOME OFFICE, its door halfway open.

Martin stops. Curious. This is a room that is typically
closed to him.

Down the hall, the fight continues.

REBECCA (O.S.)
How about you be on Martin's side,
have you thought about that?

Martin slowly approaches the door, to peer inside...

POV: A SHADOW on the wall moves. Something's in there.

Startled, Martin hurries for the living room.

INT. SOPHIE'S LIVING ROOM

Mother and daughter still go at it.

SOPHIE
Are you seriously accusing me of
being a bad mother? You of all
people?

REBECCA
Can we talk about Martin without
you jumping to that idea? Come on!

SOPHIE
Excuse me for being upset that I
have to raise him without his
father. Look how you turned out.

This cuts Rebecca deep. If she lets it fester, she'll start
crying. Instead, she hardens up.

REBECCA

I'm going to give you some time.
And when you aren't totally manic,
you can call me. Until then, I'm
not letting Martin stay here.

(calling)

Martin, pack your--

Martin steps in, tense, carrying his bag and backpack.

MARTIN

I'm ready.

Sophie is shocked.

SOPHIE

Martin. Honey. Come on now.

Rebecca is now empowered again. Authoritative.

REBECCA

Let's go.

Rebecca leads Martin out the front door. Sophie is hot on their tracks.

SOPHIE

You two planned this! Didn't you!

REBECCA

Nobody planned anything, mom.

Martin looks back at his mother with a gentle look of pure sympathy. On his way out:

MARTIN

I'll be back soon as I can.

(halfway out the door)

Take your vitamins after dinner!

EXT. SOPHIE'S HOUSE - MOMENTS LATER

Rebecca hurries for Bret's idling SUV with Martin in tow.
Bret meets them at the passenger side--

BRET

Whoa whoa--

REBECCA

Get back in, we're leaving.

BRET

Where we going?

REBECCA

My place.

Bret moves. No questions.

At the front door, Sophie calls after Rebecca:

SOPHIE

You're just like your father!

Already in the SUV, Rebecca turns her full anger toward her mother and starts cursing her, while Bret races to shut the passenger automatic window. It seals up at the last word--

REBECCA

You're just like a crazy b--

EXT. REBECCA'S APARTMENT BUILDING - EVENING

Establishing. The sky threatens to rain. The clouds are the color of fresh bruises.

INT. REBECCA'S BEDROOM - EVENING

Rebecca opens the door for Martin, showing him in like a bell hop to a hotel suite.

REBECCA

Here we are. You can take the bed tonight. Just stash your stuff wherever.

Martin steps in and looks wide-eyed at the posters on the walls. Like he's on an alien planet.

Rebecca watches Martin. Suddenly feels embarrassed.

REBECCA (CONT'D)

Or if you prefer the couch...

Martin puts his bag on the bed.

MARTIN

No. This is fine.

REBECCA

I'm gonna order some dinner.

She gently shuts her door, letting him alone.

Martin unzips the gym bag and digs around through the clothes inside. He finds what he's after, and pulls it out--

A FLASHLIGHT.

He checks the switch, then puts it on the nightstand.

INT. REBECCA'S LIVING ROOM

Bret pulls Rebecca around to speak to her quietly before she gets to the kitchen phone.

BRET
Was this your idea?

REBECCA
What do you mean?

BRET
Bringing the kid here.

REBECCA
It's not safe there.

BRET
So. You call the lady at the school. That's what CPS is for. Exactly this.

REBECCA
He's my brother.

BRET
She's his mother.

REBECCA
So?

Bret takes a beat. Watches her carefully.

BRET
Becks. Did you do this to help him,
or to hurt her?

Rebecca crosses her arms. Nostrils flaring. In a scary even tone, she tells Bret:

REBECCA
You should go now.

Bret deflates. He grabs his keys.

Staying on Rebecca, all stern face and disappointment...

The sound of the front door SHUTTING...

And Rebecca slumps, almost caving in on herself. She puts a hand over her face and lets out a long breath.

INT. REBECCA'S KITCHEN - NIGHT

Dark. Then a light clicks on to reveal we're inside the fridge and Rebecca has just opened the door, peering in.

REBECCA

Let me see what I can put together
for you...

She grabs some lunchmeat.

REBECCA (CONT'D)

How about a sandwich?

In the dinette right off the kitchen, Martin sits at the table, in his pajamas. He nods.

His hair is wild from a recent bath.

Rebecca builds a sandwich for him at the counter.

REBECCA (CONT'D)

I know this is a little late for
dinner. So. We'll call it a snack.
(then)
Crust or no crust?

MARTIN

Crust is fine.
(then)
Can you make them triangles?

Rebecca grins.

REBECCA

Oh, you take after your big sister.

She brings the sandwich on a plate to the table and presents it to him.

Martin takes a bite. Nods: He approves.

Rebecca then notices a HAIRBRUSH on the table.

MARTIN

Mom usually brushes my hair.

REBECCA

Well. I'll give it a try.

Rebecca works on taming Martin's messy hair while he eats.

For a moment, the two are actually content as siblings. He feels nurtured, and she feels like a proper caregiver.

Then, Martin puts down his sandwich.

MARTIN

Rebecca?

REBECCA

Hmm?

MARTIN

If mom is crazy, does it mean we're
a little crazy too?

Rebecca pauses. Unsure how to answer that question.
It eats at her conscience.

EXT. SOPHIE'S BACK YARD - DUSK (FLASHBACK)

A bonfire crackles.

A bonfire made of clothes, CDs, and other personal effects.

SOPHIE (younger, exhausted) stands at the fire with a box at her feet. She wears a bath robe that she's been living in for the past week, judging by its condition.

Next to her, a 10-year-old REBECCA. Big eyes. And scared the way children get when a pillar of their life changes.

YOUNG REBECCA

Is that Daddy's stuff?

SOPHIE

Not anymore. He abandoned it all
when he ran off with that little
harlot from work.

Sophie pulls another shirt out of the box. Holds it in front of her daughter.

SOPHIE (CONT'D)

Smell this. You know what that is?
(Rebecca sniffs)
Dior. "Dune." Your mother doesn't
wear Dior.

Sophie tosses the shirt onto the fire. The flames consume it hungrily, flaring up.

YOUNG REBECCA
...What happens now?

SOPHIE
Transformation.

Sophie reaches into her robe's pocket and pulls out a prescription pill bottle. Holds it up...

...and tosses it into the fire with the clothes.

Mental alarm bells go off in Rebecca's head.

YOUNG REBECCA
Why'd you do that?

SOPHIE
That's the old me. They were supposed to help me keep my life together. Look what happened.
(a breath)
Time to let the world know I'm ready for something new.

She dumps the last of the box into the fire. It ROARS up.

SOPHIE (CONT'D)
You hear me? Bring me someone who won't run away!

From one angle, with Sophie in silhouette against the roaring bonfire, her head raised to the sky, the scene could be mistaken as something much more... *ritualistic*.

EXT. REBECCA'S APARTMENT BUILDING - NIGHT

Dead of night. It's raining.

INT. REBECCA'S BEDROOM - NIGHT

Rebecca sleeps, spooning a set of covers partly turned back.

She's made visible in four-second intervals by the bright neon light from the sign outside her window.

A faint SCRATCHING SOUND somewhere in the room causes her to stir in her sleep. She wakes.

And she finds she's alone in the bed.

Rebecca sits up. Blinks. Looks around.

REBECCA

Martin?

The neon winks off to reveal A SILHOUETTE in the door. Small. Partly enveloped in shadow from the room beyond.

The SCRATCHING comes from somewhere in that direction.

REBECCA (CONT'D)

What are you doing?

The neon lights up the room in a green glow, revealing nothing in the hall...

Then it goes out, and the SILHOUETTE is back. The SCRATCHING continues.

Rebecca reaches over to turn on the bedside lamp-- click. But nothing happens. Click-click. Nope.

REBECCA (CONT'D)

You need to flip the light switch by you. The outlet is... here.

She gets out of bed. The neon light returns, illuminating the doorway...

No one is there.

Rebecca frowns. Takes a step forward, cautious.

Beat. The light goes out again...

Revealing the SILHOUETTE still there.

Rebecca's breath catches.

REBECCA (CONT'D)

(softly)

Martin?

The shadow RISES now, from its small, hunched over state, to something taller than Rebecca by a foot.

Rebecca backpedals, stumbles, hits the hardwood floor--

The silhouette takes a step into the room and something like toenails CLICK against the wood surface--

Rebecca is trapped, the bedroom door her only way out, adrenaline dumping into her system all at once--

Then the neon returns--

And the silhouette EVAPORATES when the light washes over it, and for a precious few seconds Rebecca is safe--

Which is when Rebecca scrambles to get back up and RUSH for the wall switch by the door--

Slapping it with her hand while she's in the wash of light--

CLICK. The bedside lamp turns on.

Rebecca is alone in the lit room.

Suddenly out of breath, but alone.

INT. BATHROOM - MOMENTS LATER

Rebecca steps in -- the light is already on in here.

She takes a hard look at herself in the mirror.

Glances down at her arm with the old scars.

She tucks her arm to her side, like she's trying not to think about it.

Something makes a small sound in the room with her, and in a heartbeat she's back to fight-or-flight mode.

The shower curtain is drawn partway.

Rebecca advances slowly. She relaxes when she sees:

MARTIN, asleep in the dry bathtub basin, in his pajamas.

He clutches his flashlight to his chest. He's using a towel for a pillow.

Rebecca sits down on the tub's edge and watches Martin sleep.

Her attention drifts back to the bathroom door; to the hallway beyond. Questioning what just happened.

PRE-LAP the sound of a doorbell RING--

EXT. REBECCA'S APARTMENT BUILDING - MORNING

The rain has stopped. The sun shines.

A lone figure in a raincoat stands at Rebecca's stoop.

INT. REBECCA'S LIVING ROOM - MORNING

Rebecca opens the front door to reveal the figure is EMMA.
And she looks sternly at Rebecca.

REBECCA

Hey.

EMMA

Did you take Martin?

REBECCA

What?

MARTIN (O.S.)

Who is it?

Emma pushes past Rebecca, into the apartment.

EMMA

You can't do this.

MOMENTS LATER

Emma sits on the couch, Rebecca paces.

REBECCA

She's unstable. It's not a safe
environment for him. For anyone.

EMMA

Where is he?

REBECCA

Getting dressed for school.

Emma looks to the closed bedroom door, then speaks directly
but in a slightly low voice to prevent Martin overhearing.

EMMA

Think about what you want to do.

REBECCA

I did. I brought him here.

EMMA

I'm not talking about some kneejerk
reaction. He can't stay here.

REBECCA

Sure he can.

EMMA

Not without-- Rebecca, come on. You know why I'm here? She called me.

REBECCA

So Child Services takes orders from nutjobs now? She's on triazolam and beta blockers for a reason.

Emma stands up like she's taking the pulpit.

EMMA

I went there, I stopped by in person to make sure she was lucid, and she was, but you know what? That's not how this works.

REBECCA

Why the hell not?

EMMA

Sophie is his birth mother. His legal guardian. To get Martin from her custody requires you to file charges against her. Take her to court. That's a long, painful process, and that's only the first half. To keep Martin from being placed into foster care, you'd need to prove yourself and your home as an appropriate surrogate.

(beat)

So that's two major choices for you to make: Declaring war on your mother, and transforming into a responsible guardian for him. Are you ready to do that?

Rebecca blinks. She didn't expect that truth slapped at her this early.

REBECCA

I can be a responsible guardian.

Emma answers by looking past Rebecca, and then around the room, taking it all in.

More HEAVY METAL POSTERS. Some with provocative illustrated women. A book on the coffee table about tattoo artists. And finally, a plastic bong on the bookshelf.

Emma doesn't say a word. She doesn't have to.

EXT. REBECCA'S FRONT STOOP - MORNING

Emma takes Martin by the hand to her car.

Martin looks back at Rebecca who stands at her doorway.

He waves at her.

MARTIN

It's okay. I got some sleep. I'll
do better tonight.

Rebecca waves and smiles wanly. But honestly, the little boy is breaking her heart.

INT. REBECCA'S BEDROOM - MOMENTS LATER

Rebecca shuffles in, hand over her eyes. Her body language screams, "What the hell am I doing."

She bends down to pick up a t-shirt of hers on the floor.

When she does, she freezes. Her attention is riveted to something on the floor...

A STICK FIGURE IN A DRESS has been carved into the hardwood flooring, with a name scrawled beneath it:

DIANA

Rebecca shudders. Crouches down and traces one of the letters with her finger. It's triggering some memory; her gaze wanders off the floor and up, as if she starts to see it in the same room--

All the while darkness encroaches around her, until--

INT. REBECCA'S CHILDHOOD BEDROOM - NIGHT (FLASHBACK)

A young REBECCA (age 10) sleeps in her bed. From somewhere in the room, a nightlight casts a wan glow over her.

Then... with a brief BUZZ, the nightlight winks OUT.

STAYING ON REBECCA who stirs in her sleep, some part of her aware that the light has changed.

A door creaks open.

Rustling sounds. Like a rat in a cupboard.

This wakes Rebecca. She blinks. Sits up.

Her bedroom CLOSET DOORS hang open. Inside: pitch black.

All is quiet.

Then: the rustling continues. A bit clearer now: Paper is involved. Someone handling paper.

Coming from the closet.

Rebecca gets gooseflesh and her heart rate skyrockets.

She reaches over to her nightstand to turn on her lamp--

But the lamp is GONE. A place for a lamp is there, even a footprint on the surface, but it's not there now.

Rebecca turns back to face the closet with renewed fear.

There, at the base, on its side: the lamp.

Nostrils flaring, Rebecca slips out of the bed.

 YOUNG REBECCA
 Mom...? Is that you?

Beat. The rustling pauses.

 WOMAN'S VOICE
 Sweetheart.

Rebecca frowns. Takes a tentative step for the closet.

 YOUNG REBECCA
 What are you doing?

No answer. Scratching on paper. Then:

 WOMAN'S VOICE
 Your mother is going to be fine.

Rebecca takes two more steps.

The closet interior is a black hole in the wall.

 WOMAN'S VOICE (CONT'D)
 I'm here now.

Rebecca quickly reaches out and flicks on the closet light--

The closet LIGHTS UP to reveal--

NO ONE INSIDE, but something FALLS from midair--

An old sketch pad. And a black crayon.

The crayon rolls to Rebecca's bare foot.

Rebecca looks around, utterly terrified there's no one there.

THE SKETCH PAD lies open to an old drawing.

A stick-figure trio. Mommy, Daddy, Me.

Daddy has been crossed through. And in the same black crayon, a new figure has been added:

DIANA

Young Rebecca stares down in shock--

INT. REBECCA'S BEDROOM - BACK TO SCENE

Present-day Rebecca stares down at the same handwriting carved into her floor.

She grabs her phone. Still distracted by the carving, she brings up her voicemail.

On speaker, she plays an old message.

VOICEMAIL (V.O.)
Saved message. Thirty-two days old.

BEEP. Then Paul's voice:

PAUL (V.O.)
Rebecca. This is your step-father.
You know I wouldn't be calling if
it weren't serious. I just... It
involves your mother. Call me?

BEEP. Rebecca never called. But she has a grim idea now--

INT. REBECCA'S KITCHEN - DAY

QUICK SHOTS:

- Rebecca's thumb on the power button to her weathered laptop as the boot sequence CHIMES.
- Rebecca's hand on the fridge, pulling a card for an LAPD detective from the door.
- Digits lighting up on her cell phone's screen: "7-1-4"
- Rebecca's fingers flutter on the keyboard, that black nail polish shining in the screen's glow.

THEN:

Rebecca holds the phone in her hand at the little kitchen table, her laptop screen visible. On screen: An ARTICLE from LA Times:

Store Owner Beaten to Death in Anaheim

A PHOTO of Paul's car in the garage accompanies the article, but it's shot from the other side of where his body was found, so all we see are LAPD officers standing around and looking grim at the (unseen) body.

DET. PETRUCCI (V.O.)
(faint; from phone)
Yeah, Petrucci.

REBECCA
Detective Petrucci? This is Rebecca Lloyd. We spoke a few weeks ago, about my step-father's murder?

She paces the room as she listens. The Detective's voice is barely heard on the other line.

REBECCA (CONT'D)
Paul Wells, yes. Did you catch whoever did it?

Rebecca scrolls down the article on her laptop and puts Petrucci on speakerphone while she keeps reading.

DET. PETRUCCI (V.O.)
(filtered)
--pursuing every lead, but what we need most now is some help from people who knew Paul. How well did you know him?

REBECCA
Me? I mean, not really.

DET. PETRUCCI (V.O.)
(filtered)
Did you get along with him?

Rebecca doesn't like where this is going. Is she a suspect? Now her attention is on her phone.

REBECCA
I guess? He was my step-dad. Why?

DET. PETRUCCI (V.O.)
 Because you're the first family member to call me since I was put on the case. Usually the wife is calling me every day, asking for updates.

(beat)
 What happened with your mother's first husband?

Holy shit -- he's not suspicious of her, he's after Sophie.

REBECCA
 Dad ran off with a client.
 That's all.

Over the speakerphone, she can hear Petrucci typing at his computer, making notes.

DET. PETRUCCI (V.O.)
 (filtered)
 Uh-huh, and you were Martin's age when that happened, right? Would you say your mother suffers from mood swings?

Suddenly this is a very charged call. Rebecca takes it off speaker and puts it to her ear --

REBECCA
 I gotta go.

And she hangs up. For a moment her eyes wander, then she gets up, having committed to a course of action:

Time to go straight to the source. PRE-LAP a DOORBELL:

EXT. SOPHIE'S HOUSE - DAY

Rebecca stands on the front porch just as a taxi pulls away from the curb.

She rings the bell again.

Stands back and checks the driveway: No car.

REBECCA
 (calling out)
 Mom? You home?

Nothing.

Checking over her shoulder, Rebecca bends down --

And pulls a small plastic magnetized CONTAINER from under a windowsill. Slides it open to reveal: A HOUSE KEY.

INT. SOPHIE'S LIVING ROOM - MOMENTS LATER

Rebecca steps inside and shuts the door behind her.

REBECCA

Hello?

No response.

Rebecca ventures deeper into the house.

INT. UPSTAIRS HALLWAY

Rebecca ascends the stairs and heads for the master bedroom.

She glances in at the home office on her way and stops in her tracks. Turns. And steps inside.

INT. HOME OFFICE

Paul's working space. Oak desk, home computer, filing cabinets. A small treadmill in the corner.

That's not the strange part.

The weirdness is the fact that the framed photos have been taken down. Paul's diploma, his choice of landscape art... Even the filing cabinets are partly gutted.

Rebecca notices a corner of the room:

A weird MAKESHIFT BED built from pillows and a quilt is tucked back behind one side of the desk, where the desk lamp has been unplugged, and the cord CHEWED OFF.

Something new hangs on the wall here. It's not the same dimensions as what used to hang on the hook; the paint on the wall is discolored in a different shape.

Rebecca leans in to look at the new framed photo:

A black-and-white snapshot, at least thirty years old. Even the frame suggests 1980s.

It's at a hospital, outside on the grounds. Slightly off the center of the pic stands a WOMAN with her back to us, head partly turned to look our way. The shade of a wild-shaped tree hides her face from us.

Rebecca looks around. Feeling like she's being watched.

Carefully, she takes the framed photo down from the wall...

And slides the photograph out from under the glass.

On the other side of the photo, some handwritten info in old, faded pen:

"Diana / Mulberry Hill Rehab Hospital (1986)"

Rebecca stares at the photo again with renewed tension. As if the figure under that crooked tree could come to life.

EXT. STREET OUTSIDE SOPHIE'S HOUSE - DAY

Rebecca stands at the curb, still clutching the photo.

Bret pulls up in his SUV and gets out. Approaches her.

BRET

Got your message. You wanna tell me what this is about?

REBECCA

I need a ride. To a hospital.

BRET

You okay?

REBECCA

Yeah. Come on--

She goes for the passenger door, but it's locked.

REBECCA (CONT'D)

Let's just go. I'll tell you about it in the car.

Bret isn't caving. He crosses his arms at her.

BRET

Don't you think we should finish talking about last night? You know, when you kicked me out for trying to be honest with you?

Rebecca takes a moment to remember. It's readable on her face, "Oh, right."

Bret's a bit surprised. She doesn't remember?

REBECCA

That. Yeah. Hey.

She steps up to him. Looks him in the eyes. And kisses him on the mouth.

She pulls back. Takes a breath.

REBECCA (CONT'D)

You were right. I was using Martin to get back at mom. I'm sorry.

Bret's a little loopy from the kiss. But he recovers.

BRET

Well, you should apologize to Martin, really. I mean, uh-- not like you did with me, but...

REBECCA

I need to do a lot of things. Starting with a visit to Mulberry Hill mental hospital.

Bret heads back around to the driver's side--

BRET

Why?

REBECCA

Diana was a patient there.
(still amazed)
The bitch is real!

They both get in the car.

BRET

Who's Diana?

REBECCA

Let's find out.

EXT. QUIET STREET - DAY

Bret's SUV pulls up to the curb. Bret and Rebecca get out. They both stare at something O.S., disturbed.

Rebecca looks at the photo in her hands, then back up.

ARM AROUND TO REVEAL:

The mental hospital building, set back from the street on a wide, once-green lawn.

It's the same structure, for sure. Some different paint here and there, stripped landscaping, in need of a pressure wash.

Oh, and the SIGN out front:

"MULBERRY HILL APARTMENTS"

REBECCA

Shit.

BRET

Well. This is awkward.

(beat)

So, what now?

REBECCA

Someone's gotta know.

She heads for the front doors.

Bret reluctantly follows.

INT. MANAGER'S OFFICE - DAY

The PHOTO is examined in a man's meaty hand.

This is the apartment manager, LOUIS. He scratches his chin.

LOUIS

This place hasn't been a medical center for over ten years. Looks like this was taken back in the nineties.

Rebecca takes the photo back.

REBECCA

What happened to it?

Louis shrugs.

LOUIS

Got shut down. Bankruptcy.

BRET

What happened to all the patients?

LOUIS

They lived happily ever after. How do I know? I just manage the place.

REBECCA

You don't have any forwarding info?

LOUIS
If I did, it'd be at least ten
years old by now.

Louis goes back to his fast food meal at his desk, talking
while he eats.

LOUIS (CONT'D)
They got evicted. State law is
three day's notice. They left a lot
of junk behind for the owners to
clean up, tenants do that shit all
the time.

REBECCA
What happened to that stuff?

LOUIS
Auctioned or thrown out.
(slurps soda)
All except for the patient files.

Rebecca and Bret are on their way out the door when he says
that last line. They stop.

REBECCA
They left patient files?

INT. MULBERRY HILL APARTMENTS HALLWAY - DAY

Stained carpet. Flickering piss-yellow bulbs. This place
would feel right at home in Fincher's SE7EN.

Louis leads them down the hall, keychain jangling.

LOUIS
I keep telling the owners to just
burn this stuff, but everyone's
afraid of lawsuits these days, so
they have me keep it in 157.

He goes to a door that's been damaged recently. "157."
A fresh deadbolt LOCK has been installed. Rebecca notices.

REBECCA
That looks new.

LOUIS
We get break-ins around here.
Welcome to the neighborhood.
'Course, I don't know what's worth
stealing in here, or who'd care.

He opens the door and turns on the light.

INT. UNIT 157

Metal shelves and an old gurney serve as storage spaces for ROWS OF BOXES, some with lids, others open to the elements.

It's an auditor's nightmare. And it smells of mildew.

LOUIS

If someone's files are in here,
odds are the world stopped caring
about 'em long ago.

Rebecca steps in and starts looking around.

At the door, Bret stops Louis.

BRET

You turned a creepy hospital into
low-income housing? Seriously?

Louis looks at Bret as if Bret still believes in Santa.

LOUIS

It's a building.

(as he leaves)

Tell her she can look but she can't
take anything home with her.

Bret steps in to find Rebecca in the middle of the room.
Surrounded by files.

BRET

You hear that?

Rebecca nods, but her mind is elsewhere.

REBECCA

Yeah.

(sotto)

Someone should've told my mom that.

EXT. SOPHIE'S HOUSE - DAY

A school bus pulls away from the curb as Martin walks to the
front door of the house.

The heavy curtains are still drawn.

INT. SOPHIE'S HOUSE - MOMENTS LATER

Martin lets himself in. The house is quiet. The TV muted.

MARTIN
Mom? I'm home...

Martin crosses to the bedroom hallway, turning lights on as he goes.

INT. BEDROOM HALL

From the home office, Sophie emerges, holding a small hammer. She approaches, happy to see him.

SOPHIE
Welcome home. How was school?

Martin regards her cautiously.

MARTIN
Okay.
(then)
What are you doing?

SOPHIE
Just fixing up around the house.
How did it go at your sister's?

MARTIN
Fine. Did you take your vitamins?

SOPHIE
Well, I am feeling better. Listen,
I've been a little... distant
lately. And I want to fix that. How
about pizza and a movie tonight?

Martin brightens. Is old mom coming back?

MARTIN
Yes, please.

Sophie smiles, relieved.

SOPHIE
Good. Some personal time is just
what we need. Just the three of us.

She moves past Martin for the stairs...

And at the other end of the hall, a SHADOW extends from the home office at the doorway. Someone standing just inside the room, out of view. DIANA.

Martin's body seizes with tension. He keeps his eyes on that silhouette, but reaches over for a wall switch...

And turns on the hall light.

Diana is gone the instant the light comes on. An apparition.

Martin takes a tense breath.

MARTIN
(calls)
Mom?

SOPHIE (V.O.)
Yes?

MARTIN
How about just you and me tonight?

Sophie appears at the mouth of the hall. She and Martin make eye contact. She smiles politely.

SOPHIE
We'll see.
(then)
She isn't that bad, you know.

INT. UNIT 157 - DAY

Rebecca and Bret dig through files. They've been at it for a while. The place is messier, boxes opened, papers scattered.

REBECCA
This is useless. All I got are patient numbers. No names.

BRET
How does this photo of someone named Diana have anything to do with your family?

REBECCA
Because my mother went here, when she was about my age.

BRET
Well then, here's a thought: Why don't you call her and ask?

REBECCA

I can't. Not about this.

(beat)

Mom's always been a little... off. It's just brain chemistry, not her fault. But after Dad left, she started talking to herself. Just whispers. Then, it became a full character. She called her Diana.

BRET

And you think she's based on another patient here.

Rebecca puts her hands on her face, weary from the digging around in other people's crazy.

REBECCA

I was really hoping.

Bret opens another box. Does a double take.

BRET

Whoa. Mother lode.

He pulls up a shoebox full of MICRO-CASSETTE TAPES. Plucks one from the pile.

BRET (CONT'D)

They're so tiny! I didn't even know this was a thing.

REBECCA

You didn't know about micro-cassette recorders?

Bret discovers a MCR/Player inside as well. Fascinated.

BRET

I think I have batteries for this in my truck.

He gets up and heads for the door.

REBECCA

Where are you going?

BRET

We can't take the stuff out of here. So.

REBECCA

...Okay.

Bret steps out. Immediately Rebecca feels uneasy. She starts digging in the same box Bret was searching.

She pulls out a slim POWER CORD. Tries one end on the jack for the MCR/Player--

It fits.

REBECCA (CONT'D)
Bret! Wait-- I found a cord!

No answer. He's already gone.

Rebecca stares at the cassettes a beat.

QUICK CUTS:

- She plugs the cord into a power outlet.
- She snaps a cassette into the tiny recorder.
- MACRO SHOT of the cassette heads spinning.
- VOICES drone on from the player.
- Rebecca EJECTS a tape, slaps in another.
- The whole process is repeated. She's searching...

LATER: WHITE NOISE hisses like steady rain. The volume is cranked on the little speaker.

Rebecca lets it play as she digs through file boxes.

A pile of opened cassette cases lies next to the player.

DOCTOR'S VOICE
Patient two-eighty-three, admitted
October 3, 1984. Removed from the
basement of her father's home. She
has a peculiar skin condition,
worse than albinism. Never seen
anything like it before. We've been
testing her with--
(knocking)
Bring her in. Shut off the-- okay.
(beat)
Hello, Diana.

Rebecca stops her search. Looks at the recorder now.

DIANA'S VOICE
...Keep the lights out.

Her voice is meek; ethereal. A little raspy.

Rebecca stops the tape. Rewinds. Replays.

DOCTOR'S VOICE
Patient two-eighty-three, admitted--

Paused again. Rebecca goes to another shelf.

Every file box here is numbered. In the 200s. Rebecca's finger drifts past box after box... 281, 282--

Boom. Box 283. Rebecca pulls it.

MOMENTS LATER

Rebecca digs through the box, sitting near the recorder.

DOCTOR'S VOICE (V.O.)
Hello, Diana.

DIANA'S VOICE
Keep the lights out.

Rebecca stares at the recorder now. She knows this voice.

DOCTOR'S VOICE
How long have you had this
condition? Diana?

The player hisses white noise. No answer.

DOCTOR'S VOICE (CONT'D)
Did your father have it too? Or
your mother?

DIANA'S VOICE
They aren't my real parents.

A pause. Rebecca leans closer.

DOCTOR'S VOICE
Another patient in the heliotherapy
ward says you visit her at night.

The word rings a bell, and Rebecca thumbs through files until she finds a folder with the same tab: "HELIOOTHERAPY."

In the folder, Rebecca finds PHOTOS of patients standing in front of light boxes. Others in rooms with UV-lit walls.

DIANA'S VOICE
She is my friend.

Annotations of disorders treated this way: Bipolar. Sleep phase disorder. Nervous breakdown.

DOCTOR'S VOICE
Then why did you hurt her? Her arm
is broken in three places.

An ARTICLE slips out of the folder, on aged newsprint:

New 'light therapy' claims life of patient Diana Walter

REBECCA'S EYES frantically skim the words on the piece --

"skin condition" -- "perhaps spontaneous combustion" --
"left nothing but a shadow on the wall"

And the date: 1987.

DIANA'S VOICE

(small)

She was getting better. When she
gets better she goes away. Leaves.

A shadow SLIDES OVER HER in a vague humanoid form, as if
something were rising behind Rebecca in the small room--

Rebecca whirls around, on edge--

WIDE ANGLE: Nothing is there. She's alone.

DIANA'S VOICE (CONT'D)

So I made her stay.

EXT. SOPHIE'S HOUSE - DUSK

The sun sets, with a sliver of a crescent moon higher in the
sky, among brooding clouds.

INT. SOPHIE'S LIVING ROOM - DUSK

The lights are on. But the curtains are drawn.

Sophie and Martin share the couch with a bowl of popcorn
between them, watching TV. Sophie wears a hat now, shielding
her eyes from the overhead light.

Martin steals a glance at his mother. Noting the hat.

Sophie gives him a sidelong glance in return. Then smiles.

SOPHIE

How are you doing over there?

MARTIN

Okay.

(then)

How are you?

SOPHIE
I'm gonna be fine. I am.

They watch TV some more. Then:

SOPHIE (CONT'D)
I miss your father. He was strong
for me. He protected me. I think I
need to feel that, sometimes. And I
know you need that, too.

Martin's expression suggests he clearly does. Yet:

MARTIN
I'm okay.
(then)
Rebecca is strong.

Sophie makes a sarcastic noise through her teeth.

SOPHIE
She tries to look the part, all
that makeup and loud music. But
when it got tough she abandoned me.
Don't let her do the same to you.

MARTIN
Sometimes, the strongest thing to
do, is to face your fears. That's
what Emma told me.

Beat. Sophie looks at Martin with newfound respect. Smiles.

SOPHIE
You know what, you're right.
(gets up)
Be right back.

Sophie crosses, leaving Martin on the couch.

Martin grabs the remote and PAUSES the TV.

The lights go OUT.

MARTIN
Mom!

Sophie is back in a breath, before Martin can stand up--

She puts her hands on his shoulders. Firmly.

SOPHIE
It's okay. It's all right.

Martin goes from zero to sheer panic:

MARTIN

What are you doing--

SOPHIE

Look at me. Trust me.

With her position between Martin and the TV, Sophie casts a LONG, INK-DARK SHADOW over him that extends to the edge of the room.

MARTIN

Mom, let go--

SOPHIE

A long time ago, I was friends with Diana. She was different. Special.

From that shadow, SOMETHING MOVES.

Sophie talks in a crazed reverence, one part nostalgia, one part Stockholm Syndrome.

SOPHIE (CONT'D)

After I left the hospital, I thought something... tragic happened to Diana. But the newspapers got it wrong, she was still here, and she finally visited me when I had a clear head again.

Martin tries to look back, not sure if he wants to--

As the shadow EXTENDS, as if moving on its own--

No, not extending... GETTING CLOSER.

MARTIN

Mom please no, please please--

SOPHIE

Took me another ten years to realize why she left. It was the medicine. It blocked her out, left her all alone. And you know what? She's tired of being alone.

Martin struggles, but Sophie remains firm.

DIANA'S SHADOW now looms over him... A clawed HAND touching his hair...

SOPHIE (CONT'D)

I have been a terrible friend to her, but now she's going to stay. Long as I keep my head clear... and you keep the lights out.

MARTIN'S HAND digs into the seat cushion, searching--

Just as JET BLACK HAIR descends by Martin's face, like the shadow is starting to LEAN OVER AT HIM--

MARTIN'S HAND finds its target and lifts out a small, aluminum FLASHLIGHT--

Which he flicks on straight up, under-lighting his face--

MARTIN

NO!

Something SHRIEKS.

SOPHIE IS THROWN BACK, spilling over the coffee table.

Martin stands on the couch, holding the flashlight over him like a spot in a darkened theater.

His heart is racing like a marathon runner. Eyes wide.

MARTIN'S POV:

Whipping around the room, in search of Diana.

SOPHIE

Martin, what did you do?!

Martin races to the wall switch and turns on the lights.

Sophie blinks at the sudden light. Like an alcoholic stepping out from a dive bar in the morning.

SOPHIE (CONT'D)

Don't make this harder than it has to be, please --

But Martin is too terrified to talk to her now. He runs to the front door, swings it open, and flees outside.

INT. BRET'S SUV - NIGHT

Bret drives. Rebecca rides shotgun. She places earbuds in her ears. The thin cord snakes down to the microcassette player.

Bret glances over at her. Does a double take.

BRET

The dude said not to take anything.

REBECCA

Like he's gonna know what's missing.

Rebecca presses 'play' and stares out her window, listening to one of the tapes.

BRET

Is that another session with Diana?

Rebecca doesn't look back at Bret. She watches the city lights drift by her window, thumb on the player.

REBECCA

No... This one is my mother.

She turns up the volume and starts to tune out the rest of the world.

SLOW PUSH as she listens to the tape. We don't hear the recording, beyond the dull mono-channel pitch of that doctor's VOICE in her ears...

CLOSING IN on Rebecca, closing her eyes...

THE SCORE builds as the sound of that doctor's voice gets a little clearer... Can start to make out some of it --

DOCTOR'S VOICE (V.O.)

Sophie, you need to be careful around Diana. She isn't your friend.

YOUNG SOPHIE (V.O.)

Yes she is. She may be my only friend in here.

TIGHTER ON REBECCA as we can make out --

YOUNG SOPHIE (V.O.)

That's all she wants --

When Bret's HAND enters frame, touching Rebecca:

BRET (O.S.)

Hey --

INT. BRET'S SUV - NIGHT

Rebecca snaps open her eyes -- Bret is nudging her.

She stops the player and pulls out the earbuds.

REBECCA

What?

BRET

You have a visitor.

He nods at something on her side of the road.

They've parked out front of her apartment building.

And MARTIN is standing on her front stoop. A nervous wreck.

REBECCA

Oh, no...

INT. REBECCA'S KITCHEN - NIGHT

Bret searches the fridge, closes the door in defeat.

BRET

You need to go shopping, girl.

Rebecca and Martin are seated at her little dining table. Martin has hold of Rebecca's hand.

REBECCA

Can you run down to the little mart on the corner?

BRET

Yeah. I'll get some snacks, maybe a couple sodas --

REBECCA

No caffeine.

BRET

Copy that.

As Bret breezes by, he pats Martin on the shoulder. A moment later, he's out the door...

Leaving Martin with his sister.

REBECCA

You wanna talk about it now?

MARTIN

I know you don't believe me, but Diana is real. She touched my hair.

REBECCA
Hey, hey. Look at me.
(then)
I believe you. She's real. I don't
know how or why...

MARTIN
She doesn't like the light.

Rebecca lets out a long breath. Nods. Then stands up --

MOMENTS LATER

Rebecca places printouts of web resources on the table
between her and Martin. Wikipedia. WebMD.

REBECCA
Here's what I know: In 1986, mom
hit a low point with her depression
and was admitted to a hospital for
treatment. Her kind of depression
is best fought with heliotherapy.
(off the boy's look)
That's using sunlight, or a special
kind of artificial light, exposure
to it for long stretches.

MARTIN
I've only seen her take pills.

REBECCA
That works, too. So, when she was
in the hospital, she made friends
with another patient -- an extreme
case. Her name was Diana.

This gets Martin's full attention.

MARTIN
She's like Mom?

REBECCA
No. Mom got better and was
released, but Diana reacted to the
treatment so badly she died.

MARTIN
So, if Diana is dead, I mean... How
can she be doing this to us?

REBECCA

Every time our mom falls off the wagon and lets depression back in, Diana shows up. Like a schism, or, I don't know...

MARTIN

How did you get rid of Diana the first time?

REBECCA

I didn't. Mom took a spill down the stairs one night, spent a month in the hospital where they put her back on her meds, and--

(ding ding ding)

That's what we do. We get her back on the wagon, Diana will go away.

MARTIN

Diana wants to stay. She won't like you trying to make mom better.

REBECCA

How do you know?

MARTIN

That's what my dad was doing.

At that moment, a KNOCKING from the front door. Insistent.

REBECCA

That's Bret, hang on.

Rebecca goes to her door, opens it --

REBECCA (CONT'D)

I left it unlocked, silly --

But no one's there. Rebecca looks left, right -- nothing.

An even LOUDER KNOCKING happens from the coat closet, causing Rebecca to jump.

She shuts the front door and cautiously approaches the coat closet. Reaches for the door knob.

REBECCA (CONT'D)

Bret...?

FROM THE LIVING ROOM

Martin watches; starts to tense up. He retreats a couple of steps, for Rebecca's bedroom.

REBECCA

Gets close to the door... she can hear something on the other side. A raspy breath. Sub-vocal muttering.

Flicks on the light beside the coat closet door.

The yellow light seeps through the door's cracks.

And in that moment, all the noises inside STOP.

INT. REBECCA'S BEDROOM - CONTINUOUS

Martin turns on the light and backs from the bedroom door.

All is quiet, then -- the bedroom closet door BANGS from someone KNOCKING on it inside.

Martin freaks out.

CLOSING IN ON THE DOOR --

Hearing that muttering now but more pronounced:

DIANA'S VOICE

*Never-going-away-never-going-away
never-going-away-never-going-away--*

Rebecca rushes in, flips on the bedroom closet light, and swings open the door and --

No one's there. It's empty.

Rebecca and Martin stare at the clothes on hangars, swaying as if someone had just brushed past...

Pre-lap the sound of a DOORBELL --

EXT. SOPHIE'S HOUSE - NIGHT

Sophie opens the door and peers out at:

Rebecca, Martin, and Bret.

REBECCA

Mom... We need to talk.

INT. SOPHIE'S DINING ROOM - NIGHT

Sophie, Martin, Rebecca, and Bret all sit at the dining table. You could hear a pin drop.

The awkward silence lasts a long beat as everyone keeps glancing around at everyone else. It's the Cold War.

Rebecca finally speaks up.

REBECCA

Mom... Tell us about Diana.

Sophie puts down her glass of water. Suspicious.

SOPHIE

What are you talking about?

Martin and Rebecca glance at each other: *What's she doing?* Bret takes a bite from a corner-store snack. Trying to figure out how to be supportive at a time like this.

REBECCA

Your "friend" Diana? Martin says she was just here an hour ago?

Sophie looks from Martin to Rebecca with a guarded expression. Holds up her hand to shield her eyes from the dining room lights. Her looks even paler, now.

SOPHIE

Yes, she's my friend... And she wants to be yours, too.

Rebecca puts the PHOTO onto the table. The one she took from Sophie's office.

REBECCA

This the same Diana you're friends with now? Yes?

SOPHIE

Where did you get this?

REBECCA

Answer my question--

SOPHIE

Answer mine!

REBECCA

You met her at Mulberry Hill when you got put in for depression, right? Am I right?

SOPHIE

What does it matter when we met?

REBECCA
Because she died a year later!

SOPHIE
That's a lie. Listen to yourself--

REBECCA
That's the truth--

Sophie stands up, her chair SCREECHING on the floor. In full "defensive peacock" mode.

SOPHIE
What is this about? You trying to take my son away again, is that it? With your made-up stories--

Bret attempts to intervene--

BRET
Whoa whoa, let's all be cool--

But now voices are overlapping, everyone trying to get in--

REBECCA
I found the obituary! All right?

SOPHIE
Like those can't be faked, listen to yourself, you sound crazy--

BRET
This whole thing's a little crazy--

Rebecca looks down at the table, aware it's come to this:

REBECCA
There's a dead woman in this house.

Everyone hears her. And it quiets the whole room. Rebecca looks up at her mother, accusing--

REBECCA (CONT'D)
And you let her in, mom. You let her stay. Every time.

Beat. The tension: through the roof. Everyone staring at each other like it's a Mexican standoff. Then...

Sophie chuckles. A small laugh.

SOPHIE
I am so sorry. All this time I was worried about the wrong thing.
(MORE)

SOPHIE (CONT'D)

(a breath)

You're not here to take Martin. You aren't coming back into our lives. You're here to feel better about leaving me. Do you know how I felt, not hearing from you or seeing you like family should? You know how that hurt me? Well, turns out I've been shutting out Diana the same way, all this time, and I won't be that kind of person to a friend.

REBECCA

Mom. She's not a friend. She's dead.

Sophie leans in. Looks right at her.

SOPHIE

Sweetie... Ghosts aren't real.

Sophie turns and walks out, up the stairs.

Martin stares at the pills on the table. Scared.

REBECCA

Then what is she?

From the back of the house, they all hear Sophie's bedroom door slamming SHUT.

INT. KITCHEN - NIGHT

Rebecca, Bret and Martin clean dishes and toss trash.

REBECCA

You can sleep over at my place again tonight. I'll talk to CPS about this.

MARTIN

No.

REBECCA

What do you mean 'no'?

MARTIN

I know you've been gone a long time, but she's our mom. And she needs us now, more than ever.

REBECCA

I'm not here for her, I'm here for you. That's the priority.

Beat. Martin takes a dish and moves it to the drying rack, turning his back on Rebecca. This little boy has grown up heartbreakingly fast.

MARTIN

I can't just leave her.

Rebecca notices.

REBECCA

It isn't safe here.

Martin turns around to face her.

MARTIN

It isn't safe anywhere.

REBECCA

All right. Here's what we'll do. Bret and I will stay over tonight. Tomorrow, I'll find some more history on Diana and show it to Emma. Make the case that this is a serious threat. Maybe we can get mom some real help that way. Okay?

MARTIN

Okay.

INT. SOPHIE'S LIVING ROOM - NIGHT

The place looks like someone has been a shut-in for a month. Messy. Those boxes of Paul's clothes and other sundries are still stacked. A few other eye sores.

Rebecca surveys the room, arms akimbo. Bret and Martin stand at her side.

REBECCA

How long does she stay in her room at night?

MARTIN

Mom? She won't usually come out again until morning.

REBECCA

Okay. First priority, make this more of a home.

SERIES OF SHOTS

The trio clean the room.

- Rebecca pulls the heavy curtains back and ties them.
- Martin wipes down surfaces.
- Bret carries boxes to the garage.

REBECCA (V.O.)

Next, we put in some safeguards.

- Rebecca duct-tapes a light panel in the "on" position.
- Martin tests a flashlight and sets it on an end table.
- Bret places a heavy piece of furniture up against a power cord plugged into an outlet.

REBECCA (V.O.)

The important thing is to just be smart about it.

- Rebecca sets an extra box of LIGHT BULBS on a counter.
- Martin places another flashlight in a hallway potted plant. Like it's a handgun or a piece of contraband.
- Bret sets his cigarette lighter next to a large candle.

INT. MARTIN'S ROOM - NIGHT

Martin climbs into bed. Rebecca watches from the door.

REBECCA

Bret and I will be downstairs on the sleeper sofa. Okay?

MARTIN

Okay.

REBECCA

Door open or closed?

MARTIN

Closed.

(then)

Wait--

Rebecca pauses.

MARTIN (CONT'D)
Could you sleep in here instead?

Beat. Rebecca was obviously looking forward to being close to her boyfriend.

INT. UPSTAIRS HALLWAY - MOMENTS LATER

Rebecca walks past the door to the home office -- shut.

She checks the door out of curiosity. Locked.

Rebecca frowns. Moves on.

INT. SOPHIE'S LIVING ROOM - MOMENTS LATER

Bret fluffs an old pillow on the fold-out sofa bed. He's made do with blankets from the downstairs closet.

Rebecca arrives and admires Bret for a moment.

REBECCA
You don't have to stay, you know.

BRET
I know.

REBECCA
Martin wants me to sleep in his room tonight.

Bret takes a breath. Nods.

BRET
Yeah. He needs you more than I do right now.

REBECCA
You still staying?

BRET
Unless you say otherwise. Yeah. Although it's gonna be weird trying to sleep with all the lights on--

Rebecca pulls him into a hug.

REBECCA
Thank you.

Bret is a bit surprised by her intimacy.

BRET

You can be like this around me, you know. I'm not going anywhere.

Rebecca looks at him curiously. Like she's weighing a decision. Then:

REBECCA

Bottom drawer of my dresser.

BRET

...What?

REBECCA

It's yours. I'll clear it out for you.

BRET

Seriously?

She smiles and heads back up.

Bret waits until she's out of sight, then does a silent "touchdown celebration" move.

INT. UPSTAIRS HALLWAY - NIGHT

Rebecca returns to Martin's room, but then continues to the end of the hall, to the master bedroom door. Sophie's door.

It's shut.

Rebecca gets close. Listens. Knocks.

REBECCA

Mom? We're staying overnight.

(beat; silence)

See you in the morning.

(another beat)

Love you.

Rebecca pulls away.

The door opens a crack.

Sophie peers out at her daughter. Her eyes are bloodshot and her face is wet from crying.

SOPHIE

You're staying?

REBECCA

Yeah.

Sophie nods, relieved.

SOPHIE

Good.

(then)

I'd like to maybe start over, in the morning. Would... would you grant me that?

Beat. Rebecca is cautious. But hopeful.

REBECCA

Of course.

SOPHIE

Shake on it.

She opens the door further to reach out her hand.

The interior of the bedroom is PITCH DARK.

Rebecca shakes hands with her mother.

As she does, she frowns; something is amiss, but we don't yet know what she's reacting to.

They pull away.

REBECCA

Goodnight, mom.

SOPHIE

Goodnight, Becks.

The pajama top Sophie wears starts to PULL as if someone were tugging it from behind, coaxing her back in.

Rebecca doesn't see it. She's distracted...

As she gets to Martin's bedroom, she looks down.

IN HER HAND is a slip of paper, handed to her by Sophie.

She unfolds it to read: "I NEED HELP."

Written hastily.

Rebecca looks back down the hall. Worried.

Because she's starting to think of mom not as an opponent, but as a victim.

INT. UPSTAIRS BATHROOM - MOMENTS LATER

Rebecca turns on the light and immediately goes to the medicine cabinet. Flings it open, digs around the shelves, checking bottles, getting more and more frustrated--

REBECCA
C'mon, c'mon...

Finally she exhausts the selection of OTC and prescription bottles in the cabinet and looks around the bathroom in desperation.

Her attention is drawn to the small trash bin, by the toilet.

Rebecca reaches in and pulls out a narrow pill bottle. Empty. She reads the prescription on the side, and--

REBECCA (CONT'D)
(sotto)
Shit...

The bottle is missing its white lid.

Overhead, the bathroom light begins to FLICKER and BUZZ.

Rebecca keeps the pill bottle and backs out of the room, suddenly nervous, as if she were being watched.

INT. MARTIN'S ROOM - NIGHT

Rebecca joins Martin under the covers. Puts a hand on Martin's shoulder so he knows she's there.

The bedside lamp is on, plus two large candles on the nightstands on either side of the bed.

She closes her eyes.

Martin is still awake.

MARTIN
(beat)
Rebecca?

REBECCA
Hmm?

MARTIN
Did you find her vitamins?

REBECCA
No. But we'll figure something out.

MARTIN
You think so?

Rebecca opens her eyes. Stares at the ceiling.

REBECCA
Heliotherapy works, too. We'll get
her out in the sun tomorrow. Go to
the beach, maybe.

MARTIN
That sounds nice...

REBECCA
(softer)
Get some sleep.

He closes his eyes, but she lingers on that last question.

PRESSING IN on Rebecca, as she drifts to sleep...

INT. MARTIN'S ROOM - NIGHT

Only a night-light on the far wall sheds light in the room
now. And the decor is different; girly. Dolls and pink.

In the bed is YOUNG REBECCA, maybe eight years old, huddled
under the covers. She's been crying. She stares at:

A PHOTO of her father VICTOR standing with her, holding a
pair of fishing rods. Father and daughter out playing.

CLOSE ON REBECCA, breaking out of her memory when she hears
the CLICKING OF TOENAILS on the hardwood floor.

She holds her breath. Terrified.

The mattress sinks under the weight of something new.

PUSHING IN CLOSER on Rebecca's face, as...

Black HAIR descends near Rebecca's ear -- that's all we see
of Diana, but then:

DIANA'S VOICE
Be my friend...

It's a gravelly version of the voice we heard on the micro-
cassette recording.

Young Rebecca is too scared to scream. As if in a nightmare.

And with that, Diana starts to CRAWL INTO BED WITH REBECCA, pulling the covers on the far side of the bed.

Rebecca closes her eyes even tighter than before and opens her mouth to scream --

INT. MARTIN'S ROOM - NIGHT

And Rebecca wakes with a start. Sits up.

It was just a nightmare. Or a memory. Before it was Martin's room it was hers, and she's back again.

Martin sleeps soundly next to her. Rebecca calms down.

Somewhere in the bowels of the house -- a distant CLAP.

And immediately after, the power goes out.

Only the two candles burn in Martin's room.

REBECCA
(sotto)
Shit...

Rebecca grabs a commercial-grade flashlight from her side of the bed, clicks it on, and slips out.

INT. SOPHIE'S LIVING ROOM - MOMENTS LATER

Rebecca descends the stairs and enters the room, saying in a stage-whisper:

REBECCA
Bret! Wake up--

She sweeps the light over the sofa-bed...

Bret isn't there.

REBECCA (CONT'D)
(sotto)
Shit. Shit shit shit.

She moves for the downstairs hallway.

INT. BASEMENT - MOMENTS LATER

From the utter darkness, a door opens and Rebecca stands in silhouette at the threshold.

She shines the beam downstairs.

The steps are more like a ladder; steep.

More boxes on the floor and on metal shelving down here. Old furniture. Seasonal junk for the lawn...

And, on a load-bearing post: the house's CIRCUIT BREAKER BOX.

Rebecca descends the precarious steps.

She advances for the box.

As she does, shadows seem to bounce around the room. It makes her paranoid. She keeps glancing behind her.

At the box, she pries open the lid and shines the light at the breaker switches.

They all seem to be in the proper position.

REBECCA

C'mon, c'mon...

She begins flipping switches back and forth.

She glances back at the door for signs of power--

And a SILHOUETTE now stands in the threshold.

Rebecca nearly screams, but recovers quickly enough to swing the flashlight beam at it--

Revealing it's MARTIN with a candle in the hall.

MARTIN

What are you doing?

REBECCA

The power went out. I'm trying to restart it--

Martin sets the candle on the top step in the doorway.

MARTIN

Keep the light on me--

REBECCA

What are you doing?

Martin descends and hurries to her side.

MARTIN

Don't leave me alone again.

REBECCA
(terse)
Okay.

MARTIN
Please.

REBECCA
(softens)
All right.

She returns to the circuit breaker switches.

REBECCA (CONT'D)
Nothing is working.

MARTIN
What else could it be?

Rebecca thinks. Something sinister occurs to her...

REBECCA
...A trap.

The soft sound of a short, quick breath comes from upstairs--

And Martin's CANDLE SNUFFS OUT.

Rebecca looks up that way--

DIANA'S SILHOUETTE stands at the basement door.

Rebecca grabs the flashlight and wheels it around but--

The door SLAMS shut and locks from the other side.

REBECCA (CONT'D)
No-- NO.

She hurries up the steps.

Martin begins to fall into darkness, since she's taking the flashlight with her--

MARTIN
Wait up--

He hurries to keep up with her.

The two reach the top step and try the door. No go.

Rebecca shoulders against it. Won't budge. Partly because she has to be on the steps, and can't get much leverage or room to charge the door.

REBECCA

Come on!
(bangs on door)
HEY. SOMEONE! OPEN UP!

EXT. SOPHIE'S HOUSE - NIGHT

Bret stands on the front lawn with his own flashlight, looking down the street.

The whole block is out. Bret curses under his breath.

INT. SOPHIE'S LIVING ROOM - NIGHT

Bret enters from the front door and immediately hears dull THUMPING from down the hall. He stops in his tracks.

He then hears Rebecca's muted CRIES--

And he kicks back into gear again.

BRET

Becca?

INT. DOWNSTAIRS HALL - MOMENTS LATER

Bret advances for the hall, shining his light down ahead of him rather carelessly.

He sees the basement door (built much like a door to a garage) rattling in its frame as Rebecca pounds on it from the other side.

BRET

Becca is that you?

REBECCA (O.S.)

Bret! Get us out!

BRET

What are-- okay hang on--

Bret reaches for the doorknob to try it--

But then something distracts him down the hall.

INT. BASEMENT

Rebecca and Martin get quiet.

REBECCA

Bret?

BRET (O.S.)

Hang on.

(beat)

Mrs. Wells?

INT. DOWNSTAIRS HALL

Bret squints down the hall at:

DIANA'S SILHOUETTE. Statuesque. That same wild, ratty hair.
As tall as he is.

BRET

What's going on here?

He points his flashlight down the hall--

And like a mirage, Diana VANISHES soon as the beam hits the
space where we saw her.

Bret frowns.

REBECCA (O.S.)

(muted)

Bret! Listen to me! Keep in the
light!

Bret lowers the beam...

And Diana's shadow IS CLOSER. Halfway to him now.

Bret jumps out of his skin, and pulls the flashlight back to
shine down the hall--

And she's gone again.

REBECCA (O.S.) (CONT'D)

Don't have just one-- she'll get
around you!

Panicked, Bret swings around, checking behind him, toward the
front of the house--

No one there.

He swings back--

The hall is empty.

He holds the flashlight up high--

Swings down hard on the knob. CLANNNG.

He holds it up again--

And something GRABS HIS ARM, yanking him out of frame--

INT. SOPHIE'S LIVING ROOM

--hurtling him to the floor of the living room as if he were a child's toy.

THE FLASHLIGHT lands on the hallway floor, its light guttering like a candle about to be snuffed. The flashes give the hallway a "strobe" effect.

Bret has wrenched his shoulder but he starts to get up--

And then he sees her.

The SILHOUETTE advances for him in fits of speed, backlit by the sputtering flashlight in the hall--

Bret scrambles and pulls up his CELL PHONE pointing the screen out and shining it in front of him, like a talisman.

Diana is gone again.

REBECCA (O.S.)
(muffled)
Bret!

Bret is hyperventilating as he stands. Scared out of his mind. It doesn't make sense to him.

The phone's paltry ambient screen-light barely illuminates four feet in front of him. And it's the passcode screen.

Bret hears footfall on the floor--

To his left--

But he can't see that far into the living room.

Then to his right--

Still nothing.

Then he hears it: raspy BREATHING. Like it's right there.

REBECCA (O.S.) (CONT'D)
(distant)
Bret! Come here!

DIANA'S VOICE
(imitating Rebecca)
Come here.

The passcode screen goes dark again--

AND DIANA IS RIGHT IN FRONT OF HIM. Even this close, she appears almost two-dimensional until--

Bret is struck across the face--
And he stumbles backward over an end table, spilling near the front foyer.

The PHONE lands on the floor, face down. A tiny halo of refreshed light from the screen.

Some dark foot SMASHES IT, and the light goes out.

Bret gets up again, bleeding from the face, and he runs as fast as he fucking can for the front door.

EXT. SOPHIE'S HOUSE

Out the front he goes, flinging the door behind him--

And stumbling on the porch step.

No-- worse. Like something had hold of one leg.

It's outside. It should feel safe. But the blackout is along the entire block, and the new moon makes this world anything but safe and well-lit.

CLOSE ON BRET

His lip is bloody from hitting it when he fell. More blood flows from gashes on his face and neck.

He fumbles for his car keys. Gets up once more.

The KEY FOB is in his hand now but--

WIDE ANGLE

From across the street.

A dark FIGURE, so dark it's as if it were made of nothing, grabs Bret by the neck and LIFTS HIM OFF HIS FEET with one arm. He struggles, legs flailing, arm raised--

And then he presses the 'unlock' button on the key fob--

And his SUV's headlights suddenly SHINE on the front of the house and in that very same breath--

Bret seems suspended in midair by nothing, and promptly falls back to the front lawn.

BACK TO BRET

Gasping for air. Terrified and confused.

He's in fight-or-flight and flight has won. Bret rushes for his SUV, climbs in, mashes the dome light, and starts it up.

INT. BASEMENT - THAT MOMENT

Rebecca and Martin are still huddled by the door. Straining to listen.

They hear the SUV engine start.

And then the sound of the vehicle peeling out and away.

Rebecca's heart sinks.

MARTIN

Is he leaving?

REBECCA

No. He wouldn't... He wouldn't do that, would he?

The reality sets in: They're alone in the basement. With a monster in the house.

MARTIN

You did.

He's eight years old, he doesn't say it to be mean, he says it matter-of-factly; it makes sense to him.

Rebecca's been strong up until now, but the significance of that hits her so hard, she struggles not to cry.

The commercial-grade flashlight flickers. Once. Twice.

Both of them tense up.

REBECCA

Oh no, do not die on me--

MARTIN

I forgot to tell you, the big ones are battery hogs.

She snaps out of her heartbreak, takes a breath for courage, and gets back into problem-solving mode.

REBECCA

Let's make some other light.

INT. UPSTAIRS HALLWAY - NIGHT

Sophie opens her door, emerging from the master bedroom and the white noise of an air purifier.

SOPHIE

Rebecca? Hello?

Sophie sees Martin's door open. Steps to the threshold...

No one's there. Sophie tries the light switch-- nothing.

She tenses.

SOPHIE (CONT'D)

Martin?

Distant noises from deep within the house, below: The sounds of Rebecca and Martin scavenging in the basement.

SOPHIE (CONT'D)

Diana, where are you?

A creak from the bedroom, and Sophie sees her-- the familiar SILHOUETTE standing inside the master bedroom door.

She's taller than ever, now. Like she's getting bigger.

Sophie is scared, but finds her anger and approaches, challenging the shadow:

SOPHIE (CONT'D)

I told you not to bother my kids.

Diana steps aside as Sophie gets close, vanishing behind the door so that when Sophie enters, she shuts the door to confront Diana but--

No one's there.

SOPHIE (CONT'D)

Diana? We're not through, here.

(then)

Don't make me punish you!

THE BEDROOM DOORKNOB LOCKS by itself... Then--

Diana GRABS Sophie from behind and THROWS her against a wall--
--where Sophie CRASHES into a bureau and collapses to the
floor, unconscious.

INT. BASEMENT - NIGHT

Fire flickers from gas tubing. We're in:

An iron "fireplace" stove with a large ventilation pipe. At
one time, before central air/heating was a thing, this
basement was kept warm with this wood-burning heater.

But now there is no wood. It hasn't been used in years.

Rebecca shoves crinkled newspaper into the mouth of the
thing, and the flames catch it, offering the room some
fleeting warm light.

Behind Rebecca, Martin holds the weakening flashlight.

MARTIN

Rebecca...

REBECCA

I know.

MARTIN

Hurry.

REBECCA

I know!

Rebecca starts scavenging for whatever she can find.

She grabs a cardboard box's lid.

And then from the box, an old stuffed ANIMAL missing one
button-eye.

And a stack of yellowed MAGAZINES.

All of it goes into the stove's mouth.

The junk doesn't catch fire right away.

Martin hears something in the dark: CLICKING toenails.
Scurrying sounds from somewhere.

He sweeps the flashlight around. Its beam has narrowed.

DIANA'S VOICE
 (sing-song)
Maaaaartin...

Martin tenses.

Rebecca blows on the fire. Puts her hand in and grabs some burning newsprint to try and spread it.

The flashlight flickers.

Martin tries to keep it everywhere at once.

All he succeeds in doing is make the shadows in the room dance and sway. The plastic, four-foot-tall "wise men" figures trotted out for the lawn in December continue to cast humanoid shadows on the wall.

Martin keeps his focus on them.

From directly above him... matted jet-black hair DESCENDS, like she's perched on the rafter above him--

DIANA'S VOICE (CONT'D)
 (sotto)
Brush your hair--

Martin freaks and points the flashlight directly up--

And, like flashlights with batteries in the handle, it causes the light to nearly go out, flickering--

Martin backs up, but just in the nick of time--

The STUFFED ANIMAL in the stove catches fire.

WIDE ANGLE

The corner of the room by the stove is saturated in the glow of the fire. Rebecca did it.

Martin sits down, already exhausted.

REBECCA
 That won't last more than a few minutes. We need to find more stuff to burn.

INT. BASEMENT - MOMENTS LATER

Rebecca and Martin dig through boxes.

Anything deemed burnable gets tossed in a pile near the stove.

Martin's lack of sleep is catching up with him. Fatigue is setting in.

REBECCA
(re: her file box)
Mom saved her tax forms from ten years ago. She's still got receipts in here.

Rebecca puts a stuffed folder of papers on the pile.

MARTIN
How long are we gonna stay in here?

REBECCA
I don't know.

MARTIN
There aren't any windows.

REBECCA
I'm working on a plan.

Beat.

MARTIN
I'm not much good to you.

REBECCA
You're doing great. Feed the fire for a while.

Martin does so.

Rebecca scoots a new file box from one shelf and sits down with it by the stove.

On the side: the box is labeled "REBECCA."

REBECCA (CONT'D)
What's this? My old clothes?

She opens it.

Inside: a lone SHOE BOX.

Rebecca pulls this out and opens this.

She lifts out a set of developed PHOTOGRAPHS. Goes through them, curious.

THE PHOTOS: Birthday cakes, all taken on the dining table upstairs. Sixteen candles. Seventeen. Then eighteen.

REBECCA (CONT'D)
She made birthday cakes?

MARTIN
Every year, on your birthday.

REBECCA
But, I was in San Diego those years. Mom knew that.

MARTIN
She made them anyway. We sang the song for you.

This is news to Rebecca. She pulls out the other materials in the shoe box...

LETTERS. Folded into personal envelopes. Unmailed. Each with dates on the front.

REBECCA
She wrote me letters?

Rebecca opens one. Unfolds the paper.

Martin glances at them, then returns to feeding the fire.

MARTIN
Yeah. She did that a lot.

Rebecca reads one.

Aside from a quick look over her shoulder at the handwritten letters on lined paper, we don't see the content.

We just see Rebecca's face as she reads.

Whatever is in the content, it affects her deeply.

By page two, she starts to tremble.

By page three, she's in tears.

At the end, she sniffs, wipes her eyes, and stuffs the letter back in its envelope. It's one of maybe a dozen.

Gently, as if it were a newborn infant, Rebecca places the shoe box back in the larger file box.

Martin watches.

MARTIN (CONT'D)
What did it say?

Rebecca lets out a breath. Doesn't directly answer his question, but looks him in the eye to say:

REBECCA
We are going to help mom. I will
find a way to get rid of Diana.

The fire crackles. Martin nods at his sister, then gets the energy to grab another box from the other side of the stove.

This one is marked 'HALLOWEEN.'

As he digs through it, Rebecca puts a protective hand on the file box containing her mother's letters to her.

MARTIN (O.S.)
Hey, I found a flashlight.

She looks over to see Martin has a rectangular light tube.

MARTIN (CONT'D)
Or something.

He turns it on-- its batteries work. But it casts a cold blue/green glow on Martin.

REBECCA
That's a black light.
(beat)
But a light's a light.

He hands it to her. She shines it around.

REBECCA (CONT'D)
Still got some juice.

Rebecca takes a breath, steels her nerves, and advances for another corner of the basement.

The black light casts a deep blue hue over all the stored junk in this space.

Rebecca moves from the fire.

One step at a time.

Martin watches, scared and exhausted all at once.

MARTIN
Where are you going?

REBECCA
To take inventory.

With the glow of the amber fire at her back, and the blue glow in front of her, Rebecca navigates the nest of shelving and boxes.

Somewhere in the dark, the sound of scurrying feet.

Rebecca tenses.

She moves for the next aisle.

The black light reveals FOOT PRINTS on the floor--

And occasional HAND PRINTS on other items.

Rebecca looks down to see the wan glow of a similar hand print ON HER OWN SHIRT SLEEVE. Like a mark of ownership.

Freaked, Rebecca rubs the sleeve to smear the print.

In moving her arm with the black light, she reveals --

HANDWRITING on a far wall. Just a faint glimpse of it. Invisible without the black light.

Rebecca ventures toward it, past a shelf, holding the light up to get a closer look...

...The wall is covered in Diana's scrawled writing. Like the journal of a prisoner of war. Just a taste of the blanket of run-on sentences written over the course of years --

CAN HEAR THEM AROUND ME UPSTAIRS TALKING LAUGHING NO WAY IN NO WAY OUT
TRAPPED JUST LIKE THE HOSPITAL JUST LIKE FATHER ALWAYS IN THE BASEMENT
FORGET ABOUT DIANA NO ONE LIKES YOU BUT SOPHIE DOES SOPHIE DID SHE LET ME OUT
SHE MISSES HER CHILD PRETTY CHILD PRETTY DOLL I JUST WANT TO BE YOUR FRIEND

It's enough to freak Rebecca out. She turns away from it.

At the other end of the shelf, among other junk: the black light illuminates a gardening spade with a long wooden grip.

A weapon. Potentially. Makeshift, but still.

More scurrying in the dark. This time to her right.

Rebecca shines the black light into a darkened corner where a rack of clothes hangs -- leftover inventory from one of Paul's years at the shop.

But wait. There's a HUMANOID FIGURE standing there too--

Standing and staring at us in the blue-tinted darkness.

Wild, long hair. Eyes that shine like a cat's. And teeth that GLOW in the black light. Eyes and teeth. She's so still she looks like a Halloween lawn-scarecrow but--

Then SHE MOVES, back out of sight and we realize HOLY SHIT YES THAT WAS DIANA.

Rebecca nearly jumps out of her skin--

She hurries for the gardening spade at the end of the aisle--

Looking back--

More scurrying sounds--

Where is that monster now--

Rebecca gets to the end and grabs the wooden handle. The spade is laid lengthwise on the shelf, so the metal shovel end sticks out the other side, on the other aisle.

She starts to pull it away--

And it sticks. Like it's hung up on something.

Rebecca shines the light to see what's caught it--

And the black light shines right in DIANA'S FACE on the other side of the aisle.

It's only visible for a dozen frames of the film, but her mouth is distorted; bigger than a human's mouth, and full of crooked teeth. Her eyes are milky like they have cataracts.

And she hisses at Rebecca.

REBECCA (CONT'D)

NO!

Rebecca falls back, still clutching the spade in one hand, crashing against another shelf, toppling it--

Scrambling to escape, to find that black light--

Shit, she dropped that--

Scurrying sound again--

Rebecca reaches for the black light--

But then a bare ARM black as an oil slick slams down on her, snaring her wrist, in the glow of the black light--

Diana's matted, black hair suddenly sinking close to Rebecca's face--

And then a weak FLASHLIGHT BEAM lands on Diana's arm--

And in an inhuman SCREECH, Diana is gone faster than a jumping spider.

MARTIN steps close, holding the big flashlight as it sputters out again.

MARTIN

Come on!

Rebecca grabs the black light, the spade, and they move back to the corner with the fireplace.

She takes a breath.

Martin guts the flashlight's batteries and switches them around.

MARTIN (CONT'D)

Sometimes this gives you a little more juice.

REBECCA

I saw her. I got a clear look at her.

(holds black light)

She doesn't disappear in this light. She's real.

MARTIN

So?

REBECCA

So, if I can see her, at least I know where she is. I can keep her from vanishing.

(points at flashlight)

And with that thing, maybe I can even hurt her.

She hefts the gardening spade like a short spear.

Heavy footfall overhead. Someone thumping around upstairs.

Martin and Rebecca both look up.

MARTIN
What is she doing now?

Rebecca doesn't answer right away; she doesn't know.

Then: something echoes inside the stove's piping.

Another loud WHUMP as something wet lands in the stove's fire immediately SNUFFING IT OUT.

MARTIN (CONT'D)
Now what?

Rebecca stares at the ceiling for a beat.

Smoke begins to fill the lit space where they're huddled.

REBECCA
Mom!!

INT. SOPHIE'S BEDROOM - NIGHT

Sophie is still unconscious on the floor. Unresponsive.

REBECCA (O.S.)
(distant)
Mommmmm!

INT. BASEMENT - THAT MOMENT

Rebecca and Martin keep CALLING until Martin's flashlight starts sputtering out again. All that's left is Rebecca's black light.

She pulls her brother close, and they back into a corner.

His eyes are wide with fear.

MARTIN
Are we going to die?

REBECCA
No. We're fighters.

She holds onto him. Trying to give him a brave face. But honestly, she doesn't know what to do next.

And then, in the distance: the sound of SIRENS.

Rebecca perks up. Suddenly hopeful.

EXT. RESIDENTIAL STREET - NIGHT

An LAPD squad car comes tearing down the street. As it approaches, half a block before Sophie's house, the sirens are shut off, and it runs only with the lights.

Tailing the squad car: Bret's SUV.

The cops pull to the curb outside Sophie's house.

Bret's SUV skids to a halt, nearly rear-ending the squad car.

Bret climbs out, leaving his headlights on.

He still looks bloody, his shirt stained with it. Someone attempted to bandage his neck but it's clear he left before they could finish the job.

Now that he's back, Bret doesn't take his eyes off the house.

Two LAPD OFFICERS get out of the squad car. One male, one female. Both cool, calm, and collected.

The male is OFFICER FORM; 30s, tall, African-American.

The female is OFFICER GOMEZ; early 30s, muscular, two stripes on her uniform indicate she's the senior officer.

Bret's already pointing and talking--

BRET

She's in there, my girlfriend and her family--

OFFICER GOMEZ

Sir, please return to your car, you need to get to the hospital--

BRET

Listen to me, you need flashlights.

OFFICER FORM

Get back in your car, sir.

Said loudly.

Bret backs up. But notices he's not quite in the light of his SUV's beams, and takes a side-step into them.

The two Officers approach the house.

Its front door remains partly open.

Officer Gomez speaks into her shoulder radio handset:

OFFICER GOMEZ
 Unit eighty-one, we're at the
 Marigold house, power grid is out.
 Over.

Officer Form looks back at his partner when they get to the door, then gets his flashlight out and knocks on the door.

OFFICER FORM
 LAPD. Anyone home?

The door opens from his knocking.

He shines the light into the living room.

Overtured furniture from the attack on Bret gives the place the look of a war zone.

OFFICER FORM (CONT'D)
 (louder)
 Hello?

REBECCA (O.S.)
 (muffled)
 Help!

The Officers hear that. They go inside.

INT. DOWNSTAIRS HALL - MOMENTS LATER

The Officers reach the hall with the door to the basement.

OFFICER GOMEZ
 LAPD, we're responding to a
 domestic disturbance?

REBECCA (O.S.)
 In here!

Officer Form springs into action and kicks the door.
 It doesn't give on the first kick, so he goes again--

OFFICER GOMEZ
 (into radio)
 Unit eighty-one, possible fire at
 residence, alert LAFD--

BOOM! The door is kicked in. Officer Form shines the light down the stairs at--

Rebecca and Martin, who remain in the corner, Rebecca still holding her gardening spade.

A thin veil of smoke displaced from the stove hangs in the room, creeping out into the hall. Like a residual fog.

OFFICER FORM

You okay?

DOWN THE HALL, Diana's silhouette appears.

Gomez notices. Puts a hand on her partner's shoulder--

Form sees her--

OFFICER FORM (CONT'D)

Ma'am?

He shines the light down the hall-- but Diana is gone.

Officer Form draws his sidearm and advances down the hall with the flashlight before him.

Officer Gomez stays at the door where she can keep sight of her partner and call down to Rebecca--

OFFICER GOMEZ

Can you move?

Rebecca grabs Martin and moves up the stairs, saying:

REBECCA

Keep the light on us!

INT. SOPHIE'S BEDROOM - THAT MOMENT

Sophie gets up, a trickle of blood marking a path on her head from where she was thrown.

She sets upon the door to the hall, determined.

It's lodged, somehow. Can't open.

So she starts bashing the door with whatever she can find.

SOPHIE

Diana! You hurt my children and we are never speaking again!

WHANG! She starts to dislodge the doorknob.

WHANG! Again, weakening the door.

INT. DOWNSTAIRS HALL

The upstairs sound is muted down here with all the chaos.

At the end of the hall, Officer Form looks for where the figure disappeared.

OFFICER FORM
Show yourself!

BACK WITH GOMEZ, she sees her partner check down one part of the family room where the hallway ends--

And then that silhouette ATTACKS from behind, pulling him out of Gomez's view--

But it's so quick, neither has time to react--

INT. FAMILY ROOM

Officer Form crashes hard on a card table--

His flashlight resting on the floor by the hall--

And DIANA stands before him. Menacing. We can't see that insane face but we know it's there; we can hear her raspy breath through that too-big mouth...

Officer Form raises his sidearm--

OFFICER FORM
Back off!

But she takes a step toward him-- BLAM! He fires--

And in the muzzle flash from the Glock SHE DISAPPEARS--

But a fraction of a second later, the moment the flash dissipates, she's A STEP CLOSER--

He fires AGAIN-- to the same effect--

INT. DOWNSTAIRS HALL

Gomez hears her partner firing once, then twice, then a third time before he WAILS IN AGONY out of view--

OFFICER GOMEZ
Andrew!
(into handset)
Eleven ninety-nine! Get me backup!

Gomez has her gun drawn. Flashlight in the other hand. Trying to control her breathing.

Rebecca and Martin huddle close to the Officer.

Footsteps from elsewhere in the house. The sound bounces around -- upstairs, in the basement, like someone playing a game with them.

Gomez is taut as a wire, changing the grip on her Glock.

OFFICER GOMEZ (CONT'D)
How many are there?

REBECCA
Use this. You won't see her otherwise.

Rebecca offers the black light.

But Gomez instead moves for the back room where her partner was last seen.

Rebecca checks on Martin.

REBECCA (CONT'D)
You okay?

Martin nods weakly.

REBECCA (CONT'D)
We're getting out -- now --

Martin holds onto Rebecca with pleading eyes.

MARTIN
Mom.

REBECCA
We'll find her too.

A cut-off SCREAM from Gomez in the dark. Close by. But then a battery-operated smoke detector begins WAILING, drowning out all other sound, like a nail-biting soundtrack.

Rebecca looks for her and sees a SILHOUETTE approaching from down the hall.

The smoke thins, revealing it's GOMEZ, staggering back...

But she's being held up. Like a puppet. And then she falls. Collapsing in a lifeless heap a dozen feet from Rebecca...

But her SILHOUETTE REMAINS standing -- Diana. Diana was her puppeteer, behind Gomez like a physical shadow.

Rebecca, wide-eyed with fear, grabs hold of Martin and starts crawling away from Diana, holding out the black light --

Diana's arm moves like a snake striking and KNOCKS the light out of Rebecca's hand --

And it SMASHES against the wall, the bulb shattering.

Rebecca turns and pushes Martin for the door --

REBECCA (CONT'D)

Go!

And he runs, but she doesn't get far:

Diana GRABS Rebecca by the neck and SHOVES her to the floor.

Pitch-black clawed HANDS encircle Rebecca's throat.

She can't breathe. Struggling against Diana, fists pounding and legs bucking, but it's like fighting an onyx statue.

Martin returns, in a panic --

MARTIN

Stop it!

-- and he's backhanded, thrown back.

Diana's attention returns to Rebecca. Choking the life out of her. That black hair dangling in Rebecca's face.

And then:

SOPHIE (O.S.)

I told you.

SOPHIE stands in the room, pointing one of the Officer's handguns at Diana. Gone is the manic woman we knew. Standing here, legs slightly apart, is a woman of pure determination.

SOPHIE (CONT'D)

You don't hurt my kids.

DIANA'S VOICE

They won't let me be your friend.

Sophie FIRES --

But we know the result: Diana BLINKS out of existence for that moment of muzzle-blast --

Rebecca SUCKS IN A BREATH for a second before Diana RETURNS and immediately clamps down on her neck.

DIANA'S VOICE (CONT'D)
That won't hurt me...

And then Sophie puts the gun to her own head.

SOPHIE
 This will.
 (then)
 My daughter was right. I let you
 in. I let you stay. You are here
 because of me.

This gets Diana's attention. Her chokehold on Rebecca eases up, just enough for Rebecca to croak out the words --

REBECCA
 Mom -- what are you doing --

CLOSE ON SOPHIE:

A tear streaks down her cheek, but she says with conviction:

SOPHIE
Saving your lives.

BACK ON REBECCA:

At the sound of a single GUNSHOT that causes Diana to VANISH in mid-screach.

Rebecca sits up, coughing. But can't take her eyes off:

Her mother's body. In a heap on the floor. Dead.

Eyes welling with tears, she crawls to Sophie.

REBECCA
 No...

Martin comes to and sees the aftermath.

MARTIN
 Mom? Mom...

WIDE ANGLE

From outside looking in through the bay window, two small figures (Rebecca and Martin) huddle over their dead mother.

Their bodies shudder from sudden grief. And then Rebecca raises her head and we see the silent wail of raw pain.

WIDER STILL

A bird's eye view of the block shrouded in darkness...

And then the power is restored. Street lamps awaken.

DISSOLVE TO:

INT. SOPHIE'S LIVING ROOM - NIGHT

Paramedics hoist up the gurney, locking its wheels in place. Sophie's body now rests under a sheet on it.

Rebecca stands back, watching them carry out her mother's body while the lights of emergency vehicles flare across the interior of the room through the window.

A beat. Rebecca looks down at the floor where Sophie's body had been moments ago.

A SHADOW remains on the spot. Darkening the wood. In the exact pose as Sophie.

Rebecca stares. Fists clenched. More angry than scared now.

Slowly, the shadow EVAPORATES before our eyes.

And then it's gone. And Rebecca un-clenches her fists.

EXT. RESIDENTIAL STREET - NIGHT

Later still. Rebecca and Martin sit on the back bumper of a parked ambulance. Both of them are wrapped in blankets.

They look utterly spent.

Bret approaches. A little worse for wear, but with bottles of water for them.

Rebecca scoots over so he can sit with them.

For a beat they simply lean on each other. Then, Rebecca nudges Bret.

REBECCA

I thought it was too much for you,
and you ran off. But you came back.

BRET

Of course.

Rebecca looks at Martin, who gazes up at her like a lost puppy. Unsure of his future.

REBECCA
 (to Martin)
 So did I. And I'm here to stay.

Martin holds onto his sister.

Two PARAMEDICS load Sophie into an ambulance, the body covered in a white sheet.

The mood turns sad once more. Especially for Martin, who looks hollowed-out by this loss. His one remaining hope:

MARTIN
 Is Diana finally gone?

CLOSE ON REBECCA, finding her strength again. Using a damp towel from the ambulance, she wipes off her mascara. No more hiding behind a warrior's mask. The warrior is here.

REBECCA
 She better be.

PULLING BACK for one last view of the neighborhood...

FADE TO BLACK.

FADE UP ON:

EXT. REBECCA'S APARTMENT BUILDING - EVENING

Sundown. One week later.

Rebecca, Bret, and Martin march up the steps to her front door. They're all dressed in black.

INT. REBECCA'S LIVING ROOM - EVENING

A slow pan around the place -- it looks remarkably different from the last time we saw it.

Gone are the heavy metal posters, save for one that shows the ascension of a Valkyrie to Asgard.

The place is cleaned up. Reorganized. Some new furniture. Or some adopted from Sophie's house.

The three tired mourners settle in for the night as they step in from the front stoop.

REBECCA
Okay, little man, you got school tomorrow, so let's get you prepped for the morning.

MARTIN
I got it.

REBECCA
Well then, show me so I know what "got it" looks like.

Martin nods and moves off for the back room.

Bret stays with Rebecca. Puts a hand on her.

BRET
It'll work out.

REBECCA
Will it?

INT. REBECCA'S KITCHEN - NIGHT

Bret makes a sandwich at the counter.

Rebecca joins him. She's now dressed down in sweats, her hair tied behind her.

Somewhere from the living room, the soft sounds of the TV.

REBECCA
He likes the triangle cut.

BRET
I know.

REBECCA
And the crust is okay.

BRET
(grins)
I know.

Rebecca paces.

Bret offers her a slice of cheese. She takes it.

REBECCA
What if--

BRET
No sense worrying.

The doorbell rings.

Rebecca and Bret trade looks. Expectant. Clearly Rebecca's been waiting for this.

INT. REBECCA'S LIVING ROOM - MOMENTS LATER

She opens the door to reveal EMMA at her stoop. With an envelope in her hands.

REBECCA

(beat)

Hey.

Emma smiles. Hands her the envelope.

REBECCA (CONT'D)

Did they...?

EMMA

Understand, it's not a formal adoption. But yes. You are now a foster parent.

Rebecca jumps a little and then relaxes.

REBECCA

Thank you so much.

EMMA

Well, you're the one who did the work and-- oh!

Rebecca pulls Emma into a big, earnest hug.

MOMENTS LATER

Rebecca closes the door and turns around, smiling--

To find Martin and Bret waiting like two pets.

BRET

Well?

REBECCA

We're a family!

Martin smiles.

BRET

I knew it! We're celebrating.

MARTIN
Popcorn and movies?

REBECCA
Not so fast, school boy.

MARTIN
Awww.

REBECCA
C'mon, time for bed.

EXT. REBECCA'S APARTMENT BUILDING - NIGHT

Later. The neon sign winks by their bedroom window... But the interior lights now extinguish. It's bedtime.

INT. REBECCA'S LIVING ROOM - NIGHT

Later. The middle of the night.

A lone night light shines in this room, illuminating the sofa bed where Martin sleeps...

Except he's not asleep. He's sitting up.

And his eyes are SQUINTING at the brightness of the night light. He holds up his pale arm to protect him from it.

Martin then crawls to the coffee table against the edge of the bed and places something on it. As a gift. An offering.

It's his mother's HAIRBRUSH.

INT. REBECCA'S BEDROOM - NIGHT

Rebecca and Bret sleep together in her bed.

This room has been redone as well. Not to the point Rebecca has lost her personality, just... matured a step.

And also, some of Bret's stuff is here. Including an electric guitar in the corner and a cloth-covered rig that looks like it might be a homemade amplifier.

Night lights illuminate this room, too. There's at least one in every room, actually.

The digital clock flickers at 1:57am. Precisely that time.

And then--

Power cuts out. The whole place goes dark.

CLOSING IN on Rebecca, asleep.

Pressing closer.

Closer.

A faint SCRATCHING sound creeps in. Enough to wake her.

She blinks. Looks around. And fear sets in.

The scratching continues.

Rebecca looks toward the door--

Drenched in darkness. But in that dark... is... is that a hunched-over FIGURE?

Rebecca is almost afraid to speak at it. But then--

REBECCA

Martin?

The SCRATCHING stops suddenly.

Rebecca nudges Bret by her side.

Bret stirs. Sits up.

BRET

Hmm?

REBECCA

(sotto)

Emergency plan.

This wakes him up in a heartbeat. He reaches for the shelf by his side of the bed--

--and the silhouette of AN ARM from under the bed CATCHES HIS in its grasp INCHES before Bret can grab a FLASHLIGHT--

BRET

Becks--!

And then he's YANKED off the bed--

Slamming into THE DRESSER. Out cold.

Rebecca pulls something from her nightstand drawer-- is it another flashlight?

No. It's a ROAD FLARE. Which she cracks--

Suddenly casting the entire room in a FIERY RED GLOW.

REBECCA

Bret!

Bret is unresponsive. But there's no sign of Diana now.

Scurrying from the living room. It draws her attention.

Rebecca opens a nightstand drawer on her side and reaches in.

Inside: one item. A FUCKING MACHETE.

With knife in one hand and sparking flare in the other, Rebecca ventures for the living room.

REBECCA (CONT'D)

Martin? Sound off!

MARTIN (O.S.)

(beat)

I'm here...

Rebecca gets to the threshold and then she hears:

MARTIN (O.S.) (CONT'D)

She says it's all right...

With a fresh fear, she steps into--

INT. REBECCA'S LIVING ROOM

--and the red glow of the flare shows Martin on the edge of the sofa bed, positioned as if he were just looking at something in the dark space underneath.

He's been crying. But now he's not.

MARTIN

You don't need that this time.

Indicating the flare in her hand.

He says it too calmly. Why isn't he scared out of his mind? It takes Rebecca a beat to find her voice.

REBECCA

Martin. What are you saying.

MARTIN

She can talk to mom. She's here to protect me.

REBECCA

Bret?

She starts back for her bedroom but stops-- her flare is the only light source here. If she leaves, Martin is back in total darkness again.

Rebecca goes to Martin and hands him the flare.

REBECCA (CONT'D)

Here. Hold onto this at the base.
Okay? I'll be right back.

MARTIN

What are you going to use?

Rebecca holds up the machete to show him a personal addition to one side of the blade:

A compact PEN LIGHT, taped in place. She clicks it on--
It's black light.

INT. REBECCA'S BEDROOM - MOMENTS LATER

Rebecca enters, holding knife with white knuckles.

REBECCA

Bret?

In the weak, bluish light, she finds Bret's body still passed out at the foot of the dresser. It wasn't Bret.

Diana's silhouette STRIKES from behind--

And Rebecca FALLS HARD, hair already matted with her own blood.

The machete skitters off to the corner by the guitar.

Rebecca tries to get up--

But Diana's silhouette STRIKES her again and Rebecca's ear gets a nasty gash.

Rebecca crawls for the part of the room where the machete lies, tauntingly close...

TIGHT ON REBECCA'S BLOODY FACE.

A heavy weight descends on her. Pinning her. It hurts.

HER HAND struggles to reach for the direction of the machete, by the power supply to the homemade amp.

DIANA'S HAIR drifts down by Rebecca's face.

She reaches again. The knife is a good foot away.

DIANA'S VOICE

I just want to be your friend...

REBECCA

(disgusted)

You're dead.

Her hand touches the power supply.

AND NOW WE SEE THE LABEL on the thing. It's a BATTERY PACK. With an old-school radio SWITCH.

Diana digs into Rebecca's flesh, whispering:

DIANA'S VOICE

You can't run away this time.

Rebecca turns onto her back, to face Diana--

REBECCA

Neither can you, bitch.

And she flips the switch.

It's not an amplifier. It's a LIGHTING RIG.

VRRRRM -- first a set of heavy-duty BLACK LIGHTS clack on--

And Diana is EXPOSED as the demonic-looking woman atop Rebecca in the darkened bedroom.

Her wicked grin vanishes when she looks up at the rig--

Just in time to see the second set of lights power on--

BRIGHT FLOODLIGHTS like a set of high-beams.

DIANA SCREAMS in agony--

From a LOW ANGLE BEHIND HER, the silhouette now made flesh by the black light is TURNED TO ASH by the flood lights.

She DISSOLVES and blows away like powder in a stiff breeze.

Rebecca takes a breath. Two. Props up on her elbows. Looks around.

Bret MOANS and begins to wake. Then, the power returns.
LIGHTS flicker back on.

And Rebecca remains drenched in the hard light of the custom lighting rig -- obviously part of the Emergency Plan.

She's bloodied from the fight. But she ignores it for now.

REBECCA (CONT'D)

Martin?

Martin steps in from the hall. Squints at the light.

MARTIN

Is she gone?

Rebecca sees the ash around her.

REBECCA

Yeah.

Martin rushes to her. Rebecca sits up to hug him.

Still in the embrace, he asks a follow-up:

MARTIN

For good?

Beat. Rebecca looks around. Still holding him.

REBECCA

I think so.

(then)

And if not, we'll be stronger next time. You know why?

Martin stares at one of the posters still on the bedroom wall: One depicting a fearsome WARRIOR in some fantasy setting, battling goblins with a torch and sword.

MARTIN

Because we're fighters.

Rebecca smiles. A survivor's smile.

Looking straight ahead:

REBECCA

That's right.

HARD SLAM TO BLACK.

THE END.